

**Browning Elementary
Parent Teacher Organization BYLAWS**

**Article I
Name**

The name of this organization shall be the Browning Elementary Parent Teacher Organization (hereafter referred to as "PTO") in Houston, TX. This organization shall have no affiliation with any state or national organization with similar objectives.

**Article II
Purpose**

Section 1 Purposes. The purposes of the Browning Elementary PTO are:

- A. To foster a better understanding of the learning process through communication among parents/guardians, faculty/staff and the school community.
- B. To encourage interaction between families and the school in meeting the needs of the children.
- C. To serve as a source of support for the school administration, faculty and staff with volunteer and financial assistance to meet the particular needs of the various programs on campus.
- D. To cooperate with the school to support the improvement of education in ways that will not interfere with the administration of the school and shall not seek to control its policies.
- E. To promote goodwill and support for the school in the community at large.

Section 2 Federal Status. This PTO is organized and shall be operated exclusively for charitable and educational purposes and qualifies as an exempt organization under section 501(c)(3) of the Internal Revenue Code or corresponding provision of any future United States Internal Revenue law.

**Article III
General Membership**

Section 1 Membership and Dues. PTO membership shall be open to the parents or legal guardians of a child enrolled at Robert Browning Elementary, and any teacher, administrator or staff member.

- A. An annual drive for membership shall be conducted in the fall semester on a school-wide basis, but new members may be admitted at any time.
- B. Annual dues for membership, if any, shall be set by the Executive Committee.
- C. Only members in good standing with the PTO shall be eligible to serve in any of its elected or appointed positions.

Section 2 Membership Meetings.

- A. Purpose. The purpose of the meetings is the approval of the annual budget, the nomination and election of Officers, the adoption or amendment of the Bylaws, and general assistance in the operation of the organization.
- B. Frequency. There shall be monthly membership meetings to be scheduled by the Executive Board prior to the end of the preceding school year.
- C. Notifications.
 - a. Notice of general meetings shall be distributed school-wide at the beginning and throughout the school year.
 - b. Notice of meetings that fall outside of the regular schedule shall be given to the membership in writing at least one week in advance.

- c. An agenda should be provided by the President to the Secretary of Records and Secretary of Communications for distribution to the community no later than 24 hours prior to any general meeting.
- D. Attendance.
- a. General meetings shall be open to anyone within the Browning Elementary community.
 - b. Only PTO Members in good standing shall be eligible to introduce motions, debate and vote at the Membership meetings.
 - c. A record of attendance should be obtained and kept by the membership chair and secretary of records.
- E. Minutes. Meeting minutes should be distributed by the Secretary of Records to the general membership within 3 business days of a general meeting.
- F. Quorum. A quorum shall consist of at least 10 members and half of the members of the Board of Directors present for business transactions to be conducted at any general meeting. Any decisions made must have received a simple majority of the total votes. Each member is entitled to one (1) vote. No member may cast a vote by proxy, e-mail or text message.
- G. Special meetings. When necessary, additional meetings may be called by a simple majority of the Executive Board or upon written request by ten (10) general members.

Article IV Officers

Section 1 Officers. The Officers of this organization shall be a President, Vice President, Treasurer, Assistant Treasurer, Secretary of Records, Secretary of Communications and a Parliamentarian.

- A. President. The responsibilities of the President include but are not limited to:
 - a. Coordinate the work of the board.
 - b. Preside at all board meetings and membership meetings of the organization, and shall be an ex-officio member of all committees
 - c. Set the agenda for board and general meetings.
 - d. Appoint a parliamentarian and standing committee chairs, subject to the approval of the board.
- B. Vice President. The responsibilities of the Vice President include but are not limited to:
 - a. Assist the President and carry out the President's duties in their absence or inability to serve.
- C. Treasurer. The responsibilities of the Treasurer include but are not limited to:
 - a. Receive all monies and pay all bills of the organization, keeping an accurate record of all receipts and expenditures.
 - b. Present a financial statement and budget update at each meeting of the organization and a full financial report at the end of each year.
 - c. File the required forms to maintain federal tax-exempt status. The Treasurer shall perform such other duties as may be assigned by the President.
- D. Assistant Treasurer. The responsibilities of the Assistant Treasurer include but are not limited to:
 - a. Assist the Treasurer in their duties of collecting, depositing and disbursement of all funds according to the budget.
 - b. Main backup to the Treasurer and helps to ensure checks and balances are kept. The Assistant Treasurer should be prepared to cover meetings when the treasurer is absent.
- E. Secretary of Records. The responsibilities of the Secretary of Records include but are not limited to:
 - a. Take minutes at board and general meetings. Types and distributes meeting minutes in accordance with PTO bylaws.
 - b. Keep record of action item list.

- c. Coordinate with the Secretary of Communications and school office staff to distribute agenda for board and general meetings.
 - d. Send reminders to the board about upcoming meetings.
 - e. Assist with maintenance of PTO virtual and hard-copy records and calendar.
- F. Secretary of Communications. The responsibilities of the Secretary of Communications include but are not limited to:
- a. Maintenance and oversight of the PTO website, social media, flyers and other forms of communication with families and staff.
 - b. Coordinates with school office staff to distribute newsletters and other forms of communication from the PTO.
 - c. Ensure that all communications are translated in both English and Spanish.
- G. Parliamentarian. The responsibilities of the Parliamentarian include but are not limited to:
- a. Maintain order at board and general meetings in accordance with Robert's Rules of Order and PTO Bylaws
 - b. Responsible for understanding HISD rules and requirements for PTO and ensuring the PTO acts in accordance with those rules.

Section 2 Terms of Office. Officers shall be elected every year at a general meeting not later than April. Their term of office will span one year from July 1 to June 31. An officer can serve no more than 2 consecutive terms in an office. A person may only hold one office at a time.

Section 3 Nominations/Eligibility. A nominee or nominees for each office shall be made from the floor at the March general meeting.

- A. The slate of nominees shall be made known to the Membership of the organization in writing at least one (1) week prior to the April election meeting.
- B. Any active member in good standing is eligible to run for any office, excluding the office of the president. Eligibility for the office of the president shall be limited to any member who has served at least one year as an elected officer in good standing.

Section 4 Elections and Voting. The election will be held during the April general meeting. Voting shall be by secret ballot through submission of an in-person paper ballot or an online ballot provided by school administrators. The voting period will be limited to 8 am - 7pm on election day. A simple majority of votes from the general membership shall be required to elect. One vote will be allowed per person.

Section 5 Vacancies/Resignations.

- A. Vacancies. If an office becomes vacant, the Executive Board shall appoint a person to fill that vacancy as soon as possible. If there is a vacancy in the office of the president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be elected for the remainder of the term. For purposes of eligibility, a person who is filling a vacancy shall be considered to have served the full term only if more than half of the term of office remains at the time they fill the position.
- B. Resignations. An officer may resign from his/her position at any time during their term by providing a letter of resignation to the Executive Board. The Board of Directors must hold a meeting to vote to approve the resignation, at which point the letter will be added to the meeting minutes by the Secretary of Records.
 - a. The resigning officer is expected to turn over all pertinent records and materials within 5 days of approval of their resignation.
 - b. Resigning officers are responsible for removing their administrator status on any PTO email or social media accounts.
 - c. In the event that all officers of the Executive Board resign simultaneously prior to the end of their term, the outgoing board is responsible for turning over, either to the newly elected officers or to the school faculty representative, a financial report, all money that is left after the outgoing board has settled outstanding debts, a detailed inventory of any materials/assets belonging to

the PTO, access information for any email, social media, or bank accounts that belong to the PTO, and written documentation of any unfulfilled action items.

Section 6 Transition from Office.

- A. Newly elected officers are expected to shadow outgoing officers following the announcement of their election to office through the remainder of the school year.
- B. Outgoing officers will initiate the transition of documents, inventory, materials, funds, etc. within 7 days following the date upon which their successors assume their duties.
- C. All outstanding debts should be paid before successors take office and a minimum of \$500 carryover must remain in the PTO bank account to be used as start-up funds for the new school year (Article X Section 3A).

Section 7 Removal from Office. Any Officer may be removed by a two-thirds (2/3) majority vote of a quorum of the Board whenever, in its judgment, the best interests of the PTO are served by the removal. If an Officer has repeated unexcused absences from Executive Board meetings, has engaged in unethical behavior, and/or has failed to perform their duties as an officer, that Officer may be removed from office. A written notice of removal proceedings must be provided to the Officer by the President at least twenty-four (24) hours before such proceedings.

Article V

Standing Committees

Section 1 Standing Committees. The standing committees for the board include Fundraising, Hospitality, Membership, Volunteer, and Campus Improvement. All committee work must be approved by the Executive Board.

- A. The role of the Fundraising committee shall include but is not limited to:
 - a. Oversight and coordination of on-campus and off-campus fundraising activities for the PTO.
 - b. Secure sponsorship for events.
- B. The role of the Hospitality Committee shall include but is not limited to:
 - a. Making everyone that interacts with the PTO feel welcome.
 - b. Ensuring all staff, students, parents or community partners are shown appreciation when deserving recognition.
 - c. Develop and execute staff appreciation events including staff appreciation week.
 - d. Liaison between enrichment (Library, PE, art) staff and PTO
- C. The role of the Membership committee shall include but is not limited to:
 - a. Proactively seek membership through various media and at PTO functions.
 - b. Primary contact for parent members with PTO questions, comments or concerns.
 - c. Keeps records of current and active members.
- D. The role of the Volunteer Committee shall include but is not limited to:
 - a. Soliciting and securing volunteers.
 - b. Keep an organized database of volunteers and ensure that all members that have volunteered are given the opportunity to help.
 - c. Responsible for training and managing volunteers and answering volunteer questions
 - d. Partner with local organizations to secure partner volunteers when needed.
- E. The role of the Campus Improvement Committee shall include but is not limited to:
 - a. Collaborate with executive board and campus administrators to develop campus improvement plans
 - b. Develop campus improvement budget
 - c. Organize campus work days.

Section 2 Chairpersons and membership.

- A. Committee chairs may be filled through recommendation by the Executive Board to be appointed by the President or through recruitment of volunteers from the general membership. A chairperson shall serve a

term of one year (July 1-Jun30). Each chairperson may appoint a co-chair to serve alongside them and attend board meetings in their place.

- B. It is the responsibility of the Committee Chairperson to prepare and submit a budget to the officers, supervise, delegate and ensure all duties for the committee are fulfilled, as well as provide updated records, along with a timeline of tasks at the conclusion of the committee's event.

Section 3 Additional Committees. The Executive Board may appoint additional committees as needed.

Article VI

The Executive Board

Section 1 Executive Members. The Executive Board shall consist of the elected Officers of the organization, the Principal, one (1) Faculty Representative, and a parliamentarian.

- A. The faculty representative shall be appointed by the principal at the start of the new school year.

Section 2 Emergency Authority. The Executive Board shall have the power to act for the organization in an emergency. A report of all such actions shall be rendered to the Board at its next regular meeting.

Section 3 Executive Board Meetings. The Executive Board will meet only as needed. A simple majority of the Executive Board shall constitute a quorum.

Article VII

The Board of Directors

Section 1 Board Members. The PTO Board of Directors (hereafter referred to as "Board") shall consist of the Executive Board, a parliamentarian, all current standing Committee Chairs and Faculty Representatives.

Section 2 Responsibilities. Responsibilities of the Board shall include, but are not limited to the following:

- A. Approve the general annual program activities and initiatives.
- B. Review and approve an annual budget, including revenue and expenses, prior to submitting it for approval by the PTO members at a general meeting.
- C. Review and approve proposals from Members for expenditures.
- D. Approve Chairs of standing committees and fill any vacancies for officers.
- E. Create or disband standing and special committees and approve the work of such committees.

Section 3 Duties.

- A. Record-keeping. All officers and committee chairs will keep a binder to record activities, vendors, budgets, event timelines, etc to be provided to their successor at the end of their term.
- B. Loyalty.
 - a. Conflict of Interest. Members of the board must place the interests of the organization above their own self-interests or the interest of others and avoid any acts of self-dealing that may jeopardize the tax-exempt status of the organization. Board members are expected to disclose any potential for conflict of interest and must annually sign the conflict of interest policy.
 - b. Officers and chairpersons must publicly present a united front with respect to any decisions made by the board. Members of the executive board should refrain from publicly making slanderous or defamatory statements about Browning Elementary school, the PTO and/or any staff/community members associated with either organization.
- C. Attendance. All officers and chairpersons are expected to make a good faith effort in attending, or assigning a proxy to attend, board meetings and general meetings and staying up to date on any business being conducted by the Board.

Section 4 Board Meetings. The board will meet, at minimum, once per month (excluding July). The meeting schedule should be set at the beginning of the school year. Additional board meetings can be called by a minimum of 2

members of the executive board and require at least 5 days notice. Cancellations of board meetings should be made at least 24 hours in advance.

- A. Quorum. A quorum shall consist of at least five (5) PTO Members present at Board of Directors meetings, at least two (2) of whom are members of the Executive Board.

Article VIII

Fiscal Responsibility

Section 1 Fiscal year. The PTO fiscal year shall begin on the first day of July and end on the last day of June of the following year.

Section 2 Budget. The Board shall approve a proposed budget no later than August, to be voted on by Members at the first membership meeting of the school year. Modifications to the budget and non-budgeted expenses shall be approved by the Executive Board.

Section 3 Banking.

- A. The Executive Board shall designate a financial institution into which all PTO funds will be deposited.
 - a. Authorized signers on the bank account shall include the President, Vice President, Treasurer, and Secretary. Signers shall not be related by blood or marriage or reside in the same household.
 - b. The bank account should maintain a balance of no less than \$500 at the end of the fiscal year to cover initial operating costs for the next fiscal year.
- B. Debit card
 - a. The Treasurer will maintain a log of which officer has the debit card at any given time.
 - b. Receipts from any and all debit card purchases shall be submitted when the debit card is returned to the Treasurer, or within seven (7) days of the charge, to allow the Treasurer to reconcile against the bank statement and budget line items.
- C. Checks.
 - a. Two authorized signatures shall be required on all checks totaling \$200 or greater.
 - b. A check payable to one of the authorized signatories cannot be signed by that individual.
 - c. Any and all checks and related financial information shall be in the possession and maintenance of the Treasurer.

Section 4 Expenditures and Reimbursements.

- A. Any expenditure made on behalf of the PTO must have approval by the Executive Board and be accounted for in the PTO budget.
- B. Reimbursements for all expenses shall be made only after receipts for the expenditures have been audited, documented, and approved by the Executive Board. Reimbursement requests should be submitted within 15 days of the incurred expense or by two weeks prior to the end of the fiscal year, whichever comes first, and must be accompanied by a receipt
- C. The Treasurer is to maintain a log of purchases to be reconciled with the budget line items.
- D. The Executive board is authorized to jointly approve Requests for Funds (hereafter referred to as "RFF"). Supporting written documentation must be provided by the RFF form.
- E. For any expense, that in part or whole, totals \$1,000 or more, the PTO will secure at least two (2) written bids prior to General Membership voting on approval of said project or purchase. If there is only one vendor providing the product or service, a written statement should be provided to the board to explain the reason for having a sole source.

Section 5 Information and Record Keeping

- A. In accordance with the Public Information Act with respect to incorporated nonprofit organizations, this organization shall maintain records, books and annual financial activity reports at the registered office (Robert Browning Elementary School) for 3 years after the close of a fiscal year.

- B. Documents must be made available to public inspection upon request.
- a. "Failure to maintain those records, prepare an annual report or make the record or report available to the public is a Class B misdemeanor (Tex. Bus. Org. Code § 22.354)".

Article IX
Dissolution

Section 1: Dissolution. This PTO may be dissolved provided 14 business days prior notice is given to the general membership, a vote is taken at the next scheduled general meeting, and the request is approved by a two-thirds majority vote (assuming a quorum) of those present.

Section 2: Remaining Funds. Upon a vote to dissolve the PTO, the remaining PTO funds shall first be used to pay any outstanding PTO debt and then either:

- A. A vote shall be taken by the PTO membership to spend remaining funds on an item or items that benefit the students; or
- B. The remaining funds will be held in escrow by the Principal for use by a future School PTO. If a PTO is not formed within 24 months, the funds shall revert to Robert Browning Elementary School and be used toward the benefit of the students under the discretion of the Principal.

Article X
Amendments

The Constitution and Bylaws of this organization may be amended at any meeting by a two-thirds (2/3) vote of the membership present (assuming a quorum), provided the membership has been given fourteen (14) days written notice of the meeting and proposed amendments.

Article XI
Parliamentary Authority

The rules contained in Robert's Rules of Order Revised shall govern this organization in all cases to which they are applicable and in which are not inconsistent with these Bylaws.