

SUGARTOWN ELEMENTARY SCHOOL PARENT TEACHER ORGANIZATION BY-LAWS

(As amended September 2015)

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ARTICLE I: NAME AND ADDRESS

Section 1: The name of the organization shall be the Sugartown Elementary School ("ST") Parent Teacher Organization ("ST PTO").

Section 2: The address of the ST PTO shall be 611 Sugartown Road, Malvern, PA 19355.

ARTICLE II: OBJECTIVES

Section 1: To provide funds to support additional education programs, assembly programs, assist teachers financially for projects, reduce the cost of field trips, update playground equipment, and to provide funds to enhance the overall environment of ST students.

Section 2: To be a vehicle for communication and cooperation among the faculty, parents and administration.

Section 3: To encourage parental involvement both in the classroom and out that would enhance the education of our children.

Section 4: To provide a forum for discussion and support for ST parents and teachers.

ARTICLE III: POLICIES

Section 1: The ST PTO shall carry out its objectives through meetings, committees and projects.

Section 2: The ST PTO shall be non-commercial, non-sectarian, and non-partisan.

Section 3: The ST PTO shall not seek to direct the administrative activities of the school or to control its policies.

Section 4: The ST PTO may cooperate with other organizations and agencies active in child welfare.

Section 5: The ST PTO is prohibited from using surplus funds for the benefit of any person in the event the Organization is dissolved.

ARTICLE IV: MEMBERSHIP

Section 1: All parents/guardians of ST students plus all staff are members of the PTO.

Section 2: There will be no dues required for membership.

ARTICLE V: MEETINGS

Section 1: There shall be four (4) types of meetings, as follows:

- A. **Executive Board Meetings:** These shall be scheduled and announced by the Executive Board for administrative and general meeting planning purposes.
- B. **General Membership Meetings:** There shall be at least three (3) General Membership Meetings of the ST PTO during the school year. Written or electronic notice of the place, day, time and agenda topics for the meetings shall be given to the membership at least seven (7) days in advance of such meetings. Meetings will be cancelled if there are less than 5 attendees (not including PTO Board members).

The meetings shall be held as follows:

September: Presentation of annual budget, November,
January, and April: Nominations of Officers.

- C. **Annual Meeting:** An Annual Meeting shall be held in the Spring before the end of the school year to elect officers, discuss proposed activities for the next school year and address other business brought before the ST PTO.
- D. **Special Meetings:** Special Meetings may be called by the Co-Presidents, members of the Executive Board or by fifteen

(15) parents/guardians via petition to the Executive Board. Written notice shall be given for Special Meetings not less than three (3) school days prior to the date scheduled for such meetings and shall include a description of its purpose.

Section 2: A quorum must be present at all each General Membership Meeting. A quorum is defined as the presence of general members equal to the number of officers on the Executive Board (whether present at the meeting or not). For example, if the Executive Board is made up of 8 persons, a quorum would be 8 general members.

Section 3: Each member in attendance at a PTO meeting is eligible to vote, one vote per member. Absentee and proxy votes are not allowed.

ARTICLE VI: OFFICERS AND THEIR DUTIES

Section 1: The Executive Board Officers of the ST PTO, and their required duties, consist of the following:

A. Two (2) Co-Presidents – The Co-Presidents shall:

1. Prepare the agenda and preside at all meetings of the ST PTO and the Executive Board (as defined in Article VIII)
2. Serve as the primary contacts for the principal.
3. Interact with administration.
4. Represent the ST PTO at any necessary outside meetings.
5. Ensure that the by-laws are carried out.
6. Serve as ex officio members of all committees except the nominating committee.
7. Coordinate the work of all the officers and committees to ensure that the objectives of the organization are being served.

B. Vice Presidents (maximum of three (3)): The three (3) Vice Presidents shall:

1. Interact with other district elementary schools as necessary for the purpose of sharing news and events.

2. Assist with the responsibilities of the Co-Presidents when necessary.
3. Oversee assigned committees.

C. Recording Secretary: The Recording Secretary shall:

1. Take the minutes and attendance at all ST PTO meetings, both Executive Board and General.
2. Follow the “PTO Minutes Approval Process” as outlined in the Appendix.
3. Summarize highlights of General Meetings for inclusion in the PTO newsletter, the Sugartown Elementary PTO Scoop (“Scoop”) and on the approved PTO webpage.
4. Maintain electronic and hard copies of all minutes, treasurer reports, budgets, by-laws, membership list and other pertinent information, and bring hard copies to all meetings.

D. Communications Coordinator: The Communications Coordinator (formerly known as “Corresponding Secretary”) shall:

1. Be responsible for all internal and external correspondence.
2. Ensure that upcoming ST PTO meetings, events and other pertinent PTO information are appropriately publicized through the weekly PTO newsletter (the Scoop). The Scoop shall be distributed to the Sugartown parent community on a weekly basis on a day determined by the Communications Coordinator.
3. Be responsible for keeping the ST PTO bulletin board and webpage up-to-date.
4. Purchase and send cards to members of the ST community in the event of a birth or death, send thank-you notes when warranted, and engage in similar actions as approved by the Executive Board.

E. Two (2) Treasurers: This will maintain segregation of duties as well as help maintain the safety of the bank accounts.

1. One (1) Treasurer shall be responsible for all bookkeeping responsibilities such as financial statements, bank reconciliations, tax returns and budgets. This Treasurer shall NOT have check writing capabilities and shall NOT have access to withdraw funds from the organization bank accounts. This Treasurer shall:

- i. Reconcile on a monthly basis, the PTO cash accounts to the statement account balance as provided by the bank.
- ii. Prepare the Executive Board a written budget for the upcoming year. The budget shall be presented at the first meeting of the school year.
- iii. Prepare on a monthly basis a summary report of receipts and expenditures to be available for each PTO meeting.
- iv. Prepare a year-end summary for all PTO receipts and expenditures.
- v. Maintain all financial records for a period of at least seven (7) years electronically in a format that can be easily utilized by successor officers.
- vi. Timely prepare and submit all required local, state and federal tax documents.
- vii. Ensure that the organization's tax exempt status is maintained.
- viii. Fully cooperate with the audit committee should an audit be conducted of the ST PTO records.
- ix. Act as a liaison to assigned committees and be responsible for safeguarding the organization's funds at various events held by the organization and committees.

2. One (1) Treasurer shall be responsible for all banking transactions. This Treasurer shall:

- i. Obtain properly approved reimbursement forms before writing checks or disbursing cash from the bank accounts and making disbursements in accordance with the approved budget or as authorized by the organization.

- ii. Keep an accurate record of receipts and expenditures and vies them to them other Co-Treasurer each month and as needed.
- iii. Write checks, disburse cash and deposit funds on behalf of the organization on a timely basis. Two (2) Vice Presidents must approve in writing any reimbursement checks over \$1000. Two (2) Vice Presidents must also approve any check payable to either Treasurer. The President has no authority to sign checks.
- iv. Ensure that the organization's tax exempt status is maintained.
- v. Fully cooperate with the audit committee should an audit be conducted of the ST PTO records.
- vi. Act as a liaison to assigned committees and be responsible for safeguarding the organization's funds at various events held by the organization and committees.

F. **Immediate Past President ("IPP"):** The IPP is the person who has most recently completed two (2) terms as Co-President. The IPP shall:

- 1. Provide guidance and support to the current Co-Presidents as needed.
- 2. Have voting rights.
- 3. Have the option to take on additional volunteer roles.

G. **Historian:** The Historian shall be responsible for showcasing the PTO's history and accomplishments throughout the school year. The Historian shall:

- 1. Take and/or collect photographs at PTO events for distribution on social media, the ST PTO bulletin board, etc.
- 2. Not have voting rights.

Section 2: The offices of President and Treasurer may be filled by co-officers. The same person may not serve as President and Treasurer.

Section 3: The term of each PTO Officer will be two (2) years with a renewal of two (2) years. The renewal applies only if no

one volunteers to fill a vacancy at the end of the two (2) year term and the current officer is willing to continue to hold that position for an additional term. However during election years when 3 or more of the offices are being vacated, single year terms will be made to maintain the three-office stagger.

ARTICLE VII: ELECTION OF OFFICERS

Section 1: Open officer positions will be published in the Scoop beginning in March.

Section 2: Nominations for officers shall be made by the Executive Board. In addition, any member of the ST PTO may submit a candidate for office. A nominating slate shall be presented at the General Meeting in April and published in the school newsletter at least seven (7) days prior to the Annual Meeting in May.

Section 3: Elections shall be held at the Annual Meeting in May. Officers shall be elected by a voice vote if a slate is presented or if a candidate is running unopposed. If more than one person is running for an office, a ballot vote shall be taken and the Executive Board shall tally votes.

Officers shall be elected by a majority vote of the ST PTO at the Annual Meeting held in the Spring.

Section 4: Vacancies in office shall be filled by the majority vote of the Executive Board.

Section 5: Nominations and elections shall be staggered with the objective of retaining three of the seven parent/guardian officers for the new year. Thus under normal circumstances officer nominations will be for two-year terms. However, during years when more than three of the offices are being vacated, single-year nominations will also be made to maintain the two-year stagger.

ARTICLE VIII: EXECUTIVE BOARD

Section 1: The Executive Board shall consist of the officers of the organization. The principal of ST shall be an ex-officio member of the Executive Board. All members of the Executive Board may vote at Executive Board Meetings.

Section 2: The Executive Board shall:

- A. Approve the initial by-laws of the organization and present them to the membership at a General Membership Meeting.
- B. Transact necessary business in the intervals between General Meetings and as may be referred to it by the ST PTO.
- C. Create Standing and Special Committees to promote the goals of the ST PTO and approve their work.
- D. Present reports and recommendations at General Meetings.
- E. Approve a budget that shall include the necessary expenses of the officers and the committees and be presented to the membership at the first General Meeting of each school year.

Section 3: Meetings of the Executive Board shall be held at least monthly during the school year. A majority of the Executive Board members shall constitute a quorum.

Section 4: Special meetings of the Executive Board may be called by either Co-President or any Vice President.

Section 5: Regular attendance at Board meetings is expected of all Executive Board members.

Section 6: The Executive Board shall have the right to remove for failure to fulfill his/her duties any Executive Board member at any regular or special meeting called for that purpose. A majority vote of Executive Board members, in person or by

written proxy, shall effect the removal of an Executive Board member.

Section 7: Vacancies before the expiration of an officer's term shall be filled by a majority vote of the remaining officers. An officer filling a vacancy shall remain in office for the unexpired term of that officer's predecessor.

Section 8: If special business should arise between Executive Board meetings requiring attention, the Executive Board may use email for such purposes. Use of email voting or approval shall be limited to urgent issues requiring immediate board approval.

Section 9: The Executive Board shall ensure that should the Certificate of Organization be amended, the fundamental and basic purposes of the Association as an organization exempt from tax under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or the counterpart provisions of any successor Internal Revenue Law, shall not thereby be amended or changed without the prior approval of the Internal Revenue Service.

ARTICLE IX: FINANCES AND CONTRACTS

Section 1: The ST PTO shall maintain accounts for the purpose of funding its goals and objectives.

Section 2: The Executive Board shall present to the membership for vote at the first General Meeting of the school year a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the Executive Board during the year.

Section 3: Allocation of funds for special or requested projects will be presented and voted upon by members at a General Membership or Special Meeting. Funding requests exceeding \$2,000 should be presented in proposal format to the Executive Board. The proposal must be published for

review by the membership at least three (3) weeks prior to a meeting during which the proposal will be voted upon.

Section 4: The Executive Board may authorize any officer to enter into contracts for the purchase of materials or services on behalf of the ST PTO, as long as the contracts and agreements comply with applicable regulations, laws and procedures to maintain exempt status for the organization.

Section 5: The Treasurer shall write checks from the accounts as authorized by a majority vote of the Executive Board. Two Vice Presidents must approve in writing any checks over \$1,000. Any check written to someone authorized to sign on the ST PTO's account must have a second signature regardless of amount. The Co-Presidents have no authority to sign checks.

Section 6: When warranted, funds not specifically included in the budget may be allocated between meetings by unanimous approval of the Executive Board. Expenditures of this nature may not exceed \$750 per month.

Section 7: All disbursements shall be disclosed at the next General Meeting.

Section 8: No loans shall be made by the ST PTO.

Section 9: The fiscal year of the ST PTO shall be from July 1 to June 30.

Section 10: The ST PTO accounts maintained by the Treasurer shall be examined and audited annually by an auditing committee of at least two (2) non-Executive Board members appointed by the Co-Presidents with the approval of the Executive Board. The audit shall be completed by August 30 of the year to which the audit applies. The auditing committee's report shall be made available to the membership at the first General Meeting following the close of the fiscal year to which the audit pertains.

Section 11: Authority to sign contracts is limited to the President(s) or the President's designee.

ARTICLE X: COMMITTEE CHAIRPERSONS

- Section 1: Committee Chairpersons shall be appointed by a majority of the Executive Board.
- Section 2: Committee Chairperson shall be responsible for forming their own committees from the ST PTO membership.
- Section 3: Committee Chairpersons shall submit a written report to the Executive Board as to their plans for upcoming events, as well as complete a committee folder at the conclusion of their event that includes a written report stating funds received, expenditures, significant event details, lessons learned and a list of committee members.
- Section 4: Committee Chairpersons shall turn over all funds collected to the second Treasurer in charge of banking transactions on a timely basis.
- Section 5: Any member of the ST PTO may serve on a Standing Committee.

ARTICLE XI: PARLIAMENTARY AUTHORITY

- Section 1: The authority on questions of parliamentary procedure shall be the then-current edition of *Robert's Rules of Order Newly Revised*.

ARTICLE XII: INSURANCE

- Section 1: Unless otherwise provided by the school district, the ST PTO shall purchase and maintain general liability insurance, bond insurance, property insurance and officers' liability insurance and shall pay the premiums for such insurance in order to protect the PTO and its officers from any losses or claims against the PTO or its officers.

ARTICLE XIII: INDEMNIFICATION

Section 1: To the fullest extent permitted by law, the ST PTO shall indemnify, hold harmless and defend each person who is or was an officer of the ST PTO against all liabilities, costs and expenses, including but not limited to amounts paid in satisfaction of judgments, in settlement or as fines and penalties and counsel fees, reasonable incurred by any such person in connection with a claim or suit brought by reason of any action or inaction taken while such persons was acting within the scope of his/her activities as an officer.

ARTICLE XIV: AMENDMENTS TO THE BY-LAWS

Section 1: The Executive Board may adopt, amend or repeal any By-Law, subject to the majority vote of the members at the next general meeting. Any changes in the By-Laws initiated by the Executive Board must be set forth in a notice to the members at least three (3) weeks before the next general meeting and the changes approved or rejected by vote at that meeting.

ARTICLE XV: DISSOLUTION

Section 1: Upon the dissolution of the ST PTO, any remaining funds shall be used to pay any outstanding bills and, with the membership's approval, spent for the benefit of ST. If ST is no longer in existence, then the funds will pass first to any successor school, then, on a pro rata basis, to any elementary school in the school district where ST students are being transferred.

Section 2: All assets will be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code.

Section 3: Any organization receiving assets upon the dissolution of the ST PTO will be exempt under section 501(c)(3) of the

Internal Revenue Code at the time the assets are distributed.

ARTICLE XVI: CONFLICT OF INTEREST

Section 1: Conflict of Interest Defined. For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest:

- A. A Contract or Transaction between ST PTO and a member of the Executive Board or Family Member.
- B. A Contract or Transaction between ST PTO and an entity in which a member of the Executive Board or Family Member has a Material Financial Interest or of which such person is a director, officer, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative.

Section 2: Before board or committee action on a Contract or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting.

Section 3: A Board member who plans not to attend a meeting at which he or she has reason to believe that the Board will act on a matter in which the person has a Conflict of Interest shall disclose to the Chair of the meeting all facts material to the Conflict of Interest. The Chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.

Section 4: A person who has a Conflict of Interest shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.

Section 5: Responsible Persons who are not members of the Executive Board, or who have a Conflict of Interest with respect to a

Contract or Transaction that is not the subject of Board or committee action, shall disclose to the Chair or the Chair's designee any Conflict of Interest that such Responsible Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Responsible Person. The Responsible Person shall refrain from an action that may affect the PTO's participation in such Contractor o Transaction.

Section 6: In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to the Chair or the Chair's designee, who shall present the matter to the Executive Board to determine whether there exists a Conflict of Interest that is subject to this policy.

Section 7: Each new member of the Executive Board shall be required to review a copy of this policy and to acknowledge in writing that he or she has done so.

Section 8: This policy shall be reviewed annually by each member of the Executive Board. Any changes to the Policy shall be communicated immediately to all Responsible Persons.

Amendments adopted on ??

APPENDIX A: PTO MINUTES APPROVAL PROCESS

1. Recording Secretary takes notes at meeting.
2. Recording Secretary revises notes into completed minutes and sends to the Co-Presidents for review within three (3) days of a meeting.
3. Co-Presidents make comments and send back to Recording Secretary.
4. Recording Secretary makes any necessary changes to minutes and, within two weeks of meeting, distributes minutes via email to:
 - a. Executive board members
 - b. PTO Dropbox
 - c. Principal and Principal's secretary
5. Recording Secretary brings hard copy and/or electronic copy of minutes to next General Meeting.
6. Recording Secretary handles approval of minutes at next General Meeting.
 - a. Move to dispense with reading of minutes since they were previously emailed around: *I move we dispense with reading the minutes. Is there a second? ("Second.") Any discussion? All those in favor of not reading the minutes aloud, say "aye"; all opposed, say "nay."*
 - b. Ask for motion to approve minutes as written.
 - c. Ask for second.
 - d. Ask for questions/discussion.
 - e. Ask for all those in favor of approving the minutes as written* and all opposed.

**If there were any corrections or changes noted during discussion, mark up Recording Secretary's copy and move to approve minutes "as corrected" instead of "as written."*