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Bylaws for

Evans Middle School Parent Teacher Organization

Article I: Name

The name of this Organization is the Evans Middle School Parent Teacher Organization (“PTO” or “Organization”), McKinney, Texas.

Article II: Articles of Organization

The “Articles of Organization” of a constituent organization include:

- a. The bylaws of such organization; and
- b. The certificate of incorporation or articles of incorporation of such organization (in cases in which the organization is a corporation) or the articles of association by whatever name (in cases in which the organization exists as an unincorporated association).

Article III: Purposes

Section 1. The purposes of the Evans Middle School PTO are:

- a. To promote the welfare of children and youth in home, school, and community;
- b. To secure adequate laws for the care and protection of children and youth;
- c. To bring into close relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth; and
- d. To develop between educators and the general public such unified efforts as will secure for all children and youth the highest advantages in physical, mental, and social education.

Section 2. The Organization is organized exclusively for the charitable, religious, 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”). This nonprofit organization has all the powers, duties, authorizations, and responsibilities as provided in the Texas Non-Profit Corporation Act. (the “Act”). However, the Organization may not exercise any power, or engage directly or indirectly in any activity, that would invalidate its status as a

corporation that is exempt from federal income tax as an organization described in Section 501(c)(3) of the Code.

Article IV: Basic Policies

The following are basic policies of the Evans Middle School PTO:

- a. The Organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. 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 promotion of the objects of the organization.
- c. The Organization shall not – directly or indirectly – participate or intervene (in any way, including the publishing or distribution 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 to attempting to influence legislation by propaganda or otherwise.
- d. 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.
- e. No part of the net earnings of the Organization shall be allocated to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons 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 III hereof.
- f. 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.
- g. Upon the dissolution of this Organization, after paying or adequately providing for the debts and obligations of the Organization, the remaining assets shall be distributed to one or more non-profit funds, foundations or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.
- h. The PTO shall prohibit voting or voting by proxy on any issue where a conflict of interest could be construed on the part of the voter.
- i. The Organization shall not enter into membership with other organizations except such organizations as may be approved by the Evans PTO Executive Board. The Organization may cooperate with other organizations and agencies concerned with child welfare, but a PTO

representative shall make no commitments that bind the group he represents.

- j. Officers may not receive any compensation for their services as an Officer, but may receive reimbursement for expenses incurred on behalf of the Organization or in attending meetings of the Executive Board.

Article V: Members and Dues

General Powers. The activities, property and affairs of the Organization will be managed by its Executive Board, who may exercise all such powers of the Organization and do all such lawful acts and things as are permitted by law, by the Articles of Incorporation, and by these Bylaws.

Section 1. Membership in this PTO shall be made available without regard to race, color, creed or national origin, to any individual who subscribes to the “Purposes” and basic policies of the PTO.

Section 2. This PTO shall conduct an annual enrollment of members, but may admit persons to membership at any time.

Section 3. Each member of this PTO shall pay such annual dues to said organization as may be prescribed by the Organization.

Section 4. Only members of the Organization shall be eligible to participate in the business meetings or serve in any elected or appointed position.

Section 5. Dues paid by each member(s) of this PTO shall be decided no later than the end of the current fiscal year by the newly elected PTO president and the Executive board.

Article VI: Officers and their Election

Number, Election, and Qualifications. The number of Officers will be determined from time to time by the Executive Board, but at all times will be three or more. No decrease in number will have the effect of shortening the term of any incumbent Officer.

Section 1. Each officer shall be a member of this PTO.

Section 2. Officers and their election.

- a. The Officers of this Organization shall consist of a President, 6 3Vice-Presidents, a Secretary, a Treasurer, an Historian and a Parliamentarian.
- b. Officers shall be elected by ballot before the end of the school year. However, if there is but one nominee for an office, election for that office shall be by voice vote. The President, subject to the approval of the newly elected Officers, shall appoint the Historian, and Parliamentarian Officers who will be non-voting members.
- c. The existing Officers shall be responsible for all duties through the current school year.
- d. Newly elected Officers shall assume their official duties following the close of the current school year and shall serve for a term of one year or until their successors are elected.

Section 3. Nominating Committee:

- a. There shall be a nominating committee composed of at least three (3) members and one (1) alternate who shall be elected by the general body at a general meeting prior to the election of officers. The committee shall elect its own chairman immediately following the meeting.
- b. The nominating committee shall nominate an eligible person for each office to be filled and report its nominees at the general meeting before the end of the school year, at which time additional nominations may be made from the floor.
- c. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.
- d. No member shall automatically serve on the nominating committee because of his or her office in the Organization or position in the school system.
- e. The President does not serve as a member of this committee, nor does he appoint any member of the committee.

Section 4. Vacancies

- a. A vacancy occurring in any elected office may be filled for the un-expired term by a person elected by a majority vote of the Executive Board.
- b. In case a vacancy occurs in the office of President, the First Vice President shall serve as President until the Executive Board selects a new President.

Section 5. Reason to Remove

- a. By two-thirds vote of the Executive Board an officer may be removed from office for failure to perform duties, misconduct, or for missing three (3) consecutive regularly scheduled meetings.
- b. By a majority vote of the Executive Board, chairmen may be removed from their positions for failure to perform duties, by performing actions unapproved by the Executive Board, or failure to follow PTO procedures.

Article VII: Duties of Officers

Section 1. The President shall:

- a. Coordinate the work of the officers and committees of the Organization in order that the “Purposes” may be promoted;
- b. Confirm that a quorum is present before conducting any business at any meeting of the Organization;
- c. Preside at all meetings of the Organization;
- d. Appoint the Historian and Parliamentary Officers, subject to approval of the Executive Board;
- e. Appoint chairmen of special committees subject to approval of the Executive Board;
- f. Be authorized to sign on bank accounts (two of four authorized signatures shall be required on all checks);
- g. Call a meeting of the Officers for the purpose of selecting standing committee chairmen;
- h. Be a member ex-officio of all committees except the nominating committee and audit committee; and,
- i. Perform such other duties as may be prescribed in these bylaws or assigned by the Organization.

Section 2. The 1st Vice-Presidents shall:

- a. Act as aides to the President;
 - b. Shall preside in the absence of the President (in their designated order);
 - c. Perform other duties as assigned by the President or the Organization; and,
 - d. The 1st Vice-President (Student Academic/Parent Enrichment) shall oversee, coordinate, and promote academically enriching student and parent activities by working closely with the principal and faculty.
 - e. The 2nd Vice-President (Membership) shall:
 - i. Build an informed, active PTO membership by conducting a membership drive that involves parents, teachers, staff and community members;
 - ii. Compile and maintain the membership list; and,
 - iii. Oversee and coordinate all committees under his office.
Coordinate publicity for the organization.
 - f. The 3rd Vice-President (Community Service) shall:
 - i. Oversee and coordinate all committees under his office including the Program, Hospitality, Art Show and Community Service Committees. And shall serve as liaison between the PTO Board and Student Council.
 - g. The 4th Vice-President (Fundraising) shall:
 - i. Serve as chairman of Fundraising Committee; and,
 - ii. Organize and oversee all fundraising activities that are approved by the Executive Board and general membership
- The 5th Vice-President (Volunteer Coordinator) shall:

- i. Provide orientation and training of volunteers;
- ii. Coordinate other events as requested and approved by the PTO and/or the Evans principal.

iii. Organize the volunteers for the Library and Workroom.

h. The 6th Vice-President (Publicity and Communications) shall:

- i. Promote and represent Evans Middle School and the PTO in a positive manner to the media, general public, and the McKinney ISD; and,
- ii. Oversees the publishing and distribution of the PTO Newsletter

Section 3. The Secretary shall:

- a. Record the minutes of all meetings of the Organization;
- b. Present the prior meeting's minutes for approval;
- c. Have a current copy of the Bylaws;
- d. Maintain a membership list;
- e. Perform other duties as assigned by the President or the Organization.

Section 4. The Treasurer shall:

- a. Have custody of all the funds of the Organization;
- b. Keep books of accounts and records including bank statements, receipts, budgets, invoices, paid receipts and canceled checks for five (5) years;
- c. Make disbursements as authorized by the President, Executive Board, or Organization in accordance with the budget adopted by the Organization;
- d. Sign on bank accounts (two of four authorized signatures shall be required on all checks);
- e. Present a financial statement at general meetings, Executive Board meetings, and at other times when requested by the Organization or Executive Board;
- f. Make a full report at the meeting at which new officers assume their duties;
- g. Be responsible for the maintenance of such books of accounts and records as to conform to the requirements of these Bylaws; and,
- h. Submit books to the Auditing Committee as requested.
- i. Maintain strict adherence to IRS guidelines and comply with all applicable local, state, and federal laws, submitting all necessary paperwork required by specified deadlines; and,
- j. Perform other duties as assigned by the President or organization.
- k. Appoint two people to be authorized to sign checks;

Section 5. The Historian shall:

- a. Act as custodian of all records and material pertinent to the history of the Organization by compiling and keeping records of the organizations activities and events.
- b. Perform other duties as assigned by the President or organization.

Section 6. The Parliamentarian shall:

- a. Attend all meetings of the Organization and shall advise on matters of parliamentary procedure when requested;
- b. Maintain a current copy of the Bylaws;
- c. Maintain a position of impartiality and therefore does not vote on any question except in the case of a ballot vote, **or in case of a tie, cast the tie-breaking vote.**
- d. Chair the Bylaws Review Committee and submit amendments, if necessary, to the organization for adoption; and,
- e. Perform other duties as assigned by the President or the Organization.
- f. Be familiar with Robert Rules of Order; and

Section 7. All officers shall:

- a. Submit a plan of work to the Executive Board for approval;
- b. Perform the duties outlined in these Bylaws and those assigned from time to time.

Article VIII: Organization Meetings

Section 1. Regular meetings of the Organization shall be held at least twice every school year, date and time to be established by the executive board. Five (5) days notice shall be given prior to the date of the meeting.

Section 2. The Executive Board Election meeting shall be held before the end of the school year.

Section 3. At all meetings, the presence of at least eight (8) PTO members shall constitute a quorum for the transaction of business in any meeting of the organization. An Officer may vote in person or by proxy executed in writing by the Officer. No proxy will be valid after 3 months from the date of its execution. Each proxy will be revocable unless expressly provided therein to be irrevocable and unless otherwise made irrevocable by law. If a quorum is not present at any meeting of the Executive Board, the Officers present may adjourn the meeting, until a quorum is met. Officers/members shall continue with the meeting to conduct regular business even if a quorum is not met. Any vote will have to be tabled until a quorum is met.

Section 4. Subject to the provisions of applicable law and these Bylaws regarding notice of meetings, officers of the Organization or members of any committee of the Executive Board may, unless otherwise restricted by law, the Articles of Incorporation, or by these Bylaws, participate in and hold a meeting of such Executive Board or its committees by using conference telephone or similar communications equipment which permits all persons participating in the meeting to hear each other, or by using any other suitable electronic communications system, including video conferencing technology or the Internet.

Article IX: Executive Board

The Executive Board shall consist of the officers of the Organization, the principal of the school or a representative appointed by her/him, a teacher representative and the standing committee chairman.

Section 1. The duties of the Executive Board shall be to:

- a. Transact necessary business in the intervals between the Executive board meetings as deemed necessary and/or urgent as long as it is within the boundaries of the Organization;
- b. Present a report of each Executive Board meeting before the regular meeting of the Organization; and,
- c. Transact necessary business in the intervals between general Organization meetings and such other business as may be referred to it by the Organization.
- d. Create standing and special committees;
- e. Approve the plans of work for all officers and committee chairmen;
- f. Present a report at the general meetings of the Organization;
- g. Appoint an auditing committee consisting of not less than three (3) members to audit the books and records of the Treasurer prior to the end of the fiscal year;
- h. Prepare and submit a budget for the year to the Organization for adoption;
- i. Fill vacancies of officers and chairmen should they arise throughout the school year.

Section 2. Board Meetings and Executive Board:

- a. Regular meetings of the Executive Board shall be held as needed, the time to be fixed by the Executive Board at its first meeting of the year:
- b. Special meetings of the Executive Board may be called by the President or by a majority of the Executive Board at any time without notice. Special association meetings of the members may be called not less than one (1) and no more than (60) days notice having been given to each Officer. Written notice may include but not be limited to electronic mail correspondence. These special association meetings will be called on the written notice of 2 or more Officers. Except as otherwise expressly provided by law or by the Articles of Incorporation or by these Bylaws, neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Officers is required to be specified in the notice or waiver of notice of such meeting.
- c. At all meetings, the presence of the majority of Executive Board members shall constitute a quorum for the transaction of business in any meeting of the Executive Board.

Article X: Standing and Special Committees

Section 1. Only members of the Organization shall be eligible to serve in any elected or appointed position.

Section 2. The Executive Board may create such standing committees, as it may deem necessary to promote the “Purposes” and carry on the work of the Organization.

Section 3. The term of each chairman shall be one (1) year, OR until a selection of a successor.

Section 4. The newly elected President shall call a meeting of the Executive Board for the purpose of selecting standing committee chairmen.

Section 5. No officer shall serve in the same position for more than two (2) consecutive terms. (One who has served more than one-half (1/2) of a term shall be credited with having served that term.)

Section 6. Standing committee chairmen shall not be allowed to serve more than two (2) consecutive terms as chairmen of a committee.

Section 7. The chairman of each standing committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board.

Section 8. The President shall have the power to appoint special committees subject to the approval of the Executive Board.

Section 9. The President shall be a member ex-officio of all committees except the Nominating and Auditing Committees.

Section 10. Duties of Standing Committee Chairs:

- a. 8th Grade Activities – Chair a committee to plan any activities for 8th grade activities such as the end of the year dance and “Beach Bash”. Assist in ordering, distributing etc. of the class shirt if requested.
- b. Library Coordinator – Organize the volunteer schedule for the library. Work with the Librarian for obtaining and scheduling volunteers for the book fairs.
- c. Staff Appreciation – Plan the monthly events to thank the staff and coordinate the volunteers to provide the staff with goodies throughout the year.

Article XI: Fiscal Year

Section 1. The fiscal year of this Organization shall begin **August 1st and end July 31st.**
July 1st and end June 30th.

Section 2. New officers elected in April shall prepare a proposed budget to be presented for review and adoption at the August general meeting.

Section 3. An auditing committee consisting of not less than three (3) members shall be appointed by the Executive Board at least thirty (30) days before the end of the fiscal year.

Section 4. No officer of the Organization with check signing authority shall be a member of the Auditing Committee.

Section 5. The Auditing Committee report shall be adopted by the Organization.

Article XII: Contracts, Checks, Deposits, and Funds

Section 1. The Executive Board may authorize any officer or officers, or agent or agents, of the Organization, in addition to the Officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Organization, and such authority may be general or confined to specific instances.

Section 2. All checks, drafts or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Organization will be signed by such officer or officers, or agent or agents, of the Organization and in such manner as will from time to time be determined by resolution of the Executive Board. In the absence of such determination, such instruments will be signed by the President and the Treasurer of the Organization.

Section 3. All funds of the Organization will be deposited in a timely manner to the credit of the Organization in such banks, trust companies, or other depositories as the Executive Board may select or as may be selected in accordance with procedures established by the Executive Board.

Article XIII: Miscellaneous

Section 1. No part of the net income of the Organization will be allocated to the benefit of any private individual and no dividend will be paid and no part of the income of the Organization will be distributed to its Officers.

Section 2. No loans will be made by the Organization to its Officers or its members, and any voting for or assenting to the making of any such loan, and any officer participating in the making thereof, will be jointly and severally liable to the Organization for the amount of such loan until repayment thereof.

Section 3. The Organization's seal, if any, will be in such form as will be adopted and approved from time to time by the Executive Board. The seal may be used by causing it, or a facsimile thereof, to be impressed, affixed, imprinted, or in any manner reproduced.

Section 4. Words of either gender used in these Bylaws will be construed to include the other gender, unless the context requires otherwise.

Section 5. In calculating a quorum, filled board positions rather than positions available will be counted.

Section 6. An audit of the Treasurer's accounts is for the protection of the Treasurer. It is the only means of assuring everyone that the accounts are accurate, and it relieves the Treasurer of responsibility except in the case of fraud.

Section 7. The auditor's report is adopted by a majority vote at the first general meeting following the close of the school year.

Section 8. If any part of these Bylaws are held invalid or inoperative for any reason, the remaining parts, so far as is possible and reasonable, will remain valid and operative.

Article XIV: Indemnification of Officers and Directors

The Organization will indemnify any person who was, is, or is threatened to be made a named defendant or respondent in any threatened, pending, or completed action, suit, or proceeding, including any appeal, whether civil, criminal, administrative, arbitral, or investigative, because the person is or was an officer of the Organization to the fullest extent permitted under the Act or other applicable law, as now existing or as may be amended. The Organization may additionally indemnify any person covered by the grant of mandatory indemnification contained in this Article XIV to such further extent as is permitted by law and may indemnify any other person to the fullest extent permitted by law.

Article XV: Amendments

These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted at any annual, regular, or special meeting of the Executive Board by the affirmative vote of a majority of the number of the Officers then in office, provided that notice of the proposed alteration, amendment, repeal or adoption be contained in the notice of such meeting; and provided further that the foregoing notice requirement will not prevent the Executive Board from adopting the proposed amendment, effecting the proposed repeal of adopting the proposed new Bylaws, as may be the case, in a modified form which is not identical to that described or set forth in the notice of such meeting.

These Bylaws have been adopted by the Executive Board on May 19, 2010 and shall replace any previously existing Bylaws.

Sara Eikmeier, Secretary