

**NORTHWEST RANKIN ELEMENTARY SCHOOL  
PARENT-TEACHER ORGANIZATION  
BYLAWS**

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**ARTICLE I: NAME**

The name of this organization is the Northwest Rankin Elementary School Parent-Teacher Organization (hereinafter referred to as the “PTO” or “organization”), is a local, unincorporated, non-profit organization located at 500 Vine Drive, Flowood, Mississippi 39232. These bylaws, as from time to time amended, shall govern the organization.

**ARTICLE II: PURPOSES**

**SECTION 1:** The objectives of the organization are:

- A.** To establish a close and supportive relationship between the home and the school so that parents, teachers, and administration may cooperate intelligently in the education of students.
- B.** To promote the welfare and the educational growth and development of children in home, school, and community.
- C.** To work for improvement in all areas of education and for better educational opportunities for all children.
- D.** To develop between educators and the general public such united efforts as will secure for all children the highest advantages in physical, mental, and social education.
- E.** To encourage the balanced development of all Northwest Rankin Elementary School students by promoting and supplementing the established educational standards of the Rankin County School District in support of educational excellence.
- F.** To work to promote and establish an engaging, effective, transparent, and democratic PTO, striving to include underrepresented elements of the Northwest Rankin Elementary School.
- G.** To solicit community support and promote positive public relations between school and community.

**SECTION 2:** The NWRE PTO is organized exclusively for charitable, scientific, literary, or educational purposes, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, or corresponding section of any future federal tax code.

**ARTICLE III: BASIC POLICIES**

**SECTION 1:** The following are basic policies of this organization:

- A. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- B. The name of the organization or the names of any members in their 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 the promotion of the objectives of the organization as set out in Article II.
- C. 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.
- D. The organization shall work with the schools to provide quality education for all students.
- E. The organization may cooperate with other organizations and agencies concerned with child welfare, but persons representing the organization shall make no commitments that bind the organization.
- F. No part of the net earnings of the organization shall ~~insure~~ inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions as authorized by a majority vote of the duly elected officers in furtherance of the purposes set forth in Article II.
- G. Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from Federal income taxes under Section 501(c)(3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- H. In the event of the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed for one or more of the exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or the Northwest Rankin Elementary School Activity Fund.

**SECTION 2:** The following is the organization’s Conflict of Interest Policy:

A. 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.

**B. Definitions.**

i. **Interested Person.** Any 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.

d. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

C. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

#### **D. Procedures.**

i. **Duty To Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the officers 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, he/she shall leave the

governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining 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 governing board or committee meeting, but after the presentation, he/she 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 governing 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 governing 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 governing 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 governing 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 governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**ARTICLE IV: MEMBERSHIP AND DUES**

**SECTION 1:** Membership shall be open to any Northwest Rankin Elementary School parent, guardian, teacher, or school staff member or any adult community member interested in promoting the objectives of this PTO as set forth in Article II above.

**SECTION 2:** The organization shall conduct an annual membership drive, but persons may be admitted to membership at any time with the payment of annual dues in an amount established by the Board as recorded in the minutes each year.

**SECTION 3:** The membership year shall be from August 1 until July 31 of the following year regardless of when dues are paid. The fiscal year shall be from August 1 until July 31 of the following year.

**SECTION 4:** To be considered a member in good standing of the PTO, each member shall remit annual dues applicable to the current membership year and adhere to the bylaws of the organization.

**SECTION 5:** Only members of this organization in good standing shall be eligible to vote in business meetings or to serve in any of its elected or appointed positions.

**ARTICLE V: EXECUTIVE BOARD AND ELECTIONS**

**SECTION 1:** The Executive Board shall consist of the four (4) current, duly-elected officers of the PTO (the President, President-Elect, Secretary, and Treasurer); the appointed Chairperson or Co-Chairpersons of the Fundraising Committee; the appointed Chairperson or Co-Chairpersons of the Teacher Appreciation Committee; one (1) school teacher representative (to be appointed by the Principal), and the Principal or his or her appointed representative. As an ex officio member of the Executive Board, the Principal enjoys all rights of membership. Although the Principal may opt to abstain from votes, these Bylaws do not require such.

**SECTION 2:** The elected officers of this organization shall consist of a President, a President-Elect, a Secretary, and a Treasurer. Each officer of the PTO shall be a member in good standing.

**SECTION 3:** Officers shall assume their official duties following the close of the Executive Board meeting in May and shall serve for a term of one (1) year or until their successors are elected.

A. The President-Elect shall be elected each year and shall serve one year as such and the following year as President.

B. A person shall not be eligible to serve more than two consecutive terms in the same office unless a successor is not elected.

C. A vacancy in any office shall be filled for the remainder of the term by a person elected by a majority vote of the remaining members of the Executive Board.

**SECTION 4:** Election of these officers shall be accomplished by a slate of nominees. The process of composing this slate is as follows:

A. Each year the outgoing President shall convene and chair a Nominating Committee composed of the President-Elect, Secretary, Treasurer, a teacher representative, Chairpersons of the Standing committees, and Chairpersons of any Special Committee active during the current school calendar year.

B. Prior to elections and on or about the third week of March, the Secretary will prepare a nomination form that will be made available to all PTO members on the school website, or any other practical notification method. PTO members may nominate other members or themselves for the positions of President-Elect, Secretary, and Treasurer. Nominations may be made by the Nominating Committee, by any PTO member in good standing, or both. All nominations will be compiled by the Nominating Committee. Members of the Nominating Committee will contact the nominees to verify interest in each position.

C. The Secretary shall then create a slate of candidates that has been approved by the Nominating Committee. Then the approved slate shall be forwarded to the outgoing Executive Board.

D. Officers shall be elected by a majority vote of the outgoing Executive Board and approval of the Principal. However, if there is but one nominee for any office, election for that office may be by acclamation. No absentee voting will be allowed.

## **ARTICLE VI: DUTIES OF THE EXECUTIVE BOARD**

**SECTION 1:** Duties of the Executive Board are as follow:

A. Develop the PTO's annual budget;

B. Establish and oversee the committees to conduct the work of the PTO;

C. Transact necessary business in the intervals between organization meetings and such other business as may be referred to it by the organization;

- D. Create standing and special committees;
- E. Review minutes of committee meetings and approve committee work plans;
- F. Present a report at regular organization meetings;
- G. Audit the treasurer's report;
- H. Prepare and submit to the organization for approval a budget for the fiscal year; and
- I. Approve routine expenditures within the limits of the budget.
- J. Standing committees shall include fundraising, teacher appreciation, and others as determined by the Executive Board.

**SECTION 2:** Regular meetings of the Executive Board, minimum of four (4) meetings per school year, one (1) meeting per quarter, shall be held during the year. A majority of the Executive Board members shall constitute a quorum. Special meetings of the Executive Board may be called by the President or by a majority of the members of the Board, the President presiding.

## **ARTICLE VII: DUTIES OF OFFICERS**

**SECTION 1:** The President shall preside at all meetings of the organization and the Executive Board; shall perform such other duties as may be prescribed in these Bylaws or assigned to him or her by the organization or by the Executive Board; serve as the primary contact for the Principal; shall be member ex-officio of all committees; and shall coordinate the work of officers and committees of the organization in order that the organization's objectives may be promoted; may appoint ad hoc committees as needed. The President will serve a term of one year.

**SECTION 2:** The President-Elect shall substitute for the President during his or her absences and perform other duties with the cooperation of the President. The President-Elect shall work closely with the President to prepare for that position the following year. After serving for one year, she/he shall become the President of the organization.

**SECTION 3:** The Secretary shall record the minutes of all meetings of the organization and of the Executive Board and shall have a current copy of the Bylaws. The minutes of each previous meeting shall be read and approved at the following scheduled PTO meeting. The minutes shall be recorded and stored in the school office at the end of each school year. In addition, the Secretary shall perform other duties as assigned by the President.

**SECTION 4:**

A. The Treasurer shall have custody of all funds of the organization; shall keep a full and accurate account of receipts and expenditures; and shall make disbursements as authorized by the officers. Checks or vouchers shall be signed by two persons when over \$350.00, the Treasurer shall present a financial statement at every meeting of the organization and at other times when requested by the Executive ~~Committee~~ Board/Officers and shall make a full report at the meeting at which new officers officially assume their duties. The Treasurer shall be responsible for the maintenance of such books of account and records will accurately reflect all receipts and disbursements of the PTO.

B. At all fundraising events, the Treasurer or her/his designee and one other Committee chairperson/member shall count monies raised and both shall sign a receipt verifying the funds for deposit.

#### **ARTICLE VIII: MEETINGS**

**SECTION 1:** Regularly scheduled general membership meetings and special meetings, shall be held at a time fixed by the Executive Board coordinating with the administration and other school organizations. The Executive Board will strive to promote the attendance of committee chairpersons and the PTO membership at large. Written notice of regularly scheduled general membership meetings must be given at least two (2) weeks prior to the meeting date. PTO meeting notices will be circulated as determined by duly elected officers.

**SECTION 2:** Special meetings of the organization may be called by the President or by a majority of the officers, five (5) days notice having been given.

**SECTION 3:** A majority of members present shall constitute a quorum of the transaction of business in any meeting of this organization.

#### **ARTICLE IX: STANDING AND SPECIAL COMMITTEES**

**SECTION 1:** Only members of the organization shall be eligible to serve in any elective or appointive positions.

**SECTION 2:** The officers may create such committees as it may deem necessary to promote the objectives and to carry out the work of the organization.

**SECTION 3:** The chairperson or co-chairpersons of each standing committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board.

**SECTION 4:** The power to form a special committee and appoint their members rests with the President and/or the Principal with input from remaining officers. (A special committee is created and appointed for a specific purpose, it automatically goes out of existence when its work is done and its final report is received unless otherwise deemed necessary by the President or Principal.

**SECTION 5:** The President and Principal shall be a member ex-officio of all committees.

**SECTION 6:** The following are standing committees for the PTO:

**A. Fundraising Committee:** The Fundraising Chairperson or Co-chairpersons are responsible for recruiting and organizing the Fundraising Committee. The Fundraising Committee is in charge of the planning and execution of all PTO sponsored fundraising efforts and ensuring that all PTO policies are followed.

**B. Teacher Appreciation Committee:** The Chairperson or Co-chairpersons of this committee are responsible for recruiting and organizing the Teacher Appreciation Committee.

#### **ARTICLE X: AMENDMENTS**

The Bylaws may be amended at any meeting of the Executive Board, provided that written notice of the proposed amendment(s) shall have been given to the Executive Board and Principal prior to the meeting at which the vote is to be taken. Notification of proposed amendments must be made at least three (3) weeks prior to the date such vote is

taken and must be posted on the NWRE PTO webpage which is accessible through the Northwest Rankin Elementary School webpage of the official Rankin County School District website. Adoption of amendments to the Bylaws shall be made by majority show-of-hands vote of the Executive Board. If all members of the Executive Board cannot attend the meeting other measures to obtain and record the absent member's vote are permissible.

**RESOLUTION ADOPTING BYLAWS for  
the Northwest Rankin Elementary School PTO**

WHEREAS, the Northwest Rankin Elementary PTO was previously organized as a non-profit, charitable organization.

WHEREAS, by majority vote and after waiver of further notice the duly elected officers did meet and deliberate as to the proposed Amendments to the organization's Bylaws and by majority vote did approve same.

NOW, THEREFORE be it resolved by majority vote of the duly elected officers of the Northwest Rankin Elementary PTO that the attached Bylaws supersede the previous Bylaws.

FURTHERMORE the Amendment of the Bylaws was accomplished in accordance with Article X of the previous Bylaws. SO APPROVED this the \_\_\_ day of March, 2014, with the following officers voting in favor of same.

Witness our signatures:

\_\_\_\_\_  
Dana McDaniel, President

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Britney Aultman, Vice President

\_\_\_\_\_  
Amy Shepherd, Treasurer

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Nicole Allen, Secretary