

AMENDED AND RESTATED BYLAWS OF  
GREEN ELEMENTARY PARENT TEACHER ORGANIZATION (GREEN PTO)  
(Formally GREEN ELEMENTARY FOUNDATION)

A California Nonprofit Public Benefit Corporation

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Amended - to be changed once amendment occurs

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## **ARTICLE I: NAME**

**Section 1: Full Name.** The name of this organization is the Green Elementary Parent Teacher Organization, located in the city of San Diego, California.

**Section 2: Abbreviated Name.** Permissible shortenings of the full name are the Green PTO or Green Elementary PTO.

In the balance of these Bylaws, the Green Elementary PTO shall be referred to as the “PTO” and the Myron B. Green Elementary School shall be referred to as the “School”.

## **ARTICLE II: PURPOSE**

**Section 1: Purpose.** The purpose of the PTO is to solicit and expend funds for the improvement of the educational experience of the students in keeping with the School’s philosophy and in supporting the objectives that coincide with the School’s academic and athletic programs.

The objectives of the PTO are to furnish students with an enhanced education in academics, athletics, and citizenship through enrichment programs approved by School’s Site Governance Team (SGT); programs supporting basic needs; and infrastructure, capital improvements, or other asset purchases by means of personal participation, financial contributions, and fundraising events.

**Section 2: Fund Raising.** The PTO shall plan and execute fundraising events for the purpose of meeting the above objectives: collect revenues, disburse and account for funds, prepare and manage budgets.

**Section 3: Charitable Purpose.** The PTO is organized exclusively for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

## **ARTICLE III: POLICIES**

### **Section 1: General Policies**

- p. The PTO shall be noncommercial, nonsectarian and nonpartisan.
- q. The PTO shall seek to promote collaboration between parents and the School.
- r. The PTO, or its Officers in their official capacities, shall not participate or intervene in any political campaign or on behalf of, or in opposition of, any candidate for public office; or devote any part of its activities to attempting to influence legislation.
- s. The PTO shall not participate in any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code.
- t. Neither the name of the PTO, nor the name of its officers in their official capacities, shall be used in any connection with a commercial concern or with any partisan interest or for any other purpose not directly and/or appropriately related to the objectives of the PTO.

- u. The PTO shall not enter into membership with other organizations except with the approval of the PTO Members by formal vote, and a PTO representative shall make no commitments that bind the group she/he represents.
- v. No part of the earnings of the PTO shall inure to the benefit of, or be distributable to its Members, officers, or other private persons except that the PTO shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- w. The PTO shall not have any employees.
- x. Upon the dissolution of the PTO, after paying or adequately providing for debts and obligations of the PTO, the remaining assets shall be distributed to the School, or if it is no longer in existence, then to one or more education based nonprofit funds, foundations, or organizations which have established their tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code. The PTO Membership, by a majority of votes cast, shall select and approve the qualified organization(s).

### ***Section 2: Nondiscrimination Policy***

The Executive Board, committee members, members, and any independent contractors shall be selected entirely on a nondiscriminatory basis with respect to age, sex, race, religion, national origin, and sexual orientation. It is the policy of the PTO to not discriminate on the basis of race, creed, ancestry, marital status, gender, sexual orientation, age, physical disability, veteran's status, political service or affiliation, color, religion, or national origin.

### ***Section 3: Conflict of Interest Policy***

The Executive Board shall adopt and review annually a conflict of interest policy to protect the PTO's interest when it is contemplating any transaction or arrangement which may benefit any Officer on the Executive Board or Member.

### ***Section 4: Confidentiality Policy***

It is the policy of the PTO that Board Members shall not disclose any confidential information (including personal emails, addresses, and phone numbers) belonging to PTO Members, obtained through the duties of their position, to any person including relatives, friends, and business or professional associates. Upon completion of each term or upon resignation or removal, each member of the Executive Board shall return all documents, papers, and other materials that may contain confidentiality.

## **ARTICLE IV: MEMBERSHIP AND DUES**

### ***Section 1: Membership.***

The parents or legal guardians of any child attending the School, and all the members of the staff of the School, are eligible to join the PTO as Members. The PTO shall conduct an annual enrollment of members, but may admit persons to membership at any time.

### ***Section 2: Dues/Pledges.***

Dues may be required for membership. The dollar amount of dues will be determined by a vote of the Members at the Annual Meeting for the upcoming fiscal year as part of the approved budget. A Voluntary Pledge Drive may be held in conjunction with the membership drive for the purpose of meeting the objectives set forth in Article II. Suggested pledge goals for each school year shall be determined and approved by the PTO Executive Board and reflect the PTO budget needs.

## **ARTICLE V: MEETINGS, ELECTIONS, AND VOTING**

### ***Section 1: PTO Meetings.***

The PTO shall hold monthly meetings during the school year unless otherwise ordered by the Executive Board. No fewer than four (4) meetings shall be held each school year. Notice of any change in time or date of regularly scheduled meetings must be given by posting at least five (5) days in advance in a visible public area of the school and/or by electronic notification. Any Member of the PTO may attend these meetings.

### ***Section 2: Special Meetings.***

Special meetings may be called by the Executive Board or the President as deemed necessary upon written notice to the entire membership sent at least five (5) days before the date of the Special Meeting.

- a. The Executive Board, by majority vote, may schedule such Special Meetings of the entire membership as deemed necessary.
- b. The notice of Special Meeting shall contain the place, date, and time of the meeting and the general nature of the business that will be presented at the meeting.
- c. No business may be transacted at a special Meeting other than that business for which the Special Meeting was called and which was announced in the notices sent to the Members.

### ***Section 3: Committee Meetings.***

Committees may meet as deemed necessary upon posting notice to the committee members and are not required to post an agenda under any time limitations.

### ***Section 4: Annual Meeting.***

An Annual Meeting will be held no later than May 31, at which time Officers for the following fiscal year, shall be elected. Candidates may be nominated by any Member at a Nominating Committee meeting. Elections will be organized by the Nominating Committee and will take place during the

Annual Meeting or by ballot sent to Members. At least thirty (30) days prior written notice must be given.

The year's proposed program and budget, which shall include all programs, projects, and expenditures, require approval of the membership. The year's proposed programs and budget shall be presented to the Members for approval at the Annual Meeting. All approved programs, projects, and expenditures must be recorded in the PTO meeting minutes, the legal record of the PTO.

### ***Section 5: Place of Meetings:***

PTO Meetings: PTO Meetings will generally be held at the School but may be held elsewhere at a convenient location when determined by the Executive Board.

Special Meetings: Special Meetings will generally be held at school, but may be held elsewhere when determined by the Executive Board.

Annual Meeting: The Annual Meeting will be held at the School. In the case of an extraordinary event or circumstance where the majority of the membership is unable to vote in person, the board may determine to hold meetings via email or an on-line meeting platform.

Committee Meetings: Committee Meetings may be held at a convenient location determined by the Committee Chairperson.

### ***Section 6: Motions, Debating, Voting.***

The privilege to make motions, debate and vote shall be limited to those eligible who are present at a meeting. In the case of an extraordinary event or circumstance where the majority of the membership is unable to vote in person, the Executive Board Members can vote by email or by an on-line meeting platform.

Executive Board: The Executive Board Members shall make motions and debate on all PTO business. The Executive Board will vote on all motions except for those expressly reserved for all Members of the PTO. The Executive Board shall establish a quorum of Seven (7) Board Members for the transaction of business, with a majority required to pass any motion.

PTO Members: All votes pertaining to (1) approval of annual budget (2) change of more than \$5000 to the approved annual budget (3) Executive Board Elections and (4) changes to Bylaws shall be reserved for all Members. Such votes may be held at a PTO Meeting, the Annual Meeting or a Special Meeting, with notice of vote provided no less than fourteen (14) days in advance unless otherwise required. Seventeen (17) Members shall constitute a quorum with a majority plus one (1) required to pass all motions.

## **ARTICLE VI: NOTICES**

### ***Section 1: Purpose of Notice.***

The purpose of the notice is to offer a full opportunity for Members to participate in the business of the PTO. This directly supports the notion that quality involvement by parents/legal guardians is a necessary and indispensable facet of effective public education.

### ***Section 2: Means of Notice.***

Written notice must be given of all Meetings by electronic notification or sending home with each child.

## **ARTICLE VII: EXECUTIVE BOARD**

### ***Section 1: PTO Executive Board.***

The PTO Executive Board shall be composed of a total of fifteen (15) Board Members; twelve (12) elected Officers, one (1) Teacher Representative, one (1) Staff Representative who may also be a Teacher, and the Principal of the School. The Teacher Representative, Staff Representative, and Principal, although not elected Officers, serve in an advisory capacity with full voting privileges. The Teacher Representative and Staff Representatives shall be appointed by the School who determine the method by which these representatives are chosen.

There shall be one vote per Board Member with the exception of the President. The President will vote only in the event of a tie. If 2 (two) or more individuals share a position, then each of them will have a vote (See Article V, Section 2 for positions that may be filled by two (2) or more individuals).

### ***Section 2: Elected Board Members.***

The elected Officers of the Executive Board, are elected annually by the PTO membership in accordance with Nominating Committee Procedures, see Article IX, Section 4.

President	Marketing Coordinator*
Vice-President	Membership Coordinator*
Past President	Teacher Representative
Secretary	Staff Representative
Reimbursements Treasurer	Principal
Deposits Treasurer	
Auditor	
Activities & Events Coordinator*	
Fundraising Coordinator*	
Infrastructure Coordinator*	

(\*indicates this position may be co-chaired)



### ***Section 3: Eligibility for Office:***

- a. All Board Members, elected or appointed, shall be Members. With the exception of the Teacher Representative, Staff Representative, and Principal, they must also be the parent or legal guardian of a child attending School.
- b. Board Members with signing authorization for checks shall not be related by blood or marriage or reside at the same address.
- c. The Reimbursements Treasurer, Deposits Treasurer, and Auditor shall not be related by blood or marriage or reside at the same address.
- d. No Board Member shall be under contract to the PTO.
- e. No Board Member shall hold more than one office except for the Vice President as noted in Article VIII, Section 3.
- f. The Auditor should preferably have financial knowledge of good accounting practices and be familiar with non-profit accounting and required legal filings.

### ***Section 4: Elections.***

Elections shall be held per Article IX, Section 4.

### ***Section 5: Term.***

- a. Board Members (elected and appointed) shall serve for a term of 2 (two) years.
- b. No Board Member shall be eligible to hold the same office for more than one (1) consecutive term.
- c. If an elected position remains unfilled after an election, the Executive Board shall appoint, by their majority vote, a subsequent volunteer to fill that office for the remainder of the term.
- d. If a Board Member serves for less than 6 months of a full term, it shall not count toward the 1 (two year term limit).
- y. Board Members shall assume their duties on July 1 to coincide with the start of the fiscal year.

### ***Section 6: Removal, Resignation, and Vacancies***

- a. An elected Board Member may be removed by a 2/3 vote of the Executive Board if they:
  - i. Fail to fulfill the responsibilities of their office as prescribed in the Bylaws or standing rules
  - ii. Fail to attend three (3) consecutive meetings without excuse.
  - iii. Engage in conduct injurious to the organization or its purpose.
- b. Any Board Member may resign at any time by giving written notice to the Executive Board or to the President or Secretary of the PTO. Any such resignation shall take effect at the date of receipt of the notice or at a later date specified therein, and acceptance of such resignation shall not be necessary to make it effective.
- c. If a vacancy occurs (with the exception of the President or Past President), due to removal or resignation, all efforts shall be made to advertise this vacancy to the general Membership

and solicit volunteer(s). Election to fill a vacancy shall require a majority vote of the Executive Board, with at least ten (10) days' notice. The Vice President shall assume the position of the President, in the event of a vacancy. If the Vice President is not available, the Past President shall assume the position.

- d. In the event that there are not enough members to establish an election, the existing Board Members by majority vote shall appoint individuals to fill the roles in an interim basis not to exceed 6 months or until the annual election cycle whichever is shorter.

### ***Section 7: General Responsibilities of the Executive Board***

- a. Conduct the necessary business of the PTO.
- b. Meet at such times and places as required by these bylaws
- c. Accept on behalf of the PTO, any contribution, gift, or bequest for the purposes of this PTO.
- d. Authorize the payment of PTO bills within the limits of the budget adopted by the PTO.
- e. Authorize the payment of unbudgeted PTO bills, as allowed per Article XI, Section 3.
- f. Review written financial report from Reimbursements Treasurer at each PTO Meeting.
- g. Appoint committee chairs and other appointed positions.
- h. Ensure required votes are brought to Members with adequate notice per Article V, Section 4.
- i. All Board Members shall turn over all information, documentation, and records related to their position to their successor at the end of their term.

## **ARTICLE VIII: DUTIES OF ELECTED OFFICERS**

### ***Section 1: Duties of President.***

- a. Organize, conduct, and preside at all PTO and Special Meetings.
- b. Coordinate the work of the PTO Officers and Committees to ensure objectives, as stated in Article II, are promoted and attained.
- c. Maintain communication with the school administration, concerning PTO and school-related issues throughout the school year, via methods mutually agreed upon.
- d. Be a Member ex-officio of all committees, except the Nominating Committee.
- e. Secure bond insurance for all Executive Board Members and liability insurance with the PTO's insurance carrier.
- f. Be authorized to sign checks drawn on the PTO accounts, with a second authorized signature.
- g. Prior to beginning the term (no later than July 1) and before ending the term (no later than July 1) meet with the President-Elect and the Past President to ensure a smooth transition between terms.
- h. Serve as Past President for the following term, unless unavailable.

### ***Section 2: Duties of Vice President.***

- a. Attend all PTO Meetings.

- b. Serve as Chair of the Bylaws Committee.
- c. Act as an assistant to the President.
- d. Be authorized to sign checks drawn on the PTO accounts, with a second authorized signer.
- e. Perform the duties of the President in the absence or inability of that Officer to act.

***Section 3: Duties of Past President.***

Must be immediate Past President OR a former Past President if the immediate Past President is not available. If neither the immediate Past President nor former Past President is available to serve, the President shall appoint a Member with at least two years' experience on the Executive Board to serve for a year or the Vice President may assume these duties.

- a. Attend all PTO Meetings.
- b. Act as parliamentarian and advise Executive Board in Parliamentary procedure, according to Robert's Rules of Order Newly Revised.
- c. Keep current copy of Bylaws and Standing Rules.
- d. Serve as Chair of the Nominating Committee.
- e. Assume the duties of President if the President and Vice-President are unable to fulfill the duties.

***Section 4: Duties of Secretary.***

- a. Attend all PTO Meetings.
- b. Keep an accurate record of the proceedings of all meetings of the Executive Board and Organization. This record will be the legal record of the PTO.
- c. Record all expenditures in the minutes. Being prepared to refer to the minutes of previous meetings.
- d. Prepare a list of all unfinished business for the President.
- e. Keep a current list of the PTO Officers and committee chairs; coordinate with Marketing Coordinator to ensure list is available to all Members.
- f. Assist the President with correspondence.
- g. Serve on the Bylaws Committee.
- h. Keep a current signed original set of bylaws and standing rules.
- i. Perform other duties as may be delegated to the Secretary.

***Section 5: Duties of the Reimbursements Treasurer.***

- a. Attend all PTO Meetings.
- b. Keep permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, disbursements, and outstanding liabilities of the PTO. This is a permanent record. Such book of account and records shall, at all reasonable times, be open to inspection by any Member of the PTO.
- c. Co-Chair the Budget Committee and prepare the budget for adoption by the PTO.
- d. Contact the bank to secure signatures of all authorized signers on all checking and savings account signature cards and file with bank immediately upon taking office (see h below)

- e. Pay all bills authorized by the PTO.
- f. Secure two authorized signatures on all checks. Any two of the following are authorized to sign: President, Vice President, Reimbursements Treasurer.
- g. Receive and retain deposit slips and deposit summaries provided by the Deposits Treasurer.
- h. Keep an accurate record of receipts and disbursements in a ledger which is a permanent record of the PTO. All other financial records must be retained for seven (7) years including current year.
- i. Present a Treasurer's report at PTO meetings to include expenditures as they relate to the budget adopted by the PTO.
- j. Make an annual financial report to the PTO which includes gross receipts and disbursements for the fiscal year.
- k. Be responsible for completing (or contract with a qualified professional as approved by the Executive Board) all necessary financial report forms required for insurance, filing tax returns and other forms required by any government agency. This includes independent contractor reporting forms, if the PTO hires independent contractors; and Raffle reporting forms if a raffle is held by the PTO during any events.
- l. Make all financial records of the PTO available to the elected Auditor for the mid-year audit in January and the end of year audit in July.

***Section 6: Duties of the Deposits Treasurer.***

- a. Attend all PTO Meetings.
- b. Receive monies for the PTO, provide a receipt, and deposit into the bank approved by the Executive Board.
- c. Individuals counting cash/checks shall not be related by blood, marriage, or reside in the same household.
- d. Receive a copy of the deposit slip for any deposit made. Provide the deposit receipt and deposit summary to the Reimbursement Treasurer, retaining a copy.
- e. Keep an accurate record of all deposits, and at all reasonable times, present a record of those deposits for inspection by any Member.
- f. Provide the record of deposits to the Auditor for the mid-year audit in January and the end of year audit in July.
- g. Ensure that deposits are made a minimum of once weekly and more often when needed.
- h. Ensure received funds are kept in locked safe until ready for deposit.
- i. Serve as Co-Chair of the Budget Committee.

***Section 7: Duties of the Auditor.***

- a. Attend all PTO Meetings.
- b. Audit the books and financial records of the PTO semi- annually
  - i. Prepare an end of year audit to be completed in July, immediately after taking office. Present written report to the Executive Board at first PTO Meeting of the school year.

- ii. Prepare a mid-year audit to be completed in January. Present written report to the Executive Board at the February PTO Meeting for review.
- c. Make the written report of the end of year audit available to the entire PTO Membership via a method such as web site, email, at an annual meeting, or the school newsletter.
- d. Audit the books and financial records whenever a new Reimbursements, Deposits Treasurer, or authorized check signer takes office or at any time deemed necessary.
- e. Be responsible for verifying in the audit report that all necessary report forms, tax returns, and other forms required by the State and Federal government have been completed and filed by the due date.

***Section 8: Duties of the Activities Coordinator.***

The activities coordinator will be responsible for the enrichment activities provided by the PTO for students, families, and staff.

- a. Attend all PTO Meetings.
- b. Organize committees and other school groups to coordinate various school enrichment activities, as approved by the administration or the PTO, that may include but are not limited to:
  - Movie Night
  - Camp Out
  - Fall Fun Run/ Turkey Trot
  - Teacher Appreciation
  - Yearbook
  - Teacher Appreciation Week
  - Red Ribbon Week
  - Gecko Grind
- Gecko Dad Corp (GDC)
  - c. Coordinate with committees or other school groups to provide refreshments and supplies for school functions throughout the year.
  - d. Coordinate the set-up and clean-up of enrichment activities.

***Section 9: Duties of the Fundraising Coordinator.***

The Fundraising Coordinator is responsible for fundraising activities approved by the PTO, with the exception of any membership drive.

- a. Attend all PTO Meetings.
- b. Chair the Fundraising Committee.
- c. Submit fundraising proposals, including projected revenues and expenses, for all proposed fundraisers for the following fiscal year to the executive board and budget committee by April 15.
- d. Coordinate with Chairs of each fundraising event to ensure accurate records of all funds raised and money spent for each fundraising event and make such records available at the PTO Meeting following the conclusion of each event.
- e. Coordinate with the Reimbursement Treasurer to ensure the proper reimbursement for all fundraising events.

- f. Coordinate with the Deposits Treasurer to ensure the proper collection and depositing of all money raised for fundraising events.
- g. Coordinate with Chairs of each fundraising source to organize committees and facilitate school fundraising events approved by the PTO, that may include but are not limited to:
  - Gecko Gala
  - Jogathon
  - Track Pavers
  - Book Fair
  - Pledge Drive

***Section 10: Duties of the Infrastructure Coordinator.***

The Infrastructure Coordinator is responsible for all facets of any capital improvements or asset/equipment purchase.

- a. Attend all PTO Meetings.
- b. Work with school administration and parents/guardians to determine any current and future infrastructure projects, capital improvement, or asset/equipment purchase needs or desires and communicate those needs or desires to the Executive Board.
- c. Create budget of any desired project or purchase for submission to the Executive Board and Budget Committee for consideration.
- d. Manage any school infrastructure, capital improvement projects, or asset/equipment purchase approved by the PTO to ensure all such projects are completed on time and within budget.
- e. Organize committees to execute approved projects
- f. Coordinate with the Disbursements Treasurer to ensure the proper reimbursements for all approved projects.

***Section 11: Duties of the Marketing Coordinator.***

The Marketing Coordinator is responsible for the proper dissemination of all communication between the PTO, Members, non-member parents/guardians, and school staff.

- a. Attend all PTO Meetings.
- b. Maintain the PTO Website and other means of electronic communication.
- c. Send out notices of PTO meetings to the Members.
- d. Responsible for all teacher, staff, and members goodwill and hospitality programs and events.
- e. Assist Activities Coordinator and Fundraising Coordinator in advertising activities and events to the greater school community.
- f. Coordinate Room Parent Liaison to ensure information disseminated to Parents.

***Section 12: Duties of the Membership Coordinator.***

- a. Attend all PTO Meetings.

- b. Responsible for coordinating ongoing membership enrollment and membership pledge drive.
- c. Maintain current and accurate record of all Members for the purpose of proper voting at PTO or Annual or Special meetings.
- d. Maintain record of the contact information of all Members for the purpose of disseminating notices and provide information as needed to Marketing Coordinator.
- e. Act as the liaison between non-member parents/guardians, Members, and the Executive Board.

## **ARTICLE VIII: APPOINTED POSITIONS**

### ***Section 1: Appointed Executive Board Members.***

The Teacher Representative and the Staff Representative shall act as a liaison between the School staff and the PTO. They shall attend PTO Meetings and have Executive Board voting rights. The Faculty shall determine method by which their representatives are chosen.

### ***Section 2: Appointed Positions.***

Appointed positions may include, but are not limited to, the Chairs of each fundraising event, volunteer coordinator, newsletter editor, yearbook editor, room parent liaison, and other positions created as deemed necessary by the Executive Board. These positions are asked to attend the PTO Meetings, but do not have Executive Board voting rights.

### ***Section 3: General Responsibilities of Individuals in Appointed Positions.***

- f. Report to the Executive Board regarding their event/task at monthly PTO Meetings until their responsibilities are fulfilled.
- g. Adhere to the Bylaws of the PTO.
- h. Responsible for all monies collected for the purpose of PTO business in a responsible manner and turning over these collections daily to the Deposits Treasurer.
- i. Keep detailed receipts and records of monies spent in the exercise of PTO business and turning them over to the Reimbursements Treasurer in a timely fashion.
- j. At the completion of their duties, provide a detailed report of their task which will be provided to their successors.

## **ARTICLE IX: STANDING COMMITTEES**

### ***Section 1: Programs and Fundraising Committees.***

There shall be such committees created by the Executive Board as may be required to carry on the work of the PTO. The quorum for a committee meeting shall be a majority of its Members.

- a. Committee Members shall be selected from volunteer signups at any PTO Meeting or school function. The committees shall select respective chairs or one may be appointed, who will organize the work of that committee. The chair of the committees (program or fundraising) shall be approved by the Executive Board.

- b. Committee Chairs shall present a plan of work. No work shall be undertaken without consent of the Executive Board.
- c. Committee Chairs shall file a written report along with all records, books and other materials pertaining to the committee within two weeks of the conclusion of the event. This report shall be kept in PTO files for the next year's chair to consult and to use as a reference.

***Section 2: Budget Committee***

- a. The Budget committee shall be composed of the President, Vice-President, Fundraising Coordinator, Reimbursements Treasurer (Co-Chair of the Committee), Deposits Treasurer (Co-Chair of the Committee) and any additional Members who would like to participate.
- b. The Committee shall be formed at an appropriate time to ensure a proposed budget is available for vote at the Annual Meeting.

***Section 3: Bylaws Committee***

- a. The Bylaws Committee shall be composed of the President, Past President (Chair of the Committee), Secretary, and any other members who would like to participate.
- b. The Bylaws Committee shall review the Bylaws once a year as needed.
- c. The Bylaws Committee shall make recommendations of proposed changes in the Bylaws to the Members who must approve all changes to the Bylaws by vote at a PTO Meeting, Annual Meeting, or Special Meeting.

***Section 4: Nominating Committee***

- a. The Nominating Committee shall be composed of a minimum of 3 (three) Members and formed at least 2 (two) months prior to the Annual Meeting.
- b. The Past President will organize the committee and serve as the Chair.
- c. The Committee shall publicize the search for candidates to the Membership at least 1 (one) month prior to the election.
- d. The Committee shall nominate 1 or 2 Members for each elective office.
- e. The Committee shall provide a copy of the Bylaws to each candidate.
- f. The Nominating Committee shall provide a secret (written) ballot for the election at the Annual Meeting. If there is only one candidate for any office, the election may be held by voice vote the Annual Meeting. A majority vote is required for the election to any office.

***Section 5: Other Committees***

The PTO Executive Board may form other committees that are deemed necessary to carry out the work of the PTO in compliance with Article II.

**ARTICLE X: FISCAL REQUIREMENTS/EXPENDITURE OF FUNDS**

***Section 1: Insurance requirements***

- a. The Executive Board shall obtain and maintain liability insurance, including Directors and Officers Insurance, in a substantial amount protecting the PTO and its Members.



- b. The Executive Board shall obtain and maintain bonding insurance in an amount that will protect the bank accounts of the PTO.
- c. Prior to engaging in any contract with an independent contractor, the Executive Board shall determine if Employment Protection Liability Insurance is needed and secure such insurance if required.

***Section 2: Annual Statement of General Information:***

The Executive Board shall prepare and file with the California Secretary of State the Statement of Information, SI-100, providing the information as requested, biennially beginning in July 2017.

***Section 2: Expenditures***

- a. All reimbursement requests must be submitted to the Reimbursements Treasurer, with proper documentation of receipts, within 30 days of incurred expense, unless special arrangements are made with the Reimbursements Treasurer due to exigent circumstances.
- b. Two (2) authorized signatures are required on all PTO checks.
- c. Three (3) Members of the Executive Board, not related by blood or marriage, shall be authorized signers. It is suggested these people be the President, Vice-President, and Reimbursements Treasurer. The Deposits Treasurer and Auditor may not have signing authority.
- d. All administrative, fundraiser and specific line item expenditures shall be authorized by the approved final budget in compliance with Article XII. For non-specific budget line item expenses, such as, but not limited to, Education Enhancement, Facilities Enhancement and School Support, the proposed expenditure shall be presented to the Membership for discussion and approval except in the case of these special circumstances.
  - i. The President or Vice-President can authorize, in a special situation, the expenditure of funds for items under \$100. These expenditures must be reported at the next regularly scheduled meeting.
  - ii. The Executive Board can authorize, in a special situation, by majority vote, a one-time the expenditure of funds not to exceed \$5000. These expenditures must be reported at a PTO Meeting, Special Meeting or by Notice.

***Section 3 – Review of Financial Statement***

Within ninety (90) days after the close of the 2020 fiscal year and every five years thereafter, the Executive Board shall contract with an outside entity to provide a review of the PTO Financial Statement, provided the annual operating budget is less than \$150,000. An audit must be provided if the annual operating budget exceeds \$150,000 annually.

***Section 4 – Fiscal year of the corporation***

The fiscal year of the corporation shall begin on the first day of July and end on the last day of June in each year.

## **ARTICLE XI: BUDGET**

### ***Section 1: Budget Committee***

See Article IX, Section 2.

### ***Section 2: Approval of the Budget***

The proposed budget shall be presented to the Membership for approval by paper ballot at the same time as the election of Officers. A majority of the votes cast for approval is sufficient to approve the budget.

### ***Section 3: Budget Revision***

Throughout the school year, the Executive Board shall review the budget and revise it as they deem necessary. Any changes to the budget greater than \$5000 must be approved by the Members at a PTO Meeting or Special Meeting. A revised budget will be presented for discussion and approval by majority vote of the Members present at the meeting.

## **ARTICLE XII: AMENDMENTS AND DISSOLUTION**

### ***Section 1: Amendments to these Bylaws***

All of the following requirements must occur for any amendment to become effective:

- a. An approval, by majority vote of the Executive Board of all proposed amendments.
- b. Written notice and description of proposed changes must be made available at least two (2) weeks before Membership voting by posting notices at school, sending a notice home to families, or electronic notification.
- c. An approval, by the majority of votes cast, by Members present at a PTO Meeting or Special Meeting or Annual Meeting.

### ***Section 2: Dissolution of the PTO***

All of the following requirements must occur for dissolution of the PTO to be effective:

- a. An approval, by majority vote of the PTO Executive Board, of the motion to dissolve.
- b. Before voting to dissolve the PTO, written notice must be made available at least 2 (two) weeks before an Organization Meeting by posting notices at school, sending a notice home to families, or electronic notification.
- c. An approval, by majority of votes cast, by Members present at a PTO Meeting, Special Meeting or Annual Meeting.

### ***Section 3: Disbursements of Funds upon Dissolution***

After a vote to dissolve has been made, all outstanding obligations shall be immediately paid by the Reimbursements Treasurer. A reserve fund shall be set aside by this Treasurer to cover all contingent liabilities. All undesignated funds on hand, and other funds, as they are received or freed from reserve for contingent liabilities, shall be distributed to the School, or if it no longer exists, then to one or more education based nonprofit funds, foundations, or organizations which

have established their tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code. The PTO Membership, by majority vote of the Members present, shall select and approve the qualified organization(s).

### **ARTICLE XIII: EFFECTIVE DATE OF THESE BY-LAWS**

These Bylaws shall become effective immediately upon being ratified by majority vote of the Members of the PTO.