

**BY-LAWS
OF
JEFFERSON ELEMENTARY SCHOOL PTO, INC.**
A Minnesota Non-Profit Corporation

ARTICLE I: Name of the Corporation

The name of the corporation organized under the non-profit statutes of the State of Minnesota is the Jefferson Elementary School PTO (Parent Teacher Organization), Inc. Its principal place of business is 11331 Jefferson N.E., Blaine, County of Anoka, State of Minnesota 55434-1899.

ARTICLE II: Purpose

The purpose of this corporation is for charitable, religious, scientific, or educational purposes including the making of distributions to organizations that may be qualified under §501(c)(3) of the Internal Revenue Code. All funds received shall be devoted to the purposes outlined therein.

The Jefferson Elementary PTO mission is to serve the entire school. We strive to provide academic support by being conscientious stewards of PTO resources while fostering the development of school community.

ARTICLE III: Fiscal Year

The fiscal year of the Jefferson Elementary School PTO, Inc. shall run from September 1 to August 31. The end of the fiscal year, August 31, shall be the reporting date for the Jefferson Elementary School PTO, Inc.

ARTICLE IV: Exemption Requirements

1. Jefferson Elementary School PTO, Inc. shall be exclusively charitable and educational to build school community within the meaning of the §501(c)(3) of the Internal Revenue Code.
2. No member of this corporation shall profit from their participation in this corporation. Reasonable compensation may be paid to a member for services rendered to or for the corporation in pursuit of its purposes as stated in Article II of these By-laws.
3. Any earnings of this corporation shall be used in pursuit of the purposes outlined in Article II of these By-laws.
4. No substantial part of the activities of this corporation shall be the proposition of propaganda or otherwise attempting to influence legislation. The corporation shall not intervene in any political campaign or on behalf of any candidate for public office.
5. The corporation shall not carry on any activities not permitted by §501(c)(3) of the Internal Revenue Code.

ARTICLE V: Membership

Section 1 – Eligibility (members by default):

- a. Parents or legal guardians of a Jefferson Elementary School student
- b. A Jefferson Elementary School staff member

Section 2 – Dues:

- a. Members shall not be assessed dues

Section 3 – Rights:

- a. Every member has a right to one vote on all issues, chair committees, and to hold office on the PTO Board.
 - i. All votes are by a simple majority of members present at the meeting in which the vote is held.

ARTICLE VI: Officers and Board of Directors

The Board of Directors is comprised of the PTO officers.

Section 1 – Role:

- a. The board is responsible for overall policy and direction of the PTO and delegates responsibility of day-to-day operations to volunteers and committees.
- b. There shall be a minimum of one appointed board member liaison for each committee.

Section 2 – Officers (Board of Directors):

- a. The corporation will have four offices.
 - i. President
 - ii. Vice President
 - iii. Treasurer
 - iv. Secretary
- b. No officer may hold more than one office at a time, however, an office position can be held by co-officers, except Treasurer.

Section 3 – Terms of Office:

- a. The term of office for all office positions shall be 16 months. Duties begin immediately after election in May and continue through August with those final four months as adviser to new officers and full review of the roles and responsibilities.
 - i. Board members may serve one, but not more than two, consecutive terms in any office. An exception can be made in the event that there are no nominations for a position, and then a current board member, who has already served two consecutive terms, will be allowed to run for another term if there are no other nominations for that position.
 - ii. If there is another nomination that is accepted, then the current board member nominee who served 2 consecutive terms would concede to the new nominee to fill the position.
 - iii. If it is the treasurer position being filled for a 3rd consecutive term, in addition to the regular book keeping reviews, the books will be reconciled twice a year by one board member and the principal, or one board member and an unbiased third party.

Section 4 – Duties of Officers:

Complete annual duties will be outlined in the roles and responsibilities documents.

- a. President
 - i. Preside at all PTO and board meetings.
 - ii. Provide an agenda prior to each monthly PTO meeting.
 - iii. Responsible for overseeing the execution of board directives, resolutions, and policies.
 - iv. Have authority to execute documents and enter into contractual relationships on behalf of the PTO.
 - v. Shall have all powers and perform other duties as determined by the Board.
 - vi. Primary signer for the checking account.
- b. Vice President
 - i. Assume the duties of the president in his/her absence or in the event of his or her inability or refusal to act.
 - ii. Responsible for maintenance, inventory, distribution, and collection of all equipment owned by the PTO.
 - iii. Perform other duties as determined by the Board.
 - iv. Eligible for secondary signer for the checking account.
- c. Secretary
 - i. Attend and record all official meetings of the PTO.
 - ii. Compile minutes of meetings and distribute them within two weeks of the meeting and in compliance with the policies of the Board.
 - iii. Prepare and distribute notices of all meetings.
 - iv. Perform other duties as determined by the Board.
 - v. The outgoing secretary shall, within one (1) month after the annual elections, deliver to the newly elected secretary all the official records in his/her possession.
 - vi. Eligible for secondary signer for the checking account.

ARTICLE VI: Officers and Board of Directors (continued)

d. Treasurer

- i. Keep all financial accounts and present a statement of all accounts at all PTO meetings.
- ii. Compile a year-end financial statement detailing all the financial activities of the PTO.
- iii. Have authority to execute, on behalf of the PTO, financial documents including, but not limited to, government filings.
- iv. The treasurer and any signers shall be bonded with the costs of said bonding to be borne by the PTO. A second signature will be included on all checks at minimum pursuant to the bonding company's requirements.
- v. Ensure that accurate records and receipts are maintained in accordance with generally accepted business and accounting practices, including handling of cash counting per policies and procedures.
- vi. Perform other duties as determined by the Board.
- vii. The outgoing treasurer shall, within one (1) month after the annual elections, deliver to the newly elected treasurer all financial records of the PTO in his/her possession.

ARTICLE VII: Elections

1. Nominations shall consist of recommendations from the Board and members present at the meeting. They shall open after the March PTO meeting.
2. Candidates will be announced at the April meeting.
3. The election of officers shall occur at the May PTO meeting. Only a simple majority vote of the members present is required for an election.
4. To be qualified to vote at the annual election of officers, you must meet the requirements of membership as stated in Article V.
5. The election shall be by secret ballot or as agreed upon by the voting membership.
6. The new officers shall take office immediately after the election.
7. A business meeting shall follow the election at which the outgoing officers will conduct an orientation session for new officers and transfer necessary information. By mutual agreement this session may be scheduled for another time provided it is conducted within one (1) month of the election.

ARTICLE VIII: Vacancies and Termination

Vacancy

1. A vacancy, for whatever reason, prior to expiration of the term of office, shall be filled by a majority vote of the Board and meet the membership criteria.
2. Nominations shall be sought by posting a public notice.
3. The vacancy will be filled only to the end of the outgoing board member's current term.

Termination

An officer and board member may be removed from office for the following reasons:

1. Absence from three (3) consecutive regular meetings
2. Abuse or neglect of official duties
3. Incapacity in execution of his/her duties
4. Conduct resulting in public embarrassment for the corporation
5. Illegal conduct
6. Death

Removal for any of the above enumerated reasons must be after proper notice to the officer and by a majority vote of the Board. Said vote shall be made by SECRET BALLOT.

ARTICLE IX: Committees

The Board at its discretion shall seek volunteers for committees. Notice shall be provided to all PTO members regarding these appointments. Event chairs of the committees must be members of the PTO. There shall be no restrictions on the number of volunteers on the committees. There shall be one appointed board member liaison for each committee.

ARTICLE X: Disbursement of Funds

A budget shall be formed and approved by the general PTO membership no later than the second general meeting of the new school year.

1. Funds not listed in the approved budget of the Jefferson Elementary School PTO, Inc. may not be disbursed or expended without a majority vote of the attendees of a regular membership meeting.
2. The PTO board has the expenditure approval authority for budgeted expenditures totaling the lesser of:
(a) 110% of the total budgeted amount, or (b) the total budgeted amount plus \$500.
3. There shall be a carryover of funds from the previous year's PTO budget that will cover any startup costs for the next year's initial fundraiser.
 - a. This amount will be based upon the expenditures of the previous year's initial fundraiser.
4. Additional school fundraisers may be facilitated through the PTO per approval of the Board.

ARTICLE XI: Meetings

Information regarding meetings and minutes will be posted on the PTO link of the Jefferson website.

Section 1 – General Meetings:

- a. Shall be scheduled by the Board and posted by the first week of school.
- b. Shall be held monthly throughout the school year.
- c. Agendas shall be made available one week prior to the meeting.
- d. Issues will be addressed within two consecutive general meetings.
- e. Shall be conducted using Robert's Rules of Order.
- f. Notes shall be distributed within two weeks of the meeting.

Section 2 – Special Meetings:

May be called by any member of the Board and need determined by a majority vote of the Board.

- a. Notice shall be posted a minimum of 24 hours before the meeting.

Section 3 – Board Meetings:

- a. The board shall meet at a minimum bimonthly, or more as necessary.

ARTICLE XII: Stock

The Jefferson Elementary School PTO, Inc. shall issue no capital stock.

ARTICLE XIII: Amendments

These By-laws may be altered, amended or repealed and new By-laws may be adopted by a majority vote of the PTO members present at a general meeting.

- a. **The By-laws shall be reviewed, updated and changes integrated a minimum of every three years from the last revision date.

ARTICLE XIV: Dissolution

This corporation shall exist in perpetuity unless the Board of Directors vote to terminate its existence. Upon dissolution of the corporation, the officers shall be required to pay or make provisions for payment of all the liabilities of the corporation using corporation funds, and shall be required to dispose of all excess assets of the corporation to organizations classified as being for charitable, educational, or scientific purposes.

ARTICLE XV: Liability

No member, officer, or director of this corporation, acting with reasonable conduct while in service to or participation with the corporation, shall be personally liable for the debts or obligations of the corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of debts or obligations of this corporation.

Certification

These revised By-laws were approved at a general PTO meeting by a majority vote of all members present on May 9, 2017.

Secretary _____ **Date** _____

IN WITNESS WHEREOF, the undersigned parties have caused these By-laws to be duly executed on this _____ day of _____, 20_____

President, Jefferson Elementary School PTO, Inc.

Secretary, Jefferson Elementary School PTO, Inc.

Vice President, Jefferson Elementary School PTO, Inc.

Treasurer, Jefferson Elementary School PTO, Inc.

Additional Board Member, Jefferson Elementary School PTO, Inc.

- ** *Original By-laws signed August 26, 1997*
- ** *Revised to integrate all amendments to the By-laws March 2013*
- ** *Complete revision of the By-laws approved May 13, 2013*
- ** *Revision of Article X approved on January 13, 2014*
- ** *Complete revision of the By-laws approved May 9, 2017*