

**WARD 2 EDUCATION COUNCIL
WASHINGTON, DC**

Final – 1.6.2021

Ward 2 Education Council

Article I: Name

The name of this organization is the Ward 2 Education Council (aka W2EC) located in Washington, DC.

Article II: Purposes

Section 1. The purposes of the W2EC:

- a. To promote the welfare of District of Columbia Public School (DCPS) children and youth in home, school, and community, with a primary focus on Ward 2 DCPS LEA schools.
- b. To raise the standards of home life for DCPS LEA children in Ward 2.
- c. To secure adequate laws for the care and protection of children and youth.
- d. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth, with a focus on Ward 2.
- e. To develop between educators, the District of Columbia, and the general public such united efforts as will secure for all DCPS children and youth the highest advantages in physical, mental, and social education, with a focus on the DCPS Ward 2 LEA schools.

Section 2. The purposes of the W2EC are promoted through an advocacy educational program directed toward the DCPS Local Education Agency (LEA), the District of Columbia, parents, teachers, and the general public; are developed through conferences, committees, projects, and programs; and are governed and qualified by the basic policies set forth in Article III.

Section 3. The W2EC is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding Section of any future Federal tax code (hereinafter "Internal Revenue Code").

Article III: Basic Policies

The following are the basic policies of the W2EC:

- a. The association shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization shall work with DCPS LEA Ward 2 schools and the Ward 2 community to provide quality education for all children and youth and shall seek to participate in the decision-making process establishing school policy, recognizing that

1 the legal responsibility to make decisions has been delegated by the people to boards
2 of education, state education authorities, and local education authorities.

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- 4 c. The W2EC shall work to promote the health and welfare of children and youth and
5 shall seek to promote collaboration between Ward 2 District of Columbia Public School
6 (DCPS) parents, schools, and the community at large.
- 7
- 8 d. No part of the net earnings of the association shall inure to the benefit of, or be
9 distributable to its members, directors, trustees, officers, or other private persons
10 except that the association shall be authorized and empowered to pay reasonable
11 compensation for services rendered and to make payments and distributions in
12 furtherance of the purposes set forth in Article III hereof.
- 13
- 14 e. Notwithstanding any other provision of these articles, the association shall not carry
15 on any other activities not permitted to be carried on by an association exempt from
16 Federal income tax under Section 501(c)(3) of the Internal Revenue Code.
- 17
- 18 f. Upon the dissolution of the association, after paying or adequately providing for the
19 debts and obligations of the association, the remaining assets shall be distributed to
20 the C4DC or other nonprofit funds, foundations, or associations which have
21 established their tax exempt status under Section 501(c)(3) of the Internal Revenue
22 Code.
- 23
- 24 g. The organization or members in their official capacities shall not, directly or indirectly,
25 participate or intervene (in any way, including the publishing or distributing of
26 statements) in any political campaign on behalf of, or in opposition to, any candidate
27 for public office; or devote more than an insubstantial part of its activities to attempting
28 to influence legislation by propaganda or otherwise.

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30 **Article V: Membership**

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32 Section 1. Membership in W2EC is available to parents and guardians of a Ward 2 District of
33 Columbia Public School (DCPS) student.

34

35 Section 2. Community (non-voting) Membership in W2EC is available to Ward 2 residents who
36 will primarily advocate for Ward 2 District of Columbia Public School (DCPS) students, including
37 parents of non-school age children or individuals who reside in Ward 2 but do not have children.

38

39 **Section 3.** To parents of an elementary or other DCPS school within the matter of right feeder
40 pattern of a Ward 2 DCPS LEA school.

41

42 **Section 4.** The membership year starts on July 1 and concludes the following June 30 the
43 following year.

44

45 **Section 5.** Membership in the W2EC shall be made available without regard to race, color,
46 creed or national origin, and any other such non-discriminatory laws, rules and regulations
47 required by the District of Columbia.

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2 **Article VI: Officers and Their Election**

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4 **Section 1.** The number and election of officers are based on the following provisions:

- 5
6 a. The officers of W2EC shall consist of a president, a vice-president, a secretary and a
7 treasurer.
8
9 b. Officers shall be elected by ballot in the month of May. However, if there is but one nominee
10 for any office, election for that office may be by voice vote.
11
12 c. Officers shall assume their official duties on July 1 following the election and shall serve for
13 a term of one year(s).
14
15 d. Officers are responsible for the day-to-day operations of the W2EC.

16
17 **Section 2.** The following provisions shall govern the eligibility of individuals to be officers of the
18 W2EC:

- 19
20 a. An elected officer of the W2EC shall be a member of the W2EC good standing.
21
22 b. No officer may be eligible to serve more than two consecutive terms in the same officer
23 position.
24
25 c. A person who has served in an office for more than one half of a full term shall be deemed
26 to have served a full term in such office.
27
28 d. Only parents and guardians of current Ward 2 District of Columbia Public School Students
29 may be officers of W2EC. If an officer becomes ineligible due to no longer being a parent
30 or guardian of an enrolled student at a Ward 2 District of Columbia Public School, the position
31 shall immediately be deemed vacant.
32
33 e. Elected District of Columbia representatives such as ANC Commissioners, Board of
34 Education Members, or City Council members are ineligible to hold an officer position.
35 Employees of DCPS or the Office of Mayor are not eligible to hold Officer positions but may
36 be members provided they meet the other criteria.
37
38 f. Community members are ineligible to hold officer positions or board seats. However,
39 Community Members may Chair or serve on committees.
40

41 **Section 3.** A vacancy occurring in the office of president shall be filled for the remainder of the
42 unexpired term by the vice president. If the vice president is unable to serve or the office is
43 vacant, the treasurer shall serve as acting president for the remainder of the term. The
44 President shall fill any officer vacancy by appointment, subject to approval by a majority of the
45 board of directors.

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Section 4. Members in good standing may nominate themselves or other members in good standing of the W2EC to be elected for an officer position. Nominations are due 15 days before the election.

Section 5. Conflict of Interest: Officers and members of the Board of Directors shall adopt a conflict of interest policy sufficient to maintain 501(c)(3) status and each individual officer and member of the Board of Directors shall sign the conflict of interest statement adopted by the Board.

Section 6: Founding Officers: Founding officers of the W2EC will be determined by willingness to serve during the inaugural year and eligibility. Their duties will be to establish the legal entity of W2EC and carry out the functions of W2EC. Serving as a Founding Officer will count as a full term. A Founding Officer may run for election the following year provided they meet membership qualifications.

The Founding Officers are:

- President: Martin R. Welles
- Vice-President: Juan Ulloa
- Secretary: Sara M. Ritchey
- Treasurer: Sandra Moscoso

Article VII: Duties of Officers

Section 1. The president:

- a. Shall preside at all meetings of the membership and of the board;
- b. Shall perform such other duties as may be prescribed in these bylaws, including the creation of committees;
- c. Shall be a member *ex officio* of all committees; and
- d. Shall be a co-signer on the bank accounts.

Section 2. The vice-president shall act as an aide to the president. In the absence of the president, the vice-president shall assume the duties of the president. The order and duties of the vice-president(s) shall be determined by the President.

1
2 **Section 3.** The secretary shall:

- 3
4 a. Call the meetings to order in the absence of the president or vice-president(s);
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6 b. Record the minutes of all membership and board meetings and read or present typed
7 minutes for approval at the next scheduled meeting;
8
9 c. File all records, including a current copy of the bylaws and a current membership list,
10 which includes names, addresses and phone numbers;
11
12 d. Have a current copy of the bylaws; and
13
14 e. Perform other duties as may be delegated by the President.
15

16 **Section 4.** The treasurer shall:

- 17
18 a. Be the custodian for all the funds of the W2EC and ensure all checks are signed by two
19 authorized signatories;
20
21 b. Collect and keep a full and accurate account of receipts and expenditures in books
22 belonging to the W2EC;
23
24 c. Present a written financial report at every membership meeting of the W2EC;
25
26 d. Present an annual audit report at the annual membership meeting; and
27
28 e. Present all reports, books and other necessary documents to an auditor or the auditing
29 committee.
30
31 f. Maintain and file timely tax reports to ensure the viability of W2EC's non-profit status.
32
33 g. The business year for W2EC is the calendar year ending December 31.
34

35 **Section 5.** The President shall appoint the chairmen of all standing and special committees.
36

37 **Section 6.** All officers shall perform the duties outlined in these bylaws and those assigned from
38 time to time. Upon resignation or removal from office, each officer shall turn over to the
39 president, without delay, all records, books, notes and other materials pertaining to the office,
40 and shall return to the treasurer, without delay, all funds pertaining to the office. In the case of
41 the president, materials shall be delivered to the vice-president without delay.
42

43 **Section 7.** All officers shall deliver to their successors in office all books, records and documents
44 held in their possession without delay.
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46 **Section 8.** Transitional meetings may occur between the outgoing and incoming officers at any
47 time during a period of 15 day after the election of officers.

1 **Article VIII: Board of Directors**

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3 **Section 1.** The Board of Directors shall consist of the four officers (President, Vice-President,
4 Secretary, and Treasurer) of W2EC and one member appointed by the PTO/PTA/HAS etc. of
5 each Ward 2 District of Columbia Public School (DCPS) and each matter of right DCPS school
6 that feeds into a Ward 2 DCPS school. All members of the Board of Directors must be members
7 in good standing.

8
9 **Section 2.** At the discretion of the President, the general membership may provide an advisory
10 vote on matters. The advisory vote is non-binding on the Board of Directors.

11
12 **Section 3.** Board members shall serve terms of 1 year beginning July 1 of each year. Board
13 members must remain in good standing. No Board member may serve more than 2 consecutive
14 terms on the Board.

15
16 **Section 4.** Board members may serve as Chairs of committees.

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18 **Article IX: Quorum**

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20 **Section 1.** A simple majority of the Board of Directors is sufficient to establish a quorum for all
21 matters for which the board is authorized to act. At the beginning of the Board year, the Board
22 shall adopt and publish its rules to the membership for establishing a quorum considering
23 whether in person, telephone, VTC, or internet participation constitutes a quorum for attendance.

24
25 **Section 2.** Not less than 25% of the membership shall constitute a quorum for the transaction
26 of business in any membership meeting or for a vote by mail. For example, if there are 100
27 members in good standing, at least 25/100 must be present in order to establish a quorum. At
28 the beginning of the Board year, the Board shall determine and publish its rules to the
29 membership for establishing a quorum for any general membership meeting.

30
31 **Section 3.** Officers and board members shall be elected by a simple majority of voting members
32 in any general election

33
34 **Section 4.** A 2/3 majority of all voting members, provided a quorum has been established, is
35 sufficient to amend the bylaws. For example, a quorum has been established with 25 members
36 present, then 17 votes (2/3 of 25) are needed in order to amend the bylaws.

37
38 **Section 5.** Officers and board members may be removed for cause by a 3 / 4 majority of all
39 voting members, provided a quorum has been established. Notice of a special election seeking
40 to remove an officer or board member must be posted on the W2EC website, e-mail or twitter
41 account, and any other physical location typically used by W2EC 30 days in advance of any
42 election.

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44 **Section 6.** The secretary may serve as a proxy for members unable to attend in person.
45 Members must submit their proxy in writing to the secretary by e-mail or other written means.

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1 **Article X: Membership Meetings**
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3 **Section 1.** At least 9 membership meetings of the W2EC shall be held during the year. Dates
4 of the meetings shall be determined by the board and announced at the first membership
5 meeting of the year. Changes to meeting dates require 7 days' notice.
6

7 **Section 2.** Membership meetings may be held in person, by teleconference, video, or a
8 combination thereof provided all members have an opportunity to participate.
9

10 **Section 3.** Special meetings of the membership may be called by the president, a majority of
11 the board, or a majority of the membership, provided 7 days notice has been given.
12

13 **Section 4.** The election meeting shall be held in May. The annual meeting shall be held in
14 October.
15

16 **Section 5.** Each member is entitled to 1 (one) vote. Members of the same family are each
17 entitled to a vote provided they each are members in good standing. Community members are
18 not eligible to vote.
19

20 **Section 6.** Membership voting by mail-in ballots or electronic means shall be allowed, but only
21 according to the following procedures
22

- 23 a. Voting by mail or electronic means shall be allowed for the subject(s) of (election of
24 officers, adoption of the budget, or amendment of the bylaws,) only if the board votes to
25 do so for a particular vote.
26
- 27 b. Voting by mail or electronic means shall follow the procedures outlined in *Robert's Rules*
28 *of Order*.
29
- 30 c. Unless so designated, the secretary will be the conductor of the vote. If the secretary
31 declines because they are an incumbent or chooses not to participate, the president shall
32 appoint another member (the substitute, with all the secretary's duties) to conduct the
33 vote.
34
- 35 d. The secretary shall send out to the e-mail address of record for each member listed on
36 the most W2EC current roster a complete package that includes a ballot stating the
37 subject of the vote and an explanation. Appropriate detail shall be provided along with a
38 voting section, a signature line for each member and return address instructions.
39
- 40 e. The secretary shall tabulate all returned ballots and present the results at the next board
41 meeting, and the results shall be recorded into the minutes of the next membership
42 meeting.
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1 **Article XI: Committees**

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3 **Section 1.** Only members of the W2EC shall be eligible to serve in any elective or appointive
4 positions. Non-members are eligible to serve on committees with the consent of the committee
5 chair.

6
7 **Section 2.** The President may create any committees to promote the W2EC and carry on the
8 work of the membership. The President appoints the chair of each committee and shall serve
9 as chair at the discretion of the President. The term of each chair shall be one year, unless
10 extended by the President. The President may dissolve or disband a committee at any time for
11 any reason.

12
13 **Section 3.** The chair of each standing committee shall present a plan of work to the board for
14 approval within 30 days. No committee work shall be undertaken without the consent of the
15 board. Committees may not expend W2EC funds, however, the board, by majority vote, may
16 elect to authorize a budget to any committee.

17
18 **Section 4.** An auditing committee of not less than three (3) members may be elected by the
19 board at least two (2) weeks before the annual meeting. Persons authorized to sign checks
20 during the year being reviewed are not eligible to serve on the auditing committee.

21
22 **Section 5.** The quorum of any committee shall be the majority of its membership.

23
24 **Section 6.** The purpose of any committee is to recommend to the Board of Directors a course
25 of action. The committee may not take any action without the express consent of the Board of
26 Directors.

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28 **Section 7.** Community members may serve on committees or as Chair of a committee.

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30 **Article XII: Fiscal Year, IRS EIN, Tax Filings**

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32 **Section 1.** The fiscal year of this association shall be the calendar year ending December 31.

33
34 **Section 2.** The Internal Revenue Service Employer Identification Number (EIN) for Ward 2
35 Education Council is : xx-xxxxxxx.

36
37 **Section 3.** The President and Treasurer shall have the responsibility to file the Annual Form
38 990 (e-postcard or long form) by March 15 of each year.

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40 **Article XIII – Parliamentary Authority**

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42 The rules contained in the current edition of *Roberts Rules of Order, Newly Revised* shall govern
43 the W2EC in all cases in which they are applicable and in which they are not in conflict with
44 special rules of order or Articles of Incorporation.

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1 **Article XIV: Amendments**

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3 **Section 1.** The procedures for amending these bylaws are as listed below.

- 4
- 5 a. These bylaws maybe amended at any regular meeting of the W2EC or voted upon by
- 6 mail or e-mail, provided that notice of the proposed amendment shall have been given at
- 7 least 30 days prior to the meeting at which the amendment is voted upon or the vote is
- 8 being taken by mail or e-mail; that a quorum has been established; and that the
- 9 amendment shall be subject to the approval of the W2EC. Bylaws amendments require
- 10 a two-thirds positive vote of the members present, by proxy, or voting by mail or e-mail.
- 11
- 12 b. Submission of amendments or revised bylaws for approval by the W2EC shall be in
- 13 accordance with the bylaws and procedures of the W2EC.
- 14

15 **Article XV: Severability and Duration**

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- 17 a. If any provision of this agreement (or part of any provision) is invalid, illegal or
- 18 unenforceable, that provision or part shall, to the extent required, be deemed to be
- 19 deleted, and the validity and enforceability of the other provisions of this agreement shall
- 20 not be affected.
- 21
- 22 b. These bylaws shall continue from year to year, as amended.
- 23
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25 **Bylaws Review and Approval**

26
27 *I hereby certify that these Bylaws were adopted by the membership of the*
28
29 *W2EC on xx-xx-xxxx.*

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32 Submitted by: _____
33 [Name]
34 President, W2EC Date

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39 **Registered Name – TBD**
40 **Employee Identification Number (EIN) xx-xxxxxxx**

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43 Adopted:
44 Amended: