

**BYLAWS OF THE PROVIDENCE COMMUNITY ASSOCIATION**  
**PROVIDENCE CATHOLIC SCHOOL**  
*THE COLLEGE PREPARATORY SCHOOL FOR GIRLS GRADES 6-12*  
*(LOCATED IN THE ARCHDIOCESE OF SAN ANTONIO)*

**ARTICLE I - NAME**

The name of the organization shall be the Providence Community Association (herein referred to as the "organization" or the "PCA".)

**ARTICLE II - MISSION AND GOALS**

The purpose of the Organization shall be to support and recommend programs that enhance Catholic education at Providence Catholic School the College Preparatory School for Girls grades 6-12 (herein referred to as "Providence") by:

- Being a resource of information for parents; and
- Being a resource for parent volunteer and fundraising opportunities,
- Promoting community amongst our Providence families, Faculty, and Staff.

**ARTICLE III-MEMBERSHIP**

Membership is limited to parents and legal guardians of students attending Providence as well as all Faculty and Staff of Providence Catholic School. Every parent or legal guardian of a student enrolled in Providence and every Faculty and Staff member is automatically a member of the PCA and is encouraged to participate.

**ARTICLE IV - BOARD OF DIRECTORS**

**Section A. Officers.** The affairs of the PCA shall be managed by a Board of Directors (the "Board"). The Board will consist of the following 8 elected officers (each, an "Officer") and 7 Grade Level Representatives

1. President
2. Vice-President
3. Secretary
4. Treasurer
5. Parent Liaison
6. Advancement Liaison
7. Parliamentarian/Historian
8. Hospitality Liaison

**Section B. Ex-officio Members of the Board.** The Principal and the Administrators shall serve as ex-officio members of the Board. One of the ex-officio members of the Board must attend all Board meetings, but shall have no vote and shall have no effect on the number of Officers present for a quorum. However, all decisions approved by the Board must have approval of the Principal in order to be enacted. All official documents or contracts will only be signed by the Principal.

**Section C Officer Qualifications.** In order to qualify to serve as an Officer on the Board, an individual must be an active member of the Providence community for at least one year and be in good standing with the Business Office and Administration. Grade Level Representative are required to have a student enrolled in the grade level they are representing.

**Section D Removal.** Any Officer who is not fulfilling their duties or acting independently may be removed by action of the majority vote of the Board at any regular or special board meeting at which a quorum is established when in the Board's judgment the best interests of the PCA would be served thereby. If a quorum is not met then the Principal should be allowed to vote.

**Section E. Resignation.** Any office may resign at any time by giving written notice to the entire Board, the President, or the Secretary. Upon receipt of the resignation notice, the person receiving the notice, if not given to the entire Board, shall notify the entire Board within 3 days of receiving the notice. Unless otherwise specified in the notice, the resignation shall take effect upon receipt of the notice. Formal acceptance of the Board is not needed to make it effective.

**Section F Vacancies.** Vacancies that occur on the Board shall be filled by a majority vote of the remaining Officers except in the case of the Presidency, which shall be filled by the Vice President for the unexpired term. An Officer elected to fill any vacancy shall hold the office for the unexpired term of such Officer's predecessor. If the election of an Officer to fill a vacancy is to be considered at a meeting of the Board, a notice stating such fact shall be sent to each of the Officers at least 5 days prior to that meeting.

**Section G. Conflict of Interest.** Officers shall abstain from voting on the selection, award, or administration of a contract from which they or a group or organization they represent may benefit. The Officer may propose and participate in discussion on such contracts, provided the interest is noted in the minutes of the meeting.

## **ARTICLE V - DUTIES OF THE OFFICERS**

**Section A. President.** The President shall preside at and prepare agendas for all Board meetings, and of the general membership, perform such other duties as are incumbent on the office, and perform such other duties as may be prescribed by the Board from time to time. The President shall be responsible for having a copy of the Bylaws available at every, Board, and PCA general membership meeting, for reference. The President must have been an officer of the Board for at least one (1) year prior to serving in this capacity. If this criteria cannot be met, the school Administration guided by the recommendation from the current PCA Board, will appoint the President. The President shall monitor the mission and goals of the PCA to ensure their performance and effectiveness.

**Section B. Vice-President.** The Vice-President serves as a member of the Board and in the absence of the President shall perform all duties of the President and shall become President once the current President's term expires, or if the President does not seek re-election. The Vice-President shall also perform all other duties as assigned by the President.

**Section D. Secretary.** The Secretary serves as a member of the Board. The Secretary shall keep, prepare,

distribute and maintain copies of the agenda and minutes for all Board and PCA general membership meetings, provide notice to all officers of all Board meetings and shall keep an accurate record of attendance at all Board and General meetings. Before or on the date of the next meeting, the Secretary shall submit the minutes from the prior meeting (via e-mail, facsimile, or hand delivery) to each member of the Board for review or approval. The Board will amend and approve the prior minutes at the beginning of current meeting. Once approved, the Secretary shall post the approved minutes on the Providence Catholic School (PCS) website within two (2) days from the date of current meeting. The Secretary shall also oversee all the correspondence deemed necessary from the Board of Officers. The Secretary will be responsible for maintaining a list of the current Board members with their correct contact information and shall distribute that list to all Board members. A revised list shall be distributed upon any such contact information being changed. The recording secretary shall mention the Text Reminder System for the PCA.

**Section E. Treasurer.** The Treasurer serves as a member of the Board & shall present the annual budget of the PCA that has been approved by the Administration and reviewed by the President before the beginning of each school year with input from all Officers. He/she will also provide the Officers all forms required by the Business Office for procurement of funds prior to or at the beginning of the school year.

The Treasurer shall be the liaison between the Board and Providence with regard to financial matters. The Treasurer shall see that a proper accounting system is maintained to keep a true and accurate record of: (a) all funds deposited with the Providence business office by the Officers, and (b) all funds distributed by the Providence business office to the PCA or on behalf of the PCA. Such records shall be at all times open to inspection by the Board and or the Principal of Providence. The Treasurer shall receive the appropriate documentation from the Officer depositing funds with the Providence business office, via the then-current official PCA form. The Officer chairing an event or serving as Board Liaison for an event will submit all check requests forms to the Providence business office for payment one week prior to the event, with approval from the Principal, notification to the Treasurer, and appropriate documentation, as required by the Providence business office.

At each meeting of the Board, the Treasurer shall provide a report showing in detail the income and expenditures of the PCA since the last report and present a forecast of the budget, a general statement of income and expenses at each meeting of the general PCA membership. The Treasurer will adhere to all applicable policies regarding finances as stated in these Bylaws. The Treasurer will oversee and secure the collection of all monies during all fundraising initiatives of the PCA which shall benefit the school.

**Section F. Parliamentarian/Historian.** The Parliamentarian/Historian shall see that all meetings of the PCA and the Board run in an orderly fashion. In all cases where parliamentary procedure is not provided by the Bylaws, *Robert's Rules of Order, Revised* shall apply. The Parliamentarian/Historian shall be responsible for having a copy of *Robert's Rules of Order, Revised* available at every Board and PCA general membership meeting for reference. The Parliamentarian/Historian will present each newly elected Officer with a pledge listing all the duties and responsibilities of his/her office and will ensure that such duties and responsibilities are adhered to throughout the year of office or appointment.

The Parliamentarian/Historian shall chair the Nominations Committee and therefore, solicit and recruit

nominees for all PCA Officer positions between March and April of the current school year; provided that the position of President shall not be an elected position in a year when the Vice-President is duly qualified (will be a member of the PCA the following year) and intends to ascend to the office of President pursuant to Article V, Section B, above.

The Parliamentarian/Historian shall also collect information from the various Officers so that a master PCA binder/electronic folder of information will be maintained, with such information as minutes from all PCA meetings, past nominations for officer positions, "Plans of Work" that will include information regarding volunteers serving for each event and their unique talents, contact information for key people or businesses, all event evaluation and/or notes that state the pro/cons, advantages/ disadvantages, repeats/deletions for a particular function or event. The Parliamentarian/Historian shall be a liaison to Providence in providing, articles on, and pictures from, the PCA and/or PCA activities for inclusion in school media, social media (e.g. Facebook) and school publications distributed to parents and guardians, and for posting on the website. These pictures can be uploaded onto a cloud account approved by the Administration.

**Section G. Parent Liaison.** The Parent Liaison will work very closely with the President and the Principal or an administrator selected by the Principal. He/she will help to seek, communicate with and coordinate volunteers at the direction of the President and approval of the designated Administrator for designated school events. At Board meetings and at all PCA general membership meetings, the Parent Liaison shall present a report on the PCA volunteer needs.

**Section H. Advancement Liaison.** The Advancement Liaison will work very closely with the PCA President, and the advancement department. He/she will help to seek, communicate with and coordinate volunteers at the direction of the PCA President and approval of the advancement for designated school fundraising efforts, especially the Raffle Ticket Sales. At Board meetings and at all PCA general membership meetings, the Advancement Liaison shall present a report on the PCA volunteer needs.

**Section I. Class Rep (7 total positions)** The Class Representative for each grade with assist as a volunteer for the PCA events and assist in communicating PCA information to the families in their grade level. The will also organize their class fundraising efforts including the raffle and gala auction basket.

## **ARTICLE VI- BUDGET**

**Section A. Annual Budget.** Before each school year, the Board shall adopt a master working budget which shall include the expected income and expenses for each PCA event.

**Section B. Adherence to Budget.** Once adopted, the budget shall be adhered to during the year. Material deviations from the budget shall require approval by the Board. For purposes of this section, a deviation of 20% shall be considered a "material "deviation.

**Section C. Budgeted Expenses.** All purchases from the approved budget will be made by contacting the Treasurer, who will acquire a purchase order from the Providence Business Office. Advances may be issued for purchases assigned to purchase orders if requested at least 2 weeks ahead of time. Reconciliation of advances must be submitted to the Treasurer within 15 days of purchase, with the exception of purchases made in May, which must be reconciled by the second Friday in June. Reconciliation of advances must include any change and all receipts. If the advance is not timely reconciled, the Officer/ shall be responsible for returning the amount of money not accounted for. Taxes will not be reimbursed.

**Section D. Unbudgeted Expenses.** Each minor unbudgeted expense, (under \$50), incurred by a Board Member in the ordinary course of PCA business which is reimbursable, in the reasonable discretion of such Board Member shall be evidenced by a receipt submitted to the Treasurer for reimbursement. In the event that the Treasurer determines that a particular expense is questionable, or if the amount exceeds \$50, the Treasurer shall present that receipt to the Board for approval or disapproval of the reimbursement, by email or at the next Board meeting. Upon Board approval, the Treasurer shall obtain the reimbursement from the Providence Business Office, as set forth herein. Upon Board disapproval, the Treasurer shall return the original receipt to the Board member without reimbursement.

## **ARTICLE VII-MEETINGS**

**Section A. General Membership Meetings.** The PCA general membership will ordinarily meet a minimum of four times a year.

**Section B. Board Meetings.** The Board will ordinarily meet once each month.

**Section C. Board Transition Meeting.** Prior to the end of the school year, the Treasurer and the President shall meet with the outgoing/previous Treasurer, the outgoing/previous President if available, and the Manager of the Providence Business office to discuss the procedures for accounting and finances between the school and the PCA (such as obtaining advances and reimbursements). Prior to the end of the school year, the incoming President shall meet with the Administration of Providence to determine the role of the PCA in sponsoring or supporting each event throughout the upcoming school year.

**Section D. Summer Board Retreat.** The Board shall meet at their discretion before the beginning of the new school year to:

- a. Understand the mission of Providence Catholic School and the Sisters of Divine Providence.
- b. Understand the expectations of being a Board member.
- c. Conduct the business of the PCA Board needed before school begins.

**Section E. Location of Meetings.** Meetings of the PCA general membership and meetings of the Board will ordinarily be held at Providence.

**Section F. Quorum.** A majority (2/3) of the Board shall constitute a quorum for the transaction of business at any

meeting of the Board. Ex-officio members of the Board shall have no effect on the number of Officers present for a quorum. Six (6) PCA members shall constitute a quorum for the transaction of business at any PCA General Meeting.

**Section G. Voting.** The majority vote of the Officers present at a meeting in which a quorum is present shall be the act of the Board, except as may be otherwise specifically provided by these Bylaws. Likewise, the majority vote of the PCA members present, by proxy, written, or electronically shall be the act of the PCA general membership, except as may be otherwise specifically provided by these Bylaws.

**Section H. Action By Written Consent.** Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if a consent in writing, setting for the action to be taken shall be signed by a majority of the Board and approved by the Principal, as would be necessary to take that action at a meeting at which all of the Officers were present and voted. Each written consent shall bear the date of signature of each Board member who signs the consent. The request for a vote must be delivered to all members of the Board by hand, electronic transmission, facsimile, or regular mail. Prompt notice of the taking of any action by the Board without a meeting shall be given by the Secretary to all members of the Board who did not consent in writing to the action. A photographic, photostatic, facsimile, electronic, or similar reproduction of a writing signed by an Officer shall be regarded as "signed" by the Officer for purposes of this section.

## **ARTICLE VIII- NOMINATIONS**

**Section A Nominations.** The Parliamentarian/Historian shall request that written nominations be submitted, but shall accept and consider all nominations, (including self-nominations and nominations of others) received from PCA members up to and until one week prior to the date of the meeting when the election will be held. The Parliamentarian/Historian shall keep a record of all written nominations, (and to the extent reasonably possible, all verbal nominations) received for each Officer position.

**Section 8. Presentation of Candidates.** The Parliamentarian/Historian shall solicit the PCA general membership for nominations in March & April of the school year and whenever a vacancy occurs on the Board. At the last PCA general meeting for the year of the school year, the Parliamentarian/Historian shall use its best efforts to present to the PCA general membership the name of at least one candidate for each Officer position. All Nominees must be vetted & approved by School Administration. If the PCA is unable to hold elections before the end of the school year, nominations and elections can be done via email.

**Section C Election of Officers.** The Parliamentarian/Historian shall conduct the annual election of Officers at a meeting of the PCA general membership at the last PCA general meeting of the school year. The Parliamentarian/Historian shall print the ballots, distribute the ballots to all members present, collect the ballots, count the ballots, and prepare a tally sheet reflecting the final results of the election. In the event that there is only one candidate for each position the group can make a vote by acclamation. The Parliamentarian/Historian shall report the results of the election to the general membership of the PCA at the same meeting in which the election is held. The Parliamentarian/Historian shall, within one week of the election,

submit a complete written record of the election results to the Secretary to be kept in the PCA binder.

**ARTICLE IX-EFFECTIVE DATE AND IMPLEMENTATION**

**Section A. Effective Date.** These bylaws shall become effective on the date of the adoption by the Board.

**Section 8. Implementation.** Notwithstanding the effective date set forth above, in the event that these Bylaws become effective on a date other than the last day of school for a particular school year, The Officers then serving shall continue to serve in their elected positions for the rest of the school year, and the Officer elections for the following year shall be held as set forth herein for the Officer positions specified herein.

**Section C. Integration.** These Bylaws shall supersede and replace all prior Bylaws, constitutions and/or other governing documents of the PCA.

**ARTICLE X- AMENDMENT AND CONSTRUCTION**

**Section A. Amendment.** In order to alter, amend, or repeal the Bylaws or to adopt new Bylaws, the Board, by two thirds (2/3) vote, must pass a resolution at a Board meeting authorizing the consideration of any such alteration, amendment, repeal or adoption of new bylaws at the next meeting of the PCA Board. Written notice setting forth the proposed alteration, amendment, repeal or proposed new bylaws must be given to all members of the Board not less than seven (7) days prior to any meeting for consideration of the proposed alteration, amendment, repeal, or proposed new bylaw. Provided that such requirements of resolution and notice have been met, the alteration, amendment, repeal, or adoption of a new bylaw may be adopted at such meeting of the PCA Board by majority vote of the officers present. Once adopted, written notice of the alteration, amendment, repeal, or new bylaw will be posted on Edline.

**Section B. Severability.** If any portion of these bylaws shall be invalid or become inoperative for any reason, then so far as is reasonable, the remainder of these bylaws shall be considered valid and operative and effect shall be given to the intent manifested by the portion held invalid or inoperative.

*As approved by consent of the Board of Directors effective this\_\_\_\_\_ of \_\_\_\_\_, 20 \_\_\_\_.*

\_\_\_\_\_  
*Board President*

\_\_\_\_\_  
*Principal*

*Attest:*  
*Two current PCA Board Members*

\_\_\_\_\_, Office held: \_\_\_\_\_

\_\_\_\_\_, Office held: \_\_\_\_\_