



## Oak Grove School Education Foundation Bylaws

**Section 1. Name.** The name of this organization shall be the Oak Grove School Education Foundation (“the OGSEF”).

**Section 2. Purpose.** With the help of the parents, community residents and businesses, the purpose of the OGSEF is to fund Oak Grove School targeted teacher-initiated program grants and school programs focused on engaging, empowering and inspiring children, teachers, administrators, parents and the community to advance to new levels of learning. Grants focus on the development of the whole child and enable teachers to differentiate programming in the classroom and incubate new ideas in areas such as: STEM, Arts & Language, Social and Emotional Learning, Physical Activity, and Innovation & Creativity.

**Section 3. Tax-Exempt Status.** The OGSEF is an exempt organization under Section 501(c)(3) of the Internal Revenue Code (hereinafter the “Code”).

**Section 4. Membership.** The OGSEF is managed and guided up by a Board of Directors (the Board), comprised of an Executive Board (President, Vice President, Secretary and Treasurer) and regular Board members. The Board has all decision-making authority. When interest in joining the board is received, the person shall notify the Executive Committee. Adding new board members is solely the responsibility of the existing Board and successful candidates are voted to the board with a majority vote. To be effective, the Board is limited to no more than 20 people at any given time (including the Executive Committee). To be eligible, Board members must be parents or guardians of current Oak Grove School students, or they must be current teachers or administrators at Oak Grove School.

**Section 5. Executive Board.** The affairs of OGSEF shall be managed by the Executive Board, which shall be comprised of officers. All Executive Board officers automatically become voting members of the Board upon election or appointment. Each Executive Board officer shall hold office until a successor has been duly elected and been qualified by the OGSEF, or until the death, resignation, or removal of the Executive Board Officer. The officers shall be a President, Vice President, Secretary, and Treasurer.

- a. **President.** The President shall preside and lead all the OGSEF meetings. The President shall be a member *ex-officio* of all committees and serves as the liaison with the public, parents, teachers, school staff, and school administrators, on the OGSEF related matters.
- b. **Vice President.** The Vice President shall assist the President and carry out the President’s duties in the President’s absence or inability to serve.

- c. **Secretary.** The Secretary shall keep all records of the OGSEF, including taking and recording meeting minutes, and maintaining a digital Google repository for the OGSEF Board only which includes procedures, guidelines, contacts, and best practices.
- d. **Treasurer.** The Treasurer shall receive and document all funds of the OGSEF, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the OGSEF Board. The Treasurer will present a treasury report at meetings and at other times of the year when requested. The Treasurer will be a signor and have responsibility for maintaining the OGSEF bank account and annual tax and non-profit legal filing requirements.

**Section 6. Eligibility.** Any parent or guardian of a current Oak Grove School student and any teacher or administrator of Oak Grove School, including any member who is also a current District employee or also a current D68 School Board of Education elected official, may be elected to the Executive Board. The Oak Grove School Superintendent is a non-voting, honorary board member for the duration of their employment by the Board of Education; however, in the instance of a tie-vote, the motion fails.

**Section 7: Nominations & Elections.** Election for the Executive Board shall be held at the regular May board meeting. The Secretary shall determine a candidate for each office and present the slate prior to the election. Voting for the Executive Board shall be by voice vote, if an uncontested slate is presented. If more than one (1) person is running for an office, a ballot vote shall be taken and counted. No proxy votes are allowed. A candidate shall be successfully elected by majority vote of Members at the election meeting or plurality vote of Members voting at the meeting in the event that more than two (2) candidates are running for an office. Vacancies will be filled by appointment of the majority of the Executive Board and confirmed by a majority vote of Board Members voting at the next regular meeting.

**Section 8. Terms of Office.** Executive Board Officers' terms shall run concurrent to the fiscal year (July 1st - June 30th). The President, Vice President, Secretary and Treasurer shall be elected for a one-year term, not to be held for more than four (4) consecutive years.

**Section 9. Removal From Office.** Any Board Executive or Board Member can be removed from office, for cause, by a two-thirds vote of Members voting at any regular or special meeting. Board members are expected to attend at least 70% of meetings occurring on the second Tuesday of the month during a school year. The Board reserves the right to remove Board members if the Tuesday attendance threshold is not met. Members unable to attend meetings which are moved from the second Tuesday of the month shall not be penalized for nonattendance.

**Section 10. Duties of the Executive Board Officers.** The duties of the Executive Board shall be to transact business between meetings in preparation for regular and special meetings, create standing rules and policies, establish committees, prepare and submit a budget to the membership, approve routine bills not to exceed \$1,000, prepare reports and recommendations to the membership, and perform other tasks consistent

with these Bylaws.

**Section 11. Meetings of the Executive Board.** The executive board reserves the right to meet once over the summer in order to establish grant and fundraising priorities for the Board for the year.

**Section 12. Board Quorum.** A majority present of Executive Board members (3 of 4) at an Executive Board meeting, or a majority of regular board members (50.1% or greater based on the board size) at a Regular Board meeting shall constitute a quorum.

**Section 13. Board Voting.** Unless otherwise specified in these Bylaws, Board decisions will be made by majority vote. Voting shall be conducted either in person or via remote video conference. Proxy voting is not permitted. The Oak Grove School Superintendent is a non-voting, honorary board member for the duration of their employment by the Board of Education. In the event of a tie-vote, a motion fails.

**Section 14. Regular Meetings.** Regular meetings shall take place at least once per month during the school year, typically the second Tuesday of the month at 7pm, September through May. Additional meetings shall be held as determined by the Executive Board if needed.

**Section 15. Special Meetings.** Special meetings may be called by the President, any two (2) members of the Executive Board, or six (6) Board Members submitting a written request to the Secretary. Advance notice (at least 5 days) of the special meeting date, time, location, and purpose shall be sent to all board members via email.

**Section 16. Urgent Voting.** Notwithstanding anything herein to the contrary, in the event of an urgent request that must be made before another meeting can feasibly be held, a board vote is permitted to take place online, via email, or via text. Any measure approved pursuant to this section shall be reported and recorded in the minutes at the next regular Board meeting.

**Section 17. Committees.** Committees may consist of regular Board Members and Executive Board Officers, with the President acting as an *ex officio* member of all committees.

**Section 18. Standing Committees.** The following committees may be established each school year: teacher of year award, fundraising – paver project, fundraising – general, website/social media, grants, PTO liaison, school board liaison, LHS scholarship, gala (as needed based on Gala event schedule).

**Section 19. Additional Committees.** The Executive Board may establish additional committees at its discretion.

**Section 20. Chairperson.** Any regular Board members and Executive Board Officers may be a committee chairperson. The Chairpersons shall be nominated by the Executive Committee at the end of the year during the May meeting. Chairpersons can

be removed from office for cause by a two-thirds vote of the Board at any duly called regular or special meeting. Vacancies may be filled by appointment by the President with the approval of the majority of the Executive Board.

**Section 21. Fiscal Year.** The OGSEF fiscal year begins on July 1 and ends June 30.

**Section 22. Records.** The Treasurer shall keep accurate records of any disbursements, income, and bank account information. The Treasurer shall prepare a monthly treasurer report and make a full report at the end of the fiscal year.

**Section 23. Banking.** There will be at least two account holders on the OGSEF checking account at Libertyville Bank and Trust including the Treasurer and the President. Two authorized signatures or approvals shall be required on any check or payment over the amount of \$1,000.

**Section 24. Bank Statement Review.** An Executive Board member, who is not an authorized signer, shall review quarterly bank statements. This includes signing and dating the statement and acknowledging review.

**Section 25. Conflict of Interest.** No OGSEF Board member shall personally benefit or profit from any OGSEF event or distribution of funds, except when reviewed and approved, in advance, by a majority of the Executive Board. If the OGSEF Board Member who may benefit or profit is an Executive Board Officer, then the review and approval shall be by unanimity of the Executive Board, excluding that Executive Board Officer. The Executive Board shall maintain a written record of all persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest wherein they may financially profit from an OGSEF event; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the Executive Board's decision as to whether a conflict of interest in fact existed. The written record shall include the names of all persons present for discussion and voting relative to the proposed transaction, the content of the discussion (including any alternatives to the proposed transaction or arrangement), and a record of any votes taken in connection with the proceedings. Each Executive Board Officer and Committee Chairperson shall annually sign a statement which affirms that such person understands the above policy of OGSEF, agrees to comply with the policy, and understands this policy is necessary for the OGSEF to maintain its federal tax-exempt status.

**Section 26. Dissolution.** Upon the dissolution of the OGSEF, after paying or adequately providing for the debts and obligations of OGSEF, the remaining assets shall be distributed to the Oak Grove School Board.

**Section 27. Amendments.** These Bylaws may be amended at any regular or special meeting, providing that previous notice was given to all Members of the organization. Amendments may only be approved by a two-thirds vote of Members voting at any duly called regular or special meeting. These Bylaws shall be reviewed as necessary in the discretion of the Executive Board.

**Section 28. Insurance.** The OSGEF annually purchases and maintains Error and Omission (E&O) insurance for Executive Officers and Board Members.

The preceding OGSEF Bylaws were voted on by a two-thirds majority vote of the Members present on December 10th, 2024.

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Autumn Parrish, President

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Amanda Arnold, Vice President

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Elissa Anderson, Secretary

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Heather Bildsten, Treasurer