

**MASON CREST ELEMENTARY SCHOOL
PARENT TEACHER ORGANIZATION**

ARTICLE I: NAME

The name of this organization is the Mason Crest Elementary School Parent Teacher Organization (“Mason Crest PTO,” “PTO” or “organization”), and is located in Annandale, Virginia.

ARTICLE II: NON-PROFIT ORGANIZATION

a. The Mason Crest PTO 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"). As a non-profit organization, it shall have and shall issue no shares of stock.

b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article III hereof.

c. The organization or members in their official capacities shall not--directly or indirectly--participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

d. Notwithstanding any other provision of these bylaws, the organization shall not carry on any activities not permitted to be carried on (i) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE III: PURPOSES

Section 1. The purposes of the Mason Crest PTO are to support, foster relationships, and facilitate communication between the students, parents, teachers, and administrators of Mason Crest Elementary School, to achieve, in connection with the community at large, the best education for all students in the school.

ARTICLE IV: MEMBERSHIP

Section 1. Membership in the PTO shall be open, without unlawful discrimination, to the principals and any teachers or staff employed at Mason Crest Elementary School, as well as any parent, guardian, or other adult standing in loco parentis for a student at the school.

Section 2. The PTO shall conduct an annual enrollment of members but may admit persons to membership at any time. The term of all memberships shall run concurrently with the Mason Crest Elementary School calendar year (i.e., September 1 through August 31 of the following year). Annual membership dues will be established by the Executive Board.

Section 3. Only members who have paid their dues in full shall be considered members in good standing and thus be eligible to vote in the business meetings of the PTO, or to serve in any of its elected or appointed positions.

Section 4. Regular meetings of the organization shall be held no fewer than four (4) times during the school year, unless otherwise provided by the organization or by the Executive Board, with five (5) days' notice having been given.

Section 5. Special meetings of the organization may be called by the President or by a majority of the Executive Committee, five (5) days' notice having been given.

Section 6. The annual meeting, at which officers will be elected and other business will be conducted, shall be held at the last regular meeting of the school year. The organization shall give members no less than five (5) days' prior notice of the annual meeting.

Section 7. Ten (10) members in good standing shall constitute a quorum for the transaction of business in any meeting of this organization.

Section 8. Voting on routine matters may be by a majority voice vote; however, motions requiring a two thirds (2/3) affirmative vote (e.g., votes on bylaws) shall be by a vote in a manner by which votes may be counted. Only paid members in good standing of the PTO may vote.

ARTICLE V: OFFICERS AND THEIR ELECTION

Section 1.

The officers of this organization shall consist of:

1. President;
2. Vice President of Finance (aka Treasurer)
3. Vice President of Administration;
4. Vice President of Communication;
5. Vice President of Ways and Means;
6. Vice President of Community Outreach.

Members may opt to elect two individuals to share any of the above offices except the offices of President and Vice President of Finance, provided that (a) each of the two individuals agree to share such office prior to their nominations for that office; and (b) provided that both individuals' names appear on the ballot for that office (or in the motion for a voice vote if no other nominees are on the slate for such office). Regardless of whether an office is held by one or two individuals, each office shall have only one vote in matters requiring an Executive Board or Executive Committee vote.

Section 2. Nominations:

- a. There shall be a nominating committee composed of at least two (2) members who shall be appointed by the Executive Board at a regular meeting at least two (2) months prior to the election of officers. No member of the Executive Board may be a member of the nominating committee.
- b. The nominating committee shall nominate an eligible person(s) for each office to be filled and report its nominees at a regular meeting no less than thirty (30) days prior to the election meeting. At the election meeting, additional nominations may be made from the floor.
- c. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.

Section 3. Elections and Assumption of Offices:

- a. Officers shall be elected by ballot at the annual meeting. However, if there is but one nominee for office, election for that office may be by voice vote. A majority of the votes cast by members in good standing present at the meeting shall constitute an election.
- b. Officers, except the Vice President of Finance, shall assume their official duties following the close of the annual meeting. The incoming Vice President of Finance shall assume his/her official duties following the close of the annual meeting as well, however, the outgoing Vice President of Finance will remain in the position contemporaneously with the incoming Vice President of Finance until the first day of the next school year. This allows for a period of overlap of Vice Presidents of Finance so as to provide continuity in the responsibilities of this position. During this period the outgoing Vice President of Finance will remain officially responsible for all financial matters and the incoming Vice President of Finance will be responsible for learning the responsibilities of the position.

Section 4. Terms of Office: The term for officers shall be one (1) year. A person shall not be eligible to serve more than three (3) consecutive terms in the same office. A person who has served in an office for more than one-half (1/2) of a full term shall be deemed to have served a full term in such office.

Section 5. Vacancies: A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the Executive Committee, at a regular or special meeting of such committee.

Section 6. Removal from Office. Officers can be removed from office with or without cause by a two-thirds vote of members in good standing present at a regular or special meeting, provided that the meeting notice shall indicate that one of the purposes of the meeting will be to vote upon the removal of an officer.

ARTICLE VI: DUTIES OF OFFICERS

Section 1. The President shall:

- a. Be primarily responsible for leading the development of the PTO's strategic initiatives and ensuring the execution of the same by the officers and committees of the PTO.

- b. Coordinate the work of the officers and committees of the organization in furtherance of the PTO's purposes.
- c. Preside at all meetings of the organization, the Executive Board and the Executive Committee;
- d. Perform and/or delegate such other duties as may be prescribed in these bylaws or as assigned.
- e. Be a member ex officio of all committees except the nominating committee;

Section 2. The Vice President of Finance shall:

- a. As a member of the Executive Board, aid in the development of the PTO's strategic initiatives and the execution of the same.
- b. Have custody of all the funds of the organization;
- c. Keep a full and accurate account of receipts and expenditures;
- d. Make disbursements in accordance with the budget adopted by the organization or as authorized in Section 2(h) herein;
- e. Have checks or vouchers signed by two (2) officers, preferably the Vice President of Finance and the President;
- f. Present a summary of the organization's finances at every meeting of the organization and at other times when requested by the Executive Committee;
- g. Prepare an annual financial report at the close of the fiscal year;
- h. Prepare a proposed budget to be approved by the Executive Committee and the membership; in addition, seek membership approval of any proposed changes to that approved budget that would constitute (1) a line item change or (2) a reallocation of funds in excess of \$500.
- i. Have the accounts examined according to Board-adopted auditing procedures;
- j. Be a member of the Executive Committee;
- k. Perform such other duties as may be prescribed in these bylaws or as assigned;
- l. Act as aide to the president performing any duties of the president in the absence or inability of that officer to act.

Section 3. The Vice President of Administration shall:

- a. As a member of the Executive Board, aid in the development of the PTO's strategic initiatives and the execution of the same.
- b. Keep all records of the organization, including recording the minutes of all meetings of the organization, maintaining the membership list, and keeping the official copies of the bylaws and other corporate/organizations documents;

- c. Be responsible for making timely corporate disclosures and filings to maintain good corporate standing (e.g., annual report filings to the state corporation commission; insurance filings; documents related to 501(c)(3) status—but not tax filings, which shall be the responsibility of the VP of Finance);
- d. Keep a historical record of the formation of the PTO, as well as a list of activities and programs, specific to the functioning purpose of the PTO;
- e. Ensure that all PTO meetings follow the Robert Rules of Order and Procedures and that all notice and voting requirements required by these bylaws are followed.
- f. Be a member of the Executive Committee;
- g. Perform such other duties as may be prescribed in these bylaws or as assigned.

Section 4. The Vice President of Communications shall:

- a. As a member of the Executive Board, aid in the development of the PTO's strategic initiatives and the execution of the same.
- b. Coordinate all electronic and print communications regarding all PTO functions, including notices of meetings to the membership, arranging for translations as needed;
- c. Oversee and coordinate any communications-related committees and the activities thereof;
- d. Be a member of the Executive Committee;
- e. Perform such other duties as may be prescribed in these bylaws or as assigned.

Section 5. The Vice President of Ways and Means shall:

- a. As a member of the Executive Board, aid in the development of the PTO's strategic initiatives and the execution of the same.
- b. Identify possible fund raising opportunities; seek and share information for possible events that could benefit the PTO mission as well as primary financial needs; Recruit and support committee chairs for key fund-raising events; and monitor success of fundraisers;
- c. Oversee and coordinate any fundraising-related committees and the activities thereof;
- d. Be a member of the Executive Committee;
- e. Perform such other duties as may be prescribed in these bylaws or as assigned.

Section 6. The Vice President of Community Outreach shall:

- a. As a member of the Executive Board, aid in the development of the PTO's strategic initiatives and the execution of the same.
- b. Coordinate the recruiting of new members and volunteers, as well as all volunteer needs; maintain a PTO presence at school events, where appropriate; establish and oversee family outreach/student programs and/or assemblies; and maintain a database of volunteers;

- c. Oversee and coordinate any membership- and programs-related committees and the activities thereof;
- d. Be a member of the Executive Committee;
- e. Perform such other duties as may be prescribed in these bylaws or as assigned.

Section 7. All officers shall perform the duties outlined in these bylaws and those assigned from time to time. In the event an officer is temporarily unable to fulfill the duties of their office, the President shall appoint one of the remaining officers to act in his/her stead on a temporary basis. In the event an officer is permanently unable to fulfill the duties of their office, the procedures outlined in Article V, Section 5 (Vacancies) shall be followed to fill the officer's position. Upon the expiration of the term of office, or in case of resignation or removal, each officer shall turn over to the President, without delay, all records, books, and other materials pertaining to the office.

ARTICLE VII: EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the elected officers of the organization.

Section 2. Duties of the Executive Board shall be:

- a. To establish and oversee the strategic direction, initiatives, and goals for the organization(including the inputs of the Executive Committee), and oversee the execution of the same;
- b. To create standing rules, policies or procedures of the organization; and
- c. To create standing and special committees and appoint the chairs of such committees. The Executive Board may opt to appoint two individuals to share any committee chair position, provided that each of the two individuals agree to share such office prior to their appointment to that office. Regardless of whether the position of committee chair is held by one or two individuals, each committee chair position shall have only one vote in matters requiring an Executive Committee vote.

Section 3. The Executive Board shall meet within thirty (30) days after their election to begin planning the PTO's goals/initiatives for the following school year.

Section 4. Meetings of the Executive Board shall be held by the call of the President or a majority of the Executive Board, at least two (2) days' notice having been given. A majority of the Executive Board shall constitute a quorum. In the event of a tie vote among the Executive Board members, the vote of the President will break the tie. The Executive Board may vote on business via electronic vote, provided that each Executive Board member indicates his/her consent to engage in voting electronically along with his/her vote. Only the President shall have the authority to call for an electronic vote. The established quorum of the Executive Board shall be the quorum for electronic voting. In the event of a tie vote among the Executive Board members, the vote of the President will break the tie. Results must be recorded in the minutes.

ARTICLE VIII: EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall consist of the elected officers of the organization and the chairs of the standing committees. The principal of the school or his/her designee, and a representative appointed by the principal or elected by the faculty, also may serve on the Executive Committee.

Section 2. The duties of the Executive Committee shall be:

- a. To execute the strategic initiatives developed by the Executive Board;
- b. To create programs and project plans to ensure coordination of resources among the other committees, membership, and volunteers;
- c. To provide budget proposals to the Vice President of Finance for inclusion in the annual proposed budget;
- d. To approve members of the standing and special committees;
- e. To approve the proposed budget to be presented to the membership for adoption; and
- f. To conduct business as may be referred to it by the organization.

Section 3. Meetings of the Executive Committee shall be held during the school year, at the call of the President or by a majority of members of the Executive Board. A majority of the Executive Committee members shall constitute a quorum.

Section 4. The Executive Committee shall reserve the right to vote on business via electronic vote. Only the President shall have the authority to call for an electronic vote and to establish the guidelines for that vote. The established quorum of the Executive Committee shall be the quorum for electronic voting. In the event of a tie vote among the Executive Committee members, the vote of the President will break the tie. Results must be recorded in the minutes and ratified at the next Executive Committee meeting.

ARTICLE IX: COMMITTEES

Section 1. The Executive Board, in consultation with the Executive Committee, may create such standing committees as it may deem necessary to promote the purposes and carry on the work of the organization. Standing committee chairs shall be appointed by the Executive Board, and members shall be nominated by the nominating committee and approved by the Executive Committee. The term of each chair shall be one (1) year or until the selection of a successor. No chair shall be eligible to serve in the same capacity for more than three (3) consecutive terms.

Section 2. The Executive Board, in consultation with the Executive Committee, may create such special committees as it may deem necessary or as may be directed by the organization. Special committee chairs shall be appointed by the Executive Board and members shall be nominated by the nominating committee and approved by the Executive Committee. The term of each special committee chair is ended upon completion of the task assigned to the committee.

Section 3. The chair of each standing and special committee shall present a plan of work to the Executive Committee for approval. No committee work shall be undertaken without the consent of the Executive Committee.

Section 4. The quorum of any committee shall be a majority of its members.

Section 5. Committee chairs shall turn over to the President, without delay, all records, books and other materials pertaining to the committee at the end of the term served or when departing office.

ARTICLE X: FISCAL YEAR

The fiscal year of this PTO shall begin on November 1st and end on October 31st.

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Mason Crest PTO in all cases in which they are applicable.

ARTICLE XII: BYLAWS AMENDMENTS

Bylaws shall be reviewed and amended with the following procedures:

- a. A committee shall be appointed to prepare amendment(s) to current bylaws.
- b. Bylaws shall be amended at a regular or special meeting of the organization provided notice and a copy of the proposed bylaws amendments are provided to the membership at least thirty (30) days prior to the meeting at which the revision or the amendments are to be voted upon.
- c. The proposed bylaws amendments require a two thirds (2/3) vote of the members in good standing present and voting.

ARTICLE XIII: DISSOLUTION

Upon dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations that have established their tax-exempt status under Section 501(c) (3) of the Internal Revenue Code.