

Chin Education Services (Amazon) Co., Ltd.
Amazon Private School
Bylaws of Parent-Teacher Association

Preamble

We believe that parent-teacher association as a coordinating body of parents and teachers of Amazon Private School is indispensable to quality education services. We also believe that the growth, progress and welfare of our children/students of this educational institution depend upon the unity, cooperation and active participation and harmonious relationship of the parents, teachers and school administration. Hence, the organization is formed to promote volunteerism and altruism in all its functions and affairs.

Article I: Name

Section 1. Name

The name of the organization shall be the Amazon Private School (Amazon) Parent Teacher Association, hereinafter referred to as the PTA. The PTA is an unincorporated, non-profit organization.

Article II: Purpose and Objective

Section 1. Purpose

The primary purpose of the PTA is to:

- a. Maintain an understanding, working relationship among the school administration and teachers, the parents of the students in the school and others interested in the stated mission and core beliefs of Amazon.
- b. Provide the Amazon community with fun and family-friendly activities and celebrations throughout the year.
- c. Provide services and programs in support of scholastic pursuits and extra-curricular activities of the students, in accordance with established school policy;
- d. Raise funds, transact business and exercise such functions as are necessary in the execution of the stated objectives of the organization.

Section 2. Objectives

- a. To promote and work for the interest and welfare of the students who are enrolled in the Amazon Private School including the educational, social and physical well-being of all.
- b. To provide venue whereby parents and teachers could air their grievances and opinions.
- c. To promote harmonious relationship with the school administration and the community.
- d. To bring to the attention of the school administration every perceived violation of school rules and regulations that may be committed by the students or teachers for appropriate disciplinary action.
- e. May assist in the promotion and supervision of the activities that the school may undertake.
- f. To provide a forum for the discussion of issues and their solutions related to the total school program and to ensure the full cooperation of parents in the efficient implementation of such program.
- g. To provide mechanisms to ensure proper coordination with the members of the community.
- h. Shall adhere to all existing policies and implementing guidelines issued or hereinafter may be issued by the department of education.
- i. To serve as a support group and as a significant partner of the school whose relationship shall be defined by cooperative and open dialogue to promote the welfare of the students.

Article III: Domicile and Seal

Section 1. Domicile

The principal office of the association shall be at the office space provided in the School where it is formed.

Section 3. Seal

The seal of the association shall be in such form and design as the Executive Board may prescribe.

Article IV: Creation and Membership

Section 1. Creation of PTA

The PTA shall be created in the first PT Conference usually held in the last week of May.

Section 2. Members

The members shall be parents or guardians of students, teachers, and administration. The organization shall conduct an annual enrollment of members at the beginning of each school year, but new members may be admitted to the organization's membership at any time.

Section 3. Non-Profit Character of the PTA

The PTA shall be exclusively non-profit benefiting no individuals; no part of its activities shall relate to political or religious aims. It supports the school in providing education that promotes learning and furthers cultural and international understanding.

Article V: Code of Conduct

The organization shall be non-commercial, non-sectarian, and non-partisan. The organization shall seek to bring into closer relation the home and the school so that parents and educators may cooperate for the betterment of the education of our children.

No part of the net earnings of the organization shall inure to the benefit or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Association. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence school governance, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for office.

This organization shall be available to aid school and community in the event of the need for cooperative action and parental service.

Article VI: Executive Board

Section 1. Executive Board Purpose

The main governing body of the PTA shall be called the Executive Board. It shall meet regularly to transact business.

Section 2. Composition

The Executive Board shall be composed of the President; Pre-Kindergarten and Kindergarten, Elementary, Middle School and High School Vice Presidents; Treasurer; Assistant Treasurer; Recording Secretary and Coordinating Secretary.

Section 3. Election and Terms of Officers

The officers shall be elected at the first General Assembly usually held in June and hold office until their successors have been elected and qualified in next June.

Section 4. Election of Vice Presidents

Vice Presidents of the schools shall be elected by a majority vote of the representatives of each grade level in a school, whom the parents of each grade level have selected in the first PT Conference for their own representative to the PTA.

Section 5. Duties and Responsibilities of the Executive Board

The duties and responsibilities of the Executive Board shall be to:

- a. Set PTA policy, establish procedures and give general direction to the PTA;
- b. Appoint committees to carry out the regular activities of the PTA;
- c. Approve the work plans of appointed standing committees;
- d. Approve the annually audited Treasurer's report;
- e. Create ad hoc committees for exceptional projects;
- f. Set up, if it deems necessary, a school PTA (for each levels of school) or a homeroom PTA (for each classes)
- g. Review and approve proposed budget for the current fiscal year;
- h. Present a report at the General meetings of the PTA for any action taken by the Executive Board since its previous meeting;
- i. Perform any other duties and responsibilities contained in this Constitution and By-laws.

Article VII: Duties and Responsibilities of the Officers

General responsibilities pertaining to each office shall include, but are not limited to, those listed below:

1. President.

The President shall preside at all official PTA meetings and serve as an ex officio member of all PTA committees except the Nominating Committee. With the Treasurer, the President shall draft the program budget for the year. The President shall be the official representative of the PTA to the Amazon community. The President shall assign one of the Vice Presidents to substitute for him in his or her absence.

2. Vice Presidents.

The Vice Presidents shall represent schools and coordinate PTA activities with the parent representatives of each grade level.

3. Recording Secretary.

The Recording Secretary shall prepare Minutes of the proceedings of all official PTA meetings and maintain a file of these Minutes. The Recording Secretary shall assume the duties of the Coordinating Secretary in his/her absence and such other duties as requested by the President. The Recording Secretary shall serve as the archivist of the PTA.

4. Coordinating Secretary.

The Coordinating Secretary shall prepare all correspondence as requested by the President and chair the communications committee. He/she shall assume the duties of the Recording Secretary in his/her absence and such other duties as requested by the President. He/she shall serve as the organizer for PTA general and special meetings and be responsible for the physical set up for all PTA meetings.

5. Treasurer.

Together with the President, the Treasurer shall draft the program budget for the year. The Treasurer shall receive all monies of the organization; shall keep an accurate record of receipts and expenditures; shall pay out funds according to the approved budget, and shall make reports at the general and Executive Board meetings. The Treasurer's account shall be examined annually and an annual report shall be submitted to the organization at the October meeting.

6. Assistant Treasurer.

The Assistant Treasurer shall be the purchasing officer of the PTA. The Assistant Treasurer shall be responsible for maintaining the inventory of PTA supplies and equipment. The Assistant Treasurer shall assume other duties as requested by the Treasurer or President.

Article VIII: Standing Committees and Ad-hoc Committees

Section 1. Creation and Purpose

Standing Committees shall be created by the incoming Executive Board, as may be required, to carry out the activities and programs of the PTA for the next academic year. The officers shall be the Chairperson and the Recording Secretary. The continued existence of each Standing Committee shall be reviewed annually. The Executive Board shall conduct this review at the end of each academic year.

Section 2. Duties and Responsibilities

The chairpersons of Standing Committees shall present plans of work to the membership, and a yearly report to their successors. No committee work shall be undertaken without the approval of the Executive Board.

Section 3. Special Committees

Special committees may be appointed by the President with the approval of the Executive Board.

Article IX: Meetings, Quorum and Voting

Section 1. General Assembly Meeting

- a. The general assembly shall be composed of all parents of enrolled students, Board of School and officers of the PTA, school head, teachers, and non-teaching personnel of the School.
- b. The general assembly shall be convened by the PTA Executive Board immediately (usually in June) after the PTA has been organized in a PT Conference just before the first day of school.
- c. The general assembly shall be convened as may be necessary but in no case less than twice a year. The board shall coordinate with the school head as to time, venue and other details of the general assembly.
- d. The general assembly may invite or consult with other members of the community such as local government officials and civic organizations to solicit their support or active participation in the school activities.

Section 2. Special General Assembly Meeting

Special General Assembly Meeting shall be called upon resolution passed by the Executive Board or upon written request signed by at least three (3) members of the Executive Board or by Majority of the parents.

Section 3. Quorum of the General Meeting

The number of voting members present at any given meeting shall constitute a quorum for purposes of this organization. The President may, at her discretion, provide for absentee ballots to be submitted by voting members when an issue requires wide response.

Section 4. Voting at General Membership Meetings

- a. Each member of the PTA is entitled to one vote.
- b. Voting by proxy is not permitted; members must be present to cast their vote.
- c. The PTA shall publish notice of intent to call a vote at least 30 days in advance. The notice may be delivered via email, published newsletters or text blast.

Section 5. Executive Board Meetings

The Executive Board shall meet regularly to consider those matters which require attention.

Other members of the Amazon community (e.g. School Administrator or Parent) may be invited to attend the meeting to address the group on matters of concern. Special meetings of the Executive Board may be called by the President or by any three (3) members of the Executive Board, upon notice at least 5 days. Majority of the members shall constitute a quorum.

Section 6. Homeroom PTA Meeting

The Homeroom PTA meetings shall be called by the Chairperson and the Homeroom teacher to consider those matters which require attention. Majority of the members shall constitute a quorum.

Section 7. Parliamentary Authority

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered in the Constitution.

Article X: Officers and Their Election

Section 1. Nominating Committee

There shall be a Nominating Committee consisting of no less than five (5) members, which shall be formed in the first PT Conference.

- a. The Nominating Committee shall solicit nominations from the Amazon community and present the slate to the community prior to the June meeting.
- b. Following the report of the Nominating Committee at the June meeting, an opportunity shall be given for nominations from the floor.
- c. Only a member who has consented to serve if elected shall be eligible for nomination, either by the Committee or from the floor.
- d. Members of the Nominating Committee may not be nominated for Executive Office while serving on the Nominating Committee.

Section 2. Manner of Election

Officers shall be elected by ballot at the June General Assembly. When there is only one candidate for any office, that election may be held by voice vote.

Section 3. Eligibility

Any parents/guardians may be nominated and elected for an officer except for the Vice Presidents. The Vice Presidents for the school shall be elected from the parent representatives of the Homeroom PTAs.

Section 4. Term Limit

A person shall not be eligible to serve more than two consecutive terms in the same office. A person who has served more than half a term shall be credited with having served that term.

Section 5. Vacancies

The Executive Board shall fill vacancies occurring during the year by a majority vote. In case of a vacancy in the office of President, the Vice-President shall assume the office.

Article XI: Finance

Section 1. Fiscal Year

The fiscal year of the PTA shall be from April 1 to March 31, inclusive.

Section 2. Funds

Funds shall be derived from special fund raising efforts, donations and/or gifts. The Executive Board may propose annual membership dues to fund its operations.

Section 3. Budget

The President and the Treasurers shall be responsible for drafting the PTA's budget. The Chairpersons of committees that raise money or disburse funds, as well as other members of the Executive Board, shall supply them with information to assist in the preparation of the budget.

The Executive Committee is responsible for reviewing the draft budget and recommending its approval.

Section 4. Signatories

The principal signatories on the PTA bank account(s) shall be the Treasurer and Assistant Treasurer. The President shall also be signatory.

In exceptional circumstances, other signatories may be added to the account, at the discretion of the President and Treasurer to facilitate the movement of funds. The signatures of any two (2) of the four persons designated as signatories on the account shall be required for the draft to be valid.

Section 5. Disbursements

Disbursements are to be made for budgeted purposes only. No PTA member may take commitments for expenditure of PTA funds for any purpose that has not been expressly approved by the PTA Executive Board, either during the budget process or as an additional appropriation. Disbursements that exceed budgeted amounts by more than an established amount are not permitted without the express approval of the Executive Board.

Section 6. Review

The financial records of the PTA shall be closed on March 31 and shall be submitted for review to an independent auditor.

Article XII: Impeachment

Section 1. Any official of the PTA and Executive Board may be impeached by a vote of 2/3 of the general assembly called for such purpose by the president or majority of the board on the following grounds, to wit:

1. Disloyal acts against the constitution.
2. Malicious attacks against the organization and its officers and members.
3. Misappropriation of organization funds.
4. Negligence of duties and responsibilities.
5. Wilful violation of this constitution and by-laws or rules, regulations, measures, resolutions and decisions of the organization.
6. Three (3) successive unexcused absences.

Section 2. The following procedures shall govern impeachment proceedings:

1. Impeachment proceedings shall be initiated by a formal petition or resolution signed by at least 5% of all bonafide members of the organization addressed to the president. A confirmation of

impeachment shall require a majority vote of all members. In all cases, the officer subject to impeachment shall be given the opportunity to be heard.

2. The president shall convene a general membership meeting to consider the impeachment of an elective officer or group of officers.
3. In case the president is the object of the impeachment, he/she shall convene the general assembly within ten (10) days from receipt of the formal petition. The general assembly shall designate any member, not an officer, to preside the impeachment proceedings.
4. Officer/s against whom impeachment proceedings had been filed shall be given opportunity to defend themselves before any impeachment vote is finally taken.
5. A majority vote of bonafide members present constituting a quorum shall be sufficient to give due course on impeachment proceedings.
6. The decision of the general membership in the impeachment proceedings shall be final and executory.

Section XIII: Dissolution

Upon the dissolution of the Association for any reason, all work, funds, and property controlled by the association will be transferred to the Board of School.

Article XIV: Amending the Constitution

Section 1. Constitution Review Committee

The President may appoint a committee to review the Constitution and propose changes and/or amendments. A frequency of not less than two (2) years but not more than five (5) years is required. All changes shall be presented first to the Executive Committee for their approval before being put to a vote by the PTA membership.

Section 2. Amendments Proposed by Members

Any PTA member may propose changes and/or amendments to the Constitution by presenting said proposals in writing to the Executive Board.

Section 3. Adoption of Amendments

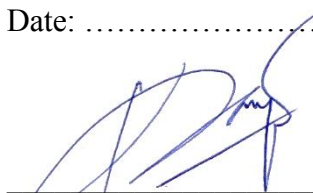
After approval by the Executive Board, proposed changes and/or amendments to the Constitution shall be presented in writing to the membership for consideration at the next general membership meeting. Notice of intent to amend the Constitution must be issued in writing to the membership at least thirty (30) days in advance.

A vote to approve by the majority of the quorum is required for adoption.

Certificate

This is to certify that the foregoing is a true and correct copy of the Bylaws of the Company named in the title thereto and that such Bylaws were duly adopted by the Parent-Teacher Association on the date set forth below.

Date:



Managing Director