

KILGOUR ELEMENTARY PTA

Bylaws

TABLE OF CONTENTS

| | |
|---------------|--|
| ARTICLE I | NAME..... |
| ARTICLE II | PURPOSES..... |
| ARTICLE III | BASIC POLICIES..... |
| ARTICLE IV | RELATIONSHIP WITH NATIONAL AND OHIO PTA..... |
| ARTICLE V | MEMBERSHIP AND DUES..... |
| ARTICLE VI | OFFICERS..... |
| ARTICLE VII | NOMINATIONS AND ELECTIONS..... |
| ARTICLE VIII | DUTIES OF OFFICERS..... |
| ARTICLE IX | EXECUTIVE COMMITTEE..... |
| ARTICLE X | BOARD..... |
| ARTICLE XI | COMMITTEES..... |
| ARTICLE XII | GENERAL MEMBERSHIP MEETINGS..... |
| ARTICLE XIII | OHIO PTA CONVENTION..... |
| ARTICLE XIV | FISCAL YEAR..... |
| ARTICLE XV | DISSOLUTION..... |
| ARTICLE XVI | PARLIAMENTARY AUTHORITY..... |
| ARTICLE XVII | ELECTRONIC TECHNOLOGY/PROCEDURE INTEGRITY |
| ARTICLE XVIII | AMENDMENTS..... |

*ARTICLE I—NAME

The name of this organization is the Kilgour Elementary Parent and Teacher Association of Cincinnati, Ohio. It is a local PTA organized under the authority of Ohio Congress of Parents and Teachers (Ohio PTA), a branch of National Congress of Parents and Teachers (National PTA).

*ARTICLE II—PURPOSES

Section 1. The purpose or purposes (Objects) which the corporation will hereafter pursue are:

- a. To promote the welfare of children and youth in home, school, places of worship, and throughout the community;
- b. To raise the standards of home life;
- c. To advocate for laws that further the education, physical and mental health, welfare, and safety of children and youth;
- d. To promote the collaboration and engagement of families and educators in the education of children and youth;
- e. To engage the public in united efforts to secure the physical, mental, emotional, spiritual, and social well-being of all children and youth; and
- f. To advocate for fiscal responsibility regarding public tax dollars in public education funding.

Section 2. The purposes of the PTA are promoted through an advocacy and educational program directed toward parents, teachers, and the general public; developed through conferences, committees, projects, and programs; and governed and qualified by the basic policies set forth in Article III.

Section 3. The organization is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter referred to as "Internal Revenue Code").

Section 4. In accordance with Ohio PTA, this association further defines children and youth as birth through 23 years of age.

*ARTICLE III—BASIC POLICIES

The following are basic policies of PTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization shall work with the schools and community 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 boards of education, state education authorities, and local education authorities.
- c. The organization shall work to promote the health and welfare of children and youth and shall seek to promote collaboration between parents, schools, and the community at large.
- d. 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 payments and distributions in furtherance of the purposes set forth in Article II.
- e. 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 tax 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.
- f. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to Ohio PTA.
- g. 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.

*ARTICLE IV—RELATIONSHIP WITH NATIONAL AND OHIO PTA

Section 1. This local PTA is chartered as a constituent organization of the Ohio PTA in conformity with such rules and regulations as the Ohio PTA and National PTA may prescribe.

The Ohio PTA has issued to this local PTA an appropriate charter. The charter shall be subject to withdrawal and the status of this organization as a PTA unit shall be subject to termination in the manner and under the circumstances provided in the bylaws of the Ohio PTA.

Section 2. Individual National and Ohio PTA dues are collected from members by this local PTA and shall be submitted to the Ohio PTA monthly.

Section 3. This local PTA to be in good standing with Ohio PTA:

- a. Adheres to the purposes and basic policies of PTA,
- b. Remits the initial payment of National and Ohio PTA dues to the Ohio PTA by November 30,
- c. Reviews these bylaws every three (3) years and submits them to the Ohio PTA Director of Bylaws and Standing Rules for further approval, and
- d. Adhere to the Ohio PTA Standards of Affiliation (See Exhibit A)
- e. Meets other criteria as may be established by the National or Ohio PTA.

Section 4. These bylaws and amendments to them must be approved by the Ohio PTA and shall not be in conflict with National PTA bylaws or Ohio PTA bylaws.

Section 5. This local PTA not in good standing by:

- a. November 30:
 1. Shall not be eligible for awards.
 2. Shall have their unit removed from the mailing list of the Ohio PTA.
 3. Shall not be eligible to participate in the Reflections program of the Ohio PTA.
- b. March 15:

1. Shall be considered inactive.
2. Shall know that the Internal Revenue Service (IRS) will be notified by Ohio PTA that this unit is no longer a tax-exempt organization of the Ohio PTA.

Section 6. To be reinstated to good standing, this local PTA shall provide a list of current officers, remit the current year's National PTA dues and Ohio PTA dues, and fulfill Ohio PTA Standards of Affiliation and current IRS regulations collaborating with the Ohio PTA office.

Section 7. This local PTA shall keep minutes of meetings, a membership list, and accounting records sufficient to establish the items of gross income and disbursements of the organization, including dues collected from its members and the amount of dues remitted to the Ohio PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Ohio PTA.

Section 8. This local PTA if disbanding or withdrawing from the Ohio PTA shall notify its Ohio PTA District Advisor or the Ohio PTA office thirty (30) days before a disbanding vote is taken and be governed by the procedure established by the Board of Directors of the Ohio PTA.

Section 9. This local PTA, in accordance with IRS regulations, shall:

- a. File an annual financial report with the Ohio PTA office;
- b. File a Form 990 or 990 EZ with a Schedule A if gross receipts exceed \$50,000 annually or file a form 990 N if gross receipts do not exceed \$50,000 annually with the IRS; and
- c. Know that the Ohio PTA office staff has applied for a Federal Employer Identification Number (EIN) for this constituent unit.

Section 10. This local PTA, in accordance with the State of Ohio regulations shall: Register with the Attorney General's office and file annually thereafter.

*ARTICLE V—MEMBERSHIP & DUES

Section 1. Every individual who is a member of this local PTA is, by virtue of that fact, a member of the National PTA and of the Ohio PTA and is entitled to all the benefits of such membership.

Membership in this local PTA does not imply membership in any other local PTA.

Section 2. Membership in PTA shall be open, without discrimination, to anyone who believes in and supports the mission and purposes of PTA.

Section 3. Each member shall pay annual dues in the amount of \$6.00 to this local PTA. For each individual, these annual dues shall include Ohio PTA dues (\$2.50) and National PTA dues (\$2.25).

Section 4. Individuals are entitled to only one vote even though they may be serving in more than one position. There shall be no voting by proxy at any meeting of this PTA.

Section 5. Only current members of this PTA may serve in any elective or appointive positions or participate in any business of this PTA.

Section 6. Members who are under 18 years of age are prohibited under Ohio law from signing contracts that bind the members of this PTA.

*ARTICLE VI—OFFICERS

The officers of this local PTA shall be President, President-elect, Treasurer, Budget Chair, Recording secretary, Corresponding Secretary, Parliamentarian, Technology Chair, and Immediate Past President.

ARTICLE VII—NOMINATIONS & ELECTIONS

Section 1. There shall be a Nominating Committee composed of at least three (3) current members of this PTA: the President, the President-Elect, and at least one other member.

- a. The Chair shall be the President-Elect.
- b. The Nominating Committee shall nominate one (1) eligible person for each office to be filled and report its nominees to the regular General membership in May. Additional nominations may be made from the floor at the election meeting. (Voting on the proposed slate will take place at the May meeting.)
- c. Only individuals who are current members of this PTA and who have signified their consent to serve if elected shall be nominated for office.
- d. The committee shall be elected by this local PTA at a regular general membership in the month of May or be subsequently appointed.

Section 2. The following provisions govern the eligibility of individuals to be Officers of this PTA:

- a. No Financial Officer may serve more than 2 consecutive terms in the same office. A term is 2 years. A person who has served in an office for more than one half of a full term shall be deemed to have served a full term in such office.
- b. An Officer must be a member of the PTA in good standing.

*c. An Officer must be a current member of the PTA Board.

Section 3. Officers shall be elected in the month of May.

Section 4. The vote shall be conducted by ballot and a majority vote shall elect. When there is only one candidate for any office that election may be held by voice vote.

Section 5. Officers shall assume their official duties at the close of the Board Meeting at which they were elected and shall serve for a term of 1 year or until their successors are elected.

Section 6. In case a vacancy occurs in the office of President, the President-Elect shall become President and shall hold office for the balance of the term.

The vacancy in the office of the President-Elect shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Board, notice of such election having been given and should take place at the next meeting by the voting body. In the interim, duties of the President-Elect shall be delegated by the President.

A vacancy in any other elective position shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Board, notice of such election having been given.

ARTICLE VIII—DUTIES OF OFFICERS

Section 1. The President shall:

- a. Preside at all General Meetings of this local PTA;
 - b. Serve as an ex-officio member of all Committees except the Nominating and Audit/financial review Committees;
 - c. Coordinate the work of the Officers and Committees of this local PTA in order that the purpose of PTA may be promoted;
 - d. Ensure that this local PTA/PTSA complies with the Ohio PTA Standards of Affiliation. (See Exhibit A)
 - e. Appoint Committee Chairs except the Chair of the Nominating Committee;
 - f. Appoint an Auditor or an Audit/financial review committee at the time of the annual election of officers or at least one month prior to the end of the fiscal year and at any change of treasurer; and
- *f. Perform duties prescribed by these bylaws, standing rules, and the parliamentary authority adopted by this PTA.

Section 2. The President-Elect shall:

- a. Act as aide to the President and Co-President;
- b. As per Article VII, perform the duties of the President in the President's absence or inability to serve;
- c. The President-Elect will serve as the President in the following year;
- d. * Perform duties prescribed by the bylaws, standing rules, and the parliamentary authority adopted by this PTA

Section 3. The Treasurer shall:

- a. * Have custody of the funds and maintain a full and accurate account of the receipts and disbursements belonging to this local PTA;
- b. * Make disbursements as authorized by the President, Board, or Membership in accordance with the budget adopted yearly by this local PTA;
- c. Have checks over \$1000 signed by two people, who are not immediate family members and are official signors registered at the bank of record for this local PTA who may consist of the Treasurer, Budget Chair, or President or otherwise designated Budget Committee member.
- d. * Provide a financial statement at each meeting; including but not limited to a reconciled bank account balance and reporting of disbursements and deposits
- e. *Submit to the Ohio PTA an annual report of the financial condition of the organization; which can be done in coordination with the Budget Chair
- f. * Submit the books annually or upon a change of Officer to an audit;
- g. * Have this PTA bonded for a sum equivalent to the average gross receipts of this Association during a year;
- h. * Submit the Ohio PTA and National PTA portion of the dues to Ohio PTA monthly with the first payment no later than November 30;
- i. * File a 990 Form annually with the IRS;
- j. * Have this Unit maintain appropriate liability insurance; and
- k. * Perform duties prescribed by the bylaws, standing rules, and the parliamentary authority adopted by this PTA.

Section 4. The Budget Chair shall:

- a. Preside at all Meetings of the Budget Committee;
- b. Serve as an ex-officio member of all Budget Sub-committees

- c. Review the accounts of this Unit for accuracy and provide oversight;
- d. Provide a financial statement at each meeting; including but not limited to variances to date versus the adopted annual budget by this local PTA.
- e. Submit to the Ohio PTA an annual report of the financial condition of the organization;
- f. Perform duties prescribed by the bylaws, standing rules, and parliamentary authority adopted by this PTA.

Section 5. The Recording Secretary shall:

- a. Keep a record of minutes of all Meetings of the association, Board and Executive Committee;
- b. Help set Meeting Agendas in coordination with the President and maintain attendance records at meetings.
- c. Submit minutes of Meetings to the Communications Committee for posting to the PTA Website;
- d. Be custodian of the PTA Permanent File;
- e. Possess a current copy of the Kilgour PTA's Bylaws and Standing Rules;
- f. Submit to Ohio PTA the requested list of names and addresses of Unit Officers or Chairs;
- g. Submit to Ohio PTA a record of annual Volunteer hours of this PTA.
- h. Perform duties prescribed by the bylaws, standing rules, and parliamentary authority adopted by this PTA.

Section 6. The Parliamentarian shall:

- a. Serve as Board policy and bylaws expert, as well as consultant on matters of procedure;
- b. Perform duties prescribed by these bylaws, standing rules, and the parliamentary authority adopted by this PTA.

ARTICLE IX—EXECUTIVE COMMITTEE

Section 1. There shall be an Executive Committee of this PTA, the members of which shall be all **elected** Officers.

Section 2. Special meetings of the Executive Committee may be called by the President or upon written request of three (3) members with two (2) days' notice to each member of the Executive Committee. No other business than that which is stated in the call shall be transacted at this meeting.

***Section 3.** A majority of the Executive Committee shall constitute a quorum for the transaction of business.

Section 4. Duties of the Executive Committee shall be to:

- a. Transact business referred to it by the Board;
- b. Assist the President as requested;
- c. Make a report at each Board meeting.

Section 5. The Executive Committee shall take no action in conflict with any action taken by the Board.

ARTICLE X—BOARD

Section 1. The members of the Board shall be:

- a. Elected Officers;
- b. Standing Committee Chairs;
- c. Principal of Kilgour School;
- d. Two (2) Teacher Representatives from Kilgour School;

Section 2. Duties of the Board shall be to:

- a. Transact necessary business in the intervals between regular Association meetings and such other business as may be referred to it by the Association;
- b. Create special Committees as it may deem necessary to promote the purposes of PTA and carry on the work of this local PTA;
- c. Approve the plans of work of the Standing Committees;
- d. Report at the regular meetings of the Association;
- e. Ensure a budget is prepared and submitted to the general Association for approval for the fiscal year; and
- f. Fill vacancies in elective and appointed positions except for President.
- g. Document all procedures, event, and best practices for future Board members.

Section 3. Regular meetings of the Board shall be held monthly with the date and time to be fixed by the Board at its first meeting of the year;

Section 4. Special meetings of the Board may be called by the President or when requested by five (5) members upon (2) days' notice to each member of the Board. No other business than that which is stated in the call shall be transacted at this meeting.

Section 5. At all meetings of the Board, six (6) members of the Board, three (3) of whom are Officers, shall constitute a quorum for the transaction of business.

Section 6. Upon the expiration of the term of office or when an individual ceases to hold a Board position, that individual shall be relieved of all duties and responsibilities. All records, books, and other materials pertaining to the position shall be turned over to the President and all funds pertaining to the position shall be returned to the Treasurer five (5) days after leaving the Board position.

Section 7. If any member of the Board shall at any time ceases to meet the qualifications or fulfill the duties of the position, that person may be removed from the Board by resolution adopted by 2/3 vote of the Board.

ARTICLE XI- COMMITTEES

Section 1. This local PTA shall have certain major standing Committees, within which sub-Committees and/or Special Committees will operate:

- a. Executive
- b. Auction
- c. Carnival
- d. Fundraising (Subcommittees & Chairs can include: Sponsorship (mandatory), Great Gatherings (Mandatory), Non-profit fundraising, Restaurant Nights, Box Tops, Reward Programs, Flower Sale. Auction and Carnival Chairs will be a part of the fundraising committee.
- e. Enrichment: Focus on Outside and inside enrichment activities, in coordination with the staff, and plan programming to fill identified gaps (Subcommittees & Chairs can include: Mustang Mondays, Health & Wellness, COSI, Family Science Night, (2) ILT Representatives (Mandatory), and elected LSDMC Parent Representative.
- f. Community: Focused on building community, meeting physical & socio-emotional needs of students, parents, and staff. Work with the LSDMC Inclusion committee on priorities. This committee is focused on recruiting new members, planning membership inclusive events, and welcoming activities. (Subcommittees can include: Community Chair (mandatory), Volunteer Coordinator, Talent Show, Room Parents (mandatory), Teacher Appreciation, Membership, Holiday Fair, Staff Fund, Spaghetti Diner, Movie Night, Skating Club, Bowling Club, Skiing Club, Scholarship, Yearbook, Harvest Jam, 5th & 6th Grade coordinators, Dads Gone Nuts, CRC Representative, Sports Boosters Representative.)
- g. Communications: Responsible for the Synopsis newsletter, weekly emails, printed notes, website, PR, social media, and other communication and marketing needed for event promotion. The technology chair is a member of the Communications committee. (Subcommittees can include: Synopsis (Mandatory), Email, Calendar, Social Media, FB Liaison, Directory, Public Relations, Historian.)
- h. Outreach: Responsible for community and philanthropic programing. (Programming and subcommittees can include: Giving Tree, fall food drive, Halloween Costume Shop, and Thanksgiving meal drive, Kilgour Cares coordination, Clean Up Days, Scholarship as well as other activities as directed by the Board.
- i. Infrastructure / Buildings & Grounds: responsible for the maintenance & needed improvements or enhancements around the building. Also responsible for physical resources or upkeep required in alignment with the Board's goals and to keep Kilgour moving forward to meet enrichment needs or gaps. Buildings and Grounds, Technology Chair and Playground/ Foundation representative to be members of Infrastructure committee.
- j. The Standing Rules of this local PTA will define roles and responsibilities of current Chair positions in accordance with the Board's current year goals and budget.

Section 2. The Board may create such Special Committees as it may deem necessary to promote the purposes of PTA and carry out the work of this local PTA.

Section 3. The term of office of a standing Committee Chair shall be one (1) year or until the selection of a successor.

Section 4. The chair of each standing Committee shall present a Plan of Work to the Board for approval. No committee work shall be undertaken without the consent of the Board.

Section 5. Auditor: An Auditor appointed by the President shall consist of someone without check signing privileges. The duties of the Auditor are to review the Treasurer's accounts and sign an audit/financial review report.

ARTICLE XII—GENERAL MEMBERSHIP MEETINGS

Section 1. Regular meetings of this local PTA shall be held set by the board and communicated to the members. Notice shall be given to the membership of any change of date. Typically, this local PTA will meet monthly September through June, at the OPEN House, and on a date and location in June set by the President-Elect.

Section 2. Special meetings of this local PTA may be called by the President or by a majority of the Board, two (2) days' notice having been given. No other business than that which is stated in the call shall be transacted at this meeting.

Section 3. Six (6) members, two (2) of whom are Officers, shall constitute a quorum for the transaction of business in any meeting of this local PTA.

*ARTICLE XIII—OHIO PTA CONVENTION

Members of this local PTA if in good standing may attend the Ohio PTA Convention.

*ARTICLE XIV—FISCAL YEAR

The fiscal year of this local PTA shall begin on July 1 and end on the following June 30.

*ARTICLE XV—DISSOLUTION

Section 1. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets will be distributed to the Ohio PTA or a non-profit organization, which is tax-exempt and meets the requirements of regulations under Section 501(c)(3) of the Internal Revenue Code.

Section 2. The procedure for dissolution is as follows:

- a. When a motion to disband is presented and seconded, at a regularly scheduled general membership meeting, it must be deferred for vote until the next regularly scheduled general membership meeting. All members must be notified by first class mail, along with the Ohio PTA District Advisor or the Ohio PTA office at least thirty (30) days prior to the meeting at which the vote will be taken on the motion to disband.
- b. At the next regularly scheduled general membership meeting the motion to disband is opened for discussion. A two-thirds (2/3) vote of members present and voting is required for the motion to be adopted.
- c. If the motion to disband passes, the IRS shall be notified by Ohio PTA that this local PTA is no longer a tax-exempt organization of the Ohio PTA and the books, records, and charter of this PTA shall be returned to the Ohio PTA office by registered mail or given to the Ohio PTA Board of Directors representative.

*ARTICLE XVI—PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised, Eleventh Edition* shall govern this PTA in all cases in which they are applicable and in which they are not in conflict with these Bylaws, unit Standing Rules, National PTA Bylaws, the Ohio PTA Bylaws, special rules of order, or Articles of Incorporation.

*ARTICLE XVII— ELECTRONIC TECHNOLOGY/ PROCEDURE INTEGRITY

Section 1. The Kilgour PTA may place policy procedures, such as the Ohio PTA Bylaws, Kilgour PTA Bylaws and Standing Rules on password protected areas of the Kilgour PTA Website.

Section 2. The Kilgour PTA will make every effort to ensure the website information is free from outside tampering so as to protect the integrity of the information and will alert users when breaches of security are identified.

Section 3. Use of the National PTA and Ohio PTA trade name and seal on a website is prohibited without written permission from the Ohio PTA.

Section 4. The Kilgour PTA will make every effort to ensure web pages are accurate, but assumes no liability for errors or omissions.

ARTICLE XVIII- AMENDMENTS

Section 1. These Bylaws may be amended at any regular General Meeting of this PTA by a two-thirds (2/3) vote of those present and voting. Notice of proposed amendments must have been provided to the membership ten (10) days prior to the meeting.

Section 2. This local PTA may appoint a Committee to submit a revised set of Bylaws as a substitute for the existing Bylaws only by a majority vote at a General Meeting of the Association or by a two-thirds (2/3) vote of the Board. The requirement for adoption of a revised set of Bylaws shall be the same as in the case of an amendment.

Section 3. All revisions and amendments by this PTA to these Bylaws shall be submitted to the Ohio PTA Director of Bylaws and Standing Rules for approval.

Section 4. The adoption of an amendment to any provision of these Bylaws by Ohio PTA shall serve automatically and without the requirement of any further action by this PTA to amend correspondingly these Bylaws. This PTA shall promptly incorporate such amendments into these Bylaws.