

BYLAWS
OF
LHS PARENT C.A.T.S., INC.

Community for Advancement of Teamwork and Spirit

ARTICLE I

PURPOSE

The purposes of LHS Parent C.A.T.S, Inc., (hereinafter referred to as "CATS") are:

- To promote community unification and spirit for the development of student support.
- To support the LHS curriculum, student organizations and activities in a way consistent with school policy.
- To encourage participation by the community in all LHS activities.
- To provide communication and outreach for the LHS family

ARTICLE II

MEMBERS

Section 1. Membership. CATS shall have one class of members. All parents and guardians of current LHS students seeking to participate in the purposes of CATS shall be deemed to be voting members of CATS.

Section 2. Voting Rights. Each adult member shall have one vote at meetings of the general membership. A member may give to any other member his or her proxy vote provided said proxy is in writing and signed by the person giving same. If a member is not current on the payment of any fees due CATS, his or her right to vote on matters brought before CATS shall be suspended until said fees are paid in full.

ARTICLE III

MEETINGS OF MEMBERS

Section 1. Annual Meeting. The annual meeting of the members shall be held no later than April 30 of each year for the purpose of electing Directors and for the transaction of such other business as may come before the meeting.

Section 2. Scheduled Meetings - Date, time and location of the regularly scheduled meetings are determined by the President before the start of the school year.

Section 3. Special Meetings. Special meetings of the members may be called either by the president, any three (3) members of the Board of Directors, or by members having one-tenth of the votes entitled to be cast at such meeting.

Section 4. Place of Meeting. Any place within five miles of the corporate limits of Libertyville High School may be designated as the place of meeting for any annual meeting or for any special meeting. If no designation is made, or if a special meeting is otherwise called, the place of meeting shall be at Libertyville High School.

Section 5. Notice of meetings. Written or printed notice stating the place, day and hour of Annual and Scheduled meetings of members shall be sent to each member entitled to vote at such meeting, not less than 14 or more than 40 days before the date of such meeting, by or at the direction of the president, or the secretary or the officers or persons calling the meeting. In case of a special meeting or when required by statute or by these bylaws, the purpose for which the meeting is called shall be stated in the notice. The notice of a meeting shall be deemed delivered when 1) published in a newspaper of general local circulation, or 2) deposited in the United States mail, addressed to the member at his or her address as it appears on the records of CATS, with postage thereon prepaid. A newsletter format shall suffice to constitute such notice.

Section 6. Quorum. A majority of members, as defined in Article II, Section 1, present shall constitute a quorum.

Section 7. Proxies. At any meeting of members, a member entitled to vote may vote either in person or by proxy executed in writing by the member, or by his or her duly authorized attorney-in-fact. No proxy shall be valid after the specific meeting for which it was given.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. General Powers. The affairs of CATS shall be managed by its Board of Directors.

Section 2. Number, Tenure, and Qualifications. Seventeen directors shall compose the Board of Directors, or such - greater or lesser number, as the Board of Directors shall determine from time to time. Directors must be members who support the purposes of CATS as defined in Article I. The Administrative Representative shall be a full time employee of Libertyville High School. Each director shall hold office in CATS for one year or until his or her successor shall have been elected and qualified. The first vice president shall become the president of CATS on the first of June, following the regular annual meeting of the members, without vote or further action by any person, unless otherwise determined by a two thirds majority vote of the Board of Directors. The seventeen directors shall be constituted as follows:

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| 1. President | 10. Hospitality Director |
| 2. First Vice-president | 11. Newsletter Director |
| 3. Second Vice-president | 12. Community Outreach Director |
| 4. Treasurer | 13. College Resource Center Volunteer (CRC)
Director |
| 5. Secretary | 14. School Board Representative |
| 6. Website Director | 15. Senior Graduation Party Representative |
| 7. Activities Director | 16. Administrative Representative |
| 8. Spirit Store Director | |
| 9. Special Events Director | |

For purposes of conducting business, a quorum of the Board of Directors shall consist of a majority; provided, however, in the event any of the director positions are vacant, such position shall be excluded in determining whether a quorum has been achieved.

Section 3. Special Meetings. Special meetings of the Board of Directors may be called by the president or at the request of any two directors. The purposes for calling a special meeting include discussion of any unbudgeted expense in excess of \$100.00 that may arise between regularly scheduled Board meetings. Special meetings of the Board shall take place within five miles of the corporate limits of Libertyville High School.

Section 4. Notice of any special meeting of the Board of Directors shall be given at least four (4) business days prior thereto by written notice delivered personally, emailed or sent by mail to each member of the Board of Directors at his or her address as shown by the records of CATS. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened. The business to be transacted at and for the purpose of any special meeting of the Board shall be specified in the notice or waiver of notice of such meeting.

Section 5. Vacancies. Any vacancy occurring in the Board of Directors shall be filled by the president, with the advice and consent of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

Section 6. Compensation. Directors as such shall receive no compensation for their services.

Section 7. Powers and Duties of Board of Directors. All of the powers and duties of CATS existing under these bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by members of CATS when such is specifically required. Such powers and duties of the directors shall include, but not be limited to the following, subject, however, to the provisions of these bylaws.

- a. **Budget.** To establish an annual budget and allocation of funds for use by the Board of Directors, committees and agents thereof, and to provide for the means to obtain the funds as allocated by said budget. The budget shall be determined as soon after the election of the Board of Directors each year as is practical.
 - 1) Items in the annual budget are to include, but are not limited to:
 - a) \$2,000 for Dr. Donald L. Gossett's Outstanding Attitude Towards Learning Award (G.O.A.L). Two LHS students, one boy and one girl will be awarded one thousand dollars each. This is the only scholarship CATS will sponsor and fund.
 - b) All standing committee's approved budget requests.
- b. **Disburse.** To use the proceeds of assessments and other revenue in the exercise of its powers and duties, consistent with the approved annual budget. Any three of the four officers may approve emergency expenditures not to exceed \$100.00, provided sufficient funds are available in the treasury and not specifically allocated to other expenses.

- 1) CATS will donate a brick, with text to LHS's "AN ENTRANCE TO REMEMBER" for Faculty, Staff and Students who have left this world while still a part LHS. This expenditure will not be budgeted; rather it will be taken from the general fund as needed.
- 2) CATS approved administration special request using up to the remaining annual funds (less \$4,000 that is to be carried over to the next year's CATS board). The spirit of this expenditure is that it will benefit the LHS campus and/or its student body as a whole.

c. **Insure.** To purchase insurance for the protection of CATS and its members as is required.

d. **Enforce.** To enforce by legal means the provisions of the Articles of Incorporation and the Bylaws of CATS.

e. **Rules and Regulations.** The Board may adopt such reasonable rules and regulations, as it may deem advisable for its governance.

f. **Audit.** To direct an annual audit of funds received and disbursed. The audit committee shall consist of one active Board member and two non-Board members.

ARTICLE V

OFFICERS

Section 1. Officers. The officers of CATS shall be President, First Vice-president, Second Vice-president, Secretary, and Treasurer. The membership may elect or appoint such officers as it shall deem desirable, such officers to have authority and perform the duties prescribed by these bylaws.

Section 2. Election and Term of office. Except for the President, the officers of CATS shall be elected annually by the membership at the annual membership meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled at any meeting of the Board of Directors by the Board of Directors. Except for the president, each officer shall hold office until his or her successor shall have been duly elected and shall have qualified.

Section 3. Removal. Any officer or agent elected or appointed by the membership may be removed by a two-thirds majority vote of the membership whenever the best interest of CATS would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President. The president shall be the principal executive officer of CATS and shall in general supervise and control all of the business affairs of CATS. He or she shall preside at all meetings of the membership and of the Board of Directors. He or she may sign, with the secretary or any other proper officer of CATS authorized by the Board of Directors, any contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of CATS; and, in general, shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. First Vice-President In the absence of the president or in the event of his or her inability or refusal to act, the first vice-president shall perform the duties of the president, and when so acting, shall have the powers of and be subject to all the restrictions upon the president. The first vice-president shall perform such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors. He or she shall keep a register of the post office address and email address of each Board member, who shall be furnished, to the first vice-president by each such member. In addition, he or she shall be responsible for the creation, distribution, and maintenance of a volunteer resource list. The first vice-president shall also chair the nominating committee.

Section 7. Second Vice-president The second vice-president shall assist the president in attending to matters of administration, and perform other duties as delegated by the president. He or she will be responsible for production and distribution of a student/parent directory, and shall serve as liaison to the Family Association of District 70.

Section 8. Treasurer. If required by the Board of Directors, the treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine. The cost of any bond shall be paid for by CATS. He or she shall have charge and custody of and be responsible for all funds and securities of CATS; receive and give receipts for money due and payable to CATS in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VIII of these by-laws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or the Board of Directors. He or she will file all necessary Government reporting forms listed in the treasurers notebook. Copies of these filed forms will remain with that year's CATS President's documents.

Section 9. Secretary The secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provision of these bylaws or as required by law; be custodian of CATS records; and, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors.

Section 10. Assistant Treasurer and Assistant Secretaries. If appointed by the Board of Directors, the assistant treasurer shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The assistant treasurers and assistant secretaries, in general, shall perform such duties as shall be assigned to them by the treasurer or the secretary or by the president or the Board of Directors. Assistant Treasurers and Assistant Secretaries shall not vote or be counted in establishing a quorum unless otherwise determined by the Board of Directors.

ARTICLE VI

COMMITTEES

Section 1. Committees of Directors. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees, each of which shall consist of one or more directors and such members as shall be determined by the chairperson of each such committee, which committee shall take such action and make such reports, as the Board of Directors shall determine.

Section 2. Standing Committees. The following committees are hereby designated standing committees, the Chairperson of each, which shall serve on the Board of Directors. Each such committee shall report periodically to the Board of Directors and undertake such activities as are hereinafter detailed. Two persons may serve as Co- Chairperson of each committee; more than two persons may serve upon approval of the Board of Directors,

- a. **Website Committee** – Shall oversee the parentcats.org website. All information and announcements shall be sent to him or her as it pertains to CATS and LHS.
- b. **Activities Information Committee** - Shall coordinate with the LHS Activities Director support for all student activities and clubs, exclusive of athletics, by disseminating information on said activities and responding to needs articulated by student groups in ways consistent with the purposes and bylaws of CATS.
- c. **Spirit Store Committee** – Shall oversee all aspects of the CATS Spirit Store, and gym uniform sales including but not limited to ordering merchandise, setting prices for merchandise, organizing volunteers to work at the store and LHS events.
- d. **Special Events Committee** - Shall organize events initiated by the Board of Directors, including, but not limited to: Parent Social Event, First Class Adopt-A-Family Dinner, EKG testing, Red Ribbon Race and Honors Night.
- e. **Newsletter Committee** - Shall act as the contact for gathering articles; decides on feature articles, shall be responsible for the final typing and edit of newsletter; and shall coordinate all aspects of producing and distributing the newsletter.
- f. **Community Outreach Committee** - Shall develop and maintain dialogue and programs between faculty, administration and students of LHS and the corporate, entrepreneurial, and private business and community service organizations in the LHS District, consistent with the purposes of CATS. This committee is responsible for coordinating student window painting of local businesses and installation of LHS Spirit Banners on area light poles during Homecoming week. With Board approval, this committee may support activities of local community service organizations, provided they comply with the following criteria:
 - 1) The benefits of the activity serve the purposes of Parent CATS as well as those of the community organization.
 - 2) The activity does not consist solely of a monetary donation to the community organization.
- g. **College Resource Committee (CRC)** - Shall undertake tasks as requested by LHS College Resource Center personnel such as filing, data entry and support end-of-year paperwork for college-bound seniors. Shall undertake CATS responsibilities towards the G.O.A.L. Awards including providing the names of the winners to the treasurer so checks can be issued. Shall supply treat bags for college representatives.
- h. **School Board Representative** – If a school board member is unable to attend CATS meetings, CATS President shall attend District 128 School Board meetings or communicate with the School Board and report the content at CATS meetings.
- i. **Hospitality Committee** - Shall promote hospitality at events sponsored by CATS and for LHS activities when requested, according to availability of resources.

- j. **Senior Graduation Party Committee** - Shall act as liaison between the Senior Graduation Party Committee and CATS Board of Directors in order to increase communication.

Section 3. The Nominating Committee.

- a. Composition. The Nominating Committee ("NC") shall be composed of the first vice-president, and two other directors as appointed by the president, and two members as appointed by the three directors serving on the NC. Due consideration shall be given to establishing geographic diversity in appointing members to the NC.
- b. The first vice-president shall be the chairperson of the NC. Functions. The NC shall meet no later than the fourth Tuesday in January for the purposes of nominating candidates for the Board of Directors (except the president thereof).

Nominations: Any member may be nominated for any position on the Board of Directors, with the exception of president, Senior Graduation Party representative, and administrative representative. No current director may be nominated for the directorship position if such director has served as such director for two consecutive terms unless such nomination is approved by a three-fourths (3/4) vote of the NC. All nominations shall be for specific officer or standing committee director positions. Up to two members shall be nominated for each position. The committee shall attempt to fill as many positions as possible prior to the annual meeting. After confirming the consent of the nominees, the first vice-president shall submit the proposed slate of officers and directors, as well as notice of any remaining vacancies for publication in the spring edition of the CATS newsletter.

Section 4. Other Committees. Other committees may be designated by a resolution adopted by a majority of the directors present at a regular meeting. Except as otherwise provided in such resolution, members of each such committee shall be members of CATS and the president of CATS shall appoint the chairperson and members thereof, with the advice and consent of the Board of Directors. The Board of Directors shall determine whether the Chairperson of any such committee shall have a vote on the Board of Directors.

Section 5. Term of Office. Each member of a committee shall continue as such until June 1st unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member hereof Removal shall be by majority vote of the Board of Directors.

Section 6. The director(s) of each standing committee shall be elected by the membership at the annual membership meeting.

ARTICLE VII

CANDIDATES

Nominations. Any member may be nominated for any directorship, other than the Senior Graduation Party committee, administrative representative, and president. The first vice-president shall become the president upon the expiration of the president's term on June one each year. The first vice president shall be nominated and elected in the same manner as any other director. In addition to the nominations made by the Nominating Committee, any member may nominate any other member for a directorship, provided such nomination is submitted to the Board of Directors in writing no later than the March meeting. [n order to afford the membership opportunity to evaluate the credentials of each candidate prior to the annual membership meeting, no nominations shall be made or accepted after the March meeting.

ARTICLE VIII

CONTRACTS, CHECKS, DEPOSIT AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of CATS, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of CATS; and such authority may be general or confined to specific instances; provided however, that no contract or indebtedness shall be incurred unless it is provided for in the current budget, or the contract is otherwise approved by the majority of the members entitled to vote.

Section 2. Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of CATS, shall be signed by the treasurer or an assistant treasurer, and countersigned by the president or vice-president of CATS.

Section 3. Deposits. All funds of CATS shall be deposited from time to time to the credit of CATS in such banks, trusts companies or other depositories as the Board of Directors may select.

Section 4. Gifts. The Board of Directors may accept on behalf of CATS any contributions, gift, bequest or device for the general purposes or for any special purpose of CATS.

ARTICLE IX

BOOKS AND RECORDS

CATS shall keep correct and complete records of account and shall keep minutes of the proceedings of the Board of Directors, and shall keep at the registered or principal office, a record giving the names and addresses of the members entitled to vote. Any member, or his or her agent or attorney may inspect all records of CATS for any proper purpose at any reasonable time.

ARTICLE X

FISCAL YEAR

The fiscal year of CATS shall begin on the first day of July and end on the last day of June each year.

ARTICLE XI

DUES AND ASSESSMENTS

No dues or assessments shall be created or charged against any member except upon his or her consent.

ARTICLE XII

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Articles of Incorporation of Bylaws of CATS, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII

AMENDMENTS TO BYLAWS

These bylaws may be altered, amended or repealed and new bylaws may be adopted by a 2/3 majority of the members present at any regular meeting or any special meeting of the members, provided that at least seven days' written notice is given of intention to alter, amend or repeal or to adopt new bylaws at such meeting.

ARTICLE XIV

FUND RAISING

As consistent with the guidelines for charitable organizations, CATS reserves the right to raise necessary funds in support of its stated purposes. All income from these activities, excluding those from the Senior Graduation Party Committee, must be turned in to and accounted for by the treasurer.

ARTICLE XV

LIABILITY AND INDEMNIFICATION

The members of the Board of Directors and officers hereof shall not be liable to the members of CATS for any acts or omissions made in good faith as such member of the Board of Directors or officers. If determined by the Board of Directors to be necessary, the Board may purchase and obtain liability insurance to protect against claims which may be made against CATS or any of its officers, directors, agents, members or representatives.

ARTICLE XVI

RULES OF ORDER

The rules contained in Roberts' Rules of Order Revised shall govern this corporation in all cases to which they are applicable.