

Lehigh Area Middle School PTO, Inc. Bylaws

Article I: Name

The name of this organization is the Lehigh Area Middle School Parent-Teacher Organization (PTO), Inc. located at 301 Beaver Run Road, Lehigh, Pennsylvania 18235.

Article II: Articles of Organization

The articles of organization include (a) the bylaws of such association and (b) the certificate of incorporation or articles of incorporation of such association.

Article III: Purposes

Section 1: The purposes of this organization 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 in our schools,
- c. to bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth,
- d. to develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, and social education.

Section 2: The organization was created 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").

Article IV: Basic Policies

The following are the basic policies of this organization:

- 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 Purposes of the organization.
- c. 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 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, state education authorities, and local education authorities.
- e. No part of the net earnings of the organization shall benefit, or be distributable to its members, directors, trustees, Officers, or other private persons. 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 in violation of the Federal laws specified under Section 501(c)(3) of the Internal Revenue Code.

- g. Upon dissolution of the organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or associations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Article V: Membership and Dues

Section 1. Membership in PTO shall be open, without discrimination, to anyone connected to the school, eighteen (18) years of age or older, subject to compliance with these bylaws.

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

Section 3. Each member of the PTO shall pay annual dues to said organization as determined by the Executive Board.

Section 4. Only members of the PTO who have paid dues for the current Membership year may participate in the business of this organization.

Section 5. With the exception of during the annual Membership drive and through the month of September, a person must have been a member for 30 days prior to voting on items presented to the Membership.

Article VI: Officers and Their Election

Section 1. The number and election of Officers are based on the following provisions:

- a. The officers of this PTO shall consist of a President, one (1) Vice-President, a secretary, and a Treasurer.
- b. Each officer of the PTO is required to hold a current PTO membership.
- c. Officers shall be elected by ballot or be voted on in the month of May. However, if there is but one (1) nominee for any office, election for that office may be by voice vote.
- d. No member shall hold more than one (1) office at a time, and no member shall be eligible to serve more than two (2) consecutive terms in the same office.
- e. A person who serves in an office for more than one-half of a full term shall be deemed to have served a full term in that office.

Section 2. Nominating Committee provisions are:

- a. The members of the Nominating committee for Officers of the organization shall be elected by the Executive Board.
- b. The Nominating committee is composed of three (3) members, (at least three (3) and always an uneven number). The members shall be elected by the Executive board at a board meeting at least one month prior to the election of Officers. The committee shall name its chairman.
- c. The Nominating committee shall nominate eligible candidates for the offices to be filled and report its nominees at the Membership meeting in April, at which time additional nominations may be made from the floor.
- d. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.

Article VII: Duties of Officers

Section 1. The President:

- a. Shall preside at all meetings of the Membership and of the Executive Board;
- b. Shall coordinate the work of the Officers and committees of the organization in order that the Purposes may be promoted;
- c. Shall perform such other duties as may be prescribed in these bylaws or assigned by the Membership; and
- d. Shall be a member ex-officio of all committees except the Nominating committee.

Section 2. The Vice-President:

- a. Shall act as an aide to the President;
- b. In the absence of the President, the Vice-President shall assume the duties of the President;
- c. Shall perform such other duties as may be prescribed in these bylaws or assigned by the Membership.

Section 3. The Secretary:

- a. Shall call the meetings to order in the absence of the President or Vice-President;
- b. Record the minutes of all Membership and Board meetings and present typed minutes once approved by the Executive Board at the next scheduled meeting.
- c. File all records, including a current copy of the bylaws and a current Membership list, which includes names, addresses, and phone numbers.
- d. Notify each committee chairman of his/her appointment;
- e. Respond to correspondence delegated to him; and
- f. Perform other duties as may be delegated.

Section 4. The Treasurer:

- a. Be the custodian of all the funds of the PTO and ensure all checks are signed by two (2) authorized signatories;
- b. Collect and keep a full accurate account of receipts and expenditures in books belonging to the PTO;
- c. Present a written financial report at every Membership meeting of the PTO, as well as at every meeting of the Board;
- d. Present an annual audit report to the PTO at the first Membership meeting of the school year.
- e. Present all reports, books, and other necessary documents to an auditor or the auditing committee if the Treasurer resigns or is removed from office before the term is complete, or before the successor Treasurer takes office and assumes the duties.

Section 5. The Officers shall appoint the chairmen of all standing and special committees.

Section 6: All Officers will be identified as authorized signatories on all PTO accounts. No other persons shall be authorized unless deemed necessary by the Executive Board.

Section 7. All Officers shall perform the duties outlined in these bylaws and those assigned from time to time. Upon resignation or removal from office, each Officer shall turn over to the President, within ten (10) days of the resignation or termination, all records, books, and other materials pertaining to the office, and shall return to the Treasurer, within ten (10) days, all funds pertaining to the office. In the case of the President materials shall be delivered to the Vice-President within ten (10) days.

Section 8. All Officers shall deliver to their successors in office all books, records, and documents held in their possession no later than ten (10) days of their successors taking office.

Section 9. Transitional meetings may occur between the outgoing and incoming Officers at any time during a period of thirty (30) days after the election of Officers. The meetings are subject to the call of the incoming President or a majority of the incoming Officers, three (3) days' notice having been given.

Article VIII: Membership Meetings

Section 1. At least three (3) Membership meetings of this PTO shall be held during the school year. Dates of the meetings shall be determined by the Board and announced at the first Membership meeting of the year. Changes to meeting dates require seven (7) days' notice.

Section 2. The President or a majority of the Board, seven (7) days' notice having been given, may call special meetings of the Membership unless otherwise identified in these Bylaws.

Section 3. The election meeting shall be held annually in May. The annual installation meeting shall be held in June.

Section 4. Six (6) members present, shall constitute a quorum for the transaction of business in any Membership meeting of this PTO.

Section 5. Each member is entitled to one (1) vote.

Section 6. These bylaws shall be reviewed at the first Membership meeting of the school year.

Article IX: Executive Board

Section 1. The Executive Board shall consist of the Officers of this PTO, the Principal of the school or a representative appointed by him/her, and a faculty representative.

Section 2. The duties of the Board shall be the following:

- a. To transact necessary business in the intervals between Membership meetings and such other business as may be referred to it by the Membership. No action taken by the Board shall conflict with action taken by the Membership;
- b. To create standing and special committees and approve of the Membership of each committee.
- c. To approve the plans of work of the standing and special committees;
- d. To present a report at the Membership meetings;
- e. To prepare and submit to the Membership a budget for the adoption for the year;
- f. To approve expenditures within the limits of the budget;
- g. To act in an emergency between meetings of the Membership;
- h. To acquire liability insurance;
- i. Select an auditor or Auditing committee;
- j. To file Form 990 with the IRS and
- k. To ensure that any bylaws amendments are attached to IRS form 990 along with a page of explanation of changes.

Section 3. Regular meetings of the Board shall be held during the school year, the time to be fixed by the Board at its first meeting of the year. A majority of the Board members shall constitute a quorum. Special meetings of the Board may be called by the President or by a majority of the members of the Board, seven (7) days' notice having been given.

Section 4. A vacancy occurring in any Board position shall be filled for the unexpired term by a person elected by the majority vote of the Board, five (5) days' notice of such election having been given. In case a vacancy occurs in the office of the President, the Vice-President shall serve notice of the election. If notice is not given, the election to fill the vacancy shall require a two-thirds vote. If there are no qualified candidates for President, the Vice-President shall serve out the remainder of the term.

Section 5. Any member of the Board who ceases to meet the qualifications of office as listed in the bylaws or standing rules, or fails to carry out the duties of office may be removed from office by two-thirds vote of the Board providing that proper procedures have been followed.

Section 6. Removal from office of any Board member will follow these provisions:

- a. Three (3) consecutive unexcused absences shall be cause for removal from the Board.
- b. Inability to perform duties or ceasing to meet the qualifications of office of this PTO shall be cause for removal.
- c. The Board shall meet in a special meeting with a quorum present to discuss and vote on the removal of a Board member. All Board members shall be given notice according to Article IX, Section 4.
- d. The Board member in question may be told of the vote in person but shall be informed about the vote by certified letter. If the vote is for removal, the certified letter shall request that all materials associated with the position be returned to the President or in case of the President being removed, to the Vice-President, within three (3) days of the receipt of the letter.

Article X: Committees

Section 1. Only members of the PTO shall be eligible to serve in any elective or appointive positions.

Section 2. The Board may create any standing committees, as it may deem necessary to promote the Purposes and carry on the work of the Membership. The chairmen of the standing and special committees shall be selected by the Officers of the PTO. The term of each chairman shall be one (1) school year.

Section 3. The chairman of each standing and special committee shall present a plan of work to the Board for approval within thirty (30) days. No committee work shall be undertaken without the consent of the Board.

Section 4. The Board may select an Auditing committee of not less than three (3) members at least two (2) weeks before the first Membership meeting of the year. Persons authorized to sign checks (or direct relatives thereof) during the year under review are not eligible to serve on the Auditing committee.

Article XI: Fiscal Year and IRS EIN

Section 1. The fiscal year of this organization shall begin on July 1st and end on the following June 30th.

Section 2. The PTO shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization, including specifically, the number of members, and the dues collected from its members. Such books of account and records shall at all reasonable times be open to inspection.

Section 3. All such monies deposited in PTO accounts are to be used exclusively according to the provisions of these bylaws.

Section 4. The Internal Revenue Service Employer Identification Number (EIN) for this PTO is _____.

Article XII: Dissolution of Organization

Section 1: The Executive Board may convene at any time to discuss the dissolution of the organization. Upon a two-thirds vote to proceed the Executive Board shall call a special meeting of the Membership with at fourteen (14) days notice having been given.

Section 2: No other regular business will be conducted until the matter of dissolution is resolved.

Section 3: The Executive Board shall present their recommendations to the Membership and call for a vote. A two-thirds vote for dissolution is required.

Section 4: Only members in good standing for a minimum of ninety (90) days may vote in the dissolution process.

Article XIII: Amendments

Section 1. The procedures for amending these bylaws shall follow:

- a. These bylaws may be amended at any regular meeting of the PTO or voted upon by, provided that notice of the proposed amendment shall have been given at least thirty (30) days prior to the meeting at which the amendment is voted upon; that a quorum has been established. Bylaws amendments require a two-thirds positive vote of the members present and voting.
- b. A committee may be appointed to submit a revised set of bylaws as a replacement for the existing bylaws by a majority vote at a Membership meeting of the PTO, or by a two-thirds vote of the Board. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.

Bylaws Review and Approval

I hereby certify that these Bylaws were adopted by the Membership of the Lehigh Area Middle School PTO, Inc. on this date _____.

Approved by:

President

Date

Vice-President

Date

Secretary

Date

Treasurer

Date