

By-Laws
Of
West Elementary PTO

Article I: Name and Purpose.

1.1 Name. The name of this organization shall be West Elementary PTO (Parent Teacher Organization). It shall be referred to as “the organization” in these By-Laws.

1.2 Mission Statement. The organization's purpose is to promote general welfare of all the school children, to assist the staff in providing for the educational needs of the children and to foster cooperation and understanding between school and community. The organization will sponsor assistance to teachers in classroom settings, raise funds for supplemental educational materials and experiences, support school and family social interaction, and provide a forum for sharing information that impacts our children. The organization provides an opportunity for parents' to present their concerns, opinions, questions, and perspectives in an open forum—with this feedback the organization can then make more informed decisions about school issues pertinent to all our children's education. The organization will be promoted and developed through committees, projects, and programs directed by the members. The organization believes that when parents' support school through a positive partnership, it offers the best possible learning environment for our children. The organization shall support the administrative activities and policies of the school.

1.3 Operational Limits. The organization shall be non-commercial, non-sectarian, and non-partisan. The organization shall not be used to endorse or promote a commercial concern, nor used in connection with any partisan interest. The organization shall not participate in any activities designed to influence legislation at the state or local level. The organization shall cooperate with school officials to provide quality education for the children and to provide to the school, when appropriate, suggestions or school policy matters. No earnings should be distributed to individual officers, directors, or participants, the organization may however, provide reasonable compensation to participants for extraordinary services rendered or out of pocket expenses incurred. The organization shall not engage in any activities prohibited by law, or activities contrary to the rules promulgated by the Internal Revenue Code. The organization may cooperate with any other organizations and agencies concerned with education and child welfare but persons representing the organization in such manners shall make no commitments that bind the organization.

1.4 Dissolution Clause. The issue must be presented to the members and a vote taken as to whether or not to dissolve. Upon dissolution the members will decide upon a project for the betterment of the school and to spend ALL remaining monies. All books and records turned over to school for future use. Assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)3 of the Internal Revenue Code of distributed to Federal Government or to a state or local government for a public purpose.

Article II: Offices.

2.1 Principal Office. The principal office of the organization in the State of Wisconsin shall be located at 900 W. Milwaukee Street, City and County of Jefferson. The organization may have such other offices, either within or without the State of Wisconsin, as the board of directors may designate or as the business of the organization may require from time to time.

2.2 Registered Office. The registered office of the organization may be, but need not be; identical with the principal office in the State of Wisconsin, and the address of the registered office may be changed from time to time by the board of directors.

Article III: Membership.

3.1 Membership Criteria. Any person who has a child attending West Elementary, or a member of the faculty, or staff, or a community member interested in West Elementary is a member. Members are eligible to participate in the meetings or to serve in any elective or appointive position. No membership fee is required to participate—the executive board may establish fees or dues to be collected from participants, but only to be received on a voluntary basis. Any person interested in the objective of this organization and who are willing to uphold its basic policies and subscribe to its By-Law may become a member. Membership shall coincide with the academic year.

Article IV: Board of Directors.

4.1 General Powers. The business and affairs of the organization shall be managed by its board of directors. The board of directors shall consist of the officers set out in section 4.1 of this document.

4.2 Number, Tenure, and Qualifications. The number of directors for the organization shall be four: President, Vice-President, Secretary, and Treasurer, and any other chair members as deemed necessary by the board of directors. The term of office will be one year but maybe renewed annually and will run June 30th to July 1st. No elected official may serve more than two consecutive terms in any office. Board members will provide leadership in planning and implementing programs, services, and activities to benefit the school. They will develop budgets, manage funds, and recommend allocations of funds. They will also perform identified duties and such other duties as may be necessary to achieve the goal of the organization. The board of directors will refrain from participating in or intervening in political campaigns or issues including publication or distribution of statements set forth in section 501(c)3 of the Internal Revenue Code. Nominations shall be made at the April meeting and must be accepted by the nominated individual—a ballot listing nominees will be available for the May meeting where a vote will be conducted—designated individuals will count the votes and announce the winners. Upon completion of all elected officials' terms of office, they shall promptly turn over to incoming members all records relevant to the duties of the incoming officer.

4.3 Annual Meetings. The annual meeting will be held the second Tuesday of each month. The location shall be West Elementary Library. If the day is a legal holiday in the State of Wisconsin the meeting shall be held on the next succeeding business day. Meetings will be conducted by President or, in absence of the President, the Vice-President. A two-thirds majority of the quorum is necessary to take action at any meeting. Information regarding meetings will be distributed to members through the school newsletter, the distribution of minutes of meetings, the district website, special fliers, or as otherwise agreed upon. Meetings shall be conducted in an efficient and timely manner. Last meeting of each year officers will be

elected by majority vote. Each meeting agenda shall include a time for items to be brought directly for discussion. Discussion regarding school personnel issues will not be allowed.

4.4 Special Meetings. Special meetings may be called by or at the request of the president or any two directors. The organization shall notify the members one week in advance.

4.5 Quorum. Those persons present at a properly called general meeting or special meeting shall be designated as a quorum and shall be entitled to take action on behalf of the organization. Two-thirds majority of the quorum is necessary to take action at any meeting.

4.6 Vacancies. Any vacancy occurring in the board of directors may be filled by the affirmative vote of a two-thirds majority of the quorum. A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office. Any directorship to be filled by reason or an increase in the number of directors may be filled by appointment of directors by the board of directors.

Article V: Officers

5.1 Number. The structure of the organization shall be officers consisting of a president, vice-president, a secretary, and a treasurer, each of whom shall be voted on by the membership. There may, in addition, be a chairperson or co-chairperson of the board, whenever the board shall see fit to create a position to be filled. Each will be elected annually. Each position will be filled by a volunteering member of the organization. If two co-chairs cannot be elected, one chairperson may assume the responsibility until another co-chair is elected, at which time the duties will be shared. All members of the organization are eligible to hold office.

5.2 Election and Terms of Office. All positions for the board of directors will hold a one year term. All members of the board of directors are expected to attend all meetings. Officers may remain in their position for longer than the above stated term if they are unopposed in an election. Nominations can be made from the floor, provided that the consent of the nominee has been given. The term of office will run June 30th to July 1st but may be renewed annually.

5.3 Removal. Any officer may be removed by the board of directors whenever in its judgment the best interests of the organization will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. In addition, if at least ten percent of the voting membership calls for a special meeting for the purpose, an officer can be removed from office by a majority vote of a secret ballot conducted at said special meeting.

5.4 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.

5.5 President. The president shall be the principal executive officer of the organization and, subject to the control of the board of directors. The president shall preside at all meetings. The president shall notify all officers and boards members of the dates and times of meetings. The president will work with the school principal and members in providing the services and achieving the purposes of the organization. The president shall be a voting member of the executive board. The president will prepare agendas, conduct meetings, and oversee programs, projects, and fund-raisers. The president will coordinate the work of the

board and committees to promote the organizations' objectives. The president will maintain ongoing clear communication with the school administration and general membership. The president will be knowledgeable and aware of West Elementary school board business and the president will coordinate the creation, function, and completion of committees. The president will perform other duties as assigned by the organization.

5.6 Vice-President. The vice-president shall act as an aide to the president and assume the duties of president when required. The vice-president shall be a voting member of the board and chair meetings in the president's absence. The vice president will serve as executive liaison for any committee's assigned by the Board. The vice-president shall perform such other duties as from time to time may be assigned to him by the president or by the board of directors.

5.7 Secretary. The secretary shall record minutes for each meeting and publish the meeting minutes. The secretary will make the meeting minutes available upon request and will keep a permanent and accurate record of all meetings. The secretary shall conduct all correspondence as requested by the President. The secretary will attend all general and special meetings and will be a voting member of the organization. The secretary will perform other duties as needed by the request of the organization.

5.8 Treasurer. The treasurer will have custody of all funds, keeping full and accurate account of receipts and expenditures and will prepare and present a report on a monthly basis. The treasurer shall be a voting member of the organization. The treasurer will cooperate in an annual year end audit of the organization's financial records and accounts and shall present this end of year report to the organization. The treasurer shall have books audited by a Certified Public Accountant each year previous to delivering to succeeding Treasurer or previous to the first meeting if continuing as treasurer. Immediately upon retiring from office, the treasurer shall deliver to their respective successors all accounts, records, papers, and other property belonging to the organization.

Article VI: Committees.

6.1 Committees. Standing and special committees shall be determined annually at the first meeting of the year. All committee chairpersons will be issued committee guidelines by the board of directors. At a minimum these guidelines will include the budgeted amount of expenditures and revenues expected for each committee. Special committees may be created by the executive committee. These committees will be designated with a specific time frame and task to be completed.

Article VII: Contracts, Loans, Checks, and Deposits.

7.1 Contracts. Only the board of directors can enter into contracts or agreements on behalf of the organization. Neither the committee chairpersons nor any other member may enter into contracts or agreements on behalf of West Elementary School or the Jefferson School District.

7.2 Loans. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in the organization's name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances.

7.3 Checks. All checks or other orders for the payment of money, notes, or other evidences of

indebtedness issued in the organization's name shall be signed by two of the three; the treasurer, the secretary, or the school principal. The School Principal has access to review all accounts held by West Elementary PTO Group, at any time.

7.4 Deposits. All funds of the organization not otherwise employed shall be deposited to the credit of the organization in such banks, trust companies, or other depositories as the board of directors may select.

Article VIII: Indemnification.

The executive board and committee chairpersons shall be indemnified against expenses and costs, including reasonable attorney fees incurred in connection with any proceeding involving such Executive Board members or committee chairpersons of the organization to the full extent.

Article IX: Fiscal Year.

The fiscal year of the organization shall begin on the first day of July and end on the thirtieth day of June in the next year.

Article X: Amendments.

These By-Laws can be amended by a 51% vote of members present at a general organization meeting. Notification must be made at least two weeks prior to the date such vote will be taken place. Suggested amendment will be presented to the members for discussion and consideration. Adoption of any amendment shall apply immediately to the organization, without further action being required. After approval the By-Laws will remain in force unless changed or amended by votes of the members.