

Bylaws of the Cunha Intermediate School Parent Teacher Organization

Article 1. Name of Organization

The name and location of this organization shall be Cunha Intermediate School Parent Teacher Organization (PTO), 600 Church Street, Half Moon Bay, California.

Article 2. Purpose

The Cunha Intermediate School Parent Teacher Organization (PTO) shall be operated for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. It shall raise funds and secure contributions from individuals, corporations, and foundations to be distributed solely for the benefit of the students, teachers, and programs at Cunha Intermediate School. It is a non-profit, volunteer organization whose purpose is to foster a sense of support, pride, and enthusiasm among all members of the school community; to enlist parents and teachers in a cooperative effort to enhance the education of children; to encourage parental involvement in their children's educational experience; and to support the educational and recreational needs of the students of Cunha Intermediate School.

Article 3: Basic Policies

- A. The policies shall be developed through meetings, conferences, and committees and shall not direct or control the administrative activities of the school;
- B. All work done and products created on behalf of the PTO shall become the sole property of the PTO, unless otherwise decided by majority vote.

Article 4. Membership

- A. This organization is open to all parents, legal guardians, or other persons standing in loco parentis, with a child enrolled at and attending Cunha Intermediate School, as well as Cunha Intermediate School educators, administrators, and staff. Each member shall have one vote and shall have the privilege of making motions and serving on committees. Members of the community are invited to participate as non-voting members.
- B. The organization shall conduct an annual enrollment of members but may admit persons to membership at any time.
- C. The Executive Board shall have the authority to determine the process for collecting voluntary membership dues to be used for the operation of the organization. A voluntary membership donation shall be permitted from any members wishing to support the operating costs of the organization.

- D. The organization or members in their official capacities shall not - directly or indirectly - participate or intervene (in any way, including the publishing or distributing of statements) in 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. The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting the purposes of the organization.

Article 5. Officers and Their Election

Section I. General Policies

- a. The officers of the organization serve on the Executive Board and shall include a President, Vice President, Secretary, Treasurer, Financial Secretary, Bilingual Liaison, Director of Communications and Marketing and such other officers as the Executive Board may designate.
- b. Two persons may be nominated and elected to fill any position. In this instance, both of the persons elected shall be given all of the rights and responsibilities of the office as listed in Article 6.
- c. The Executive Board has the authority to reassign specific job duties as required.
- d. Officers shall be elected annually at the May meeting of the organization by the members present.
- e. Officers shall serve for a term of one year or until their successors are elected, beginning on July 1 and ending on June 30 of each year.
- f. No officer shall be eligible to the same office for more than two consecutive terms unless otherwise voted by the Executive Board or hold more than one elected office at the same time.
- g. No elected officer, being an authorized signer for the organization's financial accounts, shall be related by blood or marriage or reside in the same household as any other elected officer.

Section II. Nominations

- a. At the annual election meeting in May, nominations must be called for from the floor.
- b. Only those persons who are eligible and who have signified their consent to serve if elected shall be nominated for or elected to office.

Section III. Elections

- a. Election shall be held by ballot at the May meeting of the General Membership. If there is but one nominee for any office, the ballot for that office may be dispensed with and the election held by voice vote.

- b. If there is more than one candidate for any office, individual elections for each office shall be held in the following order, with nominations from the floor being called for before each election: President, Vice President, Secretary, Treasurer, Financial Secretary, and Bilingual Liaison
- c. Ballots shall be counted by departing PTO Executive Board Members, exclusive of those running for office. If all board positions are running opposed for office, ballots shall be counted by the Principal and/or Vice Principal.
- d. A majority of the votes cast by organization members shall be necessary for election. Should no person receive a majority of the votes cast, a run-off between the two (2) persons who received the largest number of votes shall be held.
- e. If an office remains unfilled after election, it shall be considered a vacant office to be filled by the board-elect.
- f. Vacancies on the Executive Board occurring during the year may be filled by a person approved by the Executive Board and Principal. However, should a vacancy occur in the office of the President, the Vice President shall immediately assume the office, and a special election will be held to fill the vacant office of Vice President.

Section IV. Board-Elect

The newly elected President may call meetings as necessary of the officers-elect and the principal of the school, or a representative appointed by the principal, to ratify the appointments of appointed officers and chairpersons and to make plans for the coming year's work. Officers shall assume their official duties on July 1st.

Section V. Removal from Office

Officers can be removed from office with or without cause by a two-thirds vote of those members present at a regular meeting where previous notice has been given and subject to a quorum.

Article 6. Duties of Officers

Section I. Elected Officers

The President shall:

1. Preside at meetings of the organization and of the Executive Board;
2. Serve as a member of the Executive Board;
3. Prepare the final agenda and send notice of meetings to members five days prior to the meeting date.
4. Coordinate and supervise the work of the officers and committees of the organization;
5. Serve as an authorized signatory of all PTO accounts;
6. Perform such other duties as assigned by the organization.
7. Have all newsletters, flyers and/or notices approved by the Principal or Vice Principal, prior to distribution.

The Vice President shall:

1. Attend PTO meetings;
2. Serve as a member of the Executive Board;
3. Preside over PTO meetings in the event that the President is unable to attend;
4. Assume the office of the President, should the President be unable to complete his/her term;
5. Serve as an authorized signatory on all PTO accounts, if assigned;
6. Perform such other duties as assigned by the organization.
7. Serve as event volunteer coordinator or delegate a member to do so;
8. Every 2 years review and submit updated By-Laws for the membership to approve.
9. Notify officers of their election and chairpersons of their appointments

The Secretary shall:

1. Attend PTO meetings and record the official minutes including all expenditures;
2. Distribute a summary of the minutes;
3. Prepare a list of all unfinished business for the use of the president and send him/her a draft agenda;
4. Place copies of the minutes of General Membership Meetings in the school office
5. Serve as a member of the Executive Board;
6. Send out notices of executive board meetings.
7. Preside over PTO meetings in the event that the President and Vice President are unable to attend;
8. Serve as an authorized signatory on all PTO accounts, if assigned;
9. Keep a current, signed original set of the bylaws and standing rules;
10. Conduct all necessary correspondence of the organization upon authorization of the President, Executive Board, or organization;
11. Send thank you letters to all those who give a monetary donation over \$25 or delegate a member to do so;
12. Act as custodian of records and other materials pertinent to the history of the organization. (for example, keep a copy of a newspaper article about the Cunha PTO.)
13. Perform such other duties as assigned by the organization.

The Treasurer shall:

1. Attend PTO meetings;
2. Serve as a member of the Executive Board.
3. Serve as an authorized signatory on all PTO accounts;
4. Contact the bank to secure signatures of all authorized signers on all checking and savings account signature cards and file with the bank immediately upon taking office
5. Prepare an annual budget;
6. Pay out funds in accordance with the approval of the Executive Board or membership or in accordance with the budget adopted by the membership;
7. Maintain accounts, keeping an accurate record of receipts and expenditures in a ledger which is a permanent record of this association. All other financial records must be retained for seven years including the current year.

8. Present a financial statement at each executive and general PTO meeting;
9. Keep the membership informed of all expenditures;
10. Secure two signatures on all checks. Any of the following are authorized to sign: President, Vice President, Secretary, Treasurer, Bilingual Liaison, and Principal.
11. Verify that all necessary report forms for insurance, tax returns and on forms required by state and federal government agencies have been complete and filed by due date, including that all tax paperwork has been submitted to the Internal Revenue Service;
12. At the end of the current school year, prepare and present an approved written annual financial report to the incoming board;
13. Perform such other duties as assigned by the organization.

The Financial Secretary shall:

1. Attend PTO meetings;
2. Serve as a member of the Executive Board.
3. Receive all monies of the organization and deposit such funds immediately in the name of the organization in a bank or other financial institution approved by the Executive Board;
4. Receive and retain a copy of the deposit slip for any deposit made and maintain detailed records of deposits;
5. Give copies of deposit slips to the Treasurer;
6. Work closely with chairpersons of all fundraising committees to ensure accurate counting of funds received and to ensure deposit of such funds in a timely manner;
7. Perform such other duties as assigned by the organization.

The Bilingual Liaison shall:

1. Attend PTO meetings;
2. Serve as member of Executive Board;
3. Serve as an authorized signatory on all PTO accounts, if assigned;
4. Serve as a liaison between the primarily English speaking Cunha PTO board and Cunha's Spanish speaking families as well as the greater Spanish speaking community;
5. Attend, or have a designee attend, Cunha's ELAC meetings to share events, ideas, issues and/or concerns between the two bodies;
6. May be called upon to translate written PTO documents from English to Spanish for distribution to Cunha families.

The Director of Communications and Marketing shall:

1. Attend PTO meetings;
2. Serve as member of Executive Board;
3. Serve as an authorized signatory on all PTO accounts, if assigned;
4. Think strategically about PTO communication channels to increase parental involvement;
5. Create a consistent PTO "branding" to expand PTOs visibility within the Cunha community;
6. Develop and maintain an overall PTO communication and marketing strategy;

7. Promote the PTO's mission to foster a sense of support, pride and enthusiasm among all members of the school community.
8. Maintain the PTO website or delegate a member to do so;
9. Submit PTO news monthly to the membership via school newsletter, PTO newsletter, School Loop, or some other format; or delegate a member to do so.
10. Maintain an up-to-date membership list, including members' email addresses if available, and provide the Volunteer coordinator with this list;
11. Update and distribute the yearly PTO Information Packet after it has been proofread by the President and principal;

Section II. Appointed Officers

The President shall appoint a member to the position of Financial Reviewer

The Financial Reviewer shall:

1. Review the books and financial records of the organization semi annually in January and July and present a written report in February and August, respectively;
2. Review the books upon resignation of the Treasurer and at any time deemed necessary;
3. Not be related by blood or marriage or reside in the same household as the authorized signers of checks.

Section III. General Responsibilities of All Officers

All Officers shall:

1. Perform duties as outlined;
2. Decide on fundraisers and services to be provided during the school year;
3. Delegate chairpersons for the events and services sponsored by the PTO;
4. Approve the budget and financial report;
5. Maintain an organized binder of notes and information relevant to their position to be passed on to their successors at the close of their service of office.
6. All officers shall perform the duties prescribed in *Robert's Rules in Plain English* by Doris P. Zimmerman, in addition to those outlined in those bylaws and those assigned from time to time.

Article 7. Meetings

Section I. Schedule of Regular Meetings

- a. Regular monthly meetings of the PTO shall occur each month or as scheduled by the Executive Board at their discretion.
- b. Whenever there is any change in the time or date of regularly scheduled meetings or whenever members are required or permitted to take any action at a meeting, 5 days notification shall be given to organization members by the Executive Board.

- c. Meetings shall be held on grounds of Cunha Intermediate School in Half Moon Bay, CA. Meetings may be moved off site for special occasions (i.e., at the end of the school year) with the consent of board members.

Section II. Telephone or Email Meetings

Board members may agree at a board meeting to conduct an ongoing item of business via telephone or email and to take a vote via telephone or email to bring a piece of business to a conclusion. This course of action shall be agreed at the board meeting before such telephone or email exchanges take place, and the request to do this, and the resolution decided in this fashion, shall be recorded in the minutes.

Section III. Election Meeting

The General Membership Meeting held in May shall be the annual election meeting at which time officers shall be elected. At least 14 days prior written notice of the annual election meeting must be given.

Section IV. Approval of Proposed Program and Budget

The year's PTO proposed program and budget, which includes programs, projects, and anticipated revenue and expenses for the year, shall be presented to the membership by the Executive Board at the last regular General Membership Meeting of the year. The membership shall vote to approve the proposed program and budget at this meeting. All approved expenditures must be recorded in the minutes.

Section V. Unallocated Funds

Unallocated funds may be carried over to the subsequent fiscal year to cover a projected shortfall or to cover expenses allocated at the beginning of the year before sufficient donation revenue has been received. Additional excess funds may be carried over to the subsequent fiscal year upon approval by the board.

Section VI. Special Meetings

Special meetings may be called by the organization or the Executive Board. Appropriate notification shall be given to organization members by the Executive Board. Only business mentioned in the notice of a special meeting can be transacted at that meeting. Special meetings are subject to the same requirements as regular meetings with respect to voting majority and quorum.

Section VII. Establishing a Quorum

- a. This PTO shall establish a quorum for the transaction of business in any meeting of this organization.

- b. Seven (7) members shall constitute a quorum. If this bylaw provision authorizes a quorum of less than one-third of the voting power, then the only matters that may be voted upon at any regular meeting actually attended by less than one-third of the voting power are matters the general nature of which was contained in the notice of the meeting.

Section VIII. Voting Privileges and Policies

The privilege of making motions, debating, and voting shall be limited to the members of the organization who are present. Voting by proxy is prohibited at regular meetings. But telephone or email meetings may be held by the board to conclude an item of business from a regular meeting as agreed at the meeting before these exchanges take place. The plans for such exchanges and the outcome of them shall be recorded in the minutes.

Article 8. Executive Board

Section I.

The Executive Board:

- a. Shall consist of elected officers of the organization, the school Principal and Vice Principal.
- b. Shall transact necessary business between meetings of the organization and such other business as may be referred by the organization or by committees requiring or needing assistance.
- c. May approve routine bills.
- d. May authorize the payment of other unbudgeted organization bills not to exceed a cumulative total of five hundred dollars (\$500.00) between meetings of the organization. Ratification of payment of these bills must occur at the next association meeting and must be recorded in the association minutes.
- e. Shall create standing and special committees as are deemed necessary to promote the purposes and to carry on the work of the organization.
- f. Shall work with the Principal to fill all vacancies in office, should any officer be unable to complete his or her term;
- g. Shall present a report at meetings of the organization.
- h. Shall receive a financial report from the Treasurer at each meeting.
- i. Insurance: The Executive board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against that liability under the provisions of this Article X; provided, however, that the corporation shall not have the power to purchase and maintain such insurance to indemnify any agent of the corporation for a violation of Section 5233 of the California Corporations Code.

Section II. Meetings

Regular meetings of the executive board shall be held during the year. Special meetings may be called by the President or by a majority of the Executive Board. Adequate notice of all meetings shall be given to all members of the Executive Board.

Section III. Establishing a Quorum

This PTO shall establish a quorum for the transaction of business in any meeting of the Executive Board. Two-thirds of the members of the Executive Board shall constitute a Executive Board quorum.

Section IV. Voting Policies

Proxy voting and voting by telephone and email communications shall be permitted in any meeting of the Executive Board as long as it is recorded in the minutes.

Article 9. Standing and Special Committees

Section I. Standing Committees

The Executive Board may establish such Standing Committees as it deems necessary and advisable. The President shall appoint the chairpersons of all Standing Committees. The term of office for chairpersons of Standing Committees shall be one year or until successors have been appointed. Committee chairpersons shall be issued committee guidelines by the executive board. The chairperson of each committee shall recruit the members for his/her committee. The chairperson shall report the plans and expenditures of the committee to the Executive Board, which must approve all reports.

Section II. Special Committees

The Executive Board may create Special Committees. Special Committees shall be created for a specific time and/or task and shall cease to exist when that time or task has been completed, or on the last school day. The President shall appoint the chairpersons of all Special Committees. Committee chairpersons shall be issued committee guidelines by the Executive Board. The chairperson of each committee shall recruit the members for his/her committee. The chairperson shall report the plans and expenditures of the committee to the executive board, which must approve all reports.

Section III. Duties of Chairpersons

All chairpersons shall:

- a. Perform duties as outlined;
- b. Maintain an organized binder of notes and information relevant to their position, including the annual report, to be passed on to their successors at the close of their service of office;
- c. Upon the expiration of the term of office or in case of resignation or termination
 1. Deliver all appropriate records, including Event Records, to the President
 2. Return to the Treasurer, without delay, all funds belonging to the organization;
 3. Compile an annual report, to be filed with the President.

Article 10. Execution of Instruments, Deposits, and Funds

Section I. Budget

The Executive Board shall present to the membership at the last regular General Membership Meeting of the year a budget of anticipated revenue and expenses for the following year. This budget shall be used to guide the activities of the Executive Board during the year. Any substantial deviation from the budget must be approved in advance by the membership.

Section II. Obligations

The Executive Board may authorize any members to enter into contracts or agreements for the purchase of materials or services on behalf of the PTO. The Executive Board and PTO shall not have the authority to enter into such agreements on behalf of Cunha Intermediate School or Cabrillo Unified School District nor should they represent themselves as having such authority.

Section III. Loans

No loans shall be made by the organization to its officers or members.

Section IV. Organization Bank Accounts

- a. All monies of the Cunha Intermediate School PTO shall be deposited by the Financial Secretary or Treasurer in a Federal or State chartered bank or credit union approved by the Executive Board.
- b. The account shall be carried in the name of Cunha Intermediate School PTO.
- c. All expenses of the PTO shall be approved by the Executive Board.
- d. Two (2) authorized signatures shall be required on all checks. Any of the following may be authorized to sign: President, Vice President, Secretary, Treasurer, Bilingual Liaison, Director of Communications and Marketing, Principal, or Vice Principal.

Section V. Upon Dissolution

Upon the dissolution of the PTO any remaining funds shall be used for the benefit of the school and to pay all outstanding debts.

Article 11. Fiscal Year

The fiscal year of the organization shall begin on the 1st of July and end on the 30th of June the following year.

Article 12. Parliamentary Procedure

Robert's Rules in Plain English by Doris P. Zimmerman shall govern this organization in all cases for which it is applicable and in which it is not inconsistent with these bylaws. A copy of the book shall be kept by the PTO.

Article 13. Amendments to the Bylaws

Section I.

Bylaws may be amended at any General Membership Meeting by a vote of two-thirds of the members present. Notice shall be given at least one (1) week prior to the meeting.

Section II.

These bylaws should be reviewed every two years and revised by the Executive Board as necessary to meet changing conditions in the school and community and brought to a vote of the General Membership.

Article 14. Dissolution

The PTO may be dissolved upon a two-thirds vote of members present at a meeting specifically called for this purpose. Notice of the meeting must be published to the general school public not less than 14 calendar days prior to the meeting. At least three Executive board members must be present at the meeting.

STANDING RULES

1. At the beginning of his/her term of office, each member of the Executive Board shall be given a copy of these bylaws and shall be responsible for making a thorough study of them. A copy of these bylaws shall be made available to any member of the organization upon request.
2. At least twenty-four (24) hours' notice must be given to the President in order to have an item of business or an announcement placed on the Executive Board or organization agenda.
3. When a recommendation for an item of business or an announcement that has not had prior consideration by the Executive Board is brought to an association meeting, it shall be referred to a committee and/or the Executive Board for study.
4. Any non-PTO material to be distributed at an organization meeting must be approved by the Executive Board prior to the meeting.
5. Each officer and chairperson shall be responsible for keeping and up-to-date procedure book and for turning it over to the incoming officer or chairperson at the end of the term of office.
6. The membership list/directory of this PTO shall be for the exclusive use of the organization and shall not be available for distribution or purchase by any other organization or commercial entity.
7. Standing Rules may be adopted by a majority vote at any General Membership Meeting. Amendments to Standing Rules require a two-thirds (2/3) majority vote without previous notice, a majority vote with such notice. Standing Rules should be procedural rather than parliamentary and may not conflict with the bylaws.

Written Consent of Board Members Adopting Bylaws

We, the undersigned, are the present officers of the Cunha Intermediate School PTO, a California non-profit corporation, and, pursuant to the authority granted to the officers by these Bylaws consent to, and hereby do, adopt the foregoing Bylaws, consisting of 14 pages, as the Bylaws of this corporation.

Dated: _____

Michelle Spencer *President*: _____

Kelly Rogers, *Secretary*: _____

Kris Durham *Treasurer*: _____

If positions are filled:

Mark Alfaro, *Vice President*: _____

Bilingual Liaison: _____

Jo Fry, *Financial Secretary*: _____

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the corporation named in the title thereto and that such Bylaws were duly adopted by the Members of said corporation on the date set forth below.

Dated: _____

Parent Volunteer: _____

Seth Feldman, *Cunha Intermediate School Principal*: _____

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