

**By-Laws of
C. W. Cline Elementary Parent-Teacher Organization
Friendswood, Texas**

Article I- Name

The name of this association is the C. W. Cline Elementary Parent-Teacher Organization (PTO), Friendswood, Texas. It is a local unit. Hereinafter it will be referred to as The Organization.

Article II- Articles of Organization

The Organization exists as an unincorporated Organization of its voluntary members. In the absence of Separate Articles of Organization, the By-laws shall be deemed to be the Articles of Organization.

Article III- Purposes

- A. To promote the welfare of children and youth in home, school, and community.
- B. To raise the standards of education.
- C. To encourage cooperation between parents and teachers in the education of children and youth.
- D. To unite educators and the general public in an effort to secure the highest advantages in academic, physical, and social education for all children and youth.
- E. To seek to improve the care and protection of children and youth.

Article IV- Basic Policies

The following are basic policies of the Organization:

- A. The Organization shall be non-commercial, non-section, non-partisan, and non-profit.
- B. The name of the Organization 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 related to the objectives of the Organization.
- C. The Organization shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) in any campaign on behalf of or in opposition to, any candidate for public office.
- D. The Organization may cooperate with other organizations and agencies concerned with child welfare, but persons representing the Organization in such matters shall make no commitments, which bind the Organization.
- E. No contractual obligation shall be made without the approval of the Executive Board.
- F. The Organization shall work with the schools to provide quality education 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.
- G. 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 in Article III hereof.
 - H. Notwithstanding any other provision of these articles, the Organization shall not carry on any other activities not permitted to be carried on by:
 - 1) An organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or
 - 2) An organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
 - I. The by-laws of all constituent organizations shall prohibit voting by proxy, (unless proxy voting is specified by applicable state law).
 - J. The Organization shall not permit the solicitation of funds in the name of the Organization unless all of the funds so raised are placed in the account designated in the name of the Organization.
 - K. Upon dissolution of the Organization and after all outstanding debts and claims of the Organization have been satisfied, the Officers of the Organization shall distribute the property of the Organization to such other organizations maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under Section 501(c) of the Internal Revenue Code or any further corresponding provision, providing use of such funds acquired in the liquidation of the Organization's assets are confined for use within the boundaries set forth in these by-laws.

Article V- Fiscal Year

The fiscal year of this Organization shall begin July 1 and end June 30.

Article VI- Membership

- A. Membership is open to any individuals who subscribe to the objectives and basic policies of the Organization, without regard to race, color, creed, or national origin.
- B. All parents and/or legal guardians of students who currently attend C.W. Cline Elementary and all current faculty and staff of C.W. Cline Elementary are Regular Members of the Organization. Regular Members 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 to hold office.
- C. All Regular Members who are current in the payment of annual dues 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.

- D. Annual dues of the Organization shall be set by the Executive Board of the Organization and shall be reviewed annually.
- E. This Organization shall conduct an annual enrollment of members, but may admit persons to membership at any time.

Article VII- Officers and Their Election

A. Officers

- 1) The Executive Board shall consist of the following officers: two (2) Co-Chairpersons, Vice-President, Secretary, Treasurer, and one school administrator or their designated faculty member acting as an ex-officio member.

B. Election of Officers

- 1) The officers shall be elected by a show of hands annually at the general meeting held each April.
- 2) If there is more than one nominee for any office, election of that office (or offices) shall be by ballot.
- 3) Officers shall assume their duties at the close of the regular meeting in May and shall serve until their successors have been elected and have assumed the duties of the office.
- 4) The position(s) of Co-Chairpersons shall be a two (2) year commitment in staggered terms. If suitable candidates are not available to serve a two (2) year commitment, then Co-Chairpersons shall serve a one (1) year commitment. The remainder of the Executive Board shall be a one (1) year commitment.
- 5) A person shall not be eligible to serve in the same office for more than two (2) consecutive terms.
 - a) Exceptions to this will be determined on a case-by-case basis.
 - b) Extension of tenure to a position requires a unanimous vote of voting members at a scheduled or called meeting.
- 6) If the office of Co-Chairperson is vacated for any reason, the Vice-President shall succeed to the office of Co-Chairperson for the unexpired portion of that term.
- 7) Vacancies in other elected offices shall be filled by a majority vote of the voting members at a scheduled or called meeting.
- 8) An officer or committee member may be removed from office for failure to perform duties, criminal misconduct or unethical behavior in conducting business of the Organization by two-thirds (2/3) vote of the executive board. An officer or chairperson who misses three (3) consecutive meetings may be removed from office.

C. Nominating Committee

- 1) There shall be a Nominating Committee elected by the voting members at a meeting at least two months prior to the election of officers. Elections shall be by plurality. The committee shall be composed of two (2) to three (3) voting members and one school administrator acting as an ex-officio member. The committee shall elect its own chairman immediately following the meeting.

- 2) Executive Board Members shall not serve as a member of this committee, nor do they appoint any member of the committee.
- 3) The Nominating Committee shall solicit and nominate all interested and eligible persons for each office that is to be filled and report its nominees at the scheduled meeting prior to the election in April. Additional nominations may be made from the floor at the meeting held in April.
- 4) Only those nominees who have consented to serve if elected and are aware of the time and duties required to fulfill that position shall be eligible for nomination.

Article VIII- Executive Board

- A. The Executive Board shall consist of the Officers of the Organization, as defined in Article VII.
- B. The members of the Executive Board shall serve until the election and qualification of the successors.
- C. The duties of the Executive Board shall be:
 - 1) To transact necessary business in the intervals between organization meetings and such other business as may be referred to it by the Organization.
 - 2) To present a financial report at the annual meeting to be reviewed by a Certified Public Accountant.
 - 3) To prepare and submit to the Organization for approval a budget for the fiscal year.
 - 4) To approve routine bills within the limit of the budget.
 - 5) To create standing and special committees.
 - 6) To approve the plan of work of all officers and committees.
- D. Regular meetings of the Executive Board shall be held prior to each regular association meeting, the time to be fixed by the board at its first meeting of the year.
 - 1) A majority of the Executive Board members shall constitute a quorum.
 - 2) Special meetings of the Executive Board may be called by the Co-chairperson or by a majority of the members of the board, with one (1) day notice being given.

Article IX- Duties of Officers

- A. All officers of the Organization shall:
 - 1) Perform the duties described in the parliamentary authority in addition to those outlined in these by-laws and those assigned as the need arises.
 - 2) Deliver to their successors all official material within ten (10) days or as soon as possible, following the meeting at which they complete their official duties.
 - 3) Miss no more than three (3) consecutive meetings
 - 4) Be current voting members of the PTO
- B. The Co-Chairperson(s) shall:
 - 1) Preside at all meetings of the Organization and of the Executive Board.

- 2) Perform such other duties as may be prescribed in these By-laws or as assigned to them by the Organization or by the Executive Board.
 - 3) Coordinate the work of the officers and committees, in order that the purposes (Article III) may be achieved.
 - 4) Appoint Standing Committees subject to the approval of the Executive Board. In the event a committee does not select a chair, PTO Co-Chairpersons may appoint a committee chairman subject to Executive Board approval.
 - 5) Confirm that a quorum is present before conducting any business at any meeting of the Organization.
 - 6) Be authorized to allocate PTO funds up to seven hundred fifty dollars (\$750.00), subject to simple majority vote of the Executive Board, in the intervals between Organization meetings not to exceed four (4) times in a fiscal year. The purpose of the authorization of funds shall be announced at the next scheduled general PTO meeting.
 - 7) Be an ex-officio member of all committees except the nominating committee.
- C. The Vice-President shall:
- 1) Act as aide to the Co- Chairpersons.
 - 2) Perform the duties of the Co-Chairpersons in the absence or inability of that officer to serve, in their designated order.
 - 3) Be responsible for PTO correspondence.
 - 4) Perform other duties as assigned by the Co-Chairpersons.
- D. The Secretary shall:
- 1) Record the minutes of all meetings of the Organization and of the Executive Board.
 - 2) Conduct the correspondence of the Organization.
 - 3) Attend all meetings of the Organization and serve as Parliamentarian.
 - 4) Have a current copy of the By-laws.
 - 5) Perform other duties as assigned by the Co-Chairpersons.
- E. The Treasurer shall:
- 1) Have custody of all of the funds of the Organization.
 - 2) Keep books of account and records including bank statements, receipts, budgets, invoices, paid receipts, and canceled checks for five years.
 - 3) Make disbursements in accordance with the approved budget as authorized by the Organization, the officers of the Organization, or a special committee.
 - 4) Present a financial statement at every meeting of the Organization and at other times when requested by the Executive Board.
 - 5) Make a full report at the April meeting.
 - 6) Expend money by check and direct debit only.
 - 7) Submit financial records to a Certified Public Accountant for the preparation of the tax return at the end of each fiscal year.
 - 8) Perform other duties as assigned by the Co-Chairpersons.
 - 9) Ensure timely filing of pertinent tax forms. A return receipt request should be sent with all tax forms. Upon receiving the return receipt from the tax offices, the return receipt and copies of the tax forms should be filed with the Co-Chairpersons, Principal, and the district financial officer.

- 10) Submit financial records to be examined by the Financial Review Committee twice a year in January and August.

Article X- Standing Committees

- A. Only voting members of the Association shall be eligible to serve in any elective or appointive position.
- B. The officers of the Organization may create such Standing Committees, as it may deem necessary to promote the objectives and carry on the work of the Organization.
- C. The term of each member of the standing committees shall not exceed two (2) years. Exceptional circumstances may occur whereby the Executive Board may consider an individual on a standing committee for a second term or some portion thereof.
- D. The members of each Standing Committee shall present a plan of work to the Officers of the Organization for approval.
- E. No committee work shall be undertaken without the consent of the Officers of the Organization.
- F. Committees shall relinquish all materials pertaining to their position to their successors or to the Vice President within ten (10) days following the meeting during which their duties are completed, finalized and presented to the Executive Board.
- G. A School Administrator or their appointed staff member shall be ex-officio member of all committees.

Article XII- Meetings

- A. At least four regular meetings (at least one of which shall be held during evening hours) of this Organization shall be held yearly. The executive board prior to the first meeting of the year shall establish the time and date of these meetings.
- B. Ten (10) members shall constitute a quorum for the transaction of business in any meeting of this Organization.
- C. Special meetings may be called by the Co-Chairpersons or by a majority of the Members of the Executive Board.

Article XIII- Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Organization in all cases in which they are applicable except when they conflict with the by-laws.

Article XIV- Amendments

- A. A committee may be appointed to submit a revised set of by-laws as a substitute for the existing by-laws by a majority vote at a meeting of the association or by a two-thirds (2/3) vote of the Executive Board. The requirements for adoption of a revised set of by-laws shall be the same as in the case of an amendment.

- B. These by-laws may be amended at any regular meeting of the Organization by a two-thirds vote of the voting members present and voting. Notice of the proposed amendment shall have been given at the previous meeting of the association or thirty (30) days prior to the meeting at which the amendment is voted upon.

Amendment history

Amended Article VII section B sub-section 4 on November 1, 2005
Amended Article VII section C sub-section 1 on November 1, 2005
Amended Article IX section B sub-section 6 on November 1, 2005
Removed Article IX section C sub-section 4 on November 1, 2005
Added Article IX section E sub-section 9 on November 1, 2005
Amended Article XII section A on November 1, 2005
Amended Article V on November 7, 2006
Amended Article IX section E sub-section 6 on November 7, 2006
Amended Article IX section E sub-section 7 on November 7, 2006
Added Article IX section E sub-section 10 on November 7, 2006
Amended Article IX section C sub-section 3 on September 4, 2009