

Mont'Kiara International School

Parent Association

Bylaws

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Article I - Name and Address

1 Name

1.1 The Association shall be known as the Persatuan Ibu Bapa Sekolah Mont Kiara International, Kuala Lumpur (Parent Association of Mont Kiara International School, Kuala Lumpur) also known as the "PA". The PA is the official parents' organization of Mont'Kiara International School ("M'KIS"). For banking purposes the Association shall be known as M'KIS Parent Association.

2 Address

2.1 Its place of business shall be 22, Jalan Mont Kiara off Jalan Bukit Kiara, 50480 Kuala Lumpur, Malaysia, or at such other place or places as may from time to time be decided on by the Executive Board and its postal address shall be the same.

Article II - Purpose and Policies

1 Purpose of the PA

- 1.1** To support and promote M'KIS' academic and co-curricular programs enabling parents to become partners with M'KIS in the education of their children.
- 1.2** To create, supervise and coordinate Committees for special activities that both raise funds for selected M'KIS programs or resources and foster a welcoming, fun-filled community spirit.
- 1.3** To assist with the organization and supervision of special events and field trips.
- 1.4** To promote respect for M'KIS and private property.
- 1.5** To promote safety at home, at M'KIS and while traveling to and from M'KIS.

2 Policies

2.1 All activities of the PA are non-sectarian and non-partisan in nature.

Article III - Membership

1 Eligibility For Membership

- 1.1** A parent or guardian of a student enrolled at M'KIS, who is registered with M'KIS as the parent or guardian of a child, is a "Member" of the PA.
- 1.2** Membership in the PA will end when the child or children are no longer enrolled at M'KIS.

2 Voting Privileges, Dues and Restrictions

- 2.1** Each parent of a child currently attending M'KIS will be entitled to vote separately on all matters submitted for vote to the General Membership. Members must be present to vote, with the exception of the Annual General Election ("AGE"). The Executive Board (as defined in Article V Section 3) may choose to allow absentee votes prior to the AGE. Voting by proxy is not allowed.
- 2.2** There are no entrance fees, subscriptions or other dues.

2.3 PA Members and Officers should avoid acting in circumstances in which their personal interests conflict with their interests as PA Members or Officers (as defined in Article IV Section 1).

Article IV – Elected Positions and Elections

1 Elected Positions

1.1 The following five elected positions will be defined as “Officers” of the M’KIS PA:

- President
- Vice-President
- Recording Secretary
- Managing Secretary
- Treasurer.

1.2 The following six positions are also elected but are not Officers of the M’KIS PA:

- Little League Committee Chairperson
- Hospitality Coordinator
- Communications Coordinator
- Education Coordinator
- Fundraising Coordinator
- Activities Coordinator.

2 Term of Office

2.1 The term of office for all elected positions is from July 1st through June 30th ("Term").

2.2 All positions are elected for one Term.

3 Eligibility for Elected Positions

3.1 Eligibility for elected positions is limited to parents or guardians, as defined in Article III, Section 1.

3.2 Members of the PA who are employed full-time at M’KIS are not eligible for elected positions and may not serve on the Nominations Committee.

3.3 Due to the duties of the President’s role, it is not advisable for the President to have full-time employment or similar business commitments.

3.4 A Member whose child expects to graduate in June and who has no other children currently attending or enrolled for the following year at M’KIS, is not eligible to stand for election to any position for the following year. A Member who has a child graduating, as well as an incoming student, is eligible for an elected role.

3.5 Parents of incoming students who do not currently have a student enrolled in M’KIS may not stand for election until their child is enrolled and attending M’KIS.

4 Duties of PA Council Members

4.1 All elected members

- 4.1.1** All elected members will attend all Executive Board Meetings, PA Council Monthly Meetings and General Membership Meetings. Refer to Article IV, Section 4.2.4 for additional responsibility of the President.
- 4.1.2** All elected members will adhere to all procedures established by the PA and the procedures set forth in these Bylaws.
- 4.1.3** All elected members will strive to encourage volunteers for both Committee Chairpersons and Committee membership positions.
- 4.1.4** These roles are elected in the April/May timeframe for the next year's Term and have voting rights on the Executive Board.

4.2 President

- 4.2.1** The President will have the general powers and duties of supervision and management of the PA.
- 4.2.2** The President will lead the Executive Board and PA Council (as defined in Article V Section 3) to define PA goals for the year within 30 calendar days of the new M'KIS year and present these goals at the first General Membership Meeting; the goals should capture the enduring essence of the PA as defined in Article II, Section 1.
- 4.2.3** The President will foster and create a supportive and collaborative environment within the PA, he or she will understand the broader mission of the PA and will steer the PA Council to successfully achieve the committed goals.
- 4.2.4** The President will preside over all PA Council, Executive Board and General Membership Meetings, provided, however, the President will not preside over the portion of the final General Membership Meeting that pertains to the election of new Officers. The President is a Member, ex-officio, of all Committees except the Nominations Committee.
- 4.2.5** The President shall consult with and maintain regular communication with the Head of School as needed and the General Membership.
- 4.2.6** If one of the elected positions were to become vacant during the Term, the President, with the confirmation of a majority of the Executive Board, will appoint a replacement for such vacant position.
- 4.2.7** The President will have the authority to negotiate and execute agreements on behalf of the PA when so authorized by the General Membership.
- 4.2.8** The President will be one of the two required signatories on checks. In the absence of the President, this responsibility will be delegated to the Vice-President, and in the absence of the Vice-President, to the Recording Secretary.
- 4.2.9** The President has authority to spend PA funds within the limits set by the General Membership and these Bylaws.
- 4.2.10** The President may ask any elected Member of the Executive Board to attend meetings or M'KIS functions as his/her representative.
- 4.2.11** The President will use his or her best efforts to ensure that the Executive Board and the General Membership are informed of PA business in a timely manner.
- 4.2.12** The President will delegate duties and issues where appropriate to the Vice-President, ensuring this role makes a productive and fulfilling contribution and that work is evenly distributed across all members of the Executive Board and the PA Council.
- 4.2.13** The President will arrange for the orderly transfer of records, traditions and information to the incoming Executive Board within 2 weeks of their election. The transition process and materials

are defined in Article IV, Section 8. A meeting will be convened within 14 days of such election for the transfer.

4.3 Vice-President

- 4.3.1** The Vice-President will assist the President in conducting the business of the PA. It is expected that the President will delegate major tasks and issues to the Vice-President from the beginning of the year and throughout the year.
- 4.3.2** The Vice-President will assume the duties of the President in the temporary absence of the President.
- 4.3.3** The Vice-President, in the absence of the President, shall be one of the two signatories on checks.
- 4.3.4** The Vice-President may be asked by the President to attend meetings or M'KIS functions to represent the PA.
- 4.3.5** The Vice-President will be responsible for synchronizing the PA calendar with the M'KIS administration.
- 4.3.6** The Vice President will oversee the updating of the PA Committee binders and PA Handbook.
- 4.3.7** The Vice-President will serve as an active Member of any Committee or working group which surveys the wider parent community on the effectiveness of the PA (whether such survey is ad-hoc or established as an annual exercise/survey).

4.4 Recording Secretary

- 4.4.1** The Recording Secretary will plan all Meetings of the Executive Board, the PA Council, and the General Membership; including (without limitation) scheduling, consulting with the Executive Board to determine agenda topics and times, issuing the agenda, arranging venues, facilities and refreshments if required.
- 4.4.2** The Recording Secretary will keep and manage an accurate and permanent record of all meetings of the PA General Membership, the PA Council and the Executive Board. This will include taking accurate records during such meetings, documenting the minutes, circulating the minutes for approval ideally within one calendar week of each meeting, filing the adopted (formally approved) minutes, releasing the adopted minutes through agreed communication channels (such as The Link, M'KIS web site, PA notice board), giving a copy to the Head of School and placing a hard copy in PA office available to any Member upon request.
- 4.4.3** The Recording Secretary will prepare all other documentation associated with meetings for the Executive Board, PA Council and General Membership; including, without limitation, producing notices, managing sign in sheets, collating and distributing any pre-reading or other materials prior to the meeting.
- 4.4.4** In the absence of the Recording Secretary, the President will appoint a temporary secretary for that meeting.
- 4.4.5** The Recording Secretary will coordinate all amendments to the Bylaws (in accordance with Article IX), integrate the approved changes into the master document and ensure that a current copy of the Bylaws is on file in the PA Office and posted on the PA section of the M'KIS web site.
- 4.4.6** The Recording Secretary will perform any duties of a corporate secretary that are not otherwise set forth in these Bylaws.
- 4.4.7** The Recording Secretary will coordinate all activities and filings (Bylaws, amendments thereto, financials, annual reports etc.) to ensure timely government compliance (such filing requirements will depend on whether the PA entity is registered as a non-profit entity).
- 4.4.8** The Recording Secretary will issue all notices required by the Bylaws.

- 4.4.9 The Recording Secretary will file all formal documented approval from the M'KIS administration or management for any PA activity requiring such approval. The Recording Secretary is not responsible for obtaining the approval as this rests with the relevant Member of the Executive Board or PA Council who is leading the activity in question. The Recording Secretary is responsible for collating the documented approval from the relevant Executive Board or PA Council Member and storing the relevant documentation in the PA records.
- 4.4.10 The Recording Secretary, in the absence of the Vice President, will be one of the two signatories on checks.

4.5 Managing Secretary

- 4.5.1 The Managing Secretary will be responsible for general correspondence of the PA.
- 4.5.2 The Managing Secretary will be the primary contact person for all email received by the PA, through the web site or otherwise.
- 4.5.3 The Managing Secretary will maintain the PA calendar in a timely manner to accurately reflect all events, activities, Executive Board, PA Council and General Membership Meeting dates. The Managing Secretary will ensure the current calendar is published through all agreed communication channels (such as The LINK and on the M'KIS web site).
- 4.5.4 The Managing Secretary will manage the PA Suggestion Box including regular clearance, forwarding suggestions to the Executive Board, as well as upkeep of the Suggestion Box.
- 4.5.5 The Managing Secretary will manage the PA facilities, such as maintaining office supplies, managing deposits, managing the general organization of the office and ensuring any equipment (such as coolers, popcorn machine etc.) is preserved in good operating condition.
- 4.5.6 The Managing Secretary will be responsible for general information management. This includes, without limitation, ensuring that there is a well-organized, logical, labeled filing system for both online and hard copy documentation, ensuring that there are appropriate access controls upon key documents or information, and ensuring that there is always a current version of any document deemed important by the Executive Board (such as contracts, Bylaws, correspondence with government authorities, statement of accounts and any other legally binding or sensitive materials).
- 4.5.7 The Managing Secretary will manage all rental PA activities, including maintenance of applicable equipment.
- 4.5.8 The Managing Secretary will participate in the Nominations Committee. Should the Managing Secretary seek re-election, the Executive Board will find an alternative person to participate in the Nominations Committee.

4.6 Treasurer

- 4.6.1 The Treasurer will be responsible for all financial affairs and funds of the PA and will keep a full and accurate account of receipts and disbursement in the records belonging to the PA, including bank accounts for Little League and any other accounts that may exist from time to time. The Treasurer will deposit all money and other valuables in the name and to the credit of the PA in such depositories as may be designated by the Executive Board.
- 4.6.2 The Treasurer will promote and implement all financial procedures established by the PA. The Treasurer will ensure all liabilities are identified and settled in a timely manner. The Treasurer will safeguard the PA savings and ensure that there is a sensible procedure, agreed to by the Executive Board, for approving any expenditure.
- 4.6.3 The Treasurer will disburse the funds of the PA, as authorized by the Budget adopted by the Membership, taking proper vouchers for such disbursements. All such disbursements, whether

made by check, draft, or other orders for the payment of money, will be signed by two signatories, as defined in Article VIII, Section 2.

- 4.6.4** The Treasurer will serve as Chairperson of the Appropriations Committee.
- 4.6.5** The Treasurer will create and present a full year forecasted proposed annual Budget (as defined in Article VIII, Section 3) to the Executive Board for adoption and subsequently to the General Membership in accordance with the timings defined in Article VIII, Section 3.
- 4.6.6** The Treasurer will provide a monthly Budget Variance Report, summarizing all transactions and any variance between actual and forecasted figures at Executive Board Meetings or upon request from the President or the Executive Board.
- 4.6.7** The Treasurer will prepare an Interim Financial Report on the financial status of the PA, including income, surplus, expenditures and any unpaid or outstanding financial obligations of the PA. This Interim Financial Report must be filed with the appropriate parties and in accordance with the timings defined in Article VIII, Section 5.
- 4.6.8** The Treasurer will prepare an estimated End Of Year Financial Report in accordance with the timings defined in Article VIII, Section 5.
- 4.6.9** At the end of the M'KIS year, the Treasurer will, to the best of his/her ability, document any known costs that will be incurred during the ensuing M'KIS year to assist the incoming Treasurer for the next M'KIS year. This forecast will be incorporated in the transition information packet, as defined in Article IV, Section 8, from the outgoing Executive Board to the incoming Executive Board at the end of the M'KIS year.
- 4.6.10** The Treasurer will review and reconcile bank statements and petty cash records each month, as defined in Article VIII, Section 5.
- 4.6.11** The Treasurer will ensure that the PA finances are audited by a suitably qualified party as defined in Article VIII, Section 6. The Treasurer will present the Audited Financial Report to the General Membership in accordance with the timings defined in Article VIII, Section 5. The Treasurer will serve as principal contact with the Auditor and will be responsible for liaising with the Recording Secretary to submit all compliance reports to the respective governmental entities, if any.
- 4.6.12** While any parent is qualified to run for, and to be elected Treasurer, it is recommended that candidates for Treasurer be qualified by education and/or experience, and be able to perform accounting and financial reporting duties.

4.7 Coordinators

- 4.7.1** There will be five Coordinators elected to the Executive Board to support the following areas; 1) Hospitality, 2) Communications, 3) Education, 4) Fundraising and 5) Activities.
- 4.7.2** Each Coordinator will attend all Executive Board Meetings, PA Council Monthly Meetings and General Membership Meetings.
- 4.7.3** Committee assignments are subject to change as the needs arise and will be determined by the Executive Board.
- 4.7.4** Although each Coordinator will not be required to chair his/her respective functional Committees, each Coordinator will be an ex officio Member of his/her respective Committees (i.e. regular attendance at meetings, contributing ideas and where practical, occasional direct involvement in the events of his/her Committee).
- 4.7.5** Each Coordinator will represent the interests of his/her respective Committees at the Executive Board Meetings.
- 4.7.6** Each Coordinator will be responsible for the recruitment and appointment of Chairpersons for all of his/her respective Committees.

- 4.7.7 Each Coordinator will assist Committee Chairs to submit all financial status reports and forecasts, including variance analysis, to the Treasurer in a timely manner.
- 4.7.8 Each Coordinator will assist Committee Chairs to submit all other reports and event updates to the Executive Board in a timely manner and in accordance with the provisions of these Bylaws.
- 4.7.9 Each Coordinator will acquire and maintain awareness of the activities, results, issues, successes of the Committees within his/her functional area, providing guidance and support when required.
- 4.7.10 Each Coordinator will coordinate resources and interests of his/her Committees and encourage cross-communication of these related Committees to maximize the performance of the overall PA team.

4.8 Chairperson of Little League Committee

- 4.8.1 The Little League Committee Chairperson will manage all aspects of the Little League program for the M'KIS year, including without limitation, budgetary, marketing and communication, volunteer recruitment and management and facilities coordination.
- 4.8.2 The Little League Committee Chairperson will submit a detailed annual plan to the Executive Board and obtain approval prior to enacting any aspect of such plan. The Little League Committee Chairperson will also provide to the Executive Board an overview of progress against the plan, including the scheduled events, sign ups etc. The Little League Committee Chairperson will also provide to the Treasurer an annual Budget according to the format and frequency requested by the Treasurer.
- 4.8.3 The Little League Committee Chairperson will provide detailed financial records for all transactions and updated Budget variance information (actual and forecast) to the Treasurer according to the format and frequency requested by the Treasurer.
- 4.8.4 The Little League Committee Chairperson will maintain and have signatory responsibilities for the Little League bank account, provided that all conditions set forth in Article VIII, Sections 3 and 4 are satisfied.
- 4.8.5 The Little League Committee Chairperson will produce a report at the end of each season for each sport, detailing the number of players, finances and any other relevant information.
- 4.8.6 The Little League Committee Chairperson will update the PA Handbook for his/her Committee prior to the official hand over in the April/May timeframe under the supervision of the Vice-President.

4.9 Chairpersons of Committees

- 4.9.1 This section outlines the duties of Chairs for Committees, excluding the Chair for the Little League Committee, which is defined in Article IV, Section 4.8.
- 4.9.2 Committee Chairpersons will be appointed by the Coordinators for the Term of the M'KIS year.
- 4.9.3 Each Committee Chairperson will attend PA Council Monthly Meetings and General Membership Meetings.
- 4.9.4 Each Committee Chairperson will manage all aspects of his/her Committee, including without limitation, all budgetary, marketing and communication, volunteer recruitment and management and facilities coordination.
- 4.9.5 Each Committee Chairperson will submit a detailed annual plan to the Executive Board and obtain approval prior to enacting any aspect of such plan. Each Committee Chairperson will also provide to the Executive Board an overview of progress against the plan, including the scheduled events, sign ups etc. Each Committee Chairperson will also provide to the Treasurer an annual Budget according to the format and frequency requested by the Treasurer.

- 4.9.6 Each Committee Chairperson will provide detailed financial records for all transactions and updated Budget variance information (actual and forecast) to the Treasurer according to the format and frequency requested by the Treasurer.
- 4.9.7 Each Committee Chairperson will update the PA Handbook for his/her respective Committee prior to the official hand over in the April/May timeframe under the supervision of the Vice-President.
- 4.9.8 Each Committee Chairperson will provide requested information to, and collaborate with, their Coordinator.
- 4.9.9 Each Committee Chairperson will adhere to all procedures established by the PA and the procedures set forth in these Bylaws.
- 4.9.10 Each Committee Chairperson reports to the Executive Board, not his/her Coordinator.
- 4.9.11 Any Member of the General Membership, including Members of the Executive Board, may be appointed by a Coordinator to chair any Committee or Subcommittee of the PA. It is not mandatory for any elected Officer to chair any Committee of the PA, with the exception of the Treasurer who chairs the Appropriations Committee. Nevertheless, it may be necessary on some occasions for Officers to be Committee chairpersons if there are insufficient volunteers to do this work.

5 Records

- 5.1 Each Officer and non-Officer will transfer all records and property of the PA to the incoming President at the end of the M'KIS year and such materials will be placed on file in the PA office.
- 5.2 Financial records of the PA will be retained for at least seven years, and will be disposed of only with the approval of the Auditor.
- 5.3 Adopted minutes of PA Executive Board and General Meetings will be maintained in the PA office for a minimum of four years.

6 Annual General Election

- 6.1 The AGE will be held during or before the final General Membership Meeting of the M'KIS year.

6.2 Nominations Committee

- 6.2.1 A Nominations Committee will be set up on an annual basis to manage the election of Executive Board Members according to a clear and formal procedure (as set forth in this Section 6), ensuring widespread recruitment of candidates from the PA General Membership.
- 6.2.2 Notice of the formation of the Nominations Committee will appear in The Link in Mid-February to allow General Members the option of joining the Committee.
- 6.2.3 The Nominations Committee will consist of a minimum of three and a maximum of seven Members. At least one Member on the current Executive Board must be on the Committee however, the majority of the Members may not be from the incumbent Executive Board. If possible, representatives from Elementary, Middle and High schools should serve on the Committee.
- 6.2.4 At the first meeting, the Nominations Committee will select one of its Members to serve as Chairperson.
- 6.2.5 The Nominations Committee will determine the rules for the election processes, including, without limitation, making nominations, receiving nominations, campaign restrictions, and the election itself.

- 6.2.6 The Nominations Committee will promote nominations and election details through various communications channels (e.g. The Link, emails, posters etc.) to encourage a diverse and representative group of candidates to come forward.
- 6.2.7 Eligibility to join the Nominations Committee is defined in Article IV, Section 3.2.
- 6.2.8 The names of nominees and the positions they are pursuing will be posted on the PA Notice Board, included in The Link and communicated via other relevant channels.

7 Elections and Ballots

- 7.1 The Nominations Committee will be responsible for conducting the AGE.
- 7.2 Parents, as defined in Article III, Section 1, of any child currently enrolled at M'KIS are eligible for nominations to elected positions within the restrictions defined in Article IV, Section 3.
- 7.3 Each Member may only be nominated for one position at a time.
- 7.4 Each candidate for a contested position will have a minimum of 30 seconds to speak on his or her own behalf prior to voting. The specific time allotted may be longer and will be determined by the Nominations Committee and by the Executive Board. Each candidate will be allocated the same amount of time to speak.
- 7.5 Ballots will be prepared with the names of the candidates appearing in alphabetical order under the title of the position for which they are nominated.
- 7.6 Voting will be conducted via ballot. Absentee voting is allowed for greater involvement by General Members who may not be able to attend the AGE. Such absentee voting will take place in advance of the AGE.
- 7.7 In situations where there is only one candidate for a given position, that candidate will automatically secure the position unless the majority (by motion and voice vote) of those present at the AGE object to the candidacy. In such a situation, a run off election shall be conducted within 2 weeks of the date.
- 7.8 Ballots will be counted immediately following the election in the public area outside the meeting room. Results will be tabulated and announced before the end of the meeting, if possible.

8 Transitions

- 8.1 The tenure of the newly elected roles is defined in Article IV, Section 2. The incoming Executive Board may meet, deliberate and make decisions but may not execute any decisions prior to the commencement of their Term.
- 8.2 During the last Executive Board Meeting for the M'KIS year, the incumbent Executive Board Members will hand over their binders and any other relevant information to the new incoming Executive Board Members. The incumbent Board will develop a Transition Packet for the incoming Executive Board. The Transition Packet will include the latest copies of account statements, reports on various programs and Committees as well as Committee folders from the preceding M'KIS year, including a summary of events, expenditures, and recommendations.

9 Vacancies

- 9.1 In the event that the office of President becomes vacant, or the President is unable to perform his/her duties, the Vice-President will assume the responsibilities of President. The Vice-President will have the option of serving out the Term as President or may request that the position of President be declared vacant and a new President be elected.

- 9.2 In the event a vacancy is declared in any elected position, the Executive Board will inform the Members of the vacancy in The Link. Once a there is a volunteer for the position, the Executive Board will take a vote to appoint such individual to the position.
- 9.3 In the event that less than five Coordinators are elected, it will be at the discretion of the Executive Board to revisit the role of Coordinators, as set forth in Article IV, Section 4 and the organizational structure, as set forth in Article V, Section 3, without requiring a formal Amendment to be implemented.
- 9.4 The President may call for a review of an individual Executive Board Member, Committee Chair or Sub committee Chair, should the individual be convicted of illegal activity.
- 9.5 If this review results in a vacancy, the Executive Board may appoint another Member to fulfill the duties of the elected official.

Article V - Executive Board and PA Council

1 Purpose of the Executive Board and PA Council

- 1.1 The PA will have an Executive Board, as defined in Article V, Section 3. The purpose of the Executive Board is to plan and direct the work necessary to achieve the PA goals by carrying out the programs and policies adopted by the General Membership, focusing on the operation of the PA organization.
- 1.2 The PA will have a PA Council, as defined in Article V, Section 3. The purpose of the PA Council is to manage the work of the Standing Committees.

2 Powers of the Executive Board and PA Council

- 2.1 The General Membership confers the authority and powers as defined throughout these Bylaws (for example decision-making and governance of expenditures) to the Executive Board and the PA Council.
- 2.2 These Bylaws outline the decisions that are at the discretion of the Executive Board (for example, the degree of discretionary power vested in the Executive Board to manage the Budget, as set forth in Article VIII) and the decisions that require consultation with or voting from the General Membership. These Bylaws also set forth where the individual Officers and Committee Chairpersons are required to seek a decision from the Executive Board.

3 Membership of the Executive Board and PA Council

- 3.1 Beginning on July 1, the Executive Board will consist of the five newly elected Officers (President, Vice-President, Treasurer, Recording Secretary, and Managing Secretary), the five newly elected Coordinators (Hospitality, Communications, Education, Fundraising, Activities) and the Chairperson of the Little League Committee.
- 3.2 The PA Council will consist of the remaining Chairs of the PA Standing Committees (see Article VII, Section 1), the eleven Executive Board Members, the Head Of School and the two Principals. Refer to Appendix for organization chart.
- 3.3 The Chairs of PA Standing Committees will become Members of the PA Council upon ratification of their appointment by the Executive Board.
- 3.4 Members of the PA Council are expected to attend all PA Council Meetings and General Membership Meetings, as set forth in Article IV, Section 4.

4 Voting Privileges

- 4.1** Each elected role on the Executive Board will have one vote at the Executive Board Meetings.
- 4.2** Chairpersons of the Standing Committees, with the exception of the Chair of Little League, do not attend Executive Board Meetings and therefore do not have a formal vote. Their views are represented through the Coordinators, who are elected Executive Board Members and have voting rights. It is at the discretion of the Executive Board when and how to canvas for opinions on topics from the Chairpersons of the Standing Committees, as input to the decision-making conducted during the Executive Board Meetings.
- 4.3** Members must be present at Executive Board Meetings and General Membership Meetings to vote, with the exception of specific items wherein absentee voting is allowed, as determined by the President. In the event that a Member of the Executive Board is not able to attend an Executive Board Meeting, that Member may assign an informed delegate to attend on their behalf. This delegate will not be entitled to vote.
- 4.4** The Head of School and the two Principals will serve as ex-officio, non-voting Members of the PA Council.
- 4.5** Voting by proxy is not allowed. Voting by email is not allowed.

Article VI - Meetings

1 General Membership Meetings

- 1.1** General Membership Meetings of the PA will be held at a minimum three times a year.
- 1.2** The Executive Board will use its best efforts to schedule the first General Membership Meeting within 8 calendar weeks of the first day of the M'KIS year. This first meeting will focus on the goals of the PA, as outlined in Article IV Section 4 of these Bylaws, the final audited End Of Year Financial Report for the previous year and the Budget for the current year, as outlined in Article VIII of these Bylaws. At this first meeting, the Appropriations Committee will present the recommendations from the previous year and also begin its survey of the parent body and student body for fundraising ideas.
- 1.3** The Executive Board will use its best efforts to schedule the second General Membership Meeting before January 31st of each calendar year. The main purpose of this meeting will be for the Treasurer to present the Interim Financial Report and for the Committee Chairs to give status reports as to past and upcoming events.
- 1.4** The Executive Board will use its best efforts to schedule the final General Membership Meeting before April 30th of each calendar year. The final General Membership Meeting will focus primarily on the presentation of the estimated End Of Year Financial Report as defined in Article VIII, Section 5 of these Bylaws and the election of the Executive Board and the appointment of the PA Council.
- 1.5** Notice of the upcoming General Membership Meetings will appear in The Link at least 14 days prior to each meeting. Such notice will also be posted on the M'KIS calendar, the M'KIS web site and the PA bulletin Board.
- 1.6** A calendar of the PA General Membership Meetings for the entire M'KIS year will appear no later than 14 days from the first day of the M'KIS year and will be posted on the PA bulletin board, the M'KIS web site and the M'KIS calendar.
- 1.7** General Membership Meetings will be held at M'KIS.

- 1.8 All parents and guardians (as defined in Article III) may attend and participate in such General Membership Meetings, may speak to agenda items and may participate subject to the restrictions contained in these Bylaws.
- 1.9 Individuals who are not Members of the PA may attend General Membership Meetings with permission of the President and may speak, subject to obtaining permission from the President beforehand. Such permission will be granted at the sole discretion of the President.

2 Special Meetings of the General Membership

- 2.1 The Executive Board may call a special meeting of the General Membership when deemed necessary.
- 2.2 A special meeting of the General Membership may also be called with the submission of a petition to the Executive Board. The petition will specify the agenda requested to be covered at such meeting and such petition will be signed by at least 5% of the General Membership.
- 2.3 Notice of such special meeting of the General Membership will specify the agenda for such meeting and will be sent to all Members. The meeting may take place no earlier than 7 days after notice has been made to the Members.
- 2.4 Individuals who are not Members of the PA may attend a special meeting of the General Membership with permission of the President and may speak, subject to obtaining permission from the President beforehand. Such permission will be granted at the sole discretion of the President.

3 Executive Board Meetings

- 3.1 The Executive Board will use its best effort to hold at least seven meetings throughout the year. At a minimum, the first meeting of the Executive Board will take place prior to the first General Membership Meeting.
- 3.2 Individuals who are not Members of the PA may attend with the permission of the President and may speak, subject to obtaining permission from the President beforehand. Such permission will be granted at the sole discretion of the President.
- 3.3 The Recording Secretary will keep minutes of Executive Board Meetings.
- 3.4 The Executive Board may hold other meetings, as it deems necessary, with proper notice to all such individuals.

4 Special Meetings of the Executive Board

- 4.1 The President, as necessary, may call a special meeting of the Executive Board.
- 4.2 A special meeting of the Executive Board may also be called by a specific request of at least five Members of the Executive Board, filed with the Recording Secretary.
- 4.3 The Recording Secretary will notify all Executive Board Members of such meeting. This notice will specify all agenda items for the special meeting. The meeting may take place no earlier than 24 hours after notice has been given.
- 4.4 Individuals who are not Members of the PA may attend with the permission of the President and may speak, subject to obtaining permission from the President beforehand. Such permission will be granted at the sole discretion of the President.

5 PA Council Meetings

- 5.1** The PA Council will use its best efforts to hold at least seven meetings throughout the year. At a minimum, the first meeting of the PA Council will take place prior to the first General Membership Meeting. The PA Council may hold other meetings, as it deems necessary, with proper notice to all such individuals.
- 5.2** The Recording Secretary will keep minutes of the PA Council Meetings.
- 5.3** Individuals who are not Members of the PA Council may attend with the permission of the President and may speak, subject to obtaining permission from the President beforehand. Such permission will be granted at the sole discretion of the President.
- 5.4** An individual who is not a Member of the PA council may not vote at the PA council meeting.
- 5.5** The Head of M'KIS and the two Principals will be permitted to attend and speak at the PA Council meetings. The Head of School and the two Principals will serve as ex-officio, non-voting Members of the PA Council.

6 Special Meetings of the PA Council

- 6.1** The President, as necessary, may call a special meeting of the PA Council.
- 6.2** A special meeting of the PA Council may also be called by a specific request of at least 10 Members of the PA Council, filed with the Recording Secretary.
- 6.3** The Recording Secretary will notify all voting PA Council Members of such meeting. This notice will specify all agenda items for the special meeting. The meeting may take place no earlier than 72 hours after notice has been given. Individuals who are not Members of the PA Council may attend only at the sole discretion of the President.

7 Quorum

- 7.1** General Membership Meetings - One percent (1%) of the Members present (not including the Executive Board) will constitute a quorum for all General Membership Meetings, excluding the final meeting. Three percent (3%) of the parent body will constitute a quorum for the final General Membership Meeting, including any absentee ballots received prior to such meeting and in accordance with the terms of these Bylaws.
- 7.2** Executive Board Meetings - Seven out of the eleven elected Members of the Executive Board will constitute a quorum for all Executive Board meetings.
- 7.3** PA Council Meetings - Seven out of the eleven elected Members of the Executive Board will constitute a quorum for all PA Council meetings.
- 7.4** Information meetings sponsored by the PA are not considered official meetings and do not require notice or quorum. However, every effort will be made to provide ample notice to the Membership and to encourage attendance.
- 7.5** If, within 30 minutes after the time a General Membership Meeting is scheduled to start, a quorum is not present, the Members present shall have the power to proceed with the business of the day but shall not have power to alter the Bylaws, make other major decisions affecting the General Membership or vote on any matter of business. Any matters requiring a vote of the General Membership will be carried over and placed on the agenda for the next General Membership Meeting or special General Membership Meeting, whichever occurs first. This provision also applies to special meetings of the General Membership.
- 7.6** If, within 30 minutes after the time an Executive Board Meeting or a PA Council Meeting is scheduled to start, a quorum is not present, the Members present shall have the power to proceed with the business of the day but shall not have the power to alter the Bylaws, make major decisions

affecting the General Membership or vote on any matter of business. All business items requiring a vote by either the Executive Board or the PA Council will be carried over and placed on the agenda for the next Executive Board or PA Council meeting, whichever occurs first. This provision also applies to special meetings of the Executive Board and PA Council.

8 Place of Meetings

- 8.1** All meetings of the General Membership, the Executive Board and the PA Council should be held at M'KIS except in extenuating circumstances.

Article VII – Committees

1 Standing Committees

- 1.1** The establishment and closure of a Standing Committee will be determined by the Executive Board, based on the changing needs of the M'KIS, the goals of the PA and the availability of volunteers. The Executive Board will assign each Standing Committee to a Coordinator. It is intended that each Coordinator will be responsible for supporting multiple Committees.
- 1.2** The Coordinators will appoint a Chairperson for each Standing Committee in their functional area after discussion with the Executive Board, with the exception of the Chair of the Little League Committee, which is an elected role. Co-Chairs may be appointed.
- 1.3** The Chairs of Standing Committees become Members of the PA Council.

2 Special Committees and Subcommittees

- 2.1** The President may establish a Special Committee for the purpose of performing a given task not previously delegated to, or within the powers of, a Standing Committee. The chairs of Special Committees will render reports when requested by the Executive Board or the General Membership.
- 2.2** The term of existence of any Special Committee will cease when it has completed its function and submitted its final report to the Executive Board. The final report should be submitted no later than 10 days after the Special Committee has completed its function, or the following Executive Board Meeting, whichever is the later date.
- 2.3** With the consent of the President, the Chair of any Standing or Special Committee may form Subcommittees to assist the Committee to perform its work.
- 2.4** Formation of a Subcommittee shall consist of (i) appointment of a Chair or Co-chairs of the Subcommittee; (ii) if desired, the appointment of Subcommittee Members; and (iii) written or verbal communication of the goal, task or purpose of the Subcommittee to the Subcommittee Chair.
- 2.5** Chairs of Special Committees or Subcommittees do not become Executive Board Members, unless they already hold a position as an elected Member of the Executive Board.

3 Madeleine Children's Fund

- 3.1** Madeleine Children's Fund, also known as "MCF", is a parent-led organization that benefits both the families of M'KIS and the wider community. Although MCF is an active Committee and participates in the PA Council, MCF is self-sufficient both in financial and decision-making terms, working closely with the founder of MCF and various health institutes to assist beneficiaries.

- 3.2 The Executive Board will ensure that this special interdependent relationship between MCF and M'KIS PA is fostered, embracing MCF within the community of Committees and working together for the purposes of planning, communication and collaboration to find volunteers.

Article VIII - Financial Affairs

1 Fiscal Year

- 1.1 The fiscal year of the PA will be from July 1st to June 30th.

2 Signatories

- 2.1 All checks require two signatures, whether the check is drawn against the main PA bank account, Little League bank account or any other PA bank accounts that may be required in the future.
- 2.2 With regard to the main PA bank account, one signatory will be the President, or in the President's absence, the Vice-President. The second signatory will be the Treasurer, or in the Treasurer's absence, the Recording Secretary. No two Officers related by blood or marriage or from the same household may sign together.
- 2.3 With regard to the Little League bank account, one signatory will be the Little League Committee Chairperson. The second signatory will be the Treasurer. It is acknowledged that multiple and urgent payments are frequently required for Little League. In order to facilitate efficient operations, the Little League Committee Chairperson is authorized to select an additional signatory from the Executive Board. This additional signatory will sign checks in the event that the Treasurer is either absent or is not available as urgently as needed. Each check will only have two signatures. No two Officers related by blood or marriage or from the same household may sign together.

3 Budget

- 3.1 The Treasurer, assisted by the Appropriations Committee, will prepare a full year forecasted proposed Budget ("Budget") to the Executive Board by the final working day of the seventh week of the M'KIS year.
- 3.2 The Executive Board will review the proposed Budget from the Treasurer and recommend a Budget for adoption by the Membership at the first General Meeting for the M'KIS year.
- 3.3 The Budget presentation will include an estimate of anticipated expenses and revenues for the current year, as well as a comparison of the proposed current year Budget with actual revenue and expenses for the previous year.
- 3.4 Ninety percent of the total expenditure will be allocated to costs that have an identified purpose ("Allocated Budget") and the remaining ten percent will be held in reserve, unallocated at the time of Budget approval by the General Membership ("Unallocated Reserve Budget"). The PA, in accordance with Article VIII, Section 4, may subsequently expend this remaining 10% Unallocated Reserve Budget for unforeseen events.
- 3.5 The Allocated Budget will contain a sum for contingency, should there be shortfalls in actual income raised and / or an increase in actual costs incurred. The amount of this contingency sum is at the discretion of the Executive Board.

4 Restrictions on Expenditures

- 4.1** Subject to the provisions of these Bylaws, the funds of the PA may be expended for any purpose necessary for implementing the PA objectives, including expenses of the PA administration.
- 4.2** The PA funds will not be used to pay any fine (such as parking tickets) incurred by any Member.
- 4.3** All expenditures not included in the Budget at the time of its adoption by the General Membership, must be approved by the Executive Board, within the limits defined in Article VIII, Section 4. No current or future cost or financial commitment may be incurred by any PA Member, including an elected Officer, without the prior approval of the Executive Board.
- 4.4** The Executive Board is empowered to use the Unallocated Reserve Budget, as defined in Article VIII, Section 3, to fund expenses not included in the Budget at the time of the Budget's adoption by the General Membership. The total annual amount of such expenses must not exceed the total Unallocated Reserve Budget as at the time of Budget adoption by the General Membership. Any expenses funded from the Unallocated Reserve Budget must be relevant to the objectives of the PA.
- 4.5** The Treasurer may hold a petty cash advance, under locked security, not exceeding RM 5, 000 at any one time. All money in excess of this sum shall, within seven days of receipt, be deposited in a bank approved by the Executive Board. The petty cash may only be used for approved expenditure.
- 4.6** The Executive Board will ensure the PA is not in debt at the end of each financial year.

5 Accounting

- 5.1** Each month, the Treasurer will prepare and present a Budget Variance Report at the Executive Board Meetings or upon request from the President or the Executive Board. This report will summarize all transactions, compare the actual financial position to forecasted financial position for each month of the full year, explain any variances between forecasted and actual figures and provide any other information relevant to the financial condition of the PA.
- 5.2** The Treasurer will prepare an Interim Financial Report on the financial status of the PA, including income, surplus, expenditures and any unpaid or outstanding financial obligations of the PA, ideally by January 31 of each year. The report will be submitted to the Executive Board, PA Council and Head Of School prior to being presented at the first General Membership Meeting of the calendar year.
- 5.3** The Treasurer will prepare an estimated End Of Year Financial Report for the final General Membership Meeting of the M'KIS year. This report can only be considered an estimate, as the final End Of Year Financial Report must be audited before presenting to the General Membership. The estimated End Of Year Financial Report will be submitted to the Executive Board, PA Council and Head Of School prior to being presented at the final General Membership Meeting of the M'KIS year.
- 5.4** At the end of the M'KIS year, the Treasurer will, to the best of his/her ability, document any known costs that will be incurred during the ensuing M'KIS year to assist the in-coming Treasurer for the next M'KIS year. This forecast will be incorporated in the transition information packet, as defined in Article IV, Section 8, from the outgoing Executive Board to the incoming Executive Board at the end of the M'KIS year.
- 5.5** The Treasurer will work with the PA's designated Auditor to prepare an Audited End Of Year Financial Report, which the incoming Treasurer will submit to the General Membership by the first General Membership Meeting of the following M'KIS year.
- 5.6** The Treasurer will review and reconcile the PA bank statements each month, signing each statement and noting the date of the reconciliation.
- 5.7** The Treasurer will ensure appropriate written records are maintained for the petty cash and that these records are reviewed and reconciled each month, signing the records and noting the date of reconciliation.

6 External Auditor and Audit Committee

- 6.1** An external Auditor will be engaged each year to prepare the Audited Financial Report of the PA. Ideally, such Auditor will be a Certified Public Accountant and a member in good standing of the American Institute of Certified Public Accountants or equivalent certification body. The Auditor will not be a Member of the Executive Board or PA Council.
- 6.2** The Treasurer will recommend to the Executive Board the engagement of a specific Auditor and identify any associated costs. Once the Executive Board has approved a specific Auditor, the Treasurer will then be authorized to engage that Auditor to prepare the Audited Financial Report.
- 6.3** The President may, at any time, appoint an Audit Committee with the approval of the Executive Board. This will be done at least once every three years. The Audit Committee will review the controls and procedures governing the PA's Financial Affairs. The Audit Committee (when formed) will also review the most recent year-end audit and will meet with the Auditor. The Audit Committee will report back to the Executive Board its assessment of the PA's financial affairs and any recommendations.
- 6.4** The Audit Committee will consist of three Members, none of whom is empowered to authorize or sign for any type of expenditure or disbursement. Members must be qualified by education and/or experience to serve on the Audit Committee.

Article IX - Amendments

1 Amendment Process

- 1.1** These Bylaws may be amended at any General Membership Meeting of the PA by a two-thirds vote of the Members present and voting, providing the amendment has been presented in writing to the Membership at the previous General Membership Meeting. Proposed amendments must also be posted on the PA section of the M'KIS web site a minimum of two calendar weeks before the vote is taken. Notice of a vote on proposed Bylaws amendments must appear in the notice of the meeting at which a vote on the amended Bylaws is to take place and must also be announced on the M'KIS web site. Proposed amendments shall be provided in writing.

2 Effective Date for Amendments

- 2.1** Amendments are effective immediately unless otherwise stated in the amendment.
- 2.2** Regarding the Bylaws amendments approved May 26th, 2010; the Executive Board is empowered to define a pragmatic implementation timeline for adopting these changes in unison or in stages. It is intended that all changes, or at least the majority, will be implemented to some degree by the end of the 2010/2011 M'KIS year but the ability to achieve this depends on the availability of the Members of the PA Council.

3 Review of Bylaws

- 3.1** A thorough review of these Bylaws will be conducted every three years.

Article X –Compliance, Authority and Dissolution

1 Compliance

1.1 The PA will observe all applicable laws, policies, rules and regulations.

2 Authority

2.1 In the event of any procedural, electoral, or other dispute by the PA Council or the General Membership over the policies established by the Executive Board, the Executive Board would use its best efforts to resolve the dispute internally. The President will act as a liaison between the parties to secure an outcome that is acceptable to all parties and supports the welfare of the students.

3 Dissolution

3.1 The PA may be voluntarily dissolved by a resolution of not less than two-thirds of the total Membership.

3.2 In the event of the PA being dissolved as provided above, all debts and liabilities legally incurred on its behalf will be fully discharged, and the remaining funds will be disposed of in such manner as may be decided upon by the Members at a General Membership Meeting.

Appendix

1 Organization Chart

