

CEDAR HILL SCHOOL PTO BY-LAWS

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As amended:

CEDAR HILL SCHOOL PTO BY-LAWS

ARTICLE I: Name

The name of this organization is the Cedar Hill School Parent Teacher Organization (“PTO”). The PTO is located at Cedar Hill School, 35 Red Chimney Drive, Warwick, Rhode Island, 02886.

ARTICLE II: Description.

The PTO is a non-profit organization that exists for charitable, educational, literary, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter referred to as "Internal Revenue Code"), including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

ARTICLE III: Purposes

Section 1: The purposes of the PTO are:

- (a) To promote the welfare of children and youth in home, school, and community.
- (b) To raise the standards of home life.
- (c) To develop a closer connection between school and home by encouraging parental involvement, and to improve the environment at Cedar Hill School through volunteer and financial support.
- (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 purposes of the PTO are promoted through an advocacy and educational program directed toward parents, teachers, and the general public; developed through conferences, committees, projects, and programs; and governed and qualified by the basic policies set forth in Article IV.

ARTICLE IV: Basic Policies

The following are basic policies of this PTO:

- (a) The PTO shall be noncommercial, nonsectarian, and nonpartisan.
- (b) The name of the PTO 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 purpose not appropriately related to promotion of the objectives of the PTO.
- (c) The PTO shall work with Cedar Hill School and the community to provide quality education and support of programs 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.
- (d) The PTO shall work to promote the health and welfare of children and youth and shall seek to promote collaboration between parents, Cedar Hill School, and the community at large.
- (e) No part of the net earnings of the PTO shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons 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 forth in Article III hereof.

(f) Notwithstanding any other provision of these articles, the PTO shall not carry on any other activities not permitted to be carried on by: (i) an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code; or (ii) an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(g) Upon the dissolution of this PTO, after paying or adequately providing for the debts and obligations of the PTO, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and whose purposes are in accordance with these By-Laws.

(h) The PTO or its members in their official capacities 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.

(i) The PTO may cooperate with other organizations and agencies concerned with child welfare, but persons representing the PTO in such matters shall make no commitments that bind the PTO without Executive Board or General Membership approval, as the case may be.

(j) Section 4: 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 PTO, including, specifically, the number of its members and the dues collected from its members.

(k) The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

ARTICLE V: Membership and Dues

Section 1: Any parent, guardian, family member, or other adult standing in loco parentis for a student at Cedar Hill School may be a member and shall have voting rights. The principal and any teacher employed at Cedar Hill School may be a member and have voting rights.

Section 2. Dues, if any, will be established by the executive board. If dues are charged, a member must have paid his or her dues at least 14 calendar days before a meeting to be considered a member in good standing with voting rights.

Section 3: The PTO may conduct an annual enrollment of members, but persons may be admitted to membership at any time throughout the year in accordance with these by-laws.

Section 4: Only members in good standing of the PTO shall be eligible to participate in the meetings or to serve in any of its elective or appointed positions.

ARTICLE VI: Officers and Their Election

Section 1: Each Officer of this PTO shall be a member of this PTO.

Section 2: Officers and Their Election:

- (a) The Officers of this PTO shall consist of a President, three (3) Vice Presidents (First Vice President/Programs, Second Vice President/CHAMPS/Fundraising, and Third Vice President; the Third Vice-President being the school Principal), a Secretary, a Communications Officer, a Treasurer, a Membership Officer, and one Volunteers of Warwick Schools, Inc. (“VOWS”) Coordinator, such delegate only being entitled to one vote, and a Teacher Representative.
- (b) Officers shall be elected by ballot vote at the General Membership meeting and a majority vote shall elect. Balloting will be limited to those whose dues have been paid prior to the election meeting. If there is only one nominee for any office, election for that office may be held by voice vote.
- (c) Officers shall assume their official duties, with the exception of the Treasurer, following the close of the last General Membership meeting and shall serve for a term of one year, or until their successors are elected. The Treasurer shall assume his/her duties following an examination of the books of account by the Financial Review Person. The examination shall be completed by August 1st, and prior to the newly elected Treasurer assuming his/her duties.
- (d) An Officer shall not be eligible to serve more than two consecutive terms in the same office.
- (e) A person who has served in an office for more than one half of a full term shall be deemed to have served a full term in such office.
- (f) Each Officer shall be provided a current copy of the Cedar Hill School PTO bylaws to assist them in conducting the business of this PTO. These materials shall be provided at the beginning of their office, and prior to the Annual General Membership meeting.

Section 3: Nominating Committee:

- (a) There shall be a Nominating Committee composed of five (5) members, (at least three and always an uneven number), one of whom shall be selected by the Executive Board from its body and four (4) of which shall be elected by the PTO at the General Membership meeting at least two months prior to the election at the General Membership meeting . The Committee shall elect its own chairperson at its first meeting and prior to conducting any business related to nominations. The President does not serve on the Nominating Committee in any capacity.
- (b) The Nominating Committee shall nominate one eligible person, as defined in Article VI Section 2(d), for each office to be filled and shall report its nominees at the General membership meeting , at which time additional nominations may be made from the floor.
- (c) Only those persons who are current members of the PTO and who have signified their consent to serve if elected shall be nominated for election to such office.

Section 4: Vacancies:

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board. In the case of a vacancy occurring in the office of President, the first Vice-President shall serve notice of the meeting if necessary to elect.

In the case of a vacancy occurring in the office of the President, the office shall be filled for the unexpired term by the following succession:

- (a) the First Vice-president, or upon his/her refusal;
- (b) the Second Vice-president, or upon his/her refusal;

(c) a majority vote of the remaining members of the Executive Board shall decide that the Executive Board shall either elect a new President, or that a meeting of the General Membership shall be held to elect a new President. Neither the school Principal nor the Faculty Classroom Representative shall be President. A vacancy in any other position shall be filled at the discretion of and method determined by the Executive Board.

ARTICLE VII: Duties of Officers

Section 1: The President shall preside at all meetings of the PTO and of the Executive Board; shall perform such other duties as may be prescribed in these bylaws; or assigned to him/her by the PTO or by the Executive Board; and shall coordinate the work of the Officers and committees of the PTO in order that the objectives of the PTO may be promoted and shall review all finances. The President shall be ex-officio a member of all committees except the Nominating Committee.

Section 2: The Vice-Presidents shall act as aids to the President and shall (in the numerical order of First and Second,) perform the duties of the President in the absence or inability of that Officer to act, exclusive of the resignation of the President. The Third Vice-President shall not perform the duties of the President.

Section 3: The Secretary is responsible for the official correspondence of the PTO and shall record the minutes of all meetings of the PTO and of the Executive Board; shall purchase and maintain a current edition of Robert's Rules of Order, Newly Revised; and shall perform such other duties as may be delegated to him/her, by the Executive Board. The Secretary shall be responsible for reading the correspondence of the PTO and sending out notices for the meetings of the PTO.

Section 4: (a) The Treasurer shall have custody of all of the funds of the PTO; shall keep a full and accurate account of receipts and expenditures; and in accordance with the budget adopted by the PTO, shall make disbursements as authorized by the Executive Board or PTO.

(b) The Treasurer shall present a financial statement at every meeting of the PTO and at other times when requested by the Executive Board and shall make a full, detailed report at the General Membership meeting and at the Annual General Membership meeting. The Treasurer shall bring to each meeting the most current available monthly bank statement for all accounts. Such bank statements shall be reviewed and initialed by the President or most senior Executive Board member present at that meeting.

(c) The Treasurer shall be responsible for the maintenance of such books of account and records as conform to the requirements of Article XII, Section 3, of the bylaws and shall be responsible for submitting the required IRS forms.

(d) The Treasurer's accounts shall be examined annually by a Financial Review Person, who, satisfied that the Treasurer's two full detailed reports and records are correct and in good order, shall sign a statement of that fact at the end of the said reports. The Financial Review Person shall be selected by the Executive Board before the last General Membership meeting.

(e) In the event of any requested expenditure in excess of five hundred dollars (\$500.00) , a vote of the membership shall be required to approve the expenditure.

Section 5: The VOWS Coordinator(s) shall serve as the school representative for the VOWS program, overseeing recruitment, training and coordination of volunteers for teacher-requested

and/or teacher-supervised educational activities, including, tutorial services, classroom materials preparation, media and library assistance. The VOWS Coordinator(s) supports the efforts of the school teachers, principal, and administration with a wide variety of events and educational projects during the year.

Section 6: The Membership Officer shall maintain the official PTO membership list. The Membership Officer invites people to join the PTO and collects membership dues from the families of Cedar Hill throughout the school year and remits the dues to the Treasurer. The Membership Officer keeps a current list of all PTO members in good standing and is able to produce names of those able to vote at meetings. The Membership Officer also welcomes new families into the school at anytime with information about the school and assists with their transition to the Cedar Hill school community.

Section 7. The Communications Officer shall attend and participate at board meetings and shall administer and maintain the PTO email system. The Communications Officer shall handle the PTO correspondence (e.g. thank-you notes, press releases, and social memoranda, etc.) The Communications Officer shall set up and maintain the Room Representatives program and develop the directory for the program. The Communications Officer shall stay informed of local, state, and federal matters that pertain to the PTO.

Section 8: Performance of Duties

(a) All Officers shall perform the duties outlined in these bylaws and those assigned from time to time

(b) Upon the expiration of the term of office or in case of resignation, each Officer shall turn over to the President, without delay, all records, books, and other materials pertaining to the office, and shall return to the treasurer, without delay, all funds pertaining to the office.

ARTICLE VIII: Executive Board

Section 1: The Executive Board shall consist of the elected Officers of the PTO. The chairpersons of the standing committees shall be selected by a majority agreement of Executive Board.

Section 2: The duties of the Executive Board shall be:

(a) To transact necessary business in the intervals between General Membership meetings of the PTO and such other business as may be referred to it by the PTO;

(b) To create standing and special committees;

(c) To approve the plans of work of the standing or special committees;

(d) To present a report at the General Membership meetings of the PTO;

(e) To select a Financial Review Person before the last General Membership meeting to review the Treasurer's accounts;

(f) To prepare and submit to the PTO for adoption a budget for the year, at the Annual General Membership meeting ; and

(g) To approve routine bills within the limits of the budget.

Section 3: Executive Board Meetings

(a) Regular meetings of the Executive Board shall be held during the year, the time and date to be fixed by the Executive Board at its first meeting of the year, which shall be held prior to the Annual General Membership meeting . A majority of the Executive Board members shall constitute a quorum. Special meetings of the Executive Board may be called by the President or by a majority of the Executive Board, with at least three (3) days notice having been given. The President shall abstain from voting in the event of a deadlock.

(b) Three unexcused absences from regular meetings of this PTO shall be deemed equivalent to a resignation from the Executive Board.

ARTICLE IX: Membership Meetings

Section 1: At least four (4) General Membership meetings of the PTO shall be held during the school year; two (2) of which shall be the Annual General Membership meeting and the other to be held for the purpose of the election of Officers. Dates of meeting shall be determined by the Executive Board and announced at the Annual General Membership meeting. Three (3) days notice of a change of date shall be given to the General Membership.

Section 2: Special meetings of the PTO may be called by the President or by a majority of the Executive Board, three (3) days notice having been given to the General Membership.

Section 3: Ten (10) members shall constitute a quorum for the transaction of business in any General or Special Meeting of this PTO. A majority vote of those in attendance shall be required for actions taken at the General Membership meetings.

Section 4: A general question/answer/discussion period shall be included within the agenda of all General Membership and Special meetings of the PTO as the last item of business for such meetings. This discussion period shall be limited to issues related to the conduct of PTO-related business and/or the promotion of the objectives of the PTO. The period shall be of a reasonable, limited duration , and each member shall be allowed a reasonable, limited amount of time to express his/her concerns, unless the President extends such comment periods. Unresolved matters shall be carried forward by the Executive Board to address and resolved in the time frame prior to the next General Membership or Special meeting, or to carry forward the issue as Unfinished Business onto the agenda of the next General Membership or Special meeting.

Section 5: The President may provide the option of a paper ballot for all voting required of the General Membership at all General Membership and Special meetings.

ARTICLE X: Standing and Special Committees

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

Section 2: The Executive Board may create such standing committees as it may deem necessary to promote the objectives of the PTO and carry out the work of the PTO. The term of each chairperson shall be one year or until the appointment of his/her successor.

Section 3: The chairperson of each standing committee shall present a plan of work to the First Vice President who shall report such plan to the Executive Board for review and approval. No committee work or expenditures shall be undertaken without the consent of the Executive Board.

Section 4: The power to form special committees and appoint their members rests with the Executive Board. As a special committee is created and appointed for a specific purpose, such a committee automatically goes out of existence when its work is completed and final report is received by the Executive Board.

Section 5: The President shall be a member ex-officio of all committees except the Nominating Committee.

Section 6: All committees, including the Executive Board, shall be organized and conduct their business observing these bylaws.

ARTICLE XI: Fiscal Year

The fiscal year of the PTO shall begin September 1 and end August 31.

ARTICLE XII: Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern the PTO in all cases in which they are applicable and in which they are not in conflict with the Articles of Incorporation.

ARTICLE XIII: Amendments

Section 1. These bylaws may be amended at any regular general membership meeting of the Cedar Hill School PTO by a two-thirds vote of those present and voting, provided the amendments have been approved by the Executive Board and notice of proposed amendments has been provided to the membership 30 days prior to the meeting.

Section 2. The Executive Board by a majority vote may constitute and authorize a Committee on Bylaws to submit a revised set of bylaws as a substitute for the existing bylaws.

Section 3. The Executive Board reserves the right to make editorial corrections to these Bylaws, to the extent that such corrections do not alter the intent of the Bylaws, or the organizational structure of the PTO.