**Vickery Creek Middle School Parent-Teacher Organization**

**By-Laws**

**(Revised 8/23/11)**

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**Article I – Name**

The name of the organization shall be the **Vickery Creek Middle School Parent-Teacher Organization, Inc.**, abbreviated as VCMS PTO. The organization has been organized pursuant to the Georgia Nonprofit Corporation Code and has been granted federal tax exempt status under Section 501(c)(3) of the Internal Revenue Code. The address of the organization is Vickery Creek Middle School, 6240 Post Road, Cumming, Georgia 30040.

**Article II – Purpose**

Section 1. The purposes of the VCMS PTO are as follows:

1. To support, encourage, and enhance the educational programs at Vickery Creek Middle School, and
2. To foster a close relationship between parents, educators and administrators at Vickery Creek Middle School.

Section 2. The VCMS PTO is organized exclusively for 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.

**Article III – Basic Policies**

The following are the basic policies of the VCMS PTO:

1. The VCMS PTO shall be noncommercial, nonsectarian, and nonpartisan.
2. The VCMS PTO 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.
3. No part of the net earnings or 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 hereof.
4. 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.

**Article IV – Membership and Dues**

Section 1. Membership in the VCMS PTO shall be open, without discrimination, to anyone who believes in and supports the purpose of the Organizations as described in Article II above.

Section 2. The VCMS PTO shall conduct an annual enrollment of members but may accept individual memberships at any time.

Section 3. Each member of the VCMS PTO shall pay annual dues to the organization.

Section 4. The amount of each member’s annual dues shall be determined by the Board of Directors but shall be no less than $10.00 per year.

**Article V – Officers and Their Election**

Section 1. The officers of the VCMS PTO shall be a President, a Vice President, a Secretary and a Treasurer.

Section 2. Officers shall be elected at a general membership meeting of the VCMS PTO to be held within two (2) months of the end of the fiscal year.

Section 3. The vote shall be by ballot. When there is but one candidate for an office, the ballot for that office may be dispensed with and the election held by voice vote. A majority vote shall be required for election.

Section 3. The Board of Directors shall nominate an eligible person for each office to be filled and report its nominees at a general meeting of the VCMS PTO, to be held within two (2) months prior to the end of the fiscal year. All persons nominated must consent to serve prior to the election. At this meeting, additional nominations may be accepted from the floor if the person nominated is present to provide consent to serve or the person nominated has provided a written consent for the nomination to be Board of Directors prior to the meeting.

Section 4. The following provisions shall govern the qualifications and eligibility of individuals to be officers of the VCMS PTO:

1. Each officer shall be a member of the VCMS PTO.
2. No officer may serve for more than two (2) consecutive terms in the same office.
3. A person who has served in an office for more than one-half (1/2) of a full term shall be deemed to have served a full term in such office.

Section 4. Officers shall assume their official duties on the first day of the fiscal year (June 1) and shall serve a term of one year or until their successor is elected.

Section 5. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the Board of Directors.

**Article VI – Duties of Officers**

Section 1. The President shall:

1. Preside at all meetings of the VCMS PTO,
2. Serve as an ex officio member of all committees,
3. Submit a work plan for all programs administered by herself/himself on behalf of the PTO to the Board of Directors for approval,
4. Coordinate the work of the officers and committees of the VCMS PTO,
5. Approve all communications and materials to be distributed by officers and committee members as representatives of the VCMS PTO,
6. Approve all electronic media or communications utilized by the VCMS PTO to communicate with parents, students, teachers, administrators, and members of the community,
7. Maintain a file of all communications, newsletters, forms, materials, etc. distributed to parents, students, administrators, or the community to be given to the Treasurer for placement in the VCMS PTO temporary files at the end of the fiscal year,
8. Be a signee on all financial accounts of the VCMS PTO,
9. Approve all requests for disbursement of VCMS PTO funds,
10. Sign and execute all contracts, agreements or other obligations as authorized by the Board of Directors,
11. Appoint a member of the organization to serve as the Parliamentarian, and
12. Perform such other duties as may be provided for by these bylaws, prescribed by parliamentary authority, or directed by the Board of Directors.

Section 2. The Vice President shall:

1. Act as an aide to the President,
2. Review the financial records of the VCMS PTO monthly, discuss and resolve discrepancies with the Treasurer, and report the results of the review to the Board of Directors,
3. Submit a work plan for all programs administered by herself/himself on behalf of the PTO to the Board of Directors for approval,
4. Perform the duties of the President in the President’s absence or inability to serve, and
5. Perform such other duties as may be provided for by these bylaws, prescribed by parliamentary authority, or directed by the Board of Directors.

Section 3. The Secretary shall:

1. Record the minutes of each membership and Board of Directors meeting,
2. Read or distribute printed copies of the minutes of the previous meeting for approval,
3. Have minutes from previous meetings available for reference at each meeting,
4. Provide the original of all minutes, including attachments, to the Treasurer at the end of the fiscal year to be placed in the permanent records of the VCMS PTO,
5. Have a current copy of the by-laws,
6. Maintain an accurate membership list as provided by the Membership Committee,
7. Determine the presence of a quorum prior to any business being conducted,
8. Submit a work plan for all programs administered by herself/himself on behalf of the PTO to the Board of Directors for approval,
9. Be a back-up signee on all financial accounts of the VCMS PTO, and
10. Perform such other duties as may be provided for by these bylaws, prescribed by parliamentary authority, or directed by the Board of Directors.

Section 4. The Treasurer shall:

1. Have custody of the funds of the VCMS PTO,
2. Maintain a full and accurate account of the VCMS funds, including a record of all receipts and disbursements,
3. Make disbursements as authorized by the President and the Board of Directors in accordance with the budget,
4. Prepare and submit an annual budget for approval by the Board of Directors at its first meeting of the fiscal year,
5. Have checks or vouchers signed by two people: the Treasurer and the President or Secretary,
6. Pay all bills by check, never by cash and never sign a blank check,
7. Never deposit funds into a personal account or school account,
8. Always issue a receipt for cash received unless the amounts collected are immaterial or can be verified by other means,
9. Issue a receipt for charitable donations of cash and property as required by federal income tax laws and regulations,
10. Provide a written financial statement at each meeting of the membership or Board of Directors,
11. Provide an annual financial statement to the outgoing and incoming Board of Directors for the fiscal year no later than June 15th following the end of the fiscal year (May 31).
12. Be prepared to answer all questions promptly at each meeting,
13. Have the accounts examined annually at the end of the fiscal year or upon change of treasurer by an auditor (certified public accountant) or an Audit Committee of not fewer than three members,
14. Report the findings of the annual audit at the first meeting of the Board of Directors after the commencement of the school year,
15. Obtain appropriate general, officer and director liability insurance annually including a fidelity bond of no less than $50,000 per occurrence,
16. Annually, prepare or have prepared the appropriate federal and state tax forms and other federal and state filings required by law,
17. Maintain and update a records retention policy and maintain all permanent and temporary records of the VCMS PTO,
18. Submit a work plan for all programs administered by herself/himself on behalf of the PTO to the Board of Directors for approval,
19. Obtain Bingo, raffle and other licenses and permits as required by federal, state, and local laws and ordinances.
20. Perform such other duties as may be provided for by these bylaws, prescribed by parliamentary authority, or directed by the Board of Directors.

**Article VII – Removal from Office**

Section 1. Any member of the VCMS PTO can submit a request for an elected officer to be removed from office. The request must be in writing, must state in detail the reasons for the removal request, and must be sent to all members of the Board of Directors.

Section 2. The Board of Directors shall conduct a hearing to obtain all pertinent facts regarding the request for removal. The member submitting the request for removal, the elected officer and all members of the Board of Directors shall receive a notice of the hearing date at least ten (10) days prior to the date.

Section 3. The hearing shall be presided over by a representative of Vickery Creek Middle School appointed by the principal of the school.

Section 4. Based upon the information presented at the hearing, the Board of Directors may vote to remove the elected official by a majority vote.

**Article VIII – Board of Directors**

Section 1. The affairs of the VCMS PTO shall be managed by the Board of Directors. Each member of the Board shall be a member of the VCMS PTO.

Section 2. The members of the Board of Directors shall be:

1. The elected officers (President, Vice President, Secretary, and Treasurer),
2. The principal of the school or a representative appointed by the principal,
3. The Parliamentarian, and
4. The chairperson of any standing committees.

Section 3. The Parliamentarian shall be a nonvoting member of the Board of Directors, unless her/his vote is required to break a tie

Section 4. The duties of the Board of Directors shall be:

1. Transact such business as maybe referred to by the membership,
2. Create standing and special committees,
3. Approve the appointment of chairpersons to the standing and special committees,
4. Select an auditor (certified public accountant) or an Audit Committee (consisting of no fewer than three members) to audit the books of the Treasurer,
5. Approve the annual budget, including approval of all fundraisers and determining annual membership dues,
6. Approve all contracts, special agreements or other instruments obligating the VCMS PTO,
7. Approve all work plans of any officer, standing committee or special committee,
8. Approve the payment of curriculum and administrative grants requested by Vickery Creek Middle School,
9. Nominate one person for each elected officer for the upcoming fiscal year,
10. Fill all vacancies of officers and committee chairpersons, and
11. Conduct hearings for removal of an elected officer.

Section 5. Regular meetings of the Board of Directors shall be held with the date and time to be fixed by the Board at its first meeting of the fiscal year.

Section 6. Special meetings of the Board may be called by the President or when requested by a majority of the board members upon seven (7) days written notice to each board member.

Section 7. At all meetings of the Board, a majority of the members of the Board shall constitute a quorum for the transaction of business. All business of the Board shall be approved by a majority vote of those present at the meeting, unless otherwise stated herein.

Section 8. Upon expiration of the term of office or when individuals cease to hold the position that entitles them to be a member of the board, they shall automatically cease to be a member of the Board and shall be relived of all duties and responsibilities incident to such membership. All records, books and other materials pertaining to the position shall be turned over the incoming President by the end of the fiscal year. All funds pertaining to the position shall be turned over the current Treasurer no later than five (5) days from the end of the fiscal year.

**Article IX – Standing and Special Committees**

Section 1. Only members of the VCMS PTO may serve as a member of a standing or special committee.

Section 2. The Board of Directors shall create all standing and special committees and shall approve the appointment of all chairpersons to such committees. The Board of Directors shall appoint a replacement in the event of a vacancy during the fiscal year of any committee chairperson.

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

Section 4. The chairperson of each committee shall submit a work plan to the Board of Directors for approval, including the logistics for the collection and depositing of funds. No committee work shall be undertaken without the consent of the Board of Directors.

Section 5. The chairperson of each committee shall submit a copy of all communications and materials to be distributed to parents, students, teachers, administrators and the community to the President for approval.

**Article X – General Membership Meetings**

Section 1. The Board of Directors shall determine at the beginning of each fiscal year, the date and time for meetings of the general membership.

Section 2. At least one (1) general membership meeting shall be held each year.

Section 3. The membership shall be given a thirty (30) day notice of the date, time and location for all membership meetings.

Section 4. Seven (7) members constitute a quorum for the transaction of business at a general membership meeting.

**Article XI – Fiscal Year**

The fiscal year for the VCMS PTO shall begin on June 1 and end on May 31 of the following year. Such fiscal year constitutes the tax year, the audit year, the budget year and the term of service for officers and committee chairs.

**Article XII – Audit of the Financial Records**

Section 1. An audit is a financial review that involves following the financial transactions through the records to be sure that receipts have been properly accounted for and expenditures made as authorized in the minutes and the annual budget. The purpose of the audit is to certify the accuracy of the books and records of the Treasurer and to assure the membership that resources and funds are being managed in accordance with sound financial policies.

Section 2. An annual audit should take place at the end of the fiscal year or upon the resignation of the Treasurer. The audit should be completed as soon as possible.

Section 3. The annual audit report should be provided to the Board of Directors no later than the first meeting of the Board after the commencement of the school year.

Section 4. The annual audit report must be signed, dated and included in the minutes of the Secretary.

Section 5. The outgoing officers may not sign checks after the books are closed for audit.

Section 6. Transactions within an adopted budget should be limited during the audit process to only those that are absolutely necessary.

Section 7. Unresolved irregularities in the financial records should be addressed with the school principal.

**Article XIII – Parliamentary Authority**

The rules contained in the current edition of ***Robert’s Rules of Order*** shall govern the VCMS PTO unless such rules are in conflict with the provisions of these bylaws.

**Article XIV – Amendments and Revisions**

These bylaws may be amended or revised at any regular general membership meeting of the VCMS PTO by a two-thirds (2/3) vote of those members present and voting, a quorum being present and notice of the proposed amendments or revision being provided to the membership thirty (30) days prior to the meeting.