

Bylaws of Centennial Middle School Parent Teacher Organization

ARTICLE I – NAME

The name of this PTO is Centennial Middle School Parent Teacher Organization hereinafter referred to as the “PTO.”

ARTICLE II – MISSION AND PURPOSE

- a. The mission of the Centennial Middle School PTO is to collaborate with and support students, parents, teachers and administrators, and to foster a welcoming environment for all members of our diverse school community.
- b. This PTO is a Colorado non-profit organization organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding Section of any future Federal tax code (hereinafter “Internal Revenue Code”).

ARTICLE III – MEMBERSHIP

Membership shall be automatically granted to all parents and guardians of Centennial Middle School students, plus all staff at Centennial Middle School. There are no membership dues. Members have voting privileges.

ARTICLE IV – OFFICERS AND COORDINATORS, AND THEIR ELECTION

SECTION 1. Eligibility of Officers

- a. Each officer, coordinator, and representative of this PTO shall be a parent or guardian of a student at Centennial Middle School.
- b. Only those persons who are eligible and who have signified their consent to serve if elected shall be nominated for or elected to be an officer, coordinator or representative.
- c. Nominees for the offices of president, treasurer, or any elected officer

authorized to sign checks shall not be related by blood or marriage or reside in the same household.

SECTION 2. Officer Positions

The officers of this PTO shall be a president, secretary, and treasurer. If in place, the vice president is an officer. These officers shall be elected annually.

SECTION 3. Annual Election Meeting

Election shall be held by ballot at the annual election meeting in the spring. If there is but one nominee for any position, the ballot for that position may be dispensed with and the election held by voice vote.

SECTION 4. Term of Office

Officers, coordinators, and representatives shall serve for a term of one (1) year. No officer, coordinator, or representative shall be eligible to the same office for more than three (3) consecutive terms or hold more than one elected position unless approved by the PTO. Terms shall be the same as the PTO fiscal year.

SECTION 5. President-Elect

The president-elect may call meetings of the officers-elect and the principal of the school, as necessary to make plans for the coming year's work.

SECTION 6. Office and Coordinator Vacancies

If a position remains or becomes unfilled after election, it shall be considered a vacant position to be filled by the board-elect.

ARTICLE V – DUTIES OF OFFICERS

SECTION 1. President

The president shall:

- a. Represent the PTO with school administration and parties beyond the school community.
- b. Coordinate the work of officers and coordinators of the PTO in order that the purposes may be promoted.

- c. Preside at all meetings of the PTO and the Executive Board.
- d. Be a member ex officio of all committees.
- e. Have all contracts and/or legally binding documents approved by the Executive Board, prior to signing a contract along with another elected officer.
- f. Be authorized to sign checks, and not be related by blood or marriage or reside in the same household as the other authorized signers for the PTO's financial accounts.
- g. Compile a year-end report with activities and achievements distributed to the school community before the end of the school year.
- h. Perform such other duties as may be prescribed in these bylaws or assigned by the PTO.

SECTION 2. Vice President

The vice president shall:

- a. Serve as the primary aide to the president.
- b. Perform the duties of the president in the absence or disability of that officer to act.
- c. Lead a democratic nomination and election process.

SECTION 3. Secretary

The secretary shall:

- a. Keep an accurate record of the proceedings of all meetings of the PTO and the Executive Board. Be prepared to refer to minutes of previous meetings. Prepare a list of all unfinished business for the use of the president.
- b. Keep a current signed original set of the bylaws
- c. Keep a record of year-end reports as compiled by the President.
- d. Perform such other duties as may be delegated to the secretary.
- e. Keep a record of all agendas and minutes.

SECTION 4. Treasurer

The treasurer shall:

- a. Keep an accurate record of receipts and disbursements in a ledger that is a permanent record of this PTO. All other financial records must be retained for seven years including the current year.
- b. Prepare a budget for the coming school year for approval in the spring.
- c. Contact the bank to secure signatures of all authorized signers on all checking and savings account signature cards and file with the bank immediately upon taking office (see g below).
- d. Receive all monies from the PTO and deposit in the name of the PTO in a bank approved by the Executive Board.
- e. Receive and retain a copy of the deposit slip for any deposit made.
- f. Pay all bills as authorized by the Executive Board or the PTO.
- g. Payments to Treasurer must be signed by the President or other authorized signatory to the PTO account.
- i. Keep the membership informed of expenditures as they relate to the budget adopted by the PTO.
- j. Prepare a monthly budget report which shall be presented at each monthly Executive Board meeting and made available at each PTO meeting.
- k. Be responsible for filing all tax returns and other forms required by government agencies.
- l. Make an annual financial report to the PTO that includes gross receipts and disbursements for the year.
- m. Retain records as required by the IRS, State of Colorado and City of Boulder.

SECTION 5. Past President

The past president may:

- a. Be an ex-officio member of the Executive Board

SECTION 6. Removal from Office

When an officer fails to attend three consecutive meetings without adequate excuse

or when an officer is not fulfilling the responsibilities of the office as prescribed in the bylaws or standing rules, or engages in conduct which the Executive Board determines to be injurious to the organization or its purposes, the Executive Board may by a two-thirds (2/3) affirmative vote, take such action as it determines appropriate, which may include asking for the resignation of the officer.

SECTION 7. Completion of Office

Upon the expiration of the term of office or in case of resignation or termination, each officer shall turn over to the president, without delay, all records, books and other material pertaining to the office and shall return to the treasurer, without delay, all funds belonging to the PTO.

ARTICLE VI – EXECUTIVE BOARD

SECTION 1. Board Members

The Executive Board shall consist of officers of the PTO. Chair positions for committees may also be designated as board members at the time of their election as deemed necessary by the current Executive Board.

SECTION 2. Advisory Members

The Principal of the school, or his/her representative, is asked to attend board meetings in an advisory role. The Principal is not a voting member of the board.

SECTION 3. Board Duties

The Executive Board shall:

- a. Transact necessary business between meetings of the PTO and such other business as may be referred by the PTO.
- b. Vote on the use of funds beyond the scope of the budget adopted by the PTO. Such action must be recorded in the Executive Board minutes, reported at the next PTO meeting, and be recorded in the PTO minutes.
- c. Vote on new committees as are deemed necessary to promote the purposes and to carry on the work of the PTO.
- d. Ensure that president, secretary and treasurer positions are filled for coming school year by end of current school year.

- d. Fill all unexpected vacancies in office, including that of president.
- e. Present a report at meetings of the PTO.
- f. Receive a written financial report from the treasurer at each executive board meeting.
- g. Act as the Board of Directors of the corporation, as defined by the Colorado Nonprofit Corporations Act.

SECTION 4. Board Relationship to PTO

The Executive Board is subject to the orders of the PTO and none of its acts shall conflict with action taken by the PTO.

SECTION 5. Board Member Conflict of Interest

No board members shall serve as a paid employee of or contractor to this PTO.

SECTION 6. Board Meetings

The Executive Board shall meet at least once a month during the school year, unless otherwise ordered by the Executive Board. No later than the first month of the school year, the Executive Board shall schedule the day and week for the monthly Executive Board meetings.

All PTO members may attend Executive Board meetings to listen to discussion and hear how board members vote. They also have the right to read the minutes of the meetings. The Executive Board reserves the right to hold a closed session if deemed necessary.

SECTION 7. Voting

Each board member in attendance at the meeting is eligible to vote. If a vote is needed before a scheduled meeting, the President can initiate an electronic vote.

SECTION 8. Quorum

A majority of elected officers shall constitute a quorum. Ex officio members are not counted in the quorum.

SECTION 9. Notice for Agenda Items

Notice, in writing, must be given to the president in order to have an item of business or an announcement placed on the Executive Board agenda.

SECTION 10. Bylaws

At the beginning of their term of office, each member of the Executive Board shall be given a copy of these bylaws and shall be responsible for making a thorough study of them.

SECTION 11. Ex Officio Members

Ex officio members are not counted in the quorum, however, ex officio members have the right to make motions, debate motions, and vote on all questions.

ARTICLE VII – COORDINATORS

SECTION 1. Creation of Coordinators

There shall be such coordinator positions created by the Executive Board as may be required to carry on the work of the PTO.

SECTION 2. Term of Coordinators

The term of office for coordinators shall be one year. Coordinators may serve additional terms.

SECTION 3. Plans of Work

The Coordinators shall present plans of work to the Executive Board. Executive board shall review plan of work in light of PTO's mission, volunteer needs, financial needs, and school schedule.

SECTION 4. Removal

When a Coordinator fails to fulfill the responsibilities of the office as prescribed in the bylaws or standing rules, or engages in conduct which the Executive Board determines to be injurious to the organization or its purposes, the Executive Board may, by a two-thirds (2/3) affirmative vote, take such action as it determines appropriate, which may include asking for the resignation of the coordinator.

ARTICLE VIII – PTO MEETINGS

SECTION 1. Meeting Schedule

PTO meetings are meetings of all interested parents, teachers, students and community members and shall be held monthly throughout the school year, unless

otherwise ordered by the PTO or the executive board. Notice of any change in time or date of regularly scheduled meetings must be given to all members at least 10 days in advance or as soon as possible.

SECTION 2. Meeting Notice

The notice shall contain the place, date and time of the meeting and the general nature of the business presented for action.

SECTION 3. Annual Election Meeting

The PTO meeting in Spring shall be the annual election meeting at which time officers and program coordinators shall be elected. At least 30 days prior written notice of the annual election meeting must be given.

SECTION 4. Approval of Program and Budget

The year's proposed programs and budget shall be presented to the PTO for approval in the spring. All approved programs, projects, and expenditures must be recorded in the PTO minutes.

SECTION 5. Review of Program and Budget

The year's program and budget shall be presented to the PTO in the fall for review, and any proposed changes can be voted on.

SECTION 6. Approval of Amendments to Bylaws

The PTO shall by a two-thirds (2/3) vote adopt amended bylaws at any PTO meeting provided written notice of the meeting was given at least 30 days prior to the date of the meeting.

SECTION 7. Quorum

Twelve (12) members of the PTO present at a properly announced meeting of the PTO constitute a quorum for the purposes of voting.

SECTION 8. Voting

Each member in attendance is eligible to vote. Absentee and proxy votes are not allowed.

SECTION 9. Notice for Agenda Items

Notice, in writing, must be given to the president in order to have an item of business or an announcement placed on the PTO agenda.

SECTION 10. Meeting Agenda

The order of business at meetings of the PTO, unless changed by the executive board, is described below. The President shall have discretion regarding the inclusion and order of the following items:

- Call Meeting to Order
- Student Council Report
- Approval of the Minutes
- Treasurer’s Report
- Other Officer Reports
- Principal’s Report
- Executive Board Report
- Teachers’ Report
- Reports of Program Coordinators
- New Business
- Announcements

Meetings may also include topics of interest to the school community.

SECTION 11. Referral of New Items to Executive Board or Committee

When a recommendation for an item of new business or an announcement that has not had prior consideration by the executive board is brought to a PTO meeting, it may be referred to a committee and/or the executive board for study.

ARTICLE IX – ARTICLES OF ORGANIZATION

This PTO is a nonprofit corporation organized under the laws of the State of Colorado. Its “articles of organization” comprise the articles of incorporation and these bylaws as from time to time amended. In the event of any conflict between the articles of incorporation and these bylaws, the PTO shall take prompt action to amend the articles of incorporation to conform to the provisions of these bylaws.

ARTICLE X – FISCAL YEAR

The fiscal year of this PTO shall begin August 1 and end July 31.

ARTICLE XII – BASIC POLICIES

The following are basic policies of the PTO:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons except that the organization 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 Article II.
- c. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code.
- d. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, 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 or at the time qualify as an exempt organization.
- e. The organization or 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.
- f. The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting the purposes of the organization.

February, 2018

BYLAWS OF CENTENNIAL MIDDLE SCHOOL PARENT TEACHER ORGANIZATION

ADOPTED BY THE PTO:

_____ PTO Secretary

_____ Date