

Amended and Restated Constitution and Bylaws of the Walnut Creek Elementary PTO

These Amended and Restated Constitution and Bylaws of the Walnut Creek Elementary PTO (Parent Teacher Organization) are dated as of May 9, 2013 (these "Bylaws") and amend and restate in their entirety the Constitution and Bylaws previously adopted by the general membership of the PTO.

Article I – Name

The name of this organization shall be the Walnut Creek Elementary PTO (the "PTO") of Papillion, Nebraska. It is a local PTO unit and serves the Walnut Creek Elementary School (the "School"). The School is located within the Papillion LaVista School District (the "School District").

Article II – Objectives

Section 1

The objectives of the PTO are as follows (collectively, the "Objectives"):

- A. To promote the welfare of children and youth of the School in home, school and community.
- B. To bring into closer relation the home and the School so that parents and teachers may cooperate in the education of children and youth.
- C. To develop between educators and the general public such united efforts and to secure for all children and youth the highest advantages in physical, mental and social education.
- D. To cooperate with the Superintendent of the School District and the Principal and the teachers of the School in promoting the best interests of the School.
- E. Ensure an inclusive, productive and non-threatening environment for PTO members in meeting the Objectives of the PTO.

Section 2

The Objectives of the PTO are promoted through an educational program directed towards parents, teachers, students and the community. The Objectives are developed through conferences, committees, projects and programs and are governed and qualified by the basic policies set forth in Article III.

Article III – Basic Policies

Section 1

The PTO shall be a noncommercial, non-sectarian, nonpartisan and nonprofit organization. Any monies raised will be spent directly for the School's benefit.

Section 2

The PTO shall not directly or indirectly participate or intervene (in any way, including publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office or to influence legislation for propaganda or otherwise.

Section 3

The PTO shall work with the School to provide a quality education and positive learning environment for all children and youth of the School.

Section 4

The PTO shall not 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 of the District.

Section 5

The PTO may cooperate with other organizations and agencies concerned with child welfare, but persons representing the PTO in such matters shall not make any commitments binding the PTO.

Section 6 The PTO may sponsor youth groups provided there is no commitment that binds its members and should not require financial obligation unless approved pursuant to Section 5 of Article XIII hereof. Sponsorship should include the following responsibilities:

- A. To arouse interest in the need of youth groups.
- B. To encourage formation of such groups.
- C. To stimulate leadership for such groups.
- D. To cooperate with groups in promoting good citizenship.

Section 7 It is not the purpose of the PTO to consider personal grievances of teachers, parents and students.

Article IV – Articles of Organization

The PTO exists as an incorporated association of its members. Its articles of organization comprise of these Bylaws, as from time to time amended, and its articles of association. In the absence of separate articles of association, these Bylaws shall be deemed to the articles of association. In the event of any conflict between these Bylaws and the articles of association, these Bylaws shall govern.

Article V – Membership and Dues

Section 1 Membership in the PTO shall be made available to any adult who subscribes to its Objectives and basic policies without regard to race, color, creed, religion, national origin or sexual orientation, under such rules and regulations not in conflict with the provisions of these Bylaws.

Section 2 Only members of the PTO shall be eligible to actively participate in membership meetings or serve in any of its elective or appointive positions.

Section 3 The PTO shall conduct an annual enrollment of members, but persons may be admitted to membership at any time. Membership is for one Fiscal Year (as defined below).

Section 4 Annual membership dues in the PTO shall be determined annually by the membership.

Article VI – Meetings

Section 1 A minimum of four general membership meetings will be held during each school year at a time to be determined by the Executive Board and shall be communicated with the school community by the end of the previously ending Fiscal Year.

Section 2 Special meetings may be called by the Executive Board or by the President with at least five days' prior written notice.

Section 3 Ten members shall constitute a quorum for the transaction of business in any general meeting of the PTO.

Article VII – Executive Board

Section 1 The Executive Board shall consist of the officers of the PTO and the Principal of the School or a representative appointed by the Principal of the School. Chairpersons of standing or special committees can be ex-officio members at the invitation of the Executive Board. The chairpersons of the standing committees shall be selected by the Executive Board. The members of the Executive Board shall serve until the election and qualification of their successors.

Section 2 The duties of the Executive Board shall be:

- A. To transact necessary business in the intervals between PTO meetings and such other business as may be referred to it by the PTO.
- B. To create standing and special committees.
- C. To approve the plans of work and proposed budgets of the standing and special committees.

- D. To present a report at the regular meetings of the PTO.
- E. To select an auditor or an auditing committee to audit the Treasurer's accounts.
- F. To prepare, and submit to the PTO for adoption, a budget for each Fiscal Year.

Section 3

Regular meetings of the Executive Board shall be held throughout each Fiscal Year, the date and time of which to be fixed by the Executive Board at its first meeting of such Fiscal Year. A majority of the Executive Board members shall constitute a quorum. Special meetings of the Executive Board may be called by the President or the Principal of the School or by a majority of the members of the Executive Board.

Article VIII – Officers and their Election

Section 1

Each officer of the PTO shall be a member of the PTO.

Section 2

Officers and their elections:

- A. The officers of the PTO will consist of a President, Vice President, Secretary and Treasurer.
- B. At the last general meeting of the PTO (the "Election Meeting"), officers for the next Fiscal Year will be elected by ballot. However, if there is only one nominee for any office, it will be in order to move that such nominee be elected by acclamation.
- C. Officers will assume their official duties on June 1st, except that officers shall begin budget preparation for the next Fiscal Year immediately upon election. Officer terms will end on May 31st of the following year.
- D. A person shall not be eligible to serve more than two consecutive terms in the same office. No two persons from the same family shall serve as officers of the PTO at the same time (e.g., husband/wife, domestic partners or mother/daughter).
- E. In the case of resignation, the officer shall remain in office until his or her successor is elected.
- F. A vacancy occurring in any office, except President, shall be filled by a person elected by a majority vote of the members of the PTO. In the event a vacancy occurs in the office of President, the Vice President shall serve the remainder of the term.
- G. Only those persons, who have signified their consent to serve if elected, shall be nominated for or elected to such office or committee.
- H. All officers shall deliver to their respective successors all official material not later than ten days following the election of such successors.
- I. Each President shall serve in an advisory role (without voting rights) as an ex-officio member of the Executive Board for one Fiscal Year upon the end of her or his term as President.

Section 3

Nominations:

- A. Individuals that desire to be a member of the Executive Board shall submit their name for inclusion on the ballot prior to the Election Meeting.
- B. At the Election Meeting of the PTO, additional nominations may be made from the floor.

Section 4

Any officer may be removed from office with or without cause (a) by a two-thirds' vote (assuming a quorum) at any general membership meeting of the PTO or, if proper notice has been given, at a special membership meeting of the PTO, and (b) with the consent of the Principal.

Article IX – Duties of Officers

Section 1

The President shall (a) preside at all meetings of the PTO and of the Executive Board, (b) perform such other duties as may be prescribed by these Bylaws or assigned to her or him by the PTO or by the Executive Board and (c) coordinate the work of the officers and the committees of the PTO in order that the Objectives may be promoted. The President shall be authorized to sign all warrants for the disbursement of funds in the absence of the Treasurer.

Section 2 The Vice President shall act as an aide to the President and shall perform the duties of the President in the absence, disability or resignation of the President. The Vice President shall also be an ex-officio member of all standing and special committees and will ensure the committees provide sufficient reports to the Executive Board. The Vice President should be responsible for recruiting and maintaining membership.

Section 3 The Secretary shall record the minutes of all meetings of the PTO and the Executive Board and shall perform such other duties assigned to her or him by the PTO or Executive Board. The Secretary shall also publish minutes in a timely manner and make them available to parents and faculty. The Secretary shall keep a record of all meeting attendance.

Section 4 The Treasurer shall (a) have custody of all the funds of the PTO, (b) keep a full and accurate account of receipts and expenditures and (c) in accordance with the budget adopted by the PTO, make disbursements as authorized by the Executive Board or the PTO. The Treasurer shall present a financial statement at every meeting of the PTO and at other times when requested by the Executive Board and shall make a full report at the meeting at which new officers officially assume their duties. The Treasurer shall also keep a current list of members in good standing.

A. The Treasurer's accounts shall be examined annually by an auditor or an auditing committee appointed by the Executive Board of not less than three members, none of which shall be a member of the Executive Board. The audit committee members, upon satisfaction that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report.

Section 5 All officers shall perform the duties prescribed in the parliamentary authority in addition to those outlined in these Bylaws and those assigned from time to time.

Article X – Standing and Special Committees

Section 1 Committees shall be created by the Executive Board as may be required to promote the objectives and interests of the PTO. One or more chairpersons of each standing and special committee shall be appointed by the Executive Board for a term of office as necessary to complete the activity or program.

- A. At the invitation of the Executive Board, Chairpersons of standing and special committees shall become ex-officio members of the Executive Board.
- B. Chairpersons will prepare a committee report that includes the scope of activity budget, expenses and lessons learned.

Section 2 The chairperson of each standing and special committee shall present plans of work to the Executive Board. No work shall be undertaken without the approval of the Executive Board.

Article XI – Fiscal Year

The fiscal year of the PTO will be June 1st through May 31st (the "Fiscal Year"), concurrent with the term of officers.

Article XII – Parliamentary Authority

The newest revised copy of Robert's Rules of Order shall govern the PTO in all cases in which they are applicable. To the extent of any conflict between these Bylaws and Robert's Rules of Order, the terms of these Bylaws shall control.

Article XIII – Finances

Section 1 The PTO has not been formed for the making of any profit or personal financial gain. The assets and money of the PTO shall not personally benefit any member of the Executive Board or any member of the PTO.

Section 2 Promptly after the Election Meeting held each Fiscal Year, the incoming Executive Board shall prepare a written operating budget (the "Annual Budget") that includes a carefully estimated statement of

expenditures for the next Fiscal Year. The Annual Budget shall be presented to, and approved by, the general membership of the PTO at the first general membership meeting of the Fiscal Year.

Section 3 The Executive Board may approve increases to each line item in the Annual Budget so long as the amount of such increase does not exceed such line item by more than 25% of the amount of such line item. Any increase in any line item in the Annual Budget that exceeds the threshold in the preceding sentence shall be approved by the general membership of the PTO at a general membership meeting.

Section 4 Before any money is spent by a committee, it must be first approved by the Executive Board. Any reimbursements given must have proper documentation submitted to, and in a format acceptable to, the Treasurer, including a justification for goods or services relating thereto and one or more receipts for the goods or services purchased.

Section 5 The Executive Board will review written requests for funds submitted to them by the staff of the School. The Executive Board may approve up to \$200 per request on non-budgeted items. Any amount over \$200 will be voted on during a general membership meeting.

Section 6 The Treasurer shall sign all checks, drafts or other orders for the payment of money on behalf of the PTO. The Executive Board may authorize other members of the Executive Board or the Principal to sign checks in addition to the Treasurer. Additionally, the Executive Board may, at its option, require that at least two authorized individuals sign all checks, draft or other orders for the payment of money on behalf of the PTO.

Section 7 Any money still in the treasury at the end of the Fiscal Year will be carried over as available revenue for the next Fiscal Year. These funds will be identified as "carry over revenue" in the Treasurer's report. There will be a minimum of \$500 carried over for the next Fiscal Year.

Article XIV – Dissolution

Section 1 The PTO may be dissolved (a) by a two-thirds' vote (assuming a quorum) at a general membership meeting of the PTO, or if proper notice has been given, at a special membership meeting of the PTO and (b) with the consent of the Principal.

Section 2 In the event of the dissolution of the PTO, its assets shall be used to pay any outstanding bills and thereafter to purchase goods or materials for use by the School as recommended by a committee composed of the Principal and at least three teachers of the School.

These Bylaws were presented at a general meeting of the PTO held on March 14, 2013 and were adopted by two-thirds of the members present at a general meeting of the PTO held on May 13, 2013 and shall take effect immediately. These Bylaws of the PTO may be amended at any general membership meeting of the PTO upon approval of not less than two-thirds of the members present and voting, provided that notice of the proposed amendment shall have been given at the previous general membership meeting of the PTO.

These Bylaws were amended on November 5, 2019 after being presented at the September 5, 2019 meeting.