

UNIFORM BYLAWS

Of the

Edison Elementary

Parent/Teacher

Booster Club

Edison, Washington

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Article I

Name and Purpose

Section 1.01. Name. The name of this organization shall be Edison Elementary Parent/Teacher Booster Club. This organization is not affiliated with the Washington Congress of Parents and Teachers.

Section 1.02. Purpose. The organization is organized and operated for the charitable and educational purposes of supporting the children and programs within Edison Elementary School, within the meaning of Section 501 © (3) of the Internal Revenue Code of 1954.

Section 1.03. Goals. The goals of this organization are:

- To promote the welfare and education of children and youth in home, school and the community
- To support the standard of the educational process
- To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth
- To develop between educators and the general public a united effort that will secure the highest advantages for children and youth in physical, mental and social education

Section 1.04. Promoted Goals. The Goals of this organization are promoted through:

- Extracurricular activities of Edison Elementary School deemed appropriate by the Executive Committee
- Considering all requests of Booster Club members and Edison Elementary School teachers, staff and administration.
- Work in conjunction with the facilities and administration of Edison Elementary School and the Burlington-Edison School District before acting on capital improvements and/or equipment purchases
- Fund-raising and encouragement of private and public giving in support of volunteerism, donations, promotional sales, fund-raising events, and volunteer coordinator

Article II

Membership

Section 2.01. Qualification. Membership in the organization is open to the Edison School Community, and all parents or guardians of students who attend Edison Elementary School as well as all educational and service staff that have current employment with Edison Elementary School. The Principal shall be a non-voting, advisory member of the organization. The students of Edison Elementary School shall be considered honorary members of the organization without voice, vote or the privilege of holding office.

Section 2.02. Rights and Responsibilities. The members shall have the right and responsibility to attend meetings and events sponsored by the organization, serve on committees and be nominated and elected to office. Voting members shall have the right to vote for the officers. There shall be no proxy voting.

Section 2.03. Quorum. The members present at any membership meeting of the organization, provided at least seven (7) members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum the membership may not take action. In that event, any matter brought before the membership at a meeting at which a quorum is not present shall be discussed and decided by the Executive Board.

Section 2.04. Meetings. There shall be at least one general annual meeting of the membership in May at which the officers are elected. Such additional business or special meetings may be held alone or in conjunction with an event sponsored by the organization as is determined by the Executive Board or at the request of twenty (20) or more members in writing to the Executive Board.

Article III

Executive Board

Section 3.01. Membership. The Executive Board shall consist of the elective board members of the organization.

Section 3.02. Authority. The affairs, activities and operation of the organization shall be managed by the Executive Board. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, prepare and submit a budget to the membership for approval, and, in general, conduct the business and activities of the organization.

Section 3.03. Meetings. The Executive Board shall meet monthly to prepare for general membership meetings and to conduct the affairs of the organization.

Section 3.04. Quorum. A quorum of the Executive Board for the conduct of business shall consist of at least three (3) officers in attendance.

Section 3.05. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board of Directors (including amendment of these bylaws) or of any committee may be taken without a meeting if all the members of the Board or committee consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board or of the committee as the case may be.

Section 3.06. Participation in Meeting by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as members participating in such meeting can hear one another.

Section 3.07. Reimbursement. Executive Board members shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies, and prior approval.

Article IV

Officers and Their Elections

Section 4.01. Officers. The officers of this organization shall include one President, one or more Vice Presidents, a Secretary and a Treasurer and such additional officer(s) as may be elected or appointed by the Executive Board from time to time. Each additional officer will receive one vote.

Section 4.02. Election. A nominating committee composed of the current President and at least one additional officer and/or Parent Involvement Coordinator shall begin seeking nominees in April of the year in which the candidates will be elected and develop a slate of candidates. The candidates shall be announced to the membership as soon as possible. Additional nominees may be solicited from the floor on the day of the election. Only those who have consented to serve shall be eligible for nomination, either by the committee or from the floor.

Officers shall be elected at the May meeting of the organization by the members present. Officers shall assume their official duties on the last day of the fiscal period (July 31st) following their election.

Section 4.03. Term. Officers shall serve a one-year term. Officers may be elected for up to two consecutive terms in the same office.

Section 4.04. Vacancies. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board.

Section 4.05. Present for Vote. If a person would like to run for an office and cannot be present at the meeting a written notification of position and why they would like that position can be presented at the election meeting.

Article V

Duties of Officers

Section 5.01. President. The President shall be the principal executive officer of the organization and, subject to the control of the Executive Board shall in general supervise and control all of the activities of the organization. The President shall be a member of the Executive Board and, when present, shall preside at all meetings of the Executive Board and all meetings of the membership. The President shall vote only in the case of a tie in a vote of the Executive Board or the membership. The President shall select and appoint the chairpersons of all Standing and Special Committees and shall be an ex-officio member of all committees of the organization. The President should remain impartial when serving as the presiding officer at meetings and be knowledgeable of basic parliamentary procedure. The President should nurture a positive relationship with the Principle and staff and promote a positive image of the organization within the community.

Section 5.02. Vice-President(s). The Vice-President shall be a member of the Executive Board and, in the absence of the President, shall perform the duties of the President. The Vice-President shall perform such other duties as are assigned by the President or the Executive Board. In the case of a vacancy in the office of President, the Vice President shall temporarily assume the duties until the vacancy is filled.

Section 5.03. Secretary. The Secretary shall be a member of the Executive Board. The Secretary shall keep the minutes of the proceedings of the membership and the Executive Board, shall see that all notices are duly given in accordance with these Bylaws, shall be responsible for the publishing of meeting minutes, in general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or the Executive Board.

Section 5.04. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer is the authorized custodian to have oversight of all funds of the organization in accordance with the organization's financial policies. The Treasurer will organize, document, and record all financial activities. The Treasurer will be diligent and conscientious in ensuring all funds are received and spent in accordance with the organization's tax-exempt purpose, bylaws and budget. The financial records belong to the organization and must be available to the other officers and members upon request.

The Treasurer shall:

- Prepare an annual budget for review and approval by the members.
- Ensure that all funds are timely deposited in the organization's authorized bank account(s).
- Ensure that payments and disbursements are authorized by approved budget, or an amendment to the budget.
- Present a written financial report (including income and expenditures and comparing budgeted amounts to actual year-to-date amounts), at each General Membership Meeting of the membership and at other times as requested by the Executive Board.
- See that an annual financial review or audit, as appropriate based on budget size, is conducted and presented to the Executive Board
- Maintain financial records (including financial reports, checkbook, bank statements, deposit slips, cash tally sheets, documentation regarding transactions, IRS Form 990 documents, etc.) and turn all over to the new treasurer.

Article VI

Finances

Section 6.01. Budget. The Executive Board shall present to the membership at the first regular meeting of the membership a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the organization during the year, including serving as approval for anticipated expenditures. Any substantial deviation from the budget must be approved in advance by the membership.

Section 6.02. Obligations. The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the organization.

Section 6.03. Loans. No loans shall be made by the organization to its officers or members.

Section 6.04. Checks. All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer.

Section 6.05. Banking. The Treasurer shall ensure that all funds of the organization are timely deposited to the credit of the organization in such banks or other depositories as determined by the Executive Board. All deposits and disbursements shall be documented by a receipt, an invoice, or other written documentation. All deposits and/or disbursements shall be made as soon as practicable upon receipt of the funds, normally daily, immediately after received and counted.

Every year a letter will be presented to the bank with account numbers removing the previous executive board members not continuing on and adding in any new executive board members. All executive board members must sign the signature card at the bank. Debit cards will be assigned to three (3) members of the organization. A \$500.00 a day spending limit per card, no cash advance and no person charging on the card will be established.

Section 6.07. Financial Report. The Treasurer shall present a financial report at each membership meeting of the organization and prepare a final report at the close of the year in accordance with the organization's financial policies.

Section 6.08. Fiscal Year. The fiscal year of the organization shall be from August 1st to July 31st but may be changed by resolution of the Executive Board.

Section 6.09. Financial Record Retention. All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:

RECORD	HOW TO STORE	PERIOD OF TIME
Year-end Treasurer's financial report/statement, annual Internal Financial Review Reports, IRS Form 990s	Store in corporate record book, binder, or cloud-based software.	<u>At least seven (7) years</u> Consider keeping permanently.
Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents	Compile & file records on a yearly basis. Store in binder or cloud-based software.	<u>Seven (7) Years</u> Store w/financial records. Destroy after seven years.
Treasurer's reports (monthly)	Compile & file records on yearly basis. Store in binder or cloud-based software.	<u>Three (3) Years</u> Store w/ financial records. Destroy after three years.

ARTICLE VII

Basic Policies

Section 7.01. Basic Policies

The following are the basic policies of the Edison Elementary Parent/Teacher Booster Club:

- The organization shall be noncommercial, nonsectarian, and nonpartisan.
- The organization shall not discriminate on the basis of race, creed, gender or national origin.
- The organization or members in their official capacities shall not- directly or indirectly- participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda.
- The organization shall work with Edison Elementary School and the community to provide quality education for all children and youth and shall seek to participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the District School Board and state education authorities.
- No part of the net earnings of the organization shall be distributed to its members, officers or other private persons as payment or loan except that the organization shall be empowered to pay reasonable compensation for services rendered.
- The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting of the Objects of the organization.
- The organizations membership list shall not be released to outside interests.
- The organization shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization.
- The organization shall approve its annual operating budget in the spring of each year prior to the end of the school year.
- The organization shall conduct an audit of its books and records at the close of the fiscal year.

Section 7.02. Existence of Conflict, Disclosure. Directors, officers, employees and contractors of Corporation should refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of the Corporation. A conflict of interest may exist when the direct, personal, financial or other interest(s) of any director, officer, staff member or contractor competes or appears to compete with the interests of the Corporation. If any such conflict of interest arises the interested person shall call it to the attention of the Board of Directors for resolution. If the conflict relates to a matter requiring board action, such person shall not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Board of Directors, excluding the person who is the subject of the possible conflict.

Section 7.03. Nonparticipation in Vote. The person having a conflict shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the room in which the Board is meeting. However, the person may be permitted to provide the Board with any and all relevant information.

Section 7.04. Minutes of Meeting. The minutes of the meeting of the Board shall reflect that the conflict was disclosed and the interested person was not present during the final discussion or vote and did not vote on the matter.

Section 7.05. Annual Review. A copy of this conflict of interest statement shall be furnished to each director or officer, employee and/or contractor who is presently serving the Corporation, or who hereafter becomes associated with the Corporation. This policy shall be reviewed annually for information and guidance of directors and officers, staff members and contractors, and new officers and directors, staff members and contractors shall be advised of the policy upon undertaking the duties of their offices.

ARTICLE VIII
Indemnification

Every member of the Executive Board, officer or employee of the Corporation may be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the Corporation, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

ARTICLE IX
Parliamentary Authority

The current edition of "Robert's Rules of Order Newly Revised" shall be guidelines for the organization where they are not in conflict with these Uniform Bylaws.

ARTICLE X
Distribution of Assets upon Dissolution

Upon the dissolution of the organization, assets shall be distributed to the Burlington Edison School District in care of Edison Elementary School, consistent with the exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code

ARTICLE XI
Amendments

The Executive Board must review the Uniform Bylaws annually and recommend any appropriate changes to the membership for vote. Any changes in the Uniform Bylaws must not take effect for sixty (60) days.

As a 501(c)(3) federally tax-exempt corporation, the IRS requires your governing documents to contain certain provisions pertaining to dissolution, anti-political propaganda and the nature of charitable activities