

**FRIENDSWOOD INDEPENDENT SCHOOL DISTRICT
SPECIAL EDUCATION
PARENT TEACHER ORGANIZATION
BYLAWS**

ARTICLE I - NAME

The name of this organization is the *FISD Special Education Parent Teacher Organization, Friendswood, Texas* (hereinafter referred to as the “Organization”).

ARTICLE II - ARTICLES OF ORGANIZATION

The Organization is incorporated with the Secretary of State of Texas as a Domestic Nonprofit Corporation under the name *FISD Special Education PTO*. In the event of any conflict between these bylaws and any other documents of the Organization, these bylaws shall govern.

ARTICLE III - OBJECTIVES

FISD Special Education PTO is dedicated to supporting and enhancing educational and social opportunities for students involved in special education by collaborating with students, parents, teachers, administrators, and organizations at Friendswood Independent School District (FISD).

3.00 The objectives of the Organization are to:

- 3.01 Support, advocate, educate, empower and unify families of students in Special Education throughout FISD;
- 3.02 Provide the opportunity for students, families, teachers and administrators to come together as one group from all different schools and programs within FISD with the common goal of helping to enrich the education and life of students in Special Education; and
- 3.03 Meet with community leaders and the general school populations to increase awareness of and gain support for students in Special Education.

ARTICLE IV - BASIC POLICIES

4.00 The basic policies of the Organization are:

- 4.01 The Organization shall be non-commercial, non-partisan, and non-sectarian and non-profit;
- 4.02 The name of the Organization or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with a partisan interest or for any purpose not appropriately related to the promotion of the objectives of the Organization;
- 4.03 The Organization shall not directly participate or intervene (in any way, including the publishing or distribution of statements) in any campaign on behalf of, or in opposition to, any candidate for public office, or devote more than an insubstantial part of its activities in attempting to influence legislation by propaganda or otherwise; and
- 4.04 The Organization may cooperate with other organizations and agencies concerned with child welfare, but persons representing the Organization in such manners shall make no commitments, which bind the Organization.

ARTICLE V - MEMBERSHIP

- 5.00 Membership is open to all staff, parents, guardians, and students of FISD and to other interested individuals who subscribe to the objectives and basic policies of the Organization.
- 5.01 Membership is limited to those individuals 18 years old or older.
- 5.02 Membership shall be available without regard to race, color, creed, national origin, or disability.
- 5.03 The Organization shall conduct an annual enrollment of members, but persons may be admitted to membership at any time.
- 5.04 A member in good standing shall be in compliance with these bylaws and current with annual dues.
- 5.05 Only members in good standing of the Organization shall be eligible to hold office, introduce motions, debate, and vote.

ARTICLE VI - DUES

- 6.00 Each member of the Organization shall pay annual dues to the Organization.
- 6.01 Annual dues of the Organization shall be set by the Executive Board of the Organization, be reasonable in amount, and reviewed annually.
- 6.02 Any individual eligible for membership may request exemption from annual dues payment in exchange for a commitment to serve for a minimum number of hours as a volunteer on behalf of the Organization.
- 6.03 Minimum hours for annual dues exemption shall be to be set by the Executive Board and reviewed annually.
- 6.04 FISD students are exempt from annual dues.

ARTICLE VII – MEETINGS AND VOTING

- 7.00 Meetings
 - 7.01 One annual meeting and at least two regular meetings of the Organization shall be held yearly.
 - 7.02 The Executive Board shall establish the time, date and location of these meetings.
 - 7.03 Notice of meetings shall be made available to members at least seven calendar days prior to the meeting.
 - 7.04 The annual meeting will be held no later than May of each fiscal year for the purpose of electing officers.
 - 7.05 Special meetings may be called by the president or by a majority of the members of the Executive Board, with twenty-four hour notice.
 - 7.06 Non-members may attend meetings of the Organization
- 7.10 Voting
 - 7.11 Members must be present, either physically or virtually, to be eligible to vote.
 - 7.12 A quorum is required to be present for passage of motions.

- 7.13 A quorum shall be the greater of 6 members or 10% of the voting members of the Organization. Members in good standing after annual enrollment will determine the basis for each year's total number of voting members.
- 7.14 A simple majority of eligible votes is required for passage of motions.
- 7.15 In the event of a tie, the motion will be sent to the Executive Board for either resolution or revision and resubmission to membership for a vote.

ARTICLE VIII - OFFICERS, DUTIES, AND ELECTIONS

The officers of the Organization shall perform their duties in good faith, with ordinary care, and in the best interests of the Organization.

- 8.00 The officers of the Organization shall consist of the president, vice president, secretary, and treasurer.
 - 8.01 **President.** The president shall preside over meetings of the Organization and Executive Board, serve as the primary contact for FISD administration, represent the organization at meetings outside the Organization, serve as an ex officio member of all committees except the Nominating Committee, and coordinate the work of all the officers and committees so that the purpose of the Organization is served. The president shall ensure that all organizational filings and reporting with the State of Texas are completed in accordance with applicable laws and regulations. The president shall insure that all bylaw amendments, tax filings and communications are reported to the Federal Government in accordance with applicable laws and regulations.
 - 8.02 **Vice President.** The vice president shall assist the president and carry out the president's duties in his or her absence or inability to serve. The vice president position is non-mandatory and the Nominating Committee may choose to leave this position unfilled.
 - 8.03 **Secretary.** The secretary shall keep all records of the Organization, take and record minutes, prepare the agenda, handle correspondence, and send notices of meetings to the membership. The secretary also keeps a copy of the minute's book, bylaws, rules, membership list, and other records of the Organization. The secretary shall assist the president and carry out the president's and/or vice president's duties in his or her absence or inability to serve.
 - 8.04 **Treasurer.** The treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the Executive Board. The treasurer will present a financial statement at every meeting and at other times of the year when requested by the Executive Board, and make a full report at the end of the year. The treasurer will provide written acknowledgement of donations as required by law.
- 8.10 Elections
 - 8.11 Elections will be held at the annual meeting each year.
 - 8.12 The Nominating Committee shall select a candidate for each office and present the slate at a meeting held at least two weeks prior to the election.

- 8.13 Nominations may also be made from the floor.
 - 8.14 Voting shall be by a voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken.
 - 8.15 A simple majority of eligible votes is required for election.
 - 8.16 Members are eligible for office if they are members in good standing at least 14 calendar days before the Nominating Committee presents its slate.
- 8.20 Term of office
- 8.21 Officers shall assume their responsibilities at the beginning of the Organization's fiscal year.
 - 8.22 Officers are elected for one year and may serve no more than two consecutive full terms in the same office.
 - 8.23 Extension of tenure to a position requires a unanimous vote by a quorum of the Executive Board at a scheduled or called meeting.
 - 8.24 An officer is considered to have served a full term if they have been in the position for five calendar months prior to the Nominating Committee's presentation of its slate of candidates.
- 8.30 Vacancy
- 8.31 If there is a vacancy in the office of president, the vice president will become the president for the unexpired portion of that term. At the next regularly scheduled meeting, a new vice president will be elected. If the vice presidency has no incumbent, the secretary shall succeed the president. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting.
 - 8.32 Officers can be removed from office if absent from three consecutive meetings of the Executive Board.
 - 8.33 A simple majority of the Executive Board must approve the removal.
 - 8.34 Due notice in writing shall be given to the officer by the secretary before the removal.

ARTICLE IX - EXECUTIVE BOARD

- 9.00 The Executive Board shall consist of the officers and committee chairs.
- 9.01 The duties of the Executive Board shall be to:
- i. Transact business between meetings in preparation for the general meeting;
 - ii. Create standing rules and policies;
 - iii. Create committees;
 - iv. Prepare and submit a budget to the membership;
 - v. Approve routine bills;
 - vi. Prepare reports and recommendations to the membership; and
 - vii. Conduct other such business necessary for the effective functioning of the Organization.

9.02 Voting

- i. A quorum is required for passage of motions.
- ii. A simple majority of the board members constitutes a quorum.
- iii. A simple majority of eligible votes is required for passage of motions.

9.03 Eligibility

- i. Executive Board Officers should not be currently serving as an officer on any other district PTO boards.
- ii. have at least 1 student enrolled in FISD special education

ARTICLE X - COMMITTEES

10.00 Committees may consist of members and board members, with the president acting as an ex officio member of all committees except the Nominating Committee and Bylaw Committee.

10.10 Nominating Committee

10.11 Consists of at least three members in good standing.

10.12 Are elected by voting members at a meeting at least four weeks prior to the annual meeting.

10.13 Elects its own chair.

10.14 Officers shall not serve as a member of this committee.

10.15 Solicits and nominates all interested and eligible persons for positions of officer.

10.16 Terminates at the successful election of officers.

10.20 Bylaw Committee

10.21 Convened by at least two-thirds vote of the Executive Board.

10.22 Chair shall be the president.

10.23 Consists of at least 3 additional members in good standing, appointed by the Executive Board.

10.24 Proposes revisions or amendments to the bylaws for presentation to the general membership.

10.25 Terminates at the successful adoption of revised or amended bylaws.

10.30 Standing Committees

10.31 The officers of the Organization may create such Standing Committees as it may deem necessary to promote the objectives and carry on the work of the Organization.

10.32 Chair of each Standing Committee is selected by the membership at a regular meeting.

10.33 Standing Committee members are appointed by the chair of the committee.

10.34 The term of each Standing Committee member shall be one year, or until a successor is appointed and assumes the duties of the office.

- 10.35 A person shall not be eligible to serve more than two consecutive terms on any single Standing Committee.
- 10.36 Exceptions to this will be determined on a case-by-case basis.
- 10.37 Extension of tenure to a position requires a unanimous vote by a quorum of the Executive Board at a scheduled or called meeting.
- 10.38 All Standing Committee members shall perform the duties as outlined in the committee's job description and those assigned from time to time.
- 10.39 The Executive Board shall reappoint all Standing Committees at least annually. Any Standing Committee not reappointed shall be dissolved.

ARTICLE XI - FINANCIAL AND ACCOUNTING

- 11.00 The Executive Board shall decide all matters pertaining to the finances of the Organization.
 - 11.01 A tentative budget shall be drafted no later than three months after the beginning of the fiscal year and approved by a majority vote of the members present.
 - 11.02 The treasurer shall keep accurate records of any disbursements, income, and bank account information.
 - 11.03 The Executive Board shall approve all expenses of the organization.
 - 11.04 At the end of each year, the Organization shall leave a minimum in the treasury to ensure the successful startup of the next fiscal year.
 - 11.05 The treasurer shall prepare an annual financial statement to be reviewed by the Executive Board and presented to the general membership no later than two months after the close of the fiscal year.
 - 11.06 The authority to sign contracts is limited to the president or the president's designee.
 - 11.07 The fiscal year of the Organization shall begin on the first day of July and shall end on the last day of June of the following calendar year.
 - 11.08 No Executive Board member, Standing Committee member, or member of the Organization shall receive, directly, or indirectly, any salary or compensation from the Organization for services rendered as Executive Board member, Standing Committee member, or member at large.

ARTICLE XII - PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall govern meetings when they are not in conflict with the Organization's bylaws.

ARTICLE XIII - STANDING RULES

The Executive Board may approve standing rules, and the secretary shall keep a record of the standing rules for future reference.

ARTICLE XIV - CONFLICT OF INTEREST POLICY

- 14.00 The purpose of the conflict of interest policy is to protect the Organization's tax-exempt interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a member of the Executive Board 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.

14.10 The Executive Board must adopt a conflict of interest policy which addresses the following:

14.11 Definitions of Interested Person and Financial Interest

14.12 Procedures for:

- i. Duty to Disclose
- ii. Determining whether a conflict of interest exists
- iii. Procedures for addressing the conflict of interest

14.13 Violations of the conflict of interest

14.14 Records of proceeding regarding any conflict of interest

14.15 Compensation of members

14.16 Periodic reviews of the conflict of interest policy

14.17 Use of outside experts

14.20 Each Executive Board member shall annually sign a statement which affirms that such person:

14.21 Has received a copy of the conflict of interest policy;

14.22 Has read and understood the policy;

14.23 Has agreed to comply with the policy; and

14.24 Understands that the Organization is charitable and that in order to maintain its federal tax-exempt status it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

ARTICLE XV - AMENDMENTS

15.00 These bylaws may be amended at any regular or special meeting of the Organization providing:

15.01 Previous notice was given in writing at a prior meeting;

15.02 At least thirty days have elapsed since the notice was given;

15.03 A quorum must be present; and

15.04 Approval by two-thirds votes of the members present, either physically or virtually, and voting.

15.10 A Bylaw Committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws. The requirements for adoption of a revised set of the bylaws shall be the same as in the case of an amendment.

15.20 Amendments to the bylaws must be submitted to any appropriate state or federal agency as required.

ARTICLE XVI - DISSOLUTION

16.00 The Organization may be dissolved with previous notice (14 calendar days) and two-thirds votes of those members present (assuming a quorum) at the meeting.

16.01 Upon the dissolution of the Organization, any assets remaining after all debts and liabilities have been discharged shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

16.02 The Executive Board shall ensure all appropriate termination filings with the Secretary of State and federal government are completed.

FISD Special Education PTO Bylaws:
Adopted 08/01/2023