

Sigsbee Charter School PTO Bylaws

Updated 02/11/12 by Kendi O'Neill.

Article I—Name

The name of the organization shall be Sigsbee Charter School Parent Teacher Organization, or SCS PTO.

Article II—Purpose

SCS PTO is organized for the purpose of supporting and enhancing the education of children attending Sigsbee Charter School by fostering relationships among parents, teachers and staff, and by raising funds to maintain and enhance Sigsbee Charter School's programs and facilities.

Article III—Members

Section 1. Teachers and Staff of SCS and any parent, guardian, or other adult standing in loco parentis for a student enrolled at Sigsbee Charter School may be a member and shall have voting rights. The Principal is a non-voting member of the organization.

Section 2. SCS PTO does not charge membership dues.

Article IV—Officers and Elections

Section 1. Officers. The officers shall be a president, vice president, secretary, and treasurer. Officers must attend all General Membership meetings.

a. President. The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings outside the organization, serve as an ex officio member of all committees, and coordinate the work of all the officers and committees so that the purpose of the organization is served.

b. Vice President. The vice president shall assist the president and carry out the president's duties in his or her absence or inability to serve. The VP can represent the organization at meetings outside the organization, and may serve as an ex officio member of all committees (not required).

c. Secretary. The secretary takes and records detailed minutes at every PTO meeting. Minutes must be emailed to the Executive Board for approval, and placed on SCS's website for General Membership. The secretary also keeps a copy of the minutes book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings.

d. Treasurer. The treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the PTO members and/or the executive board. He or she will present a bank account summary at every meeting and at other times of the year when requested by the executive board, and make a full report at the end of the year.

Section 2. Elections. Elections will be held in September, at the second meeting of the school year. Voting shall be by voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken. **For the 2011-2012 school year, the election will be held in February for an 18-month term ending June 2013. Special elections may be called to ensure positions are filled.

Section 3. Eligibility. PTO members are eligible for office if they have attended previous meetings and are in good standing with SCS.

Section 4. Terms of Office. Each person elected shall hold only one office at a time.

Section 5. Vacancies. If there is a vacancy in the office of president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting.

Section 6. Removal From Office. Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Article V—Meetings

Section 1. Regular Meetings. The regular meeting of the SCS PTO shall be on the second Tuesday of each month, August through May, at 5:30 pm.

Section 2. Special Meetings. Special meetings may be called by the president, any two members of the executive board, or five general members submitting a written request to the secretary.

Section 3. Quorum. The quorum shall be 10 members of the organization.

Article VI—Executive Board

Section 1. Membership. The Executive Board shall consist of the PTO officers, principal, and any standing committee chairs that wish to attend meetings. It is not mandatory for committee chairs to serve on the Executive Board.

Section 2. 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 bills, and prepare reports and recommendations to the membership.

Section 3. Meetings. Regular meetings shall be held monthly, on the same day and at the same time each month, to be determined by the board. Special meetings may be called by any two board members, with 24 hours notice.

Section 4. Quorum. Half the number of board members plus one constitutes a quorum.

Section 5. Miscellaneous Expense Discretionary Fund. Expenses under \$100 such as routine reimbursements or supplies needed between meetings can be approved by the President and Treasurer. Such expenses will be presented at both General Membership and Board meetings. Miscellaneous expenses cannot exceed \$100 per month.

Section 6. Treasurer's Duties. At each Executive Board meeting, the treasurer will present copies of bank statements, reconciliation report for bank account, answer questions on accounts, and present requests for funds.

Article VII—Committees

Section 1. Membership. Committees may consist of members and board members, with the president acting as an ex officio member of all committees.

Section 2. Standing Committees. Committees can be formed to assist teachers and staff with events and special programs, and for all spirit and fundraising events. A new committee must be approved by the Principal, Executive Board and General Membership. Each committee should have a chair plus volunteer members, and should provide minutes to the President after each meeting.

Article VIII—Finances

Section 1. A tentative budget shall be drafted in the fall for each school year and approved by a majority vote of the members present.

Section 2. Treasurer will keep detailed financial record of all banking transactions, statements and registers. A copy of approved meeting minutes will be maintained with the financial documents to support and validate all expenditures. All PTO funds will be deposited into the PTO checking account on the day of collection. Any checks that are to be deposited will be photocopied before depositing.

Section 3. Expenses will be presented for approval by vote at regular SCS PTO meetings. As outlined in the previous section, the Executive Board or president/treasurer can approve routine expenses without holding a meeting. All expense requests need a receipt and check requisition form. Any expenses paid between meetings will be announced at the next General Membership meeting for inclusion in the minutes.

Section 4. A request for funds must be submitted to a PTO Executive Board Member at least two days prior to a scheduled meeting. The Treasurer will verify that funds are sufficient to cover the request, which will be presented by the treasurer and voted on at the next General Membership meeting. If the request is approved, a check requisition will be completed and a receipt will be attached and submitted to the Treasurer. Incomplete forms will not be accepted. Once the check requisition is submitted to and verified by the Treasurer a check will be written.

Section 5. Treasurer will keep a hard copy of the checkbook register in a PTO Financial Notebook. The register will also be maintained in QuickBooks. Both registers will be reconciled each month on a schedule to be determined by the Treasurer and the Office Manager. Detailed and Summary Reports of the reconciliation will be printed and kept in the Financial Notebook.

Section 6. Treasurer will keep the reconciliation reports in the Financial Notebook and give an outline of that report at the General Meeting and a more detailed review at each Executive Board Meeting. The Financial Report will be added as an addenda to the Meeting Minutes.

Section 7. Two authorized signatures shall be required on each check over the amount of \$2500. Authorized signers shall be the treasurer and principal.

Section 8. The treasurer shall prepare a financial statement at the end of the year, to be reviewed by the Executive Board.

Section 9. Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership's approval, spent for the benefit of the school.

Section 10. The fiscal year shall coordinate with the school year.

Article X – Parliamentary Authority

Robert's Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws.

Article X – Standing Rules

Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

Article XI – Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

Article XII – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization. Notice may be given by postal mail, e-mail, or fax. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XIII – 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.

a. 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.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;

ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or

iii. 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.

A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing 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.

i. 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.

ii. 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.

iii. 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.

iv. 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.

i. 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.

ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing boards or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings

Section 5. Compensation.

a. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements. Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews. To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

SPECIAL ADDENDUM TO BYLAWS FOR SCS PTO

1. All committees, events, and fundraisers must be approved by the principal, Executive Board, and SCS PTO members, and must represent Sigsbee Charter School's goals and ideals. The principal has the right to veto any PTO activities that do not meet the school's mission statement.

2. Any group looking to raise funds for a classroom event, such as a field trip, or for an enhancement program, such as music or sports, must do so under the bylaws of the SCS PTO. All solicitations for donations in the community must be approved by the principal and Executive Board.

3. SCS PTO must adhere to Monroe County School District's guidelines for fundraising and financial oversight, unless it is decided otherwise by the principal and SCS's Board of Directors, and documented as such.

