

**STONEGATE ELEMENTARY SCHOOL
PARENT TEACHER ORGANIZATION
BYLAWS**

Article I – Name

The name of this organization shall be Stonegate Elementary School Parent Teacher Organization (hereinafter referred to as “PTO”). The business address is Stonegate Elementary School PTO, 2500 La Jolla Street, West Sacramento, CA 95691.

Article II – Legal Status

The PTO is a California non-profit organization, organized for charitable purposes for Stonegate Elementary School (hereinafter referred to as “School”). The PTO’s federal employer ID number is 80-0676466.

Article III – Benefits

The property of this organization is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any officer or member thereof, or to the benefit of any private person. The organization and its officers and members in their official capacity shall not endorse a commercial entity, business, or product; although recognizing donors for their contributions to the organization is permitted. The organization is empowered to pay reasonable compensation for services rendered and reimbursements of expenses to individuals and companies in furtherance of the purposes of the organization as set out below.

Article IV – Purpose

The primary purpose of this organization is to foster relations among the parents, teachers and administrators, and to raise funds to make charitable contributions and fund programs and activities that will benefit the students who are attending or will attend the School by:

- Assisting students, teachers and administrators to improve the learning environment;
- Participating in the decision-making process establishing School policy;
- Implementing educational programs;
- Offering supportive services;
- Purchasing materials and supplies; and
- Constructing facilities and site improvements.

While it is the intent of the organization that its programs and events benefit all of the existing (and possibly future) students at the School, the organization may expend funds for programs or events that benefit only one grade, one class, or one student, at the discretion of the membership, as long as the purpose of the expenditure is reflected in at least one of the foregoing purposes of the organization.

Article V – Membership

- A. Members. Parents (as used herein this term includes guardians or other adults standing in loco parentis for a student), teachers, administrators, and others in the community interested in furthering the purpose of this organization shall be eligible for membership at any time upon completion of a membership form. A member shall have the privilege of making motions, voting and holding office.

- B. Dues. Beginning with the 2010-2011 school year, the Executive Board has voted in favor of free membership.
- C. Authorization. Unless otherwise specifically provided herein, all actions and authorizations requiring an affirmative vote of the membership to become effective shall be construed as requiring a majority vote of the members present at a regular or special meeting at which there was a quorum present.

Article VI – Nondiscrimination

The organization shall not discriminate against any person based on his or her sex, age, race, color, religion, national origin, medical condition or disability status, marital status, or sexual orientation in attaining membership, holding office, or participating in the benefits and the services and facilities sponsored or supported by this organization.

Article VII – Officers and Elections

A. Titles. The officers of the PTO and the Executive Board shall be comprised of the following positions and no person shall hold more than one position at the same time:

- President
- Vice President
- Secretary
- Treasurer
- At least three (3) Members at Large

B. Eligibility. Members are eligible for election to office if they are members in good standing at the time of the election.

C. Terms of Office. Officers are elected for one year (July through June). Officers that have served for 2 more than six months of a term shall be deemed to have served a full term in such office.

D. Duties of Officers. Each officer shall have the following duties and other duties as approved by the membership:

1. President. The President shall preside over the meetings of the organization and the Executive Board, serve as the primary contact and spokesperson for the organization, appoint committee members, serve as an ex-officio member of all committees, and coordinate the work of all of the officers and committees in order that the purposes of the organization be served. The President may handle the correspondence for the organization in lieu of delegating that assignment to the Secretary. The President shall serve as, or shall appoint a member to serve as, the PTO representative on the Superintendent's Parent Advisory Committee. The President shall cast the deciding vote in case of a tie at all regular and special meetings.
 - (i) Advocacy. The President, or any Officer, Committee Chairperson or member so delegated by President or the membership, may represent the positions of the organization before other elected and appointed boards and commissions.

- (ii) Coordination. The President shall be in close contact with School administrators, teachers and parents to foster communication and the resolution of any issues or concerns of any administrator, teacher, parent, student, or member of the organization. The President shall keep confidential the name of any person who has requested that the President communicate on their behalf in confidence an issue or concern for consideration by the organization or the administration. The President shall insure that all newsletters, flyers and notices to be issued by the PTO have been approved by the Principal prior to distribution by the School.
 - (iii) Succession. The President is responsible for coordinating the delegation of duties and presenting a review of the prior year's activities to the newly elected President and to otherwise assist him or her as needed.
- 2. Vice President. The Vice President(s) shall assist the President and carry out the President's duties in his or her absence or inability to serve. Each Vice President may also act as a Chairperson of one or more committees upon appointment by the President; however, neither may serve as the Chairperson or as a member of the Nominating Committee if he or she will be eligible for election to the position of President.
- 3. Secretary. The Secretary shall keep all of the records of the organization, take and record minutes of all meetings, prepare the agenda, handle correspondence at the direction of the President, send out notices of the regular and special meetings of the organization to the membership, and provide for the safe-keeping of the minutes and other legal documents of the organization. The Secretary may delegate sending out the notices of the meetings. The Secretary is only required to transcribe the actions that were taken at each meeting by vote or consensus of the membership, including recording all approved expenditures, and to distribute minutes at the next regular meeting or by otherwise posting a copy of the minutes at a visible location at the School. The Secretary shall keep a current copy of the Bylaws, and minutes of previous meetings for referral at meetings. As the coordinator of electronic communications the Secretary maintains the PTO website. The Secretary is responsible for recording membership in the PTO by parents, teachers and school administrators. The Secretary shall keep a current membership roster and have it available at meetings.
- 4. Treasurer. The Treasurer shall have custody of all organization funds and shall keep full and accurate accounts of all the organization's receipts and disbursements in a permanent log belonging to the organization. Reports of all transactions shall be presented at regular sessions of the Executive Board or whenever the Board requires. Additionally: (1) All funds and other valuable effects belonging to the organization shall be deposited in the name of and to the credit of the organization in such banks or other depositories as may be designated by the Board; (2) All checks, drafts, or other evidence of indebtedness issued in the name of the organization shall be signed by the Treasurer and one other officer. Proper vouchers shall be required for all disbursements; and; (3) The Treasurer's accounts shall be examined annually by an Auditing Committee of members appointed by the President with the approval of the Executive Board. The Treasurer is responsible for preparing (or overseeing the preparation of) the tax returns for the organization.
- 5. Member At Large. There shall be at least three (3) Members At Large elected to the Board. Each shall have full voting rights and may serve as Chair or members of any PTO committee. A Member At Large may fill in for an Officer or Committee Chair on a temporary basis if so requested by the President.

E. Nominations and Elections.

1. Timing. Nominations for officers will be accepted at the April general meeting. If any officer candidate positions remain vacant after the April meeting, a nominating committee appointed by the Executive Board will seek out interested parties. A slate of interested candidates for office shall be published in the newsletter and/or the PTO website prior to the May meeting. Elections will be held at the May meeting.
2. Nominating Committee. Members of the Nominating Committee shall not be eligible for election to any office while serving as a member of the Nominating Committee. The Principal of the School, or a faculty representative appointed by the Principal, shall serve in an advisory capacity on the Nominating Committee.
3. Nominations. Only those persons who are eligible for election to office, are members in good standing, and have signified their consent to serve if elected shall be nominated for, or elected to, office. At the May meeting, nominations may also be made by members in good standing from the floor. Nominees for office shall not be related to another nominee at the time of the election, or anyone who will be serving concurrently in an executive position.
4. Voting Procedure. Voting shall be by voice vote if no more than one person is nominated for each office. If more than one person is nominated for any one office, then election of an officer to that office shall be by either a written ballot or by a showing of hands as determined by the presiding officer. Officers are elected by a majority vote of the members at the meeting in good standing if a quorum is present at the time of the vote.

F. Vacancies. Vacancies occur if an officer, after being duly elected, resigns or is removed from office before the expiration of his or her term.

1. President. If there is a vacancy in the office of the President during the school year, the Vice President will become the President; however, if the Vice President office is vacant, then the Secretary will become President. At the next regular meeting, an election will be held to fill the position of Vice President, Secretary or both.
2. Other Officers. If there is vacancy in any other office, it will be filled by election of the members at the next regular meeting. The President, after consultation with the Executive Board, shall nominate officers to fill such vacancies and shall solicit nominations from the floor.
3. Election. The election of officers to fill vacancies shall comply with the provisions of Section E above.

G. Removal. Officers can be removed from office without cause by a two-thirds vote of the membership of those present (constituting a quorum) at a regular meeting or special meeting. Any officer may be removed from office with cause by a majority vote of the membership of those present (constituting a quorum) at a regular meeting or special meeting if removal is based on one of the following reasons: (i) absence from three (3) consecutive meetings of the membership and/or the Executive Board, (ii) for failure or inability to fulfill the duties of his or her office as prescribed in the Bylaws, or (iii) engaging in conduct that is injurious to the organization or its purposes. Prior to removal from office with or without cause, the officer shall be given 10 days prior written notice of the proposed action, the reason for the action, if any, and the date of the meeting when a vote on the

removal is scheduled. At the meeting, the officer shall be given an opportunity to address the membership prior to the vote to remove that officer.

Article VIII – Executive Board

The officers of the organization and the Principal of the School, or his or her faculty designee, shall make up the members of the Executive Board. Although not an elected officer, the Principal or his or her designee serves in an advisory capacity with full voting privileges. The Executive Board is charged with the management of and responsibility for the organization, and shall, at a minimum, perform the following tasks:

- establish the objectives and programs of the organization for the School year;
- prepare for the upcoming regular and special meetings;
- create standing and ad-hoc committees;
- prepare the annual budget;
- review the financial reports and records; and
- approve payments and contracts for services and supplies that are in furtherance of the approved budgeted expenditures.

The Executive Board may meet at any time and at any location at the discretion of the President. Notice of Executive Board meetings shall be communicated to all members of the Executive Board either verbally, in writing, or by e-mail at least three days prior to the date of the meeting. Persons other than the members of the Executive Board may attend an Executive Board meeting only at the invitation of one of the members of the Executive Board. At least three members of the Executive Board are required to establish a quorum for the transaction of business at an Executive Board meeting. All actions of the Executive Board shall be reported to the membership at the next regular or special meeting.

Article IX – Meetings

The organization may hold regular and special meetings. The organization may transact business if a quorum is present at any time during the meeting; however, election and removal of officers may only be held if a quorum is present at the time the vote is taken.

- A. **Regular Meetings.** Regular meetings of the organization shall be held one each month during the school year, with the exception of the months of December and June during which regular meetings may be held but are not required. Notice of the date, time and location of a regular meeting shall be announced at a prior regular meeting and notice sent to the members by posting on the PTO website and in the PTO newsletter at least one week in advance of the meeting. Posting of the meeting notice at a visible location at School is also recommended, but is not required. The schedule for regular meetings shall be decided by the membership at the first meeting of the school year. The meeting at which officers are scheduled to be elected for the following year shall be deemed to be the annual meeting of the organization.
- B. **Special Meetings.** Special meetings may be called by any member of the Executive Board. The notice of the special meeting must be issued to the membership in writing (such as by e-mail), at least 48 hours in advance of the meeting.
- C. **Quorum.** A quorum constitutes either 10% of the standing members of the organization, at least 10 members, or 6 members of the Executive Board whichever figure is less.

- D. Rules of Order. All regular and special meetings shall be conducted in accordance with Robert's Rules of Order and shall govern in accordance with such Rules in all matters not specifically covered under these Bylaws.
- E. Voting. Only members in good standing are eligible to make motions, debate and vote at any regular or special meeting. Voting by proxy is prohibited.
- F. Agenda. The meeting agenda is set by the President in advance of the meeting in consultation with the Executive Board. The President must approve any items to be placed on the agenda prior to the meeting, and the membership must approve any changes to the agenda prior to commencement of discussion of an item that is not on the agenda
- G. Minutes. Minutes shall be taken at all regular meetings, special meetings, Executive Board meetings and Committee meetings. If present, the Secretary shall be responsible for taking minutes either in writing or by audio recording. If the Secretary is not present, the President or Committee Chair shall appoint a person to take minutes. The minutes shall include a summary of discussions, motions made, voting results as well as any items tabled for further discussion. The minutes shall be posted within one week of each meeting and will be either accepted or amended at the next meeting of corresponding type. All accepted minutes shall be presented to the Executive Board and kept on file as an official record of each meeting.
- H. Distribution of Materials. Any non-PTO materials may not be distributed at a PTO meeting, activity or event unless the material is approved in advance by the President.

Article X – Committees

- A. Committees. The committees of the organization shall be as defined from time to time by either the Executive Board or by a majority vote of the membership at a regular or special meeting. Committees may be Ad Hoc Committees or Standing Committees and shall include a Committee Chairperson appointed by the President.
- B. Committee Authority. A committee, whether an Ad Hoc or a Standing Committee, only has the authority and budget authorization as approved by the Executive Board or a majority vote of the membership at a regular meeting. The President or Committee Chairperson may appoint members to committees.
- C. Committee Chairperson. The term of office for the Chairperson of a Standing Committee shall be one year or until a successor has been appointed, whichever occurs first. A Chairperson is required to attend monthly PTO Board meetings for as long as his or her committee is in good standing within the organization. If the President determines that a Chairperson is not fulfilling his or her duties or is not performing in a timely manner, the President shall first report his or her findings to the Executive Board or to the membership and then may remove and reappoint the Committee Chairperson. However, the Nominating Committee Chairperson and Chairpersons that are also elected officers shall not be removed without the approval of the membership.
- D. Standing Committees.
 - 1. Membership/Volunteer Committee. This committee is charged with increasing the organization's membership as well as recruiting volunteers to be available for PTO activities and events. The promotion of membership may include advertising, marketing and/or coordinating membership drives. The Membership/Volunteer Committee shall recruit volunteers for in-class

and other activities and events. For activities that require volunteers to be fingerprinted, the Membership/Volunteer Chairperson shall facilitate the fingerprinting process and keep a roster of the volunteers who have been fingerprinted. In addition, he or she shall act as a liaison between the school personnel and volunteers.

2. Fundraising Committee. The Fundraising Committee is responsible for coordination and oversight of at least 2 major fundraising activities each year. This includes research, organization and coordination of the fundraising activities. The Fundraising Committee Chairperson or President may create an Ad Hoc sub-committee to organize a specific fundraising activity.
3. Event Committee. The Event Committee is responsible for coordination and oversight of at least 2 major events each year. This includes research, organization and coordination of the event details. The Event Committee Chairperson or President may create an Ad Hoc sub-committee to organize a specific event.

Article XI – Finances

- A. Budget. A draft budget will be prepared by the Treasurer for approval by the Executive Committee prior to the incurrence of any obligations or any expenditure that had not been previously approved by the membership. The Annual Budget shall be presented for adoption at the beginning of the School year and shall cover the period from July 1 through June 30.
- B. Expenditures. The Executive Board must approve all advances, encumbrances and obligations (collectively “expenditures”) of the organization to verify that such amounts have been authorized in advance.
 1. Approval. Adoption by the Executive Committee of the Annual Budget shall be sufficient evidence that the amounts and purposes of such expenditures in that budget have been approved by the membership if that budget sufficiently describes the purpose and funding limitation for that expenditure. No checks shall be issued unless the expenditure was approved by the Executive Committee as part of the Annual Budget or at a regular or special meeting of the membership. Notwithstanding the foregoing, the Executive Board shall have the authority to approve expenditures of \$100 or less for expenditures that are not included in the Annual Budget by an affirmative vote of at least three members of the Executive Board. All checks must be approved and signed by any two (2) of the elected officers, one of whom may be the Treasurer.
 2. Reporting and Ratification. The Treasurer shall report all expenditures in excess of \$100 at each regular meeting for the period from the date of the prior regular meeting. Any expenditure that was approved as part of the Annual Budget but exceeds \$1,000, including multiple expenditures for the same activity or event that in the aggregate exceed \$1,000, must be ratified by a vote of the Executive Board. Any expenditure in excess of the budgeted amount by more than \$100 must also be ratified by a vote of the Executive Board. If the expenditure is not ratified it does not invalidate the obligation or the payment; however, the Annual Budget must be amended to reduce the amount of future obligations by the same amount as the unratified expenditure.
 3. Receipts. All expenditures shall be verified by receipts; however, any expenditure of less than \$100 for which a receipt is not available may be reimbursed if it is a budgeted expenditure and an officer authorizes payment, or if the Executive Board approves payment.

- C. Gifts and Acknowledgments. The limit for gifts and acknowledgements is \$50 and such expenditures must be approved by the Executive Board; however, the President is authorized to approve such expenditures if it is necessary to act before the next Executive Board or regular meeting. The membership may approve expenditures in excess of this limitation.
- D. Financial Records. The financial records of the organization shall be open to any person who is a member of the organization, as well as to any member of the public who requests inspection of the organization's financial records. The financial records shall be subject to audit upon approval of the expenditure by the membership to hire an auditor.
- E. Carryover. The organization's Annual Budget shall provide for a carryover from year to year to cover unanticipated shortfalls in an amount that is not less than 10% of the average annual receipts of the organization based on the prior three year period.
- F. Financial Obligations. With the approval of the membership, a multi-year financial obligation may be approved if the liability each year will not exceed 20% of the annual average receipts of the organization based on the prior three-year period.

Article XII – Ballot Measures, Candidate Elections and Endorsements

- A. Legislation. No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation. However, the organization may endorse state and local ballot or initiative measures that could benefit or impact the School and the district in which the School is located, and to expend funds to communicate the organization's endorsement or objection to such measures in an amount that does not exceed the applicable IRS regulations for grassroots lobbying by nonprofit organizations (typically not more than 25% of the organization's total revenues).
- B. Candidates for Elective Office. The organization shall not participate or intervene in any political campaign (including the publishing or distribution of candidate statements) on behalf of any candidate for elective office. No campaign materials may be permitted to be distributed at a PTO meeting, activity or event. However, the organization may undertake the following types of activities:
 - The organization may undertake efforts to encourage parents, teachers and administrators to participate in elections of candidates to local, state and federal elective office by means such as publishing the dates of elections.
 - The organization may sponsor School board candidate forums or permit candidates for elective office to address the membership at any regular or special meeting, as long as all candidates for the same office have also been invited to speak at the same meeting or given an equivalent opportunity to address the membership of the organization.
- C. Endorsements. In no event shall any member or officer of the organization use the name of the organization or his or her current or past position in the organization to imply or convey support of the organization for a particular candidate for elective office.

Article XIII – Amendments

These Bylaws may be amended at any regular meeting by a majority vote of the members in good standing, provided that the amendment has been introduced at a previous regular meeting or has been published at the direction of the Executive Board in the PTO or School Newsletter and posted on the PTO website and at the School at least 7 days in advance of the meeting at which a vote on the amendment is scheduled.

Article XIV – Dissolution

The organization may be dissolved by a two-thirds vote of the members in good standing in attendance at a regular meeting that has been noticed for such action. The meeting at which dissolution is proposed must be noticed at least 10 calendar days prior to the date of the meeting by all of the following means: in the PTO newsletter, by email notice to the organization's PTO website, and by posting at a visible location at School. Upon the dissolution of the organization, any remaining funds shall be used to first pay any outstanding debts and any remainder, with the membership's approval, shall be spent for the benefit of School. If the school ceases to exist, remaining PTO assets may be distributed to one or more nonprofit organizations that have been established as tax-exempt under Section 501(c)(3) of the Internal Revenue Code.

The foregoing Bylaws have been approved for the organization by a majority vote of its members in good standing at a regularly scheduled meeting as of:

Date: September 14, 2011

ATTEST:

BY: _____

Name: Andrea Shephard

Secretary/Treasurer, Stonegate Elementary School PTO