

S. S. PALMER ELEMENTARY SCHOOL & PARKSIDE EDUCATION CENTER PTO BYLAWS

Updated/Approved Nov 2016

Article I – Name

The name of this organization is the S. S. Palmer Parkside Parent Teacher Organization, Inc., A.K.A. S.S. Palmer Parkside PTO.

Article II – Purpose

The purpose of the organization is to support and enhance Stephen S. Palmer Elementary School (S.S. Palmer) and Parkside Education Center by:

- Promoting open communication between the administrators, teachers and parents.
- Encouraging student, parent and administrator/teacher participation at school functions.
- Providing an atmosphere for parental support (e.g. parent sharing ideas, experiences, problems and solutions).
- Organizing and/or contributing funds and services to special projects and extra – curricular activities.

Article III – Basic Policies

- A. The organization shall be non-commercial, non-sectarian, and non-partisan. It shall not be affiliated with a national parent-teacher organization.
- B. The organization shall seek to improve the quality of the education for all the students at the Stephen S. Palmer Elementary School and Parkside Education Center.
- C. The organization shall not engage in any activities that are counter to S.S. Palmer Parkside PTO policies or procedures.
- D. The name of the organization or the names of any members in the official capacities shall not be used in conjunction with a commercial concern or with any partisan interest or for any purpose not appropriately related to the promotion of the purpose of the organization.
- E. Binding commitments of resources (i.e. financial or service) of the organization can only be made by majority vote of the members present at a regular meeting or by a majority vote of the officers at an executive board meeting up to \$100.00 per occurrence.
- F. S.S. Palmer Parkside PTO does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all our volunteers, subcontractors, and vendors.

Article IV – Tax – Exempt Status Policies

The policies of this section have been established to maintain a tax – exempt status as defined in section 501(c) (3) of the Internal Revenue Code.

- A. The organization shall be established and operated for charitable and educational purposes.
- B. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article V – Membership and Dues

- A. The annual dues to this PTO shall be one dollar (\$1.00) per member. Dues amounts may change without notice.
- B. The membership dues will be collected by an officer and then turned over to the PTO treasurer.
- C. Membership in the S.S. Palmer Parkside PTO shall be made available without regard to race, color, or national origin to any individual who supports the objectives and basic policies of the S.S. Palmer Parkside PTO.
- D. S.S. Palmer Parkside PTO shall conduct an annual enrollment of members, but may admit persons to membership at any time, or upon enrollment at S.S. Palmer Elementary School and/or Parkside Education Center.

Article VI – Chaperone Policy

- A. Members who have paid their dues may participate and chaperone PTO sponsored activities.
- B. Chaperones must be active PTO members with dues paid prior to 12/31 of the current school year. An active member is defined as one who attends PTO meetings and participates in PTO sponsored activities throughout the school year.
- C. Chaperone preference will be given with respect to the frequency of participation in PTO sponsored activities.

- Each hour a PTO member participates in a PTO sponsored activity/committee, he/she will accrue 2 “chaperone” points. Points can be earned by any active family member or legal guardian PTO member. Volunteered time accounted as follows:

15 minutes = .50 Points
30 minutes = 1.00 Point
45 minutes = 1.50 Points
60 minutes = 2.00 Points

- Points are recorded for child. Not for member.

- PTO members with the highest number of points earned per grade will be selected first to chaperone PTO sponsored field trips.
 - If a PTO member with the highest number of points cannot make the trip, any eligible (all clearances on file by Feb. 1st), spouse or family PTO member will be offered the opportunity to chaperone before moving to the next highest PTO member on the list. We support FAMILY involvement in PTO.
 - Any PTO points earned after March 1st will be forwarded to the following school year. The reason for this practice is to give the PTO point recorder adequate time to calculate and formulate the end of the year reports. These reports are used for chaperone selection for the final field trips of the year. This deadline gives teachers and chaperones ample time to plan accordingly.
 - The teacher/principal reserves the right to make final decisions regarding the assignment or rejection of any PTO chaperone for school field trips.
 - The Executive board members, due to the requirements of the position and time involved, will be automatically eligible for their child's field trip, however they will count in addition to the requested number of chaperones required by the classes for the field trips, and will not take a spot from other eligible PTO members.
- D. District Policy 916 states any volunteer assisting in curricular, co-curricular, or non-curricular activities in the context of overnight or out-of-town field trips, or regularly scheduled short-term volunteer activities who may have direct supervision over students, shall comply with the mandatory criminal history background check requirements under Act 34 of 1985 and the mandatory official clearance statement requirements of Act 151 of 1994. The mandatory federal criminal history record requirements under Act 114 of 2006 will also be required of non-lifetime residents of Pennsylvania. All chaperones for PTO sponsored Dances and Field Trips must have the proper clearances on file with the school district prior to the Dances, or before February 1st of the school year to chaperone a field trip.

Article VII – Officers and their Election

- A. The offices of this organization shall consist of a president, a vice-president, a secretary and a treasurer.
- B. Officers shall be elected by the ballot annually in the month of May.
- C. Officers shall assume their official duties on or after June 30th of the current school year, and shall serve for a term of 1 year and until the election and qualification of their successors.
- D. A member shall not be eligible to serve more than 4 consecutive terms in the same office, unless the PTO is in danger of disbanding due to no nominations of the office(s).
- E. In order to be eligible for office or chairmanship in the PTO, members must be active with dues paid by 12/31 of the current school year. An active member is defined as one who attends PTO meetings and

participates in PTO sponsored activities throughout the school year.

- F. There shall be a nominating committee of three members, one of whom shall be the School Principal, and two of whom shall be elected by the organization at a regular meeting at least one month prior to the election. The person receiving the highest number of votes by the organization shall serve as chairperson.
- G. The nominating committee shall nominate at least one eligible member for each office to be filled and report its nominees at the regular meeting in May, at which time additional nominees may be made from the floor.
- H. Only those members, who have signified their consent to serve, if elected, shall be nominated for or elected to such office.
- I. A vacancy in any office shall be filled for the unexpired term by a member elected by a majority vote of the remaining members of the executive committee, notice of such an election having been given. In case a vacancy occurs in the office of president, the vice-president shall serve notice of the election.
- J. Officers shall receive no monetary compensation for carrying out their duties as officers.

Article VIII – Duties of Officers & Indemnification

The S.S. Palmer Parkside PTO, Inc. shall indemnify its Officers and volunteers to the fullest extent permitted by the law of the State of Pennsylvania.

- A. The president shall preside at all meetings of the organization and of the executive committee at which he or she may be present. He/she shall perform such other duties as outlined in these bylaws or assigned to him/her by the organization or by the executive committee, and shall coordinate the work of the officers and committees of the organization in order to promote the objectives.
- B. The vice-president shall act as an aide to the president and shall perform the duties of the president in the absence or disability of that officer.
- C. The secretary shall record the minutes of all meetings of the organization and the executive committee, and any other duties that may be delegated to him/her.
- D. The treasurer shall have custody of all the funds of the organization by keeping an accurate account of receipts and expenditures and by making disbursements in accordance with the approved budget, as authorized by the organization, the executive committee, or a special committee. The treasurer shall present a financial statement at every meeting of the organization and at other times when requested by the executive committee, and shall make a preliminary report at the annual meeting and a full report at the first meeting of the year. The treasurer shall be responsible for the maintenance of accounts and record books and if large sums of money are handled by the treasurer, it may be advisable to bond him/her as a protection both to himself/herself and to the organization.

The treasurer's accounts shall be examined bi-annually by an auditor or an auditing committee of not less than three members, who if satisfied that the treasurer's annual report is correct, shall sign a statement of that fact at the end of the report. The auditing committee shall be assigned by the executive committee at least two weeks before the annual meeting. An audit of the treasurer's

accounts is for the protection of the treasurer. It is the only means of assuring everyone that the accounts are accurate, and it relieves the treasurer of responsibility, except in the case of fraud.

All officers shall:

- E. Assist the treasurer in completing the 990 tax forms yearly, after the June 30th year end, and no later than November 15th of the tax year.
- F. Perform the duties assigned in the parliamentary authority in addition to those outlined in these bylaws and those assigned from time to time.
- G. Deliver to their successors all official material not later than June 30th of the school year or upon completion of the final PTO project, whichever is earlier.

Article IX – Executive Committee

- A. The executive committee shall consist of the officers of the association and the principal of the school, or a representative appointed by him/her. The chairman of the standing committees shall be selected by the officers of the association and the principal of the school or his/her representative. The members of the executive committee shall serve until the election and qualification of their successors.
- B. The duties of the executive committee shall be:
 - To transact necessary business in the intervals between association meetings and such other business as may be referred to it by the association;
 - To create standing committees;
 - To approve the plans of work of the standing committees;
 - To present a report at the regular meetings of the association;
 - To appoint an auditor or an auditing committee at least two weeks before the annual meeting to audit the treasurer's accounts every other year unless there would be a change in treasurers;
 - To prepare and submit a budget for approval by the association for the fiscal year;
 - To approve routine bills within the limits of the budget.
- C. Regular meetings of the executive committee shall be held monthly during the school year, the time to be decided by the committee at its first meeting of the year. A majority of the executive committee members shall constitute a quorum. Special meetings of the executive committee may be called by the president or by a majority of the members of the committee.

Article X – Meetings

- A. Regular meetings of the association shall be held on the second Monday of each month at 7:00 p.m. During the school year, unless otherwise determined by the association or by the executive committee.

Five days' notice shall be given prior to a date change.

- B. Special meetings may be called by the executive committee with a five day notice.
- C. The annual meeting shall be held in May.
- D. Twelve members shall constitute a quorum for the transaction of business in any meeting of this association.
- E. The fiscal year of the organization shall begin on July 1 and terminate on June 30.

Article XI – Standing and Special Committees

- A. The executive committee may create such standing committees as it deems necessary to promote the objectives and carry on the work of the organization.
- B. The chairperson of each standing committee shall present a plan of work and budget to the executive committee for approval two months prior to the event. No committee work shall be undertaken without the consent of the executive committee.
- C. The power to form special committees and appoint their members rests with the organization. Since a special committee is created and appointed for a specific purpose, it automatically ceases to exist when its work is done and its final report is received.
- D. The president shall be a member ex officio of all committees except the nominating committee.

Article XII – Amendments

- A. These bylaws may be amended at any regular meeting of the organization by a two-thirds (2/3) vote of the members present and voting, provided that notice of the proposed amendment be subject to approval of the S.S. Palmer Parkside PTO.
- B. A committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws only by a majority vote at a meeting of the organization, or by a majority vote of the executive committee. The requirements for adoption of a revised set of bylaws remain the same as in the case of an amendment.
- C. Submission of amendments or revised bylaws for approval by the S.S. Palmer Parkside PTO shall be in accordance with the bylaws or regulations of the S.S. Palmer Parkside PTO.

Article XIII – Conflict of Interest

To conform to the IRS federal tax-exemption status 501(c)3

A. Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to

nonprofit and charitable organizations.

B. Definitions

1. **Interested Person.** Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
 - b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article XIII, Section C-2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

C. Procedures

1. **Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
2. **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
3. **Procedures for Addressing the Conflict of Interest**
 - a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.
4. **Violations of the Conflicts of Interest Policy**

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

D. Records of Proceedings

1. The minutes of the governing board and all committees with board delegated powers shall contain:

The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

E. Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

1. Has received a copy of the conflicts of interest policy,
2. Has read and understands the policy,
3. Has agreed to comply with the policy, and
4. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

F. Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

1. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
2. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

G. Use of Outside Experts

When conducting the periodic reviews as provided for in Article XIII, Section G, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.