



# Bylaws: Stewart Creek Elementary School Parent Teacher Organization, Inc.

## Article I: NAME

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The name of this organization shall be the Stewart Creek Elementary School (SCE) Parent Teacher Organization (PTO), Inc. ("SCE PTO"), located at Stewart Creek Elementary School in Montgomery, Texas. The SCE PTO is an incorporated nonprofit association.

## Article II: PURPOSE

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**Section 1.** The purpose of the SCE PTO is to unite SCE administrators, faculty, and staff ("the school") and parents and guardians of SCE students ("parents") to enrich the educational experience of all SCE students. SCE PTO is organized exclusively for charitable, scientific or educational purposes as that term is defined in section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. The PTO is committed to strengthening communications between the school and parents; increasing parent involvement in support of the school's programs and policies; and providing financial support and volunteer assistance to serve identified needs at SCE and to foster student success and school pride.

**Section 2.** The SCE PTO does not engage in activities unrelated to its educational and charitable purposes. The PTO is noncommercial, meaning neither the PTO nor its officers in their official capacity endorses any products or companies; the PTO is nonsectarian, meaning the PTO welcomes members of all cultures, ethnic backgrounds, and political and religious beliefs; and the PTO is nonpartisan, meaning neither the PTO nor its officers in their official capacity supports or opposes political candidates or issues.

## Article III: MEMBERSHIP

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**Section 1. Regular Membership:** Any parent, guardian or other adult standing *in loco parentis* for a student who currently attends SCE and all current faculty and staff of SCE shall be eligible for membership in the organization. Regular members, who do not pay regular dues, shall have the right to attend and participate in all meetings and activities of the organization, but shall not have the right to vote or hold office.

**Section 2. Voting Membership:** All regular members who are current in the payment of annual dues, as established pursuant to Article X, Section 1 herein, shall be designated as Voting Members. Voting Members shall have the right to vote on all issues before the membership, to elect officers, and to hold office. Each membership has one vote.

## Article IV: OFFICERS AND EXECUTIVE BOARD

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**Section 1.** The SCE PTO Board shall consist of the Executive Board, Elected Officers, and Appointed Officers. The elected officers of the SCE PTO include: President, Vice President, Secretary, Treasurer, Fundraiser Chairperson, Membership Chairperson, Special Events Chairperson, Volunteer Chairperson, Yearbook Chairperson and Hospitality Chairperson.

**Section 2.** The Executive Board shall consist of President, Vice President, Secretary, Treasurer and ideally a SCE "school" representative. In the event that the "school representative" is unable to attend meetings or other key events, the principal shall stand in as a liaison for the rest of the faculty. In the event that the principal is

unable to attend meetings, a memo or e-mail from the secretary or the board member responsible for holding the meeting to the principal shall serve as sufficient communication of the PTO's intended course of action.

**Section 3.** The appointed officers of the SCE PTO may include any one or more of the following or such other positions as the Elected Officers may deem desirable: Co-Chairs (Hospitality, Fundraising, Special Events, Yearbook, Volunteers); Website Coordinator; Box Tops Chair; Grade Level Coordinators; Directory; School Supplies; Parliamentarian; Historian. These positions may be used and defined as the board feels necessary. The newly elected officers shall make all initial appointments at a Board to Board meeting to be held in May, after the general election meeting. Chairpersons have the option of determining their own co-chairs, and the PTO Board will oversee the appointment of co-chairs. A majority of the Elected Officers shall make any subsequent appointments of officers.

**Section 4.** The affairs, activities and operation of the SCE PTO shall be managed by the SCE PTO Board. The SCE PTO Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these Bylaws. It may create Standing and Special Committees, approve the plans and work of Standing and Special Committees, present reports and recommendations at the meetings of the membership, prepare and submit a budget to the membership for approval, and, in general, conduct the business and activities of the organization.

**Section 5.** All Voting PTO members are eligible to hold Elected and Appointed offices. All offices may be held jointly by two persons serving as "co-officers". In this instance, both of the persons shall be given all of the rights and responsibilities of the office as enumerated herein. No officer shall serve more than (2) years in the same office. In the event the nominating committee is unable to recommend a qualified candidate for a position, the two year limitation may be overridden by majority vote of the SCE PTO Board.

If the President vacates office, the Vice President shall assume the presidency. Should that person be unable to undertake that responsibility, one of the other Executive board members shall assume the office of President as approved by the rest of the SCE PTO Board, as defined in Article IV, Section I. If any other elected office is vacated, it shall be filled by a majority vote of the Elected Board with the nominee's consent. For good cause, or if an officer does not perform satisfactorily, a majority of the Elected Board may declare an elected office vacant or withdraw the appointment of an appointed officer.

## **Articles V – ELECTION AND APPOINTMENT OF OFFICERS**

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**Section 1.** The Nominating Committee shall present its slate of nominees for all Elected Officers, as defined in Article IV, Section I, to the general membership at the last general membership meeting of the school year. The committee shall contact all nominees to confirm their willingness to serve. The committee shall insure that all nominees are Voting Members and otherwise eligible to serve in the office. Other nominations may be made from the floor with the nominee's consent and with their eligibility to serve being confirmed.

**Section 2.** A majority of the votes cast by the Voting Members shall be necessary for election. The election of the slate, if non-contested, may be by show of hands. Any contested election shall be by written ballot. Should no person receive a majority of the votes cast, a run-off between the two (2) persons who received the largest number of votes shall be held within fourteen (14) days. If a voting member is unable to attend the election, they may vote by absentee ballot prior to the election.

## **Article VI – TERM AND DUTIES OF OFFICERS**

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**Section 1.** The term of each officer shall be one year, beginning on July 1st and ending on June 30<sup>th</sup> of each year, except that all elected officers shall possess such transition powers beyond June 30<sup>th</sup> as may be necessary to assist the smooth and orderly transfer of programs, records, and financial accounts from the outgoing elected officers to the incoming elected officers.

**Section 2.** Upon election at the meeting of the General Membership, new officers shall begin service of a transition term of office beginning on the day of election and ending on June 30<sup>th</sup>. During the transition, Officers-Elect shall have none of the rights and responsibilities granted to officers in Article IV, Section 4 above--- such as rights and responsibilities being exclusively held by those persons then serving their official terms of office—but shall have the sole, limited power to make preliminary plans among themselves, with guidance from their predecessors in office, the Executive Board, and the principal and/or the principal’s designated representative, for the succeeding PTO year and their respective terms of office beginning July 1st. No Officer-Elect may take any action on behalf of or otherwise bind the corporation during the transition term.

**Section 3.** All Officers shall deliver to their respective successors official materials at the close of their service office and shall make themselves available to the Officers-Elect during the transition term to guide and assist the incoming officers in planning for the succeeding PTO year.

**Section 4.** The powers and responsibilities of the elected officers shall be as such are implied by their respective titles and specified by these Bylaws.

A. **President:** The president shall be the principal executive officer of the organization and, subject to the majority vote of the Executive Board and the direction of the membership, shall in general supervise and control all of the activities of the organization in order that the purpose of the organization shall be served. The President shall be a member of the Executive Board and, when present, shall preside at all meetings of the Executive Board and all meetings of the membership. The President shall also serve as the primary contact for the school principal and represent the organization at meetings outside the organization. The President shall vote only in the case of a tie in a vote of the Executive Board or the membership. The President in conjunction with the Organization’s Officers shall oversee the selection and placement of the Appointed Officers of all Standing and Special Committees of their term and shall be an ex-officio member of all committees of the organization except the nominating committee. The President shall appoint two (2) SCE PTO Board members (neither of whom shall be the authorized co-signor of accounts) and two (2) voting members, not on the SCE PTO Board, to serve as the Financial Committee responsible for examining the records of the account(s) of the SCE PTO and either confirming the Treasurer’s certified balance or certifying the Financial Committee’s balance at the close of the fiscal year.

B. **Vice-President:** The Vice-President shall primarily carry out any duties to support the activities of the President. In their designated order, the Vice-President shall perform the duties of President in the absence or inability to serve. They shall also perform such other duties as are assigned by the President or the Executive Board.

C. **Secretary:** The secretary shall take, or ensure that someone takes, minutes of all meetings; supervise and maintain records of all elections and appointments of officers; maintain a complete and accurate file of all records of the SCE PTO and make such records available for inspection and copying on reasonable request by any member; issue all notices of meetings; and conduct all correspondence as requested by the President and Executive Board. In addition, the secretary shall receive from the Membership Chairperson as confirmed by the Treasurer the list of Regular Members who have paid dues to become Voting Members. The secretary also maintains copies of records to include the following: General Membership and Executive Board meeting minutes, bylaws, standing rules, membership list, and any other necessary documentation.

D. **Treasurer:** The Treasurer shall supervise the financial business of the SCE PTO; establish a banking relationship for the SCE PTO; appoint two (2) Executive Board members as the authorized co-signors of accounts to ensure two signatures are shown on all PTO checks. The Treasurer shall have charge of and

be responsible for all funds of the organization and shall receive and give receipts for monies due and payable to the organization from all sources and shall deposit such funds in such banks or other organizations as are selected by the Executive Board. The Treasurer shall make disbursements as authorized by the President, Executive Board, or membership in accordance with the budget adopted by the membership. The Treasurer shall collect all membership dues as are established by the organization and shall certify to the Secretary an accurate list of the Voting Members of the organization. The treasurer shall keep an accurate account of all financial transactions and make such records available for inspection and copying on reasonable request by any member; maintain the historical books and records of account of the SCE PTO to ensure that correct and complete financial records for the three (3) preceding fiscal years have been preserved; serve as Budget Committee chair responsible for development of the annual budget; make regular written reports of funds balances, income and expenses to the Executive Board and general membership, including at every regular meeting of the general membership and the Executive Board; implement all such procedures and safeguards as may be necessary to protect PTO funds; develop a standardized system for all members to follow when submitting requests for reimbursement or for payment of third parties; certify the closing balance and deliver all financial records for the SCE PTO fiscal year to the Financial Committee; and take such action as may be required to transfer check-signing authority and other fiscal responsibility to the incoming treasurer.

*E. Fundraiser Chairperson:* The Fundraiser Chairperson shall primarily carry out their duties to coordinate and support the activities of the Fundraising Event(s). They shall also perform such other duties as are assigned by the President or the Executive Board. A co-chairperson and committee may be appointed as necessary.

*F. Membership Chairperson:* The Membership Chairperson shall primarily carry out their duties to coordinate the membership drive, maintain and update the membership list as needed, confirming payments for membership with the Treasurer. They shall oversee the creation and distribution of the directory. They shall also perform such other duties as are assigned by the President or the Executive Board. A co-chairperson and committee may be appointed as necessary. The Membership Chairperson should maintain a current membership roster with the Secretary. In addition, the secretary shall receive from the Membership Chairperson as confirmed by the Treasurer the list of Regular Members who have paid dues to become Voting Members.

*G. Special Events Chairperson:* The Special Events Chairperson shall coordinate any special events that the PTO wishes to provide for the students at the school, and act as a liaison for those events with the school personnel. They shall make sure that the timing of those events work with in the schools schedule, be responsible for booking the events, and work with the Treasurer or the appropriate school personnel to make sure that the deposit and/or payment is correctly made for each event. They shall also perform such other duties as are assigned by the President or the Executive Board. A co-chairperson and committee may be appointed as necessary.

*H. Volunteer Chairperson:* The Volunteer Chairperson shall recruit and coordinate all volunteers needed by the PTO for events or services as needed. They shall work with the school if necessary to make sure that volunteers are available and schedule them as needed. The Volunteer Chairperson will keep a record of all volunteers that are available. They will also be responsible for making sure that all volunteers are aware of proper volunteer procedure and requirements as outlined by school/district policy. This includes verifying that the school district has done all necessary background checks on all volunteers that the PTO uses. They shall also perform such other duties as are assigned by the President or the Executive Board. A co-chairperson and committee may be appointed as necessary.

*I. Yearbook Chairperson:* The Yearbook Chairperson is responsible for coordinating the assimilation of the yearbook. This will include but is not limited to the following: work with the yearbook company to get the best rate for the yearbook that will best suit the needs for that year; make executive decisions regarding deadlines for pictures, ads, permission forms etc; make executive decisions regarding the layout, size, and form of the yearbook; work with the Treasurer to make sure that yearbooks are distributed as paid, and that all the required payments are made on time to the appropriate companies. They will also be responsible for maintaining all necessary records pertaining to the yearbook. A co-chairperson and committee may be appointed as necessary.

*J. Hospitality Chairperson:* The Hospitality Chairperson is responsible for organizing and hosting hospitable events for SCE teachers and staff. These duties shall include coordinating scheduled dates for each event with the SCE principal, making and delivering proper handout materials to parents and staff when necessary, scheduling venues for such events, booking any vendors necessary to host each event, purchasing supplies necessary for each event and work with the Treasurer to make payment for such items, purchase teacher gifts for beginning of school year, end of school year, teacher birthdays, which includes delivery of such items, and maintaining the teacher birthday board in teacher workroom. Events include: Beginning of the Year Teacher & Staff Breakfast, Tears & Cheers for new incoming parents, Christmas Cookie Walk, End of Year Teacher and Staff Luncheon, and Teacher Birthdays. Hospitality chair may choose to make additions to include other gifts for teachers and staff if budget allows for such purposes. They shall also perform such other duties as are assigned by the President or the Executive Board. A co-chairperson and committee may be appointed as necessary.

## **Article VII: INDEMNIFICATION**

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To the maximum extent allowed by law, the Organization will indemnify each past and present Officer of the Organization from liability relating to actions taken in good faith in his or her official capacity for the Organization. The Members intend that no Officer have personal liability for any action taken in good faith in his or her capacity as an Officer, except to the extent that the Officer has breached the standards of conduct set forth in the Texas Nonprofit Corporation Act or other applicable law that is the basis for indemnification or exculpation of Officers. The Organization will, if reasonably available and economically feasible, and if funds are available for this purpose, purchase Officers' liability insurance for the benefit of the Officers.

## **Article VIII: MEETINGS**

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**Section 1.** The SCE PTO shall hold a minimum of one (1) regular general membership meeting per school semester. The election of officers for the next SCE PTO year shall be held at the last general membership meeting of the school year. Additional special general membership meetings may be called by majority vote of the Executive Board. Except in the case of emergency meetings, a minimum of seven (7) days' notice of any general membership meeting shall be posted at SCE and/or given by any other method reasonably calculated to notify members of the meeting. All decisions put to vote of the general membership shall be made by a majority of the members present at any meeting.

**Section 2.** The President shall call the first SCE PTO Board meeting of the PTO year between July 1<sup>st</sup> and Labor Day. Thereafter, regular meetings shall be held during the year, the time to be established at the first SCE PTO Board meeting. Special Board meetings may be called by the President by a majority of the Executive Board. Adequate notice of all meetings shall be given to all members of the SCE PTO Board and, in the absence of an emergency as determined by three or more officers of said corporation, at least seven (7) days in advance. When possible, notice of the meetings should be announced to all Regular Members of the organization. Any

regular or voting members may attend a SCE PTO Board meeting, but shall not be entitled to vote on matters before this body.

The primary function of the SCE PTO Board meetings shall be to transact the business of the SCE PTO consistent with these Bylaws, the Standing Rules adopted by the SCE PTO Board, and the SCE PTO Board's annual goals. The SCE PTO Board shall lead the PTO's activities and control the affairs, funds and property of the PTO, reporting all of its activities to the general membership.

**Section 3.** That number, which represents a majority of the Voting Members present at a properly called General Membership or SCE PTO Board meeting, whether Regular, Special, or Emergency, shall constitute a quorum for that meeting.

**Section 4:** A majority vote of the Voting Members present at any meeting shall be required for all action to be taken by the organization.

## **Article IX: STANDING AND SPECIAL COMMITTEES & APPOINTMENTS**

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**Section 1. Nominating Committee:** The Nominating Committee shall be composed of at least the following four (4) persons selected by the Executive Board: Two (2) members of the SCE PTO Executive Board, and two (2) Voting Members of the SCE PTO. If possible it will also include members of the School Staff not to exceed two (2) persons in addition to the four already stated (for a maximum of six (6) persons on the committee). In the event that there are not any School Staff available to serve on the nominating committee, the committee shall provide their list of nominations to the principal (acting as a liaison for the staff) prior to the list being released to the PTO general body. The committee shall carry out its responsibilities, as specified in Article V, Section I. The president shall oversee the Nominating Committee, but shall not actively participate in the nominating process.

**Section 2. Other Standing Committees:** The Executive Board may establish such other Standing Committees as it deems necessary and advisable. The Executive Board, by majority vote, shall approve the appointment of the chairpersons of all Standing Committees, who shall serve as ex-officio members of the Executive Board. Only Voting Members may serve as chairpersons. The chair of each committee shall recruit the members for his or her committee. Any Regular Member may serve as a committee member. The Chairperson shall report the plans and activities of the committee to the Executive Board, which must approve all such reports.

**Section 3. Special Committees:** The President and/or the Executive Board may create Special Committees. Special Committees shall be created for a specific time and/or task and shall cease to exist when that time or task has been completed, or on June 30 of each year, whichever occurs first. The SCE PTO Board shall approve the appointment of the chairpersons of all Special Committees. Only Voting Members may serve as chairpersons. Any Regular Member may serve as a committee member. The Chairperson shall report the plans and activities of the committee to the Executive Board, which must approve all such reports.

**Section 4. Website Coordinator & Electronic Communication:** The Website Coordinator shall develop and maintain a website and/or blog to provide general information about Stewart Creek Elementary and its PTO. The PTO information will include, but is not limited to: general information about the PTO, membership, meeting minutes, calendar of activities and events, fundraiser information, volunteer needs, and contact information. All PTO communication made electronically shall be limited to PTO and school related matters. Personal information provided by members shall be used solely for PTO purposes, and steps shall be taken to protect member privacy. PTO communication disseminated by email to more than one recipient shall be addressed on the "BCC" line to suppress member email addresses from view by other recipients. The PTO website, blog, and e-mail communication may not be used for the commercial or personal advantage of any person or business or to promote any political, partisan, or other special interest.

## Article X: FINANCES

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**Section 1. Budget:** The Executive Board shall present to the membership at the first General Membership meeting a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the SCE PTO during the year. Any substantial deviation from the budget must be communicated in advance to the membership and must be approved by majority vote of the Executive Board.

**Section 2. Obligations:** The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the organization. The officers shall not have the authority, however, to enter into such agreements on behalf of Stewart Creek Elementary School or the Montgomery Independent School District, nor should they hold themselves out as having such authority.

**Section 3. Loans:** No loans shall be made by the organization to its officers or members.

**Section 4. Commercial Paper:** All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer and at least one other member of the Executive Board, usually an officer, as authorized in writing by the Executive Board.

**Section 5. Deposits and Disbursements:** The Treasurer shall deposit all funds of the organization to the credit of the organization in such banks, trust companies or other depositories as the Executive Board may select and shall make such disbursements as authorized by the Executive Board in accordance with the budget adopted by the membership. All deposits and/or disbursements shall be made within a maximum of thirty (30) days from the receipt of the funds and/or orders of payment. All requests for reimbursement must be submitted no later than 45 days after date of purchase in order to be considered for reimbursement. Prior approval of the Executive Board must be obtained for any reimbursable purchases over \$200.

**Section 6. Financial Report:** The Treasurer shall present a financial report at each General Membership Meeting of the organization, at Board meetings as necessary, and shall prepare a final report at the close of the year. The Executive Board shall have the report and the accounts examined annually by an auditor or an informal Financial Committee, who, if satisfied that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report.

**Section 7. Inspection and Copying:** Any officer or Executive Board member of the Corporation may inspect and receive copies of all the corporate books and records required to be kept under the bylaws. Such a person may, by written request, inspect or receive copies if he or she has a proper purpose related to his or her interest in the Corporation. He or she may do so through his or her attorney or other duly authorized representative. The inspection may take place at a reasonable time, no later than ten (10) business days after the Corporation receives a proper written request. The Board may establish reasonable copying fees, which may cover the cost of materials and labor but may not exceed ten cents per page. The Corporation will provide requested copies of books or records no later than ten (10) business days after receiving a proper written request.

## Article XI: MEMBERSHIP DUES

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**Section 1. Amount:** The organization shall authorize and collect membership dues to be used for the operation of the organization. The Executive Board will determine the cost of the annual dues.

**Section 2. Financial Hardship:** No Regular Member shall be denied the right to participate in the activities of the organization or to become a Voting Member due to financial hardship. The Executive Board shall establish a procedure for alternative payments or waivers to insure compliance with this policy.

## **Article XII: GRIEVANCES**

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Any grievance shall be brought to the attention of the President, in writing, as soon as possible. The President shall attempt to resolve the grievance, following the By-Laws as it pertains to the particular grievance. If the grievance can not be solved to the satisfaction of the complainant within ten (10) days, he/she shall make written application for presentation of the grievance in writing or in person to the Executive Board. The Executive Board will hear the grievance within ten (10) days of the request as a unit and their decision will be final. The Board can elect to hear the grievance and discuss the grievance in executive session.

## **Article XIII: STANDING RULES.**

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The Executive Board may adopt and amend such Standing Rules as are necessary or desirable. The Secretary shall keep a record of the standing rules for future reference.

## **Article XIV: PARLIAMENTARY AUTHORITY**

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"Robert's Rules of Order" shall govern meetings when they are not in conflict with the organization's bylaws.

## **Article XV: DISSOLUTION**

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The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at a General Membership Meeting. If the dissolution is approved, all debts and liabilities must be paid in full prior to disbursing any remaining funds. After a financial review of the books is completed, the remaining funds will be distributed to a similar organization affiliated with Stewart Creek Elementary School or, if none, to SCE. The recipient organization must be tax exempt and meet the same IRS regulations as Stewart Creek Elementary School Parent Teacher Organization, Inc. All bank accounts shall be closed, and all records, documents, and other property of the SCE PTO shall be delivered to the successor organization or, if none, to SCE.

## **Article XVI: AMENDMENTS**

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These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by majority vote of the SCE PTO Board following a minimum of 14 days' notice of proposed amendment to the Executive Board.

## **Article XVII: AUTHORITY**

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If any part of these Bylaws shall conflict with the decisions, policies or procedures adopted by the Administration of Stewart Creek Elementary School or the Montgomery Independent School District Education Board, they shall be deemed null and void and the decision of the Administration of the Stewart Creek Elementary School and/or the Montgomery Independent School District Education Board shall, in all cases, control.

We hereby certify that after due notice, these Bylaws were amended by majority vote of a quorum of the SCE PTO Board at the May 2010 Board Meeting.

Appropriate changes were made on May 19 & 20, 2010 and presented to the Board. The by-law amendments were officially approved on May 26, 2010.