

BYLAWS OF THE PIN OAK MIDDLE SCHOOL PARENT-TEACHER ORGANIZATION

These Bylaws govern the affairs of Pin Oak Middle School Parent Teacher Organization, a non-profit corporation (referred to as the “PTO”) organized under the Texas Non-Profit Corporation Act (referred to as the “Act”).

ARTICLE 1: OFFICES

1. The principal office of the PTO shall be located at 4601 Glenmont Drive, Bellaire, Texas 77401. The PTO may have such other offices, either in Texas or elsewhere, as the Executive Board may determine. The Executive Board may change the location of any office of the PTO.
2. The PTO shall comply with the requirements of the Act and maintain a registered office and registered agent in Texas. The registered office of the PTO required by the Act to be maintained in the State of Texas shall be the office of the initial registered agent named in the PTO’s Articles of Incorporation (“Articles”) or such other office (which may but need not be a place of business of the PTO) as the Executive Board may designate from time to time in the manner provided by law. The registered agent of the PTO in the State of Texas shall be the initial registered agent named in Articles or such other person as the Executive Board may designate from time to time in the manner provided by the law.

ARTICLE 2: PURPOSE

1. The purpose of this PTO shall be to promote good understanding, cooperation, and support among parents, teachers, and administrators in order to provide the best possible education and support for our students.
2. The PTO shall be operated exclusively for charitable, scientific, literary and educational purposes as defined in section 501(c) (3) of the Internal Revenue Code.
3. In the event of dissolution of this PTO, after paying or adequately providing for the debts and obligation of the PTO, the remaining assets shall be distributed to one or more of the exempt purpose organizations specified in Section 501(c) (3) of the Internal Revenue Service Code.

ARTICLE 3: POLICIES

1. The PTO shall be noncommercial, nonsectarian, nonpartisan and non-profit and not carry on any other activities not permitted by an organization exempt from Federal Income Tax under section 501(c) (3) of the Internal Revenue Code, as from time to time amended.

2. The name of the PTO or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for a purpose not appropriately related to promotion of the purposes of this corporation.

ARTICLE 4: MEMBERSHIP AND DUES

1. Any parent or legal guardian of a Pin Oak Middle School student, any teacher, administrator, or staff member, and any other interested community member who is over 18 years of age and who subscribes to the purpose and policies of the PTO may become a member of this PTO upon payment of dues as hereinafter provided.
2. The PTO shall conduct an annual enrollment of members, but persons may be admitted to membership at any time. The PTO's Executive Board shall set the annual dues for membership and approve any increase in dues. School year membership begins upon the contribution of funds by an individual for that school year and terminates at the end of that school year.
3. Only members of the PTO whose dues are current shall be eligible to serve in any of its elected or appointed positions, make motions, debate or vote. A member must be present to vote and there will be one vote per member.

ARTICLE 5: BOARD OF DIRECTORS

1. The officers of the Board of Directors shall be called the Executive Board and shall consist of the President, the First Vice-President ("Vice-President of Communication"), the Second Vice-President ("Vice-President of Activities"), the Third Vice-President ("Vice-President of Development"), the Fourth Vice-President ("Vice-President of School Store"), Secretary, Treasurer, Parliamentarian, and Faculty Representative. The Principal is a board member but is a non-voting member of the Executive Board. All Executive Board positions may be shared by two members of the PTO if desired.
2. Duties of the Executive Board shall be to:
 - a) Transact necessary business in the intervals between meetings of the PTO and such other business as may be referred to it by the PTO;
 - b) Create Standing and Special committees;
 - c) Appoint a Financial Review Committee at the end of each year consisting of members who are not authorized signers to review the Treasurer's accounts;
 - d) Prepare and submit a budget for the year to the PTO for adoption;
 - e) Approve routine bills within the limits of the budget; and
 - f) Fill vacancies of offices and chairs.
3. The PTO's full Board of Directors shall be called the Board and shall consist of the Executive Board (see Article 5.1), the chairs of standing committees (see Article 11.1), the chairs of special committees (see Article 11.2), and the SDMC representatives. Each Board member may cast one (1) vote regardless of how many positions he or she holds in

the PTO. Standing committees and special committees may be co-chaired; in which case both co-chairs are considered voting members of the Board.

4. Meetings

- a) Regular meetings of the Board shall be held monthly and shall coincide with the meetings of the PTO. Dates will be determined at the first Executive Board meeting of the school year.
- b) A majority of the Executive Board shall constitute a quorum. Vacant board positions will not be counted when calculating the quorum. Members need to be present in person at the meeting in order to be counted toward the quorum.
- c) Special meetings of the Board or Executive Board may be called by the President or by a majority of the members of the Executive Board upon one-day prior notice being given.

ARTICLE 6: OFFICERS AND THEIR ELECTIONS

1. Definition and Term of Office

- a) The elected officers of the PTO shall be the President, the First Vice-President (“Vice-President of Communication”), the Second Vice-President (“Vice-President of Activities”), the Third Vice-President (“Vice-President of Development”), the Fourth Vice-President (“Vice-President of School Store”), Secretary, Treasurer, and Parliamentarian.
- b) Officers shall assume their official duties June 1st, and shall serve for a term of one year or until their successors are elected.
- c) Officers shall not serve more than three consecutive years in the same position.
- d) An officer who has served more than one-half of a term shall be credited with having served that term.
- e) The immediate past President will serve as ex-officio member of the Executive Board.

2. Nominating Committee and Elections

- a) The Nominating Committee shall consist of at least two (2) members but no more than five (5) members. The President shall appoint the chair or co-chairs in February or March of the preceding year for the elected term. No member of the Nominating Committee may be nominated by the Nominating Committee to run for an elected Executive Board position. The slate must be set by seven (7) days before the election. The slate of nominees must be presented to the current PTO President and posted on the Pin Oak PTO website for the general PTO membership to view at least seven (7) days before the election.
- b) The consent of each candidate must be obtained prior to being placed in nomination.
- c) Candidates for PTO President must have served at least one year as an Executive Board member in the Pin Oak PTO or have served as a committee chair or co-chair in the preceding year or in the preceding five (5) years for Pin Oak Middle School.
- d) The officers of the PTO shall be elected by ballot during the organization’s general meeting in April or May of each year. If there is only one nominee for an office, election for that office may be done by voice vote.

- e) In the event that the Nominating Committee is unable to nominate an eligible person for an elected position, any member of the organization, including a member of the Nominating Committee, may self-nominate from the floor at the election meeting.
- f) In the event of a contested office during an election, each candidate for each contested office shall have two (2) minutes to address the body. Once this is done, voting by secret ballot shall take place, for contested elections only. The Nominating Committee shall count the votes and announce the winners.
- g) A simple majority vote of those present and eligible to vote at the election meeting shall be required to elect. No proxies will be allowed.
- h) In the event that there is still one or more unfilled Executive Board positions, the elected President and/or Nominating Committee may continue to receive nominations. An election to fill the vacant positions shall be done by a simple majority vote by the incoming Executive Board as soon as feasible.

3. Vacancies and Removal from Office

- a) Any officer resigning prior to the end of his or her term shall notify the President. A vacancy occurring in any office shall be filled for the unexpired term by a person nominated by the President and elected by a majority vote of the members of the Executive Board. If it is not possible to fill the vacated position, duties of the office will be delegated to remaining officers, as recommended by the President.
- b) In case a vacancy occurs in the office of the President, the Vice-President of Communication shall serve as President until such time as the Executive Board can elect a person to serve as President for the remainder of the unexpired term.
- c) The Executive Board shall notify any Board member that has been absent for two (2) consecutive Board meetings that their position may be vacated if they miss the next scheduled Board meeting. All Executive Board members must attend all meetings unless there are extenuating circumstances and may send a co-chair in their place if the position has a co-chair elected.
- d) Any Officer or member of the Board may be removed by a simple majority vote of the Board whenever, in its judgment, the best interests of the PTO are served by the removal.

ARTICLE 7: BOOKS AND RECORDS

The PTO shall keep correct and complete books and records of account. The books and records of the PTO shall include:

- a) A file-endorsed copy of all documents filed with the Texas Secretary of State relating to the PTO, including, but not limited to, the Articles of Incorporation, and any Articles of Amendment, restated Articles, Articles of Merger, Articles of Consolidation, and Statement of Change of Registered Office or Registered Agent;
- b) A copy of the Bylaws, and any amended versions or amendments to the Bylaws;
- c) Minutes of the proceedings of the Board and Executive Board and resolutions adopted by the Board;

- d) A list of the names and addresses of the members of the Executive Board of the PTO;
- e) A financial statement showing the assets, liabilities, and net worth of the PTO at the end of the three most recent fiscal years;
- f) A financial statement showing the income and expenses of the PTO for the three most recent fiscal years;
- g) All rulings, letters, and other documents relating to the PTO's federal, state, and local tax status;
- h) The PTO's federal, state, and local information or income tax returns for each of the PTO's three most recent tax years; and
- i) A listing of current members of the PTO and the period for which they paid dues.

ARTICLE 8: MEETINGS

- 1. For the purpose of transacting business, a minimum of one monthly general meeting shall be held during the year. The times and places are to be determined by the Executive Board and approved by the Board.
- 2. Special meetings of the Board or Executive Board may be called by the President or by a majority of the members of the Executive Board. Executive Board meetings and special called Board meetings are not open to the public and are not announced. All monthly Board meetings will be open to all PTO members and Pin Oak MS faculty and staff.
- 3. The Principal, or the Principal's representative, shall attend the meetings.
- 4. In order to conduct business at all meetings of the PTO, a simple majority of the Executive Board members shall constitute a quorum.
- 5. Each Board member shall be entitled to one vote except for the Principal.

ARTICLE 9: DUTIES OF OFFICERS

- 1. The President shall be responsible for:
 - presiding over general meetings, Board meetings, and Executive Board meetings
 - setting the agenda for meetings and forwarding it to the Board 48 hours in advance of said meetings
 - serving as liaison with the principal
 - voting on PTO matters in the case of a tie
 - having signature authority on checks

- appointing the chair or co-chairs of the Nominating Committee and serving as a voting member of the Nominating Committee. Exception: See Article 6.2.
 - making every effort to foster a sense of community and teamwork within the PTO
 - providing guidance and assistance to officers and directors to ensure each fulfills his or her obligations as set by the Bylaws and the Executive Board
 - presenting an annual report of the PTO's growth and programs to the membership
 - providing coverage for meetings of the HISD School Board for parent representatives
2. The Vice-President of Communication shall be responsible for:
- performing all the duties of the President in the President's absence
 - directing the work of the Directory Committee in producing the student school directory
 - directing the efforts of the Publicity Committee in submitting articles and photographs of interest to area newspapers and media
 - directing the efforts of the Website Committee in creating and maintaining the PTO website
 - communicating information to the PTO's membership as necessary
3. The Vice-President of Activities shall be responsible for:
- generating the yearly calendar of PTO activities voted on by the Executive Board
 - directing the work of the Eighth Grade Activities Committee
 - directing the work of the Volunteer Coordinator(s)
 - directing the work of the Orientation Committee in coordinating all aspects of the PTO presence at new student orientation events
 - directing the Open House Committee and working closely with Membership Committee in coordinating all aspects of the PTO presence at school Open House events
 - directing the efforts of the Hospitality Committee at school events
 - directing the efforts of the Staff Appreciation Committee in coordinating teacher and staff appreciation activities and gifts
 - directing the Beautification Committee
 - directing the work of the Magnet Week Committee in planning and implementing the activities of Magnet Week with the Principal and Magnet Coordinator
4. The Vice-President of Development shall be responsible for:
- directing the work of the Fundraising Committee including special fundraising events, Box Tops, grocery store donations, and food sales committees
 - directing the work of the Fall Event Committee
 - directing the work of the Membership Committee
 - directing the work of the Spring Event Committee
 - developing partnerships with community and area businesses and nurturing those relationships to the benefit of the PTO and the school

5. The Vice-President of the School Store shall be responsible for:
 - directing all activities of the School Store
 - coordinating and directing the activities and volunteers for Charger Camp with the assistance of the other Vice-Presidents
 - managing the cash management chairperson of the School Store
 - managing the supplies buyer chairperson of the School Store
 - managing the volunteer coordinator chairperson of the School Store
 - managing the uniform buyer chairperson of the School Store
 - managing the candy sales chairperson of the School Store

6. The Secretary shall be responsible for:
 - keeping an accurate record of all meetings of the PTO, the Board and the Executive board, including attendance records
 - keeping records of all PTO documents including, but not limited to, previous minutes, insurance policies, corporation papers, etc.
 - keeping a roster of Board members and a copy of the Bylaws and amendments
 - drafting and distributing all general correspondence pertaining to the PTO, as well as assisting Board Members and Committee Chairs with other PTO-related correspondence as requested
 - distributing minutes to all Board members on or before each general meeting, and to other members upon request
 - drafting and distributing notices of Board meetings and special meetings
 - preparing all forms and ballots for use of the PTO
 - maintaining storage and organization of documents and records in the Parent Room at Pin Oak Middle School

7. The Treasurer shall be responsible for:
 - having charge and custody of and being responsible for all funds and securities of the PTO
 - receiving and giving receipts for the monies due and payable to the PTO from and to any source as approved by the Executive Board and/or President
 - oversee managing a treasurer designee or Assistant Treasurer who is approved by the Executive Board. This assistant may receive monies of the PTO and assist with treasurer responsibilities as designated by the Treasurer
 - preparing the annual budget
 - keeping a full and accurate record of receipts and expenditures for the PTO
 - depositing all monies in the name of the PTO in banks, trust companies or other depositories as provided in the Bylaws or as directed by the Executive Board and/or President.
 - renew and submit annual premium for Directors and Officers insurance policy
 - paying out funds as authorized by the Executive Board and/or President
 - The Treasurer may not write check or disburse funds for amounts greater than \$500.00 without the added signature of the President

- presenting a statement of account at every meeting of the PTO, provided it has been at least four weeks since the last general meeting, and at other times when requested by the Executive Board
- preparing an annual report for the Board by two weeks prior to the final Board meeting in June
- performing other duties as assigned by the President or by the Executive Board
- ensuring that a CPA prepare the required state and federal tax returns for the PTO
- ensuring that a review is conducted in accordance with Article 12 of the Bylaws

8. The Parliamentarian shall be responsible for:

- assisting the presiding officer in maintaining order in all meetings
- ruling on any point of parliamentary procedure when called upon to do so
- serving as chair of any Bylaws revisions committee
- assuring that the Bylaws are reviewed annually and revised as necessary. Bylaw revisions shall be sent to the PTO Board for review and approval at a general PTO meeting in March or April. If other changes in the Bylaws become necessary, the changes must be reviewed and approved by the Executive Board.

All officers shall deliver to their successor or the incoming President a permanent portfolio and all official material not later than ten (10) days following the last day of school. These materials shall include an annual report and recommendations.

The Vice-Presidents and other officers shall have such other duties and responsibilities, and shall oversee such other committees, as prescribed by the Executive Board.

ARTICLE 10: BUDGET AND EXPENDITURES

1. The Executive Board will prepare the annual budget by the final Board meeting in June, based on estimates of revenues and spending needs. In preparing the budget, the Executive Board will consult the chair of each standing and special committee. Expenditures for fund-raising activities will be included in the proposed annual budget. The Executive Board shall submit the budget for approval by the membership by the first general meeting of the school calendar year.
2. The Treasurer is authorized to pay all bills incurred up to the amount approved for that category of expenditures in the budget. The Treasurer must have the approval of the Executive Board to make payments for expenses exceeding the budget amount by \$500.00.
3. Expenses not allocated in the budget must be approved by a vote of the Executive Board at a regular or special meeting.
4. The Executive Board shall leave a reserve balance of at least \$20,000 in the treasury at the end of each school year to cover initial expenses for the following school year.

ARTICLE 11: COMMITTEES

1. Standing committees shall be created by the Executive Board, as may be required, to promote the objectives and interests of the PTO. Nominees for the chair of each standing committee shall be announced as soon as possible following the President's election at the spring regular meeting and the chairs shall be approved by the Executive Board at the April or May meeting or by the first meeting of the school year in September. The term of office shall be one year. The standing committee chairs and co-chairs shall become members of the Board and therefore have voting rights (one vote per person).
2. The Executive Board shall create special committees as required. The chairs of these committees shall be selected by the President and approved by the Executive Board and shall serve for the life of the committee or annually, whichever is less. These created special committee chairs and co-chairs shall become members of the Board and therefore have voting rights (one vote per person) the same as standing committee chairs.
3. The chairs of all committees shall present plans of work for approval by the Board.
4. Any expenditure by a committee over the allotted budget must be preapproved by the Treasurer. If the amount approved exceeds more than \$200, the Board will vote to approve the expenditure.
5. When the chair of a standing committee becomes vacant, the President shall appoint a new chair. The chair of each committee shall deliver to their successor a permanent portfolio and all official material not later than ten (10) days following the last Board meeting of the school year. These materials shall include an annual report, budget/expense report, and recommendations.
6. The PTO Executive Board will determine the standing committees each school year. In every case where possible and practical, the committees shall have at least two members. The standing committees may include, but are not limited to, the following:
 - **Membership** – The Membership Committee Chair shall report to the Vice-President of Development and shall conduct the membership drive for new members, maintain the membership database, and generate the membership directory.
 - **Directory** – The Directory Committee Chair shall report to the Vice-President of Communication and shall produce a student directory at lowest possible cost; sell advertising to defray the cost, and publish it as early in the school year as possible.
 - **6th Grade Orientation** – The Orientation Committee Chair shall report to the Vice-President of Activities and shall coordinate all aspects of new student orientation events.
 - **Charger Camp** – The Vice-President of the School Store shall coordinate and direct the activities and volunteers for Charger Camp with the assistance of the other Vice-Presidents.
 - **Publicity** – The Publicity Committee Chair shall report to the Vice-President of Communication. This committee shall submit articles and photographs of interest to

- area newspapers, the Charger News and other media. They will coordinate with school personnel to accomplish these goals.
- **Fall Event** – The Fall Event Committee Chair shall report to the Vice-President of Development.
 - **Spring Event** – The Spring Event Committee Chair shall report to the Vice-President of Development.
 - **Website** – The Website Committee Chair shall report to the Vice-President of Communication and shall create and maintain a PTO Website.
 - **Campus Beautification** – The Campus Beautification Committee Chair shall report to the Vice-President of Activities. This Committee shall coordinate the implementing and planning of projects throughout the year that result in the improvement of the interior and exterior appearance of the school campus. This Committee will act as liaison for the Board on any school/class generated projects that require PTO cooperation.
 - **Eighth Grade Activities** – The Eighth Grade Activities Committee Chair shall report to the Vice-President of Activities. This committee shall consist of parents, the principal and faculty representative who will plan a special event at the end of the school year for graduating eighth graders, as well as assist with planning a yearbook signing party and eighth grade promotion/awards ceremony.
 - **Staff Appreciation** – The Staff Appreciation Committee Chair shall report to the Vice-President of Activities and shall plan special events throughout the year for teachers, administrators, and staff.
 - **Hospitality** – The Hospitality Committee Chair shall report to the Vice-President of Activities and shall provide and staff refreshment tables at PTO functions, e.g., Orientation, Magnet Week, etc. The PTO Volunteer Coordinator will provide to this committee a list of parents who signed up to provide refreshments and act as hostesses for school functions. This committee will also act as official school representatives.
 - **Open House** – The Open House Committee Chair shall report to the Vice-President of Activities and shall coordinate all aspects of the PTO presence at school Open House events.
 - **Volunteer Coordinator** – The Volunteer Coordinator Chair shall report to the Vice-President of Activities and shall solicit and coordinate volunteers for all PTO activities. This position shall maintain a database of volunteers for the various school events and shall make contact with each volunteer at the time of sign up, as well as prior to the events.
 - **Fundraising** – This committee will be chaired by the Vice-President of Development and is responsible for proposing Committee Chairs for coordinating any fundraising deemed necessary by the Board, e.g., Food Sales, Box Tops, Grocery Store Donations. Details of collecting money will be overseen by the Treasurer to insure proper controls are followed and timely deposits are made.
 - **Prospective Student/Magnet Week** – The Magnet Week Committee Chair shall report to the Vice-President of Activities and shall coordinate all aspects of the PTO presence during Magnet Week at the school. The committee will also work closely with the Principal and Magnet Coordinator.

ADVISORY COMMITTEES

- **Shared Decision Making Committee (SDMC)** – The SDMC shall:
 - ❑ consist of two members serving staggered terms, i.e., a member with one year left on their term serving with the other member who is serving their first year
 - ❑ serve a two-year term
 - ❑ fulfill the duties as spelled out by the school district
 - ❑ keep the Board informed of relevant SDMC activities

- **Parent Advisory Committee (PAC)** – The PAC shall:
 - ❑ consist of three members who are parents of Pin Oak Middle School students, three Pin Oak staff members, and one administrator or designee
 - ❑ serve a one-year term
 - ❑ fulfill the duties as spelled out by the school district
 - ❑ send one member to PTO board meetings to keep the Board informed of relevant PAC activities

ARTICLE 12: FISCAL POLICIES

1. The fiscal year of the PTO shall begin on July 1 and end on June 30.
2. A Financial Review Committee of not fewer than two (2) members shall be appointed by the Executive Board before the last meeting of the school year.
3. The Financial Review Committee shall review the books and records of the PTO. The Treasurer’s accounts shall be examined annually by the Financial Review Committee who, if satisfied that the Treasurer’s annual report is correct, shall sign a statement of that fact. The financial review report is due to the PTO not later than September of the same year.
4. No member of the Financial Review Committee shall have been a signatory on the PTO bank account(s) for the fiscal year being reviewed.
5. The Executive Board may provide for a corporate seal, but shall not be required to do so.
6. Checks shall be drawn upon signatures of the Treasurer and/or President.
7. If the PTO receives a check later returned for insufficient funds, the individual shall be required to reimburse the PTO, in cash, the amount of the check and any charges levied by financial institutions.

ARTICLE 13: PARLIAMENTARY AUTHORITY

The rules contained in *Robert’s Rules of Order, Newly Revised* shall govern this PTO in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any standing or special rules of order this PTO may adopt.

ARTICLE 14: AMENDMENTS

1. These Bylaws may be amended at any regular meeting of the Board by an affirmative vote of the majority of the members present, provided written notice of the proposed amendment shall be provided to the members at least fourteen (14) days prior to the date of the meeting. Said proposed amendment will then be presented at a general meeting.
2. The requirements for adoption of a revised set of Bylaws shall be the same as for the adoption of an amendment to the Bylaws.

ARTICLE 15: ACTION WITHOUT A MEETING

Any action normally required or permitted to be taken at a meeting of the Executive Board may be taken without a meeting, without prior notice, and without a vote, if consent or consents in writing, setting forth the action so taken, shall be signed by members of the Executive Board having not less than the minimum number of votes that would be necessary to take such action at a meeting of the Executive Board.

Revised: May 11, 2010