

# Wildwood Elementary School

## Parent Teacher Organization **Bylaws**

*Revised September 27, 2016*

### **Article I: NAME**

The organization shall be named Wildwood Elementary School Parent Teacher Organization; hereinafter “WES PTO” or “PTO.” The WES PTO is located at Wildwood Elementary School, 13802 Northpointe Boulevard, Tomball, TX 77377. This school is a part of the Tomball Independent School District; hereinafter “TISD” or “the District.”

### **Article II: ARTICLES OF ORGANIZATION**

WES PTO exists as an incorporated entity as defined by its *Articles of Incorporation*, which were certified by the State of Texas on August 5, 2015.

### **Article III: MISSION**

#### **III. Section 1: Objective**

The primary objective of the WES PTO is to enrich the educational and growth experiences for the students attending Wildwood Elementary School (WES). This purpose may be met by:

- III.1.A.:** Providing an organization through which parents, school administration, faculty and staff, can cooperatively work together.
- III.1.B.:** Providing support for programs that promote the welfare of the students at school, or at home, or in the District, as well as improve the school environment through positive action. This environmental objective may also be met by providing technology, appliances, books, landscaping, playground equipment, or for other facility or campus improvements.
- III.1.C.:** Supporting the administration, faculty, and staff of the school with the talents and resources of our WES PTO members, or by other individuals who have the students’ best interest in mind, is also a part of this mission.

### **Article IV: POLICIES**

#### **IV. Section 1: Purpose**

WES PTO shall operate for charitable, educational, non-partisan, non-denominational, non-sectarian and non-commercial purposes, and shall not discriminate based on age, sex, creed, or national origin. The PTO is a self-governing and self-supporting organization.

- IV.1.A.:** WES PTO shall not promote propaganda nor otherwise attempt to influence legislation or any initiative or referendum before the public. The PTO shall not participate in nor intervene in, including by publication or distribution of statements, any political campaign on behalf of or in opposition to any candidate for public office.

#### **IV. Section 2: Budget and Taxes**

The policies of the WES PTO are established to maintain a tax-exempt status as defined by Section 501(c)3 of the Internal Revenue Code (IRS). The PTO is responsible for compliance with any required annual federal submissions. Per **XII. Section 3: Compliance** bylaw amendments for continued IRS compliance must be made in a timely fashion to maintain this status. The budget must allow for start-up expenses for the following year's PTO program.

#### **IV. Section 3: Use of Names**

The name of the WES PTO and the name of any of its members in their official capacities shall not be used in any connection with a commercial concern or political interest or for any other purpose not appropriately related to **Article III: Mission** of the PTO.

#### **IV. Section 4: Cooperation with WES Administration and TISD**

It is a privilege for WES PTO to serve the students and administration, faculty, and staff of WES. TISD Board Policy GE (Local) effective July 22, 2004 states, "District-affiliated school-support or booster organizations shall organize and function in a way that is consistent with the District's philosophy and objectives, within adopted Board policies, in accordance with applicable UIL guidelines, and (state and federal) financial and audit regulations." As such, the PTO may make suggestions to the WES administration concerning activities of the school, but it shall neither seek to direct the administrative activities of the school nor to control its policies. The PTO shall cooperate and support the improvement of education in ways which will not interfere with the administration of the school. The PTO shall not seek to control policies of either WES or TISD. Per **XII. Section 3: Compliance** bylaw amendments for continued TISD compliance must be made in a timely fashion.

#### **IV. Section 5: Cooperation with Other TISD Schools**

WES PTO may cooperate and communicate with other PTOs within TISD who may have similar goals and interests (for example, to avoid conflicting dates for special events). This PTO shall not interfere with the administration of these schools, their PTOs, nor seek to control their policies.

#### **IV. Section 6: Volunteers**

Per *Texas Education Code 22.0835*, any person volunteering on a TISD campus must complete a criminal background review. The link for this application can be easily found and filled out online at [www.tomballisd.net](http://www.tomballisd.net). You may submit this application at any time during the school year as the school Principal receives an updated background check-approved volunteer list every week from TISD. Each TISD volunteer must annually reapply online for this criminal background check.

*Please note: If you are volunteering and will come in contact with any TISD student, a background check is required per the District. If you are simply attending as a spectator for a school event or public function- and not volunteering in any capacity at said event or function whatsoever- then a background check is not required.*

#### **IV. Section 7: Vendors**

WES PTO appreciates the difference between a fundraising vendor and an expenditure vendor. Every vendor will be vetted for conflict of interest. All fundraising vendors must be approved through TISD. WES PTO executive board has the authority to solely select expenditure vendors. For any expenditure over \$500, the board must consider at least two or more bids submitted in a timely fashion.

#### **IV. Section 8: Prohibited Activities**

Per TISD, the purchase or consumption of alcoholic beverages or tobacco while on school property, or in the presence of students, is specifically prohibited.

#### **IV. Section 9: Fiscal Year**

The fiscal year of the WES PTO shall begin July 1 and end on the following June 30.

### **Article V: MEMBERSHIP**

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

With respect to *Article III: Mission*, every parent or guardian of a student enrolled at Wildwood Elementary School is an automatic member of the WES PTO. Membership is also open to WES administration, faculty and staff. The level of personal participation within the PTO is solely determined by each individual member for themselves.

#### **V. Section 2: Dues**

Dues are not required for membership into the WES PTO. Time spent as a volunteer is our most precious asset.

#### **V. Section 3: Standing**

Every WES PTO member is expected to remain in good standing by upholding the policies of this PTO and agree to, and abide by, the bylaws set herein. Every member is also expected to uphold the policies of WES and TISD.

**V.3.A.: Privileges.** WES PTO members in good standing shall be eligible to hold a chair position or run for an executive office; to be notified of meetings or elections; to propose amendments, introduce motions, debate, nominate and vote; or to exercise any other rights or privileges given to the members by the bylaws or rules of this PTO.

**V.3.A.(1):** In addition, WES PTO executive officers remain in good standing for election into another executive board position if they have satisfactorily served and completed their term(s) in office without censure or forfeiture of position. See *IX.2.A.* for additional eligibility requirements for the office of President.

#### **V. Section 4: Disciplinary Action**

Misconduct, dereliction of duty, abuse of authority, or any other type of excessive negligence or criminal activity, may be grounds for formal disciplinary action which may include partial suspension or complete loss of membership privileges, or outright expulsion from the WES PTO.

**V.4.A.:** Formal disciplinary procedures should be regarded as a drastic step reserved for serious situations or those potentially so. This procedure is complex and should be undertaken only after careful review of *Chapter XX in Robert's Rules of Order Newly Revised*. To maintain fairness and confidentiality, the WES PTO disciplinary process is set as follows:

**V.4.A.(1):** A prompt, thorough, and confidential investigation by a neutral committee of five (5) appointed members to determine whether to recommend that further action is warranted.

**V.4.A.(2):** A report of the investigating committee is then made to a combined PTO board meeting of current committee chairs and executive officers. If, after the investigation the committee's opinion is favorable to the accused, or it finds that the matter can be resolved satisfactorily without a disciplinary hearing, the committee reports that fact.

**V.4.A.(3):** A formal and timely notification must be sent to the accused listing all charges, the time and place of the disciplinary hearing as well as the member's right to be present and to present a defense to refute the charges that have been made.

**V.4.A.(4):** A formal hearing on the validity of the charges must be held in front of a combined PTO board meeting of current committee chairs and executive officers. The hearing will be held in a special executive session, and all in attendance are obliged to absolute secrecy. The hearing should be conducted in a timely manner, to preserve decorum, and to maintain fair play. If the accused fails to appear, the hearing can proceed in their absence.

**V.4.A.(5):** Within a reasonable time, a majority vote cast by those combined PTO board members present at this hearing determines innocence or guilt of the accused. If a member is found guilty, a majority vote is then cast by those same board members to approve any penalty. A member who votes for finding guilt at a disciplinary hearing should be morally convinced on the basis of evidence presented that the accused is indeed guilty.

## **V. Section 5: Voting**

Each WES PTO member in good standing shall have one vote per household, regardless of the number of students attending WES from that same household. As no one can ever be compelled to vote, a member can abstain from voting. Voting may take place by voice or, upon request, by written ballot. Absentee ballots and proxy votes are not allowed. WES PTO executive officer elections are held by ballot.

**V.5.A.:** Since dues are not required, membership forms containing pertinent contact information are not necessarily collected for every member. Therefore, voting cannot be done electronically but must be done in person to positively identify every voter as a member in good standing with the WES PTO. Electronic surveys of the membership are also greatly discouraged.

## **Article VI: MEETINGS**

### **VI. Section 1: Schedule**

Meetings of the general WES PTO assembly of members shall be held monthly, excluding the summer months of July and August, and/or possibly the month of June, as set by the TISD school year calendar. These monthly meetings will be held on the WES campus, on dates and at set times predetermined by the PTO executive board. Dates and times of these meetings shall be presented by the President at the first regular meeting of the general assembly at the start of the school year. The final general PTO assembly meeting for the school year shall take place within the last full week of school, prior to the close of school for summer break.

**VI.1.A:** Per TISD, the WES Principal or designee must be present at all meetings of the general WES PTO assembly of members. In order to provide an optimum level of communication and teamwork, PTO meetings should be held in the presence of the campus principal or authorized District sponsor. Without adequate TISD representation business determined at meetings can be considered null and void. Should the PTO believe it necessary to meet without the campus administrator or authorized District sponsor, the Assistant Superintendent for Administrative Services should be contacted for an appropriate replacement.

**VI.1.B:** Meeting dates and times are subject to change (for example, when a campus closure is due to inclement weather). Notification to the WES PTO membership for meeting cancellation or meeting re-schedule will be sent in a timely fashion as manageable. Notice for a rescheduled meeting will be sent at minimum seventy-two (72) hours prior.

### **VI. Section 2: New Business**

Members who have a question, suggestion, or concern, and would like to address it to the WES PTO executive board, may do so at any general assembly meeting during an allotted time period as specified in the meeting agenda for new business. The board has the ability to limit speakers and speaking times, if necessary, to accommodate the number of speakers, or if the meeting progress is being significantly hindered. If quorum is present, motions can be made during new business and voted upon. If quorum is absent, a vote cannot be held, but the motion can be added to the next general assembly meeting agenda.

### **VI. Section 3: Quorum**

Fifteen (15) WES PTO members in good standing shall constitute a quorum for the transaction of business in any general assembly meeting of the PTO. A majority vote of those present is

necessary for approval of business, unless otherwise stipulated in these bylaws. Each PTO member in attendance is eligible to vote one vote per household. Absentee ballots and proxy votes are not allowed.

#### **VI. Section 4: Parliamentary Procedure**

All proceedings during WES PTO meetings shall be governed by the standard rules of order, in accordance with these bylaws and in parliamentary authority as contained in *Robert's Rules of Order Newly Revised*.

### **Article VII: FINANCES**

Per **Article III: Mission**, funds raised by the WES PTO shall be spent exclusively for the enhancement of the educational environment or for the growth of the students attending WES, or at other TISD schools or educational centers as designated by TISD, and for the operation of this organization. The finances of the PTO must be handled prudently and ethically, including the payment of all taxes and other debts incurred by the organization, and the issuance of receipts for all money received.

#### **VII. Section 1: Funds**

The fiduciary responsibilities of the WES PTO executive board shall include the following:

**VII.1.A.:** The current WES PTO executive board, with input from the WES Principal, shall prepare a recommended budget to present to the incoming executive board. This recommended budget shall reflect the planned income and expenses for the upcoming school year.

**VII.1.B.:** The current WES PTO executive board shall also present recommendations concerning the spending of unallocated monies for the current school year at the last executive board meeting of the school year for approval.

**VII.1.C.:** At the last executive board meeting of the school year, the proposed budget will be presented to the executive board for approval. A majority of both current and incoming executive officers present will constitute approval of the proposed budget.

**VII.1.C.(1):** With the start of the new fiscal year additional changes to this approved budget proposal can be made as needed by the current executive board alone prior to formal adoption by the general membership in the fall.

**VII.1.D.:** The proposed budget will then be placed before the WES PTO membership for approval and adoption at the first general PTO assembly meeting of the school year.

**VII.1.E.:** All checks must have the signatures of two (2) authorized PTO executive officers, including the Treasurer or President. Bank account(s) should be reconciled monthly.

**VII.1.E.(1):** A TISD employee may serve on the WES PTO as a general member, committee chair, or as an executive officer, but per the District, they are not allowed to serve in a financial capacity of a booster club or school-support organization. Financial capacity includes holding positions of treasurer, fund-raising chairperson, or serving as a check signer.

**VII.1.E.(2):** No cash will be given to any school employee to use at his or her discretion.

**VII.1.F.:** WES PTO does not represent TISD, nor bind the District or any of its employees to a third party with whom this organization may conduct business.

### **VII. Section 2: Income**

All funds raised by the WES PTO must be documented and submitted to the Treasurer within ten (10) days of receipt. All funds and deposits will be held in the PTO safe (not affiliated with the school safe) until transported directly to the bank.

**VII.2.A.:** All monies collected by WES PTO must be counted on site by a minimum of two (2) PTO members, one of whom must be an executive officer or a committee chair.

**VII.2.B.:** All funds received by the Treasurer must be deposited into the WES PTO bank account when total receipts exceed \$250. If daily receipts are less than \$250, deposits should be made within one week even if the receipts for all days combined are less than \$250. All money should be deposited prior to holidays and weekends.

**VII.2.C.:** Separate deposit receipts should be maintained for funds received from each unique fundraising event.

### **VII. Section 3: Fundraising**

All WES PTO fundraising efforts will be held within federal, state and TISD guidelines. Per TISD, the PTO may conduct two (2) fundraising activities per school year. Students cannot be required to participate in a fundraiser program. Students cannot be required to sell a certain amount or make a donation in lieu of fundraising. Door-to-door solicitation is not allowed. In addition, a student cannot be punished for not participating in a fundraiser program. Not qualifying to attend a fundraiser party is not considered punishment.

**VII.3.A.:** According to the IRS, revenues generated from fundraising activities by tax-exempt organizations should benefit the organization, the sponsored student group, or student activity area as a whole, not individuals. Therefore, individual accounts that credit individual efforts may not be used. All members of the organization, the sponsored student group, or the student activity area must receive an equal opportunity to benefit from the fundraising activities, regardless of whether or not a person participated in the fundraising activities.

**VII.3.B.:** WES PTO should spend the funds raised during the year on the students that participated in raising the funds. However, the PTO may save money raised over a couple of years for a large item or trip. The executive board will inform the membership of why an excess in funds exist, and will explain how the funds will be used.

## **VII. Section 4: Expenditures**

**VII.4.A.:** Budgeted expenditures may be incurred at the discretion of the WES PTO committee chair with prior approval from the vice president to whom they report. Any over-budgeted expenditures must receive prior approval by a majority vote of the executive board. Budgets may not be combined without prior approval by a majority vote from the executive board. Money spent without prior approval may or may not be reimbursed by the PTO.

**VII.4.B.:** Expenditures over \$500.00 must be specifically stated in an approved plan of work, and may not differ from the plan of work without securing prior approval by a majority vote from the WES PTO executive board.

**VII.4.C.:** No executive officer nor committee chair shall secure into any contract in the name of the WES PTO without approval to do so by vote of the executive board. Every approved purchase must be made within budgetary restrictions. Per **VII.4.A**, if budget adjustment is needed, the committee chair must present the request and the reasoning to the executive board for prior approval or reimbursement may not be guaranteed.

**VII.4.D.:** Monetary requests for non-budgeted items may be submitted as new business to the WES PTO at any general assembly meeting by a member in good standing. If requested funds are less than \$500.00 and quorum is present, then a vote for approval of the monetary disbursement can be immediately taken. If quorum is absent, a vote cannot be held. If the funds are \$500.01 or higher, then a vote for approval of the monetary disbursement shall be taken at the next scheduled general assembly meeting. Advance notice of the upcoming vote shall be publicized to the membership at least one (1) week prior to the vote and the request will be added to the agenda.

**VII.4.E.: Petty Cash.** The WES PTO may maintain a small petty cash account of no more than \$150. Strict controls must be maintained by keeping petty cash in a locked box accessible by only the Treasurer and one other officer. Control of the petty cash account by a TISD employee is not allowed. Petty cash funds should be used for emergency purchases only. All other purchases should be made with an organization check. Upon disbursement through the petty cash account, a receipt for the purchase should be retained. At any given time, the amount of petty cash remaining and the aggregate total of receipts on hand should equal the amount of the established petty cash account.

## **VII. Section 5: Reimbursement**

Reimbursements for all expenses shall be made only after receipts for the expenditures have been audited, documented, and approved by the WES PTO Treasurer.

**VII.5.A.:** Reimbursement requests should be submitted to the WES PTO Treasurer within 30 days of the incurred expense, or by three (3) weeks prior to the end of the fiscal year, whichever comes first, and each must be accompanied by a receipt. One reimbursement request form must be filled out for each individual receipt; multiple receipts may not be collapsed into one request.

**VII.5.B.:** Any cash advance to cover expenses prior to a purchase must be documented in detail.

**VII.5.C.:** All unused funds must be returned to the WES PTO Treasurer immediately following the purchase.

## **VII. Section 6: Conflict of Interest Policy**

A non-profit corporation is characterized by the fact that none of the income of the organization is distributable to members, directors, or officers. No part of the net earnings of the WES PTO shall become operative to the benefit of, nor be distributable to its members, committee chairs, executive officers, or other private persons, except that the PTO shall be authorized, and empowered, to pay reasonable compensation for services actually rendered to the PTO, or allowed by the PTO as a reasonable allowance for authorized expenditures, incurred on behalf of the organization.

**VII.6.A.: Purpose.** The purpose of the conflict of interest policy is to protect WES PTO tax-exempt status when it is contemplating entering a transaction or arrangement that might benefit directly or indirectly the private interest of a WES PTO executive officer, committee chair, or member. 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.

**VII.6.B.: Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person, or vendor, must disclose the existence of either direct or indirect financial interest and be given the opportunity to disclose all material facts to the WES PTO executive board when considering the proposed transaction or arrangement.

**VII.6.B.(1):** After disclosure of the financial interest and all material facts, and after any discussion with the interested person or vendor, that interested party shall leave the WES PTO executive board meeting while determination of a conflict of interest is discussed and voted upon. The executive board shall then decide if a conflict of interest exists.

**VII.6.B.(2):** After exercising due diligence, the WES PTO executive board shall determine whether the PTO 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. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the executive board shall then determine by a majority vote of the whether the transaction or arrangement is still in the PTO's best interest and benefit, and whether it is still fair and reasonable.

**VII.6.C.: Removal.** If the WES PTO executive board 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. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the executive board determines the member had intentionally failed to disclose an actual or possible conflict of interest, the individual will lose their good standing as explained in **Article V, Section 3: Standing**, and will no longer be a member of WES PTO per **Article V, Section 4: Disciplinary Action**.

#### **VII. Section 7: Reporting**

An itemized financial statement shall be made available to all WES PTO executive officers at every executive board meeting. An overall expense statement shall be provided at every general assembly meeting of the membership, and the Treasurer must annually prepare and present a written financial report of the money received and expended since the last report made to the WES PTO Audit Committee.

#### **VII. Section 8: Carry-Over**

Currently no rule or regulation exists concerning the tally-number of funds that a PTO can have in their account. A PTO should maintain a minimum amount to carry over for the start the next school year. While not required, it is recommended that the WES PTO carry over an amount that does not exceed \$6,000.00. Any excess money should be earmarked for a specific purpose, and designated as such in the WES PTO's annual financial report.

#### **VII. Section 9: Audit Committee**

WES PTO must prepare an annual written financial report of actual revenues and expenditures for the school year. The Treasurer must annually prepare this financial report and it should include information for the twelve months after the ending date of the previous year's financial report. The financial report and all related financial information must then be reviewed by either a WES PTO Audit Committee lead by the Finance Audit Chair, or by a Certified Public Accountant (CPA) hired at the PTO's expense if a committee cannot be formed.

**VII.9.A.:** The WES PTO Treasurer cannot be on this Audit Committee; since they are being reviewed, the Treasurer cannot also be a reviewer. However, the Treasurer may meet with the Audit Committee, or with the CPA if hired, to explain their records or to answer questions.

**VII.9.B.:** If an Audit Committee is used, then three (3) non-executive board WES PTO members in good standing shall perform the review. One will be selected as the Finance Audit Chair. It is preferred that these three committee members have a strong financial background. The President appoints the three committee members, and then each is confirmed by a majority vote of the executive board (excluding a vote from the Treasurer). This Audit Committee shall:

**VII.9.B.(1):** Perform an audit of the financial records of the WES PTO and prepare a fiscal year-end financial report. The Audit Committee should make a report to the general membership upon completion of the audit. Any discrepancies noted should be brought to the attention of the President and a resolution reached prior to presentation. All officers of the organization should provide records as requested by the committee.

**VII.9.B.(2):** Verify the accuracy of the Treasurer's financial reports and ensure that the WES PTO's cash balances are accurate.

**VII.9.B.(3):** Verify that established procedures for handling WES PTO funds have been followed.

**VII.9.B.(4):** Ensure that expenditures occurred in a manner consistent with the WES PTO bylaws.

**VII.9.B.(5):** Ensure that all revenues have been appropriately received and recorded.

**VII.9.C.:** If a Certified Public Accountant is hired at the WES PTO's expense because an Audit Committee cannot be formed, then that person will be vetted and confirmed by the executive board with a majority vote. This CPA must complete the same audit requirements as listed above in **VII.9.B.(1-5)**. However, since TISD requires three signatures on this report, two (2) additional non-executive board members in good standing shall be appointed by the President to review and sign the finished document.

#### **VII. Section 10: Financial Reporting to TISD**

The *Governmental Accounting Standards Board Statement No. 39* (a federally recognized accounting rule) requires TISD to obtain and review financial performance information of the WES PTO. For this reason, end-of-year financial statements, including balance sheet and income statement, must be submitted to the TISD Chief Financial Officer by August 31 and to the WES Principal by September 15 of each year. These records will in turn be provided to the District's independent financial auditors. WES PTO must then present the financial report and audit report at a general PTO assembly by October 31 of each year, and a copy of the financial report should be available at the front desk for review.

## **Article VIII: EXECUTIVE BOARD**

### **VIII. Section 1: Officers**

WES PTO executive board shall consist of the following seven (7) officers: President, Vice President of Administration, Vice President of Membership, Vice President of Fundraising, Treasurer, Secretary and Parliamentarian. Since it is important to have seven volunteers serving on the executive board as sentinels for compliance, only one person can hold a single executive officer position at a time.

### **VIII. Section 2: Compliance**

WES PTO executive board is solely responsible for ensuring that the PTO remains in compliance with TISD policies and guidelines, state regulations, and federal regulations. Therefore, TISD, including any District employee, is not responsible for WES PTO not complying with various policies, guidelines and regulations.

**VIII.2.A.:** Each WES PTO executive officer must submit their plans to the President as applicable for approval before any action can ever be taken. Each officer is expected to work within budgetary guidelines to plan and execute events and programs.

### **VIII. Section 3: Preparedness**

Every WES PTO executive officer shall be in possession of electronic files or a notebook containing these bylaws, historical data, timelines, and other pertinent WES PTO materials for their office. Each will present a report of any on-going work in their respective areas of responsibility at executive board meetings and at meetings of the general PTO assembly as deemed necessary.

**VIII.3.A.:** Each WES PTO executive officer agrees to review and abide by these bylaws on an annual basis. Each must also agree to review and abide by the TISD *Booster Club and School-Support Organization Guidelines*.

**VIII.3.B.:** Each WES PTO executive officer will also complete an annual criminal background review as required by TISD.

### **VIII. Section 4: Quorum**

The WES PTO President shall have a vote when sitting as a member of the executive board. A majority of officers present shall constitute a quorum at all executive board meetings.

### **VIII. Section 5: Transfer of Duty**

Out-going WES PTO executive officers shall complete any outstanding business for the current fiscal year as well as facilitate a smooth transition of duty to any newly-installed officers. All records and reports should be turned over to the incoming officers within 60 days of election. Newly elected executive officers shall assume full official duties at the beginning of the fiscal year, which per **Article IV, Section 9: Fiscal Year** starts on July 1. An appointed officer shall serve the remainder of a vacated term.

### **VIII. Section 6: Calendar**

WES PTO executive board will hold meetings for itself each month during the school year. The meeting times and location will be determined by the President, and every executive officer shall be provided a notice at minimum five (5) full business days prior to each meeting.

**VIII.6.A.:** Special meetings may be called by the President at any time as special circumstances warrant. Notice will be sent at minimum seventy-two (72) hours prior.

## **Article IX: EXECUTIVE OFFICER ELECTIONS**

### **IX. Section 1: Election Cycles**

TISD recommends that WES PTO executive board elections be held every year. Even if the candidates are running unopposed, an election must still be held. For the sake of continuity while avoiding leadership stagnation, half of the WES PTO executive board will be elected each year. The election cycle for ODD or EVEN years will be based on the second half of the current school year; for example, the 2016-2017 school year is an ODD election year. The election cycle for officer positions will be separated as follows:

#### **IX.1.A.: Executive Officer Election EVEN Year Cycle:**

President  
Vice President of Administration  
Vice President of Membership  
Secretary

#### **IX.1.B.: Executive Officer Election ODD Year Cycle:**

Vice President of Fundraising  
Treasurer  
Parliamentarian

### **IX. Section 2: Eligibility**

Any WES PTO member in good standing as defined in **Article V, Section 3: Standing** is eligible to run for an executive office. Candidates must also be from households definitively zoned to WES and have consented to serve if elected.

**IX.2.A.: President.** In addition, those candidates seeking the office of the WES PTO President must have previously served for one school year as a committee chair or as an executive officer of this PTO or at any other PTO operating within TISD.

### **IX. Section 3: Nominating Committee**

The WES PTO Nominating Committee will comprise and submit a slate of candidates, create and count the ballots, and post the results.

**IX.3.A.:** The Nominating Committee is comprised of three to five (3-5) non-executive WES PTO members in good standing and will answer to the Nominating Committee Chair. The Secretary is the executive liaison for this committee and will prepare the

printed ballots for the election. Members of the Nominating Committee will count the ballots upon the close of voting and announce the results.

**IX.3.B.:** WES PTO executive board positions that are open for election will be posted online via the WES PTO website *www.wildwoodelementarypto.com* and announced at a general PTO assembly meeting at least thirty (30) days minimum prior to the election. At that time, recommendations may be taken from the floor in accordance with *Robert's Rules of Order Newly Revised*. Otherwise, nominations for executive officers will be solicited from the membership and submitted to the Nominating Committee. Eligible members interested in serving as executive officers may nominate themselves. Members of the Nominating Committee are not barred from becoming nominees for office themselves.

**IX.3.C.:** The slate of candidates for each executive office will be posted online via the WES PTO website *www.wildwoodelementarypto.com* at minimum fourteen (14) days prior to the election.

#### **IX. Section 4: Election**

WES PTO executive officer elections are held by ballot every year at the first general PTO assembly meeting in April. The WES Principal, or their designee, will conduct the election.

**IX.4.A.:** A quorum of fifteen (15) WES PTO members in good standing is required for an officer election to be held. Each member shall have one vote per household. Absentee ballots and proxy votes are not allowed.

**IX.4.B.:** Ballots shall be counted by the Nominating Committee immediately upon the close of voting. Results will be promptly announced and posted online via the WES PTO website *www.wildwoodelementarypto.com*.

#### **IX. Section 5: Term of Office**

A term of executive office is defined as two (2) academic school years from the assumption of duties, or until the officer's successor is elected. To avoid leadership fatigue and stagnation, WES PTO executive officers shall not be eligible to serve more than one (1) consecutive term in the same office.

**IX.4.A.:** In the event that the WES PTO fails to fill an executive board position at the April election- and while this is not encouraged- the incumbent of the expiring term may choose to remain in office for one (1) additional school year until the next officer election is held the following April.

**IX.4.A.(1):** After a three-year term, and in order to maintain the EVEN and ODD year election cycle schedule, the newly elected officer will then only serve one (1) academic school year in that position before it is once again open for election. This officer may not be a candidate for the same position in that election.

**IX.4.B.: Resignation.** Officer resignation from the WES PTO executive board must be submitted in writing to the President, and must be received one week prior to the effective date.

**IX.4.C.: Vote of *No Confidence*.** Any WES PTO executive officer may be removed from their position for not fulfilling their duties as outlined in these bylaws. This type of censure is not to be confused, nor held in lieu of, any necessary disciplinary action as defined in **Article V, Section 4: Disciplinary Action**.

**IX.4.C.(1):** WES PTO executive officers are elected by the general assembly of members; as such, an officer may be removed before their term expires by a majority vote of *No Confidence*, cast by ballot, at a meeting of the general assembly.

**IX.4.C.(1)(a):** The officer in question may or may not be present at this meeting. If present, the officer should be given to opportunity to speak in their defense. If not present, another member may speak on behalf of the absent officer.

**IX.4.C.(1)(b):** A quorum of fifteen (15) WES PTO members in good standing is required for the vote. Each PTO member shall have one vote per household. Absentee ballots and proxy votes are not allowed.

**IX.4.C.(2):** If the *No Confidence* vote passes, the officer in question will immediately relinquish their position, and will no longer be eligible to hold another executive office within the WES PTO. If no further disciplinary action is deemed necessary, then this type of censure does not forfeit the good standing of this member.

**IX.4.D.: Vacancy.** Only one person can hold a single executive office position at a time. Upon a vacancy occurring in any office of the WES PTO executive board, the President shall appoint an eligible member in good standing to fulfill the duties of the vacated position. Per TISD, at no time should an officer be appointed without the input and approval of the membership. Therefore, this appointment requires a majority vote of the membership in favor of the new candidate at the next general assembly meeting where quorum is present. Once confirmed, the appointed officer shall serve the remainder of the vacated term.

## **Article X: EXECUTIVE OFFICER DUTIES**

The duty of every WES PTO executive officer shall be to:

### **X. Section 1: Report**

Each WES PTO executive officer must present a report of any on-going work in their respective areas of responsibility at executive board meetings and at meetings of the general PTO

assembly as deemed necessary. This may include, but not be limited to, inviting appropriate members to present or to update in regard to a specific committee or project.

### **X. Section 2: Attend**

Each WES PTO executive officer is expected to attend meetings of the executive board, meetings of the general assembly of members, and any other special meetings that may be called. An absent executive officer relinquishes their right to vote at any meeting.

**X.2.A.: Absences.** An executive officer that accumulates three (3) consecutive unexcused absences from the WES PTO executive board meetings will automatically forfeit their position; a vote by the executive board or by the general assembly of members is not required.

**X.2.A.(1):** An excused absence is an absence scheduled in advance, with prior notification sent in a timely fashion as possible to the WES PTO President (i.e. vacation or jury duty); or if the absence is due to unforeseen circumstances such as sudden illness, surgery, or funeral. The officer is expected to report their absence as soon as possible.

**X.2.A.(2):** An unexcused absence is one which is not discussed in advance nor explained after the fact.

### **X. Section 3: Perform**

Each WES PTO executive officer shall perform the specific duties for the office for which they were elected, including, but not limited to those duties delineated in the following:

**X.3.A.: President.** The WES PTO President shall:

**X.3.A.(1):** Preside at all meetings of the general WES PTO assembly of members and executive board meetings. Prepare and submit an agenda for all such meetings.

**X.3.A.(2):** Regularly meet and work with both the WES Principal and the WES PTO executive board to execute planned activities for the academic school year. Represent the PTO at the district level as necessary.

**X.3.A.(3):** Review and approve the work of executive officers and their committees in order that their objectives may be promoted.

**X.3.A.(4):** Regularly meet with the Treasurer to review the organization's financial position and to review WES PTO financial statements monthly.

**X.3.A.(5):** Select an executive officer as the designee to receive bank statements through the mail at their home address. This individual should not be a signer on the account. Upon receipt, the designee should review the activity on the bank

statement and canceled checks for reasonableness. This provides an independent review by an individual not associated with disbursement activity.

**X.3.A.(6):** Schedule annual audit of records, or request an interim audit if the need should arise during the year. The transfer of records and an audit of the financial records should be complete no later than July 1st of each year. Perform additional duties as detailed in all parts of **Article VII, Section 9: Audit Committee.**

**X.3.A.(7):** Communicate as needed any information or activities of the WES PTO to the families of the school. Resolve problems within the membership.

**X.3.B.: Vice Presidents.** The WES PTO vice presidents shall act as aides to the President and shall, in order listed, perform the duties of the President in the absence or inability of the President to serve. Each must remain familiar with the WES PTO.

**X.3.B.(1): Vice President of Administration**

**X.3.B.(2): Vice President of Membership**

**X.3.B.(3): Vice President of Fundraising**

**X.3.C.: Other Executive Officers.** WES PTO executive officers holding the positions of Treasurer, Secretary and Parliamentarian, shall serve as aides to all other officers on an as needed basis, in addition to specific duties defined below:

**X.3.C.(1): Treasurer.** The Treasurer is the authorized custodian of the funds of the WES PTO. This officer receives and disburses all monies indicated in the budget and prescribed in the local bylaws or as authorized by action of the organization. Even though the Treasurer may assign certain duties to another person (i.e. VP of Fundraising), the Treasurer is ultimately responsible for assuring that all financial records are maintained accurately for the WES PTO and follow the TISD *Booster Club and School Support Organization Guidelines*. TISD recommends all persons authorized to handle funds of the PTO be covered by a fidelity bond in an amount based upon the organization's annual income and determined by the executive board. *Note: Due to the increasing requirements placed on non-profit organizations by the IRS, it is strongly recommended that the Treasurer have an accounting background. The Treasurer should also understand the Governmental Accounting Standards Board Statement #39.* The Treasurer shall:

**X.3.C.(1)(a):** Follow all aspects of the WES PTO bylaws in regards to finance.

**X.3.C.(1)(b):** Present a financial statement at each of the WES PTO general assembly meetings. This statement should provide a comparison

of budgeted versus actual expenditures and receipts. Copies should be available for review by the general membership if requested.

**X.3.C.(1)(c):** Receive all monies of the WES PTO, and issue receipts for all monies received. Per **VII.2.B**, deposits should be made when total receipts exceed \$250. If daily receipts are less than \$250, deposits should be made within one week even if the receipts for all days combined are less than \$250. All money should be deposited prior to holidays and weekends.

**X.3.C.(1)(d):** Keep accurate records of receipts and expenditures. Present a current financial report including bank statements, bank reconciliations, and financial statements to the WES PTO executive board within thirty (30) days of the previous month's end. Reconcile all bank statements as received and resolve any discrepancies with the bank immediately. Cash receipts and disbursement reports should be available for review when needed or at the annual audit.

**X.3.C.(1)(e):** Along with the WES PTO President, develop an itemized budget for proposal to the executive board. Pay out funds in accordance with approved budget.

**X.3.C.(1)(f):** Complete and oversee the completion of all state and federal tax forms as required by law. File sales tax reports as required by the State Comptroller's office (monthly, quarterly, or annually). File annual IRS form 990 in a timely manner.

**X.3.C.(1)(g):** Submit records upon request to the WES PTO Audit Committee, or to a Certified Public Accountant hired by the PTO, as outlined in **Article VII, Section 9: Audit Committee**. The transfer of records and an audit of the financial records should be complete no later than July 1 of each year. Records should be kept for a period of 7 years for audit purposes.

**X.3.C.(1)(h):** In accordance to **Article VII, Section 10: Financial Reporting to TISD**, submit end-of-year financial statements, including balance sheet and income statement, to the TISD Chief Financial Officer by August 31 and to the WES Principal by September 15 of each year and present the financial report and audit report at a general PTO assembly by October 31 of each year.

**X.3.C.(2): Secretary.** The Secretary is responsible for keeping accurate records of the proceedings of the WES PTO, and for reporting to the membership. This

officer must ensure the accuracy of the minutes of meetings, and have a thorough knowledge of parliamentary law and these bylaws. The Secretary shall:

**X.3.C.(2)(a):** Report on any recommendations made by the WES PTO executive board. Maintain records of attendance of each officer.

**X.3.C.(2)(b):** Record all business transacted at each general meeting of the WES PTO as well as any executive board meetings in a prescribed format. Maintain all records including minutes, transactions, contracts, correspondence, board votes, approved bylaws and any standing committee rules, member attendance records, committee listings and any or other related documents.

**X.3.C.(2)(c):** Record and present for approval the minutes of all meetings of both the general WES PTO assembly and executive board.

**X.3.C.(2)(d):** Conduct and report on all correspondence on behalf of the organization. Handle all general correspondence for any business of the WES PTO executive board. Coordinate correspondence relating to the PTO with neighborhood newsletters, newspapers, and TISD.

**X.3.C.(2)(e):** Be the executive liaison for the Nominating Committee and perform additional duties as detailed in all of **Article IX, Section 2: Nominating Committee.**

**X.3.C.(3): Parliamentarian.** The primary duty of the WES PTO Parliamentarian is to advise the President on parliamentary law and matters of procedure when requested. The Parliamentarian should be thoroughly familiar with these bylaws and any standing rules of the organization. A copy of *Roberts Rules of Order: Newly Revised* should be maintained by the WES PTO and referenced as needed. The Parliamentarian shall:

**X.3.C.(3)(a):** Attend all meetings of both the general WES PTO assembly and executive board, and to quietly provide advice to the President in conducting the meeting to avoid any error in the proceedings per parliamentary procedure. The President, or presiding officer of the organization, has the sole authority to make decisions or rule on a point of order and is not obligated to follow the recommendation of the Parliamentarian.

**X.3.C.(3)(b):** Advise the WES PTO executive officers, committee chairs, and members, on matters of the standard rules of order, in accordance with these bylaws and in parliamentary authority as contained in *Robert's Rules of Order Newly Revised*.

**X.3.C.(3)(c):** Hold a copy of approved *WES PTO Bylaws*, standing committee rules, recorded minutes, committee listings, as well as a copy of *Robert's Rules of Order Newly Revised* to make available upon request by any member at any meeting of either the general assembly or of the executive board.

**X.3.C.(3)(d):** Chair the WES PTO Bylaw Committee and perform additional duties as detailed in all sections of ***Article XII: Amendment of Bylaws***.

## **Article XI: COMMITTEE GUIDELINES**

### **XI. Section 1: Standing Committees**

Standing committees, as deemed necessary, shall be created by the WES PTO executive board to promote PTO objectives and to carry on the work of the PTO.

**XI.1.A.:** All formed committees must adhere to the following guidelines as found here in ***Article XI***, and shall follow the rules and policies that govern WES PTO.

**XI.1.B.:** Standing committee chairs shall be appointed with the approval of the WES PTO executive board when a vacancy occurs. An executive officer may act as a chair for no more than two (2) standing committees.

**XI.1.B.(1):** WES PTO committee chairs have no term limits. However, failure to fulfill duty of position as expected, lack of communication with their liaison executive officer, excessive absences at committee sponsored events, or failure to attend regularly scheduled committee meetings, are grounds for forfeiture of chair position. This type of censure is not to be confused, nor held in lieu of, any necessary disciplinary action as defined in ***Article V, Section 4: Disciplinary Action***. This type of censure does not forfeit the good standing of this member.

**XI.1.C.:** WES PTO committee chairs are responsible for recruiting their committee members, setting committee meeting dates, and otherwise managing all aspects of their committee with guidance and input from their liaison executive officer.

### **XI. Section 2: Committee Records**

In conjunction with the WES PTO executive officer in charge of that area, committee chairs shall propose a plan of work and then submit that plan of work to the executive board for approval. An approved plan of work is defined as a breakdown of how a particular committee, function, or event, will be conducted and, if applicable, what budgeted funds will be required.

### **XI. Section 3: Special Committees**

Special committees may be formed at any time, either at the request of the President or by a majority vote of the WES PTO membership when quorum is present. Special committees are created for a specific purpose and the committee is automatically dissolved as soon as that purpose is accomplished and the committee report has been made to the executive board.

Special committees should complete their assignments within the current school year. If the objectives are not met at the end of the school year, officers should reappoint members of the committee for the following year until the purpose of the committee has been achieved.

#### **XI. Section 4: Ex Officio**

The WES PTO President shall be member ex-officio of all PTO committees.

### **Article XII: AMENDMENT OF BYLAWS**

#### **XII. Section 1: Purpose**

These bylaws are used to govern the WES PTO. The purpose of these bylaws is to maintain PTO objectives, compliance, and transparency; to help clarify PTO policies and procedures; to maintain fairness, and to not confuse the membership. Bylaws must be reviewed on an annual basis by the WES PTO executive board and by the WES Principal or by their designee. Copies of the organization's bylaws must be on file with the TISD Chief Financial Officer. Revisions, additions, or changes must also be submitted.

#### **XII. Section 2: Proposals**

An organization must be able to adapt to changing conditions by being able to amend its bylaws. Any member in good standing may propose an amendment to these bylaws at any general PTO assembly meeting during the current school year before the month of May. The Parliamentarian shall receive and hold all such proposals for review by the WES PTO executive board at their combined May meeting of officers. The amendment process is as follows:

**XII.2.A.: Bylaws Committee.** After a review of the collected proposals, if the combined WES PTO executive board deems it necessary to pursue any of the proposed revisions, a special Bylaws Committee shall be formed to investigate further at the start of the new fiscal year (see **Article IV. Section 9: Fiscal Year**).

**XII.2.A.(1):** The Bylaws Committee shall be comprised of a current WES PTO executive officer and a general member of the PTO, both appointed by the President and confirmed by a majority vote of the executive board. This committee reports to the Parliamentarian as its governing officer.

**XII.2.A.(2):** This three (3) person Bylaws Committee shall then review all proposed revisions, and construct and vet any appropriate amendments to the bylaws which will then be presented to the WES PTO executive board for further review.

**XII.2.A.: Review.** After approval from both the WES PTO executive board as well as the WES Principal or their designee, the proposed amendments shall then be slated for a vote at the next scheduled general PTO assembly meeting of members. The proposed amendments shall be made available for members to review online via the WES PTO website [www.wildwoodelementarypto.com](http://www.wildwoodelementarypto.com) for a minimum of seven (7) days prior to the general assembly meeting.

**XII.2.A.: Adoption.** At the general meeting, a vote shall be taken to approve or reject each proposed amendment. If a quorum of at least fifteen (15) members is in attendance, a two-thirds vote of those present shall be sufficient to adopt each proposed amendment. New bylaws are not retroactive, but will go immediately into effect with the announcement of the vote to adopt them unless a set time was provided within the new bylaw, or within a portion of the bylaw, to have a later effective date.

**XII.2.A.: Submission.** Signed copies of the amended WES PTO bylaws must then be submitted to TISD and all appropriate agencies of the state and federal governments. A copy of the revised bylaws shall be posted at WES and on the WES PTO website. Signatures include that of the WES Principal, or their designee, and each member of the executive board currently in office.

### **XII. Section 3: Compliance**

Bylaw amendments for continued IRS compliance must be made in a timely fashion to maintain a tax-exempt status as defined by Section 501(c)3. Bylaw amendments for continued TISD compliance must also be made in a timely fashion. Therefore, amendments required for WES PTO compliance by either the IRS or by TISD can be adopted into these bylaws without use of a Bylaws Committee or vote by the membership. However, before adoption, the Parliamentarian must first notify both the executive board and the Principal as well as provide evidence that these amendments for compliance are indeed necessary. The amendments will then go immediately into effect unless the IRS or TISD have set a later effective date.

## **Article XIII: STANDING RULES**

The key differences between bylaws and standing rules relate to scope and effect. Bylaws are designed to be overarching and procedural, while standing rules are specific and administrative. Provisions in the bylaws always supersede any standing rule that may be adopted.

### **XIII. Section 1: Standing Rules**

Standing rules may be approved, modified, or abolished by a majority vote of the WES PTO executive board, and the Secretary shall keep a record of the standing rules for future reference.

## **Article XIV: DISSOLUTION**

### **XIV. Section 1: Dissolution**

Per TISD, to dissolve the WES PTO a resolution should be adopted by the PTO (or by the executive board if the organization is inactive) stating that the question of dissolution be submitted to a vote at a special meeting of the members having voting rights. At least thirty (30) days prior to the meeting, a printed notice should be given to each member entitled to vote stating the purpose of such meeting is to consider the advisability of dissolving the PTO. The request is approved by a majority vote of those present at the special meeting.

**XIV. Section 2: Remaining Funds**

WES PTO must determine the distribution and usage of treasury monies and other assets before dissolution. In order to comply with IRS guidelines, care should be taken to ensure that excess funds are distributed within the framework of the PTO’s original purpose. For example, band booster funds would remain with the musical program at the appropriate affiliated campus. Any other distribution of funds could void the organization’s tax exempt status and force it into a fully taxable situation. Upon a vote to dissolve the PTO, the remaining PTO funds shall first be used to pay any outstanding debt, obligation, liability, cost or expense of the PTO, and then:

**XIV.2.A.:** A vote shall be taken by the WES PTO membership to spend remaining funds on an item or items that benefit the school or,

**XIV.2.B.:** Funds may be held in escrow by the WES Principal for use by a future school PTO. If a PTO is not formed within 24 months, the funds shall revert to WES to be used in a way that benefits the school.

**WES PTO Bylaws** Adopted: July 23, 2015

**WES PTO Bylaws** Amended: November 3, 2016

<u>Sherry Baker</u>	<u>WES Principal</u>	<u>11/03/16</u>
<i>Signature</i>	<i>Office</i>	<i>Date</i>
<u>Robyn J. Charles</u>	<u>WES PTO President</u>	<u>11/03/16</u>
<i>Signature</i>	<i>Office</i>	<i>Date</i>
<u>Michelle Redd</u>	<u>WES PTO Admin VP</u>	<u>11/03/16</u>
<i>Signature</i>	<i>Office</i>	<i>Date</i>
<u>Kimberly Bennett</u>	<u>WES PTO Treasurer</u>	<u>11/03/16</u>
<i>Signature</i>	<i>Office</i>	<i>Date</i>
<u>Mollie Karsteter</u>	<u>WES PTO Secretary</u>	<u>11/03/16</u>
<i>Signature</i>	<i>Office</i>	<i>Date</i>
<u>Paula Gay Luebsen</u>	<u>WES PTO Parliamentarian</u>	<u>11/03/16</u>
<i>Signature</i>	<i>Office</i>	<i>Date</i>