

BYLAWS

WESTERGARD ELEMENTARY SCHOOL

PARENT TEACHER ORGANIZATION

1. NAME

The name of the organization shall be Westergard Elementary School Parent Teacher Organization (PTO the “**Corporation**”).

2. PURPOSE

The PTO is a non-profit organization that exists for charitable, educational, and scientific purposes, including the making of distributions to organizations that qualify as exempt organizations and under section 501(c)(3) of the Internal Revenue Code.

The purpose of the PTO is to enhance and support the educational experience at Westergard Elementary School (the “**school**”) to develop a closer connection between school and home by encouraging parental involvement, and to improve the environment at school through volunteer and financial support.

3. MEMBERSHIP

3.1 Members: All parents and guardians of a student attending Westergard Elementary School, and all members of the administrative and teaching staff of Westergard Elementary are automatically members (“**Members**”). The Corporation admits Members of any race, color, religion, national or ethnic origin, and sexual orientation to all the rights, privileges, programs and activities generally accorded or made available to Members.

3.2 Voting Rights: Each Member will be entitled to one vote on any matter submitted to the Board with a request for a vote. To vote, the Member must be present at the Regular Board meeting.

3.3 Scope: The active membership year shall be from the beginning of each school year to the beginning of the next school year. Persons representing the PTO have no authority to enter into contractual or financial commitments with the exception of the PTO President or as otherwise authorized in writing by the PTO President.

4. EXECUTIVE BOARD OF OFFICERS AND ELECTION

4.1 Composition: Executive Board for the Corporation is made up of the Officers of the Board: President, Vice President, Secretary, and Treasurer. They shall collectively be called “**Executive Board**”, “**Board**”, or individually as “**OFFICER**”.

4.2 Terms of Office:

(a) Officers are elected for two (2) years and may serve no more than two (2) consecutive terms in the same office.

(b) If an Officer steps down during any point in their term, the position will be filled by appointment of the Executive Board, and the position will be up for re-election in April following their appointment, the next election time.

4.3 Vote: Each Officer will have one vote.

4.4 Qualifications: All Officers must

(a) be Members (as defined in section 3.1);

(b) have the skills necessary and desirable qualifications individually to fulfill the duties of the position in which they serve and;

(c) have the ability to work cooperatively with the Board to fulfill these duties of the position in which they serve and further the purposes of the Corporation;

(d) be able to attend scheduled General meetings, Executive Board meetings, working sessions and PTO related or sponsored events;

4.5 Removal from office: Officers can be removed from office with or without cause by a two-thirds ($\frac{2}{3}$) vote of those present (assuming a quorum) at a General Meeting where previous notice has been given.

4.6 Advisor to the Board -- The School Principal/Advisor shall:

(a) attend General Meetings of the PTO and make Principal Updates at the General Meetings as needed;

(b) act as the liaison between the School, and the parents and faculty of Westergard and WCSD;

(c) keep PTO informed on WCSD activities and information in addition to the needs of the School;

(d) option to attend monthly PTO Executive Board meetings or send a proxy to the best of their ability;

(e) have the ability to designate an alternative school official to serve in this role in his/her place;

(f) Executive Board will follow the recommendations of the Principal Advisor in matters regarding Faculty, School and WCSD.

4.7 Officer Roles

(a) President -- The President shall:

1. be the chief executive Officer and general manager of the Corporation and will generally supervise and control all of the business and affairs of the Corporation, subject to the direction of the Board;
2. perform all the duties incident to this office and such other duties as may be required by law, or as the Board or these Bylaws may require;
3. preside at all meetings of the Officers and make reports to the membership at large;
4. be responsible for overseeing filing and maintaining (with or without an independent third party) all Corporate documentations and filings, such as but not limited to Statement of Information (Secretary of State), Articles of Incorporation, Corporate ByLaws, Business License documentation and Corporate Tax Filings;
5. communicate with the Principal and stay regularly apprised of School, and district calendar of events and keep the Principal apprised of the PTO calendar of events
6. collaborating with Principal to have teacher representatives to the PTO
7. oversee the board's roles, responsibilities, and duties and propose amendments to them as needed
8. in collaboration with Vice President develop fundraising and community building activities by creating a calendar of events
9. be a member ex-officio of all committees
10. appoint special committees
11. responsible for increasing Member participation in the PTO

(b) Vice President -- The Vice President shall;

1. in the absence or disability of the President, or in the event of the President's failure to fulfill duties, perform any or all of the duties of the President, and when so acting, will have the powers of, and be subject to the restrictions on the President;
2. monitor and report on fundraising participation levels and provide input for yearly fundraising plan for the PTO;
3. in collaboration with President create a calendar of PTO events for the school year;
4. responsible for increasing Member participation in the PTO

(c) Secretary -- The Secretary shall;

1. certify and maintain an original or copy of these Bylaws as amended,

2. take and record minutes and see that the notes of general meetings are posted to PTO site for its Members in a timely manner;
3. keep or cause to be kept a book of minutes of all General meetings and closed working sessions of the Board, recording the time and place of holding, whether regular or special, and if special, how authorized, the notice given, the names of those present, and the proceedings thereof;
4. see that all notices are duly given in accordance with the Bylaws and distribute minutes of:
 - (1) Board Meetings to the Board within (5) five days of the last meeting via email
 - (2) General Member meetings to the Board within (5) five days of the last meeting via email for approval within (2) two days; once approved minutes will be posted to the Westergard PTO website;
5. assist the President in filing and maintaining (with or without an independent third party) all Corporate documentations and filings, such as but not limited to Statement of Information (Secretary of State), Articles of Incorporation, Corporate ByLaws, Business License documentation, and Corporate Tax Filings;
6. in the absence of both the President and the Vice-President from a meeting, call the meeting to order and appoint a temporary chairperson. be responsible for collecting at the end of the year from each standing committee a report on their activities, events, and budget for the year
 - (1) For PTO events; event reports will be completed within a week after event and collected by Secretary
 - (2) create a historian file including meeting minutes, budgets, communications, event reports, and standing committee end of year reports which can then be passed on to the next Secretary
7. responsible for increasing Member participation in the PTO

(d) Treasurer -- The Treasurer shall;

1. have custody and to be responsible for all funds and investments of the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies, or other depositories as may be directed by the Board;
2. to receive and safely keep and ensure money handling procedures are followed for money due and payable to the Corporation;
3. disburse or cause to be disbursed the funds of the Corporation as may be directed by the Board, taking proper vouchers for such disbursements;
4. keep and maintain adequate and correct books and records of the Corporation's properties and business transactions, including the Corporation's accounts of its assets, liabilities, receipts, disbursements, gains and losses;
5. present an annual budget at the beginning of the school year, and a full report at the year-end meeting

6. prepare monthly updates of the budget to be presented at the General Meetings and post monthly updates of the budget to the website
7. have responsibility for preparing and monitoring the budget of the Corporation;
8. develop and follow the Corporation's Internal Controls and Cash Policies;
9. keep and reconcile the Corporation's checkbooks and bank accounts;
10. submit all requested/required financial data to the Finance Audit Committee;
11. be responsible for clearing any overspending in budget line items of \$50.00 or less;
12. call to vote by Board, via written consent or meeting, any expenditures of greater than \$50.00 and less \$400 that is not listed in the budget;
13. research and present all Special Funding Requests under \$400 to the Executive Board and over \$400 to the Executive Board and General Meeting of Members;
14. prepare or cause to be prepared all statements, forms, or returns as may be required by Federal, State, or local taxing authorities corporation;
15. work with Finance Internal Audit Committee to ensure objective, fair and complete audit occurs yearly
16. responsible for increasing Member participation in the PTO

4.8 Determination of additional Officers Responsibilities

Upon the election of a new slate of Board of Officers, the Officers will decide amongst themselves who will take on the additional responsibilities listed in 4.9.2.

4.9.1 Officer's Additional Role Responsibilities Addendum

After coming to an equitable agreement of Officer Roles and responsibilities, the Board shall sign an addendum to these Bylaws entitled Officer's Additional Role Responsibilities for 20XX - 20XX at the beginning of each term. The signed addendum shall then be filed with the Secretary of the outgoing Board prior to the jointly held general PTO meeting at which the incoming Board begins its term.

4.9.2 Additional Responsibilities of the Board of Officers

The following is not an exhaustive list; responsibilities can be added and amended in the addendum as agreed upon by the incoming Board in collaboration with the outgoing Board prior to filing with the outgoing Board Secretary.

1. shall add to, maintain and utilize parent contact list for recruiting Leads and volunteers and work with Administration to make sure all volunteers go through background check and understand

- school confidentiality policies and shall actively pursue programs and drives to increase Member participation in the PTO
2. shall develop and update guidelines and forms by which PTO members can request events be added to the Master Calendar and work with the Executive Board and Administration to make sure all school events, activities, and celebrations meet WCSD and statewide health and safety guidelines.
 3. shall be responsible for producing flyers, announcements and posts for special events, fundraisers, and general PTO announcements through means such as but not limited to Newsletter, email campaigns, and the PTO website and social media;
 4. All such communications should be shared with Secretary for maintenance of records
 5. maintain and update the PTO website with all event-related materials, meeting minutes, post-event workups, other PTO documents;
 6. shall develop and update guidelines for Room Parents and collaborate with Faculty to recruit and select Room Parents; and Officer shall work with Room Parents in engaging students and parents in activities and events at Westergard
 7. shall make sure each PTO and School event have a member Lead as well as PTO Board Liaison and assist volunteers in staying within budget, nutritional and other guidelines as outlined by the Board and the WCSD

4.10 Nomination and Elections

At the second to last General Meeting of the school year, the Executive Board shall present a slate of candidates for all open positions for the following year. At that meeting, nominations may also be taken from the floor. If there are no further nominations, a vote shall be by voice vote. If more than one person is running for an office, a ballot vote shall be taken and the new Officers shall be announced at the next General Meeting. The duties of the Officers shall be assumed at the close of the last General Meeting of the school year.

5. GENERAL MEETING OF MEMBERS

5.1 Meetings and Quorum of the Members: A number of at least five (5) Members of the organization, including the Officers will constitute a quorum for the transaction of business at a meeting of the Members. In the case of an event where the majority of the membership is unable to vote in person, voting can be held online in a virtual meeting.

5.2 Special Meetings: Special Meetings may be called by the president, any two members of the executive board, or give general members submitting a written request to the president. Previous notice of the special meeting shall be sent to the members at least 5 days prior to the meeting by flyers, electronically, or PTO website.

5.3 Notification of Meetings: Members should be notified of the meetings, at minimum, via PTO website at least one week prior to the meeting.

6. EXECUTIVE BOARD

6.1 Duties: The duties of the Executive Board shall be to transact business between meetings in preparation for the General meeting, create standing rules and policies, create standing and temporary committees, prepare and submit a budget to the membership, approve routine bulls, and prepare reports and recommendations to the membership.

6.2 Meetings:

(a) Executive Board Meetings: There will be at least six (6) closed session Executive Board each school year.

(b) General PTO Meetings: The Executive Board will oversee at least three (3) General PTO meetings of the general membership each school year.

(c) Special Meetings: Special General Member meetings may be called when requested by a majority of the Board.

(d) Working Sessions: In addition to monthly closed Executive Board Meetings, members of the Executive Board can call working sessions. Working sessions do not require a quorum and are as such not decision making meetings.

6.3 Quorum: Quorum shall consist of one-half (1/2) of the authorized Officers plus one (1) or 51% so long as at least one (1) Officer is present will constitute a quorum for the transaction of business.

6.4 Action by Board Without Meeting: Any action permitted to be taken by the Board may be taken without a meeting if the items will be for less than \$400, and if a majority of the Officers individually or collectively consent in writing to such action. Writing can be either via handwritten note, or electronic means provided to the Secretary and copied to the remainder of the Officers to conduct business during his/her term.

7. COMMITTEES

Committees shall be created by the Executive Board as may be required to promote the purpose of the PTO. The Chairperson of the committee shall recruit additional committee members and volunteer helpers.

8. POLICIES

8.1 Confidentiality Policy:

- (a) The Executive Board is committed to protecting the confidentiality of student information as maintained by the School District. Student privacy during school hours and the District's use of student information are both protected by federal and state law.
- (b) All PTO members will act in accordance with the utmost responsibility in maintaining the privacy and security of all students and student records.
- (c) The Executive Board directs all of its members volunteering at the school to maintain the utmost discretion with regards to student privacy, protection and security obligations in accordance with this policy and applicable laws.

8.2 Information Technology Policy:

- (a) All members of the Board should use emails created under the Westergard domain for all PTO related communication.
- (b) The Board email addresses in the Westergard domain should ONLY be used for PTO official communication, contact with school officials or outside parties for PTO business purposes.
- (c) All Board member communication in the Westergard domain should be considered public, and members should avoid discussing personal matters.

8.3 Social Media Policy:

- (a) All PTO members posting on PTO social media platforms like Facebook should be respectful of others in the group.
- (b) Any member can be removed from PTO social media groups if they indulge in personal attacks, abusive language, discriminatory behavior, intentionally share false or misleading information or use the platform for business promotion without prior approval.

8.4 Condolences Policy:

It is the policy of the Westergard PTO when there is a death in the family of a teacher or staff member the PTO will send condolences. The condolence will be limited to immediate family, this is to include parent, spouse, sibling or child only.

If there is a death in the family of a student or of a student the PTO will defer to the policy of the school in dealing with this information and will keep everything confidential until such time as otherwise advised by the Administration Westergard Elementary School.

The amount to be spent on each occurrence will not exceed \$100.

9. FUNDS MANAGEMENT

9.1 Budget:

- (a) The Treasurer shall develop a budget for each school year, which shall include the planned income and expenditures. The budget shall also provide for a sufficient carryover of funds to enable the organization to function at the start of the new school year. A net cash carryover as of June 30th, would be no less than \$15,000.00 (Net cash is defined as cash less any unpaid items).
- (b) The budget shall be presented to the Executive Board and PTO membership for approval at the last General Meeting of the school year.
- (c) Unbudgeted financial items or budget overruns will be reviewed by the Executive Board.
- (d) The budget may be amended by a vote of the membership at any regularly scheduled General Meeting, or at any Special Meeting called for that purpose.
- (e) Discrepancies of amounts under \$50.00 can be amended at the discretion of the Treasury Lead or co-Treasurer without a Special Meeting or vote of the Directors or Members.
- (f) Discretionary funds under \$400.00 will be voted on by the Executive Board without meeting and do not require a vote by the Members.
- (g) PTO Financial Policy should be followed at all times.

9.2 Funds: Funds allocated for specific expenditures must be used by the end of each school year or be returned to the Corporation general fund.

9.3 Audits: A volunteer Finance Internal Audit Committee may provide assistance to the Board in fulfilling its oversight responsibility relating to the organization's financial operations. The audit committee must be given access to the Board's financial records, and any member of the Board must be available to respond to questions or provide materials necessary to facilitate the audits. The Audit Committee must be made up of members who were external to the PTO Board in the year the audit is for and at no time should any member of the committee be recommended by the treasurer. External audits may occur upon the request of the school district.

10. LIABILITY

10.1 Liability: No member, Officer or agent of this Corporation will be personally liable for the debts, liabilities or obligations of the Corporation.

10.2 Exculpation: No member, Officer or agent of the Corporation (collectively, the "Covered Persons") liable to the Corporation or any other Person who has an interest in or claim against the Corporation for any loss, damage or claim incurred by reason of any act or omission performed or omitted by such Covered Person in good faith on behalf of the Corporation and in a manner reasonably believed to be within the scope of the authority conferred on such Covered Person by these Bylaws, the Corporation's Articles of Incorporation, or applicable law.

10.3. Insurance: This Corporation is required to purchase and maintain insurance to the full extent permitted by law on behalf of its Officers, and other agents, to cover any liability asserted against or incurred by any Officer, or agent in such capacity or arising from the Officer's, or agent's status as such. This insurance must also cover school functions or events that aren't covered by the School's insurance.

10.4 Compliance with Federal Exemption laws: This PTO shall comply with all laws pertaining to Federal exemption status pursuant to Section 501(c)(3) status of the Internal Revenue Code. This PTO shall comply with requirements of receiving tax-exempt contributions pursuant to Section 170(c)(2) of the Internal Revenue Code. This PTO shall be organized and operated exclusively for exempt purposes. No part of the net earnings of the PTO shall inure to the benefit of, or be distributable to its members or officers or other private persons, except that the Executive Board shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes in Article II. In addition, it shall not attempt to influence legislation as a substantial part of its activities.

11. AMENDMENTS AND RULES OF ORDER

11.1 Amendment: These bylaws may be amended at any General or Special Meeting by a two-thirds ($\frac{2}{3}$) majority vote of the Members present provided notice of the proposed amendment was given at a previous meeting, with time for comment and discussion before vote.

11.2 Dissolution: The organization may be dissolved with previous notice (14 calendar days) and a two thirds ($\frac{2}{3}$) vote of those present at the meeting. Any remaining funds shall be used to pay any outstanding bills and with membership approval, shall thereafter be spent for the benefit of the school. All major assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

11.3 Rules of Order: The rules contained in Robert's Rules of Order Revised will govern the Corporation in all matters of parliamentary procedure to which they are applicable and not inconsistent with the Bylaws.