

**CLAY MIDDLE SCHOOL PARENT TEACHER ORGANIZATION
CONSTITUTION AND BYLAWS
Approved August 21, 2026**

ARTICLE I

NAME

- Section 1** The name of this organization shall be Clay Middle School Parent Teacher Organization. The organization shall be commonly known as Clay Middle School PTO, and referred to in these by-laws as PTO.
- Section 2** The office will always be located in Hamilton County, City of Carmel, Indiana.

ARTICLE II

OBJECTIVES

- Section 1** **The Clay Middle School PTO Mission Statement:** To bring together parents, teachers, and staff to promote the welfare of our children, school and community; to establish a close working relationship with each other, to cultivate fellowship among the organization members; and to contribute to the highest possible standards of the home and the school.
- Section 2** This organization shall not seek to direct the technical activities of the school, nor to control school policies.
- Section 3** This organization may not propose the adoption or rejection of legislation, or the election or defeat of any candidate for public office.

ARTICLE III

MEMBERS

The parents and/or guardians of each child enrolled in Clay Middle School, faculty members, and administration shall be considered as members. Annual dues, if collected, are optional and payable any time during the school year, and shall be used for operating expenses of the Clay Middle School PTO.

ARTICLE IV

OFFICERS

- Section 1** The elected officers of this organization shall be a President(s), Vice President(s), Secretary, Treasurer, Assistant Treasurer, Communications Director, and At-Large Members. These officers shall perform the duties prescribed by these by-laws and the parliamentary authority adopted by the organization. These officers, along with the immediate past president shall constitute the Executive Board.

- Section 2** Any vacancy in any office or committee member position shall be filled by Executive Board appointment for the remaining term.
- Section 3** Officers shall be elected by acclamation, or by a majority vote of Executive Board members present at or before the May PTO meeting. Officers may also be appointed at any time by a majority of the members of the Executive Board.
- Section 4** Officers shall assume their duties on July 1st in accordance with the fiscal year, with the exception of the Treasurer, who shall receive all financial records no later than June 30th.

ARTICLE V

DUTIES OF OFFICERS, BOARD MEMBERS AND PRINCIPAL

- Section 1** The **President** shall:
- A. Prepare an agenda and preside at all member, Executive Board and PTO meetings.
 - B. Serve on the Carmel Clay Greyhound Council Committee by attending their bi-monthly meetings and submitting a report on Clay Middle School activities, if required.
 - C. Be authorized to sign checks in the absence of the Treasurer or as a second signature for payments exceeding \$500 in the absence of the Assistant Treasurer.
 - D. Coordinate all committee activities and general Board Members' duties.
 - E. Supply copies of pertinent information to the appropriate administration team.
 - F. Be Responsible for data collection for emails and volunteer interests.
 - G. Work with the board and treasurer to develop the annual budget for the following year.
- Section 2** The **Vice President** shall:
- A. Work closely with the President. Prepare agenda and chair monthly PTO board meetings if the President is unable to attend.
 - B. Serve on the Carmel Clay Greyhound Council Committee, and submit the Clay Middle School report at the meeting if required.
 - C. Meet with the administrative team of the school to plan the PTO calendar for the following school year. This shall be done at the end of the current school year.
 - D. Other duties as assigned by the President.
- Section 3** The **Treasurer** shall:
- A. Administer all funds of the PTO and maintain all accounting software and shared records.
 - B. Submit monthly reports at the PTO Meetings including financial data such as the beginning balance, ending balance, itemized income, itemized expenses, and budget vs. actual spending. Copies of bank statements should be made available for review by the Executive Board. Monthly reports to be reviewed and approved in the meeting minutes.
 - C. Disburse funds from a PTO account using the signature of the Treasurer and/or Assistant Treasurer and/or the President and reimburse expenses incurred as needed. Two signatures are required for payments exceeding \$500. The Treasurer cannot authorize their own reimbursements. The Treasurer may not be related to another signatory on any PTO account.
 - D. Prepare a year-end report no later than June 30th.

- E. Employ an outside auditor (Certified Public Accountant) to prepare the Form 990 annually and Indiana state taxes NP-20R filed every five years.
- F. File necessary government forms annually, or work with CPA to do so.
- G. Work with the Executive Board to develop an annual PTO budget in collaboration with the Assistant Treasurer and President.
- H. Maintain a list of username and password credentials for the PTO bank account and QuickBooks.

Section 4 The **Assistant Treasurer** shall:

- A. Have access to all financial accounts associated with the PTO at all times.
- B. Act as second signatory on all checks exceeding \$500.
- C. Administer all funds of the PTO in the absence of the Treasurer.
- D. Submit monthly reports at the PTO Meetings in the absence of the Treasurer.
- E. Disburse funds from a PTO account to reimburse expenses incurred as needed in the absence of the Treasurer. Two signatures are required for payments exceeding \$500.
- F. Prepare a year-end report at the end of June in collaboration with the Treasurer.
- G. Employ an outside auditor (Certified Public Accountant) to prepare the Form 990 annually and Indiana state taxes NP-20R filed every five years in the absence of the Treasurer.
- H. File necessary government forms annually in the absence of the Treasurer.
- I. Work with the Executive Board to develop an annual PTO budget in collaboration with the Treasurer and President.
- J. Maintain a list of username and password credentials for the PTO bank account and QuickBooks.

Section 5 The **Communications Director** shall:

- A. Attend Executive Board meetings to gather content for social communications..
- B. Update social media accounts.
- C. Update PTO website and calendar on a monthly basis, or more often as needed.
- D. Work with the President to collect data for emails and volunteer interests.
- E. Work in conjunction with the Executive Board to produce and distribute a monthly e-newsletter highlighting the work of the PTO.
- F. Prepare digital art and promotional materials.

Section 6 The **Secretary** shall:

- A. Record the minutes at each Executive Board and PTO meeting.
- B. Prepare and distribute copies of minutes to all Board members so that they may read them prior to the opening of the PTO meeting.
- C. Print copies of PTO meeting minutes and place them in the school's copy of the PTO Meetings Minutes notebook.
- D. Maintain a list of all username and password credentials associated with the Clay Middle School PTO excluding bank account and financial software which shall be restricted to authorized financial signatories. Account users may not change credentials without approval. All websites, domains, social media accounts, payment processors, email accounts, cloud storage accounts, digital assets, etc shall be owned and controlled by the PTO and not by any individual member. Administrative access shall be maintained by at least two current Executive Board members at all times.

Section 7 The **At-Large member** shall:

- A. Be appointed by consent of the Executive Board and have voting privileges.
- B. Hold at-large committee chair position like Teacher Appreciation or the 8th

- Grade Celebration.
- C. Attend board meetings and serve as liaison between their committee and the Executive Board.

- Section 8** The **School Principal** shall:
- A. Attend all monthly PTO meetings, give a report of school related information, and act in an advisory capacity for the Board.
 - B. In the spring, the Principal of the school shall submit a list for Board consideration regarding potential changes to budget totals requested by each department. Decisions regarding the disbursement of these requests should be made no later than May to facilitate planning for the following school year.

ARTICLE VI-MEETINGS

- Section 1** There may be general meetings of the PTO as needed. These meetings are open to any Clay parent or Clay staff member.
- Section 2** Executive Board meetings shall be attended by Executive Board members and invited Clay faculty in attendance. Executive Board meetings are open to all Clay Middle School parents unless communicated as a closed session.
- Section 3** There shall be a monthly meeting of the Executive Board or as needed.
- Section 4** Additional meetings of the Executive Board may be called by the President upon written request from two (2) members of the PTO Board.

ARTICLE VII-VOTING AUTHORITY

- Section 1** **Executive Board Authority:** Voting authority on all official organization business including approving budgets, authorizing grants and expenditures, adopting policy, filling board vacancies, and amending bylaws is vested exclusively in the voting members of the Executive Board.
- Section 2** **Voting Members Defined:** Each elected officer (President, Vice President, Secretary, Treasurer, Assistant Treasurer, Communications Director) and appointed At-Large Member(s) shall hold one (1) vote. The Immediate Past President shall hold one (1) vote.
- Section 3** **Ex-Officio & Non-Voting Roles:** The School Principal, faculty representatives, committee chairs, and general committee members serve in an advisory or operational capacity and do not possess voting privileges on Executive Board matters.
- Section 4** **Passage of Motions:** Unless otherwise specified in these bylaws (such as a 2/3 requirement for bylaws amendments), motions shall pass by a simple majority vote of eligible Executive Board members present and voting, provided a quorum is established.

ARTICLE VIII-EXECUTIVE BOARD

- Section 1** The Executive Board shall consist of the elected officers, President, Vice President, Treasurer, Assistant Treasurer, Communications Director, Secretary, At-Large Member, and the Past President.

- Section 2** The Executive Board shall transact all necessary business between Board Meetings; report to the PTO meetings, and fill vacancies in any Board position.
- Section 3** A majority of the currently filled Executive Board positions shall constitute a quorum. The quorum of the Executive Board may remove any board member from their responsibilities as needed, with or without cause.
- Section 4** Executive Board members are expected to attend all Executive Board meetings. Executive Board members must attend at least 75% of all Executive Board meetings to maintain voting privileges. The Executive Board may waive this requirement for good cause, including illness, family emergency or other circumstances approved by a majority vote of the Executive Board.
- Section 5** The Executive Board will assist the Treasurer and Assistant Treasurer in developing an annual budget.
- Section 6** All unbudgeted PTO expenditures must be approved by a majority vote of the Executive Board.

ARTICLE IX-COMMITTEES

- Section 1** Committee Chairs shall be appointed by the President as the PTO or Executive Board deems necessary. Voting powers shall not be allocated to any Committee Chairs or Committee Members.
- Section 2** The President shall be an ex-officio member of all committees.
- Section 3** The President and Vice President shall be a member of all fundraising committees.

ARTICLE X-NON-PROFIT

This organization shall operate as a tax exempt, non-profit organization.

ARTICLE XI - FINANCIALS

- Section 1** The Treasurer shall provide a complete financial report at each Executive Board meeting. The report shall include, at a minimum: current bank account balances and copies of all bank statements received since the previous meeting; a statement of income and expenses for the current fiscal year; any outstanding obligations, liabilities, or pending reimbursements; reports from any payment processing platforms, fundraising platforms, or financial accounts maintained by the organization (including but not limited to PayPal, Venmo, Cheddar Up, Stripe, or similar services); a reconciliation of all accounts maintained by the organization; and any other financial records requested by the Executive Board.
- Section 2** All financial records shall be made available for review by the Executive Board upon request. The Treasurer shall maintain accurate and complete financial records and ensure transparency regarding the financial condition of the organization.

- Section 3** The President, Treasurer and Assistant Treasurer shall have full administrative access to all financial accounts, banking platforms, payment processors, and fundraising platforms maintained by the organization. No financial account shall be controlled solely by one individual.
- Section 4** Unless authorized by the Executive Board, no loan shall be made by or contracted on behalf of the Clay Middle School PTO, and no evidence of indebtedness shall be issued in the name of the Organization. Executive Board Members cannot enter into contracts for the PTO without board approval.
- Section 5** PTO bank accounts must be under the PTO EIN only and shall not be associated with any personal accounts. Banking credentials shall be shared and account ownership transferred to incoming board members by the last board meeting of the current school year. All checks, drafts, or other orders for payment of money by the Clay Middle School PTO shall be signed by the Treasurer, Assistant Treasurer, and/or President or by such person or persons as the Executive Board may from time to time designate by resolution. No board member shall have sole control over the collection, disbursement, reconciliation, and reporting of PTO funds.
- Section 6** Any payments over \$500 require the approval of two or more of the following Executive Board members: President, Treasurer and Assistant Treasurer.
- Section 7** Authorized signers of checks shall be the President, Treasurer and Assistant Treasurer. No authorized signatory may make a payment to or write a check to themselves.
- Section 8** The Executive Board shall, after paying or making provisions for the payment of all liabilities budgeted for the current school year, retain all excess assets and funds. Funds raised by the Clay Middle School PTO shall remain in the PTO account and shall be used for the benefit of the students, parents, staff, and teachers of the school.
- Section 9** A minimum carry-over balance of 15% of the annual budget must be maintained into the following school year, to be held in a separate savings only account. The minimum carry-over balance and any and all interest created must remain in this account unless approved by a majority of the Executive Board.
- Section 10** All receipts for reimbursement from the annual budget shall be submitted within 30 days of the event and must be turned in by June 15th of the current school year. Any reimbursement check not cashed within 6 months of the issue date will forfeit funds and not be reissued.
- Section 11** An independent review of the Clay Middle School PTO financial records may be conducted on an as-needed basis by a non-signer, non-related individual, or outside bookkeeper.

ARTICLE XII-PARLIAMENTARY PROCEDURE

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable, and in which they are not inconsistent with these by-laws and any special rules of order the organization may adopt.

ARTICLE XIII-AMENDMENT

These by-laws can be amended by two-thirds majority vote of the Executive Board members present at an Executive Board Meeting, provided the proposed Amendment is submitted in writing to the Executive Board at least two weeks prior to the meeting. Notification of these by-law changes will be given to the general membership. These by-laws shall be revised and /or reviewed as needed by the Executive Board at least every three (3) years.

ARTICLE XIV-DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to Clay Middle School or the Carmel Clay Schools district for a public purpose.