

Pitts School Road Elementary PTO By-Laws

Article I: Name

The name of this organization shall be Pitts School Road Elementary School PTO (herein also known as "PSRES PTO").

Article II: Purpose Statement

Section 1. The purpose of PSRES PTO shall be to aid students, faculty, and staff of Pitts School Road Elementary School in their educational and recreational needs. Through fundraising and family activities, we will promote an open communication between administrators, faculty, staff, parents and the community to enhance our children's educational environment.

Section 2. The organization is organized exclusively for the charitable, scientific, literary, or education purposes with the meaning of Section 501(c) (3) of the Internal Revenue Code or corresponding section of any future Federal tax code.

Article III: Membership

Section 1. Any parent, step parent, or guardian for a student at the school may be a member and shall have voting rights. All Pitts School Road Elementary School administrators, teachers and support staff may be a member and have voting rights.

Section 2. Only members of the organization are eligible to vote in meetings or serve in an elected or appointed office. It shall be the duty of the president to remind the general body before voting that only members are eligible to serve or vote.

Section 3. Dues, if any, will be established by the executive board on an annual basis. If dues are charged, a member must have paid his or her dues to be considered a member in good standing with voting rights. If a person chooses he or she may contribute more than the set amount.

Section 4. If dues are established, they shall be collected during an annual enrollment campaign in the fall, although person shall be encouraged to join at any point during the year. Dues shall not be pro-rated for personal joining after the fall enrollment campaign.

Section 5. The membership year shall begin July 1st and end June 30th or the following year.

Article IV: Officers and Elections.

Section 1. The officers shall be president, vice-president, secretary, treasurer, vice president of fund raising, vice president of events, and any other office deemed necessary by the membership.

Section 2. Co-officers may be eligible to fill any of the positions set forth in Article IV, section 1. This will need to be approved by the board. The office that is being shared will still carry only one vote and both parties must be in agreement or the said vote will be excluded.

a. **President.** The President shall be present at all Executive Board and General Membership meetings (If unable to attend, the President shall communicate such to the Vice President), coordinate the work of officers and committees in order to achieve objectives, shall cast deciding vote in case of a tie at all Executive Board and General membership meetings (In other words, always votes last to ensure that there is not a tie), execute decisions of the Executive Board, sign off on all contracts the board approves, serve as primary contact for the Principal. If unable to attend, the President shall communicate such to the Vice President.

b. **Vice President.** The Vice President shall attend Executive Board meetings and General Membership meetings (If unable to attend, the Vice President shall communicate such to the President), act as aid to the President in all duties, perform duties of the President in the absence or inability of President to serve, assume position of the President, should the President be unable to complete his/her term, recruit Volunteer Coordinator and Room Parent Coordinator, work with Volunteer Coordinator to recruit volunteers as necessary for endeavors and events and Room Parent coordinator to ensure coverage for each teacher.

c. **Vice President of Fundraising.** The VP of Fundraising shall attend Executive Board meetings and General Membership meetings (if unable to attend, the VP of Fundraising shall communicate such to the President), will oversee all fundraising endeavors including but not limited to: Boosterthon, Restaurant Nights, Spirit Gear, Box Tops for Education, Harris Teeter/Target/Lowes Foods/ Food Lion, Candygrams, Mistletoe Madness; present new fundraising endeavors to the Executive Board for approval, present event budgets to Executive Board for approval, and present to Executive Board for approval for any non-budgeted amounts greater than \$50 for any fundraising endeavor prior to expenditure.

d. **Vice President of Events.** The VP of Events shall attend Executive Board meetings and General Membership meetings (if unable to attend, the VP of Events shall communicate such to the President), will oversee all school events involving the PTO including but not limited to: Family Fun nights, Teacher Appreciation Week, Young Author reception, Battle of the books reception, Spring Dance, Thankful Feast/Potluck for Teachers, Curriculum Nights

e. **Secretary.** The Secretary shall attend Executive Board meetings and General Membership meetings (If unable to attend, the Secretary shall communicate such to the President), record official minutes for all meetings, create a monthly Newsletter/Calendar for information and dates, update social media/webpage on a regular basis. The secretary also keeps a copy of the minutes book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings.

f. **Treasurer.** The Treasurer shall attend Executive Board meetings and General membership meetings (If unable to attend, the treasurer shall communicate such to the President), maintain all accounts, maintain records of receipts and expenditures, present a financial statement at each Executive Board and General Membership meeting and at other times of the year when requested by the executive board, make a full report at the end of the year, make all deposits within 7 days of receipts, make all payments & reimbursements within 14 days, act as liaison for all School Support requests and present such for approval to The Board.

Section 3. Nominations and Elections. Elections for open positions will be held in May for the following year. The Principal shall make a call for nominations in April for the following year. The board shall select a candidate for each office and present the slate at a meeting held one month prior to the election. At that meeting, nominations may also be made from the floor for open positions. Voting shall be by voice vote if a slate is presented. If more than one person is running for an open position, a ballot vote shall be taken. In the events that elections cannot be held in May, they will be held as soon as possible thereafter.

Section 4. Eligibility. Members are eligible for office if they are members in good standing at least 14 calendar days before the board presents its slate.

Section 5. Terms of Office. A term year will begin on July 1 and end on June 30. Officers will serve for 2 years in a given position but have the option to leave after 1 year with notice given to the Executive Board prior to April and the call for nominations. Officers may elect to serve for 2 consecutive terms for a maximum of 4 years without the need to be re-elected. Following their second term, officers may re-run for their positions. In the event that elections have not been held prior to June 30, available members of the previous board will work with the Principal on fundraisers and events until the new Board takes office.

Section 6. Vacancies. Any vacancy in office due to death, resignation, removal, or inability to serve shall be filled by the remaining officers for the remainder of the school year. The position will then be up for election at the regular time. However, should a vacancy occur in the office of President, the Vice President shall immediately assume the office. If deemed necessary by the remaining board and administration, vacancies may be filled by members through an election at a regular meeting.

Section 7. Removal of Office. - Officers can be removed from office for gross incompetence, intentional neglect, misconduct by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given. Failing to meet the county clearances required by the school will be cause for immediate removal without need of member vote.

Article V: Executive Board.

Section 1. Membership. The Executive Board shall consist of the President, Vice President, Vice President of Fund Raising, Vice President of Events, Secretary, Treasurer, and Principal. No Board member shall hold more than one Executive Board office at a time.

Section 2. Duties. The Board shall establish the objectives of the organization and determine the policy for the development of the objectives, create standing rules and policies, create committees and appoint chairpersons, approve work plans of committee chairpersons, assigns or reassign specific job duties as required, prepare and submit a yearly budget, and prepare reports and recommendations to the membership, acquire the Principals approval for planned activities and any communication to be sent to parents.

Section 3. Meetings. The Board will hold Executive Board meetings regularly throughout the school year. These meetings will be scheduled by the Board members for a mutually agreed upon date and time. 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 VI: Meetings.

Section 1. Regular Meetings. The Board will hold General Membership meetings throughout the school year. These meetings will be scheduled at least 30 days in advance with the approval of the Pitts School Road Elementary School Principal. The annual meeting will be held at the May regular meeting. The annual meeting is for receiving reports, electing officers, and conducting other business that should arise. The secretary will notify the members of the meeting in a flyer sent home with the students at least one week prior to the meeting.

Section 2. Special Meetings. Special meetings may be called by the president, any two members of the executive board, or 10 general members submitting a written request to the secretary and written approval from the principal. Previous notice of the special meeting shall be sent to the members at least 10 days prior to the meeting, by flyer and phone calls. It is the duty of those calling the special meeting to meet this notice requirement.

Section 3. Quorum. The quorum shall be Fifteen (15) members of the organization.

Article VII: Committees.

Section 1. Membership. Committees may consist of members, teachers and approved volunteers, with the president acting as the ex officio member of all committees.

Section 2. Standing Committees.

a. Hospitality/Teacher Appreciation. Helps to plan the following, but not limited to: Beginning of year picnic, Thankful Feast, Staff Holiday Party, Teacher Appreciation Week, End of year luncheon, Early dismissal luncheons.

b. Decorating. Helps to plan the decorations for the following, but not limited to: Boosterthon, Spring Carnival, Spring Dance, Front sign.

c. Fundraising. Helps to plan the following, but not limited to: Mistletoe Madness, Snow time shop, Box top wars, Candygrams, Spring Carnival, and Spring Dance.

d. Yearbook. Will be responsible for working with a faculty member or staff member to develop the yearbook, which includes formatting, selling and distributing the yearbook. The Chairperson will be a contact person for the annual school picture vendor.

e. Machine Manager. Will be responsible for maintaining all machines and supplies, maintaining the schedule of use, coordinate volunteers to help with activities in which the machines will be utilized.

Section 3. Coordinators. May be established to help lead a committee. May serve in multiple positions as long as it does not interfere with the performance of their duties. Multiple appointments must be approved by the Board. The Board has the authority to remove committee Coordinators that are not performing their duties and appoint a new person to take their place.

Article VIII: Finances

Section 1. A tentative budget shall be presented to the organization at the beginning of the school year and approved by a majority vote of the members present. This budget shall be used as a guide for the activities taking place during the school year.

Section 2. Any substantial deviation from the budget must be approved in advance by the Board. Substantial deviation is defined as over \$50.00.

Section 3. The treasurer shall keep accurate records of any disbursements, income and bank account information.

Section 4. The board shall approve all expenses of the organization.

Section 5. Two authorized signatures shall be required on each check over the amount of \$500.00. Authorized signers shall be the president, treasurer and school administration upon approval.

Section 6. The treasurer shall prepare a financial statement at the end of the year, which will be made available for review and/or audit by the principal or other appointed auditing committee.

Section 7. A designated fund is money put aside for a specific purpose. Any money put into a designated fund shall only be used for that purpose. It cannot be used for other purposes except with the approval of The Board.

Section 8. No loans shall be made by the Pitts School Road Elementary School PTO to its officers or members under any circumstances.

Section 9. Upon approval of the Board, any officer may enter into contracts or agreements for the purchase of materials or services on behalf of the organization.

Section 10. The fiscal year shall run from July 1st and end June 30th of the following year.

Article IX. Parliamentary Authority

Roberts Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws.

Article X. 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 XI. Dissolution

Upon dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations which organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which has established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Article XII: Amendments of By-Laws

These bylaws may be amended at any regular or special meeting of the organization by a two thirds vote of the members present and voting, provided that notice of the proposed amendment was given at least thirty (30) days prior to the meeting at which the amendment is voted upon. In the event that the By-Laws shall conflict with the decisions, policies, or procedures adopted by the Cabarrus County School Board, they shall be deemed null and void and the decision of the Cabarrus County School Board shall take precedence in all cases.

Article XIII – 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 director 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 director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

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 directors 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, he/she 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, he/she 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 directors 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 boards 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 director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- 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.

Policy adopted on August 31, 2016 by the Pitts School Road Elementary School PTO Executive Board.

Attest: _____, Secretary