

# WOODRIDGE PTO, INC.

NAME OF PTO: **WOODRIDGE PTO, INC.**

CITY: Cuyahoga Falls

COUNTY: Summit

IRS EMPLOYER IDENTIFICATION

## BY-LAWS

### **ARTICLE I: NAME**

The name of this association is the Woodridge PTO, Inc. (PTO) of Cuyahoga Falls, Ohio. It is a local, independent PTO Unit.

### **ARTICLE II: ARTICLES OF ORGANIZATION**

The Articles of Organization of a constituent organization include (a) the by-laws of such Organization and (b) the certificate of incorporation of articles of incorporation of such Organization (in cases in which the Organization exists as an unincorporated association).

### **ARTICLE III: PURPOSES**

**Section 1.** The Mission Statement of the Woodridge PTO, Inc. is as follows:

- To promote partnerships between the Primary & Intermediate school staff and parents in an effort to maintain the best possible education for its students.
- To act as liaison between the Primary & Intermediate schools and the school community.
- To engage in fund raising to enhance the education program and environment of Woodridge Primary & Intermediate schools.
- To encourage community interaction with the school system on issues of importance.
- To encourage parental involvement in the educational process.
- To provide volunteers for school activities and operation.
- To develop and maintain open channels of communication between the schools and parents.

**Section 2.** The Organization is structured exclusively for the charitable, scientific, literary or educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code (hereinafter "IRS" Code).

### **ARTICLE IV: BASIC POLICIES**

The following are basic policies of the Woodridge PTO, Inc.:

- The Organization shall be noncommercial, nonsectarian and nonpartisan.
- The name of the Organization or the names of any members in the official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the objects of the Organization.
- The Organization 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 shall work with the schools to provide quality education for all children and youth, and shall seek to participate in the decision making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to the boards of education.
- The Organization shall not enter into membership with other Organizations nor shall it allow other Organizations to enter into membership with it.
- Notwithstanding any other provision of these articles, the Organization shall not carry on any other activities not permitted to be carried on (1) by an Organization exempt from Federal income tax under Section 502 © (3) of the IRS Code, or (2) by an Organization, contributions to which are deductible under Section 170 © (2) of the IRS Code.
- Upon the dissolution of the Organization, and after adequately providing for the debts and obligations of the Organization, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations which have established their tax exempt status under Section 501 (©) (3) of the IRS Code.
- The Organization's fiscal year will run from July through June.
- It is the intention of this Organization to comply with all federal, state, and local laws and to comply with all Woodridge Board of Education policies.

## **ARTICLE V: COMPENSATION**

**Section 1.** 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.

**Section 2.** 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.

**Section 3.** No voting member 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, is prohibited from providing information to any committee regarding compensation.

**Section 4.** No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth in Article II hereof.

## **ARTICLE VI: MEMBERS AND DUES**

**Section 1.** Membership in this PTO shall be made available without regard to race, color, creed or national origin, to any individual who subscribes to the objects and basic policies of the Woodridge PTO, Inc..

**Section 2.** The PTO shall conduct an annual enrollment of members in the fall, but may admit persons to membership at any time.

**Section 3.** Each member of this PTO shall pay such annual dues to said Organization as may be prescribed by the Organization. Dues may be subject to annual change as designated by the Board. Membership dues set at \$5 per family.

**Section 4.** Only members of the Organization shall be eligible to vote in the general meetings or to serve in any of its elective or appointive positions.

**Section 5.** The Treasurer will annually compile a list of members. This list will not be made available for commercial interest(s).

**Section 6.** All PTO current Committee Chairpersons must be members of Woodridge PTO, Inc.

## **ARTICLE VII: PTO EXECUTIVE BOARD**

**Section 1.** The executive Board shall consist of an Executive Director, Assistant Director/Primary School, Assistant Director/Intermediate School, Secretary and Treasurer.

**Section 2.** It shall direct the PTO within the guidelines of the mission statement and shall transact such business as may be referred to it by the general membership.

**Section 3.** Meetings of the Board shall be held prior to the General meeting otherwise determined by the Board. Three (3) shall constitute a quorum.

**Section 4.** Special meetings of the Board may be called by the Executive Director or a majority of the members of the Board, five (5) days notice having been given.

**Section 5.** All Board members must have a child attending Woodridge Primary or Intermediate Schools, except the Principals and teacher representatives.

**Section 6.** Votes shall be recorded by the Secretary in the meeting minutes. The Director should be present for all voting. In matters requiring financial disbursements, the Treasurer should be consulted.

**Section 7.** All disbursements over the amount of \$200 must be pre-authorized by the Executive Board in order to be reimbursed.

**Section 8.** The Woodridge PTO, Inc. has a conflict of interest policy whereby family members cannot serve simultaneously on the executive board.

## **ARTICLE VIII: MEMBERS AND THEIR ELECTION**

**Section 1.** Only members of the Organization shall be eligible to serve in any elective or appointive positions.

**Section 2.** Officers and their elections.

- Incoming Executive Board members shall be elected by ballot annually at the April meeting. However, if there is but one nominee for any elective position, the vote may be held by voice.
- Executive Board Officers shall assume their official duties at the close of the fiscal year. They shall serve for a term of two years with an option to serve 2 additional 2 year terms for a total of 6 years. Board Officers shall be responsible for seeing that their successors are adequately trained to assume their positions.
- Executive Director, Treasurer, and Primary School Director positions are elected in even numbered years while the Secretary and Intermediate School Director are elected in odd number years.
- Executive Board Officers (Executive Director, Assistant Director/Primary School, Assistant Director/ Intermediate School, Secretary, Treasurer) should have previously served at least one term as a PTO Grade Rep. or Committee Chair.
- The nominating committee should consist of the Executive Board.
- A vacancy occurring in any elected office shall be filled for the unexpired term by a person elected by a majority of the Nominating Committee.

**Section 3.** Spring Dance Raffle Basket Coordinators by Grade and their elections.

- Incoming Spring Dance Raffle Basket Coordinators shall be assigned annually by the Nominating Committee. They shall assume their duties at the close of the school year.
- The Kindergarten Spring Dance Raffle Basket Coordinators shall be assigned by the Nominating Committee at the beginning of each academic year.

#### **Section 4. Standing and Special Committees**

- There shall be a Standing Committee Chairperson for all active committees. These Chairpersons should be chosen by the Executive Board from the entire membership.
- Committee chairpersons and Appointed Chairpersons shall report plans to the Executive Board and at General Meetings.

### **ARTICLE IX: DUTIES OF OFFICERS**

#### **Section 1. The Secretary shall:**

- Keep a correct record of all meetings of the Organization and at General meetings make available a written copy.
- Have custody of all books and records pertaining to the business of the organization except those of the Treasury.
- Conduct the correspondence of the Organization, oversee the monthly Newsletter.

#### **Section 2. The Treasurer shall:**

- Have custody of all the funds of the Organization.
- Keep a full and accurate account of receipts and expenditures and prepare annually a statement of receipts and disbursements at the end of the fiscal year.
- Make disbursements as authorized by the Board in accordance with the budget adopted by the Organization.
- Present a verbal financial statement at every meeting of the Organization and at other times when requested by the Board.
- Be responsible for the maintenance of such books of accounts and records as conform to the requirements of this constitution.
- Have the accounts examined annually or upon change of officer by an auditor or an auditing committee of not fewer than three members who, satisfied that the treasurer's annual report is correct, shall sign a statement of that fact at the end of the report. The auditing committee shall be appointed by the board of at least two weeks before the final meeting.

#### **Section 3. The Executive Director shall:**

- Be responsible for the orderly execution of the Board and General meetings.
- Prepare a proposed agenda for each meeting in communication with the Primary Assistant Director and Intermediate Assistant Director.
- Be responsible for developing programs with the Board, for each General meeting.

#### **Section 4. Building Directors shall:**

- Coordinate volunteer efforts.
- Liaison between school and parents.
- Organize any needs for special events (Dare, proficiency snacks, etc.)

## **ARTICLE X: AMENDMENTS**

### **Section 1.**

- These By-laws may be amended at any regular meeting of the Organization by a majority of the members present.
- A committee may be appointed to submit a revised set of By-laws as a substitute for the existing By-Laws only by a majority vote at a meeting. The requirements for adoption of a revised set of By-laws shall be the same as in the case of an amendment.

## **ARTICLE XI: STANDING RULES**

### **Section 1.** The following are the standing rules of the Woodridge PTO, Inc.:

- By-Laws should be reviewed every year by the By-Law Committee.
- No member may serve as Chairman of more than two committees. No Executive Board member may serve as Chairman of more than one committee.
- Special recognition shall be given to the room parents and all other volunteers during the year
- There should be at least one room parent per classroom.
- The Newsletter shall be distributed in a timely manner.
- Board members are expected to attend all General meetings and Board meetings. Grade Representatives and Committee Chairpersons are expected to attend all General Meetings.

## **ARTICLE XII: REMOVAL OF OFFICERS FROM AN OFFICE**

**Section 1.** An elected officer shall be removed from office for having two or more unexcused absences from general or PTO Board meetings in any one academic year, as determined by records of the meetings.

**Section 2.** An elected officer may also be removed for failure to satisfactorily perform duties as described in Article IX or for misconduct that adversely affects the Woodridge community and/or the Woodridge PTO, Inc. Removal shall be subject to a majority vote of other members of the Board.

**Section 3.** A non-elected officer may be removed for failure to satisfactorily perform duties relating to the program or activity to which he/she is assigned. Removal shall be subject to a majority vote of other members of the Board.

## **ARTICLE XIII: RESIGNATION**

**Section 1.** Any Board member may resign at any time by giving written notice to the Board. The resignation shall take effect when the notice is delivered unless the notice specifies a later effective date.

These By-laws revised October 29 2011 by Ellen Batu, Nancy Buzzelli, Lori Dever and Lori Samerdak