

BYLAWS + STANDING RULES – CALEB GREENWOOD K-6 PTSO, INC.

ARTICLE I – NAME

The name of this corporation is the Caleb Greenwood K-6 PTSO, Inc. (Parent-Teacher-Student Organization), located in the city of Sacramento.

ARTICLE II – PURPOSES

SECTION 1.

The purposes of this corporation are:

- a. To promote the welfare of children and youth in home, school, and community;
- b. To raise the standards of home life;
- c. To bring into closer relation the home and the school, that parents, teachers, and students may cooperate intelligently in the education of children and youth; and
- d. 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.

This corporation is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding Section of any future Federal tax code (hereinafter “Internal Revenue Code”).

ARTICLE III – MEMBERSHIP AND DUES

SECTION 1.

Every individual who is a member of this PTSO is entitled to all benefits of such membership.

SECTION 2.

Membership in this PTSO shall be made available without regard to race, color, creed, or national origin.

SECTION 3.

The PTSO shall conduct an annual enrollment of members but may admit persons to membership at any time.

SECTION 4.

Membership (Partnership) shall be determined by a contribution (of time or money) to the corporation in no pre-set amount. Varying levels of donation will be recommended annually by the corporation.

ARTICLE IV – OFFICERS AND THEIR ELECTION

SECTION 1.

Each officer or board member of this PTSO shall be a member of this PTSO.

SECTION 2.

The officers of this corporation shall be a president, vice president, secretary, treasurer, auditor, and parliamentarian, and member-at-large. The president and vice-president shall serve two-year terms and will be voted into office on alternating years (even years for president, odd years for vice-president). All other officers shall be elected annually with the exception of the parliamentarian, who will be appointed by the president subject to the ratification of the executive board. The principal and up to two teacher representatives appointed by the principal (representing primary and intermediate grades) shall also serve on the board. Each member of the board serves until the conclusion of the fiscal year on June 30th, or until a new board is elected if an election is not held prior to the end of the fiscal year.

SECTION 3.

- a. Nominations for office may be made by a nominating committee which is appointed by the executive board.
 - (1) The nominating committee shall meet at least two months prior to the annual election meeting. The committee shall serve until the annual election meeting.
 - (2) The nominating committee shall be composed of three members with one alternate, all of whom shall be members of this PTSO. The principal of the school, or a faculty representative appointed by the principal, if not an elected member of the committee, shall serve in an advisory capacity. The president shall

not serve on the nominating committee. The committee shall elect its own chairperson.

(3) The parliamentarian shall meet with the nominating committee to set the date of its first meeting. (See Article V, Section 6.)

(4) Alternates shall not attend meetings unless an elected member cannot be present. In that event, the alternate becomes the permanent member, replacing the elected member until such time as the committee is discharged of its duties (at the time of election).

(5) The nominating committee will request and compile a list of nominees.

(6) The list of the nominating committee shall be submitted to the membership at least 15 days prior to the annual election meeting. At the annual election meeting, additional nominations must be called for from the floor.

b. Nominations for office may also be made by members of the corporation via submission of a nominating form circulated by the executive board that lists the name of the office and corresponding job duties.

(1) The parliamentarian is tasked with creation of a form and presenting it for approval by the board at the executive board meeting held two months before the annual election meeting.

(2) Once approved, the parliamentarian will ensure the form is provided to corporation membership and compile a list of nominees from the forms received.

(3) The list compiled by the parliamentarian shall be submitted to the membership at least 15 days prior to the annual election meeting. At the annual election meeting, additional nominations must be called for from the floor.

SECTION 4.

The privilege of holding office shall be limited to members of the corporation who have been members of the corporation for at least 30 days previous to nomination.

SECTION 5.

a. Only those persons who are eligible and who have signified their consent to serve if elected shall be nominated for or elected to office.

- b. Nominees for the offices of president, treasurer, secretary, and auditor shall not be related by blood or marriage or reside in the same household.

SECTION 6.

Election shall be held by ballot at the annual election meeting. The parliamentary and nominating committee, if appointed, will count ballots and announce officers the night of the Open House general meeting. If no Open House meeting is held, the annual election can be delayed until after the start of the new school year and can take place at either Back to School night or another PTSO General Meeting as set by the PTSO Board. This meeting can be held in person or via teleconference.

If there is only one nominee for any office, the ballot for that office may be dispensed with and the election held by voice vote.

SECTION 7.

- a. The president and vice-president shall serve two-year terms and will be voted into office on alternating years (even years for president, odd years for vice-president). Other officers shall serve a term of one year and may be eligible for a second term of one year in the same office. No officer shall be eligible for the same office for more than two consecutive one-year terms or hold more than one elected office. All officers shall assume their duties at the conclusion of the fiscal year on June 30th, or 30-days following the annual election should the election take place after June 30. When an officer is elected mid-term to fill a vacancy, that officer assumes office upon election.
- b. A person who has served in an office for more than six months of a one-year term shall be deemed to have served a full term in such an office.
- c. All officers are eligible to serve in another office upon completion of their elected term.

SECTION 8.

The president-elect may call meetings as necessary of the officers-elect and the principal of the school, or a representative appointed by the principal, to ratify the appointments of appointed officers and to make plans for the coming year's work.

SECTION 9.

If an office remains unfilled after election, it shall be considered a vacant office to be filled by the board-elect.

SECTION 10.

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by the executive board. Election to fill a vacancy shall require a majority vote of the executive board, with at least 10 days' previous notice. If notice is not given, the election to fill the vacancy shall require a two-thirds vote. The vice president shall serve notice of the election to the executive board, in case a vacancy occurs in the office of president.

ARTICLE V – DUTIES OF OFFICERS

SECTION 1.

The president shall:

- a. Coordinate the work of officers and committees of the corporation in order that the purposes may be promoted.
- b. Prepare meeting agendas for both the corporation and the executive board.
- c. Preside at all meetings of the corporation and the executive board.
- d. Be a member ex-officio of all committees except the nominating committee.
- e. Appoint the parliamentarian, committee chairpersons, and members of committees, subject to the ratification of the executive board.
- f. Sign authorizations for payment in accordance with these bylaws.
- g. Have all newsletters, flyers, and notices approved by the principal prior to distribution.
- h. Not be related by blood or marriage to, or reside in the same household as, the other authorized signers for the corporation's checks or financial accounts.
- i. Ensure corporation maintains the appropriate level of insurance coverage with no gaps in coverage.
- j. Perform such other duties as may be prescribed in these bylaws or assigned by the corporation.

SECTION 2.

The vice president shall:

- a. Act as aide to the president.
- b. Perform the duties of the president in the absence or disability of that officer to act.
- c. Serve as a liaison between chairpersons and the executive board.
 - (1) Ensure that monthly reports are submitted by the chairpersons in advance of the executive meetings.
 - (2) Coordinate with event chairs to determine needs are met including but not limited to volunteers, petty cash and event communication approved by the president and principal.
- d. Perform such other duties as may be delegated to the vice president.

SECTION 3.

The secretary shall:

- a. Keep an accurate record of the proceedings of all meetings of the corporation and the executive board and ensure that adequate copies are made available at meetings for vote approval.
- b. Transmit approved meeting agendas, minutes and treasurer reports to the appropriate person for monthly posting on the school's website.
- c. Be prepared to refer to minutes of previous meetings.
- d. Prepare a list of all unfinished business for the use of the president.
- e. Record all expenditures discussed at board and general meetings in the minutes.
- f. Keep a current list of the paid members of the corporation.
- g. Keep a current copy of the bylaws and standing rules.
- h. Perform such other duties as may be delegated to the secretary.

SECTION 4.

The treasurer shall:

- a. The Treasurer may be supported by a Co-Treasurer appointed by the Board. Co-Treasurer may not be related by blood or marriage, or live in the same residence, as the President, Vice President, or Treasurer, and does not have voting rights on the Board. The Co-Treasurer may fulfill any of the duties listed below as delegated by the Treasurer.
- b. Keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the corporation, including specifically the number of members and the dues collected from the members.
- c. Work with the president to prepare the budget for adoption by the corporation.
- d. Receive all moneys for the corporation, and deposit within 30 calendar days in the name of the corporation in a bank approved by the executive board.
- e. Receive and retain a copy of the deposit slip for any deposit made.
- f. Pay all bills as authorized by the executive board or the corporation and on receipt of authorization for payment signed by the president.
- g. Secure two signatures on all checks over \$500.00. Any two of the following are authorized to sign: president, treasurer, co-treasurer or vice president. The authorized signers shall not be related by blood or marriage or reside in the same household.
- h. Individuals counting cash or checks shall not be related by blood or marriage or reside in the same household.
- i. Keep an accurate record of receipts (cash, check and credit card) and disbursements in a ledger which is a permanent record of this PTSO, and assist auditor with performing monthly banking reconciliation. All other financial records must be retained for seven years including the current year.
- j. Present the treasurer's report at every meeting of the corporation and the executive board and at other times when requested by the corporation.
- k. Be responsible for filling out and forwarding all tax returns and other forms required by government agencies.

- l. Prepare all authorizations for payment as authorized by the executive board or the corporation in accordance with these bylaws.
- m. Partner with chairpersons at fundraising events in the distribution and collection of cash box and receipts and reconcile income from those events.
- n. Perform such other duties as may be delegated to the treasurer.

SECTION 5.

The auditor shall:

- a. Audit the books and financial records of the corporation quarterly, in September, December, March, and June.
- b. Prepare a midyear audit to be completed in January. The year-end audit shall be completed in August. The year-end audit will be completed with the current and incoming auditor, along with the current and incoming treasurer(s) as needed.
- c. Present a written report to the executive board at the February and September executive board meetings.
- d. Receive proposed budgets from event chairperson(s) and review with the president.
- e. Prepare a report after fundraising events with total gross profit, expenses, and net profit after auditing the transactions with the treasurer and comparing it to the proposed budget provided by the event chairperson(s).
- f. Audit the books upon resignation of the treasurer and at any time deemed necessary.
- g. Not be related by blood or marriage or reside in the same household as the authorized signers for the corporation's checks or financial accounts.
- h. Perform such other duties as may be delegated to the auditor.

SECTION 6.

The parliamentarian shall:

- a. Attend all meetings of the corporation and of the executive board and give necessary advice in parliamentary procedure when requested.

- b. Serve as annual election liaison between the board and corporation. If the board elects to proceed with a nominating committee pursuant to Article IV, Section 3, the parliamentarian will proceed in accordance with these bylaws.
- c. Review the bylaws and standing rules annually of the corporation and recommend amendments or additions at the April executive board meeting for adoption at the annual election meeting of the corporation.
- d. Be entitled to all rights and privileges of membership including the right to make motions, debate, and vote.
- e. Perform such other duties as may be delegated to the parliamentarian or contained within these bylaws.

SECTION 7.

The member-at-large shall:

- a. Serve as a representative to the families of the school (PTSO members and non-members), the River Park neighborhood and surrounding communities.
- b. Forward issues and/or concerns to the principal and president to determine whether executive board action is required.
- c. Collect and forward names of potential volunteers to the president for school events and fundraisers.
- d. Assist the principal in creating and conducting an end of year survey of the corporation membership.

SECTION 8.

The teacher representative(s) shall:

- a. Represent primary and intermediate grade levels.
- b. Serve as a liaison between the executive board and the teaching staff and provide updates as necessary.

SECTION 9.

Two copies of officer reports shall be compiled annually by all officers and filed in the procedure book for the incoming officer and filed with the president.

SECTION 10.

When an officer fails to attend three consecutive meetings without adequate excuse or when an officer is not fulfilling the responsibilities of the office as prescribed in the bylaws or standing rules, or engages in conduct which the executive board determines to be injurious to the corporation or its purposes, the executive board may, by a two-thirds affirmative vote, take such action as it determines appropriate, which may include asking for the resignation of the officer, or making a formal recommendation that the chairperson be removed from office following a hearing conducted in accordance with proper notice.

Notice Procedures Concerning Removal: Following the two-thirds affirmative vote recommending that the officer be removed from office:

- a. The officer must be given 15 days' written notice of the hearing by the executive board to remove the officer from office;
- b. The written notice shall contain the reasons for the proposed removal, and shall be mailed and e-mailed to the last mail and e-mail addresses of the officer shown on the corporation's records;
- c. At the hearing, the officer must be given an opportunity to address the executive board, either orally or in writing;
- d. A two-thirds vote of the executive board shall be sufficient to remove the officer from office;
- e. The removal vote shall be recorded in the executive board minutes and shall specify the number of members voting in favor of and against such removal.

SECTION 10.

All officers shall perform the duties prescribed in the current edition of Robert's Rules of Order Newly Revised in addition to those outlined in these bylaws and those assigned from time to time. Upon the expiration of the term of office, or in case of resignation or termination, each officer shall turn over to the president, without delay, all records, books, and other material pertaining to the office and shall return to the treasurer, without delay, all funds belonging to the corporation.

ARTICLE VI – CORPORATION MEETINGS

SECTION 1.

The annual meetings of the corporation shall be held on Back to School Night and Open House Night, in or about September and May of the school year, respectively. The PTSO Board can also vote to hold annual meetings at another time, should Back to School Night or Open House Night be cancelled or rescheduled. Regular meetings of the executive board shall be held monthly during the school year unless otherwise ordered by the corporation or the executive board. Notice of an annual meeting must be provided through the Cougar Chronicle, or another notice sent home with students, at least 10 days in advance of the meeting. The notice shall contain the place, date, and time of the meeting and the general nature of the business that the board, at the time of the notice, intends to present for action by the members, but any proper matter may be presented at the meeting for action.

Whenever a corporation meeting is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place thereof are announced at the meeting at which the adjournment is taken. No meeting may be adjourned for more than 45 days. At the adjourned meeting, the corporation may transact business which might have been transacted at the original meeting.

SECTION 2.

The corporation meeting on Open House Night shall be the annual election meeting at which time officers shall be elected and amendments or additions to the bylaws and standing rules of the corporation are adopted. Should Open House Night be cancelled or rescheduled, the PTSO Board can set a new date for annual elections, in person or via teleconference.

SECTION 3.

The year's PTSO proposed program and budget, which includes all programs, projects, and expenditures, including those specified in the budget, require approval and/or ratification by the corporation at the annual Back to School Night at the beginning of the school year. If Back to School Night is cancelled or rescheduled, approval and/or ratification will occur at the next scheduled corporate meeting. If meeting is held via teleconference, the budget will be provided electronically and posted on campus 10 days prior. All approved programs, projects, and expenditures must be recorded in the corporation minutes by the secretary, the legal records of this PTSO.

SECTION 4.

Special meetings may be called by the president. The president must call a special meeting upon the written request of three members of the executive board or by five percent or more of the members of the corporation. Special meetings requested by the executive board must be held within 14 days of receipt of the written request. Notice of a special meeting requested by the

executive board must be provided through the Cougar Chronicle, or another notice sent home with students, at least 10 days in advance of the meeting. Only business mentioned in the notice of a special meeting can be transacted at the meeting. Upon request in writing for a special meeting by five percent or more of the members, the president shall, within 20 days of receipt of such request, cause notice to be given, through the Cougar Chronicle, or another notice sent home with students, that a meeting will be at a time fixed by the executive board, not less than 35 nor more than 90 days after the receipt of the request. The notice shall contain the place, date, and time of the meeting and the general nature of the business that the board, at the time of the notice, intends to present for action by the members, and no other business may be transacted.

SECTION 5.

- a. This PTSO shall establish a quorum for the transaction of business in any meeting of this corporation.
- b. Eleven members shall constitute a quorum for a corporation meeting. If this bylaw provision authorizes a quorum of less than one-third of the voting power, then the only matters that may be voted upon at any regular meeting actually attended by less than one-third of the voting power are matters the general nature of which was contained in the notice of the meeting.

SECTION 6.

The privilege of making motions, debating, and voting shall be limited to members of the corporation who are present and who have been members of the corporation for at least the previous 30 days.

ARTICLE VII – EXECUTIVE BOARD

SECTION 1.

The executive board shall consist of officers of the corporation and one or two teacher representatives, all of whom shall be members of this PTSO. The principal of the school or the principal's designated representative, although not an elected officer, serves in an advisory capacity.

SECTION 2.

The executive board:

- a. Shall transact necessary business between meetings of the corporation and such other business as may be referred by the corporation.
- b. May authorize the payment of corporation bills within the limits of the budget adopted by the corporation. Such action must be ratified at the next corporation meeting and must be recorded in the corporation minutes.
- c. May authorize the payment of other unbudgeted corporation bills not to exceed a cumulative total of \$1,000.00 between meetings of the corporation. Ratification of payment of these bills must occur at the next corporation meeting and must be recorded in the corporation minutes.
- d. Shall create committees as are deemed necessary to promote the purposes and to carry on the work of the corporation. The executive board may grant such committees the authority of the board, except with respect to:
 - (1) The approval of any action for which the approval of the members or a majority of the members is required;
 - (2) The filling of vacancies on the executive board or in any committee which has the authority of the executive board;
 - (3) The amendment or repeal of bylaws or the adoption of new bylaws;
 - (4) The amendment or repeal of any motion of the board which by its express terms is not so amendable or repealable;
 - (5) The appointment of committees of the board or members thereof;
 - (6) The approval of any self-dealing transaction.
- e. Shall fill all vacancies in office, including that of the president. (Refer to Article IV, Section 10.)
- f. Shall present a report at meetings of the corporation.
- g. Shall receive a financial report from the treasurer at each meeting.

SECTION 3.

The executive board is subject to the orders of the corporation and none of its acts shall conflict with action taken by the corporation.

SECTION 4.

A PTSO member shall not serve as a voting member of this executive board while serving as a paid employee of or under contract to this PTSO.

SECTION 5.

The executive board shall meet at least once a month during the school year, unless otherwise directed by the executive board. The executive board shall schedule the day and week for the monthly executive board meetings no later than the first month of the school year. Meetings can occur in person or via web/teleconference.

SECTION 6.

Special meetings of the executive board may be called by the president. The president must call a special meeting upon the written request of five members. Special meetings must be held within 14 days of receipt of a written request. All executive board members must be notified of special meetings at least seven days prior to the meeting, either in person or by e-mail or telephone. Only business mentioned in the notice of the special meeting can be transacted at that meeting.

SECTION 7.

- a. This PTSO shall establish a quorum for the transaction of business in any meeting of the executive board.
- b. Four members of the executive board shall constitute a quorum for a meeting of the executive board.

ARTICLE VIII – COMMITTEES

SECTION 1.

There shall be such committees created by the executive board as may be required to carry on the work of the corporation. The quorum for a committee shall be a majority of its members. The authority of such committees shall be subject to the limitations listed in Article VII, Section 2(d).

SECTION 2.

Chairpersons and members of committees, all of whom shall be members of this PTSO, shall be appointed by the president subject to the ratification of the executive board.

SECTION 3.

The term of office for chairpersons shall be one year or until successors have been appointed.

SECTION 4.

The chairpersons shall present plans of work including a projected budget to the executive board for approval. No work shall be undertaken without the consent of the executive board. The principal and president must approve notices pertaining to PTSO activities prior to distribution through school children. All funds received from an event must be turned in to the treasurers within seven (days) of receipt.

SECTION 5.

Two copies of chairperson's reports shall be compiled annually by all chairpersons and filed in the procedure book for the committee and filed in the minute book of the corporation.

SECTION 6.

When a chairperson fails to attend three consecutive meetings without adequate excuse or when an officer is not fulfilling the responsibilities of the office as prescribed in the bylaws or standing rules, or engages in conduct which the executive board determines to be injurious to the corporation or its purposes, the executive board may, by a two-thirds affirmative vote, take such action as it determines appropriate, which may include, asking for the resignation of the chairperson, or making a formal recommendation that the chairperson be removed from office following a hearing conducted in accordance with proper notice.

Notice Procedures Concerning Removal: Following the two-thirds affirmative vote recommending that the chairperson be removed from office:

- a. The chairperson must be given 15 days' written notice of the hearing by the executive board to remove the chairperson from office;
- b. The written notice shall contain the reasons for the proposed removal, and shall be mailed and e-mailed to the last mail and e-mail addresses of the chairperson shown on the corporation's records;
- c. At the hearing, the chairperson must be given an opportunity to address the executive board, either orally or in writing;

- d. A two-thirds vote of the executive board shall be sufficient to remove the chairperson from office;
- e. The removal vote shall be recorded in the executive board minutes and shall specify the number of members voting in favor of and against such removal.

SECTION 7.

Each chairperson, upon his expiration of the term of office or in case of resignation or termination, shall turn over to the president without delay, all records, books, and other material pertaining to the chairpersonship, and shall return to the treasurer, without delay, all funds belonging to the corporation.

SECTION 8.

The corporation and the executive board each have the power to create special committees in order to carry out specific programs and projects, subject to the limitations listed in Article VII, Section 2(d).

SECTION 9.

The chairperson and members of special committees shall serve until their assignments have been completed.

CALEB GREENWOOD K-8 PTSO, INC.
STANDING RULES

Standing rules are accepted by majority vote and may be eliminated by a two-thirds vote at any meeting.

1. At the beginning of his or her term of office, each officer and each member of the executive board shall be given a copy of these bylaws and shall be responsible for making a thorough study of them. A copy of these bylaws shall be made available to any member of the corporation upon request.
2. At least 24 hours-notice, in writing, must be given to the president in order to have an item of business or an announcement placed on the executive board or corporation agenda.
3. When a recommendation for an item of business or an announcement that has not had prior consideration by the executive board is brought to a corporation meeting, it shall be referred to a committee and/or the executive board for study.
4. Any non-PTSO material to be distributed at a corporation meeting must be approved by the executive board prior to the meeting.
5. Each officer and chairperson shall be responsible for keeping an up-to-date procedure book and for turning it over to the incoming officer or chairperson at the end of the term of office.
6. This corporation shall purchase and present at least one Honorary Service Award annually.
7. The treasurer, assisted by the auditor, prior to the budget committee meeting shall compile a breakdown of the budget into estimated costs of separate items. The treasurer, secretary and president shall keep copies.
8. The president or secretary (with the president's approval) shall sign all outgoing correspondence of this unit.
9. The principal and president must approve notices pertaining to PTSO activities distributed through school children.
10. Elected officers shall file a report with the president an annual inventory of all non-disposable unit properties in August. At the conclusion of each activity, the

activity chairperson shall inventory the remaining disposable properties and file a report in his/her procedure book and with the president.

11. The executive board shall determine the proper spending of funds, with approval, that will best assist the educational goals of the school.
12. The annual fiscal report of both the treasurer and the auditor shall be made at the September Executive Board meeting.
13. The parliamentarian shall review the bylaws and standing rules annually.
14. A copy of the minutes will be given to the president no later than two weeks after the meeting before they are added to the minute book. The minutes from the previous meeting will be reviewed and ratified at the next meeting before becoming official.
15. All procedure books, information, etc., shall be turned over to newly elected and appointed officers and chairpersons by July 1. The auditor's report shall be completed by August 1.