

French Elementary PTO By-Laws

Article One Name and Location

Section 1. Name. The name of this organization shall be the French Elementary Parent – Teacher Organization.

Section 2. Location. All meetings of the Executive Board may be held at such places within the Klein I.S.D. as the Board may designate.

Article Two Purposes and Structure

Section 1. Purposes. This corporation is organized exclusively for charitable, literary, and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. The purposes of the Corporation including raising funds and purchasing personal property and services to be used by students and faculty of local schools; providing volunteers for educational activities at local schools; engaging in other charitable, civic, or educational activities that will contribute to the public education of the community; and exercising other powers conferred by the laws of Texas on nonprofit corporations.

This Corporation shall be self-governing, self-supporting, non-commercial, non-sectarian, nonprofit and nonpartisan, and shall seek neither to direct the administrative activities of the Klein Independent School District nor to control its policies.

No part of the net earnings of the Corporation shall inure to the benefit of any director of the Corporation, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no director, officer or any private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

The Corporation shall observe the following regulations: Klein Independent School District Parent Organization Guidelines and all local, state and federal laws which apply to nonprofit organizations.

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

The Corporation is organized pursuant to the Texas Nonprofit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes which are consistent with the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended.

Article Three Membership

Section 1. Membership. Membership in this organization is open to any person who is a parent, guardian, or adult relative of a child or children enrolled at French Elementary or a faculty or staff member of the school, and who will uphold the policies of this organization and agree to its Bylaws. A maximum of one membership shall be granted to each family unit.

Section 2. Qualification. Eligible persons shall become members by paying the prescribed membership dues per family per school year. Upon payment of such dues, a member shall be considered in good standing and be entitled to any and all rights and privileges of membership.

Section 3. Membership Drive. An annual membership drive shall be conducted as early in the school year as possible, with additional members accepted at any time.

Section 4. Dues. Annual dues shall be assessed in such amounts as determined by the Executive Board. Dues shall be payable at the beginning of each fiscal year.

Article Four Membership Meetings

Section 1. General Membership Meetings. There shall be at least two (2) general membership meetings each year. The annual budget shall be presented for approval at the first such meeting.

Section 2. Special Membership Meetings. Special membership meetings may be called by the Executive Board, or upon written request of ten percent (10%) of the members in good standing.

Section 3. Annual Meeting. The last general membership meeting shall be designated as the annual meeting for the purpose of electing new officers and receiving reports from officers and committees, as necessary, and for such other business as may properly come before the meeting.

Section 4. Notice. Advance written notice of any general or special meeting shall be given to all members of the organization.

Section 5. Quorum. A majority of the Executive Board shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a quorum of the Board is present at said meeting, a majority of the Board present may adjourn the meeting from time to time without further notice. The act of a majority of the Executive Board present at a meeting at which a quorum is present shall be the act of the Board.

Section 6. Voting. Each qualified family unit, as described in Article Three, Section 2 of these Bylaws, shall have the right to cast one vote in any matter at particular meeting. The decision of a majority of the voting members present at a meeting at which a quorum is established will be binding on the organization, unless provisions of these Bylaws require greater vote.

Section 7. Proxy. No voting by proxy will be allowed.

Section 8. Procedure. All membership meetings shall be conducted in accordance with the current edition of *Robert's Rules of Order*.

Article Five Executive Board

Section 1. Qualification. Any member in good standing is eligible to serve on the Executive Board.

Section 2. Powers. The Board shall be the governing body of the organization and shall manage, control, and direct the affairs and property of the organization.

Section 3. Composition. The Board shall have as voting members the elected officers (as set forth in Article Six), the organization's appointed committee coordinators (as set forth in Article Nine), and the ex officio Board members (as set forth in Article Ten).

Section 4. Duties. The duties of the Executive Board shall include, but are not limited to, the following:

1. Transact any business necessary to establish and administer the programs of the organization;
2. Present a report of the work of the organization at the general membership meetings;
3. Set the amount of annual membership dues;
4. Approve and submit an annual budget to the membership for approval;
5. Attend all regular and properly called Board meetings;
6. Deliver all official material to their successors on or before the thirtieth (30th) day of June; and
7. Perform such other duties applicable to their positions that may be prescribed in these Bylaws or assigned by the Board.

Section 5. Term. Each elected officer shall serve a term of one (1) year or until a successor has been duly elected or appointed. No elected officer may serve in the same position for more than two (2) consecutive years. No one shall serve as a member of the Executive Board for more than four (4) years during any six (6) consecutive year period.

Section 6. Compensation. No Director shall receive compensation for any service he or she may render to the organization. Board members may be reimbursed for actual expenses incurred in the performance of their duties.

Section 7. Resignation. A member of the Board may resign at any time by giving written notice to the President or Secretary. Such resignation shall take effect on the date of receipt of such notice or at a time specified in the notice; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 8. Removal. The Board may remove a Board member when, in the judgment of the Board, the best interests of the organization would be served thereby. Any such removal by the Board requires two-thirds (2/3) vote of the other Board members.

Section 9. Vacancy. In the event of death, resignation or removal of a member of the Executive Board, the remaining Board members may appoint any member in good standing as successor. A successor so appointed shall serve for the remainder of the replaced Board member's term.

Article Six Elected Officers

- a. The President shall:
 - 1. Preside at all meetings of the Executive Board;
 - 2. Coordinate the work of the Board and/or committees in order that the objectives may be promoted;
 - 3. Create special committees and appoint chairpersons of same, subject to the approval of the Board;
 - 4. Coordinate the work so that the necessary reports are timely made to the appropriate State and Federal agencies;
 - 5. Perform such duties as deemed necessary by the Executive Board.

- b. The Vice President shall:
 - 1. Assume the duties of the President in the event of the President's inability to serve or resignation;
 - 2. Maintain a roll of all members of the organization;
 - 3. Perform such other duties as deemed necessary by the Executive Board.

- c. The 2nd Vice President shall:
 - 1. Organize all fundraising activities for the organization;
 - 2. Supervise all committees and programs which may be established for fundraising purposes;
 - 3. Perform such other duties as deemed necessary by the Executive Board.

- d. The Secretary shall:
1. Record the minutes of all meetings of the membership and the Executive Board, and furnish a copy of such minutes to the President within one (1) week following the meeting;
 2. Coordinate all correspondence relating to the Corporation;
 3. Catalogue and supervise the property of the Corporation;
 4. Publish all notices of meetings or other matters, as required by the provisions in these Bylaws;
 5. Perform such other duties as deemed necessary by the Executive Board.
- e. The Treasurer shall:
1. Be the financial officer of the Corporation;
 2. Prepare the budget and provide financial reports as requested;
 3. Receive all monies of the Corporation and deposit said monies in a bank designated by the Executive Board of the Corporation;
 4. Keep an accurate record of receipts and expenditures;
 5. Pay out funds with proper vouchers in accordance with the approved budget;
 6. Prepare all required tax returns on behalf of the Corporation;
 7. Perform such other duties as deemed necessary by the Executive Board.
- f. The Parliamentarian shall:
1. Advise the presiding officer in matters of parliamentary procedure;
 2. Review annually the membership policies to ensure compliance with the non-discriminatory membership requirement set forth in Article Seven of the Articles of Incorporation and shall report all findings to the Board;
 3. Perform such other duties as deemed necessary by the Executive Board.

Article Seven Volunteer Coordinator

The Volunteer Coordinator shall be appointed:

1. Coordinate volunteers and volunteer activities;
2. Track volunteer hours monthly and report totals to the Executive Board and KISD;
3. Perform such other duties as deemed necessary by the Executive Board.

Article Eight Executive Board Meetings

Section 1. Regular Meetings. Regular meetings of the Executive Board shall be held during the year at times fixed by the Board at its first meeting.

Section 2. Special Meetings. Special meetings of the Executive Board may be called by the President or by a majority of the members of the Board. Such meetings may take place after every member of the Board has given at least twenty-four (24) hours notice. Such notice may be waived at the special meeting by unanimous vote of all Board members.

Section 3. Cancellation. If a regularly scheduled meeting is cancelled, the Executive Board shall reschedule the meeting.

Section 4. Quorum. A majority of the Executive Board shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a quorum of the Board is present at said meeting, a majority of the Board present may adjourn the meeting from time to time without further notice . The act of a majority of the Executive Board present at a meeting at which a quorum is present shall be the act of the Board.

Section 5. Attendance. A member of the Executive Board may be removed for failure to attend three (3) regularly scheduled Board meetings without good cause.

Section 6. Procedure. All meetings of the Executive Board shall be conducted in accordance with the current edition of *Robert's Rules of Order*.

Article Nine Nomination and Election of Officers

Section 1. Nominations.

- a. There shall be a Nomination Committee, consisting of two or three members, formed at least thirty (30) days prior to the end of the year general membership meeting . One shall be selected by the Executive Board from its body, one shall be selected from the general membership, and one may be selected by the school faculty and staff from its body. If possible, a non-returning member.
- b. The Nominating Committee shall select one nominee for each office. Every effort shall be made to include representatives from each feeder area. This slate shall be presented at the end of year general membership meeting .
- c. Following the presentation of the slate at the general membership meeting, an opportunity will be given for nominations from the floor. Only members in good standing who have consented to serve if elected shall be eligible for nomination, whether from the Nominating Committee or from the floor.

Section 2. Election. Elections shall be held at the end of the year general membership meeting. Elections shall be by ballot unless there is only one nominee for any office, in which case election for that office may be by voice.

Article Ten Committees

Section 1. Nominating Committee. There will be a nominating committee each year as described in Article Eight of these Bylaws.

Section 2. Other Committees. The Executive Board shall appoint other committees as deemed appropriate to carry out its purpose. Membership on such committees may be, but need not be, limited to members of the Board.

Section 3. Authority. No committee shall have or exercise the authority of the Executive Board in the management of the organization. Committees may make recommendations to the Board for its consideration.

**Article Eleven
Ex-Officio Board Members**

Section 1. Definition. Ex-officio members of the Board shall be the school principal, or a representative appointed by the principal.

Section 2. Duties and Obligations. The principal is the administrative and instructional leader of the school and shall act in an advisory capacity to the organization. It is incumbent upon the principal or appointed representative to maintain a position of impartiality during Board meetings. Ex-officio members shall not have the privilege of making nominations or voting.

**Article Twelve
General Provisions**

Section 1. Fiscal Year. The fiscal year of this organization shall be July 1 through June 30 of the following calendar year.

Section 2. Operating Funds. Operating funds shall be maintained in a general fund, and an accounting of such funds shall be presented at all meetings.

Section 3. Fiscal Responsibility. All directors having fiscal responsibility shall be bonded.

Section 4. Authority to Sign Checks. Only the president, treasurer and secretary shall have authority to sign checks for the expenses of the Corporation. Two (2) signatures are required on corporation checks.

Section 5. Annual Statement. The Executive Board shall present at each annual meeting, or when called by vote of the members at any meeting, a full and clear statement of the condition of the organization.

Section 6. Group Exemption. This nonprofit organization will qualify as a tax-exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended by becoming a subordinate under the IRS group exemption of Klein Support Groups, Inc.

**Article Thirteen
Amendments**

Section 1. Amendments to Bylaws. These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted at any general membership meeting of the organization by a two-thirds (2/3) vote of the members present.

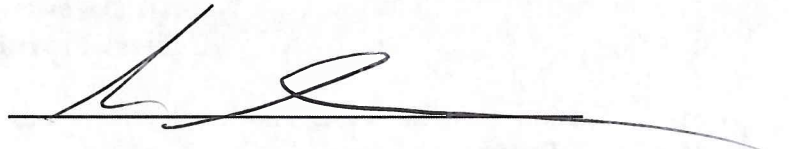
Section 2. Amendments to the Articles of Incorporation. The Executive Board shall adopt a resolution setting forth any proposed amendment to the Articles of Incorporation, which, if approved by a majority of the Board, shall be again submitted for a vote at the next general membership meeting of the organization.

Section 3. Notice. Written notice setting forth proposed amendments shall be given to all members of the organization not less than 14 calendar days prior to the meeting at which such amendment is to be considered.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting secretary of the French Elementary and that these Bylaws constitute the corporation's Bylaws. The Bylaws were duly adopted at a meeting of the board of directors held on May 6 2015.

Dated: May 6, 2015



Secretary of the Corporation