

RIVER OAKS ELEMENTARY PTO BY-LAWS

ARTICLE I. NAME

Section 1. The name of this organization shall be The River Oaks Elementary School Parent-Teacher Organization, hereinafter referred to as the “Organization” or the “PTO.”

ARTICLE II. THE PURPOSE

Section 1. To foster better understanding of the learning process through communication between parents and/or guardians and faculty/professional staff.

Section 2. To help meet the needs of the students through cooperation between family and school.

Section 3. To support the school through volunteer and financial assistance.

Section 4. To promote gifted and talented education.

Section 5. To operate exclusively for charitable, educational, scientific and literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as provided in the Articles of Incorporation of the PTO.

ARTICLE III. MEMBERSHIP

The members of the Organization shall consist of the parents and/or guardians of the students of River Oaks Elementary School and the members of the faculty and professional staff. Said members shall hereinafter be referred to as “Members.”

ARTICLE IV. OFFICERS AND DIRECTORS

Section 1. The officers of the Organization shall be a President, a Past-President, a Vice-President, Vice-President - Internal Relations, a Vice-President - Public Relations, a Vice-President - Development, a Vice-President - Finance (Treasurer) and a Secretary (collectively, the “Executive Board”). These officers shall perform the duties prescribed by the By-laws.

Section 2. A vacancy occurring in office for a position of Director or any officer other than the President shall be filled for the unexpired term by a person elected by ballot by a two-thirds (2/3) majority vote of the Board of Directors (sometimes referred to as the “Board”). A vacancy for the office of President shall be filled by the Vice-President. A vacancy for Teacher Representative shall be filled by faculty and staff. If there is but one nominee for any office, election for that office shall be by voice vote.

Section 3. In the event that a Director is absent from two (2) or more properly called Meetings of the Board, which are not thereafter excused by the Board, that position shall be declared vacant and filled as provided herein for the remainder of the term.

ARTICLE V. DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings of the Organization, the Executive Board and the Board of Directors. The President shall be an ex-officio member of all committees except the Election Committee. In the absence of the Vice-President - Finance (Treasurer), the President shall be empowered to issue checks for the Organization. The President shall perform other duties prescribed by the By-laws, the Board of Directors, and by parliamentary authority adopted by the Organization.

Section 2. The Past-President shall act for the President or Vice-President in their absence. The Past-President shall perform other duties as may be assigned by the President and prescribed by these By-laws, the Board of Directors, and by parliamentary authority adopted by the Organization.

Section 3. The Vice-Presidents shall act for the President in the President’s absence. The Vice-Presidents shall perform other duties as may be assigned by the President and prescribed by these By-laws, the Board of Directors, and by parliamentary authority adopted by the Organization.

Section 4. The Secretary shall record the minutes of all General Meetings, Special Meetings, Executive Board meetings, and meetings of the Board of Directors. Minutes shall be prepared by the Secretary and made available for distribution to the Members. The Secretary shall be custodian of these minutes. The Secretary shall perform other duties prescribed by these By-laws, the Board of Directors, and by parliamentary authority adopted by the Organization.

Section 5. The Vice-President - Finance (Treasurer) shall: a) receive all moneys and pay all bills of the Organization, b) keep an accurate record of all receipts and expenditures, and c) render a report at each General Meeting of the Organization, and meetings of the Board of Directors. The Vice-President - Finance (Treasurer) shall serve as Chair of the Budget and Finance Committee. The Vice-President – Finance (Treasurer) shall perform other duties prescribed by these By-laws, the Board of Directors, and by parliamentary authority adopted by the Organization.

ARTICLE VI. BOARD OF DIRECTORS

Section 1. The organization shall function under the general guidance and direction of a Board of Directors consisting of a maximum of thirty-five (35) Members (each a “Director”) selected in the following manner:

The President	Elected by the Members
The Past-President	Appointed by the President, with elected Board approval
The Vice-President	Elected by the Members
The Vice-President - Internal Relations	Elected by the Members
The Vice-President - Public Relations	Elected by the Members
The Vice-President – Finance (Treasurer)	Elected by the Members
The Vice-President - Development	Elected by the Members
The Secretary	Elected by the Members
The Kindergarten Representative (2)	A Kindergarten Level Parent/Guardian Elected by the Members except as provided in Section 3 below
The First Grade Representative (2)	A First Grade Level Parent/Guardian Elected by the Members
The Second Grade Representative (2)	Second Grade Level Parent/Guardian Elected by the Members
The Third Grade Representative (2)	A Third Grade Level Parent/Guardian Elected by the Members
The Fourth Grade Representative(2)	A Fourth Grade Level Parent/Guardian Elected by the Members
The Fifth Grade Representative (2)	A Fifth Grade Level Parent/Guardian Elected by the Members
The Specialists Representative	Elected by the Members
The Ways & Means Director	Appointed by the President, with elected Board approval
The Volunteer Coordinator Director (up to 2)	Appointed by the President, with elected Board approval
The Teacher Appreciation Director (up to 2)	Appointed by the President, with elected Board approval
The School Life Director	Appointed by the President, with elected Board approval
The Budget & Finance Director	Appointed by the President, with elected Board approval
Teacher Representative	Elected by Faculty
Teacher Representative	Elected by Faculty
The Principal	Ex-Officio Member
The Vanguard Coordinator	Ex-Officio Member

Section 2. The Officers and Directors shall be elected through a written ballot distributed to the Members. If there is but one nominee for any office, election for that office shall be by voice vote either at the Spring General Meeting, or at the April Board of Directors Meeting. Grade Level Representative shall be elected based upon their fall grade level designations for the following school year.

Section 3. The Kindergarten Grade Level Representatives will be solicited by the Kindergarten Class at the beginning of each fall school year. If there are more than two nominees submitted, these positions shall be elected by written ballot to the Members of that grade level within sixty (60) days of commencement of the Fall school year. If only two nominations are submitted to the President, the President will present those nominees to the Board for approval without the necessity of a vote of the Members of that grade level.

Section 4. Election of the Teacher Representatives shall occur prior to the commencement of the Fall school year.

Section 5. Responsibilities of the Board shall include but not be limited to the following:

- a) Approval of the general annual program of activities and initiatives.
- b) Approval of an annual budget including revenue and expenses.
- c) Approval of proposals from Members for expenditures.
- d) Approval of chairs of Committees selected by the President, except as specifically provided in Article VII, Section 1 below.

Section 6. Any Officer or Director may be removed by a 2/3 majority vote of a quorum of the Board of Directors whenever, in its judgment, the best interests of the Organization are served by the removal.

Section 7. Officers and Directors shall serve for a term of one (1) year from May 1 to April 30 of the following year and shall remain in office until their successors are duly installed. The Officers and Directors shall not be eligible to hold the same office for more than two (2) consecutive terms. Officers and Directors may hold only one (1) elected position at any one time unless otherwise approved by the Board. No Director shall have more than one vote regardless of the number of Board positions held by that Member. If a Board position is held by more than one person, the persons sharing the role must come to an agreement and cast one vote on a matter. If they cannot come to an agreement, then they must abstain from the vote on that matter.

Section 8. A simple majority of the Directors shall constitute a quorum of the Board.

ARTICLE VII. COMMITTEES

Section 1. There shall be the following Committees chaired by Directors appointed by the President, subject to the approval of the Board as set forth in Article VI, Section 5 (except where the Chair is specifically identified below), and consisting of Directors appointed by the President except as set forth below:

- a) The Ways and Means Committee: shall be responsible for internal and school fundraising activities, including and not limited to: Affinity Programs, Book Fair, Carnival, Family Fun Run, and Picture Day. This Committee shall be chaired by the Ways & Means Director.
- b) The School Life Committee: shall be responsible for enhancing and coordinating school functions, activities and non-fundraising events including and not limited to: Field Day, Library Liaison, Health and Well-being, Committee, Odyssey of the Mind, ROE Spirit Store, School Supplies, and Tutorial Workshops. This Committee shall be chaired by School Life Director.
- c) The Budget and Finance Committee: shall be responsible for estimating revenue and evaluating expenditure proposals from Members, and shall recommend a budget to the Board of Directors based upon the Board-approved annual program of activities and initiatives. This Committee shall be chaired by the Vice-President – Finance (Treasurer). (which consists of the Budget and Finance Chair, President, Past-President, President-Elect, and any other Director determined by the Vice-President – Finance (Treasurer) to be necessary or appropriate
- d) The Audit Committee: shall be responsible for recommending to the Board financial procedures to insure fiscal accountability, conducting periodic audits of the financial condition of the Organization and reporting its findings annually or as otherwise directed by the Board. This Committee shall be chaired by the Vice-President – Finance (Treasurer).
- e) The Fall Frenzy Committee: shall be responsible for planning and coordinating the Fall Frenzy fundraiser. This Committee shall be chaired by Vice President-Development or as appointed by the President.
- f) The Development Committee: shall be responsible for fundraising activities in general, including: grants and foundations, alumni committee and outreach, underwriting committee for corporation donations and partnerships as well as family donations. This Committee shall be chaired by the Vice-President - Development.
- g) The Nominating Committee: shall perform the duties set forth in Article VIII below and shall consist of the Grade Level Representatives and the Volunteer Coordinator Director if they choose to participate, as well as any other Directors selected by the Vice-President. This Committee shall be chaired by the Vice-President.

All of the above Committee Chairs will provide reports to the Board as requested by the President from time to time.

Section 2. Each Chair shall preside at all meetings of that Committee and ensure that minutes are recorded and submitted to the Secretary of the Organization within thirty (30) days following each committee meeting.

Section 3. The Principal and the Vanguard Coordinator may be ex-officio members of any and all Committees except the Nominating Committee.

ARTICLE VIII. ELECTION

Section 1. The Nominating Committee shall solicit nominations from the Members by written announcement. All Members nominated for Board positions will be contacted by the Nominating Committee in order to verify the Member's desire to hold office. Members may not accept nomination for more than one (1) office. The Nominating Committee shall make known by written announcement to the Members the verified list of nominees for each office and the date, time, place, and election procedures for the election of Directors two (2) weeks (14 calendar days) prior to the Election.

Section 2. Officers and Directors shall be elected through a written ballot distributed to the Members. If there is but one nominee for any office, election for that office shall be by voice vote either at the Spring General Meeting or at the April Board of Directors Meeting. No proxies will be allowed.

Section 3. Except as provided in the second sentence of Section 2, each nominee shall be elected to office by a majority vote of the Members.

ARTICLE IX. MEETINGS

Section 1. There shall be at least two General Meetings of the Members during each school year:

- a) a Fall General Meeting shall be held before November 1.
- b) a Spring General Meeting shall be held before May 15.

Section 2. Other meetings may be called by: (a) the President, (b) a simple majority vote of the Board, or (c) upon written request to the Board by twenty (20) Members.

Section 3. Written notice of the General Meetings, and meetings of the Board shall be given to the Members at least one week (7 calendar days) in advance.

Section 4. Twenty Members shall constitute a quorum at a General Meeting.

Section 5. All meetings shall be open to the Members of the Organization.

ARTICLE X. ORDER OF BUSINESS

Section 1. The Executive Board shall meet prior to each General Meeting and Board Meeting to determine the order of business for such meeting.

Section 2. The order of business at General Meetings, and Board Meetings shall be as follows unless changed by the Executive Board pursuant to Section 1 above:

- 1) Call to order
- 2) Reading and distribution of the minutes of the last meeting
- 3) Financial Report presented by Vice-President – Finance (Treasurer) as requested
- 4) Reports of officers and committees
- 5) Unfinished business
- 6) New business
- 7) Adjournment

ARTICLE XI. AMENDMENTS AND PARLIAMENTARY AUTHORITY

Section 1. The By-Laws of the Organization may be amended by a two-thirds (2/3) majority vote of the Officers and Directors. Written notice of amendments to the by-laws shall be made to the Members at the next General Meeting or in writing at the Board's discretion.

Section 2. Except as provided herein, the rules contained in Robert's Rules of Order Newly Revised shall govern the Organization.

ARTICLE XII. ACTION WITHOUT A MEETING

Any action required or permitted to be taken at a meeting of the Board or any committee may be taken without a meeting if a written consent setting forth the action so taken is agreed to by a majority vote of the Directors, or Committee Members, as the case may be; and such action shall have the same force and effect as if it were approved by a unanimous vote at a meeting thereof, duly and regularly called

- Revised June 1992
- Amended April 2008
- Amended May 2010
- Amended and Restated February 2011