

**Bylaws
of
Steller Parent Group**

Approved by Members on 3/19/2024

EIN: 06-1760342

Article 1

Mission Statement

The mission of Steller Parent Group (“SPG”) is to promote parent involvement in Steller Secondary School (“School”); to solicit, address, and make recommendations regarding issues facing the School community; and to support fundraising activities and facilitate the disbursement of those funds. As part of the School community, SPG supports Steller Secondary School in keeping with its mission and philosophy.

Article 2

Office

SPG’s primary office in the State of Alaska will be located at Steller Secondary School, 2508 Blueberry Road in Anchorage, Alaska.

Article 3

Members

Section 3.01 Membership

All students currently enrolled at the School, their parents/guardians, and current Staff shall automatically be Members of SPG ("Members"). Members are encouraged to participate in decision making consistent with these Bylaws and are expected to collaborate with others in furtherance of the School's mission and philosophy. In addition, a set of elected Members ("Officers") conducts organizational business.

Section 3.02 Annual Meeting

An annual meeting of Members will be held for election of Officers, on a date to be determined by the Officers.

Section 3.03 Member Meetings

At least one (1) regular meeting of the Members shall be held each school year, in addition to the annual meeting. The Officers may establish the number, date, and time of regular meetings. Members may call for a special meeting in the event SPG business is not being conducted in a timely and transparent way.

Committee meetings may be called at any time for the purpose of that committee by the Committee Chair or any one of the Officers.

Section 3.04 Meeting Location

Member meetings may be held at SPG's principal office, by videoconference and/or elsewhere in Anchorage, Alaska as specified in the notice of the meeting.

Section 3.05 Notice of Meetings

An Officer or Committee Chair designated by the Chair will post meeting dates and the agenda in a manner designed to broadly reach Members. The intent of this section is to create flexibility in permitting notice by different electronic means as technology evolves, which may include, e.g. through SPG social media websites, shared calendar(s), electronic newsletter, or physical posting at the School. The designated Officer will provide notice of regular Member meetings at least 7 days before a regular meeting.

Section 3.06 Quorum

The presence of at least (5) five Members, (2) two of whom must be Officers, will constitute a quorum at all Member meetings, except as otherwise provided in these Bylaws. If quorum is not established, Members may still meet but may not vote on an issue.

Should issues arise that require prompt attention, Officers may convene a meeting of at least 3 Officers to vote on issues that cannot be delayed to the next Member meeting.

Section 3.07 Conduct of Meetings

The Chair of SPG will preside over Member meetings or, if the Chair is not present, another Officer may preside. The Secretary of SPG will carry out the duties of Secretary of the meeting. In the absence of the Secretary, the presiding Officer may appoint a person to carry out the duties of the Secretary of the meeting.

Section 3.08 Voting

At all Member meetings, every Member, including all Officers excluding the Chair, will have one vote. All elections must be had and all questions requiring a vote must be decided by a majority of the votes cast at a duly organized and noticed meeting, except as otherwise provided by these Bylaws. In the event of a tie vote, the Chair may invite a motion to table the issue until the next meeting in order to encourage further discussion and consensus building. Consensus building is the main strategy for decision making. However, if the Members vote against tabling the issue or if a tie vote remains after tabling an issue and further discussion, the Chair shall vote to break the tie. Voting may not proceed without a quorum.

The principal of the School (the “Principal”) is an advisory Member and shall not be entitled to a vote.

Article 4

Officers

Section 4.01 Election, Tenure, and Compensation

The Officers of SPG will be a Chair, Treasurer, and a Secretary. Co-Officers may either assist or share in the duties of the position, as agreed upon by the Co-Officers. Co-Officers shall have all the powers and duties of an Officer. All

Officers must be Members of SPG. All Officers shall engage in recruitment efforts to fill any current or upcoming vacancies in Officer positions.

All Officer and Co-Officer positions must be elected by the majority of Members who choose to vote. Voting on election of Officers may occur by the best means to achieve the greatest Member participation, and need not occur at a Member meeting. Officers will be confirmed in a clear and timely way.

Committee Chairs, such as Communications Chair, Fundraising Chair, Volunteering Chair, and other Committee Chairs are not Officers, but are appointed by the Officers, and may be invited to Officer Meetings at the discretion of the Officers.

Any person may hold (2) two or more of the above positions, except that the position of Chair and Treasurer may not be held by a single person.

Terms for elected Officers may be (1) one or (2) two years. Should the offices of Chair and Treasurer not be filled because of a lack of interested nominees, all expenditures shall pause until such Officer positions are filled.

No Officer shall be compensated for their service as an Officer. However, the Officer and Committee chairs, and Members, in carrying out their services for SPG, are usual to the duties of an employee.

Section 4.02 Removal of Members and Officers

Except where otherwise specifically provided in a contract duly authorized by the Officers, all Officers and Members are subject to removal at any time by a majority vote of the Members present at a meeting of Members and Officers called by an Officer.

Officers and Members may be removed for disrespecting or disrupting the regular business of SPG such as meeting agendas and decorum, use of illegal drugs at SPG Meetings and events, committing a crime of moral turpitude or one that may endanger SPG Members, conduct inconsistent with the mission and values of SPG and the School, or general misconduct as deemed by a majority of the other Officers. An Officer who is removed may also be removed as a Member, consistent with this paragraph.

In addition, Officers may be removed from office for neglecting duties as set out in these bylaws.

An Officer who is removed from office must provide all passwords used for SPG purposes, any keys, and SPG materials to the Chair or, if the Chair is removed to the Treasurer, within (3) three days of receiving notice of removal. If an Officer who resigns or is removed is a signatory on an SPG financial institution, that Officer shall within (3) three business days go to the financial institution with another Officer to remove the removed or resigning Officer as a signatory from all SPG accounts.

Members removed are excluded from meetings, notices, and any SPG social media groups and mailing lists, and may not vote. An Officer who is removed from office retains all rights as a Member unless also removed as a Member.

Section 4.03 Powers and Duties of the Chair

The Chair is the chief executive officer of SPG and has general charge and control of all its business affairs and funds. The Chair will preside at all Member meetings.

The Chair may sign and execute all authorized bonds, contracts, or other obligations on behalf of SPG. The Chair will have the general powers and duties of supervision and management of other Officers and of SPG activities.

Other duties include:

1. drafting the agenda for meetings;
2. liaising between Staff, Operational Group, and Principal;
3. overseeing financial integrity, including disbursement of funds and any required audit; and
4. ensuring Bylaws are reviewed every (3) three years.

Section 4.04 Secretary

The Secretary must record all Member meeting proceedings, and shall perform all other duties assigned by the Officers or the Chair.

In general, the Secretary shall perform all the duties generally incident to the office of Secretary, subject to the control of the Officers and the Chair.

Other duties include:

1. making available to all Members, a digital copy of meeting minutes;
2. recording that meeting minutes have been reviewed and confirmed by the Members;
3. archiving and making readily available Bylaws, minutes, financial reports, the annual budget, and other important documents of SPG;
4. reconciling and signing all meeting minutes, treasurer reports, and bank statements; and
5. arranging for an alternate to take meeting minutes as needed.

Section 4.05 Treasurer

The Treasurer will have custody of all the funds and securities of SPG, and will keep a full and accurate account of receipts and disbursements in books belonging to SPG. The Treasurer will deposit all moneys and other valuables in the name

and to the credit of SPG in the depository or depositories designated by the Officers.

The Treasurer shall perform all the duties generally incident to the office of the Treasurer, subject to the control of the Officers and the Chair.

Other duties include:

1. filing of all documentation required to comply with the Internal Revenue Code (IRC), including but not limited to annual taxes and Internal Revenue Service (IRS) Form 990;
2. assuming SPG has IRC 501(c)(3) status, ensuring that the required state and federal law requirements are satisfied to maintain such status;
3. reconciling accounts on a monthly basis for all financial institutions where SPG holds an account and providing such reconciliations to the Chair;
4. providing financial reports for regular SPG Meetings and as requested by the Chair or any Officer; and
5. calling for and ensuring the occurrence of an annual audit of funds.

Section 4.06 Notice of Officer Meetings

An Officer designated by the Chair will post meeting dates for Officer Meetings in a manner designed to broadly reach Officers. The intent of this section is to create flexibility in permitting notice by different electronic means as technology evolves, which may include, e.g. through SPG social media websites, shared calendar(s), electronic newsletter, or physical posting at the School. The designated Officer will provide notice of Officer meetings at least (2) two days before a meeting.

Article 5

Finances

Section 5.01 Budget

The annual SPG Budget for each school year shall be completed and presented to the Members each school year. The budget presentation to Members and subsequent vote to confirm the budget may occur in the best manner to achieve the greatest Member participation, in the Officers' discretion, and need not occur at a Member meeting. The budget shall pass if affirmed by a majority..

Approval by a majority vote shall be required to reallocate funds for items approved in the budget for any item in excess of \$500.00.

Section 5.02 Reimbursements

Each Member and Officer may receive from SPG reimbursement of any pre-approved expenses incurred on behalf of SPG upon providing a written receipt to the Treasurer of such expenses. In the event that pre-approval is not existent or clear or a receipt is missing the Treasurer may call a meeting of the Officers to vote on whether such expense shall be reimbursed, with a majority approval of the Officers required.

Section 5.03 Bank Accounts

The Officers may authorize designated Officers of SPG to deposit any SPG funds in those banks designated by the Officers, or may delegate to those Officers the authority to designate banks. The designated Officers may also withdraw any or all of the funds of SPG for purposes set forth in the approved Budget. Each bank with which funds of SPG are deposited is authorized to accept, honor, cash, and pay—without limit as to amount—all checks, drafts, or other instruments or orders for the payment of money when drawn, made, signed, or designated by the Officers until the bank receives written notice revoking the authority of any Officers from SPG. The Officers will annually certify to those banks the signatures of the Officers of SPG authorized to draw against those accounts. If the Officers fail to designate the persons by whom checks, drafts, and other instruments or orders for the payment of money will be signed, any checks, drafts, and other instruments or orders for the payment of money must be signed by the Chair and countersigned by the Secretary or Treasurer of SPG.

Section 5.04 Loans

No loans may be contracted on behalf of SPG and no evidence of indebtedness may be issued in its name.

Section 5.05 Contracts

The Chair and any other person authorized by the Officers may enter into any contract or sign and deliver any instrument in the name of and on behalf of SPG. The authority granted by the Officers may be general or confined to specific instances.

Article 6

Miscellaneous Provisions

Section 6.01 Fundraising Dissolution Clause

Funds raised through the use of raffles, or other gaming activities, which are regulated through the State of Alaska, will be distributed as per 15 AAC 160 020(A)(5).

Section 6.02 Validity of Copies

Any person may rely on a copy of these Bylaws or any resolution of the Officers that the Secretary certifies to be a true copy to the same effect as if it were an original.

Section 6.03 Singular and Plural; Co-Officer

Unless the context requires otherwise, words denoting the singular may be construed as plural and words of the plural may be construed as denoting the singular. References to an Officer position includes any Co-Officer holding that same position.

Section 6.04 Waiver of Notice

Whenever any notice is required to be given under these Bylaws or any law, a written waiver of the notice, signed by the person or persons entitled to receive notice, whether before or after the time stated therein, is equivalent to the giving of that notice.

Attending any meeting is a waiver of notice of the meeting except if the attendance is for the specific purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 6.05 Definitions

Majority: Where a vote requires a majority, a vote by 51% of the Officers or Members who choose to vote, as applicable, present at a meeting or voting an electronic ballot where notice was properly given, shall constitute a majority. In the event of a tie vote, the Chair shall vote to break the tie.

Staff: The Staff shall be defined as all teachers, support staff, and the principal of the School.

Budget: An annual accounting of expected income and expenditures that has been voted upon and passed by a majority vote by Members.

Article 7

Amendments

The Officers have the authority to amend, alter, or repeal these Bylaws, in whole or in part, and may from time to time make additional Bylaws. This action may be taken at any general or special meeting of the Officers by a vote of the Officers. But if the action is to be taken at a special meeting, notice of the meeting must state that a purpose of the meeting will be to consider and act upon alterations, amendments, or repeal of the Bylaws. A comprehensive review of the Bylaws is recommended to be conducted every three (3) years or more frequently if significant changes occur in SPG functions.

CERTIFICATE OF SECRETARY

The undersigned does hereby certify that the undersigned is the Secretary of Steller Parent Group, duly organized and existing under and by virtue of the laws of the State of Alaska; that the above and foregoing Bylaws of said SPG were duly and regularly adopted following a vote by a majority of Members at a meeting called with at least 30 days notice, and that the above and foregoing bylaws are now in full force and effect.

DATED: March 19, 2024

Steller Parent Group, Secretary

By: _____