

Glen Arden Elementary

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Glen Arden Elementary School

Parent Teacher Organization By-Laws

Approved June 2012

Article I – Name of Organization

The name of this organization shall be the Glen Arden Parent Teacher Organization, also known as, GAPTO.

Article II – Purpose

The PTO is organized for the purpose of supporting the education of children at Glen Arden Elementary School, by fostering relationships among the school, parents, and teachers.

Article III – Goals of Glen Arden PTO

The goals of GAPTO are to complement the school's curriculum with additional opportunities for parent, teacher, and students to learn, communicate and grow.

Article IV – Policies

- a. The organization is organized exclusively for the charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter "Internal Revenue Code").
- b. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- c. The name of the organization or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to the promotion of the objectives of the organization.
- d. The organization shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) 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 in attempting to influence legislation by propaganda or otherwise.

e. The organization shall work with the schools 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 people to boards of education, state education authorities, and local education authorities.

f. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private individuals except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

g. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code.

Article V – Membership

a. Any parent or guardian of a student currently enrolled in Glen Arden Elementary School, as well as current Glen Arden Elementary School teachers and staff, may become a PTO member.

b. The PTO shall conduct an annual enrollment of members, but may admit individuals to the membership at any time.

c. Each member shall pay annual membership dues, which shall be established by the PTO.

d. Only members who have paid the annual dues and are in good standing shall be eligible to vote. Each member shall have the right to one vote.

e. The membership year of the PTO shall begin July 1 and end the following June 30.

Article VI – Executive Board and Their Election

Section 1 – Executive Board

a. The officers of the Executive Board shall consist of a President, Vice-President, Secretary Treasurer, Fundraising Coordinator, School Relationship Coordinator and Volunteer Coordinator.

- b. Non-elected positions of the Executive Board shall include the Principal/Assistant Principal and Teacher Representative.

Section 2 – Terms of Office

- a. Officers are elected for one year and may be serve no more than (3) consecutive years as elected officers.
- b. A person shall not be eligible to serve more than (2) consecutive years in the same office. Should a person want to serve a 2nd year in their office they shall be slated without going through the nomination process.
- c. Newly elected PTO board members shall assume the responsibilities of their office July 1 of that year.
- d. A person may only hold (1) voting position at a time.
- e. A board member may chair a special committee.

Section 3 – Eligibility

Only PTO members shall be eligible to serve in any board position and only PTO members are eligible for nomination.

Section 4 – Nominations/Elections

- a. There shall be a nominating committee composed of the President, Vice-President and four (4) non-Executive Board members.
- b. Only members who have paid the annual dues and are in good standing shall be considered for the nominating committee. Exception – One exiting board member may be considered for the nominating committee. The PTO Board shall elect this committee in March, prior to the election of officers in May.
- c. The PTO shall send out a nomination notice to all parents whose children attend GAES no later than April 15 to give them the opportunity to nominate someone or themselves for the PTO position. Again, only PTO members will be eligible for nomination.
- d. Current board members can nominate others.
- e. The nominating committee shall select an eligible person for each board position by April 30th and present the slate at the May general membership meeting.
- f. No person shall be elected to office without his or her consent.

Section 5 – Voting

Voting shall be by voice vote when the slate is presented at the May general membership meeting for the seven board positions.

Section 6 – Vacancies

- a. A person(s) elected by a simple majority vote of the executive board shall fill any vacancy occurring in the office, for the remainder of the term. Exception – if the Vice President position is vacated the Executive Board forms a nominating committee and the election process is implemented.
- b. In the event any current officer no longer has a child enrolled at GAES, for any reason, the said officer will be considered to have resigned, and the executive position will be considered vacant and can be filled according to the provision listed above.
- c. If there is a vacancy in the office of President, the Vice-President will become President. At that time the Vice-President position will be filled according to provision (a) listed above.
- d. A person may serve only two consecutive years in the same office except when a person obtains the office due to a mid-term vacancy and is elected by the Executive Board.

Section 7 – Removal from Office

A board member could be subject to removal at any such time that he or she fails to perform assigned duties, is corrupt, or any act/behavior that brings dishonor to, or negates the purpose and/or goals of this organization.

Article VII – Duties of Each Executive Board Position

Section 1 – President

The President shall:

- a. Preside over all meetings of the PTO.
- b. Be a member, ex officio of all committees.
- c. Coordinate the work of all the officers and committees so that the purpose of the organization is served.
- d. Represent the PTO at meetings outside the organization.
- e. Sign checks, notes, etc., along with the treasurer.
- f. Serve as primary contact for the principal.
- g. Work with teachers to assess their needs.

- h. Appoint special committees as needed.
- i. Prepare, along with the Executive Board, the yearly budget for the new school year.
- j. Present by-laws with the Executive Board at the first board meeting.

Section 2 – Vice-President

The Vice-President shall:

- a. Assist the President as needed.
- b. Carry out the duties of the President in his or her absence.
- c. Act as chairperson of PTO membership.
- d. Maintain the membership list.
- e. Assume role of President the following school year.
- f. At the end of school year, is responsible of removing any board members name front the PTO bank account and sign on current board members to the account.
- g. Replace all online passwords related to PTO funds and information.

Section 3 – Secretary

The Secretary shall:

- a. Record minutes of the Executive Board meeting and general membership meetings.
- b. Forward copies to each Executive Board member within two (2) consecutive weeks of meeting.
- c. Publish the minutes from the preceding PTO meeting at each monthly PTO meeting.
- d. Attend to the official correspondence of the PTO, including the monthly newsletter as well as gestures of appreciation and sympathy on behalf of the PTO.
- e. Act as liaison with the school appointed website coordinator.
- f. Shall work with the school administrator in maintaining current information that is to be published in the web-based newsletter and social media networks.

Section 4 – Treasurer

The Treasurer shall:

- a. Receive and deposit all funds of the organization in a timely manner.
- b. Keep an accurate record of receipts and expenditures.
- c. Pay out funds in accordance with the approved budget or as authorized by the Executive Board.
- d. Present a financial statement to the Executive Board at every meeting.
- e. Prepare, along with the Executive Board, the yearly budget for the new school year.
- f. Perform the complete and timely filing of all federal and state tax returns as well as financial reports pertaining to the PTO's 501 (c) (3) status.
- g. Publish an updated financial statement to each PTO member monthly.

Section 5 – Fundraising Coordinator

The Fundraising Coordinator shall:

- a. Oversee all fundraising activities.
- b. Oversee and solicit donations, etc.
- c. Work closely with board members and volunteers to ensure event success.

Section 6 – School Relationship Coordinator

The School Relationship Coordinator shall:

- a. Coordinate and recruit classroom volunteers.
- b. Organize and solicit volunteers for Teacher Appreciation Events.
- c. Plan and oversee teacher appreciation events throughout the year.

Section 7 – Volunteer Coordinator

The Volunteer Coordinator shall:

- a. Recruit and organize volunteers for school activities.
- b. Recruit committee chairs for school activities.
- c. Recruit volunteers from the community.
- d. Recruit volunteers as needed for the Principal.

Article VIII – Responsibilities and Duties of the Executive Board Members

Section 1 – Executive Board Responsibilities

The Executive Board shall manage the affairs of the GAES PTO in the intervals between the general membership meetings. The Executive Board has the power to act in an emergency without the consent of the PTO general membership. Majority of the Executive Board, being half plus one, shall constitute a quorum for the transaction of business.

Section 2 – Duties

The duties of the Executive Board shall be:

- a. To attend meetings once a month and three (3) general memberships meeting throughout the school year.
- b. To transact business between meetings in preparation for the general meetings.
- c. To create standing rules and policies.
- d. To create special committees.
- e. To approve plans from these committees.
- f. To prepare and submit a budget for approval by the PTO general members.
- g. Upon completion of term, turn over all relevant documents and information to the incoming board members.
- h. No officer shall secure any contract in the name of the PTO without the approval to do so by the Executive Board. Any approved purchases must be made within the budgetary restrictions.

Section 3 – Principal's Role

The Principal acts as the liaison between the school and the PTO, and ensures that all PTO activities are in accordance with school policies and procedures. The Principal will provide a secure location for PTO records for the past seven (7) years.

Article IX – Committees

Section 1 – Special Committees

The Executive Board of the PTO may form special committees, as necessary, to carry on the work of the PTO organization. They must be members of the PTO. Special committees are created and appointed for a specific purpose; they automatically go out of existence when the work is done and the final report is received. Their duties are:

- a. The chairman of each committee shall present a plan of work to the Executive Board for approval.
- b. No committee work shall be undertaken without the consent of the Executive Board.
- c. The President shall be a member ex officio of all committees except the nominating committee.
- d. All correspondence shall be copied to the President and Vice-President.
- e. Report progress at PTO Executive Board meetings.
- f. Work with the standing committee coordinators.
- g. Submit reports to the Executive Board upon completion of the project/event.

Article X – General Membership Meetings

Section 1 – Policy

At least two (2) general membership meetings shall be held during the current school year. The PTO Executive Board will determine the dates. General members shall be notified of the meetings at least seven (7) days prior. The Executive Board may call additional meetings if necessary.

Section 2 – Voting

PTO business shall be satisfied by either: A majority vote of the general members present during a general membership meeting with a quorum of no less than twenty (20) members of the PTO in attendance, not including the Executive Board; electronic majority vote of the votes received whereby detailed voting instructions and a motion is distributed and/or made available to all known general members through electronic or other reasonable means no less than seven (7) days prior to the vote

Article XI – Funds

Section 1

A tentative budget shall be drafted prior to each school year and approved by a majority vote of the members present at the first general membership meeting. The budget will be made available at least seven (7) days prior to the meeting.

Section 2

The Treasurer shall keep accurate records of any disbursements, income, and bank account information. The Executive Board will appoint a Bookkeeper position.

Section 3

The Executive Board shall approve any expenses outside of the approved budget of the organization.

Section 4

The Executive Board retains the power to amend the approved budget up to a total of \$1000 per fiscal year, by a unanimous vote.

Section 5

Two authorized signatures shall be required on each check over \$100. Authorized signatures shall be the President, Treasurer and Vice-President.

Section 6

Reimbursements for all expenses shall be made only after the PTO treasurer receives receipts attached to a signed check request form. Final reimbursements to be paid to a person(s) requesting reimbursements for a school year may be accepted until the last work day in June. After June, persons forfeit the right to be reimbursed unless Executive Board unanimously approves to reimburse said receipt.

Section 7

The PTO is authorized to carry over funds for the following school year as recommended by the Executive Board and stated in the budget. The annual carry-over amount shall not be less than \$7,500.

Section 8

President, Vice President, Treasurer, Bookkeeper are to have access to all online accounts that are related to the the PTO funds.

Article XII – Audits

a. A financial review committee, appointed by the President and approved by the Executive Board, shall review the PTO books annually before the books are turned over to the new board. The committee should consist of at least one outgoing or current board member and one incoming board member, along with at least one other current member of good standing. This committee may not include either the outgoing or incoming Treasurer.

b. This committee will review receipts and verify them with the request paperwork. The committee's report will be submitted to the Executive Board at the first general meeting of the new school year.

- c. An audit form shall be completed and submitted to the Executive Board for the treasurer's file.

Article XIII – By-Laws

Section 1 – Confirmation

The PTO by-laws shall be confirmed every three (3) years during the first general membership meeting.

Section 2 – Amendments

By-law amendments shall:

- a. Be amended at any general or special PTO membership meeting by a quorum vote. A copy of the By-laws and a notice of this meeting shall be given at least seven (7) days prior.
- b. The amendment shall be effective immediately upon voting.

Article XIV – Conflict of Interest Policy

Section 1 – Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. 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.

Section 2 – Definitions

- c. Interested Person. Any director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.
- d. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the organization has a transaction or arrangement.
 - b. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or

c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. “Compensation” includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

e. A financial interest is not necessarily a conflict of interest. Under Procedures – Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing Executive Board or committee decides that a conflict of interest exists.

Section 3 – Procedures

a. **Duty To Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.

b. **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

c. **Procedures for Addressing the Conflict of Interest.**

a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the organization 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.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization’s best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflict of Interest Policy.

. If the governing board or committee 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.

a. If, after hearing the member's response and after making further.

Article XV – Dissolution

Section 1 – Procedure

The PTO may be dissolved when a vote is taken at the next scheduled PTO general membership meeting and the request is approved by a quorum vote.

Section 2 – Remaining Funds

Upon a vote to dissolve the PTO, the remaining PTO funds shall first be used to pay any outstanding PTO debt and then either:

a. A vote shall be taken by the PTO membership to spend the remaining funds on an item or items that benefit the students; or

b. The remaining funds may be donated to another 501 (c) (3) charity; or

c. If the remaining funds are not spent the disposal of funds will follow the procedure stated in the North Carolina Department of The Secretary of State – Articles of Incorporation #8.

d. If the school ceases to exist, remaining PTO assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

GLEN ARDEN PTO BYLAWS

Date approved ____ June 30, 2011 _____

President's Signature ____ Kelley Waller _____

Amended Date ____ May 2012 _____

President's Signature ____ Amy Wamsley _____

Amended Date _____ May 21, 2013 _____

President's Signature _____ Twyla Ryan _____