

**South Caldwell PTO
General Meeting
September 10, 2019**

As presented by Katie Tocci:

Financial/Treasurer Report:

- \$2,587.28 in account
- Cost of Shirts has been covered.
- Need articles of incorporation - \$60 fee
- Need to file for 501c3 - \$400 fee - Approved
- Amy is working on filing this.

Membership Report:

- 26 Parents
- 37 Teachers (out of 147)
- Hoping to get more teachers at staff meeting.

Standing Rules:

- There are inconsistencies in previous bylaws
- Four elected officials:
 - President
 - Vice President
 - Secretary
 - Treasurer
- Volunteer Coordinator is not an elected position
- Standing Rules can be changed any time, but need to coincide w/ bylaws.
- Will follow Roberts Rule of Order for meetings

Working Bylaws:

- Reviewed Officer Eligibility
- Reviewed Nominations & Elections
- Reviewed Committees
 - President cannot be ex-officio member of nominating committee

Quorum:

- 3 Executive members + 3 members at large

Angie motioned to set aside bylaws. Pam second. So moved. No objections
Angie moved to approve bylaws. Dula second. No objections. Bylaws passed.

New Business:

- Website: Need to have Mrs. Matthews post w/n a week
- Need gmail for PTO
- Staff Representative will be Emily Hewitt
- Open Position Discussion
 - President: Karen Kerr
 - Vice President: Amy Morrison
 - Treasurer: Kelly Kooiker
 - Secretary: Pam Steuer
 - No objections on slated officers. Tocci moved to vote on slated officers. Macchia second. No objections. Vote of acclamation.
- Angie will do social media posts until committees are filled.

Principal Report:

- Expectation is that all teachers will join & all teachers will donate to Ed Center Foundation.
- Promoting Open House 9/24
- Should have table w/ shirts at open house
 - Karen/Amy will coordinate volunteers.
- Upcoming Events
 - Homecoming Dance
 - Senior March
- Discussing having Pre-Prom Vendors
- Kelly will contact Chick Fil-A & Pelican's about fundraising

Tocci moved to adjourn. Macchia 2nd. No objections.

Next Meeting: October 8, 6:30 p.m., Media Center

September 10, 2019 Meeting Clarification of Minutes

Location: SCHS Media Center

Time: 6:30pm

Attendance: Katie Tocci Angie Macchia
 Ashley Aldridge Kelly Kooiker
 Emily Hewitt Pam Steuer
 Keith Hindman Kim Clark
 Karen Kerr Natacha Dula
 Jennifer Coldiron

Financial/Treasurer Report:

Balance of \$2,587.28 was reported by Kimberly Clark.

Amy Morrison has filed for the Articles of Incorporation and once those are approved a 501c3 application will need to be submitted to the IRS. The cost of the Articles of Incorporation was \$60.00 and the cost on the 501c3 will be \$400. In order for the PTO to be a stand alone organization it must be recognized as a 501c3; at the current time all incoming and outgoing funds are handled through SCHS.

Membership Report:

Kimberly Clark reported on the current membership numbers.

Standing Rules:

A draft copy of the Standing Rules was presented (Attachment A). Standing rules can be amended or rescinded by a majority vote at any general meeting as long as they are not in conflict with the adopted bylaws. The Standing Rules will establish the dues, fiscal year, quorum requirements, regular meeting days and times, officer selection process and requirements, check signature requirements, payment for invoices, procedure to add business to an agenda, timeline for minute posting, and agenda order.

Working Bylaws:

A copy of the old bylaws (Attachment B) and the proposed new bylaws (Attachment C) was made available. The old bylaws need to be more specific. There were no Standing Rules associated with the old bylaws. The old bylaws listed officers as: President, President elect or Vice President, Secretary, Treasurer, Volunteer Coordinator, and Ex-officio members (current principal and a school staff member).

Angie Macchia moved to review the old bylaws (attached) and the proposed new bylaws (attached) in order to proceed with the re-establishing the SCHS PTO, Pam Steuer seconded; no discussion, unanimous.

The following Articles were reviewed:

- Article IV Officers and Elections
- Article V Meetings
- Article VI Executive Board
- Article VII Previously in old bylaws as Fiscal Management, in proposed bylaws Article VII will be Committees – need to add Teacher Appreciation to the list
- Article VIII Previously in old bylaws as Amendments; in proposed bylaws Article VIII will be Finances; Amendments will move to Article XII
- Article IX
- Article X Standing Rules added
- Article XI Voting added
- Article XII Amendments
- Article XIII Conflict of Interest Policy

A list of 2019-2020 Committees and related duties was presented (Attachment D). A sign up for will be made for members to select Committees they wish to serve.

Standing Rules for a Quorum was discussed. A quorum for each general meeting should consist of 3 Executive members and 3 members at large.

After reviewing both bylaws and Standing Rules, Angie Macchia moved to approve the new bylaws as presented, Natascha Dula seconded; no discussion, unanimous.

New Business:

A slate of Officers was presented:

Karen Kerr, President
 Amy Morrison, Vice-President
 Kelly Kooiker, Treasurer
 Pam Steuer, Secretary
 Emily Hewitt, Staff Representative

Katie Tocci moved to vote on the slate of officers presented, Angie Macchia seconded; no discussion, unanimous.

Angie Macchia will continue to post on the SCHS PTO Facebook page until Committees are filled.

Principal Report:

Keith Hindman will encourage all staff at SCHS to become a member of PTO and to support the scholarship fund. T-shirts will be sold at the next Staff meeting. Mr. Hindman reported on dates of upcoming events:

Senior March	9/13
Open House	9/24
Beta Club Inductions	9/24
Senior Parent Night	9/24

PTO will be allowed to set up a table to take memberships and to sell the remaining t-shirts.

Mr. Hindman reported that a student had approached him during the summer and ask about a Homecoming Dance.

There was final discussion concerning fundraising. Kelly Kooiker will contact Chick-fil-A about having a spirit night as well as Pelicans. Another fundraiser could be a Pre-Prom Vendor Fair.

With no other business to discuss, Katie Tocci moved to adjourn, Macchia seconded; no discussion; unanimous.

Clarifications respectfully presented by Pam Steuer, SCHS Secretary

1st: _____

2nd: _____

Corrections: _____

Approved on the _____ day of _____, 2019

Pam Steuer, Secretary

SOUTH CALDWELL HIGH SCHOOL
PTO Agenda
Tuesday, September 10, 2019
6:30 p.m.

- Call to Order
 - Karen Kerr, Interim President

- Announcements
 - Administration Report - Keith Hindman, Principal

- Secretary's Report
 - Katie Tocci, Interim Secretary

- Treasurer's Report
 - Kimberly Clark, Assistant Principal
 - Amy Morrison, Interim Treasurer

- Committee Reports
 - Karen Kerr

- New Business
 - Bylaws / Standing Rules
 - Committees
 - Meeting Schedule
 - Elections

- Unfinished Business
 - Update on Membership Drive – Kim Clark
 -

- Adjournment

Standing Rules
{South Caldwell High School PTO}
2019-2020 School Year

The name of this unit shall be South Caldwell High School PTO and shall be affiliated with South Caldwell High School.

The PTO's Federal ID # is ___ TBD ____.

The annual dues are \$10.00 per registered family unit payable upon joining PTO. Dues will not be pro-rated. Each registered family unit receives one vote.

The PTO's fiscal year shall run from July 1st to June 30th.

Quorum from each general meeting shall be ____ voting members.

Regular (general) meetings of this PTO shall be held during the school year on the 2nd Tuesday of each month at 7:00pm. Executive board of this association shall meet on the 2nd Tuesday of each month at 6:15 p.m. Committees shall meet at their discretion. Committee Chairs shall email their committee's report to the Vice President by noon of the 2nd Monday of each month.

The officers of this association shall be: President, Vice President, Secretary, and Treasurer. Nominations for the following fiscal year shall be submitted to the Nominating Committee Chair by April 15th annually. Elections will be held during the regular May meeting. Officers shall assume their duties July 1st and shall serve for one fiscal year.

To run for an office, you must be a dues paying member of the PTO for a minimum of 1 calendar month prior to the day of elections. You also must have attended at least one PTO meeting prior to April 15th.

Two (2) officer signatures are required on all PTO checks.

No more than \$200 will be spent without a prior majority general membership approval, all expenditures shall be shared with membership at the following meeting.

You need to notify the PTO president, in writing, of business to be discussed at least 5 days prior to the next meeting to be included in the agenda. If brought up at the meeting, the president will decide (based on availability) if said business will be discussed at that meeting.

The minutes from each PTO meeting will be posted within 1 week on the school website.

The order of business for the meetings of this PTO shall be:

Call to Order
Announcements
Secretary's Report
Treasurer's Report
Committee Reports
New Business
Unfinished Business
Adjournment

Committees and Volunteers will be called on as needed based on properly submitted reports.

These standing rules shall be read at the first general meeting of the school year by the Secretary and will be read by request at any meeting. They may be amended or rescinded by a majority vote at any general meeting as long as the changes do not conflict with the adopted Bylaws.

Adopted on September 10, 2019

A

**South Caldwell High School PTO
Executive Board By-Laws
56-2039764**

**ARTICLE I
MISSION STATEMENT**

The purpose of the South Caldwell High School PTO is to establish a communication network among parents, staff, students and the community. The PTO Executive Board will provide a forum for the discussion of educational issues affecting the children at South Caldwell High School.

**ARTICLE II
OBJECTIVES**

The objectives of the PTO shall be:

1. To promote achievement of the educational objectives of the State of North Carolina with emphasis on the welfare and needs of every student attending South Caldwell High School.
2. To promote fellowship, support, and good will among parents, teachers, and students in the school and surrounding community.
3. To unify the efforts of individuals, organizations, and institutions in the community and surrounding county towards making it an ideal place in which to learn.
4. To maintain a working relationship with South Caldwell High School personnel as well as encouraging parent, student and community involvement at the school.

**ARTICLE III
MEMBERSHIP**

All parents, students, and staff who have paid the designated PTO dues for the school year will be members.

**ARTICLES IV
ELECTION AND TERM OF OFFICE**

1. The Executive Board shall develop a slate of officers to be presented to the membership at the last meeting of the PTO Executive Board for the school year.
2. The President shall present the slate of officers to the membership present at the meeting and ask for any other nominations from the floor. If there are no additional nominations, the membership may accept or reject the slate by acclamation. If there are additions to the

nominations, there shall be a call vote of the membership present and a count taken. Election in the case of contested offices shall be determined by a simple plurality.

3. If any elected office becomes vacant before the completion of the term, the Executive Board shall fill such vacancy.
4. At each annual meeting the number of directors equal to that whose terms have expired, or a number as directed by the Board shall be elected for a term one to three years. At the expiration of any term, any Executive Board member may be re-elected for one additional consecutive term. An Executive Board member may not serve more than two consecutive terms.
5. In the event any elected officer is unable to complete his/her term of office, the remaining Executive Board will appoint a member in good standing to fill the term duties.

ARTICLE V MEETINGS

Section 1. Annual and Regular Meetings:

There shall be an annual meeting in March of each year for the election of officers. The annual report will be presented in May. Regular monthly meetings shall be held each month for the Executive Board. Notice of the meeting shall be given to each board member.

Section 2. Special Meetings:

Special meetings may be called as needed by the Executive Board. Notice of any special meeting is to be given to each board member prior to the date of the meeting. No business other than that specified in the notice shall be transacted at any special meeting of the Executive Board.

Section 3. Quorum:

A majority of the seated Executive Board fixed by these by-laws shall constitute a quorum for the transaction of business at any meeting.

Section 4. Minutes:

A written record will be kept in a minute book.

ARTICLE VI OFFICERS; POWERS AND DUTIES

Section 1. Officers

The officers of South Caldwell High School PTO Executive Board shall be, President, President-Elect or Vice- President, Secretary, Treasurer, Volunteer Coordinator and Ex- officio members

(current principal and a school staff member).

Section 2. Powers and Duties

- A. President-** The chief executive officer of the PTO Executive Board elected by the membership.
1. The term of the office shall be for one to three years beginning at the last PTO Council meeting for that school year.
 2. The president shall reside at all regular school PTO meetings and all PTO Executive Board meetings.
 3. The President shall be the presiding officer and a voting member of the Executive Board and call the meeting of that committee necessary.
 4. The President shall appoint all members to special and standing committees with the approval of the Executive Board.

B. President-Elect and/or Co-President- Elected officer considered second in command and immediate support position for the President.

1. The term of the office shall be for one to three years beginning at the last PTO Council meeting that school year.
2. The President-Elect and/or Co- President shall become President beginning one year from election as President-Elect.
3. The President-Elect and/or Co-President shall preside in the absence of the President and shall have all responsibilities and powers of the President in that officer's absence.
4. The President-Elect and/or Co-President shall serve in whatever support capacity designated by the President.

c. Secretary – Elected officer which serves as the official record-keeper for the organization.

1. The term of the office shall be for one to three years beginning at the last PTO Council meeting for that school year.
2. The Secretary shall keep complete and accurate records of the proceedings of all meetings of the organization and Executive Board meetings.
3. The Secretary or his/her designee shall be responsible for public communications related to the organization.

D. Treasurer- Elected officer in charge of all financial concerns of the organization.

1. The term of the office shall be for one to three years beginning at the last PTO Council meeting for that school year.
2. The Treasurer shall receive all monies due the organization and deposit or invest such monies.
3. The Treasurer shall, within procedure and policy established by the Executive Board, make such business arrangements and other transactions as are feasible.
4. In accordance with the adopted budget of the organization, the Treasurer shall make such

expenditures as are necessary to conduct the business of the PTO Executive Board.

4. The Treasurer shall prepare timely financial report as requested by the President of the Executive Board.

E. Volunteer Coordinator- Elected officer in charge of volunteers.

1. The term of the office shall be for one to three years or as needed by the school principal.
2. The Volunteer Coordinator shall organize volunteers for all PTO sponsored events and other school events as designated by the principal, excluding athletic events.

F. Ex- Officio- The former PTO President elected by the membership.

1. The term of office shall be one year beginning at the last PTO Council meeting for that school year.
2. The ex- officio shall be advise the PTO Executive Board.
3. The ex- officio shall be a voting member of the Executive Board and make recommendations as necessary.
4. The ex-officio shall serve in whatever support capacity designated by the President.

G. Additional Ex-Officio members – The South Caldwell High School Principal and a school staff member.

1. The additional Ex-Officio members shall attend PTO Executive Board meetings and work with And advise PTO Executive Board members on all PTO projects.

Section 3. Executive Board

A. Members

1. The Executive Board shall consist of the President, President Elect or Vice-President, Secretary, Treasurer, and Ex-officio members.

B. Responsibilities

1. Preparation of the annual budget for presentation to the membership.
2. Determining meeting times and places.
3. Approval of appointments to committees.
4. Establishment of general procedures and policies.
5. Developing goals and objectives for the organization.
6. Other specifics related to governance and administration.

Section 4. Committees

The President shall have power to appoint such committees as may be necessary to help with the work of the Executive Board.

**ARTICLE VII
FISCAL MANAGEMENT**

Section 1. Fiscal Year The fiscal year of the Council shall be July 1st and end June 30th of each year unless otherwise provided by the Executive Board. The proposed budget shall be adopted at the May meeting preceding the beginning of the fiscal year.

Section 2. Audit - The books will be reviewed annually as directed by the Executive Board and shall be available for public inspection.

Section 3. Disbursement of Funds – The disbursements of funds shall be made only in accordance with the annual budget of the Council or upon special order of the Executive Board.

Section 4. Records – Financial records of the Council shall be maintained by the Treasurer.

ARTICLE VIII AMENDMENTS

Each proposed amendment to this Constitution shall be submitted in writing to the Executive Committee. Upon its approval by the Executive Committee, the amendment shall be presented to the membership present at the final meeting of the school year for approval. Approval shall be determined by a simple plurality vote.

ARTICLE IX PARLIMENTARY AUTHORITY

The most recent edition of "Robert's Rules of Order Revised" shall govern all official meetings of the organization.

Working SCHS PTO BYLAWS

Article I – Mission Statement – No Changes

Article II – Objectives – No Changes

Article III – Membership and Dues - update

Section 1. Any parent, guardian, or other adult standing in loco parentis for a student at the school may be a member and shall have voting rights provided they have paid the annual dues. The principal and any teacher employed at the school may be a member and have voting rights. Members have one vote per household.

Section 2. Dues will be established by the Executive Board at the first meeting following the beginning of the PTOs fiscal year. If dues are charged, a member must have paid his or her dues at least 14 calendar days before the meeting to be considered a member in good standing with voting rights.

Article IV – Officers and Elections – change

Section 1. Officers. The officers shall be a president, vice president, secretary, and treasurer. In addition to the duties listed below, each officer will also perform other such duties as applicable to the office as prescribed by the parliamentary authority of this organization or Roberts Rules of Order when no other rules apply.

- a. **President.** The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings outside the organization or appoint a designee, serve as an ex officio member of all committees except the nominating committee, and coordinate the work of all the officers and committees so that the purpose of the PTO is served. The President shall appoint all members to special and standing committees with the approval of the Executive Board.
- b. **Vice President.** The vice president shall assist the president and carry out the president's duties in his or her absence or inability to serve. The vice president shall also oversee the work of the committees and will oversee the committee chairs as assigned. In the event of a vacancy or absence of the president, the vice president shall act as President.
- c. **Secretary.** The secretary shall keep all records of the organization, take and record minutes, prepare the agenda, handle correspondence, and ensure the members receive notices of meetings. The secretary also keeps a copy of the minutes, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings.
- d. **Treasurer.** The treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the membership and/or executive board as applicable. He or she will present a financial statement at every meeting and at other times of the year when requested by the executive board, and make a full report at the end of the year.

Section 2. Eligibility. Members are eligible for office if they are members in good standing at least one month before the nominating committee presents its slate.

Section 3. Nominations and Elections. Elections will be held at the May meeting of the school year. The nominating committee shall select a candidate for each office and present the slate at a meeting held one month prior to the election. At that meeting, nominations may also be made from the floor. 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. Electronic voting methods may be used where a paper copy may be made.

Section 4. Terms of Office. Officers are elected for one year and may serve no more than two (2) consecutive terms in the same office. Terms of office begin effective July 1st and end June 30th, to coincide with the fiscal year.

Section 5. Removal from Office. Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Section 6. Vacancies. If there is a vacancy in the office of president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting. A special meeting may be called to fill the open positions with proper notice to the membership. The Executive Board shall appoint an interim member to the vacancy until election can be held.

Article V – Meetings – updated

Section 1. Regular Meetings. The regular meetings of the organization shall be held monthly starting in August of the fiscal year, to be determined by the executive board. The executive board

Section 2. Special Meetings. Special meetings may be called by the President, any two members of the executive board, or five general members submitting a written request to the President. Previous notice of the special meeting shall be sent to the members at least 10 days prior to the meeting, via email and other electronic methods where a copy may be made, by the President. No other business other than that specified in the notice shall be transacted at any special meeting.

Section 3. Annual Meeting. The annual meeting will be held at the May regular meeting. The annual meeting is election of officers and conducting other business that should arise. The annual report of the PTO shall also be presented at this meeting.

Section 4. Quorum. The quorum shall be 10 members of the organization.

3 exec board plus
3 others

Section 5. Notification of Meetings. The secretary will ensure members are notified of the meetings via email and other electronic methods where a copy may be made at least 10 days prior to the meeting.

Section 6. Minutes. A written record will be kept of all meetings of the PTO to include Executive Board, General membership and any Special meetings.

Article VI – Executive Board – clarified and updated.

Section 1. Membership. The Executive Board shall consist of the elected officers, a teacher representative and the Principal and Vice President. The Principal and Vice Principal shall serve as non-voting members.

Section 2. Duties. The duties of the Executive Board shall be to transact business between meetings in preparation for the general meeting, determine meeting times and places, create standing rules and policies, create standing and temporary committees, prepare and submit a budget to the membership for approval, approve routine bills, and prepare reports and recommendations to the membership.

Section 3. Meetings. Regular meetings shall be held monthly to be determined by the board. Special meetings may be called by any two board members, with 48 hours' notice.

Section 4. Quorum. Half the number of Executive board members plus one constitutes a quorum. The Principal and the Vice Principal are non-voting members and are not counted towards quorum requirements.

Article VII – Committees

Section 1. Membership. Committees may consist of general members and board members, with the president acting as an ex officio member of all committees.

Section 2. Standing Committees. The Vice President receives all reports of the committees with the exception of the Nominating Committee Report. The following committees shall be held by the PTO:

- a. Membership – Duties as assigned
- b. Volunteer – Duties as assigned
- c. Communications – Duties as assigned
- d. Scholarship – Duties as assigned
- e. Fundraising – Duties as assigned
- f. Nominating - Handles obtaining nominations for new officers in spring and prepares a slate of candidates
- g. Audit – reviews the financial statements, budget and report of the Treasurer following in between the April and May meetings.

Teacher appreciation

Section 3. Additional Committees. The President shall have the power to appoint such committees as may be necessary to help with the work of the Executive Board.

Article VIII – Finances

Section 1. A tentative budget shall be drafted in spring for the following fiscal year and approved at the August meeting by a majority vote of the eligible members present. The tentative budget shall be presented to the membership at the May meeting.

Section 2. The treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 3. The board shall approve all expenses of the organization ~~below~~ ^{above} \$200. All expenses above \$200 would need approval of the membership.

Section 4. Two authorized signatures shall be required on each check. Authorized signers shall be the president and treasurer.

Section 5. The treasurer shall prepare a financial statement at the end of the year, to be reviewed by the membership at the May meeting after it has been reviewed by the Audit committee.

Section 6. The fiscal year shall be July 1-June 30th.

Article IX – Parliamentary Authority (existing Article IX with clarification)

Robert's Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws or any other special/ standing rules.

Article X – Standing Rules (new section)

Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

Article XI – Voting (new section)

Voting may take place via voice, ballot or thru electronic methods where a paper copy may be made. Electronic voting will allow for 7 days for voting to take place. A majority of the membership constitutes quorum when electronic voting is used.

Article XII – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary. Notice may be given by postal mail, email, hard copy, or fax. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XIII – Conflict of Interest Policy – to be added once wording is finalized

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article XIII – Conflict of Interest Policy

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions.

a. Interested Person. Any director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
- ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
- iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures.

a. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.

b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest.

- i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- iii. After exercising due diligence, the governing board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.⁴

d. Violations of the Conflict of Interest Policy.

i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation.

a. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements. Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews. To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

C 6/6

PTO Committees for 2019-2020

Google Form will be emailed out to all members to sign-up for committees and you will be asked if you are interested in being a Chairperson or a Grade Level Representative. All committees' duties subject to change, the items below are examples of duties with except of Nominating and Audit Committees.

Membership Committee

-
- Forms (membership/volunteer)
- T-shirts
- Quarterly Drawings
- Freshman Orientation
- Schedule pick-up
- Spartan Times e-newsletter

Volunteer Committee

- Volunteer Hours
- Email and organize volunteers
- Academic Achievement Award Night (spring)

Communications Committee

- Social Media
- Display Advertisements

Teacher Appreciation

- Implement and provide appreciation
- Teacher Appreciation luncheon(spring)

Scholarship Committee

- Will implement/maintain scholarships for SCHS Senior members
- Track and thank all donors to the committee
- Responsible for getting all senior member names to school counselors
- Participate on Scholarship selection committee(senior parents ineligible)

Fundraising Committee

- Freshman Party
- Spartan Spirit Nights with local restaurants
- Faculty/Student Dodgeball or Softball tournament
- Faculty/Student Basketball game

Nominating Committee

- Handles obtaining nominations for new officers in spring and prepares a slate of candidates

Audit Committee

- Reviews the financial statements, budget and report of the Treasurer following in between the April and May meetings.

Grade Level Representative

- Liaison between other parents in your student's grade and the PTO

At-Large Volunteer

- Willing to help on as needed basis with any committee

Pam Steuer

Present

From: Pam Steuer <pam.steuer@gmail.com>
Sent: Tuesday, October 01, 2019 4:32 PM
To: Pam Steuer
Subject: Fwd: PTO Meeting Minutes: 9/10/19

Katie Jocci
Angie Macchia
Ashley Aldridge
Kelly Kooiker
Emily Hewitt
Pam Steuer
Keith Hindman
Kimberly Clark
Karen Kerr
* Natascha Dula
*
*

Pam Steuer

Begin forwarded message:

From: Katie Tocci <katiemtocci@gmail.com>
Date: October 1, 2019 at 4:14:32 PM EDT
To: pam.steuer@gmail.com
Subject: PTO Meeting Minutes: 9/10/19

Financial/Treasurer Report:

- \$2,587.28 in account
- Cost of Shirts has been covered.
- Need articles of incorporation - \$60 fee
- Need to file for 501c3 - \$400 fee - Approved
- Amy is working on filing this.

Membership Report:

- 26 Parents
- 37 Teachers (out of 147)
- Hoping to get more teachers at staff meeting.

Standing Rules

- There are inconsistencies in previous bylaws
- Four elected officials:
 - President
 - Vice President
 - Secretary
 - Treasurer
- Volunteer Coordinator is not an elected position
- Standing Rules can be changed any time, but need to coincide w/ bylaws.
- Will follow Roberts Rule of Order for meetings

Working Bylaws

- Reviewed Officer Eligibility
- Reviewed Nominations & Elections
- Reviewed Committees

Karen has
Sign in -

- President cannot be ex-officio member of nominating committee

Quorum

- 3 Executive members + 3 members at large

Angie motioned to set aside bylaws. Pam second. So moved. No objections

Angie moved to approve bylaws. Dula second. No objections. Bylaws passed.

New Business:

- Website: Need to have Mrs. Matthews post w/n a week
- Need gmail for PTO
- Staff Representative will be Emily Hewitt
- Open Position Discussion
 - President: Karen Kerr
 - Vice President: Amy Morrison
 - Treasurer: Kelly Kooiker
 - Secretary: Pam Steuer
 - No objections on slated officers. Tocci moved to vote on slated officers. Macchia second. No objections. Vote of acclamation.
- Angie will do social media posts until committees are filled.

Principal Report:

- Expectation is that all teachers will join & all teachers will donate to Ed Center Foundation.
- Promoting Open House 9/24
- Should have table w/ shirts at open house
 - Karen/Amy will coordinate volunteers.
- Upcoming Events
 - Homecoming Dance
 - Senior March
- Discussing having Pre-Prom Vendors
- Kelly will contact Chick Fil-A & Pelican's about fundraising

Tocci moved to adjourn. Macchia 2nd. No objections.

Next Meeting: October 8, 6:30 p.m., Media Center

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Katie M. Tocci
(828) 291-4940
katiemtocci@gmail.com