

WARNER ELEMENTARY SCHOOL PARENT-TEACHER ORGANIZATION BYLAWS

ARTICLE I: NAME

The name of this non-profit corporation shall be the Warner Elementary Parent-Teacher Organization (hereinafter "PTO" or "Organization").

ARTICLE II: ARTICLES OF ORGANIZATION

This Organization exists as an incorporated entity as defined by its "articles of incorporation," which were certified by the State of Texas on September 27, 2007.

ARTICLE III: MEMBERSHIP AND DUES

Section 1: The members of the Organization shall consist of parents, guardians, teachers, staff members, and other interested individuals who will agree to uphold the policies and Bylaws of this Organization, and whose membership dues are paid and current.

Section 2: The PTO Board shall establish the level of membership dues annually. Payment of the annual membership dues is required to be a member in good standing of the Organization.

ARTICLE IV: OBJECTIVES

The objectives of this Organization are to:

Section 1: Enrich the education of the children attending Warner Elementary School by supporting the administration of the school with the talents and resources of parents, guardians, and other interested individuals who have the children's best interest in mind and are willing to uphold these Bylaws.

Section 2: Provide opportunities for parents, staff, and members of the community to contribute to growth experiences for the children through well-planned programs of an educational nature.

Section 3: Provide an Organization which is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision within these articles, the Organization shall not engage in any activities not permitted (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law) or (b) by an organization contributions to which are deductible under Section 170(c)(2) or the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue law).

ARTICLE V: POLICIES

The policies of the Organization are as follows:

Section 1: The objectives of the Organization are educational and shall be developed through conferences, committees, and projects.

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Section 2: The Organization is non-commercial, non-sectarian, and non-partisan. This Organization shall not promote propaganda or otherwise attempt to influence legislation or any initiative or referendum before the public. The Organization shall not participate in or intervene in (including by publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 3: The Organization shall cooperate with the school to support the improvement of education in ways which will not interfere with the administration of the school. The Organization shall not seek to control policies of the school or the school district.

Section 4: The Organization shall follow Cypress-Fairbanks ISD guidelines and policies concerning Parent-Teacher Organizations.

Section 5: The Organization shall comply with all applicable laws of local, state, and federal governments.

ARTICLE VI: PTO BOARD

Section 1: The PTO Board shall consist of a President, a Vice President of Fundraising (1), a Vice President of Fundraising (2), a Vice President of Fundraising (3), a maximum of four (4) Vice Presidents of Volunteers, a Vice President of Communications, a Secretary/Parliamentarian, a Treasurer, and the Principal of the school.

Section 2: Closed meetings of the PTO Board shall be held monthly during the school year. The meeting times will be decided by the PTO President prior to the first Board meeting of the school year, and notice shall be provided no later than two (2) days prior to the meeting.

Special meetings of the PTO Board may be called by the President, the Principal, or by a majority vote of the members of the Board. A majority of the PTO Board shall constitute a quorum at all Board meetings.

Section 3: Performance of all PTO Board and Committee members is subject to review. The Board may elect to send notice to those that are not fulfilling their duties. Reasonable consequences may follow, including removal from office, if approved by a majority vote of the remaining PTO Board members.

ARTICLE VII: MEETINGS OF THE ORGANIZATION

Section 1: At least two (2) general meetings of the Organization shall be held during the school year.

Section 2: Meetings of the Organization shall be called at the discretion of the Board and the Principal upon prior written notice to the parents and staff of the school.

Section 3: Twenty-five (25) PTO members in good standing shall constitute a quorum for the transaction of business in any general meeting of the Organization . A majority vote of those present is necessary for approval of business unless otherwise stipulated in these Bylaws. The voting can be done in person, with an online form, or a combination of both. Voting will only be open during the

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meeting time and there will be no chance to vote before or after the meeting. The link for online voting will be shared during the live streamed meeting.

Section 4: The privileges of holding office, serving as committee chairs, introducing motions, debating, and voting shall be limited to members of the Organization in good standing, in accordance with ARTICLE III: MEMBERSHIP AND DUES.

Section 5: All proceedings during Organizational meetings shall be governed by standard parliamentary procedure, in accordance with ARTICLE XIII - PARLIAMENTARY AUTHORITY.

ARTICLE VIII: FINANCES

Funds raised by the Organization shall be spent exclusively for the enhancement of the educational environment and growth of the children attending Warner Elementary School and other CFISD schools/educational centers as designated by the Warner PTO, and for the operation of this Organization.

Section 1: Fiduciary responsibilities of the PTO Board shall include the following:

- A. The current PTO Board, with input from the Principal, shall prepare a recommended budget to present to the incoming Board.
- B. The current PTO Board shall also present recommendations concerning the spending of unallocated monies for the current school year at the last PTO Board meeting of the school year for approval.
- C. At the last Board meeting of the school year, the proposed budget will be presented to the Board for approval. A majority vote of the current and incoming PTO Board members present will constitute approval of the proposed budget.
- D. The approved budget shall then be presented to the entire PTO body at the first PTO general meeting of the school year.
- E. Prior to the end of the CFISD fiscal year, the PTO Board shall appoint a qualified individual to examine the Treasure's accounts. The examination shall be completed and made available to the Organization at the first meeting of the school year.

Section 2: An itemized financial statement shall be made available to PTO Board members at all PTO Board meetings. An overall expense statement shall be provided at the General PTO meetings.

Section 3: All checks must have the signatures of two (2) authorized PTO Board Members. The authorized signers shall be the Board Members holding the positions of President, Treasurer, and Secretary/ Parliamentarian .

Section 4: All monies collected by the Organization must be counted on site by a minimum of two (2) PTO members, one of which must be a Board member or a committee chair.

Section 5: Expenditures

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A. Budgeted expenditures may be incurred at the discretion of the Committee Chair, with prior approval from the Vice President to which they report.

8. Any over-budget expenditure must receive prior approval from the PTO President.

C. Expenditures over \$1,000.00 must be specifically stated in an approved plan of work and may not differ from that plan of work without securing prior approval by a majority vote from the PTO Board.

Section 6: No part of the net earnings of the Organization shall become operative to the benefit of nor be distributable to its members, trustees, directors, officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services actually rendered to the Organization or allowed by the Organization as a reasonable allowance for authorized expenditures incurred on behalf of the Organization.

Section 7: Upon the dissolution of the Organization, assets shall be distributed by the PTO Board, after paying or making provisions for the payment of all of the debts, obligations, liabilities, costs, and expenses of the Organization exclusively for the purposes of the Organization, or to such organization(s) operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Revenue Law), as the PTO Board shall determine. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the Organization is then located, exclusively for such purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX: ELECTION OF THE BOARD

Section 1: Nomination Process. Board positions will be posted in the Warner newsletter each year. Individuals interested in serving as board members may nominate themselves by completing a PTO Board Application. Individuals must be members in good standing of the Organization.

Section 2: Election Guidelines

A. There shall be a Nomination Committee composed of three (3) members. The principal shall serve as the ex-officio member. One shall be a staff member appointed by the Principal and Two (2) shall be chosen by a majority vote of the PTO board. Of those chosen, one (1) shall be a PTO non-board member and one (1) shall be an outgoing PTO Board. The Nominating committee members shall be selected at least, but not limited to one month prior to the election and must be in good standing with the Organization.

Any PTO Member who desires his/her name on the slate of the nominees for the PTO board must notify the sitting PTO Board President and School Principal in writing as soon as possible after the meeting at which the Nominating Committee is formed.

B. The nominating committee shall solicit, then select one nominee for each office to be filled. The Chairperson shall secure the approval of the Principal and the PTO board for the proposed slate of officers.

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C. The out-going Board members shall complete any outstanding business for the current fiscal year, and facilitate the transition of the newly installed Board.

Section 3: Terms of Office

- A. The newly elected Board members shall assume their full official duties at the beginning of the current CFISD fiscal year.
- B. PTO Board members shall not be eligible to serve more than two (2) consecutive terms in the same office. This may be waived if there are no other members in good standing who submit a letter of interest for that office.
- C. All elected Board members and Committee Chairs shall be members in good standing of the Warner PTO.

Section 4: Resignations and Terminations

- A. Resignation from the PTO Board must be submitted in writing to the PTO President, and must be received prior to the effective date.
- B. Board members may be terminated from office for not fulfilling their duties as outlined in these Bylaws . A termination requires a majority vote in favor of the motion from all remaining Board members.

Section 5: Vacancies

Upon a vacancy occurring in any office of the PTO Board, the President shall appoint a member in good standing to fulfill the duties of the individual who vacates the position. This motion requires a majority vote of the PTO Board in favor of the candidate.

ARTICLE X: BOARD MEMBER DUTIES

Section 1: The duties of all PTO Board members shall be to:

- A. Present a report of any ongoing work in their respective areas of responsibility at PTO Board meetings and at meetings of the Organization as deemed necessary. This may include, but not be limited to, inviting appropriate members of the Organization to attend and present an update regarding a specific committee or project.
- B. Attend monthly PTO Board meetings, general PTO meetings, and special meetings that may be called. Board members unable to attend should notify the President. A Board member who accumulates two (2) consecutive unexcused absences from Board meetings will be removed from his/her Board position (majority vote of the Board members is not required).
- C. Perform all duties as outlined in these Bylaws.
- D. Transact necessary business in the intervals between meetings of the Organization.
- E. Perform specific duties for the office for which they were elected, including, but not limited to, those duties delineated in the Sections following.

Section 2: President

The duties of the President shall be to:

- A. Preside at all meetings of the Organization and the PTO Board.

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- B. Prepare and present an agenda for all such meetings.
- C. Review and approve the work of the Board members and their Committees in order that the objectives may be promoted.
- D. Represent Warner Elementary at the District level as necessary.

Section 3: Vice Presidents

The Vice Presidents shall act as aides to the President and shall, in the order listed, perform the duties of the President in the absence or inability of the President to serve.

- A. The Vice President of Fundraising (1) shall investigate options for primary and secondary fundraisers, present those options to members of the Board for approval, and coordinate and oversee all activities regarding fundraising.
- B. The Vice President of Fundraising (2) shall investigate options for primary and secondary fundraisers, present those options to members of the Board for approval, and coordinate and oversee all activities regarding fundraising.
- C. The Vice President of Fundraising (3) shall investigate options for primary and secondary fundraisers, present those options to members of the Board for approval, and coordinate and oversee all activities regarding fundraising.
- D. The Vice President(s) of Volunteers shall oversee all volunteer needs at Warner, with focus on direction of chairs, recruitment, retention, and recognition.
- E. The Vice President of Communication shall provide information regarding activities and achievement of the school and the Warner PTO.

Section 4: Other Board Members

Board members holding the positions of Secretary/Parliamentarian and Treasurer shall serve as aides to all other Board members on an as-needed basis, in addition to specific duties defined by the following.

A. Secretary/Parliamentarian

The Secretary/Parliamentarian shall record and present for approval the minutes of all meetings of the Organization and the PTO Board, shall maintain a roster of active PTO Board members, and shall handle general correspondence for any business of the PTO Board. In addition, the Secretary/Parliamentarian shall provide guidance to Board members regarding questions of parliamentary rules, provide consultation regarding parliamentary procedure, and perform duties as detailed in ARTICLE XII - AMENDMENT OF BYLAWS.

B. Treasurer

The Treasurer shall follow all aspects of these Bylaws in regards to finances. Furthermore, the Treasurer shall develop an itemized budget for proposal to the PTO Board, receive all monies of the Organization, keep accurate records of receipts and expenditures, pay out funds in accordance with the approved budget, present a financial statement at each meeting of the Organization and the PTO Board, and complete or oversee the completion of all state and federal tax forms as required by law.

ARTICLE XI: COMMITTEE GUIDELINES

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Section 1: Committees shall be created by the PTO Board as deemed necessary to promote the objectives and carry on the work of the Organization. All formed committees must adhere to the following guidelines. Chairs of all committees shall be appointed with the approval of the Board and the consideration of the Principal. Committee Chairs are responsible for recruiting their committee members, and for assisting with designated PTO functions.

Section 2: In conjunction with the Board member in charge of that area, the Chair of each committee shall propose a plan of work and submit that plan of work to the Board for approval. An approved plan of work is defined as a breakdown of how a particular committee, function, or event will be conducted and, if applicable, what budgeted funds will be required.

Section 3: Any committee that is created and appointed for a special purpose shall automatically dissolve when that purpose has been fulfilled.

Section 4: The President shall be a member ex-officio of all committees.

ARTICLE XII: AMENDMENT OF THE BYLAWS

Section 1: Any member of the Organization may propose an amendment to these Bylaws at any Board Meeting. The Secretary/Parliamentarian shall receive and hold all such proposals for review as needed by the PTO Board.

Section 2: After review of the proposals, if the Board deems it necessary to pursue any of the proposed revisions, a special committee shall be formed to investigate further. This Bylaws Committee (comprised of a current Board member, a general member of the Organization, and a staff member who is part of the Organization - all appointed by the President) will report to the Secretary/Parliamentarian as its governing officer.

Section 3: The Bylaws Committee shall review all proposed revisions and construct any appropriate amendments, which will then be presented to the Board for review.

Section 4: After approval of the Board, the proposed amendments shall be slated for a vote at the next scheduled general meeting of the Organization. The proposed amendments shall be made available for review to the members of the Organization for a minimum of seven (7) days prior to that general meeting.

Section 5: At that general meeting, a vote shall be taken to approve or reject the proposed amendments. A simple majority of those present, if a quorum of at least twenty-five (25) members is in attendance, shall be sufficient to adopt the proposed amendments.

Section 6: Copies of the amended Bylaws must then be submitted to CFISD and all appropriate agencies of the state and federal governments. A copy of the revised Bylaws shall be posted at the school and made available to all members of the Organization.

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ARTICLE XIII: SECRETARY/PARLIAMENTARY AUTHORITY

The rules contained in the Roberts' Rules of Order, Revised, shall govern all meetings of the Organization in all cases in which they are applicable.

ARTICLE XIV: FISCAL YEAR

The fiscal year of the Organization shall run concurrent with the currently defined CFISD fiscal year.

(Adopted, September 27, 2007)

(Amended, May 11, 2009)

(Amended, March 21, 2017)

(Amended, March 1, 2018)

(Amended, May 7, 2021)

(Amended April 30, 2024)