

Adopted May 2018

BYLAWS

Rodney E. Thompson Middle School

Parent – Teacher Organization

Article I – Name

The name of this organization is the Rodney E. Thompson Middle School Parent – Teacher Organization, hereinafter called the organization or the PTO. It is a local PTO unit organized under its own authority and in association with the administration and faculty of Rodney E. Thompson Middle School, hereinafter called RTMS.

Article II – Purpose

The RTMS PTO is a support organization. Our goal is to promote and encourage a working unity in our school among students, parents, faculty and administration. We strive for excellence in all educational, cultural and social programs involving our school.

Article III – Basic Policies

Section 1 The organization shall be nonsectarian and nonpartisan.

Section 2 The name of the organization or the names of any members in their official capacities shall not be used in connection with any commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the objective of the organization.

Section 3 The organization shall not, directly or indirectly, (1) 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 (2) devote more than an insubstantial part of its activities in attempting to influence legislation by petition or providing representation to political entities. Petitions and appearances on the behalf of RTMS at local governmental bodies are excluded from this policy.

Article IV – Tax-Exempt Status

Section 1. The following Internal Revenue Service (IRS) legal statements are required to be part of the Bylaws as a condition of our Tax Exempt 501(c)(3) status:

- A. The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code.

- B. No part of the net earnings of the organization shall inure to the benefit of, or be distributable, to its members, 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 distributions in furtherance of the purposes set forth in the purpose clause hereof.
- C. The organization shall not, directly or indirectly
 1. 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
 2. Devote more than an insubstantial part of its activities in attempting to influence legislation by petition or providing representation to political entities.
 3. Petitions and appearances on the behalf of RTMS at local governmental bodies are excluded from this policy.
- D. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on
 1. By an organization exempt from federal income tax under section *501(c)(3)* of the Internal Revenue Code, or corresponding section of any future federal tax code; or
 2. By an organization, contributions to which are deductible under section *170(c)(2)* of the Internal Revenue Code, or corresponding section of any future federal tax code.
- E. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section *501(c)(3)* of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article V – Membership and Dues

Section 1 Membership in this PTO shall be open to the family members and guardians of students at RTMS, as well as RTMS faculty and staff.

Section 2 Only members of the organization shall be eligible to participate in the business meeting or to serve in any of its elective or appointive positions, except insofar as the Executive Committee invites a nonmember to participate in a non-elected capacity.

Section 3 The organization shall conduct an annual enrollment of members, but persons may be admitted to membership at any time.

Section 4 Each member of the organization shall pay annual dues to the organization. Partial year member will pay the annual dues rate.

Section 5 The annual dues will be determined by the executive committee, as stated in Article VIII.

Section 6 Business Partners are not members of the PTO and not eligible to vote.

Article VI – Officers and Their Election

Section 1 PTO officers must be members of this PTO.

Section 2 Officers and their election.

- a. The officers of the PTO shall be the President; Vice President, Fundraising; Vice President, Membership; Secretary; Treasurer; and Faculty Representative.
- b. The Principal of RTMS shall serve as Executive Vice President of the organization. The Executive Vice President is an ad hoc non-voting member of the Executive Committee and shall attend Executive Committee meetings at the invitation of the President.
- c. Officers shall be elected by ballot annually at a General Membership meeting no later than 31 May. In the case of more than two nominees for an office, the one who receives the plurality in the election wins.
- d. The term of office shall be from July 1 through June 30. Officers shall serve for a term of one (1) year. Officers may be elected for a term of one (1) year. Officers may serve no more than two (2) consecutive terms in the same office. This requirement may be waived by a vote of the membership.

Section 3 Nominating Committee

- a. The Executive Committee shall appoint a Nominating Committee consisting of three members of the PTO.
- b. The Nominating Committee shall choose a Chairperson from the members of the Committee. The three committee members will cast a vote, and there shall be no ties.
- c. The Nominating Committee shall forward the names of all persons eligible for each office to be filled and publish all nominees to the whole of the General Membership one month prior to the election and at the General Membership meeting at which the election of officers is scheduled. Additional nominations may be made from the floor at the election meeting.
- d. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.
- e. The Nominating Committee shall be responsible for the balloting and the verification of the vote.

Section 4 In the event of a vacancy occurring in any office, notice of said vacancy will be published to the General Membership. The vacancy shall be filled for the

unexpired term by a person elected by a majority vote of the Executive Committee. In case a vacancy occurs in the office of the President, the Vice President, Fundraising, shall serve notice of the election and shall stand as President ex-officio until such election is held.

Article VII – Duties of Officers

Section 1 The President shall preside at all meeting of the organization and of the Executive Committee at which he/she is present; shall serve as the official representative of the organization; shall, along with the Treasurer, have signature authority on accounts of the organization; shall hold account debit card to be used on case-by-cases, with approval of the Executive Committee; shall perform such duties as may be prescribed in these bylaws or assigned to him/her by the PTO or the Executive Committee; shall assist with PTO events; and shall coordinate the work of the officers and committees of the Organization.

Section 2 The Vice President for Fundraising, shall be responsible for the coordination of all fundraising activities of the organization; act as aide to the President; shall assist with PTO events; and shall perform the duties of the President in the absence or disability of that officer to act.

Section 3 The Vice President for Membership, shall be responsible for the coordination of membership recruitment activities and the maintenance of the membership roll of the organization; shall assist with PTO events; and assist the President and fill in for the President when both the President and Vice President for Fundraising are absent.

Section 4 The Secretary shall serve as parliamentarian; shall record the minutes of all meetings of the organization, including the Executive Committee; and shall assist with PTO events. Minutes will be distributed to the members of the Executive Committee within two weeks of the meeting and shall perform such other duties as may be delegated to him/her.

Section 5 The Treasurer shall perform the duties as outlined below:

A. Financial Accounting/Reporting Duties

1. Have custody of all the funds, bank statements, debit and/or credit cards, and other financial records of the organization.
2. Keep a full and accurate account of receipts, expenditures, assets and liabilities of the organization in accordance with Generally Accepted Accounting Principles (GAAP).

3. Write checks (in accordance with the organization's adopted budget) as authorized by the President, Executive Committee, or the PTO and present them to an authorized Executive Committee member for signature.
4. Hold account debit card to be used on a case-by-case basis, with the approval of the Executive Committee.
5. Perform monthly bank account reconciliations to be presented to the Executive Committee.
6. Prepare monthly financial statements for presentation at regular meetings and at other times when requested by the Executive Committee.
7. Make a full statement of financial position at the meeting at which new officers officially assume their duties.
8. Update Virginia state sales tax exempt certification as required.
9. Ensure that all required tax returns are prepared and filed in a timely manner and in compliance with 501(c)(3) requirements including filing tax information for the IRS Form 990 annually.
10. Ensure that online payment fees charged by vendors are reflected in the budget.

B. Audit of Organization's Records

1. The Treasurer's accounts shall be examined annually no later than two months after the organization's fiscal year ends, by a Commonwealth of Virginia certified auditor or an audit committee of not less than three PTO members, who, satisfied that the Treasurer's annual report is correct, shall sign a statement of fact at the end of the report. The auditing committee shall be selected by the Executive Committee. No person is eligible to be on the audit committee who acted as Treasurer or had custody of the organization's financial records at any time during the period under audit.
2. The Treasurer's account shall be audited upon the occasion of a new Treasurer assuming office.

Section 6 The Faculty Representative shall serve as a liaison between RTMS and the Executive Committee and shall perform such other duties as may be delegated to him/her. The Faculty Representative shall be appointed by and serves at the sole discretion of the Principal of RTMS.

Section 7 The Executive Vice President shall be the Principal of RTMS and shall assist the PTO in whatever capacity possible. The Executive Vice President is a non-voting member of the Executive Committee. The administration of RTMS must approve all activities prior to their implementation.

Section 8 All officers shall:

- a. Perform the duties in these bylaws and those assigned by the Executive Committee.

- b. Deliver to their successors all official material and an annual report not later than two weeks following the date on which new officers assume their duties.
- c. Ensure that no two authorized signers on the RTMS PTO bank accounts are members of the same household.

Article VIII – The Executive Committee

Section 1 The Executive Committee shall consist of the officers of the organization.

Section 2 The duties of the Executive Committee shall be:

- a. To transact the regular business of the organization.
- b. To create standing and ad hoc committees and approve the plans of work of these committees.
- c. To report on the working of the PTO both through publication and at any meeting of the organization.
- d. To select an auditor or auditing committee to audit the Treasurer's account.
- e. To set annual dues at the first meeting of the Executive Committee following the election of new officers.
- f. To prepare a budget for the year prior to the sixth week of the school year.
- g. To approve routine bills within the limits of the budget.
- h. To prepare and submit an annual report of the organization's business for the incoming board.
- i. To appoint chairpersons of standing and ad hoc committees.
- j. To communicate PTO business with the school community.

Section 3 Regular meetings of the Executive Committee shall be held at least four (4) times during the year, the time to be fixed by the Committee at its first meeting of the year. A majority of the Executive Committee members shall constitute a quorum. All members of the RTMS PTO may attend Executive Committee Meetings, but only the Executive Committee Members shall participate in any votes taken.

- a. Special meetings of the Executive Committee may be called by the President or by a majority of the members of the Committee.

Article IX – Standing and Ad Hoc Committees

Section 1 The Executive Committee may create such standing or ad hoc committees, in addition to the Nominating Committee already provided for in Section VI, as it may deem necessary to promote the purposes and carry on the work of the organization. The term of each chairman shall be one (1) year or until the appointment of a successor.

Section 2 The Executive Committee shall appoint the chairperson of each committee. The chairperson can recruit committee members to assist with the work

of their committee. Committee chairs are limited to PTO members, except in such instances where the Executive Committee elects to waive this requirement.

Section 3 The chairman of each 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 power to form ad hoc committees and appoint their chairman rests with the Executive Committee. An ad hoc committee ceases to exist after it completes its job.

Section 5 The President and the Principal of the school or his/her representative shall be ex officio members of all committees, except the Nominating Committee.

Article X – General Membership Meetings

Section 1 General Membership Meetings shall be scheduled at least four (4) times per year. The timing of such meetings shall be at the discretion of the Executive Committee. All such regular meetings shall be open to the school community, and only PTO business shall be discussed.

Section 2 An election meeting shall be held within 30 days of the close of nominations.

Section 3 Members in attendance shall constitute a quorum for the transaction of business at any General Membership meeting of the organization.

Section 4 Voting on routine matters may be by voice vote and recorded in the minutes. Voting on the bylaws and amendments, or the election of officers shall be by written ballot, with the vote being counted, verified as members, and recorded in the minutes.

Article XI – Conduct of Meetings

Section 1 Executive Committee and General Membership meeting of the PTO shall be:

- a. Called to order by the President.
- b. The Secretary will present the minutes of the last meeting, which then will be submitted for approval.
- c. The Treasurer's report will then be presented.
- d. The standing and ad hoc committee reports are received.
- e. The President shall entertain old business from the agendas of previous meetings. Old business raised is then discussed.

- f. The President shall entertain new business from the agenda and the floor. The President shall decide whether discussion is germane, time limit for discussion and disposition of proposals.
- g. The meeting adjourned by majority vote.

Article XII – Voting

Section 1 The voting at regular business meetings shall be:

- a. Voice vote, show of hands or written ballot as directed by the President.
- b. Voting on the bylaws or amendment, or the election of officers shall be written ballot with the vote being counted, verified as members and recorded in the minutes.
- c. The President, will preside at all meetings and only vote to break a tie.

Article XIII – Parliamentary Authority

Robert's Rules of Order Newly Revised by Henry M. Robert shall govern the organization in all cases in which they are applicable and in which they are not in conflict with these bylaws.

Article XIV – Adoption of bylaws and Amendments

Section 1 Initial adoption of bylaws

These bylaws shall take effect upon receiving a majority vote at a General membership meeting of the organization. Subsequent changes to the bylaws must follow the rules proscribed in Article XIV, Section 2.

Section 2 Procedure for amendment of bylaws

- a. These bylaws may be amended at any General Membership meeting of the organization by a two-thirds vote of the members present and voting, provided that notice of the proposed amendment shall have been given at least 30 days prior to the meeting.
- b. A committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws only by a majority vote at a General Membership of the organization or by a two-thirds vote of the Executive Committee. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.

Article XV – Fiscal Year

The fiscal year of this organization shall begin July 1 and end June 30.

Article XVI – Dissolution

This organization can be dissolved by either a unanimous vote of the Executive Committee or a two-thirds vote of the General Membership. In the event of dissolution, all assets of the organization shall revert to RTMS.