

Bylaws of the Bates Parent Teacher Organization Wellesley, Massachusetts

Approved on April 8, 2021

ARTICLE I: NAME, DESCRIPTION, PURPOSE AND LIMITATIONS OF ACTIVITIES

Section 1: NAME—The name of the organization shall be Bates Parent Teacher Organization. The PTO is located at 116 Elmwood Rd., Wellesley, MA, 02481

Section 2: DESCRIPTION—The PTO is a nonprofit organization that exists for charitable, educational, and scientific purposes, including the making of distributions to organization that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

Section 3: PURPOSE—The purpose of the PTO is to enhance and support the educational experience at Bates Elementary School, to develop a closer connection between school and home by encouraging parent involvement, and to improve the environment at Bates Elementary School through volunteer and financial support.

Section 4: LIMITATIONS OF ACTIVITIES—No part of the net earnings of the PTO shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the PTO shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in Article 1, Sections 2 and 3.

No substantial part of the activities of the PTO shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the PTO shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the PTO shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section of 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE II: MEMBERSHIP

Membership shall be automatically granted to all parents and guardians of Bates Elementary School students, plus all staff at Bates Elementary School. There are no membership dues. Members have voting privileges, one vote per member.

ARTICLE III: OFFICERS

Section 1: EXECUTIVE BOARD—The Executive Board shall consist of the following officers: President (or Co-Presidents, with 2 maximum), Vice President (or Co-Vice Presidents, with 2 maximum), Secretary (or Co-Secretary, with 2 maximum), Treasurer (or Co-Treasurers, with 2 maximum), Communications Chair

(or Co-Chairs, with 3 maximum), and optional Board Advisors (any composition of ex-President and/or ex-Treasurer, with 2 maximum).

Section 2: TERM OF OFFICE—The term of office for the elective President(s), the elective Vice President(s), Secretary(s), Communication Chair(s), and Advisors is one year. The term of office for Treasurer(s) is two years. Any changes will be at the discretion of the Executive Board. The term begins July 1 and ends June 30.

Section 3: TERM LIMITS—The President, Vice President, and Treasurer positions will be subject to a one term (one or two years) limit. All other Executive Board positions will be subject to a two term (two years) limit. If no suitable replacement is found before the end of the term, a Board member may serve another year (not to exceed three years) in that current position, subject to a vote of the Executive Board of the PTO.

Section 4: ELECTIONS—Elections for open President, Vice President, Secretary, Treasurer, Communications, and Advisor positions will be held by the end of the school year at a general PTO meeting. The current Board will notify all members of open Board positions prior to elections. Voting shall be by voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken.

Section 5: QUALIFICATIONS—Any PTO member in good standing may become an officer of the PTO.

ARTICLE IV: OFFICER DUTIES

Section 1: EXECUTIVE BOARD—Develop the PTO's annual budget, establish and oversee committees to conduct the work of the PTO, establish fundraising programs, and approve by majority vote of the Board unbudgeted expenditures of more than \$400.

Section 2: OFFICERS—The general duties of officers on the Executive Board shall be as follows:

President(s): Preside at and prepare agendas for general PTO meetings and Executive Board meetings, serve as the official representative(s) of the PTO and retain all official records of the PTO. Manage the executions of communications and marketing for the PTO, including but not limited to, PTO newsletters, email broadcasts, website, bulletin boards, etc.

Vice President(s): Assist the President(s), and chair meetings in the absence of the President(s). Serve as back up to Secretary for recording minutes. Plan to succeed the outgoing President(s) to become the President(s) for the following school year.

Secretary(s): Record, distribute and maintain records of minutes of all Executive Board meetings and all general PTO meetings. Coordinate and maintain record of the Conflict of Interest (COI) policy on an annual basis.

Treasurer(s): Serve as custodian of the PTO's finances, collect revenue, pay authorized expenses, file annual taxes, and hold all financial records.

Communication Chair(s): Provide communication between the Executive Board and the PTO at large. Update and maintain weekly newsletter and social media platforms. Serve as a liaison between Executive Board and classroom Room Parent Coordinator/Room Parents to help facilitate PTO communication.

Advisor(s): After completing a PTO term of President or Treasurer, former PTO Presidents and/or Treasurers can serve on the Executive Board in an advisory role to provide continuity and experience to the Board.

Section 3: REMOVAL—An officer can be removed from office for failure to fulfill his/her duties, after reasonable notice, by vote of the Executive Board.

Section 4: VACANCY—If a vacancy occurs on the Executive Board during the term, the President may appoint a PTO member to fill the vacancy for the remainder of the officer's term. If the position is not filled by a PTO member, then the President(s) can fill the position with a current Executive Board member for the remainder of the term.

ARTICLE V: MEETINGS

Section 1: GENERAL PTO MEETINGS—General PTO meetings, for all members schoolwide, shall be held to conduct the business of the PTO.

Meeting Frequency—Meetings shall be held at least once a quarter during the school year at the discretion of the Executive Board.

Quorum—Seven (7) members of the PTO present in person, by phone, or video conference, constitute a quorum for the purpose of voting.

Voting—Each member in attendance at a PTO meeting in person, by phone or video conference is eligible to vote, one vote per member. Absentee and proxy votes are not allowed. Matters requiring a vote shall be decided by a majority vote, except for that set forth in Article VII Bylaws Amendments.

Section 2: PTO EXECUTIVE BOARD MEETINGS

Meeting Frequency—The Executive Board shall meet at least every two months during the school year or at the discretion of the President(s).

Quorum—A majority of the Executive Board must be present in person, by phone, or video conference to constitute a quorum.

Voting—Matters requiring a vote by the Executive Board shall be decided by a majority vote. Members of the Executive Board may vote on any issue in person, by phone call, video conference or by email.

ARTICLE VI: FINANCIAL POLICIES

Section 1: FISCAL YEAR—The fiscal year of the PTO begins July 1 and ends June 30 of the following year.

Section 2: BUDGET—A tentative budget shall be drafted in the spring for the following school year, made available to the PTO membership, and approved by vote at a fall Executive Board meeting.

Section 3: BANKING—All funds shall be kept in a bank account in the name of Bates PTO, requiring at least two signatures of the Executive Board and held at a local financial institution.

Section 4: REPORTING—All financial activity shall be recorded in a computer-based accounting system. The Treasurer(s) shall reconcile the accounts monthly, report all financial activity as requested by the President(s), and file taxes in a timely manner.

Section 5: ENDING BALANCE—The PTO shall leave an ending balance of a least one third (1/3) of the operating expenses from the current approved PTO budget, but no less than \$20,000 in the treasury at the end of the fiscal year.

Section 6: CONTRACTS—Authority to sign contracts and/or permits is limited to the President(s) or their designee.

ARTICLE VII: BYLAWS AMENDMENTS

Amendments to the bylaws may be proposed by any PTO member. Amendments presented at a PTO meeting shall be considered for voting at a subsequent meeting. Two-thirds (2/3) approval of all members present at the meeting, assuming a quorum. Voting is required to adopt an amendment to the bylaws. The amendments to the bylaws shall be made available to the PTO membership prior to a vote at a PTO meeting.

ARTICLE VIII: DISSOLUTION

In the event of dissolution of the PTO, any funds remaining shall be donated to Bates Elementary School.

ARTICLE IX: CONFLICT OF INTEREST POLICY

The Bates Elementary School PTO shall have a Conflict of Interest policy (COI). The purpose of the Conflict of Interest policy is to protect the Bates PTO's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Officer or Committee Member. Executive Board members and Committee Member who enter into transaction/arrangements shall sign an annual COI policy statement.

These bylaws were adopted on 04/08/2021.