

**PLEASANT HILLS MIDDLE SCHOOL  
PARENT – TEACHER ORGANIZATION, INC.  
BY-LAWS**

**Article I                    Name**

The name of this Corporation is Pleasant Hills Middle School Parent – Teacher Organization, Inc. (PHMS PTO). PHMS PTO is a 501(c)(3) charitable organization as established January 5, 2011.

**Article II                    Purpose**

The purpose or purposes for which the Corporation is organized are to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations set forth in this Article, to use and apply the whole or any part of the income from these funds and the principal of these funds exclusively to be charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its regulations as they may now exist or as they may be amended.

**Article III                    Officers**

The elected officers shall be President, Vice President, Secretary and Treasurer. These shall comprise the Executive Board.

~~The Board of Directors shall be comprised of the Executive Board along with the Committee Chairmen.~~

A person may serve only two consecutive years in any one office unless the position is unable to be filled.

Only members of the association shall be eligible to serve in elected or appointed positions.

**Article IV                    Election of Executive Board Officers**

The President shall appoint a nominating committee in February, which shall present a slate of officers at the ~~April~~ **March** meeting. Election of Executive Board Officers shall be at the last meeting of the year.

New Officers shall begin their duties as of ~~the last meeting of the year or June~~ **July 1<sup>st</sup>**. **All records from exiting officers shall be turned over on or before June 30<sup>th</sup>.**

With the exception of President, any vacancies, which occur in an office, may be filled with an appointment by the President. If a vacancy occurs with respect to the office of President, the Vice President shall assume the office of President for the remainder of the then current-term. The newly appointed President shall appoint a Vice President to serve the remainder of the then-current term.

## Article V                      Duties of Executive Board Officers

President: The President shall preside over the business meetings and shall be an ex-officio member of all committees with the exception of the nominating committee. The President shall coordinate the work of the other officers and committee chairmen.

Vice-President: Shall preside in the absence of the President. The Vice-President shall serve as program chairman and perform such other duties as may be requested by the President.

Secretary: Shall take minutes at all meetings and shall provide the President with a copy. The secretary shall keep a record of attendance at all meetings, send cards and letters on behalf of the organization, report on any correspondence at the meetings and send out meeting notices as requested by the President. **The secretary shall also compile all minutes, agendas, and any other pertinent information from each meeting for the permanent files (hard copy and digital).**

Treasurer: Shall maintain the organization's bank account, keep accurate records of all financial transactions and disburse funds as authorized by the Executive Board ~~and/or Board of Directors~~. The Treasurer shall collect the proceeds from any fundraisers, ~~and make bank deposits, -Financial reports shall be made~~ **and provide a financial report** at all **general meetings and current year tax returns shall be filed**. **The Treasurer shall also submit all required tax filings for the current fiscal year, renew the Liability Insurance policy, and prepare a year-end Budget-to-Actual analysis.**

## Article VI                      Meetings

There will be five (5) general membership meetings of the PHMS held during the school year. Those dates will be determined by the ~~Board of Directors~~ **Executive Board Officers** prior to the beginning of each school year. ~~Eight (8)~~ **Six (6) members (including the Executive Board Officers and/or Board of Directors of which two (2) shall be Executive Board Officers)** shall constitute a quorum at all general meetings. Except with respect to revising the By-Laws (see Article XI hereof), a vote of a majority of attendees at any general meeting shall be sufficient to approve any and all proposed actions.

~~Regular monthly meetings (formerly "Board of Directors" meetings) will be held throughout the school year with the exception of December. These meetings will be open to all PHMS PTO members as well as the Board of Directors. Meetings may be changed or cancelled by majority consent of the Board of Directors. Five (5) members of the Board of Directors shall constitute a quorum at monthly meetings. A vote of the majority of the BOARD OF DIRECTORS (ONLY) shall be sufficient to approve any and all proposed action.~~

Three (3) members shall constitute a quorum at all Executive Board **Officer** meetings. A vote of the majority of attendees at any Executive Board meeting shall be sufficient to approve any and all proposed action.

## **Article VII            Membership**

Membership shall be composed of parents, teachers, and other individuals interested in the welfare and education of the children enrolled in Pleasant Hills Middle School.

## **Article VIII            Finances and Records**

The fiscal year commences on ~~August 1~~ July 1<sup>st</sup> and closes on ~~July 31~~ June 30<sup>th</sup> of the following year.

The annual budget shall be approved by the ~~Board of Directors~~ General Membership at the initial ~~Board of Directors'~~ General Membership meeting each school year.

A minimum balance of \$1500 will remain in the Treasury to begin the new school year.

The authorized signatories for checks are the PHMS PTO president(s) and treasurer. Two signatures are required to write checks.

All expenditures shall be approved by a majority of PHMS PTO ~~Board of Directors~~ present at a regularly scheduled ~~Board of Directors'~~ meeting. The only exception shall be that if a need arises between regular meetings, an expenditure may be authorized by a majority vote of the ~~Executive Board members~~ Executive Board Officers.

## **Article IX            Dues**

Dues will be set annually by the ~~Board of Directors~~ Executive Board Officers. They will cover the period of ~~August 1~~ July 1<sup>st</sup> through ~~July 31~~ June 30<sup>th</sup> of the following year.

## **Article X            Committees**

Committee Chairmen ~~persons~~ shall be included in any meetings (at which the substance of his/her committee will be discussed) and shall submit to the President an updated job description and annual activities at the end of the school year.

## **Article XI            By-Laws**

The By-Laws shall be reviewed every two (2) years by the Executive Board Officers or a committee appointed by the Executive Board Officers. This committee shall propose revisions to the By-Laws to accommodate unforeseen action or activities or to craft the By-Laws to more accurately reflect the practices of the PHMS.

The proposed revisions to the By-Laws shall be distributed for review to the ~~Board of Directors and~~ general membership, no less than 30 days prior to the meeting at which a vote will be taken with respect to the By-Laws. This distribution of the proposed revisions may take place by paper copies at a regular monthly meeting, or by posting the revisions on the PHMS page of the School District web site. A majority vote of 2/3 by the general membership in attendance is required to approve any revisions to the By-Laws.

**Article XII                    Dissolution**

Upon the dissolution of this Corporation, 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 XIII                    Approval**

These By-Laws were approved at a general membership meeting on ~~September 25, 2013~~ **September 20, 2017** and were signed by the ~~2013-2014~~ **2017-2018** PHMS PTO Executive Board Officers.

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**Susan C. Rossi**, President

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**Jennifer Beach**, Vice President

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**Linda Zangrilli**, Treasurer

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**Lori Danen**, Secretary

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