

# KNOLLWOOD PTO BYLAWS.

## ARTICLE 1: NAME

The name of this organization shall be the Knollwood PTO.

## ARTICLE 11: ARTICLE OF ORGANIZATION

The Knollwood PTO is a not-for-profit organization which operates under the established laws of New Jersey. Its "Articles of Organization" comprise the certification of incorporation or articles of incorporation and these bylaws as from time to time amended. In the event of any conflict the organization shall take prompt action to amend the certification of incorporation to conform to the provisions of these bylaws.

## ARTICLE III: PURPOSES

The objectives of the organization are:

1. To promote the welfare of the children and youth in the school and community.
2. To bring into closer relation the home, school, and community, so that parents, teachers, and citizens may cooperate in the education of children and youth.

## ARTICLE IV: BASIC POLICIES

The following are basic policies of this organization:

1. The organization shall be non-commercial, non-sectarian, and non-partisan.
2. The name of the organization or the names of any members in their official capacities shall not be used in connection with a commercial concern, or with any partisan interest or for any purpose not related to promoting the objectives of the organization.
3. The organization shall not directly or indirectly participate or intervene (including the publishing or distribution of statements) for 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.
4. The organization shall work with the school to provide quality education for all children and youth and shall seek to participate in the decision-making process establishing school policy recognizing that the legal responsibility to make decisions has been delegated by the people to the Board of Education.
5. The organization may cooperate with other organizations and agencies concerned with child welfare, however, persons representing the organization in such matters shall make no commitments that bind the organization.



6. In the event of the dissolution of the organization, its assets shall be distributed for one or more of the exempt purposes specified in section 501 C (3) of the Internal Revenue Code of 1954 as from time to time amended.

#### ARTICLE V: MEMBERSHIP AND DUES

Section 1. Membership shall be open to all parents, guardians, and staff of the Knollwood Elementary School.

Section 2. Any members of the organization shall be eligible to participate in the business meetings, or to serve in any of its elected or appointed positions.

Section 3. The membership of this organization shall be from July 1 through June 30.

Section 4. The organization shall conduct an annual enrollment of members, and individuals may be admitted to membership at any time during the school year.

#### ARTICLE VI: OFFICERS AND ELECTION

##### **Section 1.**

- A. The officers of this organization shall be one (1) President or two (2) Co-Presidents, Vice-President, Treasurer and Secretary. Only members of the organization shall be eligible to serve in any elected or appointed positions.
- B. President is elected by ballot for two-year terms in alternating years, and can serve a maximum of two consecutive terms. The Treasurer is elected to a two-year term and can serve a maximum of two consecutive terms. All other officers shall be elected by ballot annually in the month of May, however, if there is but one nominee for each office, the election may be by voice vote. Officer roles with a one-year term can serve for three consecutive terms.
- C. A majority vote shall elect.
- D. Officers shall assume their official duties as of July 1 and shall serve for a full term until successors are elected.
- E. Officers can be removed by  $\frac{2}{3}$  of the executive board, vote for violation of By-Laws or being derelict of duties.
- F. Removal from office would be barred from holding a board position for a period of 5yrs from date of removal for an initial suspension. A second removal will result in a permanent ban.



- G. A list of barred or removed officers list shall be maintained in an exhibit appended to the By Laws and maintained in the Presidents Binder, Principal Office and Superintendents Office and shall not be published on the school website
- H. Only members in good standing as defined in ARTICLE IX: Section 1:D will be permitted to vote

### **Section 2.**

- A. There shall be a nominating committee consisting of three members, none of whom are seeking election.
- B. Nominations will be taken from the general membership.
- C. Any member of the organization may nominate himself/herself or another member for a board position, but only one office may be sought per nominee.
- D. Any member seeking an officer post shall not hold a similar post on another PTO executive board within the district.
- E. Any member seeking election to a board position must be furnished with a copy of the organization's By-Laws.
- F. The nominating committee is responsible for presenting a final ballot including brief summaries of each nominee' s qualifications to the general membership. All Profiles for board nominees shall be communicated to all registered PTO members no less than 1 week prior to a general election.

### **Section 3.**

A vacancy occurring in an office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board, notice of such election having been given by the Secretary.

## **ARTICLE VII: DUTIES OF OFFICERS**

### **Section 1.**

The President/Co-Presidents

- a) Shall Preside at all meetings of the organization, the executive board, and represent or delegate representation at the President Council meetings with the Superintendent's Office.
- b) Shall perform such other duties as appointing committee chairperson; coordinate the activities of officers and committees in order that the objectives may be



- promoted; and other duties as may be prescribed in these bylaws or assigned to him/her by the organization or by the executive committee.
- c) Shall maintain binder of all required audit documents as prescribed by the superintendent's office in the PTO President Document Verification list
  - d) Shall change account credentials email/financial/electronic accounts upon transfer of leadership
  - e) Shall have authorized access to the primary email account and all organization documents
  - f) Where there is no nominee for the role of president the outgoing officer may retain the role of "acting president" maximum term of one year or until a nominee is identified for the with a 2/3 majority vote from the membership. If a nominee is identified within that 1-year term the role of acting President will be dissolved.
  - g) The same will hold true for a sitting president who during the second year of their term falls out of status of being a parent with a child enrolled at Knollwood Elementary, will forfeit the position at that time.
  - h) Will work with the President Elect to ensure a smooth transition.

## **Section 2.**

### The Vice President

- a) Shall assist the President/Co-Presidents and shall, in their designated order.
- b) Perform the duties of the of the President/Co-presidents in the absence or inability of those officers to serve.
- c) Shall be in charge of all PTO programming, which includes coordinating existing functions and researching new events, programs to be approved by the PTO Board.
- d) Shall have authorized access to the primary email account and all organization documents
- e) Will work with the Vice-President Elect to ensure a smooth transition.

## **Section 3.**

### The Secretary

- a) Shall record the minutes of all meetings of the organization and of the Executive Board, and prepare copies to be distributed at next meeting.
- b) Shall have a copy of the approved bylaws.
- c) Shall conduct the general correspondence of the organization as directed by the President/Co-Presidents, executive committee or the organization.
- d) Shall inform all Executive Board members of meeting dates; and shall perform such other duties as delegated.
- e) Maintain PTO email address distribution list
- f) Update and maintain PTO assigned bulletin boards in the school
- g) Will work with the Secretary Elect to ensure a smooth transition
- h) Shall have authorized access to the primary email account and all organization documents

- i) Create and share board approved content with members using social media (Facebook) and web platforms (Sign Up Genius) while encouraging new members to join the organization
- j) Work to update the PTO portion of the school website

#### **Section 4.**

##### The Treasurer

- a) Shall have custody of all funds of the organization.
- b) Shall keep an accurate record of receipts and expenditures.
- c) Shall pay out local funds in accordance with the approved budget as authorized by the organization.
- d) Deposit all money into account in a timely manner
- e) Shall present a financial report at all meetings.
- f) Shall prepare a budget with the assistance of the President/Co-Presidents prior to the first Fall Executive Board meeting.
- g) Shall present the proposed budget at the first general meeting for approval.
- h) Shall have accounts ready to be audited if requested by majority vote of the membership.
- i) Will work to provide tax deduction forms as requested to PTO members or by default to any person or organization making a donation of \$250 or more.

#### **Section 5.**

All officers shall deliver to their successors all official material prior to July 1 following the election of their successor.

#### Section 6: Committee Chairs

##### Nomination Committee

- a) Shall be responsible for routing election communication and ccing the current board/president.  
Shall work with the principal to send out nomination forms
- b) Shall collect and review, then reaches out to the nominees gain acceptance of nomination. If they do then obtain a signed copy of the by-laws either hard copy or electronically
- c) Shall receive nominee profiles and communicate.
- d) Shall prepare ballots for election and ensure one ballot per household is issued.
- e) Present and facilitate election at the May meeting.

##### Fundraising Chairperson

- a) Shall be responsible for coordinating and planning events that raise money for the PTO, once approved by the Board



- b) Recruit and develop volunteers as necessary to help
- c) Does not exploit students or involve door to door sales by students
- d) Would be responsible for compiling vendors for events to be voted on by majority vote by the board.

#### Membership Chairperson

- a) Maintain list of current PTO members
- b) Update member contact information
- c) Prepare member list and passes for planned events as needed.

#### Hospitality Chairperson

- a) Work with the Board and committee members to organize and set up refreshments, food, decorations for events and PTO meetings

#### Yearbook Chairperson

- a) Compile pictures from events throughout the school year
- b) Work with committee to take and collect pictures throughout the year
- c) Work with graphic artist/printer to create and print yearbook
- d) Will find a compile a list of print vendors to be voted on by majority vote by the board.
- e) Communicate yearbook related information after president/board and principal approval
- f) Responsible for collecting payments and distributing yearbooks in a timely fashion

#### Garden Chairperson

- a) Oversee and help with various ongoing garden tasks such as planting, weeding and watering.
- b) Work with Social Media Chairperson to update and send out Sign Up Genius for summer help.
- c) Communicate about garden with principal, setting up times with classes, coordinate volunteers for events.

#### Teacher Liaison

- a) The Teacher Liaison shall coordinate communications for the teaching staff to the PTO Executive Board and vice versa.
- b) The Teacher Liaison will attend all General Membership meetings when available.



## ARTICLE VIII: EXECUTIVE BOARD

### **Section 1.**

The Executive Board shall consist of the officers of the organization, and the chairpersons of standing committees. The members of the Executive Board shall serve until their successors take office.

### **Section 2.**

The duties of the Executive Board shall be:

- A. To transact necessary business in the intervals between organization meetings and such other business as may be referred to it by the organization.
- B. To create standing committees.
- C. To approve the plans of work of the standing committees.
- D. To present a report to the principal and at the regular meetings of the organization.
- E. To accept and submit to the organization for adoption a budget for the fiscal year.
- F. To approve routine bills within the limits of the budget.

### **Section 3.**

Regular meetings of the Executive Board shall be held monthly during the school year, the time to be fixed by the Board at its first meeting of the year; a majority of the Executive Board members shall constitute a quorum; special meetings of the Executive Board may be called by the President/Co-Presidents or by the majority of the members of the Board. The purpose of the meeting shall be stated in the call.

## ARTICLE IX: GENERAL MEETINGS

### **Section 1.**

- A. Regular meetings of this organization shall be held bimonthly throughout the school year unless notice is given otherwise.
- B. The Executive Board shall call special meetings as necessary. The purpose of the meeting shall be stated in the notice.
- C. Two-thirds (2/3) of the members attending the meeting shall constitute a quorum for the transaction of business in any meeting of this organization.
- D. The privilege of holding office, introducing motions, debating, and voting shall be limited to members whose current dues are paid, and who have been in membership in this organization at least 15 days.

## ARTICLE X: STANDING COMMITTEES AND SPECIAL COMMITTEES

### **Section 1.**

Such standing committees shall be created by the Executive Board as may be required to promote the objectives and interests of the organization. The chairpersons of the standing



committees shall be appointed by the officers of the organization and the Principal of the school. Their term shall be one (1) year, unless an extension is agreed upon by the Executive Board.

**Section 2.**

Only members of the organization shall be eligible to serve as chairperson or members of committees.

**Section 3.**

The chairpersons of all standing committees shall present plans of work to the Executive Board, and no committee work shall be undertaken without the approval of the Executive Board.

**Section 4.**

Special committees shall be appointed by the President/Co-Presidents, Executive Board, or the organization as deemed necessary to carry on the work of the organization.

**Section 5.**

The President/Co-Presidents shall be ex officio members of all committees except the nominating committee.

ARTICLE XI: FISCAL YEAR

The fiscal year of this organization shall be from July 1 to June 30.

ARTICLE XII: PARLIMENTARY AUTHORITY

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

ARTICLE XIII: CONFLICT OF INTEREST

**Section 1.**

The purpose of the conflict-of-interest policy is to protect Knollwood PTO'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

#### *1. 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.

#### *2. Financial Interest*

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

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. 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 3, Part 2, 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

#### *1. 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 considering the proposed transaction or arrangement.

#### *2. 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 if a conflict of interest exists.

#### *3. Procedures for Addressing the Conflict of Interest*

- a. 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.

- b. 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.
- c. 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.
- d. 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.

#### Periodic Reviews

To ensure 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, based on competent survey information, and 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 in an excess benefit transaction.

#### ARTICLE XIV: AMENDMENTS

These bylaws may be amended at any regular scheduled membership meeting of the organization by a two-thirds (2/3) vote of the members present and voting, provided that notice of the proposed amendments was given at the previous meeting, and provided that the amendment is not in conflict with mandatory articles.

A committee may be appointed to submit a revised set of bylaws only by a majority vote at a meeting of the organization, or by a two-thirds (2/3) vote of the Executive Board. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.

