

**BYLAWS OF**  
**LENART LIONS' PRIDE PARENT AN ILLINOIS NOT-FOR-PROFIT**  
**ASSOCIATION**

**ARTICLE I: OFFICES**

SECTION 1. LOCATION OF PRINCIPAL OFFICE

The office of the association known as the Lenart Lions' Pride (for purposes hereof, the "corporation" or "LLP") shall be located at such place as the members may from time to time decide.

SECTION 2. CHANGE OF ADDRESS

The address of the Principal Office may be changed by decision at a regular member's meeting. Principal Office is located at Lenart Regional Gifted Center (for purposes hereof, Lenart).

**ARTICLE II: NON-PROFIT PURPOSE & PROVISIONS**

SECTION 1. IRS 501(c)(3) PURPOSES

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code.

SECTION 2. SPECIFIC OBJECTIVES & PURPOSES

The specific objectives and purposes of this corporation shall be to engage the community in sustaining an excellent neighborhood elementary school.

SECTION 3. LIMITATIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

SECTION 4. PROHIBITION AGAINST PRIVATE INUREMENT

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

SECTION 5. DISSOLUTION & DISTRIBUTION OF ASSETS

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal

government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

**ARTICLE III: DIRECTORS**

**SECTION 1. ELECTION OF DIRECTORS**

The Directors shall be elected on an annual basis by the Members. The initial Directors are set forth on Appendix A.

**SECTION 2. NUMBER**

The minimum number of directors will be 3.

**SECTION 3. QUALIFICATIONS**

Any voting member of the corporation who has paid all of their Lenart school fees shall be eligible to become a Director.

**SECTION 4.**

**POWERS**

Directors shall have no specific permanent authority, but shall assume whatever authority and power is granted to them through the normal decision-making process of the organization, for however long a term is assigned to any specific power.

**SECTION 5. DUTIES**

It shall be the duties of the directors to:

- (a) Attend all LLP regular and special meetings.
- (b) Execute whatever tasks are assigned to them through the normal decision-making process of the corporation.

**SECTION 6. TERM OF OFFICE**

The term of a director shall be for 1 year. Incumbent directors may be re-elected to successive terms. A director shall not be eligible to serve more than three (3) consecutive terms in the same office.

**SECTION 7. REMOVAL AND RESIGNATION**

Directors may be removed from office through the normal voting process defined in the sections pertaining to meetings procedure.

Any director may resign effective upon giving written notice to the secretary, unless the notice specifies a later time for the effectiveness of such resignation.

**SECTION 8. VACANCIES**

In the event that the number of Directors falls below the minimum, a vacancy shall be considered to exist and a director shall be elected to fill such vacancy by normal voting process at regular meetings, to serve the remainder of the term of such vacancy.

**ARTICLE IV: OFFICERS**

SECTION 1.

DESIGNATION

The officers of the corporation shall be a President, a Secretary and a Treasurer. There also may be other officers with titles as may be determined from time to time by the board and voted on by the members. The initial officers are set forth on Appendix A.

Other agents may be appointed from time to time as deemed necessary by the board, each of whom shall hold office at the decision of the membership, and shall have such authority to perform such duties as the membership may from time to time determine.

SECTION 2.

QUALIFICATIONS

Any person deemed qualified by the membership and who has paid all of their Lenart school fees may serve as an officer.

Officers must comply with duties of members.

SECTION 3.

ELECTION OF OFFICERS

Officers shall be elected at any time by the members by normal election process at regular meetings. Nominations will be offered for officers at the April meeting and notice of the nominations will be issued to all members prior to the April meeting. Election is by secret ballot. Ballots will be counted by the LSC president, Lenart principal and/or an LSC community member. All officers are elected by plurality vote.

SECTION 4.

DUTIES OF THE PRESIDENT

The president shall preside at all meetings of the LLP. They shall have the authority to call special meetings of the LLP by giving notice to the other members of the LLP in writing, specifying the time, location, and purpose of the meetings and by giving general notice to the membership in writing at least 48 hours in advance of holding the special meeting. The President, with collaboration from the officers and directors, shall formulate a draft agenda for each meeting and cause the agenda to be posted at the school at least 48 hours prior to the meeting. The president is a member ex-officio of all committees. The president shall appoint members to special committees. The president shall be responsible for other duties as may be assigned by the corporation or executive committee and delegate the work of the corporation to other officers or committee chairs as may be appropriate. The president shall coordinate the work of the LLP with the Local School Council (LSC).

SECTION 5.

DUTIES OF THE SECRETARY

The secretary shall see to it that attendance and minutes are taken and kept for regular, special and executive committee meetings and cause minutes to be posted at the school and on the LLP website. The secretary shall have a copy of the by-laws. The secretary shall conduct the correspondence of the corporation as directed and perform such other duties as may be delegated.

SECTION 6.

DUTIES OF THE TREASURER

The treasurer shall follow the financial processes outlined in Appendix D.

The treasurer shall receive all monies of this corporation and keep an accurate record of receipts and expenditures and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the members.

The treasure shall pay out funds in accordance with the budget as approved by the membership and taking proper vouchers for such disbursements. Checks shall be signed by the treasurer and one other duly elected and authorized officer.

The treasurer shall keep and maintain adequate and correct accounts of the corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

The treasurer shall present a written financial statement at every meeting of the corporation and at other times as requested by the board or executive committee. The treasurer shall present a written financial statement at every meeting of the LSC. The treasurer shall cause written financial statements to be posted at the school and on the LLP website.

In general, the treasurer shall perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the members.

The treasurer shall provide at the request of the President the checkbook and bank statements, canceled and voided checks and deposit slips, treasurer's record book and receipt book, vouchers and invoices for all disbursements.

The treasure shall be responsible for completion of filing of appropriate forms as may be required by Internal Revenue Service Regulations no later than the date established by the regulations.

SECTION 7. TERM OF OFFICE

The terms of the officers shall be for 1 year.

SECTION 8. REMOVAL AND RESIGNATION

Officers may be removed from office through the normal voting process defined in the sections pertaining to meetings procedure.

Any officer may resign effective upon giving written notice to the Secretary, or giving notice at a regular meeting, unless the notice specifies a later time for the effectiveness of such resignation.

SECTION 9. VACANCIES

Vacancies of an office shall exist on the death, resignation or removal of any officer. Vacancies shall be filled by election at any time by the members by normal election process at regular meetings. Interim officers may be elected at regular meetings by the normal decision process to serve until the vacancy is filled by the election process.

**ARTICLE V: MEMBERS**

SECTION 1. CLASSES OF MEMBERSHIP

There shall be one (1) class of membership. Each such person shall be a "Member".

SECTION 2. QUALIFICATIONS

To qualify for becoming a member a person must be a parent or legal guardian of a Lenart student.

SECTION 3.

ADMISSION

Individuals shall be admitted to membership upon compliance with the membership policies in effect from time to time.

SECTION 4.

VOTING RIGHTS

Individual members may become voting members by:

(a) Attending 3 consecutive meetings and 3 out of 5 regular meetings

(b) Voting membership status may be denied by the normal voting process of meetings if there is a raised and stated objection to an individual. The only objection that will be considered is when the actions or behaviors of an individual are clearly detrimental to the stated goals and objectives of the corporation.

SECTION 5.

NUMBER OF MEMBERS

There shall be no limit to the number of members of the corporation. SECTION 6.

**SECTION 9. NONLIABILITY OF MEMBERS**

No member of this corporation shall be, as such, personally liable for the authorized debts, liabilities, or other obligations of the corporation.

**ARTICLE VI: MEETINGS**

**SECTION 1. PLACE OF REGULAR MEETINGS**

The regular meetings of the corporation shall occur at the location assigned at a previous meeting.

**SECTION 2. TIME OF REGULAR MEETINGS**

The regular meetings shall occur at a time specified at a previous meeting.

**SECTION 3. SPECIAL MEETINGS**

In the event that a decision must be made, and the bylaws require notice of that decision, and notice is not possible, a special meeting may be called by any voting member by the following procedure:

- (a) An attempt is made to contact all voting members
- (b) A quorum must be present at that special meeting

**SECTION 4. NOTICE OF REGULAR MEETINGS**

Members shall be notified of the time and location of regular meetings one week prior to the meeting. Publication of notice in the regular newsletter of the corporation shall be regarded as proper notice, provided the newsletter is deliverable in time by regular mail.

**SECTION 5. QUORUM FOR REGULAR MEETINGS**

A quorum for voting at a regular meeting shall consist of the following conditions being met:

- (a) A majority of the Directors

**SECTION 6. VOTING RIGHTS**

The right to vote at regular meetings shall be held by and limited to any voting member as previously defined under Article V, Section 4 - "Voting Rights". However, all members of the corporation may participate.

**SECTION 7. VOTING PROCESS**

- (a) A quorum must be present for any vote on any decision to be taken.
- (b) The process of voting shall be the consensus process. (See Appendix B)
- (c) If a decision cannot be reached through the consensus process, which shall be determined by the fact that an issue remains on the floor for 2 consecutive regular meetings without resolution, any voting member may invoke the Bypass Consensus rule which will involve the following further procedures:

- (d) Notice shall be given to members at least one week prior to the next meeting that a vote involving the Bypass Consensus Rule will occur.
- (e) A decision on the issue in question may be passed by a majority of the eligible voters present at that meeting.

**SECTION 8. CONDUCT OF MEETINGS**

Meetings shall be presided over by a facilitator who has been selected at the previous meeting. In the absence of the previously selected facilitator, members may choose any person present to assume the role.

**ARTICLE VII: EXECUTION OF INSTRUMENTS, DEPOSITS & FUNDS**

**SECTION 1. EXECUTION OF INSTRUMENTS**

The members, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the corporation to enter into any contract of execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Execution of any instrument which will incur a liability by the corporation may only be done by a regular decision at a meeting for which prior notice of the proposed execution has been given.

**SECTION 2. CHECKS & NOTES**

Except as otherwise specifically determined by resolution of the members, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the Treasurer and President.

**SECTION 3. DEPOSITS**

All funds of the corporation shall be deposited the following day in which they are collected to the credit of the corporation in such banks, trust companies, or other depositories as the members may select.

**ARTICLE VIII: CORPORATE RECORDS & REPORTS**

**SECTION 1. MAINTENANCE OF CORPORATE RECORDS**

The corporation shall keep at its principal office:

- (a) Minutes of all regular meetings, the names of those present, and the proceedings thereof;
- (b) Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- (c) A copy of the corporation's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the members of the corporation at all reasonable times.
- (d) All officers and committee chairmen must make a monthly and annual report to the LLP and the LSC relative to projects and/or activities they have been responsible for. The annual report is due to the President at

the close of the fiscal year. Written copies of the monthly reports must be filed with the Secretary at each monthly meeting and shall be made available for viewing by all members.

**SECTION 2. MEMBERS' INSPECTIONAL RIGHTS**

Each and every member of the corporation shall have the following inspectional rights, for a purpose reasonably related to such person's interest as a member:

- (a) (b) To inspect at any reasonable time the books, records, or minutes of proceedings of the members, upon written demand to the Secretary of the corporation, for a purpose reasonably related to such person's interest as a member.
- (c) Members shall have such other rights to inspect the books, records and properties of this corporation as may be required under the Articles of Incorporation, other provisions of these Bylaws, and provisions of law.

**SECTION 3. RIGHT TO COPY & MAKE EXTRACTS**

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection shall include the right to copy and make extracts.

**SECTION 4. PERIODIC REPORT**

The secretary shall cause any annual or periodic report required under law to be prepared and delivered to an office of this state or to the members of this corporation, to be so prepared and delivered within the time limits set by law.

**ARTICLE IX: AMENDMENT OF BYLAWS**

**SECTION 1. AMENDMENTS**

These Bylaws, or any of them, may be altered, amended, repealed and new Bylaws adopted by the following procedure:

- (a) The proposed changes shall be discussed at a regular meeting, but at that meeting no vote may be taken;
- (b) Voting for the changes shall be taken at the meeting following the introduced proposed changes by the regular voting process;
- (c) Notice must be given to members at least one week prior to the meeting at which any vote shall be taken to alter, amend, or repeal any Bylaws.

**ARTICLE X: CONSTRUCTION & TERMS**

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this corporation, the provisions of the Articles of Incorporation shall govern. Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding. All references in these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation of this corporation filed with the state of Illinois and used to establish the legal existence of this corporation.

**ARTICLE XI: Committees**

Committees shall be formed based on the needs of the organization.

**ARTICLE XII: Amendment to the Bylaws**

**Section 1.** This Constitution and Bylaws may be amended at a regular meeting by two-thirds of the votes cast provided that the proposed amendments shall have been circulated to members at least 30 (thirty) days preceding the meeting and that all members have been notified of the voting at least seven (7) days prior to voting.

**Section 2.** Amendments to this Constitution and Bylaws shall take effect immediately following the adjournment of the meeting at which they were adopted.

**Section 3.** The Bylaws Committee shall have the authority to correct any misspellings, punctuation, clerical or other grammatical errors in these bylaws that do not affect the substance of these bylaws without the necessity of submitting such corrections through the amendment process. All changes will be published via the appropriate channels to the Chapter a minimum of 30 days before changes are made.

**ADOPTION OF BYLAWS**

I, the undersigned, am the Secretary of this corporation and certify the foregoing as the Bylaws of this corporation.

Dated: **January 4, 2021**

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**By: Christine Delfin, Secretary**

**APPENDIX A**

**INITIAL DIRECTORS AND OFFICERS**

**Directors:**

**Joe Delfin**

**Christine  
Delfin**

**Sylvia Posey**

**Officers:**

**Joe Delfin,  
President**

**Sylvia L.  
Posey, Vice  
President**

**Christine  
Delfin,  
Secretary**

**Samantha Gray, Treasurer**

## **APPENDIX B**

### **CONSENSUS DECISION MAKING PROCESS**

The group's major decision making will be by consensus. Consensus decision making involves respectful listening, encouraging equal participation, and collective acceptance of the decision (not necessarily agreement). When a major decision is to be made, a proposal will be drawn up by the organizing group, or another appointed subgroup. This proposal should be circulated in advance in order for members and the LSC to review and critique. The facilitator will call for a discussion of the proposal and after all concerns are addressed, the LSC will give their final acceptance of the proposal. At times it will be necessary to use structured activities which will facilitate decision making if there is disagreement. Some decisions should be relegated to a committee.

If a member misses a meeting, it is their responsibility to become informed about a major decision made in their absence. If there is a dispute about decisions, these can be brought up with the organizing committee. If a conflict about a previous decision is put on the agenda, it should be done as soon as possible after the missed meeting.

Consensus is the best method for producing innovative, and high-quality decisions that all members are committed to implementing, uses the resources of members, and increases the effectiveness of future decisions. Consensus is also time-consuming, involves a great deal of group cohesion and commitment among members, and requires equal participation and power among all members.

