

FCAHS PTO Bylaws
Adopted November 14, 2018

BYLAWS OF THE
FOX CHAPEL AREA HIGH SCHOOL
PARENT TEACHER ORGANIZATION, INC.

ARTICLE I - NAME

The name of this organization shall be "Fox Chapel Area High School Parent Teacher Organization, Incorporated." The accepted abbreviation of the name shall be FCAHS PTO. The specified effective date of the organization is July 1, 2009.

ARTICLE II - STATEMENT OF PURPOSE

The FCAHS PTO, Inc. ("FCAHS PTO") is a volunteer non-profit organization whose purpose and mission shall be to support, enrich and encourage students, parents, guardians, principal(s) and staff of Fox Chapel Area High School, Fox Chapel Area School District, through educational programs, community based services and activities and to inform members of events and relevant educational issues through meetings, the FCAHS PTO web site and periodic notices. The FCAHS PTO shall follow all directives, policies and requirements of the Fox Chapel Area School District.

ARTICLE III - GENERAL MEMBERSHIP

Section 1. QUALIFICATION Any parent or guardian of a child enrolled in Fox Chapel Area High School, any parent or guardian of a child who resides in the Fox Chapel Area High School catchment area and is being home schooled or enrolled in cyber school and is utilizing the curriculum and resources of the Fox Chapel Area High School, all FCAHS teachers, staff, administrators and students are welcomed and encouraged to be members of the FCAHS PTO.

Section 2. DUES There is an annual fee for membership. Financial donations are also welcomed and may be included with the membership fee remittance

Section 3. CONFLICT OF INTEREST Any member who has any proprietary or ownership interest with any entity that does business with or contracts with the FCAHS PTO must disclose such interest to the membership. Such member shall be precluded from voting on any matter related to such entity.

ARTICLE IV — MEETINGS

Section 1. GENERAL MEMBERSHIP MEETINGS There shall be at least six (6) general membership meetings each school year. Dates and times of the meetings shall be determined by the FCAHS PTO Board of Directors and

notice of the scheduled meetings provided to all members at the start of the current school year.

A. Special Meetings Additional meetings of the membership shall be called as needed.

B. Place of Meetings All meetings of the general membership shall be held at the Fox Chapel Area High School, or wherever the Board deems necessary.

C. Special Circumstances Notice of any change of a meeting shall be communicated by either e-mail and/or the FCAHS PTO website to FCAHS PTO members as soon as possible.

D. Order of Business

1. All meetings of the general membership shall be called to order and presided by the President(s), Vice-President or, in the absence of both, the Secretary.

2. A meeting may not take place without a recorder of the minutes.

E. Voting At general membership meetings, every member of the organization present shall be entitled to one vote. All questions shall be decided by the vote of the majority of the members voting, unless otherwise specified in the bylaws or amendments.

F. Quorum At any meeting of the general membership, those members present shall constitute a quorum.

G. Agenda If any community member, parent, teacher or administrator wishes to introduce a topic for discussion at a general meeting, they may contact the president in advance to secure a place on the agenda for the next upcoming meeting.

ARTICLE V — THE BOARD OF DIRECTORS

The Board of Directors shall be the Executive Officers as listed in Article V, Section 1, and the FCAHS Principal(s). Committee Chairpersons and the Teacher Liaison may attend and speak at any meeting of the board.

Section 1. EXECUTIVE OFFICERS The Executive Board Officers shall consist of the President(s), Vice-President, Secretary, Treasurer and Advisor(s).

Section 2. VACANCIES In the event of a resignation in the middle of a term by the President(s) or Vice-President, the successor shall be nominated by the Membership and approved by the Board; Vacancies in the other offices shall be filled by presidential appointment.

Section 3. AD-HOC COMMITTEES The Board may, by majority vote of the General Membership, designate ad-hoc committees as needed from year to year. Each ad-hoc committee shall be headed by a member of the FCAHS PTO who, in turn, may invite other members to serve under them. Multiple chairpersons shall be allowed. Committee reports will be written for submission at the general meetings and filed with the Communications Chair for posting on the FCAHS PTO website.

ARTICLE VI — ELECTIONS

ELECTION PROCEDURES The election procedures shall be as follows:

A. 1. All positions shall initially be filled according to the self-nomination forms. A self-nomination form will be posted on the FCAHS PTO website and gives members an opportunity to list first, second and third preferences. The form must be returned to the Secretary at the penultimate general membership meeting.

2. All positions shall initially be filled according to the self-nomination forms. If there are no self-nominations for a position, a Nominating Committee may be formed to conduct a further search

3. Self-nominations for second and third choice do not influence slate.

B. In the event that all positions are not filled by self-nomination, the President(s) or Vice-President shall appoint a member of the Board to serve as Chair of the Nominating Committee. The Nominating Committee Chair shall select up to three additional persons from the Membership to form the Nominating Committee.

C. No chair or member of the Nominating Committee shall be prohibited from having their name placed in nomination for any position.

D. The Nominating Committee shall hold all meetings to complete the slate for nominations prior to the end of the current school year.

E. The election of the President(s) and Vice-President shall be as follows:

1. The previous year's Vice-President shall serve as the current year's President if said person so elects to assume the responsibility. In the event the previous year's Vice-President is not available to serve as President, election procedures apply.

2. The previous year's President(s) shall serve as the current year's advisor(s).

F. Elections shall be held at the final FCAHS PTO general membership meeting of the school year. Ballots cast by those members present at that meeting shall be written, unsigned ballots. An absentee ballot shall be accepted if it is delivered to the Nominating Committee prior to the election date and is signed by the absentee member. In the event that there is one nomination for an elected position, no ballots need be cast for the election of that position. Elections will be decided by a majority vote.

G. Any elected office may be shared by more than one FCAHS PTO member. A shared office shall cast a single vote during voting among the FCAHS PTO board. If persons sharing an office cannot agree on how to vote, no vote shall be cast for that office.

H. No executive board member shall hold multiple board positions of a PTO organization in any other FCASD school building. Past President(s) serving in an advisory capacity are exempt.

I. Terms of Office. The term of office for all board members shall commence on July 1 and terminate on June 30, with the position served no

longer than two consecutive school years unless a replacement cannot be found. The first year of the PTO will be July 1, 2009 through June 30, 2010. Each exiting officer shall give the incoming officer all materials relating to that office and orient the new officer as to the duties of the office as soon as possible after the end of the school year.

ARTICLE VII - FINANCES

Section 1. BUDGET COMMITTEE The Treasurer shall be the Chairperson of the Budget Committee. In addition to the Treasurer, the members of the Budget Committee shall include the current President(s), the Vice President and, if applicable, the incoming Treasurer. The Budget Committee shall meet after the March board meeting of each year to prepare a preliminary budget for presentation and approval by the membership at the final membership meeting. It shall be each chairperson's responsibility to submit in writing to the Treasurer any adjustments to the proposed budget by the March general meeting, as well as all anticipated expenditures to finalize current year programs.

Section 2. SIGNING CHECKS Unless otherwise provided by resolution of the board, all checks or other obligations for the payment of money by the FCAHS PTO shall be signed by the Treasurer and a President.

Section 3. EXPENDITURES Expenditures of \$100.00 to \$300.00, which have not been included in the budget, require a vote by the FCAHS PTO Board. Expenditures over \$300.00 shall require a vote by the general membership. Expenditures of less than \$100.00 may be approved by the President(s) without board approval. The President(s) shall not approve more than two such requests by a single committee under this section in a school year. All approvals and denials for committee expenditures by the President(s) shall be recorded in writing by the President(s) and Treasurer.

Section 4. OPERATING FUNDS PTO membership dues and fund-raising projects approved by the Board and membership shall provide the operating funds of the FCAHS PTO.

Section 5. YEARLY FINANCIAL REPORT It shall be the duty of the Treasurer and the Board to submit a midyear and end of the year financial report to the general membership. Such report shall be based upon the Treasurer's statement of accounting.

ARTICLE VIII — LIMITS ON LIABILITY

A. The Board of Directors shall not be personally liable for the debts, liabilities or other obligations of the corporation.

B. The Board of Directors of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of this Commonwealth.

C. Except as may be otherwise provided under provision of law, the Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation (including an officer, employee or other agent of the corporation) against liabilities asserted

against or incurred by the agent in such capacity or arising out of the agent's status as such whether or not the corporation would have the power to indemnify the agent against such liability under the Articles of Incorporation, these Bylaws or provision of law.

ARTICLE IX-DUTIES OF EXECUTIVE OFFICERS

It is each officer's responsibility to attend the FCAHS PTO general membership meetings and other FCAHS PTO functions. Each officer shall be required to prepare an end of the year report for the benefit of the successor to that office.

Section 1. President(s) and Vice President The President(s) and Vice President shall be the chief executive officers of the organization. They shall preside at all meetings of the membership and at all meetings of the board. They shall have general and active management of the business of the organization and shall see that all orders and resolutions of the board and membership are put into effect. The President(s) will work closely with the FCAHS Administration to ensure that the FCAHS PTO activities are closely aligned with the needs of the student community. They shall have appointive powers as outlined in these bylaws, and they may serve as ex-officio members of any committee, except the Nominating Committee. The President(s) or Vice President must approve all official correspondence of the FCAHS PTO.

Section 2. Secretary The Secretary shall attend the meetings of the membership and of the board and shall record and maintain minutes, along with all other appropriate corporate records, thereof in suitable books kept for that purpose, including but not limited to, the FCAHS PTO Corporate record book. The Secretary shall submit a copy of the general membership meeting minutes to the President(s) or Vice President for review and then post them on the FCAHS PTO website upon approval. The Secretary shall preside over meetings in the absence of the President(s) and Vice President, and appoint a substitute to record the minutes of that meeting. In the event the Secretary cannot attend a meeting, it will be the Secretary's responsibility to appoint a substitute to record the minutes of that meeting. The Secretary shall maintain copies of all correspondence of the business of the board and may be responsible for the goodwill correspondence of the FCAHS PTO.

Section 3. Treasurer The Treasurer shall maintain all corporate funds, shall keep full and accurate accounts of receipts and expenditures and shall make disbursements as authorized by the President(s), FCAHS PTO Board or membership. All financial documents, including but not limited to, the bank statements, canceled checks, receipts, check request forms and all federal, state and local notices remitted to the FCAHS PTO, are the property of the FCAHS PTO. No funds will be disbursed without a properly completed check request form approved by the President(s), appropriate chairperson or budget line item. The Treasurer shall present financial reports at board and general membership meetings as requested, shall prepare and present a mid-year and end of the year financial report to the board and general membership meetings, shall provide the

Secretary with a written copy of the annual report to be kept in the corporate record book and shall file all required tax returns and forms. The Treasurer will comply with all FCASD policies, including but not limited to, a yearly audit of the FCAHS PTO financials. The Treasurer shall present to the board an annual proposed budget for the upcoming year and the Treasurer shall be available to an incoming Treasurer to assist in the setup of books and to change signature authorities on FCAHS PTO bank account(s).

ARTICLE X — DUTIES OF THE BOARD

It is each board member's responsibility to attend general membership meetings and other FCAHS PTO functions. In addition, they shall report to the membership on the progress of their committee and seek membership approval of plans and expenses when appropriate. Committee reports will be written for submission at the general meetings and filed with the Communications chair for posting on the FCAHS PTO website. When more than one person is serving as a chairperson, one person shall be designated to oversee the budget and shall submit appropriate check requests and income to the Treasurer on a minimum of a monthly basis. In April, each incoming chairperson shall submit to the President(s) or Vice President appropriate calendar dates for the upcoming school year. In addition, each board member shall be required to prepare an end of the year report for the benefit of the successor to that position.

Section 1. Membership Chair The Membership Chair will coordinate the membership information of the FCAHS PTO, collecting completed membership application forms through US Mail, at various associated events and at the school office; entering the information into the current FCAHS PTO membership databases; providing the FCAHS PTO Communications Chair the completed application forms and ensuring that the membership fees are collected as appropriate for each applicant for membership. The chair may form a committee to assist in these duties.

Section 2. Fund-Raising Chair The Fund-Raising Chair shall be responsible for organizing the fund-raising projects of the FCAHS PTO, such as a Spring Fashion Show, as deemed necessary by the board. All fund raising projects must have board and building principal(s) approval. The chair may form a committee to assist in these duties.

Section 3. Hospitality Chair The Hospitality Chair shall be responsible for securing, arranging and serving refreshments at FCAHS PTO functions, such as Appreciation Days, as directed by the board. The chair may form a committee to assist in these duties.

Section 4. Teacher Liaison The Teacher Liaison shall be a member of the faculty whose schedule allows them to attend FCAHS PTO general meetings. This person shall report to the faculty with information from the FCAHS PTO meetings and shall act as intermediary for any questions between the faculty and parents.

Section 5. Activities Liaison The Activities Liaison Chair will coordinate the various activities that the FCAHS PTO sponsors or assists

FCAHS Administration; coordinate FCAHS PTO involvement between the FCAHS PTO Board, the FCAHS Student Council and/or FCAHS Administration. The chair may form a committee to assist in these duties.

Section 6. Communications Chair The Communications Chair shall communicate, through email and/or the FCAHS PTO website, to the general membership. The Communications Chair may post information on the FCAHS PTO website and may email the membership requests for assistance and announcements as directed by members of the board, FCAHS Administration and faculty members.

ARTICLE XI — AMENDMENTS

Section 1. Bylaw Review The FCAHS PTO Board of Directors shall review the Bylaws at least once every five (5) years to ensure that the bylaws are current and updated as necessary.

Section 2. Amending Bylaws Any proposal to amend the corporate bylaws shall be made in writing. Said writing shall be made available to the FCAHS PTO board. If two or more members of the board approve the proposed amendment(s), the proposal shall be presented to the general membership for a vote. The proposed amendments(s) shall be presented to the general membership at least 15 days prior to the general membership meeting at which the proposal shall be voted upon.

Section 3. Committee If the board determines that a new set of bylaws is appropriate, it shall appoint a committee to draft proposed bylaws. The committee's draft shall be made available to the board and the general membership at least 30 days prior to the general membership meeting at which the proposal shall be voted upon.

Section 4. Voting Proposed bylaws and/or proposed amendments to the bylaws submitted to the general membership as described above shall be adopted upon a two-thirds vote of the members in attendance at a general membership meeting.

ARTICLE XII - DISSOLUTION

A. Voting The FCAHS PTO shall be dissolved upon a three-quarters vote of the members present at any general membership meeting or special meeting arranged provided that at least thirty days notification of said vote shall have been given to all members.

B. Assets Upon dissolution, the assets of FCAHS PTO shall inure and be transferred to a qualified, nonprofit successor organization of FCAHS PTO, or, if none exists, to the Fox Chapel Area School District for the benefit of the students of Fox Chapel Area High School.

Approved at FCAHS PTO Membership Meeting November 14, 2018

Sandy Garcia-Tunon, President

Diane Markovitz, Secretary