

# **Ramblewood Elementary School (PTO) Parent-Teacher Organization**

## **Bylaws and Standing Rules**

**October 14<sup>th</sup> 2015**

### **ARTICLE I – NAME**

The Name of this organization shall be the Ramblewood Elementary PTO.

### **ARTICLE II – OBJECTIVES**

The objective of the organization shall be to assist in the implementation and development of a total program for the students through instruction, education, youth development and recreation in cooperation with the Ramblewood Elementary School administration and faculty. This organization will strive to promote the welfare of children in the home, the school and the community. The primary goal of this organization shall be the child and his/her advancement in today's society.

### **ARTICLE III – Articles of Organization**

The Organization exists as an incorporated association of its members. Its "Articles of Organization" comprise these bylaws, as from time to time amended, and its Articles of Incorporation. In the absence of separate Articles of Organization, these bylaws shall be deemed to be the articles of the organization. In the event of any conflict between these bylaws and the Articles of Incorporation, or separate Articles of Organization these bylaws shall govern.

### **ARTICLE IV – POLICIES**

Section 1: This organization shall be non-profit, non-commercial, non-partisan and non-sectarian.

Section 2: This organization shall cooperate with the school system to support the improvement of education in ways that will not interfere with the administration of the school.

Section 3: This organization and its officers shall not be used in any connection with the following:

- A. Endorsement or support of a commercial concern.
- B. Endorsement or support of any political activity or political candidate.
- C. Any purpose other than the regular work of the organization.

Section 4: This organization may cooperate with other organizations and agencies of similar purpose, concerned with child welfare, but persons representing this organization in such manner shall make no commitment that binds the organization without approval of the Board of Directors or membership at large.

Section 5: Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the internal Revenue Code of 1954 and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501 (c) (3) or corresponding provisions of any subsequent Federal tax laws.

Section 6: No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, director, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

#### **ARTICLE V: - MEMBERSHIP AND DUES**

Section 1: Membership shall consist of parents or guardians, faculty and staff of Ramblewood Elementary School and any friend or relative of Ramblewood Elementary School, who pay annual dues as set by the Board of Directors. Membership in this organization shall be available without regard to race, color, creed or national origin.

Section 2: Annual membership dues shall be determined by the Board of Directors.

Section 3: Only members of this organization shall be eligible to vote or serve in any of its elective or appointive positions.

Section 4: The organization shall conduct an annual enrollment of membership but persons may be admitted to membership at any time.

#### **ARTICLE VI: - FISCAL YEAR**

The fiscal year shall run from July 1<sup>st</sup> until June 30<sup>th</sup> each year.

#### **ARTICLE VII – BOARD OF DIRECTORS**

Section 1: The governing body of this organization shall be a Board of Directors such as the Bylaws of the organization may provide. The Board of the directors is the policy making body and may exercise all the powers and authority granted to the Organization by law.

- A. The Board of Directors shall consist of the officers of the organization (President, Recording Secretary, Treasurer, Corresponding Secretary, Vice-President of Membership, Vice-President of Fundraising, Vice-President of Programs), the Principal, Vice Principal, and Bookkeeper or other faculty representative.

Section 2: Meetings.

- A. Regular meetings of the Board of Directors shall be held monthly during the school year. Meetings may be held during the summer at the discretion of the Board.
- B. Special meetings of the Board of Directors may be called by the President or a majority of the Board of Directors provided a 24- hour notice is given to the Board of Director members.
- C. A majority of the Board shall constitute a quorum of all the meetings of the Board of Directors.
- D. The Board of Directors shall adopt or amend policy by a two-thirds (2/3) vote of all members of the Board of Directors and subsequent ratification by a simple majority of votes cast in a regular meeting

Section 3: Duties of the Board of Directors

- A. The Board of Directors shall, during the school calendar year, transact necessary business meetings on a monthly basis and such other business as may be referred to it, or required by the organization between regular monthly meetings.
- B. The Board of Directors shall create standing and special committees and appoint chairmen as it deems necessary to promote the objectives and to carry out the work of the organization.
- C. The Board of Directors shall approve the plans of work of the standing and special committees.
- D. The Board of Directors shall present a report of its activities at the regular meetings of the organization.
- E. The Board of Directors shall only have assumed authority to commit funds of the organization that are expressly budgeted for.
- F. The Board of Directors shall be empowered to remove any committee chairman at a regularly scheduled meeting or special meeting. The majority vote of the Board of Director members present is required to exercise said power.

## **ARTICLE VIII: - OFFICERS AND THEIR ELECTION**

Section 1: The officers of this organization shall consist of the President, Secretary, Treasurer, Corresponding Secretary, Vice-President of Membership, Vice-President of Fundraising and Vice-President of Programs. The purpose of the Officers is to provide leadership and an administrative structure to conduct business.

Section 2: Nominations

- A. There shall be a nominating committee composed of three (3) members: one of whom shall be selected by the Board of Directors to serve as Chairman. The appointment of the nominating committee shall be conducted on or about March 1<sup>st</sup>.
- B. The nominating committee shall select a candidate for each office and present the slate at the April general meeting.
- C. Additional nominations, including self-nominations, may be made from the floor at the regular April general meeting. At the conclusion of the general April meeting, nominations will be considered to be closed. The nominating committee shall serve notice to the general membership of the slate of officers, and date and time of elections in May at the final PTO general meeting of the year.
- D. Only those persons who have signified consent to serve if elected, either verbally or in writing, shall be nominated for or elected to such office.

Section 3: Election of Officers

- A. Officers shall be elected by anonymous ballot at the final general PTO Meeting of the year, to be held in May. The majority of popular vote shall decide the officers of the Board. In the event of a tie, the current President shall place the deciding vote.
- B. The Chairman of the nominating committee shall preside during the election and be responsible for tallying and reporting the results.
- C. The officers shall be sworn in and installed at the last general meeting of the current school year. They shall assume their offices and duties beginning on July 1<sup>st</sup> and serve for a period of one year.

Section 4: Terms of Office and Vacancies

- A. The officers in this organization shall not be eligible to serve more than two consecutive terms in the same office, unless a qualified replacement cannot be found.
- B. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by the majority vote of the remaining Board of Directors.

Section 5: Resignation and Removal

- A. Any officer may resign from the Board at any time by giving written notice to the President or the Secretary and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
- B. Any officer may be removed from office at any time with or without cause by a two-thirds vote of the Voting Members. Any officer, who is subject of a motion for removal, shall not be entitled to vote on said motion and shall not be counted in determine the existence of a quorum.

#### **ARTICLE IX – DUTIES OF THE OFFICERS**

Section 1: All officers shall:

- A. Perform the duties outlined in these bylaws.
- B. Deliver to their successors all official material no later than ten days following the installation of their successors with the exception of the treasurer, who shall not pass the material over until the tax return has been prepared by the independent accountant.

Section 2: The President

- A. Shall preside at all Board of Director meetings and general meetings of the organization.
- B. Shall coordinate the work of the officers and the committees in order that objectives may be promoted.
- C. Co-sign checks drawn on the organization funds.
- D. Shall be ex-officio member of all committees except the committee on nominations.
- E. Set the agenda for regular meetings to include, as a minimum, old and new business from the floor.
- F. Perform what necessary daily activities are required to provide for the orderly functioning of the organization.

Section 3: The Recording Secretary

- A. Shall keep an accurate record of all meetings of the general membership and Board of Directors, and email meeting minutes to all board members before the next scheduled meeting.
- B. Keep an accurate roll of all committee chairman names.
- C. Shall give notice to the officers of all Board of Directors meetings.
- D. Shall provide written agenda (in coordination with the President) at all meetings.

Section 4: The Treasurer

- A. Shall have custody of all the funds of this organization and shall keep full and accurate account of receipts and disbursements in books belonging to the organization.
- B. Shall deposit all monies in the name and to the credit of the organization.
- C. Shall disburse the funds of the organization in accordance with the approved budget and shall render an account of all the transactions as Treasurer and of the financial condition of the organization.
- D. Shall give a Treasurer's report at each meeting and shall provide a copy of such budget report to the President and Secretary.
- E. Shall co-sign all checks of the organization.
- F. Shall submit a budget at the 1<sup>st</sup> board meeting of the fiscal year, which shall be no later than the 1<sup>st</sup> week of school.
- G. Shall have budget approved at the first general organization meeting to be held no later than three (3) weeks after school is in session.
- H. Shall have any increases in budget line items approved by the general membership before spending.
- I. Shall be bonded.
- J. Shall present records at the end of the fiscal year to be examined by an auditing committee. The auditing committee shall consist of no less than three (3) members appointed by the Board of Directors. Satisfied that the Treasurer's records are accurate, the committee shall sign a statement to that effect.
- K. Shall submit audited books and records to an independent accountant for external review and tax preparation no later than one (1) month after the close of the fiscal year.
- L. File with the Secretary of State an annual report to maintain the incorporated status of the organization.
- M. Provide all incoming board members with a copy of the Conflict of Interest Policy and obtain signatures verifying this was done.

Section 5: Corresponding Secretary

- A. Shall carry out all communication and correspondence of the organization.

Section 6: Vice-President of Membership/Volunteer

- A. Oversee membership and volunteer recruitment committee and report all decisions to Board of Directors.

Section 7: Vice-President of Fundraising

- A. Oversee fundraising committees and report all decisions to Board of Directors.

Section 8: Vice-President of Programs

- A. Oversee programs and social committees and report all decisions to Board of Directors.

Section 9: The Principal, Vice-Principal, and School Bookkeeper shall act as advisors to the organization and shall report on all new rulings and changes occurring in Ramblewood Elementary School.

#### **ARTICLE X – GENERAL MEETINGS**

Section 1: Regular general meetings of the organization shall be held at least five (5) times each school year as designated by the Board of Directors. Notice of such meetings shall be given at least five (5) days in advance.

Section 2: Special general meetings may be called by the Board of Directors provided that a five (5) day notice is given to the general membership.

Section 3: At a general meeting a majority of the Officers and an equal number of non-office holding members shall constitute a quorum.

Section 4: At all general meetings the majority shall rule. In the event of a tie, the president shall cast the deciding vote.

#### **ARTICLE XI – STANDING AND SPECIAL COMMITTEES**

Section 1: No committee work shall be undertaken without the approval of the Board of Directors.

Section 2: The Chairman, as appointed by the Board of Directors for each committee, shall appoint committee members, one of which shall be an officer and shall designate a committee chair; provided, however, the following shall apply

- A. The appointments to any committee that is delegated authority to act on behalf of the Corporation, shall be chosen by the Board among the officers.

Section 3: A Special Committee is created and appointed for a specific purpose. It automatically goes out of existence when its work is done and its final report is received.

Section 4: At the end of each school year all committee chairs, with the exception of the nominating committee, may be considered open and are to be filled from the general membership. The term of each committee chair shall be:

- A. One year or...
- B. Until the appointment of a successor or...
- C. Until the dissolution of the committee.

- D. Failure of performance of a committee member shall be considered by the board of directors at any regular or special meeting. A majority vote of the members in attendance will be required to remove said committee member from their position.

Section 5: Duties of Committee Chairs

- A. Attend committee meetings.
- B. Present a plan of work to the Board of Directors for any committee that raises and/or expends funds for the organization. No committee work in the name of the organization may be undertaken without the consent of the Board of Directors.
- C. Report on committee progress and activities at general meetings.
- D. Deposit with the Treasurer all monies collected in the name of the organization, preferably at the end of the project but no later than five days following the closing of any fundraising project or event. Upon deposit the chairperson should request a receipt.
- E. Present to the Board of Directors a final written report at the general meeting following the completion of a project or event.

Section 6: A committee shall have and may exercise all the authority granted to it by the Board, except that no committee shall have the authority to:

- A. Approve any actions or proposals required by law or the Articles of Incorporation to be approved by the Board;
- B. Fill vacancies in the membership of the Board or any committee;
- C. Adopt, amend, or repeal these by-laws;
- D. Amend or repeal any resolution of the Board; or
- E. Act on matters delegated by the Articles of Incorporation, by-laws or resolution of the Board to said Board or to another committee.

**ARTICLE XII – PARLIAMENTARY PROCEDURE**

The Rule's contained in the Robert's Rules of Order handbook shall govern the organization in all cases to which they are applicable, and in which they are not in conflict with the bylaws or the special rules of order of this organization.

**ARTICLE XIII – BYLAW AMENDMENTS**

These bylaws may only be amended at a regular meeting of this organization on a month following the request for an amendment. An amendment requires a majority of members present to enact.



#### **ARTICLE XIV – DISSOLUTION**

In the event of the dissolution of this organization, all remaining assets and properties shall, after payment of necessary expenses shall be distributed as decided by the PTO Board of Directors to such organizations as shall qualify under Section 501 (c) (3) of the Internal Revenue Code of 1986.