

Riley Elementary PTO Bylaws

I. Name.

The name of this organization shall be the "Riley Elementary PTO."

II. Our Mission.

- A. To assist and encourage parental/guardian involvement in the education of their child(ren).
- B. To work in conjunction with teachers, staff and administrator(s) to provide support in their delivery of a broad and comprehensive learning experience to all students.
- C. To seek and provide opportunities for parents, families and the community to interact with students, teachers, staff and administrators in ways designed to enhance the elementary experience of our children and promote a positive working environment for teachers and staff.
- D. To provide funding, not otherwise available through district budgeting, for programs, activities and materials consistent with the mission.

III. Eligibility.

The Officers and members must have at least one family member enrolled at Riley Elementary School.

IV. The Officers.

- A. President
- B. Vice President
- C. Secretary
- D. Treasurer
- G. Members-at-Large
- H. School Principal
- I. Teacher Representative

V. Elections/Appointments.

A. The following listed PTO Officers shall be elected at the last regularly scheduled PTO meeting in the Spring. All positions are for a one-year term and anyone may seek re-election.

- 1. President
- 2. Vice President
- 3. Secretary
- 4. Treasurer
- 5. Members-at-Large

B. To foster broad public support and opportunity, the election of Officers will be publicized at least one month prior to the last scheduled meeting for the school year. Officers will be elected by a simple majority either by an open vote or an anonymous ballot. All ballots will be read aloud by an appointed designee.

C. Newly elected Officers will assume the responsibility of their office starting at the first meeting of the new school year.

VI. Duties of Officers.

A. PTO Officers will conduct/oversee all business of this organization.

B. President

1. Prepare each PTO meeting agenda.
2. Conduct PTO meetings.
3. Oversee all business of the PTO.
4. Communicate as needed with the designee of the school.
5. Arrange/confirm facilities for meetings and events.
6. Thoroughly review the by-laws with all newly elected Officers who are to serve during the next school year. This task should be completed with a combined meeting of both the former and newly elected Officers prior to the end of the school year.

C. Vice President

1. Assume all responsibilities delegated by the President including but not limited to:
 - a. Overseeing Committee Chairs
 - b. Conducting meetings in the absence of the President
 - c. If needed compile and maintain volunteer list

D. Secretary

1. Take minutes of all general and Officer PTO meetings.
2. Present the minutes of the previous meeting.
3. Keep all official records of the PTO
 - a. Minutes of all meetings
 - b. Maintain by-laws to include all amendments
4. Present all newly elected Officers with a copy of the most recently revised edition of the bylaws.
5. Present minutes for publication to the school office following each meeting.
6. Receive and be responsible for keeping all written reports from Committee Chairs.

E. Treasurer

1. Prepare and present to PTO Officers an annual budget. Upon approval, present to the general assembly.
2. Present a financial report at each Officers' and general meeting.
3. Register his/her name, the President's name and the Vice President's name with the bank.
4. Deposit funds as applicable into the PTO accounts, must deposit checks within 2 weeks of the date.
5. Make disbursements in accordance with the adopted budget or as approved by Officers.
6. Reimburse approved expenses.
7. Keep records of all financial transactions of the PTO.

F. Member-at-Large

1. Participate in the business of the PTO.
2. Fill any vacant Officer position until vacancy is filled.

G. School Principal

1. Participate in the business of the PTO.
2. Work cooperatively with PTO Officers on event planning.
3. Serve as liaison between PTO and school personnel.

H. Teacher Representative

1. Participate in the business of the PTO.
2. Work cooperatively with PTO Officers on event planning.
3. Serve as liaison between PTO and school personnel.

VII. Vacancies

Any office vacated during the school year shall be filled by appointment by the President and approved by the PTO Officers.

VIII. Committees

A. The Officers will create standing committees as it deems necessary to promote and carry out the work. Each standing committee will have a standing chair position. This person will report back to the president and meetings with an update.

B. A budget for each committee shall be approved in the annual budget. The Officers must approve any committee expenses beyond those included in the budget.

C. Each committee Chair shall maintain written records of the event and at the conclusion of the event provide these records to the PTO Secretary, a summary template will be given to the standing chair position for that event.

IX. Amendments

A. The by-laws may be amended by a simple majority vote at a meeting of the PTO Officers.

B. Amendments may be proposed by any duly recognized PTO member.

X. Meetings

A. Officer meetings are attended only by PTO Officers.

B. General PTO meetings are open to all parents, grandparents, guardians, staff and students.

C. Any Officer has the right to call for a closed session either during the progress of a general PTO meeting or as an extra meeting on another date. The purpose of the closed session is to discuss any controversial issues with only Officers present, to help make a decision or take a stand on an issue.

D. PTO meeting dates and times will be set at the first meeting of the newly elected Officers in the Fall.

E. The quorum at an officer meeting will be half the number of officers plus one. The quorum at any other regular meeting will be 10 members of the organization.

F. Robert's Rules of Order shall govern all meetings.

XI- Conflict of Interest Policy

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 financial interest is not necessarily a conflict of interest. Under Section C2, 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. 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.

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 who are 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 whether 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.

D. Violations of the Conflict of Interest Policy.

1. 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.

2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

E. Records of Proceedings.

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

1. 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.

F. Compensation.

1. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

3. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

G. Annual Statements.

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

1. Has received a copy of the conflict of interest policy;

2. Has read and understood the policy;

3. Has agreed to comply with the policy; and

4. Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

H. Periodic Reviews.

To ensure that 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, are based on competent survey information, and are 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 an excess benefit transaction.

I. Use of Outside Experts.

When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.