

BYLAWS OF PA KIDSFEST

Article I: Name and Purpose

1. **Name:** The name of the organization shall be PA KidsFest, herein referred to as "the Organization."
 2. **Purpose:** The purpose of the Organization is to organize an annual community event focused on providing family-friendly activities, educational opportunities, and resources to children and their families. The Organization operates as a 501(c)(3) nonprofit to support underprivileged children with school supplies, provide pre-K scholarships, and offer tutoring services to promote educational success.
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Article II: Board of Directors

1. **Composition:** The Board shall consist of nine (9) members, including the following officers:
 - President
 - Secretary
 - Treasurer
 2. **Duties:**
 - **President:** Provides overall leadership, presides at meetings, and represents the Organization.
 - **Secretary:** Assists the President and assumes leadership in their absence. Maintains meeting minutes, records, and correspondence.
 - **Treasurer:** Manages finances, prepares budgets, and provides financial reports.
 3. **Term of Office:** Board members shall serve terms of unlimited duration, with no limit on consecutive terms.
 4. **Elections:** Elections for Board officers shall be held every two (2) years by a vote of the Board. Nominations may be submitted in advance or from the floor.
 5. **Meetings:** The Board shall meet quarterly. A quorum shall consist of a majority of Board members.
 6. **Removal and Vacancies:** A Board member may be removed by unanimous consent of the remaining Board members, excluding the member brought up for removal. Vacancies shall be created by resignation or unanimous consent to remove a member and shall be filled by appointment until the next election.
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Article III: Financial Management

1. **Fiscal Year:** The fiscal year of the Organization shall begin on January 1 and end on December 31.
2. **Budget:** The Board shall approve an annual budget prior to the start of the fiscal year.

3. **Funds:** All funds shall be deposited into the Organization's designated bank account. Expenditures shall be authorized by the Treasurer and approved by the Board as needed.
 4. **Audit:** The Organization's financial records shall be reviewed annually by an independent auditor or audit committee.
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Article IV: Meetings

1. **Quarterly Meetings:** The Organization shall hold quarterly meetings to review activities, approve plans, and address any business matters.
 2. **Special Meetings:** Special meetings may be called by the President or a majority of the Board.
 3. **Notice:** Notice of meetings shall be given at least ten (10) days in advance by email, postal mail, or other appropriate means.
 4. **Quorum:** A quorum for Board meetings shall consist of a majority of the Board members.
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Article V: Conflict of Interest

1. **Policy:** Board members and officers shall disclose any potential conflicts of interest and recuse themselves from decisions where a conflict exists.
 2. **Resolution:** The Board shall vote to resolve any disputes regarding conflicts of interest.
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Article VI: Amendments

1. **Procedure:** These bylaws may be amended by a two-thirds vote of the Board members present at a quarterly meeting, provided the proposed amendments have been distributed to members at least ten (10) days in advance.
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Article VII: Dissolution

1. **Procedure:** Upon dissolution of the Organization, all remaining assets shall be distributed to a 501(c)(3) nonprofit organization with a similar mission, as determined by the Board.
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Adopted by the Board of Directors on August 1, 2022.

