

**BYLAWS OF THE SALEM GRADE SCHOOL
PARENT TEACHER ORGANIZATION (PTO)
(Version 2, Revised and Adopted September 2009)**

ARTICLE I: Mission and Objective

The name of this organization is the Salem Grade School Parent Teacher Community Organization (PTO). The Salem PTO (“Organization”) shall engage in any lawful activity, none of which is for profit, for which associations may be organized under Sec. 501(c)(3) of the Internal Revenue Code or its corresponding future provisions. The Salem PTO is a non-profit organization under the laws of Wisconsin. The Salem PTO’s mission is to establish a close relationship between home and school by advancing opportunity for all community members to become involved at Salem Grade School. The Salem PTO sponsors assistance to teachers in classroom settings, raises funds for supplemental educational materials and experiences, supports school and family social interaction, and provides a non-biased forum for sharing information on issues that impact the children. It is Salem PTO’s belief that the team effort of a parent teacher community organization offers the best possible learning environment for the children.

The objectives of the Salem PTO are:

- a. To be a volunteer support group to Salem Grade School.
- b. To promote fellowship along with communication between parents, teachers, and community members.
- c. To work with school, city, and county for the safety of the children.
- d. To promote and support the School, its ideas, programs, purposes, and philosophies which will provide the best education possible for all students.

ARTICLE II: Basic Policies

The following are basic policies of the Salem PTO:

- a. The Salem PTO shall be non-commercial, non-sectarian, and politically non-partisan.
- b. The name of the Salem PTO or the names of any member in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the purposes of the Salem PTO.
- c. The Salem PTO shall not directly or indirectly participate or intervene in any way, including the publishing or distributing of statements in any political campaign on behalf of, or in opposition to, any special election, referendum, or candidate for public office; or devote more than an unsubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.
- d. The Salem PTO shall work with the School to provide quality education for all children and youth, and shall seek to participate in the decision-making

- process establishing School policy, recognizing that the legal responsibility to make decisions has been delegated by the people to the Board of Education.
- e. As role models to all children, members shall conduct themselves in an appropriate manner while attending a PTO function (sponsored or otherwise). Failure to do so may result in the removal from PTO.
 - f. The Salem PTO may cooperate with other organizations and agencies concerned with child welfare, but persons representing the Salem PTO in such matters shall make no commitments that bind the Salem PTO.
 - g. No part of the net earnings of the Salem PTO shall insure to the benefit of or be distributed to its members, directors, officers, or other private persons, except that the Salem PTO shall be authorized and empowered to pay vendors for services rendered.

ARTICLE III: Membership

Membership in the Salem PTO is open to the general public, and shall not require any fee or prerequisites. Membership shall be made available to any parent, community or staff member who subscribes to the Purposes and Basic Policies of the Salem PTO, without regard to race, color, creed, or national origin, under such rules and regulations not in conflict with the provisions of these bylaws.

ARTICLE IV: Officers and Their Election

The function of the Board shall be to manage and direct the affairs of the Organization, fulfill the responsibilities approved and directed by the membership, and take such actions as may be required within the scope of these bylaws for the good of the Organization between regular membership meetings.

- a. The Officers of the Salem PTO shall consist of a President, Vice-President, Secretary, Treasurer, and Volunteer Director.
- b. Officers shall be elected by a majority ballot of all those present at the May meeting.
- c. Officers shall assume their official duties at the beginning of the fiscal year and shall serve as follows:
 - President, Vice President, Secretary, Volunteer Director and Treasurer shall serve for two years
 - Elections shall be staggered to prevent a full Board replacement: President 2010, Treasurer 2011, Secretary 2010, Vice President 2011, and Volunteer Director 2010
- d. A person shall not be eligible to serve more than two (2) consecutive terms in the same office.
- e. After one (1) year from the end of their term, a Board member shall be eligible for re-election to the Board. There shall be such committees appointed, as deemed necessary by the Board or the general membership, to properly execute all of the Organization's programs.
- f. Board members can be terminated from their position by a majority vote plus

- one by the Board. In the event of termination or resignation, the remainder of the Board shall vote in a successor to the vacant position.
- g. Existing Board members may resign their position in an attempt to run for a different position. In those cases, the eligibility clause shall not apply. In the event that a Board member resigns and is not re-elected to a new position, they shall not assume their previous position.

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the Board.

ARTICLE V: Duties of Officers

The President shall:

- a. Generate meeting agendas and preside at all meetings of the Salem PTO.
- b. Perform other duties as prescribed by these bylaws or assigned by the Executive Board.
- c. Be a member ex-officio of all committees.
- d. Coordinate the work of the Officers and committees of the Salem PTO.
- e. Appoint standing committees and task groups as deemed necessary.
- f. Be accountable at all times to the Salem PTO.
- g. Be one of the authorized signatures on checks and/or vouchers.
- h. Plan, present for discussion and oversee the yearly program of activities.
- i. Attend the Annual Board of Education Meeting in October.

The Vice President shall:

- a. Act as an aide to the President.
- b. Perform the duties of the President in the absence or inability of that Officer to serve.
- c. Represent the President as requested.
- d. Oversee the Chairpersons of standing committees as designated by the President.
- e. Perform other duties as assigned.
- f. Be one of the authorized signatures on checks and/or vouchers.

The Secretary shall:

- a. Record the minutes of all meetings.
- b. Be responsible for all correspondence at the direction of the President.
- c. Have a copy of the bylaws on hand at all meetings of the Salem PTO.
- d. Maintain a current membership list.
- e. Perform such other duties as may be assigned.
- f. Be responsible for making minutes and ByLaws available on the PTO website at least 1 week post meeting.
- g. Maintain a list of standing rules, as referenced in Article XIII, and have them

- available at every meeting.
- h. Be responsible for monthly newsletter to be placed on the website.
- i. Maintain control of the PTO letterhead.

The Treasurer shall:

- a. Be responsible for all funds belonging to the Salem PTO, keeping accurate account of receipts and expenditures.
- b. Prepare an annual budget to be submitted to the Salem PTO for approval at a regular meeting.
- c. Be one of the required signatures on checks and/or vouchers.
- d. Submit the books annually or upon change of Treasurer for review or audit, shall sign a statement attesting to the accuracy of the Treasurer's books.
- e. Prepare and file such forms as required by Salem Grade School.
- f. Prepare and file such forms as required by the Corporation, to include Insurance and Non-Profit status requirements, such as the Annual Report to the State of Wisconsin (Due July 1st of each year).
- g. Communicate the status of fund requests to the requestor.

The Volunteer Director shall:

- a. Oversees the Room Parent and Apple Core Programs.
- b. Work directly with teachers and staff on in-classroom volunteer needs.
- c. Be responsible for executing Background Investigation on all Apple Core volunteers and Board members.
- d. Assist in and call on volunteers as needed.

All Officers shall:

- a. Perform the duties outlined in these bylaws and those assigned from time-to-time.
- b. Attend all meetings of the Salem PTO.
- c. Upon the expiration of the term of office or in the event of resignation, each Officer shall turn over to the President, without delay, all records, books, and other materials pertaining to the office, and shall return to the Treasurer, without delay, all funds pertaining to the office.

ARTICLE VI: Meetings

Meetings of the Salem PTO shall be held monthly, or more frequently when there is any pertinent business. Special meetings may be called by the President or a majority of the Board. A minimum of forty-eight (48) hours notice shall be given to all members. A majority of Board members present shall constitute a quorum for the transaction of business at any meeting. Only Board members present will be entitled to vote.

ARTICLE VII: Fiscal Year

The fiscal year of the Salem PTO shall begin July 1st and end June 30th.

ARTICLE VIII: Standing Rules

The Salem PTO may adopt standing rules to supplement the Salem PTO bylaws. Standing rules, unlike bylaws, shall interpret and add necessary details as long as rules and bylaws are not in conflict. Standing rules may be changed at any time without prior notice and only require a majority vote of Board members.

ARTICLE IX: Requisition of Funds

Any group or individual within the School shall be entitled to submit a request for funds for a specified purpose benefiting the Salem Grade School. All requisitions for funds submitted shall be presented in writing on such forms as may be established from time to time by the Organization.

A motion for funds shall be placed on the agenda at the Board meeting at which the requisition is first presented. The requisition shall then be discussed and acted upon by the Board, (or placed on the agenda for the next scheduled meeting, at which time further questions of the Board and membership will ensue) which may vote to approve, deny or approve with modifications.

Factors to be considered by the Organization in regard to any requisition of funds include, but shall not be limited to:

- a. The Organization's yearly budget and current financial condition.
- b. Participation by the particular group or individual in the fundraising and other activities of the Organization.
- c. The amount of any funds contributed by the particular activity toward the total cost of the requested item(s).
- d. The amount and frequency of previous requisitions from the particular group or individual.
- e. The compatibility of the requested item(s) with the mission, bylaws and policies of the Organization.

Upon approval, the Board may request that the group or individual provide a status report to the Organization on a regular basis with respect to the completion of the purchase, delivery and installation of any approved item(s), until the Organization is satisfied that the terms of the requisition have been fulfilled. The Organization may vote to rescind its approval if the requesting activity has not completed the purchase of the approved item(s) in a timely manner or otherwise complied with the spirit, intent or terms of the approval.

It shall be the general policy of the Organization that any funds approved for distribution to a particular activity shall be for the primary purpose of acquiring services, equipment,

and/or supplies to benefit the Salem Grade School. An exception to this general policy may be granted upon the showing of good cause or exceptional circumstances.

ARTICLE X: Monies and Records

All monies of the Organization shall be placed under the name of the Organization in a general operating fund maintained in a local financial institution as designated by the Board. Any disbursements from such account shall be made by a check. All checks shall require dual signatures (two members of Board).

ARTICLE XI: Dissolution

Upon the dissolution of the Organization and after all outstanding debts and claims have been satisfied, the Members shall distribute the property of the Organization to such other organization or organizations maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under section 501(c)(3) of the IRS, or the corresponding section of any future federal tax code.

ARTICLE XII: Conflicts of Interest

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 Board.

Determination 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 while the determination of a conflict of interest is discussed and voted upon by the Board.

Procedures for Addressing the Conflict of Interest: An interested person may make a presentation to the Board, 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. The President of the Board shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. After exercising due diligence, the Board 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. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by a majority vote 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.

Violations of the Conflicts of Interest Policy: If the Board 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.

ARTICLE XIII: Amendments

These bylaws may be amended by a majority vote of the Board at any general meeting, provided that notice of proposed amendment shall have been given at least thirty (30) days prior to the meeting at which the amendment is voted upon.. Any proposed amendment shall first be placed on the agenda for consideration and debated at the meeting immediately, or one meeting later. Specifically, depending on the size and scope of the PTO at any given time, the following additional provisions will be reviewed and discussed on an annual basis:

- a. General membership fee and/or voting rights.
- b. Conducting meetings in accordance with *Robert's Rules* to the extent that they are not in conflict with any provision of these bylaws
- c. Expansion/Consolidation of Responsibilities to include Committees such as a Foundation, Grant Writing, Executive Committee, Membership Committee, Nominating Committee, Finance Committee, Auditing Committee, and any other deemed required Standing and Special Committees.