

Note: This email notification is in compliance with Article VIII—Amendments, Section 1, of the HSA Bylaws

Dear Members of the HSA,

The Executive Board of the HSA has recently conducted a review of its Bylaws (last amended in 2013) and has determined that they need to be amended to more accurately reflect the mission, best practices and administration of our organization. The proposed amendments to the Bylaws are set forth below (in original and redlined format) for your review. They will be discussed and voted on at the next HSA Meeting on March 23, 2018, at 9:00 am in the MS/HS Media Center and will become part the Bylaws if approved by two-thirds majority of the eligible members present and voting (at least 15 for a quorum).

A brief explanation of the major amendments is set forth below. The [full text](#) and a [redlined](#) copy, which shows all new and deleted language, is available here.

Art. I, Section 2: The additions simply elaborate on the mission and purpose of the HSA for clarity. They are not intended to change its purpose or mission.

Art. II, Section 1: The revised language is intended to formalize existing policy that all teachers and staff members are honorary members and, as such, they need not pay dues. Honorary members do not vote.

Art. VI, Section 3: The provisions relating to the Grad Ball Committee have been deleted, because it is the desire of the HSA to limit its liability to ensure that it is complying with all provisions of the Bylaws. The Bylaws should reflect the reality of how the Grad Ball is run. To explain further:

- Several years ago, the HSA created the Grad Ball Committee to allow the Grad Ball to avail itself of the tax benefits of the HSA's 501(c)(3) status.
- Reality of Grad Ball operations - Despite being a "committee" of the HSA, the Grad Ball Committee has historically operated independently of the HSA, with its own funds raised by that year's graduating class and a budget typically twice the size of the HSA's operating budget. Although the HSA has historically provided seed money to the current year's Grad Ball (which is paid back out of that year's graduating class's fundraising) and has helped administer the class gift purchased by the graduating class out of their Grad Ball surplus funds, the operations, finances, fundraising, and all other actions and decisions in connection with Grad Ball have been undertaken solely by the dedicated Grad Ball Committee and the senior class parents. The Bylaws should reflect this reality.
- Liability - In 2017, the HSA became covered under the BOE's Officers' Liability Insurance. Upon review to ensure that HSA Executive Board activities in administration of their duties followed the provisions of the Bylaws and are thus included in the liability coverage, it became evident that the provisions of financial oversight through a special Finance Oversight Committee were not being complied with as a matter of course, which creates a potential liability for the HSA. Acknowledging the demands on the time of the HSA Treasurer in connection with regular HSA business, it is not reasonably feasible for the HSA Treasurer to also oversee the finances of the Grad Ball, given the size of the Grad Ball Committee's operating budget. The Bylaws should only include procedures that the HSA Executive Board can comply with.
- In short, the Grad Ball has always been a labor of love for the senior class, run by senior class parents to provide a memorable experience for their children. To ensure that parents can continue to have and provide the Grad Ball experience of their choice, without being limited by the liability or other concerns of the HSA, the Grad Ball needs to be an independent entity. The HSA is committed to assisting the Class of 2019 to facilitate a smooth transition of Grad Ball into a separate, autonomous organization.

Art. IX: Officers Liability and Indemnification: In connection with the HAS's recent coverage under the district's Liability Insurance, this language was added to reflect the intention of the HSA that it's officers be indemnified where appropriate.