

BY-LAWS

Pine-Richland Middle School PSA

Article I. Name

The name of the organization is the Pine-Richland Middle School Parent Staff Association, hereinafter, referred to as the PRMS PSA. Pine-Richland Middle School (PRMS) is in the Pine-Richland School District, Pine Township and Allegheny County, Pennsylvania. The mailing address is 100 Logan Road, Gibsonia, PA 15044.

Article II. Purpose

The PSA serves as a tool to enhance the students' educational experience at the Middle School by providing a communications network and a newsletter to the school's families. Further, the PSA provides additional funding to support the programs and activities that benefit students of the Middle School.

The PSA is a volunteer organization of parents and teachers and shall be noncommercial, nonsectarian and nonpartisan. The name of the Organization or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any other purpose than the regular work of the Organization. The Organization shall not directly or indirectly participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

Article III. Membership

All PRMS Parents, Guardians, Teachers, and/or Administrators are eligible to be members of the PSA if they are willing to uphold its basic policies and subscribe to its Bylaws.

Article IV. Officers

Section 4.01 Composition

- (a) President
- (b) Vice-President and Co-Vice President
- (c) Secretary
- (d) Treasurer

Section 4.02 Qualifications

Any member in good standing at least 30 days prior to the presentation of the slate of candidates may serve as an officer. Members in good standing of the PRMS PSA are those who abide by the current bylaws and have not received disciplinary action or letters by the school district.

Section 4.03 Terms of Office

The Officers shall be elected for a term of one year, commencing on July 1st and running until June 30th of the following year. Each person elected shall hold only one office at a time.

Section 4.04 Duties of Officers

(a) President

- 1) Preside over all meetings of the PRMS and the Executive Board;
- 2) Serve as the primary point of contact for the principal;
- 3) Represent the organization at meetings outside of the organization;
- 4) Carry out the policies and resolutions of the PSA as determined by the membership;
- 5) Coordinate the work of all the officers and committees so that the purpose of the organization is served; and,
- 6) The President shall be an authorized signer on the organization's bank account

(b) Vice President

- 1) Oversee and coordinate all the PSA committees and volunteers to ensure student enrichment is fulfilled;
- 2) Perform all duties of the President in the event that the President is absent, unable or unwilling to perform such duties;
- 3) Assist the President in the discharge of his/her duties.

(c) Secretary

- 1) Take minutes at all meetings of the PSA and Executive Board and make minutes available for review by the members of the PSA monthly online;
- 2) Keep an accurate roster of Officers

(d) Treasurer

- 1) Keep a complete record of PSA income and expenditures;

- 2) Receive and account for all monies of the PSA, and reconcile monthly bank statements;
- 3) Pay all PSA bills incurred by check or online e-check payment;
- 4) Co-sign all PSA checks; If one treasurer signs the check, a President must co-sign;
- 5) Give a cash-basis financial report at all PSA General Meetings;
- 6) Prepare a final annual balance sheet and year-to-date income statement and a final Treasurer's report for presentation at the first general meeting of the immediately following fiscal year;
- 7) Facilitate obtaining cash advances for committees that require a cash advance;
- 8) Provide monthly budget online;
- 9) Act as primary contact for committee chair questions on budget and historical expenditures;
- 10) Create financial reports for committees as requested by the Board or a Committee Chair.
- 11) Prepare a tentative budget to be presented at the final May meeting; and,
- 12) Cannot self-reimburse an expense.

Section 4.05 Vacancies

A vacancy occurring in any office, except the Presidency, shall be filled until the next annual election, by a person appointed by a majority vote of the Officers. In case a vacancy occurs in the office of the President, during the fiscal year, a Vice President appointed by a majority of the Secretary and Treasurer shall serve as President for the remainder of the term. In the event that a Vice President cannot serve as President, a special election will be held as soon as practicable to select a new President. Nothing in these by-laws shall preclude a Vice-President who has assumed the duties of the President pursuant to this provision from seeking election as President at the next available election for that office. In the event an officer steps down, the officer has 48 hours to turn over their passwords and documents to the newly appointed officer.

Article V. Executive Board

Section 5.01 Composition

The Executive Board shall consist of the President, Vice President, Secretary, and Treasurer.

Section 5.02 Duties of the Executive Board

- 1) Transact business of the organization between meetings of the general membership;
- 2) Create standing rules and policies;
- 3) Create standing and special committees as it deems necessary to carry on the business of the PSA;

- 4) Treasurer shall prepare and submit for approval a final proposed budget in May to the general membership for vote.;
- 5) Arrange for an annual review for the financial records of the PSA each June;
- 6) Provide oversight and direction to the Committees formed to conduct the business of PSA;
- 7) Prepare reports and recommendations to the general Membership.

Section 5.03 Meetings

The Executive Board shall meet prior to each general meeting and at any other time deemed necessary by the President. A majority of Officers shall constitute a quorum. Special meetings may be called by any two Executive Board members, with 24 hours' notice.

Article VI. Nominations and Elections

(a) Nominations

In February, nominations will be open for that position for the following school year. Only members of the PSA shall be eligible to serve in any elective or appointive positions. Nominations shall be made at the nearest general meeting or by way of online nominations no later than March 15. Any qualified member may self-nominate by notifying a member of the Executive Board via electronic ballot. The slate will be published in the Friday Flash at least three days prior to commencement of the election.

(b) Elections

The election shall take place via electronic ballot for a period of 72 hours, and the results shall be published in the Friday Flash that week. The elections will be held such that the newly elected officers will be announced at the last General Meeting of the PSA fiscal year. Members of the Executive Board *not on the ballot* will preside over the elections.

The election shall be held no later than April 15 by electronic ballot prior to the last General Meeting of the PSA fiscal year. Voting must be open for at least 72 hours. The details of the election process will be announced and publicized no less than 14 days prior to the last General Meeting of the PSA fiscal year. If there is more than one candidate for an office, the winner will be determined based on a simple majority of the number of votes cast, as long as at least 10 votes are cast by members other than the Executive Board.

(c) Transition of New Officers

Newly elected officers SHALL shadow the current board to become familiar with the positions they are transitioning into from the date of the election results until July 1st. The

current officer SHALL educate newly elected officers on policies and procedures including the Constitution and Bylaws of the Middle School PSA. The transitioning board will collaborate with the current/outgoing board to generate the next fiscal year's event calendar. The incoming treasurer will work with the outgoing treasurer to formulate a budget for the next fiscal year.

(d) Ethics policy

- 1) All Executive Board members, PSA members, and Committee Chairpersons are expected to behave in a professional manner, include any volunteers who want to be part of their committees, and follow the PSA bylaws.

- 2) A person who has been asked to step down, has been removed from any position within the organization or has received a disciplinary letter from the school district forfeits the right to serve in any position for a 2 year period, including on the Board.

Article VII. Meetings, Voting and Quorum

(a) Meetings

- 1) There shall be regular meetings of the PSA during the school year ("General Meetings) as determined by the Executive Board. No less than five General Meetings will be held during the organization's fiscal year.
- 2) Members shall be notified of a General Meeting at least three days prior to such a meeting via Friday Flash.
- 3) Special meetings may be called by five general members submitting a written request to the secretary. Notice of the special meeting shall be sent to the members at least 10 days prior to the meeting.
- 4) Special meetings may be called by any two Executive Board members, with 24 hours' notice.
- 5) A transitional General Meeting shall occur before June 30 with the current Executive Board members and the up-coming Executive Board members.

(b) Voting

The voting body shall be the members in good standing. Voting may take place by members present at any general, annual or special meetings properly called by the President and at which a quorum exists. Voting may also be held electronically as duly determined and published. A majority vote is required to pass a motion.

(c) Quorum

Three members, excluding Officers, shall constitute a quorum for the transaction of business at a General Meeting. A majority vote of the members present is required to pass a motion.

Article VIII. Committees

Section 8.01 Committee Membership

Committees may consist of PSA members and PSA Officers, with one PSA Executive Board member serving as an ex officio member of all committees. No additional spending money will be given over the pre-approved budget to any committee without prior approval from the PSA Executive Board.

(a) Chairperson Duties

Make reports to the Board and at General Meetings, as needed; (b) Keep complete and accurate financial records of the Committee; and (c) Maintain a file with records describing the work of the Committee that may be used to help guide future Chairpersons; such file to include electronic records to be provided to the new Chairperson by the beginning of the school year.

(b) Budget

No additional spending money will be given over the pre-approved budget to any committee without prior approval from the PSA Executive Board. Reimbursements without approval from the board will not be given. All reimbursements must be submitted within 30 days of the event.

Section 8.02 Standing Committees

The following standing committees shall be held by the organization: Nominating and Audit.

Section 8.03 Ad-Hoc Committees

The Executive Board may appoint special committees as needed. The special committees will make a report to the Executive Board and at General Meetings as needed.

Article IX. Finances

Section 9.01 Fiscal Year

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

Section 9.02 Budget

Each May, the Executive Board shall present a tentative budget for the next fiscal year for approval. All PSA members may review and suggest changes to the Budget. A majority vote of the members in attendance at the last General Meeting in May will approve the budget.

(a) Expenditures

- 1) Any expenditure not covered in the budget, or in excess of the budget, of \$500 or less, must be approved by the board.
- 2) Any expenditure not covered in the budget, or in excess of the budget, of \$501 or more, must be approved by the general members of the PSA by a majority vote.
- 3) All committees in need of petty cash shall submit a Cash Withdrawal form to the Treasurers no later than one week prior to their event. Any committee in need of cash at an event shall reconcile their cash boxes with a PSA Treasurer present;
- 4) A Board Member may not write or sign their own reimbursement checks;
- 5) All expenditures must be documented with receipts. All receipts must be submitted to the treasurer within 30 days of the event.
- 6) No reimbursements will be made after the end of the fiscal year without prior approval of the officers;
- 7) Expenditures may be paid by check or by way of electronic check directly from the PSA Bank Account;
- 8) Committees must keep accurate sales records (“inventory”) for all transactions.
- 9) Funding for New Program purchases shall be determined on an annual basis by the PSA Executive Board. The Board’s decision shall be based on the financial state of the PSA at the close of the previous fiscal year as well as consideration of both projected and actual income and expenses for the current year, with the understanding that an appropriate cash reserve be maintained.

Section 9.03 Fiscal Planning

In June, the minimum amount of \$5,000 shall be set aside for operating capital for the following school year.

Section 9.04 Expenditures

Any expenditure not covered in the budget or in excess of the budget of \$500 or less must be approved by a vote of the Executive Board. Any expenditure not covered in the budget or in excess of the budget by greater than \$501 must be evaluated by the Executive Board and a recommendation regarding the expenditure will be presented at a General Meeting for approval by the majority vote of the members present at the meeting.

Section 9.05 Check Signing

Checks drawn on the PSA bank account shall be signed by the co-treasurers or one treasurer and the president. Both the treasurer and president are expected to be on the bank account at all times. Any outlay of funds by the PSA must be documented with receipts or appropriate documents by the purchasers. All receipts should be submitted to the treasurer within 30 days of the event. No reimbursements will be made after the end of the fiscal year without prior approval of the officers.

Section 9.06 Audit

A review shall be conducted annually, by June 30, by an independent auditor. No member(s) of the PSA, who have access to PSA funds, shall directly or indirectly approve or disapprove PSA expenses during the annual audit. All findings and documentation will be turned into the School District by the independent auditor no later than September 15, including the following information:

- Listing of officers names, address, email and contact phone number
- Copy of By-Laws if any changes have been made
- Copy of Budget/Actuals
- Copy of Signed Audit
- FDIC Banking Information
- Fundraising Information

Section 9.07 Tax Filing

Form 990N must be electronically submitted to the IRS in July of each year. Form 990N is required for non-profit organizations that gross receipts are \$50,000 or less.

Section 9.08 Loans

No one shall take loans out against the PSA business checking account or PSA savings account or in the name of the PSA.

Article X. Dissolution of the PSA

The PSA may be dissolved with 14 days calendar notice and a two-thirds vote of those present at the meeting. If the disbandment is temporary, any remaining funds in the Treasury shall be held in an escrow account, administered by the Principal of Pine-Richland Middle School, until such time as a new PSA is established, at which time the funds shall be returned to the control of the PSA Executive Board. If the disbandment is permanent, the funds shall be spent within two calendar years of disbandment on purchases which directly benefit the students and teachers of PSA at the direction of the Principal. All disbursements shall be made in accordance with the provisions of Internal Revenue Code Section 501(c)3 to Pine-Richland Middle School, a 501(c)3 organization.

Article XI. Parliamentary Authority

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

Article XII. Bylaws

These Bylaws shall become effective as of the date they are adopted by a majority vote of the members present and entitled to vote at a General Meeting in which a quorum exists. These Bylaws may be amended in whole or part by a two-thirds vote of the members (Parents and Faculty) present and entitled to vote at a monthly general meeting, provided written notice of

the proposed amendment is provided 3 days before the vote. A copy of the proposed amendments shall be available for review on the Pine-Richland e-newsletter or upon request. Any member in good standing of the PSA may submit, in writing, to the Executive Board, a proposed amendment to the Bylaws.

Article XIII. Amendments

- 1) Any member of the PSA may submit in writing to the Executive Board a proposed amendment to the bylaws.
- 2) These bylaws may be amended at any General Meeting or special meeting providing that previous notice was given at the prior meeting in writing and then sent to all members of the organization by the secretary. Notice may be given by US mail, e-mail or fax.
- 3) Amendments will be approved by a two-thirds (2/3) vote of those present assuming a quorum.
- 4) The bylaws shall be reviewed no less frequently than every three years by the Executive Board.

Article XIV. Removal From Office

Officers or Committee Chairpersons may be removed from office for any of the following causes.

- 1) Misappropriation of PSA funds;
- 2) Unwillingness to follow or uphold the policies described in these Bylaws;
- 3) Entering into contracts or other legal agreements without prior approval of the Officers or the Membership, as appropriate;
- 4) Abandonment of duties;
- 5) Improper conduct, violation of the school policies, or violations of the law. or,
- 6) Not adhering to our Code of Ethics.

Requests for removal of Board Members or Committee Chairpersons shall be submitted in writing and presented to the Officers by those individuals requesting such action. The Board Member(s) not under investigation shall investigate such requests at a special meeting to be attended by the individuals bringing such requests and the person being considered for removal. In the event that more than one Board Member is under investigation, a Special Ad-Hoc Committee shall be convened to conduct the investigation. The Board Members or Special Committee shall then deliberate in private and vote on the requested removal. Removal requires a majority vote. Notice of removal shall be made in writing to the individual concerned.

Article XV. Record Retention

The PSA follows the document retention procedures outlined below. Documents that are not listed, but are substantially similar to those listed in the schedule, will be retained for the appropriate time.

Section 16.01 Records

- a) Annual Reports to Secretary of State/Attorney General Permanent
- b) Articles of Incorporation Permanent
- c) Board Meeting and Board Committee Minutes Permanent
- d) Board Policies/Resolutions Permanent
- e) Bylaws Permanent
- f) Construction Documents Permanent
- g) Fixed Asset Records Permanent
- h) IRS Application for Tax-exempt Status (Form 1023) Permanent IRS Determination
- i) Letter Permanent
- j) State Sales Tax Exemption Letter Permanent
- k) Contracts (after expiration) 7 years
- l) Correspondence (general) 3 years
- m) Adoption and shipment records Permanent

Section 16.02 Accounting and Corporate Tax Records

- a) Annual Audits and Financial Statements Permanent
- b) Depreciation Schedules Permanent
- c) IRS Form 990 Tax Returns Permanent
- d) General Ledgers, 7 years
- e) Business Expense Records, 7 years
- f) IRS Forms 1099, 7 years
- g) Journal Entries, 7 years
- h) Invoices, 7 years
- i) Sales Records (box office, concessions, gift shop), 5 years
- j) Petty Cash Vouchers, 3 years
- k) Cash Receipts, 3 years
- l) Credit Card Receipts, 3 years

Section 16.03 Bank Records

- a) Check Registers, 7 years
- b) Bank Deposit Slips, 7 years
- c) Bank Statements and Reconciliation, 7 years
- d) Electronic Fund Transfer Documents, 7 years

Section 16.04 Donor and Grant Records

- a) Donor Records and Acknowledgment Letters 7 years
- b) Grant Applications and Contracts 7 years after

Section 16.05 Legal, Insurance and Safety Records

- a) Appraisals Permanent
- b) Copyright Registrations Permanent
- c) Environmental Studies Permanent
- d) Insurance Policies Permanent

- e) Real Estate Documents Permanent
- f) Stock and Bond Records Permanent
- g) Trademark Registrations Permanent
- h) Leases 6 years after expiration
- i) OSHA Documents 5 years
- j) General Contracts 3 years after termination
- k) Communications and President's records
- l) President's diary Permanent
- m) Communications to National Permanent

Section 16.06 Electronic Documents and Records

Electronic documents will be retained as if they were paper documents. Therefore, any electronic files, including records of donations made online, that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an e-mail message, the message should be printed in hard copy and kept in the appropriate file or moved to an "archive" computer file folder. Backup and recovery methods will be tested on a regular basis.

Section 16.07 Emergency Planning

Records will be stored in a safe, secure, and accessible manner. Documents and Financial files that are essential to keeping the PSA operating in an emergency will be duplicated or backed up at least every week and maintained offsite.

Section 16.08 Document Destruction

Treasurer is responsible for the ongoing process of identifying its records, which have met the required retention period, and overseeing their destruction. Destruction of financial and personal related documents will be accomplished by shredding. Document destruction will be suspended immediately, upon any indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction will be reinstated upon conclusion of the investigation.

Section 16.09 Compliance

Failure on the part of members, officers, directors and or volunteers to follow this policy can result in possible civil and criminal sanctions against the PSA and possible disciplinary action against responsible individuals. The Audit and Finance committee chair will periodically review these procedures with legal counsel or the organization's certified public accountant to ensure that they are in compliance with new or revised regulations.

APPENDIX B DECLARATION OF ADOPTION

Under penalties of perjury, we declare that we to the best of our knowledge and belief, state that the copy of the Bylaws we are submitting is a complete and correct copy of the original with

documented changes and that the original was signed by at least two officers and adopted by vote of members at the general meeting of the PSA on XX DATE.