

Gateway Friends and Family (GFF)

By Laws



DATE: November 2011 (rev. May 2012)

Article 1 – Name

The name of this organization shall be Gateway Friends and Family, referred to herein as "GFF", a tax-exempt nonprofit corporation affiliated with the Gateway Lab School ("GLS") a public charter school located in the state of Delaware.

Article II – Purpose

The purpose of the GFF is to foster cooperation, build community and promote understanding between and among parents, administration, faculty, Board of Directors, other staff and students; to serve as a vital link between the GLS Community and the broader community surrounding and supporting GLS; to encourage and coordinate volunteerism and support (financial and personnel) among parents and the broader community for GLS programs and activities; and to enhance the quality of the GLS experience for all constituencies of the GLS Community.

Article III - Membership

All GLS Families (parents/guardians, grandparents and siblings) are automatically Members/Member Families of the GFF, as long as their child(ren) or ward(s) is(are) a student(s) at GLS. Membership can be expanded to include local business owners, retired or former teachers and any community members interested in becoming involved. These individuals/organizations are required to pay an annual Membership Fee of \$10 and are subject to an appropriate background check and majority approval by the Executive Committee (defined in Article IV) of the GFF and the Head of School at GLS.

Article IV – Leadership

- a. The GFF will be led by a team of four officers ("GFF Officers") who must be active Members of GFF as defined in Article III:

President: Subject to the control of the **Executive Committee**, the President shall have general supervisory responsibility for the affairs of GFF. The President shall preside at all meetings of the GFF and the Executive Committee, and shall have such additional powers and duties as may be assigned by the GFF Executive Committee, GLS Head of School, and/or GLS Board of Directors. The President shall serve as an ex-officio member of all committees, with the exception of the nominating committee.

Vice President: In the absence of the President, the Vice President shall perform the duties of the President. The Vice President shall have such additional powers and duties as may be assigned by the GFF Executive Committee, GLS Head of School, and/or GLS Board of Directors.

Secretary: The Secretary shall be responsible for all record-keeping function of the GFF, including, keeping the minutes of all GFF meetings and meetings of the GFF Executive

Committee. The Secretary shall have such additional powers and duties as may be assigned by the GFF Executive Committee, GLS Head of School, and/or GLS Board of Directors.

Treasurer: The Treasurer shall be responsible for all accounting functions relating to GFF-sponsored activities and GFF operations, including depositing and investing monies, and other duties as may be assigned by the GFF Executive Committee, GLS Head of School, and/or GLS Board of Directors. The GFF Treasurer will establish a yearly budget and submit such for approval by the Executive Committee. GFF Treasurer will create and present a report detailing GFF receipts and expenditures at monthly membership meetings. The Treasurer shall be bonded, at the expense of GFF.

The GFF Executive Committee shall be able to appoint additional officers as necessary to the better functioning of the organization (e.g., an assistant Treasurer or assistant Secretary)

- b. The decision-making body of the GFF shall be the GFF **Executive Committee**. The Executive Committee shall be composed of GFF Officers, GLS Head of School, Chairpersons of active GFF Committees (detailed in Article XIII), GFF **Teacher Liaison** (to be appointed by the GLS Head of School to represent the GLS teaching staff), and GFF **Board Liaison** (to be appointed by the Chairman of the Board's Community Outreach and Fundraising Committee to represent the GLS Board of Directors). The GFF Executive Committee shall meet a minimum of 4 times per year. A quorum (defined as a simple majority of Executive Committee members) is required in order to make non-material decisions regarding the GFF's operations or activities. Whereas, decisions with material implications as to the organization or activities of the GFF must be communicated to the membership and Members/Member Families must be provided with sufficient opportunity (no less than 14 calendar days) to question/provide feedback prior to the vote.

Article V - Election of Officers

In July of each school year (defined as beginning July 1 and ending June 30), any Member of GFF (as defined in Article III) interested in becoming an Officer of the GFF for that school year will submit an application, stating their relationship to GLs, why they are interested in serving and their qualifications for the position they seek. Applications will be made available to all GFF Members. After sufficient time to garner candidates (minimum of 14 calendar days from announcement of commencement of application process), each GFF Member will receive a ballot stating the names of the candidates for each position. Each candidate's application will be posted to the GLS and GFF websites for review. Each Member family will be able to vote for one candidate for each officer position. A majority (51% of Member families) of participation/ballots will be required in order for the results of the election to be official. Should a quorum not be achieved after completion of an appropriate notification process (minimum of 14 calendar days from ballot distribution), GLS Head of School shall have the ability to rule that the election results are final. The election will be administered by GLS staff and the results announced publicly. Election of GFF Officers shall be finalized no later than the first day of school year.

Article VI – Terms

Officers will serve 1 year terms; however, they may serve multiple terms in office (re-elected) as long as they have children enrolled at Gateway. An Officer or member of the GFF Executive Committee is required to resign when he/she no longer has a child/ward/grandchild enrolled at GLS.

Article VII - Removal of Officers

Individuals can be removed from leadership positions within GFF as follows:

- a. Automatic removal: 1) violation of Parent/Student Handbook, 2) Child being expelled from Gateway, etc.
- b. Non-automatic removal: Upon receipt of a request for removal of a GFF Officer or Committee Chairperson, signed by a minimum of five Members/Member Families (who will be allowed to remain anonymous) to the GLS Head of School, a parent "Review Panel" shall be established by members of the GFF Executive Committee (not named in request) to review the complaint and consider the removal of an officer for reasons, such as: 1)

behavior deemed to harm the reputation of GLS or GFF, 2) behavior deemed disrespectful to the membership, leadership or to the office. Any parent on the Review Panel must make an affirmative statement that he/she has no conflict of interest relating the review and consideration. The Panel will submit the results of their investigation and their recommendation regarding removal to the Executive Committee (members not involved in the request) for decision. Decision is made by simple majority.

Article VIII- Compensation

No GFF Officer, member of the Executive Committee or Member/Member Family shall receive any form of compensation as a result of his or her services to or on behalf of the GFF.

Article IX - Officer and Executive Committee Liability and Indemnification

GFF Officers and Executive Committee members (each an "Indemnified Representative") shall not be personally liable for monetary damages for any action taken, or any failure to take action, unless: (1) the officer or Executive Committee Member has breached or failed to perform the duties of his/her office; and (2) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. This liability provision is based on the presumption that absent a breach of fiduciary duty, lack of good faith or self-dealing, actions taken as an officer or Executive Committee Member or any failure to take any action shall be presumed to be in the best interest of GFF.

The GFF shall indemnify an Indemnified Representative against any liability in connection with any proceeding in which the Indemnified Representative may be involved as a party or otherwise by reason of the fact that such person is or was serving in an indemnified capacity, including, without limitation, liabilities resulting from any actual or alleged breach or neglect of duty, error, misstatement or misleading statement, negligence, gross negligence or act giving rise to strict or products liability, except: (1) when the indemnification is prohibited by law; (2) where the conduct of the Indemnified Representative resulted in a personal benefit to the Indemnified Representative or was the result of willful misconduct or recklessness.

Article X - Meetings

Meetings of the membership will take place monthly at GLS or other venue publicly accessible. Meeting agendas, location, day and time will be determined by the GFF Secretary. Emergency membership meetings can be called with 24 hours public notice. All membership, Officer, Executive Committee and sub-committee meetings will be announced publicly on the GLS website, the GLS newspaper and the GFF Facebook™ page.

A vote can be held as long as a quorum, defined as two or more officers, two or more additional members of the Executive Committee, and ten or more at-large Members/Member Families, is present.

Article XI – Communication

GFF Secretary will administrate the GFF Facebook™ page, ensuring that its use conforms with policies established in the Communication Code of Conduct, supports GLS' Mission, does not violate any GLS policy including but not limited to those outlined in GLS Employee Handbook and GLS Student Handbook. Gateway Administration and Board of Directors will have oversight authority of the GFF Facebook page and any other GFF communications to Member/Member Families or to the public. GLS Board of Directors reserves the right to prohibit the use of Facebook™ and any other social networking sites as a GFF forum for communication should it deem the communications detrimental to GLS, in violation of GLS policy, incendiary and malicious in their intent, and/or offensive to any member of the GLS Community. In addition, any pictures of students to be posted on Facebook™ must first be approved by GLS administration.

Article XII – Dissolution

There should be a provision that states when GFF may be dissolved (i.e., by an unanimous vote of the Executive Committee) and what happens to any money remaining in any GFF bank account.

Article XIII – Committees

GFF Executive Committee has the authority to establish Committees with a simple majority vote. Members/Member Families of the GFF can submit proposals for new committees or changes to existing committees for review by the Executive Committee and approval by a simple majority vote. Committees may be dissolved through a process wherein a petition to dissolve a committee is submitted, reviewed and approved by the Executive Committee and/or by a majority vote of the *membership*. GLS Head of School will serve as an ex-officio member of all GFF Committees. All major (defined as those involving cash outlays of greater than \$5,000, involving a majority of GFF Members/Member Families, or designed to have a major impact on GLS financially or otherwise) must be pre-approved by the GLS Head of School.

Committees:

Pictures: GFF will take leadership responsibility for identifying, interviewing, undertaking reference calls and making recommendation for a School Photographer. GLS Head of School will ensure that vendor contract and background/reference checks are appropriately reviewed and approved. Head of School will approve GFF Photographer recommendation. GFF will organize parent volunteers to assist on Picture Day and Picture Re-take day in coordination with Gateway staff and faculty.

Volunteer Coordination Committee: GFF will undertake the following:

- a. Annual survey of our parents to determine their skills, talents, hobbies and interests. Survey information will be organized into a database, gaps identified and annually updated/revised. Data must be kept confidential and only shared by GLS administration and GFF leadership.
- b. Development of a list of parents who are willing and able to volunteer for various School activities: current needs include: 1. helping teachers on picture day, 2) helping with before/after care, 3) helping in the gym, 4) helping with lunch, 5) substitute teachers, 6) substitute nurses, 7) landscaping and gardening, 8) facility repair and maintenance, 9) marketing/communication and 10) bus chaperones.
- c. Undertake necessary background checks and sign-offs to ensure that parents are qualified to undertake the activity they volunteer for.

School Store: GLS administration will have leadership and oversight responsibility for the Gateway School Store. The GFF School Store Committee will coordinate staffing, undertake shopping, design brochures and posters, and gather suggestions from the GLS Community with regard to what items they would like to see stocked at the store. GLS Head of School retains sign-off authority on any item sold at the store, and items must meet School standards (cultural, mission, logo, mascot, etc.) Any use of GLS logo, mascot or other GLS-registered trademark must be pre-approved and must adhere to established guidelines for usage.

Fund-raising: Committee is responsible for fundraising activities (including raffles, patronizing local businesses, merchandise sales, etc.) Activities must be pre-approved by GLS Head of School. Activities expected to raise more than \$5,000 for the School must also be reviewed and approved by the Chairman of the Board's Community Outreach and Grant/Fundraising Committee.

Hospitality: Committee shares responsibility for welcoming new Members/Member Families, distinguished guests and visitors to GLS.

Teacher/Staff appreciation: Committee is responsible for organizing and staffing activities relating to the recognition and appreciation of GLS Teachers and staff members.

Box-tops for education: Committee is responsible for collection of "Box tops for education" and working with GLS Head of School to determine how best to utilize the School's credits.

Article XIV – Amendments

These Bylaws may be amended by a simple majority of the Members/Member Families at any regular or special meeting provided that advance 7-day notice is given to the members and a quorum is established.