

# **Gateway Friends and Family By Laws**

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## **Article I: Name**

The name of this organization shall be Gateway Friends and Family referred to herein "GFF", a tax exempt non-profit corporate 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 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 (financially and personnel-wise) among the parents and the broader community for GLS programs and activities;
- To enhance the quality of the GLS experience for all constituencies of the GLS community.

## **Article III: Membership**

All GLS families are automatically member families of the GFF as long as their children or ward(s) attend GLS. Membership can be expanded to include retired or former teachers of GLS upon approval by the GFF Executive Committee and the Head of School.

## **Article IV: Leadership**

The decision making body of the GFF shall be the GFF Executive Committee. The Executive Committee shall be composed of the GFF officers, Head of School, any chairpersons of active GFF committees, any GFF teacher liaison(s) as appointed by the Head of School to represent GLS teaching staff, and GFF board liaison to be appointed

by the chairman of the board's community outreach and fundraising committee to represent GLS Board of Directors. The GFF Executive Committee shall meet a minimum of four (4) times per year. A quorum which is defined as a simple majority of the Exec. Committee members are required in order to make non-material decisions regarding the GFF 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 (not less than 14 calendar days) to question or provide feedback prior to the vote.

The GFF will be led by a team of four officers with a minimum of two and a maximum of two titles coinciding, who must be active members of the GFF as defined below:

**President:** Subject to the control of the Exec. 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 Exec. Committee, and shall have such additional powers and duties as may be assigned by the Exec. Committee, the Head of School, and/or the 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 observance 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 Exec. Committee, the Head of School and the GLS Board of Directors.

**Secretary:** The secretary shall be responsible for all record keeping functions of the GFF including minutes of all GFF meetings and GFF meetings for the Exec. Committee. The secretary shall have such additional powers and duties as may be assigned by the GFF Exec. Committee, the Head of School and the GLS Board of Directors.

**Treasurer:** The treasurer shall be responsible for all accounting related functions to the GFF activities and operations including:

- Deposits of monies
- Establish a yearly budget
- Submit budget for approval by the Exec. Committee
- Create and present a report detailing GFF receipts and expenses at monthly meetings
- File tax forms as needed

The GFF Exec. Committee shall be able to appoint additional officers as necessary to the better functioning of the organization (i.e. Asst. Treasurer or Secretary as needed).

### **Article V: Election of Officers**

In the first week of April of each school year (defined as 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 and what their qualifications for the position they seek. Applications will be made available to all GFF members. After sufficient time to garner candidates (i.e. 14 calendar days) from announcement to commencement of application process, each attending GFF member will receive a ballot stating the name(s) of the candidates for each position. The official vote will take place at the regularly scheduled May GFF meeting. Each candidate's application will be posted to the GLS website for review. Each member family will be able to vote for one candidate per position. A majority (i.e. 51%) of 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 (i.e. 14 days from ballot distribution, the Head of School shall have the ability to rule that the election results are final. The election will be administered by a GFF Nominating Committee and the results announced publicly. Election of GFF officers shall be finalized no later than the first day of the school year.

### **Article VI: Terms**

Officers will be elected for a minimum of a one-year term. However they may serve up to three consecutive terms in the same office (re-elected) as long as they have children enrolled at GLS. An officer or member of the GFF Exec. Committee is required to resign when he or she no longer has a child or ward enrolled at GLS.

## **Article VII: Removal of Officers**

Individuals can be removed from GFF positions as follows:

- Automatic Removal: 1. Violation of GLS handbook; 2. Child withdrawn from GLS, etc.
- Non-automatic Removal: Upon receipt of a request for removal of a GFF officer or committee chairperson, signed by a minimum of five member families who are allowed to remain anonymous to the Head of School, a parent “review panel” shall be established by members of the GFF Exec. Committee (not named in request) to review the complaint and consider the removal of an officers for reasons such as:
  - Behavior deemed to harm the reputation of the GFF or GLS
  - 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 does not have a conflict of interest relating to the review and the panel will submit the result of their investigation and their recommendations regarding the removal to the Exec. Committee (members not involved in the review) for decision. Decision is made by simple majority.

## **Article VIII: Compensation**

No GFF Exec. Committee member or committee chairperson shall receive any form of compensation as a result of his/her services to or on the behalf of GFF.

## **Article IX: Office and Exec. Committee Liability and Indemnification**

GFF Officers and Exec. 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:

- The office or exec. Committee member has breached or failed to perform the duties of his or her office
- 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 Exec. Committee member or any fairly to take action shall be presumed to be in the best interest of the GFF.

The GFF shall indemnify an Indemnified Representative against any liability in connection with any proceedings in which the IR 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 to liabilities resulting from any actual or alleged breach or neglect of duty, error, miss-statement or misleading statement, negligence, or active giving rise to strict products liability except (1) when the indemnification is prohibited by law and (2) where the conduct of 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 GFF will take place each month at the GLS or other venue publicly accessible. Meeting agendas, location, date and time will be determined by the GFF President. Emergency membership meetings can be called within 24 hours public notice. All membership, officers, exec. Committee and subcommittee meetings will be announced publicly on the GLS website, the GLS newsletter and the GLS 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 Exec. Committee and two or more at-large members is present.

#### **Article XI: Communication**

The GFF will communicate with its members through the use of email, flyers and social media. It will also communicate the monthly minutes and budget to the GLS Board on a monthly basis either through email or by a representative who will attend the GLS monthly Board meeting.

## **Article XII: Dissolution**

Should the GFF be dissolved, the GFF funds are directly to be deposited to Gateway Lab School's bank account and confirmation of this transaction to be given to the Head of School within 5 working days of the GFF dissolution.

## **Article XIII: Committees**

GFF Exec. Committee has the authority to establish committees with a simple majority vote. A simple majority vote is defined as half plus one. Members of the GFF can submit proposals for new committees or changes to existing committees for review by the Exec. 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 exec. Committee, and or by a majority vote of the membership. Head of School will serve as an ex-officio member of all GFF Committees. All major committees (defined as those involving cash outlays of greater than \$5,000 involving a majority of GFF members or designed to have a major impact on GLS financially or otherwise) must be pre-approved by the Head of School.

Volunteer Coordination Committee: GFF will undertake the following:

- Annual survey of our parents to determine their skills, talents, hobbies or interests. Data will be kept confidential and shared only with GLS administration and GFF Exec. Committee.
- Develop a list of parents who are willing and able to volunteer for various school activities including:
- Fundraising: Committee is responsible for fundraising activities including raffles, patronizing local businesses, merchandise sales, etc. Activities must be preapproved by the Head of School. Activities expected to raise more than \$5,000 for GLS must be also reviewed and approved by the chairman of the board's community outreach and grant/fundraising committee.
- Hospitality: Committee shares responsibility for welcoming new member families to GLS, distinguished guests to GLS.
- Teacher & Staff Appreciation: Committee is responsible for organizing and staffing activities relating to the recognition and appreciation of GLS teachers and staff.

- BoxTops for Education/Campbell's Labels for Education: Committee is responsible for the collection of BoxTops for Education and working with the Head of School to determined how best to utilize the school credits.

#### **Article XIV: Amendments**

These bylaws may be amended by a simple majority of the member families any regular or special meeting provided that advance seven day notice is given to the members and a quorum as defined above is established.