

Revised 6/90
Retyped 6/93
Revised 1/96
Retyped 2/96
Revised 5/98
Retyped 8/2008

DEVON Parent Teacher Organization By-Laws

NAME

The name of this organization shall be the Devon Parent-Teacher Organization, known as the Devon P.T.O. (the Organization), a Pennsylvania non-profit corporation.

OBJECTIVE

To promote a closer relationship, interest, and understanding between the home and faculty of Devon School for the benefit and enrichment of each child.

POLICIES

Sec. 1. The Organization shall be noncommercial, nonsectarian, and nonpartisan. It shall not endorse a commercial enterprise or a member. The name of the Organization 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, for any other purpose than the regular work of the Organization.

Sec. 2. The Organization shall not directly or indirectly participate or intervene (in any way, including the publishing or distribution 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.

Sec. 3. The Organization shall seek neither to direct the administrative activities of the school nor to control its policies.

Sec. 4. The Organization may send representatives to other organizations and agencies active in child welfare. These representatives may not bind the Devon PTO in any way without Board approval.

Sec. 5. All net proceeds earned by any fundraising efforts, and or the dues of the Organization, shall be used for the improvement of the school and/or its programs, special or social functions, or to benefit other tax-exempt organizations which specifically enhance the experience at Devon, that are approved or recommended by the Board.

Sec. 6. In the event of the dissolution of the Organization, the assets of the Organization shall be distributed for one or more of the exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1954 as from time to time amended.

MEMBERSHIP AND DUES

Sec. 1. Membership of the Devon PTO shall be comprised of the parents and guardians of Devon Elementary School students, the Devon Elementary faculty, and the principal.

Sec. 2. The annual dues, if any, shall be that amount voted by the membership, as recommended by the Board, on an annual basis.

OFFICERS AND THEIR ELECTION

Sec. 1. **a.** The officers of the Organization shall be a President, a 1st Vice President, five 2nd Vice Presidents, a Recording Secretary, and Publicity and Corresponding Secretary, a Treasurer, an assistant Treasurer and a Faculty Vice President. These officers shall constitute the entire Board of Directors.

b. Officers/Board members shall be elected by the membership via ballot annually in the month of May. However, if there is but one (1) nominee for any office, it shall be in order to move that the Recording Secretary cast the elective ballot of the association for the nominee.

c. Each Officer/Board member shall assume his official duties at the close of the school year and shall serve for a term of one (1) year thereafter until his/her successor is elected.

d. No person shall serve more than two (2) consecutive terms in the same office.

Sec. 2. **a.** The President shall appoint a nominating committee of a chairperson and the 1st Vice President at the March PTO meeting.

1. Any member in good standing is eligible to be nominated for office.

b. The nominating committee shall present the nominees for each office during the regular April PTO meeting.

1. Nominations from the floor shall be taken after presentation of the nominating committee's slate of candidates.

2. Only those who have consented prior to being nominated shall be eligible for nomination. If a nomination cannot be verified at the time it is made, the nomination will be ruled invalid by the chairperson of the nominating committee.

Sec. 3 **a.** A vacancy occurring in an office shall be filled within ten (10) days by a nominee selected by the President for the unexpired portion of the vacated office.

b. In case a vacancy occurs in the office of President, the 1st Vice President shall assume the responsibilities of the President. If the incoming President or board feels the need to fill the office of 1st Vice President, then the incoming President will nominate a replacement as stated in Sec. 3.a.

DUTIES OF OFFICERS

Sec. 1. The President shall preside at all meetings of the Organization and of the Board; shall perform such other duties as may be prescribed in these by-Laws, or assigned to him or her by the Organization or by the Board; and shall coordinate the work of the officers and committees, in order that the Objects may be promoted. The President may spend up to \$100 without preapproval of the Board to meet a deadline or unexpected expense. This expense will be presented at the

next regularly scheduled Board Meeting. The year following the Presidency, the ex-President, if possible, will be Devon's Interschool Council Representative.

Sec. 2. The 1st Vice President shall act as an aide to the President and shall perform the duties of the President in the absence or inability of that officer to serve. The 1st Vice President shall become President the following year. The 2nd Vice Presidents shall serve as committee coordinators.

Sec. 3. The Faculty Vice President shall be a member of the Devon School faculty and shall serve as a liaison between the Board and the faculty.

Sec. 4. The Recording Secretary shall record the minutes of all meetings of the Organization, and of the Board and shall perform such other duties as may be delegated to him or her.

Sec. 5. The Publicity and Corresponding Secretary conducts the correspondence of the Organization, conducts activities to encourage local publicity about Devon activities, and other such duties as may be delegated to him or her.

Sec. 6. The Treasurer shall receive all monies of the Organization; shall keep an accurate record of receipts and expenditures, and shall pay out funds in accordance with the budget approved by the Board. The Treasurer shall present a financial statement at meeting of the Organization as requested by the Board or by the Organization and shall make a full report at the Annual Meeting in May. The Assistant Treasurer shall be responsible for the reconciliation of monthly bank statements and shall assist the Treasurer as needed.

The Treasurer's accounts shall be examined annually by a qualified auditor, who, satisfied that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report. The auditor shall examine the books prior to the beginning of the new school year.

Sec. 7. All officers shall perform the duties prescribed in these By-Laws and those assigned from time to time by the Board of the Organization. All officers shall deliver to their successors all official material at the last regular Board meeting of the school year with the exception of the Treasurer who shall transfer the books after they have been reviewed and before the beginning of the new school year.

MEETINGS

- Sec. 1.** **a.** Not less than four (4) regular meetings of the Organization shall be held during the school year. The Boards shall meet at the same time as the membership. These meetings will be advertised in the district calendar.
- b.** Special meetings may be called by the President.
- c.** The annual meeting of members shall be in May.
- d.** A quorum shall consist of two thirds (2/3) of the members of the Board for the transaction of business in any meeting of the Organization.
- e.** The privilege of holding office, introducing motions, debating and voting shall be limited to members whose current dues, if any, are paid.

STANDING AND SPECIAL COMMITTEES

- Sec. 1.** Standing committees shall be created by the Board as deemed necessary to promote the objects and carry on the work of the Organization. The Chairpersons of the standing committees shall be selected by the Officers of the Organization. Their term shall be one year.
- Sec. 2.** All fundraising projects shall be approved by the Board and shall be limited to the purposes set forth in the Objects and Policies of these By-Laws.
- Sec. 3.** The Chairpersons of each standing committee shall report its activity to the Board for approval. No committee work shall be undertaken without the consent of the Board.
- Sec. 4.** The power to form special committees and appoint their members rests with the Organization or the Board. Since a special committee is created and appointed for a specific purpose, it automatically goes out of existence when its work is done and its final report is received.
- Sec. 5.** The President shall be ex-officio a member of all committees, except the nominating committee.

BUDGET

Sec. 1. Prior to the May Board Meeting, the current President and Treasurer and the following year's President and Treasurer will meet and draft a budget for the next school year.

Sec. 2. The Cultural Arts Budget and any requests for special projects will be presented to the Board prior to the meeting in Sec.1.

Sec. 3. At the May meeting, the Preliminary Budget will be presented to the Board to be analyzed and discussed by all Board members present.

Sec. 4. At the June meeting, the finalized Budget shall be presented and voted on. Approval is to be a vote of two thirds (2/3) majority of the PTO members present.

THE DEVON ARTS ENDOWMENT FUND

Sec. 1. The Cultural Arts Committee, the Officers of the Devon Elementary School PTO and the Treasurer of the Devon Arts Endowment Fund shall collectively be considered an "other body" for the purpose of administering the Devon Arts Endowment Fund. The Fund shall be administered in accordance with the Guidelines approved by both the Devon Elementary School PTO and the Devon Arts Endowment Fund Treasurer. The Treasurer of the Arts Endowment Fund shall be responsible for providing quarterly reports of the financial activity of the Fund to the PTO Treasurer. The assets in the Endowment Fund shall not be commingled with the other assets of the Corporation.

LIMITATION OF DIRECTORS' LIABILITY

No member of the Board of Directors shall be personally liable for monetary damages as such for any action taken or any failure to take action unless: (a) the member has breached or failed to perform the duties of his or her office under Section 8363 of the Pennsylvania Directors' Liability Act (relating to standard of care and justifiable reliance), and (b) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness; provided, however, that the provisions of this by-law shall not apply to the responsibility or liability of a member pursuant to any criminal statute, or to the liability of a member for the payment of taxes pursuant to local, state or federal law. This amendment shall be applicable to any action taken or any failure to take any action on or after January 27, 1987.

