

BYLAWS OF THE  
STONE LAKE ELEMENTARY SCHOOL  
PARENT TEACHER ORGANIZATION (PTO)

**ARTICLE I. NAME.**

The name of this organization is the Stone Lake Elementary Parent Teacher Organization (Stone Lake PTO).

**ARTICLE II. PURPOSE.**

The primary purpose of this organization is for parents, teachers, and other interested parties to work together to build a strong home-school partnership and foster an effective school-community relationship.

**ARTICLE III. MEMBERSHIP.**

**Section 1. General Membership.** Membership is open to any individual or family interested in the welfare of students at Stone Lake Elementary. A family membership may consist of more than one individual from one family.

**Section 2. Membership Dues.** Membership dues shall be set by the officers of the Stone Lake PTO on an annual basis at the first meeting of each school year. Any change in the dues amount must be approved by a vote of members at a regular or special meeting of the Stone Lake PTO. If no change is made at this meeting, the dues shall remain the same as the previous school year for the remainder of the current school year. Payment of dues can be made at any point during the school year.

**Section 3. Hardship.** A potential member may claim financial hardship. No potential member shall be denied the right to participate in the activities of the Stone Lake PTO or to vote due to financial hardship. The officers shall establish a procedure for alternative payment or payment waiver to offset membership dues.

**Section 4. Voting Member.** Voting members are members in good standing that are up-to-date with dues payment for the current school year. Voting members shall have the right to vote on all issues before the membership, to elect officers, and to hold office. Voting members and families shall be entitled to one vote (one vote per family) at any regular or special meeting, but must be present to exercise their right to vote. There will be no absentee voting.

**ARTICLE IV. OFFICERS AND ELECTIONS.**

**Section 1. Officers.** The officers of the Stone Lake PTO shall be a president, vice president, secretary, and treasurer. The officers of the organization comprise the Executive Committee of the Stone Lake PTO. All officers must be voting members in good standing with all current dues paid.

**Subsection 1a. President.** The president shall be the principal Executive Officer of the Stone Lake PTO. The president shall preside over meetings (regular and special) of the organization and executive committee, serve as the primary liaison with the school principal, represent (or designate a representative) for meetings outside of the organization, serve as an “ex officio” member of all committees, and coordinate the work of all PTO officers and committees.

**Subsection 1b. Vice President.** The vice president shall assist the president and carry out the duties of the president in his/her absence or inability to serve. The vice president shall serve as the committee chair for the Nominating Committee. The vice president ensures that meetings are conducted according to the bylaws of the Stone Lake PTO, and thereby acts as the “defacto” parliamentarian.

**Subsection 1c. Secretary.** The secretary shall keep the minutes of all General Meetings (regular and special) for the Stone Lake PTO. The secretary will assist in the preparation of the agenda for all meetings (regular and special). The secretary will send notices of upcoming meetings to the membership prior to a meeting (regular, or special – when appropriate). The secretary shall keep the official history of the Stone Lake PTO and an annual record of all activities. The secretary shall keep a PTO binder, containing that school year’s information, updated and available to members in the school office. The secretary shall receive from the membership chairperson a list of members who have paid dues and prepare an official list of voting members. The secretary shall serve as the committee chair for the Membership Committee.

**Subsection 1d. Treasurer.** The treasurer shall be responsible for all funds of the Stone Lake PTO. The treasurer shall keep an accurate record of receipts and expenditures, and shall deposit funds in a bank or other financial institution as selected by the Executive Committee. The treasurer shall provide monetary disbursements as authorized by the Executive Committee or in accordance with the budget presented to the membership for the current school year. The treasurer shall present a written financial report at each regular meeting and at other times as requested by the Executive Committee. The treasurer shall present a budget at the first regular meeting of each new school year for review by the membership. The treasurer shall ensure that all necessary annual tax documents are completed and/or filed in a timely manner. The treasurer shall prepare an end-of-year annual financial statement for the Executive Committee, which shall be filed by the secretary for the corresponding school year in the PTO binder.

**Section 2. Officer Nominations and Elections.** Elections will be held no later than the May regular meeting. The Nominating Committee shall select a candidate for each office, and present the slate of candidates at a meeting one month prior to the election. Nominations may also be made from the floor when the slate of candidates is given. Voting shall be by voice vote for candidates running unopposed, or by ballot for offices with more than one candidate. Written ballot elections shall take place no later than May of that school year. A simple majority of votes cast shall be necessary for election. Should no person receive a majority of votes, a run-off between the two persons receiving the highest number of votes shall immediately be held. The secretary will count all ballot votes and the vice president will confirm the count for standard and

run-off procedures. If the secretary or vice president are included in the run-off voting, then their roles of counting and confirming the count will be filled by the principal, vice-principal or teacher representative. The final ballot count will be given to the president who will announce the new officer or run-off candidates. The newly elected officers shall preside as "officers-elect" until the end of that school year. They shall function in a training capacity with limited authority to act on behalf of Stone Lake PTO for the upcoming school year.

**Section 3. Eligibility.** All members are eligible for office if they are members in good standing with dues paid at least one calendar week prior to the candidate slate being presented.

**Section 4. Terms of Office.** Officers are elected for a one year term, from the beginning of the school year to the end of the school year, and may serve no more than two consecutive terms in the same office unless they run unopposed for the same office, and can then serve for no more than four consecutive terms. Each elected officer may only hold one office at a time.

**Section 5. Vacancies.** If there is a vacancy in the office of president, the vice president shall become president. At the next regular meeting, a new vice president must be elected. If there is a vacancy in any other office, the office will be filled by a nomination and vote at the next regular meeting.

**Section 6. Removal from Office.** Officers may be removed from office, with or without cause, by a two-thirds vote of those present at a regular meeting where prior notice of one calendar week has been given to the membership.

## **ARTICLE V. MEETINGS.**

**Section 1. Regular Meetings.** Regular Stone Lake PTO meetings shall be held on the 2<sup>nd</sup> Tuesday of each month at a time set by the Executive Committee, except when it conflicts with a holiday or other event. The secretary will inform the membership of regular meetings at least one calendar week prior to the meeting. Regular meetings shall be held a minimum of six times per school year. An open forum will be held at the end of each meeting. Time limits for speakers will be established as needed.

**Section 2. Special Meetings.** Special meetings of the Stone Lake PTO may be called, either by vote of two or more officers, or by a petition of the majority of the membership submitted to the secretary. The time and place of all special meetings shall be announced at least three days prior to the special meeting date.

**Section 3. Quorum.** A minimum of five members and/or officers (including a minimum of two officers) present at a properly called regular or special meeting shall be designated as a quorum and shall be entitled to take action and vote on behalf of the Stone Lake PTO.

## **ARTICLE VI. EXECUTIVE COMMITTEE.**

**Section 1. Membership.** The Executive Committee shall consist of the officers and school principal (or his/her designee).

**Section 2. Responsibilities.** The Executive Committee shall oversee the following: all business transactions between regular meetings; create and submit for approval standing rules and policies; create standing and temporary committees; prepare and submit routine bills and reports.

**Section 3. Meetings.** The Executive Committee shall meet as needed and when determined by the Executive Committee. Executive Committee meetings may be called by an Executive Committee member with a 24 hour notice.

**Section 4. Quorum.** A minimum of three Executive Committee members constitutes a quorum and shall be entitled to act on behalf of the Stone Lake PTO. Executive Committee members must be present for a valid quorum, no proxy or absentee votes are permitted.

## **ARTICLE VII. FORMAL COMMITTEES.**

**Section 1. Membership.** Committees may consist of voting members in good standing and/or officers. The president will act as ex officio member for all committees except the Nominating Committee.

**Section 2. Standing Committees.** The following committees shall be held each year by the Stone Lake PTO: Nominating Committee, Annual Social Event Committee, Membership Committee, and Audit Committee.

**Subsection 2a. Nominating Committee.** The Nominating Committee shall be composed of two members and/or officers in good standing and the vice president, who will be chair of the Nominating Committee. If the officers do not select persons for the committee, the vice president shall assume the responsibility of selecting members. The Nominating Committee shall be responsible for receiving all suggestions for persons to serve as officers. The Nominating Committee shall contact all persons who are nominated to confirm their willingness to serve. The Nominating Committee shall ensure that all nominees are members in good standing and otherwise eligible to serve as an officer. The committee shall prepare a slate of candidates for election and submit the slate at a meeting one month prior to the election.

**Subsection 2b. Annual Social Event Committee (ASEC).** The ASEC shall be composed of a minimum of four members and/or officers in good standing. The Executive Committee shall select members for this committee, but may take selections from the floor during any regular or special meeting. The ASEC shall organize and execute plans for the Stone Lake Elementary annual social event. The ASEC shall prepare a work plan and budget for the event, and submit this to the Executive Committee for approval at least three calendar months prior to the event.

**Subsection 2c. Membership Committee.** The Membership Committee shall be composed of a minimum of two members and/or officers in good standing and the secretary, who will be chair of the Membership Committee. If the officers do not select persons for the committee, the secretary shall assume the responsibility of selecting members. The Membership Committee shall be responsible for encouraging and advancing PTO membership amongst parents, teachers, and other interested parties. The Membership Committee may plan and execute events to facilitate growth of the Stone Lake PTO. All plans must be submitted and approved during a regular or special meeting at least two calendar weeks prior to the event. The Membership Committee, under the direction of the secretary, will provide updated membership lists to the Executive Committee and membership dues payments to the treasurer.

**Subsection 2d. Audit Committee.** The Audit Committee shall be composed of one member or officer in good standing and the treasurer, who will be chair of the Audit Committee. If the officers do not select a person for the committee, the treasurer shall assume the responsibility of selecting a member. The Audit Committee will assess the records and proceedings of the Stone Lake PTO annually. The Audit Committee will review all minutes and/or documents of regular and special meetings, standing and special committees, and new or amended procedures or policies. The Audit Committee will amend, but not delete, records as appropriate for final inclusion in Stone Lake PTO binder.

**Section 3. Special Committees.** Special Committees may be created for a specific time and/or event, and shall cease to exist when that time or task has been completed. The president shall appoint the chairperson for all Special Committees. Only voting members in good standing may serve as chairperson. Any member may serve as a committee member. The chairperson shall report the plans and activities of the Special Committee to the Officers, who must approve all plans and expenditures.

## **ARTICLE VIII. FINANCES.**

**Section 1. Budget.** The Executive Committee shall present to the membership at the first regular meeting of the school year a budget of anticipated revenues and expenses for that school year. This budget shall be used to guide the activities of the Stone Lake PTO during the school year. Any substantial deviation above 20% of an approved expenditure on the budget must be approved in advance by a majority vote of the membership.

**Section 2. The Treasury.** The financial books of the Stone Lake PTO shall be kept by the treasurer. The transactions of the Stone Lake PTO shall be provided to the auditor no later than the end of September. They shall be audited by three members of the organization and/or a certified public accountant on an annual basis. All monies collected from events, sales, etc. will be counted prior to deposit by at least two officers and/or members of the Stone Lake PTO, one being the treasurer. Monies may be counted at an officer's home if there are at least two members in attendance to verify monies counted.

**Section 3. Expenditure Approval.** Expenditures of all monies shall be reviewed by the treasurer and approved in the following manner: \$0-\$50.00 – approval by one officer; \$50.00 - \$200.00 – approval by two officers; \$200 - \$500 – approval by a majority of officers; >\$500.00 – must be submitted as a written request to the Executive Committee one week prior to the next General Meeting and approved by a majority vote of members present at meeting.

**Section 4. Authorized Signatures.** The treasurer, president, and vice president are the primary signatories for all financial accounts of the Stone Lake PTO. Should one of the primary signatories be unable to act as a signatory then the secretary may be added as an authorized signer on the account. All checks, drafts, or other orders for payment on behalf of the PTO and >\$100.00 shall be signed by at least two officers.

**Section 5. Financial Obligations.** The Executive Committee may authorize any officer or committee chair to enter into contracts or agreements for the purchase of materials or services on behalf of the Stone Lake PTO, the execution of which may not exceed their term of office. Any contracts entered into with duration greater than the term of office must be approved by a majority of the membership at a regular or special meeting. The officers do not have the authority to enter into financial agreements on behalf of Stone Lake Elementary or the Elk Grove Unified School District.

**Section 6. Loans.** No loans shall be made by the Stone Lake PTO to any of its officers or members.

**Section 7. Dissolution of Stone Lake PTO.** Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership's approval, allocated for the benefit of the school under the current principal's direction.

#### **ARTICLE IX. PARLIAMENTARY AUTHORITY.**

Robert's Rules of Order shall govern meetings when they are not in conflict with the Stone Lake PTO bylaws.

#### **ARTICLE X. STANDING RULES.**

Standing rules may be approved by the Executive Committee, and the secretary shall keep a record of the standing rules for future reference.

#### **ARTICLE XI. DISSOLUTION.**

The Stone Lake PTO may be dissolved with prior notice to the membership (14 calendar days) and a two-thirds vote of those present at a regular meeting.

#### **ARTICLE XII. AMENDMENTS.**

These bylaws may be amended or repealed at any regular or special meeting, by a two-thirds majority vote. A seven calendar day notice must be given to the membership prior to the vote.

### **ARTICLE XIII. AUTHORITY.**

If any part of these bylaws shall conflict with the decisions, policies, or procedures adopted by the Elk Grove Unified School District Board, they shall be deemed null and void and the decision of the Elk Grove Unified School District Board shall, in all cases, be upheld.

### **ARTICLE XIV. ANNUAL REVIEW/OFFICER AGREEMENT.**

The bylaws shall be reviewed on an annual basis at the first regular meeting of each school year by the Executive Committee. Officers shall sign in agreement to the stated bylaws at that first meeting. The signed agreement shall be placed in the PTO binder by the secretary.

### **ARTICLE XV. CONFLICT OF INTEREST POLICY.**

**Section 1. Purpose.** The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

#### **Section 2. Definitions.**

→Interested Person. Any director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

→Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
- ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
- iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

\*A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

#### **Section 3. Procedures.**

**Subsection 3a. Duty To Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with

governing board-delegated powers who are considering the proposed transaction or arrangement.

**Subsection 3b. Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

**Subsection 3c. Procedures for Addressing the Conflict of Interest.**

**i.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

**ii.** The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

**iii.** After exercising due diligence, the governing board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

**iv.** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

**Subsection 3d. Violations of the Conflict of Interest Policy.**

**i.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

**ii.** If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**Section 4. Records of Proceedings.** The minutes of the governing board and all committees with board delegated powers shall contain: a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed. b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any

alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

**Section 5. Compensation.**

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**Section 6. Annual Statements.** Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

**Section 7. Periodic Reviews.** To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

**Section 8. Use of Outside Experts.** When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.