**COLONY BEND PARENT TEACHER ORGANIZATION BYLAWS**

**AMENDED AND RESTATED May 1, 2017**

**ARTICLE I**

**NAME**

Section 1. Name

The name of this organization is the Colony Bend Elementary Parent Teacher Organization.

**ARTICLE II**

**Purpose and Powers**

Section 1. Purposes

The CBE PTO (herein after referred to as “CBE PTO” or the “Organization” has been established to promote the welfare and educational, vocational and character development of children attending the Colony Bend Elementary School (hereinafter referred to as “School” or “CBE”) and to develop and maintain a forum for parents, teachers, and citizens within the community interested in the advancement of those purposes. The CBE PTO shall not attempt to direct the administration of policies and activities of the School. The CBE PTO is organized and shall be operated exclusively for the charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code 1954 (or corresponding provision of any future United States Internal Revenue Law) concerning tax exempt organization.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall no participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. The CBE PTO shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income tax under section 501(c) (3) of the Internal Revenue Code 1954 (or corresponding provision of any future United States Internal Revenue Law).

Section 2. Powers

In order to accomplish the foregoing purposes and to finance programs in support thereof, the CBE PTO is empowered to solicit and accept membership dues and voluntary contributions and to receive, invest and distribute funds and to hold property in furtherance of its objectives. No part of the income or assets of the Organization shall benefit any member or other individual entity.

**ARTICLE III**

**Parent Teacher Organization General Membership**

Section1. Eligibility

Membership in the CBE PTO shall be open to those individuals who subscribe to its purpose and objective, as hereinafter provided and who are:

a)Parents, grandparents, or legal guardians of students enrolled in the School.

b)Members of the faculty, staff and adult members in their immediate families.

c)Interested adults who do not qualify under “a” or “b” may petition the Executive Board for membership.

Section 2. Annual Dues

The annual dues for Members shall be determined by the Executive Board.

Section 3. Members in Good Standing

Only Members in good standing shall have the privilege of making motions, voting, holding office, or serving on committees. The Secretary shall maintain throughout the year a list of the current Members of the CBE PTO.

Section 4. Additional members

General enrollment of members shall be conducted annually at the beginning of each school year. Additional members shall be accepted at any time.

**ARTICLE IV**

**Executive Board of Directors**

Section 1. Duties

The property, affairs, and business of the CBE PTO shall be managed by its Board of Directors (herein after referred to as the “Board”) who shall set and determine the policies of the Organization. The Board shall have the power to adopt an annual budget, disperse funds, approve plans and programs to raise funds and perform all other duties as may be necessary or desirable to carry out the stated purpose of the CBE PTO.

Section 2. Composition

The Board shall consist of the following:

* Executive Officers (see Article V)
* Standing Officers of the CBE PTO (see Article VI)
* The Principal of the School serving as an ex officio member of the Board. The Principal shall provide input from the faculty and advise the Board of special needs of the students
* A Teacher Representative elected separately by the faculty at the first faculty meeting of each school year or may be appointed by the Principal of the School

Section 3. Nominating Committees

During the regular meeting of the Members in March of each year, the Board shall present the appointed members who shall serve on the Nominating Committee. The members of the Nominating Committee shall be appointed by the Board. The committee shall elect a chairperson from among its members. The Nominating Committee shall be responsible for recommending a nominee for election to each Executive officer’s position on the Board, designating the capacity in which each nominee has agreed to serve. Nominations shall also be accepted from the members at large by writing in the nomination on the election ballot. All nominations for election to the Board shall be by current members of the CBE PTO and nominees shall personally consent to stand for election after their names are placed in nomination. The Nomination Committee is a standing committee of the CBE PTO, not the Board. Therefore it is not governed by Article VI and Article VII of the Bylaws.

Section 4. Election

The Board shall be elected by the Members of the Organization by ballot which shall be sent home with the students by the school each year. Ballots shall be returned to the School within reasonable time as specified by the Board. Any ballots received after this time will not be counted. All ballots will be counted by the Nominating Committee. A simple majority of the votes counted as well as 10% quorum of ballots returned by the current Members of the CBE PTO shall constitute election to the Board. The Teacher Representative serving on the Board shall be elected separately by the faculty at the first faculty meeting of each school year of may be appointed by the Principal of the School.

Section 5. Terms of Office

The members of the Board shall be elected by ballot in April of each year to serve in that capacity for one (1) year to be run concurrently with the fiscal year (ending on June 30th of each year) or until their successors are elected and qualified. Executive members of the Board may not serve for more than two (2) consecutive years as an officer in the same capacity.

Section 6. Removal from Office

A member of the Executive Board who, without cause, fails to attend three (s) consecutive Board meetings may be removed by a majority vote of the Board. A member of the Board otherwise may be removed from office by a two-thirds (2/3) vote of the Board. Two (2) weeks prior notice, either written or verbal, shall be required prior to the board taking such disciplinary action. At least two (2) weeks prior to taking such action, the President or Secretary shall send to the member of the Board being considered for removal, notice of such action by registered mail. Return receipt requested. A member of the Board removed from office may appeal the decision of the Board to its Members, beyond which there shall be no appeal.

Section 7. Vacancies

The Board shall have the power to fill vacancies in its own membership. A member of the Board may resign at any time upon written notice to the Board. The remaining members of the Board serving on the Board, even though led than a quorum, may by majority vote appoint a successor, selected from among the Members of the Organization, to serve the unexpired term of the member of the Board who resigns, is unable to serve or is removed from office.

Section 8. Board Meetings

A minimum of nine (9) regular business meetings of the Board shall be held each year. Any items of business properly brought before a regular meeting of the Board may be transacted and voted on during such meetings.

Section 9. Special Meetings

Special Meetings of the Board may be called by the President or by the Secretary upon the request of any three (3) members of the Board, upon twenty-four (24) hours written or verbal notice indicating the time and place of the Special Meeting and the business to be transacted at such meeting.

Section 10. Quorum and Manner of Voting

The presence of one-half (1/2) of the current voting members of the Board shall constitute a quorum at any Regular or Special Meeting of the Board. The order of business for each regular or Special Meeting of the Board shall be determined by the President. All motions voted on at any meeting of the Board at which a quorum has been established and maintained throughout, shall be decided, except as otherwise provided in these Bylaws, by majority of the voting members of the Board present at the meeting exercising the voting privileged set out in Section11. The President does not cast a vote unless necessary to break a time.

The Executive Board may vote by email if authorized by the president. Members shall have at least twenty-four (24) hours to cast their votes. A two-thirds (2/3) vote of the entire executive board is required for adoption, and the vote shall be recorded in the minutes of the next regular meeting of the executive board.

Section 11. Voting Privileges

All Executive Officers of the Board, apart from the President (except to break a tie), and the Parliamentarian, may cast one vote. All Standing Officers, consisting of one representative from each of the Standing Committees, may cast one vote. No vote may be cast by proxy unless in the case of an email vote. If the chairperson of a Standing Committee is not present to cast a vote, one person representing that Committee may cast a vote.

Section 12. Documentation

All Board members and Chairpersons shall document activities and responsibilities carried out over the course of their tenure and place paper copies or electronic copies of relevant documentation in a central repository (on a shared drive or filing cabinet). Chairpersons shall be responsible for preparing all supporting documentation for financial transaction of their committee in the prescribed manner prior to turning it over to the Treasurer.

**ARTICLE V**

**Executive Officers**

Section 1. Titles and Terms of Office

The Executive Officers of the CBE PTO shall consist of President, two Vice Presidents, Secretary, Treasurer and Parliamentarian. Unless otherwise noted, all officers shall serve a term of office for one year commencing and ending with the fiscal year or until their successors are elected and qualified. The Officers shall be charged with the responsibility of implementing the policies adopted by the Board.

Section 2. President

The President shall be the Chief Executive Officer of the organization and shall: (a) preside at all meetings of the members and the Board, (b) be an ex-officio member of all committees except the Nominating Committee, (c) appoint, with the advice and consent of the Board, the members and the chairpersons of any special committees, (d) have supervision of and general executive and administrative powers relating to the Organization subject to the control of the Board and implement the general directives, plans, and policies formulated by the Board.

Section 3. Vice Presidents

There shall be two Vice Presidents, the First Vice President and the Second Vice President.

The First Vice President shall provide full support to the President. In the absence of the President, the first Vice President shall perform the duties and exercise the authority of the President.

The Second Vice President shall act as the single point of contact for all communication related activities for the CBE PTO by coordinating workflow for the Publicity Committee.

In addition, both the First and the Second VicePresidents shall have such powers and responsibilities as may be determined by the Board or the President. The First vice President and the Second Vice President each have one voting position.

Section 4. Treasurer

The Treasurer shall: (a) have the custody of the funds of the CBE PTO, (b) keep full and accurate accounts of receipts and disbursements in the financial books and records of the organization, (c) deposit all funds in the name and to the credit of the Organization in such depositories as may be designated by the Board, (d) disburse the funds of the CBE PTO upon the authorization of the Board, (e) present a statement of condition and an accurate account of all transactions at each Regular meeting, (f) prepare the financial books for the review, (g) assist the President in the preparation of the budget (h) prepare and submit to the Principal and the Fort Bend ISD all required annually requested documents, (i) maintain permanent records relating to Internal Revenue Code 501 (c)(3) determination, limited sales tax exemption, and receipt of donations and (h) prepare and file all state and federal tax documentation as required by current law including quarterly state sales tax and annual federal tax returns. This office has one vote.

Section 5. Secretary

The Secretary shall attend all meetings of the members and the Board and record the minutes of those proceedings. The Secretary shall, together with the First Vice-President, prepare the agenda for all upcoming board meetings and make copies available to all Board members. In preparing the agenda for board meetings, the Secretary shall be responsible for requesting reports from board members for submission into the agenda. The Secretary shall be responsible for all correspondence necessary for conducting the business of the Organization and will maintain all current historical documents of the Board and Standing Committees in a central repository (on a shared drive). This is a voting position.

Section 6. Parliamentarian

The Parliamentarian shall be familiar with the Parliamentary Law and shall enforce the Rules of Order, the Articles of the Organization and the Bylaws.. The Parliamentarian shall also ensure that the Review of Financial Documents as mentioned in ARTICLE IX Section 3 is carried out in a timely manner. This is a non-voting position

**ARTICLE VI**

**Standing Officers**

Section 1. Titles and Terms of Office

The Standing Officers of the CBE PTO shall consist of one representative from each of the following standing committees: Fundraising, Hospitality, Membership, Landscaping, Community Outreach, , in addition to the VIPS Coordinator (Volunteers in Public Schools), Room Parent Coordinator, , School Board Liaison, Librarian, and Teacher Representative. Unless otherwise noted, all officers shall serve a term of office for one year commencing and ending with the fiscal year or until their successors are elected or qualified. Each committee or coordinator have one vote, unless otherwise noted in these Bylaws.

Section 2. Fundraising

The Fundraising Committee Chairperson shall be responsible for implementing and reporting the status of all fundraising activities which have been approved by the Board. This committee includes the following activities:

* Grantwriting - identify the CBE projects(s) or program(s) that may benefit from funding by grants. It shall identify suitable organizations to sponsor suck projects(s) and program(s), prepare the documentation for grant applications, and shall be responsible for progressing grant applications to conclusion.
* Company Matching and Retail Shares –responsible for setting up organization information for local businesses and retail share programs.
* Spirit Nights –responsible for organizing fundraising events at local establishments.
* T-Shirt Sales -responsible for design, sales, and delivery of T-Shirts and other spirit wear.

This committee has one vote.

Section 3. Community Outreach Committee

The Community Outreach Committee will be responsible for activities which bring educational experiences to the school with approval from the Principal

* Cultural and Education Assembly Coordinator – responsible for working with the Principal to schedule cultural and educational assemblies for the students.
* Science Night Coordinator – responsible for setting up science experiments for students one night per school year.

This committee has one vote.

Section 4. VIPS Coordinator

The VIPS (Volunteers in Public Schools) Coordinator shall be responsible for coordinating a volunteer program with the School to meet the needs of the faculty, staff, and students. The VIPS Coordinator shall act as a liaison between volunteers, faculty, staff, and students and the Fort Bend Independent School District Coordinator, and shall coordinate all volunteer activities.

* Shared Dreams Coordinator -liaison between the School and the FBISD Shared Dreams facilitator. They shall organize annual donation drives and volunteers to transport collected donations and to assist at the facility on the School’s designated days.
* School Store Coordinator - responsible for all aspects of the operation of the school store.

This committee has one vote.

Section 5. Hospitality Committee

The Hospitality Committee shall serve as the official hostesses of the CBEPTO. It will be responsible for selecting chairpersons for projects approved by the Board and for organizing and arranging all teacher appreciation functions.

This committee has one vote.

Section 6. Membership Committee

The Membership Committee shall conduct an annual membership drive, be responsible for new membership registration throughout the year, and compile an accurate CBE PTO membership list which will be maintained by the Secretary. It is also responsible for assembling and distributing the school directory.

This committee has one vote.

Section 7. Publicity Committee

The Publicity Committee shall be responsible for the following:

* The School Sign - posting information on the school marquee
* Submitting photos and articles to local newspapers and other media outlets.
* Website - maintain and continually update the CBE PTO website to ensure it is current and provides useful content.
* Yearbook - responsible for sale and publication of the school yearbook.
* This committee has one vote.

Section 8. Room Parent Coordinator

The Room Parent Coordinator shall be responsible for appointing Grade Level Room Parent Coordinators and disseminating information on School activities which require parent participation.

This committee has one vote.

Section 9. School Board Liaison

School Board Liaison shall either attend Fort Bend ISD School Board meetings or listen to the proceedings on the website and review the minutes, and shall provide accurate information to the CBE PTO on decisions and developments from those meetings. This is a non-voting position.

This committee has one vote.

Section 10. Landscaping Committee

Landscaping Coordinator shall be responsible for ensuring that the School’s plants and beds are properly cared for and maintained.

This committee has one vote.

Each committee shall maintain records of its activity each school year. Each sub committee chair shall prepare forms to request approval for all fundraisers at least 30 days prior to the event and furnish a copy to the Treasurer and Secretary.

**ARTICLE VII**

**Meetings of the Members**

Section 1. Regular Meetings

Regular general meetings of the Members shall be held when deemed appropriate by the Board, but at a minimum of one (1) meeting during the Fall semester and one (1) meeting during the Spring semester which ordinarily shall be held in March for the purpose of presenting the appointed Nominating Committee.

Section 2. Special Meetings

Special meetings of the members may be called by the president at the request of a majority of the Board, or at the request of five percent (5%) of the Members, to transact any business which needs to be brought before the Members.

Section 3. Notice

Five (5) days notice shall be required for any meeting of the Members. Notice for all meetings of the Members shall be indicated the time and place of the meeting (and the business to be transacted at such meeting). The meeting shall be effected by means of posting or publication. A simple majority of the Board must be present.

Section 4. Quorum and Manner of Voting

Quorum shall consist of 50% of the total number of voting members currently in the Executive Board. Any item of business included in the agenda and properly brought before the meeting may be transacted and voted on during such meeting. The order of business to be followed during each meeting shall be determined by the President. All motions voted upon by the Members shall be decided, except as otherwise provided for in these Bylaws, by a majority of the voting members present at a meeting provided a quorum is established and maintained throughout the meeting.

**ARTICLE VIII**

**Miscellaneous Provisions**

Section 1. Fiscal Year

The Fiscal Year of the CBE PTO shall end on June 30th of each year.

Section 2. Checks and Drafts

All checks and drafts or other orders for payment of money issued in the name of the CBE PTO shall be signed by two (2) officers of the CBE PTO and approved in advance of issuance by the Board unless otherwise stipulated in these Bylaws. Officers approved to sign checks are: President, First Vice-President, Second Vice-President and Treasurer. These officer’s names will appear authorization at the bank. The President is allowed up to ten purchases of <$100 per year.

Section 3. Review

A review of the financial books and records of the CBE PTO shall be conducted and completed at the end of each fiscal year by a review committee facilitated by the Parliamentarian. The review committee may be of two types: internal and external. An internal review committed includes officers and members; however, the committee should have at least one non-officer member review the information. A CPA or other legal counsel may perform an external review at the organization’s expense. The organizational Review Committee Report that communicates the results of the review of the organization.

Section 4. Rules of Order

“Robert’s Rules of Order” shall govern the procedures followed during all meetings of the organization.

Section 5. Conflicts of Interest

Whenever a director or officer has an interest in any matter coming before the board of directors, the director or officer shall: (a) fully disclose the nature of the interest; and (b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested officers or directors determine that it is in the best interest of the PTO to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

For purposes of this provision, the term “interest” shall include: personal interest, interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern and having an immediate family member who holds such an interest in any concern. The term “concern” shall mean any corporation, association, trust, partnership, limited liability entity, firm, person or other entity other than the PTO.

Section 6. Disposition of Assets upon Dissolution

In the event of the dissolution of the CBE PTO, all outstanding bills shall be paid and all remaining property and assets of the organization shall be distributed to the School or, if such disposition is not possible, to one or more on-profit, tax-exempt charitable organizations selected by the Board. In no event shall the remaining property or assets of the CBE PTO be distributed to any member or other individual entity.

Section 7. Amendments

These Bylaws may be amended at any meeting of the Board at which a quorum is present and voting throughout by a vote of two-thirds (2/3) of the members present at such meeting, provided the proposed amendment was presented and discussed at the previous regular meeting. A notice of proposed changes will be posted two weeks prior to the vote.

Section 8. Insurance

Liability Insurance will be purchase as required by Fort Bend Independent School District.

These By-laws were approved and adopted by a meeting of the Board held on the 1st day of May, 2017 at which a quorum was present and at which a two-thirds majority voted in favor, pursuant to Article IX, Section 7 of the By-laws.

Parliamentarian

ATTEST:

Secretary