

**Ruth C. Wass Elementary School  
Parent-Teacher Organization  
By-Laws  
Revised 2013**

**Article I**

The name of this organization is the Ruth C. Wass Elementary Parent-Teacher Organization, hereafter referred to as “PTO”.

**Article II: Articles of Organization**

The PTO exists as an incorporated organization of its members. Its Articles of Organization are comprised of these by-laws, as from time to time amended.

**Article III: Definitions**

**Section 1: Executive Committee** will consist of the President(s), Secretary, Treasurer, Appointed Teacher Representative and the Principal.

**Section 2: Standing Committees** will be as follows: Clinic, Hospitality, Library, Room Parent, 5th Fundraising, Yearbook, Directory, and Programs designated as needed by the PTO executive board.

**Section 3: Fiscal Year:** The fiscal year of the organization will begin on June 1 and end on the following May 31.

## Article IV: Purpose

**The purpose of the Wass Elementary PTO is to provide activities and financial support to ensure that each student at Wass reaches his or her highest learning potential.**

The purpose of the PTO is exclusively for the charitable and educational purposes set forth in IRC 501©(3) or the corresponding section of any future revenue law for the Troy School District, Michigan and its students including generation of funding and support for projects and programs which benefit the Troy School District. The conduct of activities not in furtherance of the exempt purpose stated herein, other than as an insubstantial part of the organization's activities is hereby expressly prohibited. The PTO is expressly prohibited from engaging in propaganda or any political campaign activity and/or substantial legislative activity. No part of the organization's net earnings may be used in whole or in part to benefit any of the officers, directors or any private person except that the PTO shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set for herein.

## Article V: Basic Policies

**Section 1: Dissolution;** Upon dissolution of the corporation, assets shall be distributed to the general operating fund of the Ruth C. Wass Elementary School for one or more 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. Any assets not so disposed of shall be distributed to another public school in Troy, Michigan to be used exclusively for educational purposes under exempt purposes within the meaning of section 501(c)(3) or the corresponding section of any future federal tax code. Such school shall be determined by a 2/3 majority vote of the general membership of the Ruth C. Wass Elementary School Parent Teacher Organization. If such determination cannot be made by said membership, the Troy School Board shall have jurisdiction to determine which public school in Troy will receive the remaining assets to utilize accordingly.

**Section 2: Indemnification;** A volunteer director shall have no personal liability to the PTO or its members for monetary damages for a breach of the director's fiduciary duty except as provided in MCLA 450.2209©, as amended from time to time. The PTO assumes all liability to any person for all acts or omissions of a volunteer director incurred in good faith performance of a volunteer director's duties. Further, the PTO assumes the liability for all acts or omissions of a non-director volunteer to the extent provided in MCLA 450.2209© as amended from time to time.

**Section 3: Cooperation;**

A volunteer of the PTO will cooperate with schools to support the improvement of education in ways that will not interfere with administration of the schools and will not seek to control their policies. The PTO, its members and officers, will abide by all school district policies. The PTO may cooperate with organizations and/or agencies concerned with child and youth welfare, but persons representing the PTO in such matters will make no commitments that bind the PTO unless authorized by the Executive Committee.

**Section 4: Financial:**

A tentative budget shall be drafted in the fall for each school year and approved by a majority vote of the members present. The treasurer shall keep accurate records of any disbursements, income, and bank account information. The board shall approve all expenses of the organization. Two authorized signatures shall be required on each check over the amount of \$500. Authorized signers shall be the presidents, and treasurer. The

treasurer shall prepare a financial statement at the end of the year, to be reviewed by the Executive Committee. 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.

A financial review committee shall meet annually to review all financial records. This committee will be comprised of three to five (3-5) members of the PTO, of which one must be a board member who does not have signatory authority of the PTO bank account, and shall be chosen by a vote of the membership at the general meeting in April, unless previously assigned. This committee shall review the records of the organization at the end of each fiscal year and will report its findings at the first general meeting of the school year.

Being duly registered as a non-profit corporation with the state of Michigan and a charitable organization under IRS code section 501 c(3), the organization shall operate within the confines of the laws of the state of Michigan and the Internal Revenue Service so as not to jeopardize this status. All required Michigan Annual Reports, federal income tax returns and any other required documentation shall be filed on time.

All financial activity shall be recorded in a computer-based accounting system. The treasurer shall reconcile the accounts and report all financial activity at the monthly general meetings and at executive board meetings as requested.

The financial review committee as defined in section... shall review the financial records of the organization at the end of each fiscal year and will report its findings at the first general meeting of the school year. This committee shall be chosen by a vote of the membership at the general meeting in March.

The Executive Board, at their discretion, may designate an outside authority to conduct a review of the financial records with the provision that a written and signed report is specified and required.

## **Article VI: Membership**

**Section 1: Any individual who participates in the purpose and basic policies of the PTO may become a member, subject only in compliance with the provisions of these by-laws.** Membership in the PTO will be available without regard to race, creed, color, or national origin.

**Section 2:** The PTO will consider all WASS Staff and all WASS Parents/Guardians as members with voting rights.

**Section 3:** Dues are not collected from any member currently. In the event the PTO decides to collect dues, this action will be voted on at a PTO meeting.

**Section 4:** Members of the PTO will be eligible to vote at general meetings and to serve in any of its elective or appointive positions.

## **Article VII: Officers; Election or Appointment**

### **Section 1:**

a. The officers of the PTO will consist of President(s), Secretary and Treasurer: herein referred to as the Officers of the Executive Committee.

b. Officers will be elected by a hand vote biennially in May. In the event of more than one person running for a particular position, a vote by ballot will take place.

c. Elected officers will assume their official duties immediately following the last day of school. All officers will serve for a term of two years or until the election of their successors.

d. A person will not be eligible to serve more than two consecutive terms in the same office unless approved by a general vote by the executive committee and the general membership.

e. It will be the responsibility of the President(s), with the Executive Committee, to appoint chairpersons to the Special Committees.

f. The newly appointed and currently serving officers and standing committee officers all have voting rights at any PTO meetings.

### **Section 2:**

a. There will be a Nominating Committee selected by the Principal as needed. This committee will consist of three persons: one from the Executive Committee, one from the General Membership, and one from the Teaching Staff.

b. The Nominating Committee will nominate at least one eligible person for each office to be filled and report its nominee to the general membership for election at the May PTO meeting.

c. Job descriptions will be sent to all nominees. Only those persons who have indicated their consent to serve, in writing, if elected will be nominated for or elected to such office at the May PTO meeting.

**Section 3:** A person appointed by the remaining members of the Executive Committee will fill a vacancy occurring in any office for the unexpired term. In case a vacancy occurs in the office of President, the Secretary will call an Executive Board meeting for the purpose of filling this vacancy from the Committee for the remainder of the term. All appointees will be approved at the next regularly scheduled PTO meeting.

## **Article VIII: Duties of Officers** **(See also Officers' Job Descriptions)**

**Section 1: The President(s)** will preside at all PTO General Membership and Executive Committee meetings and will perform such other duties as may be prescribed in these by-laws or assigned by the PTO or Executive Committee. The President(s) will coordinate the work of the officers and committees in order that PTO objectives are promoted.

**Section 2: The Secretary** will record the minutes of all PTO General Membership and Executive Committee meetings and will perform such other duties as detailed in the job description.

**Section 3: The Treasurer** will have custody of all PTO funds. The Treasurer will keep a full and accurate account of receipts and expenditures and will make disbursements in accordance with the approved budget or as authorized by the PTO or the Executive Committee. The treasurer will present a financial report at every meeting of the PTO and at other times when requested by the Executive Committee and will make a full report at the end of the fiscal year. The Treasurer will be responsible for the maintenance of such books of accounts and records as conform to the requirements of these by-laws, as well as state and federal laws, including the filing of tax returns as required by same. . The President(s), with the approval of the PTO at the April meeting, will appoint this committee. The committee will report the audit at the May meeting. The accounts of PTO should undergo biennial external review in addition to this internal audit.

**Ensure that the annual financial review results performed by the financial review committee are presented at a general membership meeting in the fall**

Maintain the financial records of the organization in accordance with all non-profit corporation laws of the state of Michigan and the Internal Revenue Service. The treasurer is responsible to file all required Michigan Annual Reports, federal income tax returns and any other documentation in a timely fashion.

**Section 4: All Officers will;**

a. Perform the duties prescribed in the parliamentary authority in addition to those outlined in these by-laws and those assigned in the job descriptions.

b. Deliver to their successors all official material at the June joint Executive Board meeting.

c. Conduct themselves with appropriate behavior when working in an official capacity. Respectful voice and behavior is required at all events.

## **Article IX: Standing and Special Committees**

**Section 1: Each Standing Committee Chairperson** will perform the tasks as detailed in the job description and report at the monthly PTO meeting.

**Section 2: The Executive Committee** may create such additional standing committees to those listed in Article III Section 2, as it may deem necessary.

**Section 3: The Chairperson of each Standing Committee** will report to the Executive Committee.

**Section 4:** The power to forms special committees and appoint their Chairpersons rests with the President(s), with the approval of the PTO.

**Section 5:** The President(s) will be a member(s) ex-officio of all committees.

**Section 6:** Job descriptions may be added to or deleted from at any time, with approval of the Executive Board and the PTO.

## **Article X: Executive Committee**

**Section 1:** The duties of the Executive Committee will be:

- a. To transact necessary business as it may be referred to it by the PTO.
- b. To create Standing Committees and Special Committees.
- c. To approve the plans of work of the Standing Committees and Special Committees.

**Section 2:** Special meetings of the Executive Committee may be called by the President(s) or by a majority of the members of the Executive Committee.

## **Article XI: General Membership Meetings**

**Section 1:** Regular meetings of the general PTO membership will be held monthly. Meetings will begin in September and conclude with the May meeting; there will be no December meeting. Meeting times will alternate each month between afternoon and evening times.

**Section 2:** 8 members at the general meeting will constitute a quorum for the transaction of PTO business. If the quorum is not present, a majority of the executive committee including the principal will constitute a quorum. Voting will be decided by a simple majority (one more than half the members present).

## **Article XII: Parliamentary Authority**

**Robert's Rules of Order Revised** will govern the organization in all cases in which they are not in conflict with these by-laws.

## **Article XIII: Amendments and Revisions**

These by-laws may be amended, repealed or altered in whole or in part by a majority vote at any regular or special PTO meeting.