

# Summit Elementary School PTO Bylaws

## Article I. Name or Title of Organization

- A. The name of the Organization shall be termed the Summit Elementary Parent-Teacher Organization, INC., a non-profit, non-stock corporation.
- B. The purpose of the Organization shall be to cooperate with school personnel, to promote the welfare of children and youth in school and in the community, to secure adequate laws and facilities for the care, protection and education of our children and youth, to open communication between parents, school, and the teachers in the education of students, to develop between the schools and the community a united effort that will secure for each child the highest quality of physical, educational, emotional and social growth, and to raise funds to assist with supporting the above mentioned purposes and school or family related activities.

## Article II. Articles of Organization

The Organization exists as an unincorporated and nonprofit organization of its members. The articles of organization comprise these bylaws as amended from time to time.

- A. Any changes or amendments added to these bylaws will require a majority vote from the forum present at the meeting in which said changes are out in the form of a motion and seconded. A written notice of any change is required one week prior to the vote.
- B. Robert's Rules of Order Revised shall govern this organization in all cases in which its regulations are applicable.

## Article III. Basic Policies and Objectives

The following are basic policies of this organization...

- A. This organization shall be noncommercial, nonsectarian, and non-partisan.
- B. The name of this organization or the names of any members in their official capacities shall not be used in any connection with any commercial concern or with any partisan interest or for any purpose not appropriately related to the promotion of the objectives of the organization.
- C. This organization shall not endorse or oppose any political candidate or campaign.
- D. All savings and checking withdrawals will be signed by one of the officers listed on the account. All savings and checking withdrawals over \$1000 will require two signatures of the officers listed on the account.
- E. The Executive Board will determine banking institutions.

- F. All fund-raising activities must have the approval of the Executive Board prior to any activities taking place. Liabilities arising from unauthorized projects are not the responsibility of the Corporation.
- G. There shall be such standing committees as are necessary to carry out the purposes and program of Corporation. As soon as reasonably possible after the first meeting the President shall appoint the chairperson of each committee with the approval of the Executive Board. The President shall serve as the ex-officio to all committees.
- H. The Executive Board may accept on behalf of Corporation any contribution, gift, bequest or device for the general purpose or for any special purpose of Corporation.
- I. Program budgets and capital budgets with expenditure limits shall be proposed annually by the Executive Board for approval by the membership.

The following are the Basic Objectives of this Organization...

- A. To cooperate with all school personnel.
- B. To promote the welfare of children and youth in school and in the community.
- C. To secure adequate laws and facilities for the care, protection, and education of our children and youth.
- D. To open communications between parents, the school, and the teachers in the education of the students.
- E. To develop between the schools and the community a united effort that will secure for each child the highest quality of physical, educational, emotional, and social growth.

#### **Article IV. Membership and Dues**

- A. Any individual who has children in the school that these bylaws are drafted for and subscribe to the objectives and basic policies of this organization may become a member. All staff are eligible for membership.
- B. The annual dues shall be set yearly by the Executive Board.

#### **Article V. Officers and Their Duties**

- A. The Executive Board will consist of six members, including one staff member and one administration member. The term of the Executive Board shall be for two years.
- B. The duties of the Executive Board are as follows:
  - a. To transact all business that is referred to it by the Summit Elementary Parent-Teacher Organization or the administration.
  - b. To act as the Nominating Committee for the organization.
  - c. To serve as a Steering Committee in addressing appropriate issues forwarded by the administration, faculty, students, or parents that do not require full membership involvement or issues that require specific preparation prior to full membership consideration.
  - d. All expenditures must be approved by the Executive Board.
  - e. To act as the organization's welcoming arm; greeting new arrivals to the school and/or community.

- f. To establish an Audit Committee on a yearly basis.
- C. The President's duties are as follows:
  - a. To preside over all meetings of the Parent-Teacher Organization (PTO) and Executive Board.
  - b. To call Executive Board Meetings as required, determine meeting agendas, and notify the Board Members.
  - c. The President may not make a motion, but the President may vote on any motion made from the quorum or ask that any proposal be made into a motion and ask for second to the motion. He/She cannot ask for a vote until there has been complete discussion on the motion. The results of every vote must be declared.
  - d. The President's signature will be required on any withdrawals over \$1000.00 or more.
- D. The Vice President's duties are as follows:
  - a. The Vice President's duties are the same as the President's and he/she must be able to delegate authority as would the President in his/her absence.
  - b. The Vice President may represent the President upon request and with the President's approval.
  - c. The Vice President must perform all the duties assigned to him/her by the President.
- E. The Secretary's duties are as follows:
  - a. The Secretary shall record the minutes of all the meetings. The Secretary shall read the minutes of the previous meeting and all correspondence received subsequent to the previous meeting.
  - b. The Secretary shall perform other duties as may be assigned to the office.
- F. The Treasurer's duties are as follows:
  - a. The Treasurer shall receive all the money of the Organization and keep accurate records of receipts and expenditures.
  - b. The Treasurer shall pay out funds in accordance with the approval of the Organization or Executive Board.
  - c. The Treasurer is required to read a financial report at every meeting of the Organization. The Treasurer will prepare an annual financial report to be submitted to the Audit Committee. Upon verification, the financial report will be submitted for approval by the Executive Board.
- G. The Principal and Teacher Representative shall serve on the Executive Board and will be voting members.
- H. Directors shall serve in that capacity without compensation or any other "private inurement" as defined in the Internal Revenue Code.
- I. Each year the officers will appoint a representative to the District-Wide Parent Committee who will represent the organization and school. This individual will not be a member of the Executive Board. They will attend organization meetings when possible to report out the activities of the District-Wide Parent Committee and to solicit input to take to the this same committee. They will

contact an alternate to attend district meetings and they will perform other duties as assigned.

## **Article VI. Meetings**

- A. The Executive Board meetings shall be held as needed. Time and date will be determined by the Executive Board.
- B. Special meetings of the Organization may be called by the President with approval of the Executive Board.
- C. The required meetings of the Organization shall consist of those present at the regular meetings. A quorum of the Executive Board shall consist of at least four members of the Executive Board.

## **Article VII. Elections**

- A. The Executive Board shall be elected by the membership of the April meeting. Four executive positions will be elected. The President and Secretary positions will be elected in even years. The Vice President and Treasurer will be elected in odd years. The staff member will be selected by the entire staff yearly.
- B. The names of the proposed new candidates shall be read aloud to the membership at the April meeting. Nominations may be made from the floor. A vote will be then held for the offices as provided in these bylaws. A simple majority of those members present will be required to be elected to a vacancy.
- C. The Executive Board shall constitute the Nominating Committee.
- D. At the end of the Officer's term, (May meeting), all business and/or accounts relating to each officer's duties should be closed or made known to incoming officers.
- E. A vacancy occurring in any office shall be filled by a majority vote of the remaining officers of the Executive Board.

## **Article VIII. Officers and Directors: Liability and Indemnity**

- A. Liability of Directors and Officers. No person shall be liable to Corporation for any loss or damage suffered by it on account of any account of any action taken or omitted to be taken by her or him as a director or officer of Corporation if such person (a) exercised and used the same circumstances in the conduct of her or his own affairs, or (b) took or omitted to take such action in reliance upon advice of counsel for Corporation or upon statements made or information furnished by officers or employees of Corporation which she or he had reasonable grounds to believe to be true. The foregoing shall not be exclusive of other rights and defenses to which he or she may be entitled as a matter of law.
- B. Indemnity of Officers and Directors. Every person who is or was a director or officer of Corporation (together with the heirs, executors and administrators of

such person) shall be indemnified by Corporation against all costs, damages and expenses asserted against, incurred by or imposed upon him or her in connection with or resulting from any claim, action, suit or proceeding, including criminal proceedings, to which he or she is made or threatened to be made a party by reason of his or her being or having been such director or officer, except in relation to matters as to which a recovery shall be had against him or her by reason of his or her having been finally adjudged in such action, suit or proceeding to have been guilty of fraud in the performance of his or her duty as such officer or director. This indemnity shall include reimbursement of amounts and expenses incurred and paid in settling any such claim, action, suit or proceeding. In the case of a criminal action, suit or proceeding, a conviction or judgment (whether based on a plea or guilty or nolo contendere or its equivalent, or after trial) shall not be deemed an adjudication that such director or officer is guilty of fraud in the performance of his or her duties, if such director or officer was acting in good faith in what he or she considered to be the best interests of Corporation and with no reasonable cause to believe that the action was illegal.

Corporation, by its Executive Board, may indemnify in like manner, or with any limitations, any employee or former employee of Corporation with respect to any action taken or not taken in his or her capacity as such employee.

The foregoing rights of indemnification shall be in addition to all rights to which officers, directors or employees may be entitled as a matter of law.

Dated and effective this 9<sup>th</sup> day of June, 2008.

Summit Elementary Parent Teacher Organization INC.

By: \_\_\_\_\_

Name: CAROL GESZVAIN

Title: Secretary

Bylaws adopted \_\_\_\_\_

June 9<sup>th</sup>, 2008

