

**ByLaws
Of
Kuehnle Elementary Parent Teacher Organization, Inc.**

**Article I
Name and Location**

Section 1. Name. The name of this organization shall be Kuehnle Elementary Parent Teacher Organization, Inc., also referred to as Kuehnle Elementary PTO.

Section 2. Location. Meetings of the membership and Executive Board of this organization may be held at such places, within Harris County, Texas, as may be designated by the Executive Board.

**Article II
Purposes and Structure**

Section 1. Purposes. The purposes of this organization are to promote the welfare of children in school, home and community; to promote close communication, understanding and cooperation among the students, parents and faculty, and to enrich the education of children.

Section 2. Structure. The program of this organization is educational. This organization shall be self-governing, self-supporting, non-commercial, non-sectarian, non-profit and nonpartisan, and shall seek neither to direct the administrative activities of the school nor to control its policies.

**Article III
Membership and Dues**

Section 1. Membership. Membership in this organization is ~~given to~~ any person who is a parent, guardian or adult relative of a child or children enrolled at Kuehnle Elementary School or a faculty or staff member of the school, and who will uphold the policies of this organization and agree to its bylaws. ~~Membership shall be granted to each family unit.~~

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Deleted: Section 2. Qualification. Eligible persons shall become members by paying the prescribed membership dues per family per school year. Upon payment of such dues, a member shall be considered in good standing and be entitled to any and all rights and privileges of membership.¶

Section 3. Membership Drive. An annual membership drive may be conducted as early in the school year as possible, with additional members accepted at any time.¶

Deleted: Section 4. Dues. Annual dues shall be assessed in such amounts as determined by the Executive Board. Dues shall become payable at the beginning of each fiscal year.¶

Deleted: Membership

**Article IV
PTO Meetings**

Section 1. General Membership Meetings. There shall be at least three (3) General Membership Meetings each year. The annual budget shall be presented at the first such meeting.

Section 2. Special Membership Meetings. Special Membership Meetings may be called by the Executive Board, or upon written request of ten percent (10%) of the members.

Deleted: in good standing as verified by the Membership Coordinator.¶

Section 3. Annual Meeting. The last General Membership Meeting shall be designated as the annual meeting for the purpose of accepting the slate of officers for the following fiscal year and receiving reports from officers and committees.

Section 4. Notice. Advance written notice of any General or Special Membership Meeting shall be given to all members of the organization as may be evidenced by posting at the Volunteer desk.

Section 5. Quorum. Fifteen (15) members shall constitute a quorum for the transaction of business at any General or Special membership Meeting, unless a greater number is required by provisions of the Bylaws. If such quorum is not present at a meeting, a majority vote of the members present may adjourn the meeting from time to time with no other notice than announcement at the meeting until the time when a quorum shall be present.

Section 6. Voting. Each family unit, as defined in Article III, Section 1 of these Bylaws, shall have the right to cast one vote in any matter at a General or Special Membership Meeting. The decisions of a majority [greater than 50%] of the voting members present at a meeting at which a quorum is established will be binding on the organization, unless greater vote is required by provisions of the Bylaws.

Comment: Eliminated from original

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Section 7. Proxy. No voting by proxy will be allowed.

Section 8. Procedure. All Membership Meetings shall be conducted in accordance with the then current edition of *Robert's Rules of Order*, published by Perseus Publishing Company.

Article V **Executive Board**

Section 1. Powers. The Executive Board (sometimes referred to as the "Board") shall be the governing body of the organization and shall manage, control and direct the affairs and property of the organization. The Executive Board shall have the power to expend unbudgeted funds in excess of budgeted obligations, approved by a majority vote of the members of the Board.

Section 2. Composition. The Executive Board shall have as voting members the elected officers (as set forth in Article VII, Section 1), a faculty representative, the school's Volunteer Coordinator (s), and the school's principal.

Section 3. Duties. The duties of the Executive Board shall include, but are not limited to, the following:

- a. transact any business necessary to establish and administer the programs of the organization;
- b. supervise all officers of the organization to see that their duties are properly performed;
- c. present a report of the work of the organization at the General Membership Meetings;
- d. ~~prepare an annual budget;~~
- e. prepare an annual budget;
- f. act for the organization in any emergency;
- g. appoint person(s) to serve the balance of the term for vacant positions; and
- h. have all members of the Executive Board with fiscal responsibility to be bonded.

Deleted: set the amount of annual membership dues;

Section 4. Term. No Elected Officer may serve in the same position for more than two (2) consecutive years. No one shall serve as a member of the Executive Board for more than four (4) years during any six (6) consecutive year period.

Section 5. Qualifications. Any member with an approved background check is eligible to serve on the Executive Board. The position of President should be filled by someone who has previously served on the Board. In the event a previous Board member cannot fill this position, it may be filled by a committee chairman.

Deleted: in good standing

Section 6. Compensation. No member of the Executive Board shall receive compensation for any service he or she may render in the organization. Board members must disclose and forfeit any notable personal benefit not available to all PTO members offered by vendors. Board members may be reimbursed for actual expenses incurred in the performance of their duties.

Comment: New language added.

Section 7. Resignation. A member of the Executive Board may resign at any time by giving written notice to the President or Secretary. Such resignation shall take effect on the date of receipt of such notice or at a time specified in the notice; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 8. Removal. Any member of the Executive board may be removed, with or without cause, by a two-thirds (2/3) vote of the members of the organization present at a General or Special Membership Meeting at which a quorum of ten percent (10%) of the membership is present. The Board may also remove a Board member pursuant to Article VI, Section 7 of these Bylaws or when, in the judgment of the Board, the best interests of the organization would be served thereby. Any such removal by the Board requires two-thirds (2/3) vote of the other Board members.

Comment: Eliminated from original

Section 9. Vacancy. In the event of death, resignation or removal of a member of the Executive Board, the remaining Board members may appoint any member as a successor. A successor so appointed shall serve for the remainder of the replaced Board member's term.

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Section 10. Materials of Office. Members of the Executive Board shall deliver to their successors all official materials no later than thirty (30) calendar days following the assumption of duties by their successors.

Article VI
Executive Board Members

Section 1. Regular Meetings. Regular meetings of the Executive Board shall be held during the year at times fixed by the Board at its first meeting.

Section 2. Special Meetings. Special meetings of the Executive Board may be called by the President or by a majority {greater than 51%} of the members of the Executive Board. Such meeting may take place after every member of the Executive Board has been given at least twenty-four (24) hours notice. Such notice may be waived at the Special Meeting by unanimous vote of all Board members.

Comment: Space eliminated from original

Section 3. Cancellation. If a regularly scheduled meeting is cancelled, the Executive Board shall reschedule the meeting to take place within fourteen (14) days thereafter.

Section 4. Quorum. A majority {greater than 51%} of the Executive Board shall constitute a quorum for transacting business at a meeting of the Board. If such quorum is not present at a meeting, a majority vote of the Board members present may adjourn the meeting from time to time without notice other than announcement at the meeting, until the time when a quorum shall be present.

Section 5. Actions. An act of a majority {fifty percent plus one (greater than 51%)} of the Board members present at a meeting at which a quorum is established shall be an act of the Executive Board.

Section 6. Action Taken Without a Meeting. The Executive Board may take any action in the absence of a meeting, which they could have taken at a meeting, such action may be via phone, fax, email, or other similar means. In such event, every Board member shall be contacted regarding the matter to be considered. Any action so taken shall be ratified at the next Regular Meeting of the Executive Board and shall have the same effect as though taken at a Board meeting.

Comment: Added

Section 7. Attendance. A member of the Executive Board may be removed for failure to attend three (3) regularly scheduled Board meetings with good cause.

Section 8. Procedure. All meetings of the Executive Board shall be conducted in accordance with the then current edition of *Robert's Rules of Order*.

Article VII
Elected Officers and Duties

Section 1. Enumeration of Offices. The elected officers of this organization and their duties are as follows:

- a. The President shall:
1. preside at all meetings of the membership and of the Executive Board;
 2. act as ex-officio member of all committees, except the Nominating Committee;
 3. coordinate the work of the officers and committees so that the objectives are promoted;
 4. create special committees and appoint chairpersons of same, subject to the approval of the Executive Board; and
 5. perform such other duties as deemed necessary by the membership or by the Executive Board.
- b. The Vice President shall:
1. assume the duties of the President in the event of the President's inability to serve or resignation;
 2. gather, ~~present and execute~~ fundraising options for review by the Executive Board; and
 3. perform such other duties as deemed necessary by the membership or by the Executive Board.
- c. The Co-Vice President shall:
1. gather, present and execute fundraising options for review by the Executive Board; and
 2. perform such other duties as deemed necessary by the membership or by the Executive Board.
- d. The Secretary shall:
1. record the minutes of all meetings of the membership and of the Executive Board, and furnish a copy of such minutes to the President within one (1) week following the meeting;
 2. coordinate all correspondence relating to the organization;
 3. publish all notices of meetings and newsletters as required by provisions in these Bylaws;
 4. catalogue and supervise the property of the organization; and
 5. perform such other duties as deemed necessary by the membership or by the Executive Board.
- e. The Treasurer shall:
1. be the financial officer of the organization;
 2. present the annual budget for approval at the first Regular Meeting of the Executive Board;
 3. receive and deposit all monies of the organization in the bank account designated by the Executive Board;
 4. keep accurate records of receipts and disbursements;
 5. pay out funds with proper vouchers in accordance with the approved budget;
 6. present a financial report at the last General Membership Meeting and at each Regular Meeting of the Executive Board;

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Comment: Add 2nd VP

Comment: Eliminated from original

7. present the accounts for annual examination to the Audit Committee established by the Board in accordance with Article X, Section 2 or by a CPA approved by the Executive Board;
8. prepare all required tax returns on behalf of the organization; and
9. perform such other duties as deemed necessary by the membership or by the Executive Board.

f. The Parliamentarian shall:

1. advise the presiding officer in matters of parliamentary procedure;
2. review annually the membership policies to ensure compliance with the non-discriminatory membership requirement set forth in Article VII of the Articles of Incorporation and shall report all findings to the Board;
3. arrange for special programs to be performed for students with Board approval;
4. shall appoint chairperson of the nominating committee; and
5. perform such other duties as deemed necessary by the membership or by the Executive Board.

g. The Membership Coordinator shall:

1. create and publish a student directory, and
2. perform such other duties as deemed necessary by the membership or by the Executive Board.

Deleted: solicit and maintain a membership roll or the organization, and¶

h. The Hospitality Coordinator(s) shall:

1. provide refreshments for designated meetings;
2. coordinate teacher & staff appreciation throughout the year; and
3. perform such other duties as deemed necessary by the membership or by the Executive Board.

Comment: Added 2nd Coordinator

Section 2. Term. Each elected office shall serve a term on one (1) year or until a successor has been duly elected or appointed.

Section 3. Authority to sign checks. Only the President, Secretary and Treasurer shall have the authority to pay for the expenses of the organization. Two signatures are required on organization checks.

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Article VIII **Nomination and Election of Officers**

Section 1. Nominations. The Nominating Committee established by the Executive Board in accordance with Article X, Section 1 of these Bylaws shall solicit nominations for the elected offices no less than thirty (30) days prior to the third meeting at which the nominees will be presented to the membership. The Nominating Committee shall propose one nominee for each elected position on the Executive Board. This slate shall be the result of the pool of nominations

submitted during the 30 days prior to the meeting at which the nominees are presented to the membership. No nominations will be taken from the floor.

Section 2. Election. Members may cast one vote per family for acceptance of the presented slate. Cumulative acceptance is not permitted. No proxy acceptance is permitted.

Article IX
Appointed Coordinators and Duties

Section 1. Enumeration. The Appointed Coordinator(s) are appointed by the principal and serve on the Executive Board. The duties are:

- a. The Volunteer Coordinator(s) shall:
 1. organize all volunteer areas as requested by the school, recruiting chairpersons when necessary;
 2. coordinate the work of the chairpersons in order to promote the objectives;
 3. ensure that chairpersons understand their budgets, if applicable, and comply with the budget requirements;
 4. organize the volunteer round up held at the beginning of the school year to recruit volunteers to help with school activities;
 5. appoint chairpersons of standing committees, as necessary, subject to the approval of the Executive Board;
 6. maintain the volunteer database;
 7. track volunteer hours monthly and report totals to the Executive Board and Klein Independent School District's central office; and
 8. perform such other duties as deemed necessary by the membership or by the Executive Board.
- b. The Faculty and Staff will be formally represented by one member who will serve as key communicator between the Board, the faculty and the staff.

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Section 2. Term. Each appointed coordinator(s) shall serve a term of one (1) year or until a successor has been duly appointed.

Article X
Committees

Section 1. Nominating Committee. A Nominating committee composed of one member of the Executive Board, who shall be a non-returning member, the school's principal, one teacher and five members of the organization. This committee shall meet to receive nominations for the elected offices of the organization and to prepare a slate of nominees for a ballot, in accordance with Article VII of these Bylaws. No person shall serve on the Nominating Committee for two consecutive years, with the exception of the principal. The Parliamentarian shall appoint the chairperson of said committee. This chairperson shall be a non-board member. The Executive Board shall solicit from the general membership, those having an interest in serving on this committee. Each grade level, as well as the school community should be represented, if

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possible. The chairperson, faculty representative, the principal and the board representative shall determine the five general membership representatives to serve on this committee.

Section 2. Audit Committee. An Audit Committee composed of one member of the Executive Board (except a member with fiscal responsibility), one member of the school's faculty or staff and one general member of the organization shall meet at the end of the fiscal year to review the financial records of the organization. Satisfied that the Treasurer's Final Report is complete and accurate, this Committee shall arrange for an audit by a Certified Public Accountant to review the records and all members of this committee shall sign a statement attesting to such fact.

Section 3. Other Committees. The Executive Board shall appoint other committees as deemed appropriate to carry out its purpose. Membership on such committees may be, but need not be, limited to members of the Executive Board.

Section 4. Authority. No committee shall have or exercise the authority of the Executive Board in the management of the organization. Committees may make recommendations to the Board for its consideration.

Article XI
Books and Records

Upon written request stating the purpose thereof, any member, or duly appointed representative, shall be entitled to make a reasonable examination of the books and records of the organization during normal business hours, at the office of the organization or such other place in Harris County, Texas, that the Executive Board shall designate, and for a proper purpose reasonable related to the member's interest. No member shall remove any books or records from the possession of the organization for any reason, but a member may request copies of books or records upon written request, provided such member shall pay all reasonable costs of providing the requested copies.

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Notwithstanding the foregoing, the Board may refuse to disclose to a member any confidential communications by and between past or current legal counsel to the organization or the Board or any agent, employee, representative or committee of either that include matters discussed in executive session and such other matters as the Board deems in the best interest of the organization to keep confidential. This includes protecting the privacy rights of individual members, competitive bids until a final bid is accepted, matters where an obvious conflict of interest exists between a member and the organization, and disclosure would detrimentally affect the interests of the organization and information privileged under the Texas Rules of Civil or Criminal Procedure, the Texas Rules of Civil or Criminal Evidence and any other applicable Texas law.

Article XII
General Provisions

Section 1. Fiscal Year. The Fiscal Year of this organization shall be July 12 through June 30 of the following calendar year.

Section 2. Operating Funds. Operating funds shall be maintained in a general fund, and an accounting of such funds shall be presented at all Regular Executive Board meetings. Monies in excess of those needed for general operations may be invested at the discretion of the Executive Board, but must be reported on in all succeeding membership meetings until final disposition.

Section 3. Fiscal Responsibility. All members of the Executive Board having fiscal responsibility shall be bonded.

Section 4. Annual Statement. The Executive Board shall present at each annual meeting, or when called for by vote of the members at any General or Special Membership meeting, a full and clear statement of the condition of the organization.