

**Article I:  
Name**

The name of this organization is the Midvale Elementary School Parent Teacher Organization, Tucker, GA (hereinafter "Midvale PTO").

**#Article II:  
Purposes**

**Section 1.** The purposes of the PTO are:

- a. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth
- b. To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental and social education

**Section 2.** The purposes of the PTO are promoted through an advocacy and educational program directed toward parents, teachers and the general public; developed through conferences, committees, projects and programs; and are governed and qualified by the basic policies set forth in Article III.

**Section 3.** The organization is organized exclusively for the charitable, scientific, literary, or educational purpose within the meaning of Section 501(C)3 of the Internal Revenue Code or corresponding section of any future tax code (hereinafter "Internal Revenue Code").

**#Article III: Basic Policies**

The following are basic policies of Midvale PTO:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan;
- b. The organization shall work with the school and community 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 boards of education, state education authorities, and local education authorities;
- c. The organization shall work to promote the health and welfare of children and youth and shall seek to promote collaboration between parents, schools, and the community at large;
- d. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, officers, or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof;
- e. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code;

f. Upon the dissolution of the organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

g. The organization or members in their official capacities shall not, directly or indirectly, participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

#### **Article IV: Membership and Dues**

Membership shall automatically be granted to all parents, guardians, and staff of Midvale Elementary School students.

**Section 1.** Every individual who is a member of the Midvale PTO is entitled to all the benefits of such membership.

**Section 2.** Membership shall be open, without discrimination, to anyone who believes in and supports the Mission and Purposes of the Midvale PTO.

**Section 3.** Each member of the Midvale PTO shall pay annual dues as may be determined by the Midvale PTO Executive Committee.

#### **Article V: Officers and their Election**

**Section 1.** The officers ("Executive Committee") of the Midvale PTO shall consist of:

- One (1) president and one (1) co-presidents.  
The co-president shall serve in a supportive and training capacity in preparation to serve as the president the following year
- Up to 4 vice-presidents or individual co-vice presidents that support:
  - Ways and Means
  - Student Welfare
- One (1) recording secretary
- One(1) Communications Officer;
- One (1) Treasurer;
- 

**Section 2.** Each individual officer and individual co-officers shall have a vote, with the exception of the presiding officer for any given meeting. (When co-presidents are present, the one not presiding shall have a vote.) The presiding officer should not vote except in the case of a tie. The presiding officer would then cast the deciding vote. The Member at Large is a non-voting member (except for ballot votes -- see Article VI, Section 1).

**Section 3.** Officers shall be elected by the general membership by May.

**Section 4.** The vote shall be conducted by ballot. When there is but one candidate for an office, the ballot for that office may be dispensed with and election held by voice vote. A majority vote shall be required for election.

**Section 5.** The following provisions shall govern the qualifications and eligibility of individuals to be officers of the Midvale PTO:

- a. Each officer shall be a member of the Midvale PTO and in good standing
- b. No officer may be eligible to serve more than two consecutive terms in the same office.
- c. A person who has served in an office for more than one half of a full term shall be deemed to have served a full term.

**Section 6.** Officers shall assume their official duties following the close of the treasurer's books June 30 and serve for a term of one (1) year or until their successor is elected.

**Section 7.** If any officer is unable to serve the full term for that office, the position shall be filled for the unexpired term by a person elected by a majority vote of the Board of Directors, notice of such election having been given to the Board of Directors. In case a vacancy occurs in the office of president, the vice president shall serve the notice of election.

**Section 8.** There shall be a nominating committee composed of five (5) members and one (1) alternate who shall be elected by the Midvale PTO at a regular general membership meeting at least one month prior to the election of officers, as outlined in Article V, Section 3.

- a. All members of the nominating committee shall be a member of the Midvale PTO and in good standing.
- b. The committee shall elect its own chair.
- c. The nominating committee shall nominate any eligible person for each office to be filled and report its nominees at the election of officers, as outlined in Article V, Section 3, at which time additional nominations may be made from the floor.
- d. Only those individuals who are current members of the Midvale PTO and who have signified their consent to serve if elected shall be nominated for, or elected to, such office.
- e. The President or Co-President is not eligible for election to the nominating committee.
- f. The Principal is eligible to serve if elected.

**Section 9.** The slate of proposed officers shall be posted in the school office at least ten calendar days prior to the election meeting.

**Section 10.** All officers must sign a Code of Ethics by September 15th of each year. If changes are made to the Code of Ethics, officers must sign the updated version. Signed Code of Ethics should be kept on file by the Recording Secretary. Any officer who violates the Code of Ethics may be removed by decision of the Executive Committee.

## **Article VI: Duties of Officers**

**Section 1.** The President/Co-President shall:

- a. Shall meet with the Principal for approval of upcoming activities or plans;
- b. Preside at all meetings of the Midvale PTO;
- c. Serve as an ex officio member of all committees except the nominating committee;
- d. Coordinate the work of the officers and committees of the Midvale PTO in order that the purposes may be promoted;
- e. Appoint special committees, except the nominating committee;
- f. Be a signatory on all financial accounts of the Midvale PTO;
- g. Sign and execute all contracts, agreements, or other obligations in the name of Midvale PTO as authorized by the Board of Directors;
- h. Attend all PTO and school functions as a representative of the PTO, and when scheduling does not permit, shall find an alternate member of the Executive Committee to attend; and
- i. Perform such other duties as may be provided for by these bylaws, prescribed parliamentary authority, or directed by the Board of Directors or Executive Committee.

**Section 2.** The Vice President/Co-Vice President shall:

- a. Take leadership in planning and coordinating major events and activities that promote fundraising and engagement of all students, staff, and families;
- b. Perform the duties of the president in the president's absence or inability to serve; and
- c. Perform such other duties as may be provided for by these bylaws, prescribed parliamentary authority, or directed by the Board of Directors or Executive Committee.

**Section 3.** The Recording Secretary shall:

- a. Record the minutes of each general, Executive Committee and Board of Directors meeting of the Midvale PTO;
- b. Read or distribute printed copies of the minutes of the previous meeting for approval;
- c. Maintain an accurate membership list;
- d. Have a current copy of the bylaws;
- e. Maintain current signed Code of Ethics forms for each officer;
- f. Have minutes from previous meetings for reference at each meeting;
- g. Determine the presence of a quorum prior to any business being conducted. Quorum being a majority of members of the Executive Committee or Board of Directors, or for general membership meetings, see Article XII, section 6;
- h. Call the meeting to order in the absence of the president or vice-president, unless the bylaws specify otherwise, and preside until a temporary chair is elected;
- i. Register his or her signature at the bank as an emergency signatory if only one president is elected;
- j. Perform such other duties as may be provided for by these bylaws, prescribed parliamentary authority, or directed by the Board of Directors or Executive Committee.

**Section 4.** The Communications Officer shall:

- a. Maintain and keep current the contact information for all members of the PTO;
- b. Compose and distribute the Midvale Letter (electronic newsletter) to members on a monthly basis during the school year, or on another schedule as agreed upon by the Executive Committee;
- c. Manage and maintain social media, such as Facebook
- d. Work with the Principal and President/Co-President regarding other communication needs of the school;
- e. Perform such other duties as may be provided for by these bylaws, prescribed parliamentary authority, or directed by the Board of Directors or Executive Committee.

**Section 5. The Treasurer shall:**

- a. Have custody of the funds of the Midvale PTO;
- b. Maintain a full account of the funds of the Midvale PTO;
- c. Make disbursements as authorized by the President or Board of Directors of the Midvale PTO in accordance with the budget adopted by the Midvale PTO;
- d. Ensure that all checks or vouchers issued are signed by two authorized signatories on the PTO checking account. Individuals authorized to sign checks shall not be related to each other by marriage or any other relationship;
- e. Never sign a blank check;
- f. Pay all bills by check—never by cash;
- g. Never deposit funds of the Midvale PTO into a personal account or a school account;
- h. Maintain a full and accurate account of the receipts and disbursements in the books belonging to the Midvale PTO;
- i. Be prepared to answer all questions promptly and to have records available at all meetings;
- j. Provide a written financial statement at each meeting of the general membership, Board of Directors, and Executive Committee;
- k. Present an annual report of the financial condition of the organization;
- l. Have the accounts examined annually at the end of the school year or upon the change of treasurer by an auditor or auditing committee of not fewer than three members;
- m. Not sign checks for the Midvale PTO after the books are closed for audit;
- n. Report the findings of the audit to the Midvale PTO no later than the first meeting of the new school year;
- o. Reconcile the bank statements monthly and have the statements reviewed, signed and dated by a PTO member;
- p. Maintain sole custody of funds when moving money between the school and the bank for deposit unless other arrangements have been agreed upon by the Executive Committee;
- q. Deposit checks and write and distribute reimbursement checks in a timely manner;
- r. Perform such other duties as may be provided for by these bylaws, prescribed parliamentary authority, or directed by the Board of Directors or Executive Committee.

**#Article VII: The PTO Audit**

**Section 1.** The PTO audit is a financial review that involves following financial transactions through records to be sure that receipts have been properly accounted for and expenditures made as authorized by the minutes and in conformity with the Midvale PTO bylaws.

**Section 2.** The purpose of an audit:

- a. To certify the accuracy of the books and records of the treasurer, and
- b. To assure the membership that the Midvale PTO resources/funds are being managed in accordance with the Midvale PTO financial policies and procedures.

**Section 3.** An annual audit shall take place at the end of the school year. An additional audit shall also be performed upon vacancy of the treasurer's position before the new officer assumes his or her duties, or upon the request of a member of the Midvale PTO.

**Section 4.** An auditor or auditing committee of no fewer than three (3) members shall be selected by the Board of Directors no later than two weeks prior to the end of the school year. An auditor or auditing committee member shall not be related to any signees on the checking account by marriage or any other relationship.

**Section 5.** The annual audit report shall be given to the Midvale PTO no later than the first general membership meeting of the new school year.

**Section 6.** The annual audit report must be signed, dated and included in the minutes of the Secretary.

**Section 7.** The outgoing officers cannot sign checks for the Midvale PTO after the books are closed for audit.

**Section 8.** During the audit process it is recommended that expenditures within an adopted budget be limited to those of an emergency in nature.

### **#Article VIII: Removal From Office**

**Section 1.** Request for removal:

- a. Any member of the Midvale PTO can request that an elected officer be removed from office. A written request for the removal of any officer must be sent to all members of the Midvale PTO Executive Committee, and shall state the reasons for removal.
- b. Within seven (7) calendar days of receiving the written request for removal from office, the Midvale PTO shall meet to determine by 2/3 vote whether or not to hold a hearing based solely upon the information presented in the written request.
- c. The Executive Committee shall communicate its decision in writing within three (3) calendar days to the member who submitted the request and to the Board of Directors. A copy of the original request for removal shall be attached to the board copy.

**Section 2.** Hearing:

- a. Prior to a vote for removal from office, the elected officer is entitled to a hearing before the Board of Directors.

- b. A hearing for the removal of an officer shall be held within seven (7) calendar days of the decision to hold a hearing.
- c. The elected officer must be notified by registered mail at least three (3) calendar days prior to the hearing. If the elected official fails to appear, that individual's rights for a hearing are forfeited.
- d. The hearing is to be conducted by the Executive Committee.
- e. Based upon information presented in the hearing, the board may, by 2/3 vote, recommend removal from office.
- f. The hearing may be conducted via conference calls or other designated technology with the approval of the PTO President or Co-Presidents.

**Section 3.** Action: After the hearing of the Board of Directors, any recommendation for removal from office must be submitted to the membership for action at the next general meeting. An officer may be removed by 2/3 vote of the membership present and voting, a quorum having been established. In order to expedite the business of the PTO, the Executive Board, Committee, and PTO may conduct meetings and business via conference calls or other designated technology that allows participants with simultaneous communication and speakers must identify themselves, with the approval of the PTO President or Co-Presidents, with at least 3 calendar days notice given.

### **Article IX: Board of Directors**

**Section 1.** The affairs of the Midvale PTO shall be managed by the Board of Directors in the intervals between the Midvale PTO general membership meetings.

**Section 2.** Each board member shall be a member of the Midvale PTO.

**Section 3.** The members of the board shall be:

- a. Elected officers
- b. Chairpersons of standing committees
- c. The principal of the school or a representative appointed by the principal;  
and
- d. Non-Voting Member at Large, to be appointed by the President and Co-President.

**Section 4.** Duties of the Board of Directors shall be:

- a. Transact such business as may be referred to it by the membership of the association;
- b. Create or dissolve special committees;
- c. Present a report at the regular general membership meetings of the Midvale PTO;
- d. Select an auditor or an auditing committee to audit the treasurer's accounts;
- e. Prepare and submit an annual budget to the Midvale PTO general membership for adoption;

- f. Approve payment of routine bills within the limits of the approved budget;
- g. Fill all vacancies in office; and h. Conduct hearings for removal from office.

**Section 5.** If any standing committee chairperson shall at any time cease to meet the qualifications or fulfill the duties of the position, that person may be removed from the board by a 2/3 vote of the Board of Directors.

**Section 6.** Regular meetings of the board shall be held with the date and time to be fixed by the board at its first meeting of the year. Three (3) calendar days' notice shall be given of a cancellation or change of date or time unless emergency conditions prevent such notice being given. Physical attendance is preferred to vote. In order to expedite the business of the PTO, the Executive Board, Committee, and PTO may conduct meetings and business via conference calls or other designated technology that allows participants with simultaneous communication and speakers must identify themselves, with the approval of the PTO President or Co-Presidents, with at least 3 calendar days notice given.

**Section 7.** Special meetings of the board may be called by any executive committee member three (3) calendar days written notice to each member of the board.

**Section 8.** At all meetings of the board, a majority of the members of the board shall constitute a quorum for the transaction of business.

**Section 9.** Upon the expiration of the term of office or when individuals cease to hold the position that entitles them to be a member of the board, they shall automatically cease to be a member of the board and shall be relieved of all duties and responsibilities incident to such membership. All records, funds, books and other materials pertaining to the position shall be relinquished to the president within fourteen (14) calendar days.

### **Article X: Executive Committee**

**Section 1.** There shall be an Executive Committee of the Midvale PTO, the members of which shall be:

- a. All elected officers;
- b. The principal or representative appointed by the principal;  
and
- c. The vice principal and other representatives from the school, as directed by the Principal.
- c. Appointed Member at large.

**Section 2.** Regular meetings of the Executive Committee shall be held with the date and time to be fixed at its first meeting of the year. Three (3) calendar days notice shall be given of a cancellation or change of date or time unless emergency conditions prevent such notice being given.

**Section 3.** Special meetings of the Executive Committee may be called by the president or upon written request of a majority of the Executive Committee members with three (3) calendar days' notice to each member of the Executive Committee.

**Section 4.** A majority of the Executive Committee shall constitute a quorum for the transaction of business.

**Section 5.** Duties of the Executive Committee shall be to:



- a. Transact business referred to it by the Board of Directors;
- b. Determine standing committees necessary to promote the purposes of the Midvale PTO;
- c. Appoint standing committee chairpersons and members;
- d. Receive plans of work from committee chairpersons and approve them before their use is authorized;
- e. Act in emergencies between meetings of the board; and
- f. Make a report at each board meeting.

**Section 6.** The Executive Committee shall take no action in conflict with any action taken by the general membership or the Board of Directors.

### **Article XI: Standing and Special Committees**

**Section 1.** Only members of the Midvale PTO shall be eligible to serve in any elected or appointed positions.

**Section 2.** The Board of Directors may create or dissolve such special committees as it may deem necessary to promote the purposes of the Midvale PTO and carry on the work of the Midvale PTO.

**Section 3.** The term of office of a committee chairperson shall be one (1) year or until the selection of a successor.

**Section 4.** The chair of each committee shall present a plan of work to the Executive Committee for approval. No committee work shall be undertaken without the approval of the Executive Committee.

### **Article XII: General Membership Meetings**

**Section 1.** At least three (3) regular meetings of the Midvale PTO shall be held during the school year. Dates and times of meetings shall be determined by the Executive Committee. Three (3) calendar days notice shall be given of a meeting notice, cancellation or change of date or time unless emergency conditions prevent such notice from being given. In order to expedite the business of the PTO, the Executive Board, Committee, and PTO may conduct meetings and business via conference calls or other designated technology that allows participants with simultaneous communication and speakers must identify themselves, with the approval of the PTO President or Co-Presidents, with at least 3 calendar days notice given.

**Section 2.** Special meetings of the Midvale PTO may be called by the president or a majority of the Board of Directors, three (3) calendar days notice having been given.

**Section 3.** The election meeting shall be held by **May**. (Must be the same month as in Article V: Officers and Their Election)

**Section 4.** The last regular meeting of the Midvale PTO shall be known as the annual meeting.

**Section 5.** The privilege of making motions, debating and voting shall be limited to members of the Midvale PTO.

**Section 6.** 15 members shall constitute a quorum for the transaction of business in any meeting of the Midvale PTO.

**Article XIII: Fiscal Year and IRS Form(s)**

**Section 1.** The fiscal year of the Midvale PTO shall begin on July 1 and end on the following June 30.

**Section 2.** The fiscal year is:

- a. A twelve month period used for filing the appropriate 990; and
- b. Registered with the IRS when the first 990 is filed.

**Section 3.** All non-profit 501(c)(3) corporations are required to file a 990N, 990 or 990EZ regardless of gross receipts. The appropriate 990 is due the 15<sup>th</sup> day of the 5<sup>th</sup> month after the close of the fiscal year. (Failure to file a 990 for three (3) consecutive years will result in the loss of tax exempt status.)

**#Article XIV: Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Midvale PTO and in all cases in which they are applicable and in which they are not in conflict with these bylaws or the Articles of Incorporation.


**Article XV: Amendments**

These bylaws may be amended at any regular general membership meeting of the Midvale PTO with the following provisions:

- a. Articles and sections of these bylaws identified by a number symbol (#) may not be amended or revised;
- b. Notification of the proposed amendment(s) has been provided to the membership fourteen (14) calendar days prior to voting; and
- c. A two-thirds (2/3) vote is required, a quorum being present.

# Midvale School Parent Teacher Organization Bylaws Adopted

1-24-2024



President Signature/Date