

# **BYLAWS OF THE EASTERLY PARKWAY PARENT TEACHER ORGANIZATION**

*A 501(c)(3) non-profit organization*

## **ARTICLE I: INTRODUCTION**

### **Name**

**1.01** The Name of this organization shall be the Easterly Parkway Elementary School Parent Teacher Organization, Inc. It also shall be known as the Easterly Parkway PTO, EP PTO or as the PTO.

### **Definition**

**1.02** These bylaws constitute the code of rules adopted by the Easterly Parkway Elementary School Parent Teacher Organization for the regulation and management of its affairs.

### **Purposes and Powers**

**1.03** The Easterly Parkway Elementary School Parent Teacher Organization shall operate exclusively for charitable purposes to enrich the educational experiences of the children of the Easterly Parkway Elementary School and to enhance the efforts of the faculty and staff through involvement of the talents and resources of the parents, while remaining non-sectarian and non-partisan.

**1.04** The purpose of the organization is educational as well as social and it shall be developed through conferences, committees and projects. The Easterly Parkway Elementary School Parent Teacher Organization shall not attempt to direct the administrative work of the Easterly Parkway Elementary School or the State College Area School District.

**1.05** The Easterly Parkway Elementary School Parent Teacher Organization may cooperate with other organizations and agencies concerned with child welfare but persons representing the Easterly Parkway Elementary School Parent Teacher Organization in such matters make no commitments that bind this organization.

## **ARTICLE II: MEMBERSHIP, DUES AND VOTING RIGHTS**

### **Definition of Membership**

**2.01** The Members of this organization include any parent or guardian who has a child or children enrolled at Easterly Parkway Elementary School and any faculty or staff at Easterly Parkway Elementary School who will uphold the policies of the Easterly Parkway Parent Teacher Organization and agree to these bylaws.

### **Dues**

**2.02** There will be no annual dues collected, but donations will be solicited and collected beginning in the fall.

### **Voting Rights**

**2.03** Each parent or guardian who has a child or children enrolled at Easterly Parkway Elementary School shall be entitled to one vote on each matter submitted to a vote of the membership if present at the meeting at which such a vote is taken.

## **ARTICLE III: MEMBERSHIP MEETINGS**

### **Meeting Schedule**

**3.01** Meetings of the membership shall be held at least three (3) times annually for the transaction of business. The exact dates and times of such meetings shall be specified by the Executive Board. Publication of the meeting time, date and location will be made available and distributed to each member at the beginning of each school year.

### **Special Meetings**

**3.02** Special meetings of the membership may be called by the President, the Easterly Parkway Elementary School Principal or the Executive Board. Written, printed or electronic notice stating the place, day and time of any special meeting will be delivered no less than two (2) days before the date of the meeting.

### **Quorum**

**3.03** A majority of the members present shall constitute a quorum for the transaction of business in any meeting of the organization.

### **Conflicts of Interest**

**3.04** Whenever a member or Executive Board member has a financial or personal interest in any matter coming before the organization, the member or Executive Board member shall ensure that:

- a.** The interest is fully disclosed.
- b.** No interested member or Executive Board member may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such matter is voted upon.
- c.** Any transaction in which a member or Executive Board member has a financial or personal interest shall be duly approved by the members not so interested or connected as being in the best interests of the organization.
- d.** Payments to the interested member or Executive Board member shall be reasonable and shall not exceed fair market value.
- e.** The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval as needed.

## **ARTICLE IV: EXECUTIVE BOARD OFFICERS**

### **Definition of Executive Board**

**4.01** The Executive Board is the group of persons, serving without compensation, who are vested with the management of the business and affairs of this organization.

### **Qualification of the Executive Board**

**4.02** The qualification for becoming and remaining a member of the Executive Board of this organization are as follows:

- a.** Members must have a child or children enrolled at Easterly Parkway Elementary School.
- b.** Members must conform to the terms of service specified in these bylaws.

### **Roster of Officers**

**4.03** The Executive Officers of this organization will consist of the following positions:

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer

These positions can be shared by two persons and shall then be known as Co-President, Co-Vice-President, Co-Secretary and Co-Treasurer.

**4.04** The Principal of the Easterly Parkway Elementary School shall also serve as an officer and as a liaison between the State College Area School District and the Easterly Parkway Parent Teacher Organization.

**4.05** These officers shall be known as the Executive Board.

#### **Selection of Officers**

**4.06** The officers, with the exception of the Principal of the Easterly Parkway Elementary School, of this organization shall be elected (on a two year cycle) annually from the membership.

**4.07** Officers shall be installed annually during the last general meeting of the year.

**4.08** Officers will be elected for a two-year term and may serve two (2) successive terms. If, after two successive terms, there is no other interested party for the position at the time of election, the existing Officer can be nominated and elected to serve an additional two-year term. The same shall be true for subsequent election terms. The President will nominate a person to complete a term if an Executive Board member submits his/her resignation and shall be filled by the majority vote of the Executive Board for the unexpired portion of the term.

#### **Multiple Officeholders**

**4.09** In any election, the members will elect and appoint a single person to each office. If the office is to be shared by two people, both co-officers shall be elected and appointed.

### **ARTICLE V: DUTIES OF EXECUTIVE BOARD OFFICERS**

#### **Executive Board**

**5.01** The duties of the Executive Board shall be to:

- a. Transact necessary business in the intervals between Easterly Parkway Parent Teacher Organization meetings.
- b. Create standing committees and ad-hoc committees and approve their plans of work.
- c. Present a report at the regular meeting of the Easterly Parkway Parent Teacher Organization.
- d. Prepare and submit to the Easterly Parkway Parent Teacher Organization a budget for the fiscal year.
- e. Appoint an individual to perform a Financial Review each school year to audit the Treasurer's accounts. In the event that the treasurer prematurely vacates the position, there shall be an immediate audit of the treasurer's accounts.
- f. Adopt policies and procedures that clarify, but do not contradict, the bylaws.

#### **President**

**5.02** The President shall be the Chief Executive Officer of this organization and will supervise and control the affairs of this organization. The President will perform, in addition to the following duties,

all duties incident to such office and such other duties as may be provided by these bylaws or as maybe prescribed from time to time by the members:

- a. Call and preside at all meeting of the Easterly Parkway Parent Teacher Organization and the Executive Board and be responsible for the agenda of all meetings.
- b. Appoint all committees and coordinate the work of the Executive Board Officers and committees in order that the objectives and purpose of this organization may be promoted.
- c. Attend PTO Council meetings (Vice President may attend in President's stead).

#### **Vice-President**

**5.03** The Vice-President shall:

- a. Act as an aid to the President
- b. Perform all duties and exercise all powers of the President in the President's absence or inability to act
- c. Perform other duties as may be prescribed from time to time by the members or Executive Board Officers
- d. Attend PTO Council meetings in President's stead as needed.

#### **Secretary**

**5.04** The Secretary shall:

- a. Keep minutes of all meetings of the Easterly Parkway Parent Teacher Organization and of the Executive Board
- b. Be custodian of the corporate records, give all notices as required by these bylaws and generally perform duties incident to the office of Secretary and such other duties as may be delegated.

#### **Treasurer**

**5.05** The Treasurer shall:

- a. Have charge and custody of all funds of this organization and deposit funds as required
- b. Keep and maintain adequate and correct amounts of the organization's properties and business transactions
- c. Render reports and accounting to the members and the Executive Board Officers as required by the Executive Board or members by law, and perform in general all duties as may be required by law or by these bylaws or which may be assigned from time to time by the Executive Board.

### **ARTICLE VI: OPERATION**

#### **Fiscal Year**

**6.01** The fiscal year of this organization shall be the same as the school calendar year State College Area School District fiscal year.

#### **Execution of Documents**

**6.02** Except as otherwise provided by law, checks, drafts, promissory notes, orders for the payment of money and other evidence of indebtedness of this organization will be signed by the Treasurer.

**6.03** Contracts, leases, or other instruments executed in the name of and on behalf of the Easterly Parkway Parent Teacher Organization may be authorized by any officer(s) or agent(s) of the Easterly Parkway Parent Teacher Organization in addition to the officer so authorized by these bylaws. Such

authority may be general or confined to a specific instance.

**6.04** All payments (checks) over \$1,000 must be signed by the Treasurer and President.

**6.05** All reimbursements will be made only with proper documentation and completed reimbursement forms within the fiscal year in which the expenditure is made, unless prior authorization is obtained from the Treasurer.

**6.06** The Executive Board may accept on behalf of the Easterly Parkway Parent Teacher Organization any gift or contribution for the general purposes or for any special purpose of the Easterly Parkway Parent Teacher Organization.

#### **Books and Records**

**6.07** This organization will keep correct and complete accounts and will also keep minutes of proceedings of its members and the Executive Board Officers.

#### **Inspection of Books and Records**

**6.08** All books and records of the organization may be inspected by any member, or his or her agent or attorney, for any proper purpose and at any reasonable time on written demand under oath stating each purpose.

#### **Loan to Management**

**6.09** This organization will make no loan to any of its members or Executive Board Officers.

### **ARTICLE VII: STANDING, SPECIAL AND AD-HOC COMMITTEES**

#### **Standing Committees**

**7.01** Standing committees shall be created by the Executive Board as deemed necessary. Each committee can be chaired by more than one person.

**7.02** The chairperson of each committee shall present a plan of work to be approved by an Executive Board Officer.

### **ARTICLE VIII: PARLIAMENTARY AUTHORITY**

#### **Rules of Order**

**8.01** The rules contained in Robert's Rules of Order, revised, shall govern the Easterly Parkway Parent Teacher Organization in all cases in which they are applicable except when they are in conflict with these bylaws.

### **ARTICLE IX: AMENDMENT**

#### **Modification of Bylaws**

**9.01** The power to alter, amend or repeal these bylaws or to adopt new bylaws is vested in the Executive Board by a vote of two-thirds (2/3) of those present but no less than a majority of the entire members at any meeting.

## **ARTICLE X: DISSOLUTION**

**10.01** Upon the dissolution of the corporation, assets shall be distributed 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, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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