

CEMCS PTO BYLAWS

ARTICLE 1 - NAME, DESCRIPTION, AND PURPOSE

Section 1: NAME - The name of the organization shall be the Coastal Empire Montessori Charter School Parent Teacher Organization, Inc.; herein referred to as CEMCS PTO. CEMCS PTO is located at 301 Buckhalter Road, Savannah, GA 31405.

Section 2: DESCRIPTION - CEMCS PTO is a nonprofit, incorporated organization that exists for charitable, educational, and scientific purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code. The name of the organization nor the names of any members in their official capacities shall be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the objectives of the organization.

CEMCS PTO shall not, directly or indirectly, participate or intervene on behalf of, or in opposition to, any political campaign or any candidate for public office.

Section 3: PURPOSE - The purpose of CEMCS PTO is to enhance and support the educational experience at Coastal Empire Montessori Charter School, to develop a closer connection between school and home by encouraging parent involvement, and to improve the environment at Coastal Empire Montessori Charter School through volunteer and financial support.

ARTICLE II - MEMBERSHIP

Section 1: MEMBERS - Any parent, guardian, or any other adult standing in loco parentis for a student at the school may be a member and have voting rights. The Executive Director and any teacher employed at the school may be a member and have voting rights. Membership shall be for a period of one year, concurrent with the fiscal year.

Section 2: DUES - Dues, if any, will be established by the executive board. If dues are charged, a member must have paid his or her dues at least 14 days before a meeting to be considered a member in good standing with voting rights. The funds derived from membership dues will be used for the operation of this organization and its projects.

ARTICLE III - OFFICERS AND ELECTIONS

Section 1: EXECUTIVE BOARD - The Executive Board shall consist of the following officers: President, Vice President, Secretary, Treasurer, Director of Membership, Director of Fundraising, Teacher Representative, and Executive Director.

Section 2: ELIGIBILITY - Members are eligible for office if they are members in good standing at least 14 calendar days before the nominating committee presents its slate.

Section 3: NOMINATIONS AND ELECTIONS - Each January, the Director of Membership shall appoint a Nominating Committee of at least five (5) members in good standing for the purpose of selecting candidates for the Board of Directors. The Director of Membership shall chair the Committee. The slate of Executive Board nominees shall be presented to the general body at the April meeting and nominations will be taken from the floor. The election of the Executive Board shall be held at the annual meeting. Voting shall be by voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken.

Section 4: TERM OF OFFICE - The term of each office for all elected officers will be two (2) years. Terms will be staggered so that there will be no completely new Executive Board. The President, Treasurer and Fundraising Director shall serve on a concurrent term and the Vice President, Secretary and Membership Director will serve on a separate concurrent term. Additionally, each officer will serve in that position for no more than two (2) consecutive elected terms. Board Members can serve an additional two (2) year term in a different position after they have served two (2) consecutive two (2) year terms in their initial position. In no event, shall a person serve on the Executive Board more than six (6) consecutive years.

Officers appointed by the Executive Board to fill a vacancy mid-term shall serve the remainder of the term of the position they are filling. Mid-term appointed officers are eligible for one additional consecutive term in their current position. Each elected officer shall hold only one office at a time. The outgoing and incoming officers will have a transition meeting at the end of the fiscal year with the board President presiding. New members of the Executive Board shall take office at the conclusion of the transition meeting.

Staggered terms are being implemented with the 2016 elections and the term dates are indicated in the preamble to the slate of officers nominated for election. For the 2016 election only, the Vice President, Secretary and Membership Director will serve an initial one (1) year term and then may continue with two (2) additional, consecutive two (2) year terms. All term limits as defined in previous by-laws are null and void and current officers are not subject to previous term limitations. Therefore, officers elected in the 2016 election and moving forward will have term limits applied by only this section of the by-laws.

The Nominating Committee shall present a list of filled committee chair positions and secure suggestions for unfilled positions at the annual meeting. Unfilled positions shall be appointed by the newly elected Executive Board.

Section 5: DUTIES –

a. Executive Board: The duties of the Executive Board shall be to transact business between meetings in preparation for the general body meetings, create standing rules and policies, create standing and temporary committees, prepare and submit a budget to the membership, approve payment of routine bills and prepare reports and recommendations to the membership.

b. President: The President shall direct and coordinate the activities of the organization, preside at all meetings of the membership and the Executive Board, serve as liaison between CEMCS PTO and Coastal Empire Montessori Charter School, and be responsible for programs presented to the membership. He or she shall only vote in the case of a tie. In the event that the President should be unable to fulfill his or her duties, the remaining Executive Board members will determine the CEMCS PTO organizational structure for the remainder of the year.

c. Vice President - The Vice President shall exercise all the authority to perform all the duties of the President when the President is unable to attend a meeting. The Vice President shall oversee duties of committee chairpersons as listed and collect monthly committee reports from chairpersons (if the committee chairs are unable to report themselves) and an annual committee report in May. The Vice President will chair the Programming Committee and shall be responsible for General Body Meeting program agenda.

d. Secretary: The Secretary shall attend and record the minutes of meetings of the membership and provide copies of said minutes to the Executive Board. Minutes of the meetings shall be posted online and kept on file and made available upon request to the membership or the Coastal Empire Montessori Charter School administration. The Secretary shall be responsible for written correspondence.

e. Treasurer: The Treasurer shall be responsible for receiving and depositing monies due to the organization in an authorized bank account and making disbursements from those funds for authorized expenses of the organization as approved by the Executive Board, file all Federal and State reports as required, present written statements at all Executive Board meetings and furnish a written report to the membership at the annual meeting. He or she shall submit the books to a CPA or professional accountant not affiliated with the organization or individual Board members that has been selected by the Executive Board to perform an outside audit in the month following the end of the fiscal year. The treasurer shall prepare a preliminary budget for the upcoming year to be reviewed at the transition Executive Board meeting. The Treasurer shall attend meetings of the membership as dictated by the laws of this organization.

f. Director of Membership: The Director of Membership shall be responsible for proactively securing member through various media, as well as at CEMCS PTO functions. The Director is responsible for the primary membership drive at Back to School Night. He or she shall be responsible for securing volunteers from the membership of CEMCS PTO for school needs.

g. Director of Fundraising: The Director of Fundraising shall oversee guide and coordinate all fundraising activities

for CEMCS PTO. He or she shall serve as the primary point of contact for new fundraiser proposals, evaluate and research future viability of future fundraisers, and assist coordinating any merchandise sales/ programs.

h. Teacher Representative: The Teacher Representative shall serve as a liaison between the CEMCS PTO and the CEMCS teachers, informing CEMCS PTO of any concerns of teachers regarding procedures or programs that CEMCS PTO is supporting. He or she shall encourage a partnership between the teachers and the parents by supporting CEMCS PTO's activities after hours and in the community and will also be a strong advocate of CEMCS PTO and encourage faculty members to be positive with parents that participate in school activities and complimentary of all the service they give. This is an ex-officio, non-voting position.

i. Executive Director: The Executive Director shall serve as an ex-officio, non-voting member of the executive board, where he or she serves as an advisor and consultant to the board and CEMCS PTO.

j. PTO Trustee to the CEMA/CEMCO Board of Trustee – The Executive Board will nominate a PTO member in good standing to serve as the PTO Trustee. The CEMA/CEMCO Board has the right to accept or reject any nomination. The accepted nominee will serve for a term as defined in the CEMA/CEMCO Board of Trustees by-laws. The duties and responsibilities of the PTO Trustee will be defined and determined by the by-laws and policies/procedures of the CEMA/CEMCO Board of Trustees. The PTO Trustee will attend all PTO Executive Board meetings and will serve as the liaison between the PTO Executive Board and CEMA/CEMCO Board of Trustees. The PTO Trustee will be a non-voting, ex-officio member of the PTO Executive Board.

Section 6: REMOVAL - Any member of the Executive Board who cannot attend regular meetings and/or fulfill his or her duties and/or responsibilities and/or if the conduct of any officer is not conducive to a productive environment within the activities and/or operations of the board and/or organization, is disruptive to the board and/or the organization, participates in unethical or illegal behavior and/or otherwise cannot or will not contribute professionally, positively and productively to the board and the organization may be removed from the board by petition of two (2) or more officers to the President of the Board and a majority vote of remaining board members.

Furthermore, any PTO member in good standing may petition the President of the Board for removal of an officer from the board. The President will perform due diligence to determine if the petition is warranted and with merit and if so, will then present the petition to the board, which will then review the petition and vote on removal of the officer.

Removal must by majority vote of officers present. If the officer subject to the petition is the President, the petition will be submitted to the Vice-President who will then facilitate the petition.

Should the President of the Executive Board be a petitioner, the President will submit the petition to the next highest ranking officer that is not a subject of the petition. The officer ranking is President, Vice President, Secretary, Treasurer, Director of Membership and Director of Fundraising. (e.g. – If the President is petitioning for the removal of the Vice President, the petition will be submitted to the Secretary who will then submit the petition to the board.)

Should the officer being petitioned for removal be the President, the Vice-President or the next highest ranking officer who is not a petitioner will facilitate the removal process as defined above. (e.g. – if the Vice President is petitioning for the removal of the President, the petition will be submitted to the Secretary who will then submit the petition to the board.)

The officer subject to the petition will not be allowed to vote on the petition.

The Executive Board may develop additional policies/procedures for the facilitation of the petition for removal.

Section 7: VACANCIES – Any vacancy occurring on the Executive Board shall be filled by appointment of the President, or in his or her absence, the Director of Membership.

ARTICLE IV - MEETINGS

Section 1: REGULAR MEETINGS – The regular meetings of the organization shall be established by the

executive board and the time and place will be shared with the membership in the first month of the school year. No less than 6 general body meetings per school year will be held. The Programming Committee will present to the Executive Board an agenda for each scheduled general body meeting with relevant supporting information (i.e. program content, speaker's names, etc.) and the Secretary will distribute meeting dates and agendas at the beginning of the school year.

At minimum, the Programming Committee will submit a specific agenda for at least the first three (3) meetings of the school year. Remaining meeting agendas shall be submitted no less than thirty (30) days prior to the schedule meeting date.

The annual meeting shall be held at the May regular meeting. The annual meeting is for receiving reports, electing officers, and conducting other business that shall arise

Section 2: SPECIAL MEETINGS – Special meetings may be called by the President, any two members of the Executive Board, or five general body members submitting a written request to the Secretary. Notice of the special meeting shall be sent to the members at least 10 days prior to the meeting by flyer and email.

Section 3: VOTING – Each member in attendance at a PTO meeting is eligible to vote, one vote per household. The President only votes in the case of a tie. Absentee and proxy votes are not allowed.

Section 4: QUORUM – The quorum shall be ten (10) members (households) of the organization in good standing.

ARTICLE V - COMMITTEES

Section 1: MEMBERSHIP – Committees shall consist of CEMCS PTO members in good standing and board members, with the President acting as an ex-officio member of all committees.

Section 2: STANDING COMMITTEES – The following committees shall be held by the organization:

a. Fundraising Committee: The fundraising committee shall serve to establish adequate fundraising activities for the organization. The funds raised by the committee shall be used for a designated purpose which shall be used to enrich and/or enhance the mission and purpose of the CEMCS PTO. The Director of Fundraising and the Treasurer shall serve as co-chairpersons of this committee.

b. Audit Committee: The audit committee shall serve to review the finances of the organization and assist the Treasurer with the annual audit and reconciling the budget of the organization. The Treasurer shall serve as chairperson of this committee.

c. Membership Committee: The membership committee shall be responsible for creating events and programs that both encourages new membership and retains current membership. The committee is responsible for an annual membership drive and other coordinated activities that relate to enhancement of the membership of the organization. The Director of Membership shall serve as chairperson of this committee.

d. Beautification Committee: The beautification committee shall assist CEMCS by recommending short and long-term projects that affect the aesthetics of both school facilities and the grounds.

e. Nominating Committee: The nominating committee shall oversee the elections of the Executive Board. The Director of Membership shall serve as chairperson for this committee and select its membership in January.

f. Programming Committee: The programming committee will be chaired by the Vice President of the Executive Board and will be responsible for the development and implementation of general body meeting agendas and programs. Exciting, entertaining, informational and/or pertinent programming will improve attendance at PTO General Body meetings and enhance the overall interest for the PTO and increase member participation in all PTO activities.

Section 3: TEMPORARY COMMITTEES – The Executive Board may appoint additional temporary committees

as needed to assist fulfill the mission and purpose of the organization.

ARTICLE VI - FINANCES

Section 1: FISCAL YEAR – The fiscal year shall begin July 1 and end the following June 30.

Section 2: BUDGET – A proposed budget shall be drafted by the Treasurer and approved by a majority of the membership at the first regular meeting of the year.

Section 3: BANKING – All funds shall be kept in a checking account in the name of Coastal Empire Montessori Charter School Parent Teacher Organization, Inc., to be held at a local financial institution.

Section 4: DISBURSEMENT OF FUNDS – The board shall approve all expenses of the organization. The authorized check signers/card holders shall be the President and the Treasurer.

Section 5: REPORTING – All financial activity shall be recorded in a computer-based or manual accounting system. The Treasurer shall reconcile the account(s) monthly and report all financial activity monthly. The Executive Board shall arrange an independent review of its financial records each year. The Treasurer shall prepare a financial statement at the annual meeting, to be reviewed and approved by the Audit Committee.

Section 6: ENDING BALANCE – The organization shall leave a minimum of five thousand (\$5,000) in the treasury at the end of each school year.

ARTICLE VII - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the CEMCS PTO in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the CEMCS PTO may adopt.

ARTICLE VIII - DISSOLUTION

Section 1: The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

Section 2: In the event of dissolution of CEMCS PTO, any funds remaining shall be used to pay any outstanding debts, with any then remaining funds donated to Coastal Empire Montessori Charter School.

ARTICLE IX - BYLAWS AMENDMENTS

These by-laws shall be reviewed and amended every three (3) years or as needed by a simple majority vote of the Executive Board followed by two-thirds approval of the attending membership at a special meeting or regular monthly meeting. A minimum of fourteen (14) days notice must be given to the members or the organization as to the date of the meeting and proposed amendments.