



**CMIT SOUTH
ELEMENTARY
PTO**

Chesapeake Math and Information Technology (CMIT) South Elementary School

Parent Teacher Organization (PTO)

**Bylaws
Version 2.0**

December 2025

Article I – Name

The name of the organization shall be the Chesapeake Math & Information Technology (CMIT) Academy South Elementary School (CMITSES) Parent-Teacher Organization (PTO); herein referred to as the PTO.

Article II – Purpose

Section 1. The PTO is organized for the purpose of supporting the education of children at CMIT Academy South Elementary Public Charter School (CMIT South Elementary School) by promoting a closer relationship between home and school so the parents, teachers, staff and community may cooperate for the well-being and holistic development of the children.

Section 2. The mission of this PTO shall be to provide support in the educational and developmental growth of the children at CMIT South Elementary School through scholastic, community-engaging, and activities, projects, and events.

Section 3. The PTO may collaborate with other organizations and agencies active in child welfare both within and outside the Chesapeake Lighthouse Foundation (founding charter organization of CMIT South ES) family.

Section 4. The PTO shall seek to collaborate with school and district administrators to share parent and teacher perspectives on policies, programs, and initiatives that affect students and families. The PTO recognizes that it is the legal responsibility of the boards of education, state education authorities, and local education authorities to make final policy decisions.

Section 5. The PTO shall be non-commercial, non-sectarian. No commercial enterprise, religious organization or political candidate shall be endorsed by it. The name of the organization or the names of its officers, in their official capacities, shall not be used for any purpose other than the regular work of the PTO. Routine acknowledgments of business sponsors or donors that support PTO activities shall not be considered endorsements. Any PTO Executive Board member who has a direct or indirect financial interest in a transaction or arrangement under consideration by the PTO shall fully disclose in writing the nature of that interest to the Executive Board in accordance with Article X of these Bylaws.

Section 6. All funds shall be maintained in a checking account at a federally insured financial institution. Access to the account shall require two signatures of the Executive Board, as recorded in meeting minutes. Electronic payment methods may be used when approved under the same dual-authorization policy.

Section 7. The PTO is organized exclusively for the charitable, scientific, literary, or educational purposes as defined in Section 501(c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code. The PTO shall not carry on activities not permitted for an organization exempt under Section 501(c)(3) of the Internal Revenue Code.

Article III – Membership and Dues

Section 1. Membership in the PTO is open to all parents or legal guardians of students currently enrolled at CMIT South Elementary School, and to all members of the school's teaching, professional and support staff. Each parent or legal guardian is eligible for individual membership and voting privileges. In matters where multiple parents or guardians share responsibility for the same student, each member is entitled to **one vote per member**. Staff members who are also parents or guardians shall be entitled to only one vote. The Principal is an ex officio member of the PTO without voting rights.

Section 2. The Executive Board shall set the annual dues, which are payable to CMIT South Elementary PTO. The annual dues shall be \$15 per individual member. A discounted family membership of \$25 may be offered to cover multiple members within the same household; however, each adult member included under a family membership shall retain one individual vote..

Annual dues shall be accepted at anytime, and applied within the PTO fiscal year in which dues were paid. Annual dues may be waived for any family or individual with a financial need. Financial need as defined by persons eligible for FARMS (Free and Reduced-Price Meals) The PTO membership and fiscal year will run from August 1 through July 31 of each year. A member must have paid his or her dues at least 14 calendar days before an election/meeting to be considered a member in good standing with voting rights.

Section 3. The name of the organization or the names of any members in their capacity as PTO members shall not be used in any connection with a commercial concern or with any partisan interest or for any other purpose than the regular work of the organization. ,

Article IV – Officers,Elected Officials and Elections

Section 1. Purpose

The Executive Board is a representative leadership body of the PTO and shall consist of up to eight(8) officers. Officers elected in accordance with these Bylaws. Collectively, the Executive Board shall transact business in the intervals between general membership meetings. The Executive Board members are team members. The individual Board members are not intended to function independently nor in a state of isolation from one another. Board members shall communicate directly with the collective group and collaborate on common projects. The Executive Board, by majority vote of all officers, may approve unbudgeted expenditures. There will be a parliamentarian position, voted in by the general body and without voting rights.

Section 2. Executive Board - Officers and Advisors

- I. The Executive Officers shall consist of two (2) Presidents, namely Co-President of Operations and Co-President of Outreach, four (4) Vice Presidents, namely Vice President-Operations, Vice President-Community Engagement, Vice President-Communications, Vice President-Finance, (1) Secretary, and (1) Treasurer.
- II. The Advisors shall be two (2) Staff Representatives and one (1) Parliamentarian.
- III. The Advisors shall not have voting rights.
- IV. The outgoing Co-Presidents shall be invited to serve as advisors to the Executive Board for one year to ensure continuity.

Section 3. Duties of Executive Officers

I. Co-President Duties (two positions)

- A. The Co-President of Outreach shall serve as the primary liaison to the Secretary, Vice President-Community Engagement, and Vice President-Communications.
- B. The Co-President of Operations shall serve as the primary liaison to the Treasurer, Vice President-Finance, and Vice President-Operations.
- C. The Co-Presidents shall be present at and preside over all general body PTO and Executive Board PTO Meetings on a rotating basis or may designate another Executive Board Member.
- D. The Co-Presidents shall coordinate the work of all the officers and committees under their purview in order that the purpose and goals of the PTO are achieved.

- E. Each Co-President shall represent the PTO at meetings outside the general membership, act as the official spokesperson for the organization, and serve as the primary point of contact (POC) for the PTO to the school's principal/administration.
- F. Either Co-President may serve as a co-signer on PTO checks, together with one other authorized officer. Co-Presidents may sign contracts and other official documents as authorized by the Executive Board.
- G. The Co-Presidents shall in collaboration with the Executive Board, create and publish the annual PTO calendar by the first PTO meeting of the school year.
- H. The Co-Presidents shall in conjunction with the Parliamentarian ensure the PTO acts in accordance with the Bylaws set forth and approved by the general membership and the rules governing PTO boards within PGCPS.
- I. Co-Presidents shall deliver to the successor in office, all records in their possession by fiscal year end.
- J. Attend CMIT Leadership Meetings, which are comprised of, at a minimum, the Co-Presidents, PTO Secretary, Principal or Principal's designee.
- K. Be a member ex-officio of all committees except the nominating committee.
- L. Perform other duties as outlined in the CMIT South ES PTO Roles & Responsibilities Handbook.

II. Vice President Duties (four positions)

- A. Assist the President in order that the purpose and goals of the PTO are achieved.
- B. Vice President-Operations will perform the duties of the President in the event of the Co-President's absence or inability to serve.
- C. Vice President-Community Engagement will manage PTO Membership Drives, organize community engagement events, serve as the advisor for various committee chairpersons and act as liaison between committee/project chairs and the Executive Board.
- D. Vice President-Communications will collect and disseminate all incoming and outgoing correspondence for the PTO through all available mediums and social media, communicate with CLF/CMIT Leaders via Executive Board and maintain the PTO website.
- E. Vice President-Finance will oversee fundraising activities, and manage contracts and the PTO budget, communicate with CLF/CMIT Leaders via Executive Board
- F. Shall perform other delegated duties as assigned and agreed upon in Executive Board meetings.
- G. Perform other duties as outlined in the CMIT South ES PTO Roles & Responsibilities Handbook.
- H. Deliver to the successor in office, all records in their possession by fiscal year end.

III. Secretary Duties

- A. Prepare the agenda for the General Membership and Executive Board meetings with the assistance of the Co-Presidents.
- B. Prepare any materials needed for display, distribution or reference at General Membership meetings.
- C. Take minutes and document all decisions made at Executive Board, CMIT Leaders Meetings, and General Membership meetings.
- D. Finalize minutes, obtain necessary approvals, and post minutes in a timely manner.
- E. Coordinate with and assist the Vice President-Communications with dissemination of information to the membership as needed.
- F. Keep and post, as appropriate, all records of the organization, such as, minutes, bylaws, policies and procedures, guidelines, membership list, and committee member lists.

- G. Shall perform other delegated duties as assigned/outlined in the CMIT South ES PTO Roles & Responsibilities Handbook .
- H. Deliver to the successor in office, all records in their possession by fiscal year end.

IV. Treasurer Duties

- A. Be custodian of all PTO funds - receive all funds of the PTO, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approved fiscal year budget and as directed by the Executive Board.
- B. Develop annual budget in collaboration with the Executive Board.
- C. Give written monthly financial reports for review at all General Membership Meetings and to the Executive Board Meetings.
- D. Prepare a year-end financial report by fiscal year end.
- E. Assist with the preparation of all necessary tax forms, file and send tax forms and related documents in a timely manner in accordance with IRS guidelines.
- F. Ex officio member of any fundraising efforts/committee; collaborate with the Co-President of Operations and Vice President-Finance to coordinate all fundraising activities.
- G. Facilitate an annual audit of the financial records and practices during the summer of each year.
- H. Shall perform other delegated duties as assigned/outlined in the CMIT South ES PTO Roles & Responsibilities Handbook .
- I. Deliver to the successor in office, all records in their possession by fiscal year end and coordinate transition of bank account with new treasurer.

V. Staff Representatives Duties

- A. Two staff representatives from the school shall be appointed by school administration in an advisory capacity to the Executive Board as ex-officio members with no voting privileges, to ensure the decisions of the board align with the direction of the school and community.

VI. Parliamentarian Duties:

- A. Advise and consult with the president on PTO matters as needed
- B. Attend and participate in the regularly scheduled PTO membership meetings
- C. Be familiar with the current authorized edition of “Robert’s Rules of Order”
- D. Assist the president in preparing for meetings when requested
- E. Ensure each member of the Executive Committee has a current copy of the bylaws and standing rules
- F. Ensure that the PTO website contains the most current bylaws and standing rules

Section 4. Eligibility

Members are eligible for office if they are members in good standing at least 14 calendar days prior to the general meeting where nominations are being accepted for an Executive Board vacancy vote.

- I. Executive Officers are elected for a two-year term and may serve no more than two (2) consecutive terms in the same position..
An officer who has completed two consecutive terms in one position may be elected to a different Executive Board position.
- III. Each person elected shall hold only one position at a time on the Executive Board.
- IV. An Officer who has served in a position for more than one half of a full term shall be deemed to

have served a full-term in such position.

Section 5. Nominations and Elections

- I. **Staff Representatives.** School staff representatives shall be designated by a process determined within a school staff-derived system and may be held separately from the Executive Officer elections.
- II. **Nominating Committee.** **The Nominating Committee shall be formed for the purpose of soliciting interest, verify eligibility, and present candidates for all elected and appointed positions for the General Elections.**
- III. The Executive Board may appoint a Nominating Committee of at least three (3) members no later than one month before the election.
- IV. **Nominations.** A nomination period shall open at least fourteen (14) calendar days before the election. Nominations may be submitted electronically or during the designated general meeting. Each nominee must accept the nomination in writing, including by electronic message, before being placed on the ballot. All nominees must be eligible to register as a Prince George's County Public School volunteer.
- IV. **Eligibility for Nomination.** **Any member of the PTO in good standing may be nominated for office. To be considered for the office of Treasurer and VP of Finance, prior experience or demonstrated knowledge of budgeting, bookkeeping, or nonprofit financial management including tax requirements of a Section 501(c) (3) organization is preferred.**
- V. **Notice of Election.** **The Vice President-Communications shall post or otherwise distribute the slate of nominees through standard school and PTO communication mediums (such as on school premises, email, website posting, Class Dojo or newsletter). These postings shall be made public at least 2 weeks in advance of Election day.**
Election Schedule. Elections shall be held during the General Meeting before the end of the school year in April. Voting shall be open only to PTO members in good standing. If a position is not filled during the April election, a special election may be held during the next meeting in May or subsequently the first meeting of the next school year.
- VI. **Voting Procedure.** All elections shall be conducted using a secure electronic recordable voting platform that ensures one vote per eligible member, ballot confidentiality, and verifiable results. In the event of a technical issue preventing electronic voting, the Executive Board may approve an alternate voting method that maintains fairness and confidentiality. Each Executive Officer position will be decided by a simple majority vote.
- VII. **Vote Verification.** Election results shall be verified by at least two (2) of the nominating committee members. Certified results shall be recorded via the platform used.
- VIII. **Vacancies and Special Elections.** If a position becomes vacant prior to the next regular election, a special election may be held electronically within thirty (30) days or at the next scheduled monthly meeting to fill the vacant position, whichever comes first.
 - a. If during the school year, one of the offices of the Co-President becomes vacant, the remaining Co-President shall assume on an interim basis, the duty of the vacant Co President position until a special election takes place and a new person elected. If during the school year, both offices of Co-President become vacant, the Vice President-Operations shall assume on an interim basis, the duties of the vacant Co President positions until a special election takes place, and a new person elected.
- IX. **Onboarding of Officers.** The newly elected officers may begin working collaboratively with existing officers immediately after election results are certified for mentorship and onboarding. Outgoing officers shall remain in office until June 30, and newly elected officers shall assume their

official duties on July 1st. Executive Board members must register with PGCPS as an approved volunteer each year while in office.

Section 6. Terms of Office

Officers are elected for two years and may serve no more than two (2) terms on the Board. Upon an Officer's child's departure from the school, the Officer will vacate the position. Resignation: An officer may resign and rescind their resignation without prejudice if done within 7 days (1 weeks). After the 7 day grace period, the Board shall begin the process of holding a special election to fill the vacancy. If the resignee wishes to return to their position after the 7 day period has elapsed, the individual would submit interest and go through the channels outlined for filling vacancies through a special election.

Section 7. Removal from Office

An officer may be removed from office for failure to perform duties, misconduct, or violation of these Bylaws. **Misconduct shall include any behavior that violates these Bylaws, abuses the authority of the office, compromises the integrity or reputation of the PTO, or substantially interferes with the organization's operations or mission.**

- I. Executive Board: By a vote of at least five (5) members of the Executive Board (assuming a quorum), an officer may be removed from office after being provided written notice of at least seven (7) days in advance of an Executive Board Meeting.
- II. **Executive Board:** An officer may be removed from office by an affirmative vote of at least five (5) members of the Executive Board, provided a quorum is present. Written notice of the proposed removal must be given at least seven (7) days in advance, and the removal must be based on failure to perform assigned duties. The removal shall be introduced as a motion and voted on during an Executive Board meeting.
- III. General Body: By a vote of the general body, assuming quorum in accordance with Article V Section 4, at a regularly scheduled general body meeting, where previous notice has been given. The motion may be made by any member in good standing, but must be made at least eight (8) days in advance of the next scheduled meeting. If the motion is not made at least eight (8) days in advance then the vote will occur at the next scheduled meeting that is at least eight (8) days after the motion is made. Notice must be provided to PTO members at least seven (7) days in advance of the meeting where the vote will take place. When submitting a motion to remove an officer, the submitting member shall submit the rationale for removal such as what duties were not performed, or what was the misconduct or violation that occurred.

General Body:

An officer may be removed by a vote of the general body, assuming quorum as defined in Article V, Section 4, utilizing the procedures listed below:

- Any member in good standing may introduce the motion, but it must be submitted in writing at least fourteen (14) days before the next scheduled meeting.
- If the motion is not submitted at least fourteen (14) days in advance, the vote will take place at the next scheduled meeting. When submitting a motion to remove an officer, the removal must be based on failure to perform assigned duties, misconduct, or violation of these Bylaws.
- The motion shall include the rationale for removal such as what duties were not performed, what was the misconduct or violation that occurred and the member's name who is submitting the motion.
- This information shall be made known to the PTO members at the time of the general body meeting in which the vote will take place.
- . -Notice must be provided to PTO members at least seven-day (7) prior to the meeting. -The officer shall have the opportunity to present a response before the vote is taken.

Section 8. Transition of the Executive Officers after Elections

All official and unofficial documents, records, and materials shall be transferred from outgoing officers to their respective, incoming officers of the Executive Board no later than June 30th.

- I. One of the Co-Presidents shall coordinate with the banking institution and The incoming Co-Presidents, Vice President-Finance, and Treasurer a time to assume signatory authority for the PTO banking account effective no later than July 15th. This transition must be done in person with all new signatories and one previous signatory present at a local branch.
- II. A transition meeting of outgoing and incoming officers shall take place prior to but no later than 15 days after the last day of school.

Article V – Meetings

Notification of Meetings

The Vice President-Communications will notify the members of the meetings via email, or through official PTO communication channels, including ClassDojo, email newsletters, or other electronic means regularly used by the PTO at least seven (7) days/one week prior to the meeting.

Section 1. General Meetings

General Membership meetings of the PTO shall be held monthly during the school year, at the same day and same time, to be determined by the Executive Board, Exceptions will be made based on school closures and other extenuating circumstances including but not limited to County or school-wide events/activities.

- I. Meeting postings shall include one copy posted on school premises and one copy transmitted to the homes of each student, or through official PTO communication channels, including ClassDojo, email newsletters, or other electronic means regularly used by the PTO.
- II. The first General Meeting of the school year shall include but not limited to introduction of Executive Board, PTO meeting format , Budget, Calendar, and Membership.
- III. Regular business, to include voting, during meetings shall be controlled and conducted in accordance with Robert's Rules of Order in the form of motion for action or amendment
- IV. All members shall have equal opportunity to voice views on all actions prior to a vote.
- V. Urgent actions of business or financial expenditures approved by the Executive Board shall be reported at the next General meeting.

Section 2. Executive Board Meetings

The PTO Co-Presidents shall establish the number of Executive Board Meetings to accomplish and plan for PTO general body meetings and PTO events.

- I. Monthly meetings of the Executive Board shall occur with the dates and times to be set by the Executive Board Members.
- II. One mandatory summer meeting shall be held among the incoming/continuing elected Board members prior to the beginning of the school year for the purposes of discussing and setting goals/objectives and the budget, for the upcoming year .
- III. Executive Board meetings are confidential, closed to the general PTO membership and are by invitation only.

Section 3. Special Meetings

Special meetings of the General Membership or Executive Board may be called by either of the Co-Presidents or by at least three (3)members of the Executive Board.

- I. A request for a special meeting may be made by general body members. When making a request, the request shall include a written request by a minimum of 10 members in good standing. All voting members of the General Membership shall be notified seven days prior to a Special General Meeting by at least two methods of notification to include a posting on school premises and one transmitted to the homes of each student or through official PTO communication channels, including ClassDojo, email newsletters, or other electronic means regularly used by the PTO.
- II. Only business related to the Special meeting may be considered and conducted during the Special Meeting.

Section 4. Quorum

General or Special Membership Meetings – 25%+1 members of the PTO general body membership in good standing shall constitute a quorum for the transaction of business at any general membership meeting, special membership or meeting in which an electronic vote takes place. A determination of quorum will be made prior to a vote being taken. If quorum is not met a vote on the item in question would be suspended until the next meeting where quorum is met.

Executive Board Meetings – Two-thirds of the Executive Board, Five (5) Executive Board members shall constitute a quorum for the transaction of business related to the operation of the organization.

Article VI – Committees

Parent involvement and support is crucial to the success of the PTO. Parents are invited to participate in all PTO activities. Committee involvement is an avenue for parents to contribute to the PTO.

Committees may be created by the Executive Board, or by action taken at a general membership meeting to promote the purpose and interests of the PTO. Presidents and Vice Presidents are ex officio members of the committees corresponding to their roles and responsibilities. Co-Presidents can appoint executive board members to committees. No committee work shall be undertaken without the approval of the Executive Board.

Section 1. Standing Committees

The Executive Board, may in its discretion, establish the following committees: Fundraising, Communications, and Events. Each committee shall consist of no more than seven (7) members, unless otherwise approved by a majority vote of the Executive Board.

Section 3. Additional Committees

The Executive Board may create additional committees as needed.

Article VII – Finances

Section 1. A tentative budget shall be drafted in the Summer for the upcoming school year and approved at a Fall meeting by a quorum vote of the members present.

Section 2. The Treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 3. The Executive Board shall approve all unbudgeted expenses of the organization.

Section 4. Two authorized signatures shall be required on each check over the amount of \$200.

Authorized signers shall be the Co-Presidents, Vice President-Finance or Treasurer.

Section 5. The Treasurer shall prepare a financial statement at the end of the year. The statement may be reviewed by an external auditor/IRS. The Executive Board shall solicit a minimum of three quotes from an external auditing firm, to be voted upon by the Executive Board. The Executive Board shall base its selection on professional qualifications, independence, cost, and experience with nonprofit organizations.

Section 6. The fiscal year will run from August 1 through July 31 of each year. .

Section 7. Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership body's approval, spent for the benefit of the school.

Section 8. Only PTO Executive Board members with bank access may use the account for the purposes of PTO related expenses.

Article VIII – Standing Rules

Standing rules that guide how meetings are conducted may be approved by the Executive Board, and the Secretary shall keep a record of the standing rules for future reference.

Article IX – Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at a general meeting, provided a quorum has been established.

Article X – Conflict of Interest Policy

Section 1. Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization'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

- I. **Interested Person:** Any advisor, 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.
- II. **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.II., a person who has a financial interest may have a conflict of interest only if the Executive Board or committee decides that

a conflict of interest exists.

Section 3. Procedures

- I. **Duty To Disclose:** In connection with any actual or possible conflict of interest, an interested person must disclose in writing the existence of the financial interest and be given the opportunity to disclose all material facts to the Executive Board and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.
- II. **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, they shall leave the Executive Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Executive Board or committee members shall decide whether a conflict of interest exists.
- III. **Procedures for Addressing the Conflict of Interest**
 - A. An interested person may make a presentation at the Executive Board or committee meeting, but after the presentation, they 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 Executive 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 Executive 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 Executive 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.
- IV. **Violations of the Conflict of Interest Policy**
 - A. If the Executive Board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - B. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Executive Board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action, including and up to removal from the Executive Board.

Section 4. Records of Proceedings

The minutes of the Executive Board and all committees with board delegated powers shall contain:

- I. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the Executive Board's or committee's decision as to whether a conflict of interest in fact existed.
- II. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation

- I. A voting member of the Executive Board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- II. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- II. Voting members of the Executive Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, may provide information to any committee regarding compensation.

Section 6. Annual Statements

The President of Operations shall ensure each principal officer, staff liaison and member of a committee with governing board-delegated powers shall annually sign a statement/electronic acknowledgement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax-exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article XI - Revision of Bylaws

- I. Bylaws should be reviewed but not necessarily amended annually.
- II. Bylaw revisions may be submitted to the Executive Board for review by any member of the PTO in good standing, 3 weeks prior to General body meeting
- III. Amendments and/or revisions must be posted electronically and emailed to members in good standing by at least two methods of notification to include a posting on school premises and one transmitted to the homes of each student or through official PTO communication channels, including ClassDojo, email newsletters, or other electronic means regularly used by the PTO, two weeks prior to the general membership meeting where all proposed changes shall be read and discussed and presented for vote.
- IV. Bylaws may be amended or revised by the affirmative vote of a Quorum of the general body in accordance with Article V Section 4.

These Bylaws were adopted by the Chesapeake Math and IT Academy South Elementary School PTO on

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