Maple Elementary PTO Bylaws

Voted and approved on

Article I – Name

The name of the organization shall be the Maple Elementary PTO, Inc.

Article II – Purpose

The organization declares its purpose as charitable in supporting the education of children at Maple Elementary by fostering relationships among the school, parents, and teachers.

Article III – Inclusion

Maple Elementary PTO is committed to diversity, creating an inclusive environment for all, and supporting all the families, children, and staff in our school community. Racial and ethnic minorities, LGBTQ+ individuals, veterans, and persons with disabilities are encouraged to participate in all organization activities.

Article IV – Membership

An individual must meet the following eligibility requirements in order to have voting rights:

a. Member must be a legal parent, guardian, or other adult standing in loco parentis for a student, and

b. The student must be registered at Maple Elementary.

c. The principal and any staff employed at the school may be a member and have voting rights.

Members have one vote per household.

Article V – Officers and Elections

Section 1. Officers. The officers shall be a president, vice president, secretary, and treasurer. In addition to the

duties listed below, each officer will also perform other such duties as applicable to the office as prescribed by the

a. President. The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings outside the organization, and coordinate the work of all the officers and committees so that the purpose of the organization is served.

b. Vice President. The vice president shall assist the president and carry out the president's duties in their absence or inability to serve. The vice president shall also oversee the committees of this organization.

c. Secretary. The secretary shall keep all records of the organization, take and record minutes, and handle official organization correspondence. The secretary also keeps a copy of the minutes book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings.

d. Treasurer. The treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the executive board. The Treasurer will present a financial statement at every meeting and at other times of the year when requested by the executive board, and make a full report at the end of the year.

Section 2. Eligibility.

a. All members are eligible for office.

b. To retain eligibility, officers must attend ⅔ of all board & amp; regular meetings.

c. Must be a liaison or member of at least one committee each year.

d. The President and Treasurer must have been a participating member for at least 1 year prior to the role.

e. Only one officer per household and/or family may be a bank signer.

Section 3. Nominations and Elections.

a. Nominations shall be made from the floor at the January meeting.

b. Elections shall take place during the February meeting. Nominations will be confirmed, and additional nominations can be made from the floor. Voting shall be by voice vote unless more than one person is running for an office, a ballot vote shall be taken.

Section 4. Terms of Office.

The offices of President and Treasurer are elected for a two year term. The offices of Vice President and Secretary are elected for a one year term.

An officer may serve no more than two (2) consecutive terms in the same office.

Section 5. Removal From Office.

a. By vote. Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

b. By ineligibility. Officers can be removed from office by board vote if the officer no longer meets eligibility requirements.

Section 6. Vacancies.

If there is a vacancy in the office of president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting.

Article VI – Meetings

Section 1. Regular Meetings.

The regular meeting of the organization shall be on the same day and at the same time each month during the school year, to be determined by the executive board.

Section 2. Special Meetings.

Special meetings may be called by the president, any two members of the executive board, or five general members submitting a written request to the secretary. Previous notice of the special meeting shall be sent to the members at least 10 days prior to the meeting, by flier, phone calls, or email.

Section 3. Quorum.

The quorum shall be 5 members of the organization or half the regular attending members plus 1, whichever shall be less.

Section 4. Notification of Meetings.

The secretary, officer, or communications committee will notify the members of the meetings via electronic means at least one week prior to the meeting.

Article VII – Executive Board

Section 1. Membership.

The Executive Board shall consist of the officers, principal, and committee chairs by invitation.

Section 2. Duties.

The duties of the Executive Board shall be to transact business between meetings in

preparation for the general meeting, create standing rules and policies, create standing and temporary committees, prepare and submit a budget to the membership, approve routine bills, and prepare reports and recommendations to the membership.

Section 3. Executive Board Meetings.

Regular meetings shall be held monthly, on the same day and at the same time each month, or as determined by the officers. Special meetings may be called by any two board members, with 24 hours notice.

Section 4. Quorum.

Half the number of board members plus one constitutes a quorum.

Article VIII – Committees & Appointed Roles

Section 1. Appointed Roles.

Executive Officers can appoint specific roles by vote.

a. Eligibility. Appointed roles may be members, and executive officers.

b. Appointed roles may include specific functions such as Communications & Marketing, Auditor or Donations Coordinator.

c. Appointed roles may be included on the Executive Board based on appointment.

Section 2. Committees.

a. Membership. Committees may consist of members, and board members. Every committee must have an executive officer as a participating member or acting as a liaison.

b. The board may appoint committees as needed for events, fundraisers, and outreach.

Article IX – Finances

Section 1. Budget.

Each Spring a vote shall be held at the general meeting to vote in a tentative budget which

allows the board to operate until the September meeting where the final budget will be approved by a majority vote of the general membership.

Section 2. Records.

The treasurer shall keep accurate records of any disbursements, income, and bank account Information.

a. The treasurer shall prepare a financial statement at the end of the fiscal year and to be reviewed by the Audit Committee by the end of October.

Section 3. Expense Approval.

The board shall approve all expenses of the organization.

Section 4. Funds.

Two authorized signatures shall be required on each check over the amount of $200. Authorized signers shall be the president and treasurer.

a. Handling of funds at events: Funds shall be received from the bank and deposited to the bank by a board member. Funds shall be counted by at least 2 people. Verifying each other's count. At least 1 person counting monies will be a board member and the second member cannot be of the same household.

Section 6. Fiscal Year.

The fiscal year shall coordinate with the school district fiscal year and the charitable tax period, from July 1 to June 30.

a. Transactions made during the summer will apply to the new fiscal year and the upcoming school year budget as approved by the board.

Section 7. Dissolution.

Upon the dissolution of the organization, any remaining funds should be used to pay

any outstanding bills and operation expenses and remaining funds spent for the benefit of the school as determined by member vote.

Article X – Parliamentary Authority

Robert's Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws or any other special/ standing rules.

Article XI – Standing Rules

Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

Article XII – Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

Article XIII – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given at the prior meeting and then sent to all members of the organization by an officer. Notice may be given by postal mail, email, hard copy, or fax. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XIV – Conflict of Interest Policy

Section 1. Purpose.

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or member of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions.

a. Interested Person. Any officer, or member of a committee with a governing board delegated powers who has a direct or indirect financial interest.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;

ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or

iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement.

"Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures.

a. Duty To Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the officers and members of committees with governing board delegated powers who are considering the proposed transaction or arrangement.

b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, they shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest.

i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

iii. After exercising due diligence, the governing board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested members whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflict of Interest Policy.

i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings.

The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation.

a. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements.

Each officer, and committee chair with governing board delegated powers shall annually sign a statement which affirms that such person:

a. Has received a copy of the conflict of interest policy;

b. Has read and understood the policy;

c. Has agreed to comply with the policy; and

d. Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews.

To ensure that the organization operates in a manner consistent with charitable

purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts.

When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

Definitions:

a. Robert's rule of order: also known as "parliamentary procedures are the accepted rules, ethics, and customs governing meetings of an assembly or organization."
b. Quorum: a select number to comprise as a group (officers and/or members) that hold the ability to make decisions by official vote.