

Elm Lawn Parent Teacher Organization Inc.

BYLAWS

Article I – Name

The name of this organization is “Elm Lawn Parent Teacher Organization Inc.” (referred to in these bylaws as “Elm Lawn PTO”).

Article II – Purpose

Elm Lawn PTO is organized for the parents and staff of Elm Lawn Elementary School in Middleton, Wisconsin (“Elm Lawn Elementary”) exclusively for charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

The relationships within Elm Lawn Elementary among students, teachers, staff, and parents are a vital influence on the success of our children’s futures. Therefore, the purpose of the Elm Lawn PTO is to foster a sense of support, pride and enthusiasm; to encourage parent and public involvement in our school; and to bring into closer relation the home and the school, so that parents and teachers may cooperate intelligently in the education of all students. This organization shall provide opportunities for school functions, engage in fundraising projects for the benefit of the school and its students, encourage parent, teacher, and community involvement, and cooperate with the school administration in providing and enhancing educational opportunities.

Article III - Objectives

The objectives of Elm Lawn PTO are:

1. To promote the education and well-being of all Elm Lawn Elementary students at home, in school, and in the community.
2. To provide a forum for discussion and foster communication among parents, administrators, educators and the community.
3. To enhance the educational facilities and opportunities for the students of Elm Lawn Elementary that are not otherwise provided for in the school budgets.

4. To sponsor projects and events for the benefit of Elm Lawn Elementary and its students.

5. To raise funds as required to provide for the above objectives.

Article IV – Membership

Membership in this organization shall be automatically granted (1) to all parents, guardians and other adults standing *in loco parentis* of students enrolled in Elm Lawn Elementary and (2) to all teachers and other staff employed at Elm Lawn Elementary. There shall be no membership dues. As provided in these bylaws, Members have voting privileges at Regular and Special Meetings of the Membership. In the event of question, a determination by the Board shall be final as to the Membership status of any individual.

Article V – Officers and Elections

Section 1. Officers. The Officers of this organization shall be the President, Vice President, Secretary and Treasurer. Any Officer position may be held by two persons if they are jointly nominated and elected to fill that position, in which case both such persons shall have all of the powers and responsibilities of that office as provided herein.

A. President. The President shall prepare the agendas for and preside over all meetings of the Members and of the Board, represent Elm Lawn PTO at meetings outside the organization, and coordinate the work of the Officers, PALs, committees and other volunteers so that the objectives of this organization are served.

B. Vice President. The Vice President shall assist the President and carry out the President's duties in his or her absence or inability to serve. The Vice President shall also serve as the organization's parliamentarian and be knowledgeable of Robert's Rule of Order.

C. Secretary. The Secretary shall maintain all non-financial records of the organization, take and record minutes of each meeting, and handle any correspondence. The Secretary shall also keep the official copy of the minute book, bylaws, policies, and rules and shall bring copies of these documents to all meetings.

D. Treasurer. The Treasurer shall receive all funds of the organization and promptly deposit them in a bank or other depository approved by the Board, keep an accurate record of receipts and expenditures, and pay out funds as approved by the Board. The Treasurer will present a financial statement of income and

expenses at meetings of the Board and will prepare all tax filings as required by the State of Wisconsin and the IRS.

Section 2. Eligibility. Only Members of this organization shall be eligible for election as Officers. Only those Members who have indicated their desire to serve if elected shall be nominated for each position.

Section 3. Terms of Office. The term of each Officer shall be one year, beginning on July 1st and ending on June 30th. Individuals are encouraged to serve a minimum of two years (two terms) in officer positions, but no one shall serve more than one consecutive term as Vice President and one consecutive term as President.

Section 4. Nominations and Elections. Election of Officers shall take place each year at the Spring Membership Meeting (or, at a Special Meeting called for that purpose if a quorum was not present). The Board shall nominate one or more candidates for each Officer position, and will give preference to the current Vice President in selecting its nominee for President. Additional nominations of eligible candidates for any Officer position except President may be made by Members, but only those additional nominations received in writing by the Secretary at least fourteen days prior to the election will be valid and included on the ballot. Elections that are not contested may be by voice vote. Any contested election shall be by written ballot. Election shall be by a majority of the votes cast and counted as provided under Article VI, and in the event of a tie the Board will, in its discretion, determine the winner.

Section 5. Vacancies. If there is a vacancy in the office of President, the Vice President will become the President. Other vacancies in office because of death, resignation, or inability to serve shall be filled by the Board for the un-expired portion of the term.

Section 6. Removal from Office. Officers may be removed from office with or without cause by either a two-thirds vote of those present at a Membership meeting or by a vote of four Members of the Board.

Article VI – Membership Meetings

Section 1. Regular Meetings. At least two Regular Meetings of the Membership shall be held each year, the second of which (the “Spring Membership Meeting”) shall be held between January 31 and June 1.

Section 2. Special Meetings. Special Meetings of the Membership may be called by the President or by any three members of the Board. The President shall call a Special Meeting upon written request of at least twenty Members. Fourteen days Notice of a Special Meeting shall be given, except in the case of an emergency as determined by the President or Board.

Section 3. Voting. Subject to such procedures and definitions consistent with these bylaws as the Board may establish, voting at meetings of the Membership shall be on the basis of one vote per Member.

Section 4. Notice. The public posting at Elm Lawn Elementary of a written Notice shall be legally sufficient notice of any Regular or Special Meeting of the Membership and for any other purpose under these bylaws, provided such notice contains the information required by these bylaws with respect to the meeting or other purpose for which notice is provided. However, the Board, in its discretion and to the extent it deems feasible, will employ other methods (such as bulletins sent home with students, postings on the school website, emails sent via the school, etc.) to inform the Membership regarding upcoming meetings and other matters relating to Elm Lawn PTO.

Section 5. Quorum. Ten Members shall constitute a quorum for the transaction of business at any Regular or Special Meeting of the Membership.

Article VII – Board

Section 1. Composition. The Board shall be responsible for the general management and operation of this organization and shall consist of the following voting members by virtue of their positions:

- A. the President, Vice President, Secretary, and Treasurer of this organization, and
- B. the Principal of Elm Lawn Elementary, and
- C. the immediate Past-President of this organization.

Section 2. Duties and Manner of Acting. The duties and powers of the Board shall be to transact the general business of Elm Lawn PTO, to establish standing rules, policies and procedures (including but not limited to procedures and definitions consistent with these bylaws for Membership status and voting), to appoint Standing Committees and Special Committees, approve an annual budget, review and approve expenditures, approve plans submitted by Committee chairpersons, and to take all such actions, consistent with these bylaws, as it deems necessary or appropriate to achieve the Objectives of this organization. Actions of the Board shall be by majority vote of its members present at a meeting at which there is a quorum, provided that when an officer position is jointly held by two individuals they will be counted as one Board member for purposes of determining a quorum, for voting, and for any other purpose under these bylaws.

Section 3. Meetings. Regular meetings of the Board shall be held monthly, on

the same day and at the same time each month, as determined by the Board. Special meetings may be called by the President or any two Board members upon seven days notice (delivered in person or by phone, fax, regular mail or email) to the other members of the Board.

Section 4. Quorum. Four Members of the Board shall constitute a quorum for the transaction of business.

Article VIII – PALS and Committees

Section 1. PALS. The President shall appoint a PAL (Parent at Large) for each grade level in Elm Lawn Elementary. Each PAL must have a student enrolled in the grade level he or she is appointed to represent.

Section 2. Committee Membership. Only Members of Elm Lawn PTO shall serve on Committees, and the President shall be an ex officio member of all Committees.

Section 3. Standing Committees. The Board may establish (and dissolve) Standing Committees as it deems necessary or appropriate from time to time and determine their terms of reference. The President shall appoint the Chairpersons of all Standing Committees, and the Chairpersons of Standing Committees shall serve as members of the Board with a vote. The Chairperson of each Standing Committee shall recruit the members for her or his committee.

Section 4. Special Committees. The Board may establish Special Committees as it deems necessary or appropriate, in each case for a specific time, task, or program. The President shall appoint the chairpersons of any such Special Committees, who will not have a vote on the Board.

Section 5. Terms of Office. PALs and Chairpersons of Standing and Special Committees serve at the pleasure of the President.

Article IX – Finances

Section 1. A draft budget of anticipated revenue and expenses for the year shall be presented by the Treasurer to the Board at the beginning of the school year. Upon approval (or subsequent amendment) of the budget by the Board, it will constitute Board approval for expenditures incurred within the terms of that budget until a new budget is approved.

Section 2. The Treasurer shall keep accurate records of all disbursements, income, and depository account information of the organization.

Section 3. The Board shall approve all expenses of the organization.

Section 4. No loans shall be made by the organization to its Officers or any Member.

Section 5. No contract or agreement shall be entered into by the organization, nor may any funds be borrowed or any other financial obligation incurred by the organization, except with the prior approval of the Board.

Section 6. A Designated Fund is money raised and set aside for a specific purpose. Any money put into a Designated Fund shall only be used for that purpose.

Section 7. An independent audit of the records of this organization shall be performed when requested by action of the Board, provided that it will be at the organization's expense.

Section 8. The fiscal year of this organization is July 1st to June 30th.

Article X – Parliamentary Procedure

Except as they may conflict with these bylaws, Robert's Rules of Order shall govern all Membership and Board meetings.

Article XI – Basic Policies

Section 1. The Elm Lawn PTO shall be noncommercial, nonsectarian, and nonpartisan.

Section 2. The name of this organization and the names of any Members in their official capacities shall not be used for any purpose not appropriately related to the objectives of Elm Lawn PTO.

Section 3. Elm Lawn PTO shall not, directly or indirectly, participate or intervene in any way, including the publishing or distribution of statements, in any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 4. Officers, Members, and volunteers shall receive no compensation nor be paid other personal benefits directly or indirectly from this organization, provided, however, that the Board may approve payment for training, for reimbursement of out-of-pocket expenses and for other purposes it deems appropriate for achieving the objectives of this organization.

Section 5. No Officer or other member of the Board shall participate in or vote on any matter in which he/she or a member of his/her family has a personal financial interest or in which any business partner, co-investor or other business

associate of such Officer or Board member (or of a member of their family) has any personal financial interest. All Officers and other members of the Board shall have an affirmative obligation to disclose any such conflict of interest they, members of their families, or business associates of either, may have.

Section 6. Each Member of this organization shall have the right to attend any meeting of the Board and to inspect, at a reasonable time and location to be arranged by the Treasurer or Secretary (as the case may be), the financial and other records of this organization.

Article XII – Amendments

These bylaws may be amended at any Regular or Special Membership Meeting by a two-thirds vote of the total Member votes cast and counted at that meeting if notice of the amendment was given at least fourteen days prior to the meeting.

Article XIII – Dissolution

This organization may be dissolved at any Regular or Special Membership Meeting by a two-thirds vote of the total Member votes cast and counted at that meeting if notice of the proposed dissolution was given at least fourteen days prior to the meeting. After all bills and expenses are paid, any remaining funds shall be distributed for one or more of the exempt purposes specified by the IRS pursuant to the Internal Revenue Code.

These bylaws are effective (and supersede and replace any prior bylaws of this organization) as of their adoption by the Members of this organization on this _____ day of _____, 2010.