

# Ronald Thornton Middle School Parent Teacher Organization Bylaws

Written March 2018

## Article I: Name & Purposes

**Section 1.1: Name.** The name of this Organization shall be the Ronald Thornton Middle School Parent Teacher Organization (hereinafter referred to as “RTMS PTO”), a voluntary, non-profit unincorporated association which may, within the limits of applicable law, do all things necessary or desirable for the attainment of its stated purposes.

**Section 1.2: Purpose.** The purpose of the RTMS PTO is to provide support and enhancement of the education and welfare of the students of Ronald Thornton Middle School and to promote open communication among the administration, teachers, parents, and community. The RTMS PTO exists exclusively to promote the recreational, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code (hereinafter “Internal Revenue Code”).

## Article II: Policies

**Section 2.1: Governance.** The RTMS PTO is limited to promoting and assisting in the education and welfare of the children of Ronald Thornton Middle School or any other authorized designee and will be developed through meetings, committees, and projects.

**Section 2.2: Endorsements.** The RTMS PTO shall not engage, participate nor intervene in any activity or transaction that would result in the loss of its status as a tax-exempt entity. No commercial enterprise or political candidate shall be endorsed by the RTMS PTO or its Board Members in their official capacities.

**Section 2.3: Dissolution.** Upon the dissolution of the RTMS PTO, after paying debts and obligations of the organization, the remaining assets will be distributed to the school, one or more of the exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1954, according to Fort Bend Independent School District (hereinafter referred to as “FBISD”) policy.

**Section 2.4: Approval.** All programs and fundraising for the school are subject to the approval of the principal of the school.

**Section 2.5 Confidentiality.** All RTMS PTO members will understand that all information obtained (written, verbal, or other form) about PTO members, school staff, students, and other associate organizations must remain confidential. Known information shall not be released prior to being publicly shared by school staff and/or the PTO, as allowable by the law.

## Article III: Membership

**Section 3.1: General Membership Qualifications.** All parents, grandparents, and/or legal guardians of students who currently attend Ronald Thornton Middle School, and all current staff of Ronald Thornton Middle School, without regard to race, color, creed, or national origin, are eligible members of the RTMS PTO. Interested adults who do not qualify as described above, may petition its governing board to become members of the PTO.

**Section 3.2: General Members.** General Members are qualified through payment of dues, which are collected through a \$10 donation during the fall Membership Drive, or as families join the program. Eligibility is based on dues per family per school year. General Members have the right to attend the biannual General Meetings and

activities of the RTMS PTO. General Members will vote to approve the slate of officers and budget as presented in the spring General Meeting. A maximum of one (1) member shall be granted to each family unit, meaning a family unit is defined as one vote per household. General Members do not have the right to vote on general business during monthly Board Meetings. Board Members and Committee Chairs must meet regular membership qualifications.

**Section 3.3: Board Members.** Board Members are the managing oversight of the RTMS PTO and consist of President, 1<sup>st</sup> Vice President of Budget, 2<sup>nd</sup> Vice President of Fundraising, Secretary, Treasurer, Membership Coordinator, VIPS Coordinator, Publicist, Staff Appreciation Coordinator, Parliamentarian, At-Large Representative 1, At-Large Representative 2, and Principal. Any general member in good standing is eligible to serve as a board member of the RTMS PTO. Each title of office and its responsibilities is outlined in Article VI.

**Section 3.4: Committee Chairs.** Committee Chairs shall serve in support of the RTMS PTO. Each chairperson will assume the responsibility of the duties as outlined by the Board and maintain communication with the proper board authority. Chairpersons do not vote on general business during monthly Board Meetings. The RTMS PTO Board may elect members to fill committee chair positions based on event needs throughout the school year.

**Section 3.5: Members in Good Standing.** Only current members in good standing shall have the privilege of making motions, voting, or holding office. The Membership Coordinator shall maintain throughout the year a list of current members of the RTMS PTO. "In good standing" is defined as having paid the annual membership dues as defined in Section 3.2, and in the case of Board members, has not violated a condition qualifying the individual to be removed from their position as outlined in Article V, Section 5.

**Section 3.6: Additional Members.** Enrollment of General Members shall be conducted annually at the beginning of each school year. Additional general members shall be accepted at any time.

## **Article IV: Meetings**

**Section 4.1: General Meetings.** General Meetings of the members shall be held during the school year, day and time to be set annually. General Meetings may be rescheduled by the RTMS PTO to avoid conflicts with holidays or other local meetings. The RTMS PTO shall conduct a minimum of two (2) General Meetings per school year.

**Section 4.2: General Membership. Meeting Quorum and Manner of Voting.** A quorum for General Meetings will be determined by counting twenty (20) current members on the PTO membership roster. Any item of business included in the agenda and properly brought before the meeting may be transacted and voted on during such meeting. The order of business to be followed during each meeting shall be determined by the President. Voting shall be by voice only unless either the President or Principal shall deem it necessary to have a vote by written ballot. If a meeting of the general membership has been posted per Article IV, Section 4 and a quorum has not been met, the absent members votes will be counted as being in agreement with the PTO.

**Section 4.3: Board Meetings.** Regularly scheduled meetings of the RTMS PTO Board shall be held monthly. Any items of business properly brought before the RTMS PTO may be transacted and voted on during such meetings.

**Section 4.4: Special Meetings.** Special Meetings of the members may be called by the President at the request of a majority of the PTO, or at the request of five percent (5%) of the members, to transact any business which needs to be brought before the next scheduled meeting.

**Section 4.5: Board Meeting and Special Meeting Quorum.** The presence of one-half (1/2) plus one of the members of the Board shall constitute a quorum at any Business or Special Meeting of the Board. All motions voted upon at any meeting of the PTO at which a quorum has been established and maintained throughout, shall be decided, except as otherwise provided in these bylaws, by a majority of the PTO Board Members present at the meeting. Each Board position, excluding Committee Chairs, will be given one (1) vote even though more than one person can be elected to the position with the exception of 1<sup>st</sup> Vice President.

**Section 4.6: Email Voting.** When a meeting is not physically possible, but regular Board business must be conducted, it may be necessary to conduct a Board vote via e-mail. The vote will be given proper notice, at least 24 hours, for a motion, second and discussion of the topic at hand (motion to be called for by the President; time limits will allow for adequate and reasonable response time from all Board Members). Once the discussion time period has ended, the President will call for a vote by email, with a time to respond clearly identified. Once the time allotment has passed, the President will tally the votes and post via email to all. At all times during this process, Board Members must respond with a “Reply All”. Vote results will be posted on the PTO website within 12 hours and the vote will be recorded with minutes as a “Special Meeting” and as is required, will be voted on at the next regularly scheduled Board Meeting.

**Section 4.7: Notice.** Three (3) days’ notice shall be required for any General or Special Meeting. Notice for all meetings shall indicate the time, date, and place of the meeting. The meeting shall be called by means of posting or publication.

## **Article V: Elections**

**Section 5.1: Nominating Committee:** The Nominating Committee shall be a Standing Committee chaired by the Parliamentarian. The Nominating Committee shall be composed of the Parliamentarian, President, Principal, and a faculty representative. Additionally, one (1) current RTMS PTO Board member and two (2) general PTO members, all of which shall be appointed by the PTO Board. The PTO Board shall make all required member appointments to the Nominating Committee no later than the conclusion of the third nine weeks grading period. The Nominating Committee solicits candidates or recommendations to ensure there is at least one (1) qualified candidate for each position on the Board to present a slate of officers for election to the general membership. The Nominating Committee verifies that all nominees are voting members and otherwise eligible to serve in office. The Nominating Committee will contact all persons nominated to confirm their willingness to serve. Service on the Nominating Committee does not exclude a person from seeking an office in the PTO. Persons wishing to run for an office may complete a form in writing stating which office he or she would like to hold. Persons may nominate someone else to an office. The Nominating Committee shall be responsible for evaluating the qualifications of each nominee. Records of the Nominating Committee shall be retained by the Parliamentarian should a vacancy occur during the year.

**Section 5.2: Elections of Board.** The Nominating Committee shall be responsible for recommending a nominee for election to each officer position designating the capacity in which each nominee has agreed to serve. Committee Chair appointments are made by Board vote, and are not subject to vote by the General Membership.

**Section 5.3: Procedures.** The election of officers takes place prior to or during the last General Meeting each school year. All voting members of the organization may participate in the election. The election of the slate, if non-contested, may be by voice vote. Any contested election will be resolved by written ballot.

**Section 5.4: Term of Office.** The term of each officer is one year, beginning on July 1 and ending on June 30. A person may be elected to the same position on the Board for a maximum of two (2) consecutive terms.

**Section 5.5: Removal from Office.** The PTO Board, with a majority vote, may remove a board or committee chair member from office for failure to comply with any of the following: lack of attendance at three (3) consecutive board meetings without notification, failure to perform assigned duties, failure to abide by the bylaws set forth by the RTMS PTO, or for any criminal misconduct or unethical behavior in connection with RTMS PTO business.

**Section 5.6: Vacancies.** The PTO Board fills any vacancy in office because of death, resignation, removal, or inability to serve. However, should a vacancy occur in the office of the President, the 1<sup>st</sup> Vice President immediately assumes the office and the Board fills the 1<sup>st</sup> Vice President’s role.

**Section 5.7: Election Voting.** A majority vote of the voting members of the Board present at a meeting, at which a quorum has been established, shall be required. Nominations may be taken from the floor if the candidate has not already been part of the nominating process.

**Section 5.8: Resignation.** Any officer may resign by written notification to the President and Parliamentarian. Any member of the PTO Board missing two (2) meetings without notifying the President will be considered to have resigned.

## **Article VI: The Board**

**Section 6.1: Titles of Office.** The members of the PTO Board shall consist of President, 1<sup>st</sup> Vice President of Budget, 2<sup>nd</sup> Vice President of Fundraising, Secretary, Treasurer, Membership Coordinator, VIPS Coordinator, Publicist, Staff Appreciation Coordinator, Parliamentarian, At-Large Representative 1, At-Large Representative 2, and Principal. The Principal, when unable to attend, may send his/her vote with the Assistant Principal. No employees of RTMS can serve on the PTO Board, with the exception of the Principal.

**Section 6.2: The President.** The President shall be the Chief Executive Officer of the PTO and shall: a) if present, preside at all meetings of the members and the Board, b) be an ex officio member of all committees c) appoint with the advice and consent of the Board, the members and chairpersons of any special committees, d) have supervision of and general executive and administrative duties relating to the PTO subject to the control of the Board and e) implement the general directives, plans and policies formulated by the Board.

**Section 6.3: 1<sup>st</sup> Vice President of Budget.** The 1<sup>st</sup> Vice President of Budget shall: a) have such powers and responsibilities as may be determined by the President or the Board, b) organize and direct the PTO budget, c) oversee the audit and d) perform other duties assigned by the President or the Board. In the case where two people occupy the position, both shall have a vote on all matters coming before the Board and the membership. In the absence of the President, the 1<sup>st</sup> Vice President of Budget shall perform the duties and exercise the authority of President. In the case where two people occupy the position, it is the discretion of the Board as to which will perform the duties and exercise the authority of the President.

**Section 6.4: 2<sup>nd</sup> Vice President of Fundraising.** The 2<sup>nd</sup> Vice President of Fundraising shall: a) have such powers and responsibilities as may be determined by the President or the Board, b) Organize and direct all fundraising and c) perform other duties assigned by the President or the Board. It is recommended that this shall be a position held by two people who share equally in the above-mentioned responsibilities.

**Section 6.5: Secretary.** The Secretary shall: a) attend all meetings of the Members and the Board, b) record the minutes of those proceedings, c) distribute the minutes to all members of the Board within one (1) week and d) perform other duties assigned by the President or the Board.

**Section 6.6: Treasurer.** The Treasurer shall: a) have custody of the funds, b) keep full and accurate accounts of receipts and disbursements in the books and records, c) deposit all funds in the name and to the credit of the PTO within a timely manner, d) present an accurate account of all transactions and a report on the financial condition of the PTO at each General Meeting and Board Meeting, e) prepare the financial books for audit, f) prepare and submit all required forms for income and sales taxes and f) perform other duties assigned by the President or the PTO Board. Other duties include filing Texas State Sales Tax Reports as required by the comptroller's office, and annually file the IRS Form 990-N or 990-EZ 4.5 months after the RTMS PTO's year end. Finally, the Treasurer will prepare a complete audit report with accompanied records to the audit committee at year end; the Treasurer will then submit a reviewed annual audit to the FBISD Internal Auditor by September 1 each year.

**Section 6.7: Membership Coordinator.** The Membership Coordinator shall: a) be responsible for conducting at least one (1) annual Membership Drive of the PTO to commence at the beginning of the School year and conclude as deemed necessary by the Board, b) collect Membership dues of the PTO, c) review and update the PTO Voting Membership Roster as changes necessitate or as a minimum, prior to any meetings of the Board or General Membership, d) report monthly to the Secretary any changes to the Voting Membership Roster, prior to the aforementioned meetings, e) make the current Voting Membership Roster of the PTO available to the Board at all times and f) perform other duties assigned by the President of the Board.

**Section 6.8: VIPS Coordinator.** The VIPS Coordinator shall: a) be responsible for coordinating the volunteer program within the school to meet the needs of the faculty, staff, and students, b) act as a liaison between the school

and FBISD and submit reports as required to the district, and c) perform other duties assigned by the President or the Board.

**Section 6.9: Publicist.** The Publicist shall: a) be responsible for publicity for all events of the PTO, b) shall act as a liaison between the PTO and the media, c) shall keep the official history of the PTO, d) shall keep an annual record of all of the activities of the PTO and e) perform other duties assigned by the President or the Board.

**Section 6.10: Staff Appreciation Coordinator.** The Staff Appreciation Coordinator shall: a) develop, implement and oversee programs approved by the PTO to show appreciation to the school faculty and staff, such as, but not limited to, birthday celebrations, lunch and staff appreciation week, and b) perform other duties assigned by the President or the Board.

**Section 6.11: Parliamentarian.** The Parliamentarian shall: a) advise the presiding officer on questions of parliamentary procedure according to Robert's Rules of Order and these bylaws, b) determine quorums, c) tabulate votes at all Board, General, and Special meetings, d) maintain order at all board meetings, e) keep the bylaws and amendments in a designated book, f) act as chairman of the Nominating Committee, and g) perform other duties assigned by the President or the Board.

**Section 6.12: At-Large Representative 1.** At-Large Representatives serve on either the Career Day or Thunder Games committees, and perform other duties assigned by the President or the Board.

**Section 6.13: At-Large Representative 2.** At-Large Representatives serve on either the Career Day or Thunder Games committees, and perform other duties assigned by the President or the Board.

**Section 6.14: The Principal.** The Principal, or his/her designated proxy, shall attend board meetings and provide information to related agenda items.

## **Article VII: Finances**

**Section 7.1: The Budget.** The Board shall present to the General Membership during the last quarter of the school year, a budget of anticipated revenue and expenses for the next fiscal year, which shall run from July 1 until June 30. This budget shall be used to guide the activities of the PTO during the year. Any deviation greater than twenty percent (20%) from the budget must be approved in advance by the General Membership.

**Section 7.2: Obligations.** It is the intended practice of the Board that contracts and written agreements for the purposes of purchasing materials, renting equipment, or performing services on behalf of the RTMS PTO may only be authorized via signature by the President, 1<sup>st</sup> Vice President, or Secretary; however, if extenuating circumstances occur, such agreements may be signed by an officer of the Board with prior written authorization of the President. In the event a board member enters into a contract on behalf of the PTO without prior written authorization from the President, Vice President or Secretary, said board member shall protect, defend and indemnify the RTMS PTO and its officers from any and all claims, demands, actions, suits, damages, liabilities, losses, settlements, judgments, costs and expenses, including but not limited to reasonable attorney's fees, arising out of, relating to or resulting from the board member's unauthorized execution of the contract. RTMS PTO Board Members shall not have the authority to enter into such agreements on behalf of Ronald Thornton Middle School or FBISD, nor should they present themselves as having such authority.

**Section 7.3: Loans.** No loans shall be made by the PTO to its Board Members or General Members.

**Section 7.4: Monetary Transactions.** All checks, drafts, or other orders for payment of money on behalf of the PTO shall be signed by the Treasurer and the President. In the event the President or the Treasurer is not available, the Parliamentarian may act as a signee. All funds raised by the PTO are for the sole use of the purposes of the RTMS PTO.

**Section 7.5: Deposit of Funds.** All deposits and/or disbursements shall be made within a maximum of thirty (30) days from the receipt of the funds and/or orders of payment. Treasurer must make deposit of funds within (1) week of leaving school premises.

**Section 7.6: Financial Report.** The Treasurer shall present a financial report at each Board Meeting and General Meeting of the PTO and shall prepare a final report at the close of the year. The Board shall have the report and the accounts examined annually by an auditor or an informal audit committee, who, if satisfied that the Treasurer's annual report is correct per FBISD guidelines, shall sign a statement of that fact at the end of the report.

**Section 7.7: Spending.** Board approval is required for every expenditure exceeding \$1,200, including items approved in the budget.

**Section 7.8: Audit.** An audit of the books and records of the PTO shall be conducted and completed each year by an auditor approved by the board.

### **Article VIII: Committees**

**Section 8.1: Standing Committees.** Standing Committees are created with the approval of the PTO Board and are sanctioned as part of these bylaws. Each committee is headed by a Committee Chair. Committees can be co-chaired by no more than two (2) volunteers. The current standing committees are Career Day, Thunder Games, Shared Dreams, Marquee, 6<sup>th</sup> Grade Social, 7<sup>th</sup> Grade Social, and the 8<sup>th</sup> Grade Social. Committee Chairs do not have voting rights on the Board.

**Section 8.2: Ad Hoc Committees.** Ad Hoc Committees are created with approval of the PTO Board when new projects are instituted, or needs are identified. These committees are not permanent and may be established and disbanded on an as-needed basis.

**Section 8.3: Board Meeting Attendance.** The Chairpersons of these committees may attend board meetings but are considered non-voting members of the RTMS PTO Board.

### **Article IX: Amendments**

These bylaws may be amended at any General Meeting of the members, at which a quorum is present and voting throughout, by a vote of two-thirds (2/3) of the members present at such meeting, provided the proposed amendment(s) was posted on the PTO website five (5) days prior to the vote.

### **Article X: Parliamentary Authority**

*Robert's Rules of Order Revised* shall govern the RTMS PTO in all cases to which they are applicable and in which they do not conflict with these bylaws.