

**BYLAWS OF TRAIL WIND
PARENT TEACHER ORGANIZATION, INC.**

ARTICLE I: NAME, DESCRIPTION AND OBJECTIVES

Section 1: Name

The name of this organization is Trail Wind Parent Teacher Organization, Inc. (hereinafter referred to as TW-PTO), located in Boise, Idaho.

Section 2: Description

TW-PTO is a nonprofit organization that is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Section 3: Objectives

- A. To enhance and support the educational experiences at Trail Wind Elementary School (hereinafter referred to as TWES);
- B. To improve the environment at TWES through volunteer and financial support;
- C. To develop a closer connection between TWES parents/guardians, administrators, educators and the community;
- D. To sponsor programs, projects, and events for the benefit of TWES and TWES students; and
- E. To raise funds as required to provide for all of the above objectives.

ARTICLE II: POLICIES

Section 1: Noncommercial, Nonsectarian and Nonpartisan

TW-PTO shall be noncommercial, nonsectarian and nonpartisan. TW-PTO, including the name of the organization and the names of any members in their official capacities, shall not endorse, promote, participate in, or intervene in any political candidates or campaigns, activities to influence legislation, or commercial concerns.

Section 2: Contracts

Authority to sign and execute bonds, contracts, and obligations in the name of TW-PTO is limited to the President.

Section 3: Books and Records

Accurate books of the activities and transactions of TW-PTO shall be kept, including but not limited to, a records book with a copy of the Certificate of Incorporation, all corporate filings, these bylaws, the EIN, nonprofit verification, annual budgets, annual financial reports, tax filings, permits, insurance, all meeting minutes, and a list of all PTO accounts, subscriptions and policies.

Section 3: Memberships

TW-PTO shall not enter into memberships with other organizations without the prior approval of the general membership.

Section 4: Earnings

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private individuals 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 objectives set forth in these bylaws.

Section 5: District Rules and Policies

TW-PTO, as well as all its members, must uphold and respect all rules and policies of the Boise School District.

Section 6: Other Activities

Notwithstanding any other provision of these bylaws, TW-PTO shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

Section 7: Distribution of Assets Upon Dissolution

Upon dissolution of this organization, after paying or adequately providing for the debts and obligations of TW-PTO, the remaining assets shall be distributed to Trail Wind Elementary School. If the school ceases to exist, the remaining TW-PTO assets shall be distributed to an educational fund, foundation, or organization that is operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code.

ARTICLE III: MEMBERSHIP

TW-PTO will consist of two types of membership: General Membership and Executive Board Membership.

Section 1: General Membership

General membership to TW-PTO is granted to all parents and guardians of students enrolled at TWES and all teachers and staff members at TWES. There shall be no membership dues. All general members may attend any general membership meeting, request items be added to the meeting agendas, and provide relevant input on matters discussed therein. All general members may vote on any matter before the general membership.

Section 2: Executive Board Membership

An executive board member of TW-PTO is defined as a member who has been elected, or appointed, to an executive board position and the TWES Principal (or his/her designee). Executive board members are expected to attend all executive board meetings and general membership meetings and to provide relevant input on matters discussed therein. Executive board members may make motions and vote on any matter before the executive board and the general membership.

Section 3: Termination

Membership to TW-PTO may be revoked, in accordance to the process of termination set forth below, from any member who engages in the following offending behaviors, whether in person or electronically:

1. Makes threats to any member of the TWES community;
2. Defames the character of TWES staff, TWES, TW-PTO, or TW-PTO sponsors; or
3. Acts in any way that significantly disrupts TW-PTO's objectives.

Any revocation of membership shall remain in effect for the remainder of the current school year. Members who are revoked may not attend any TW-PTO meetings, provide input on any TW-PTO matters, or vote on any TW-PTO matter.

Section 4: Process of Termination

1. The Member will receive written notice of the offending behavior, signed by the President and the Principal.
2. If the offending behavior continues, the Member will receive written notice that their membership has been terminated for the remainder of the school year, signed by the President and the Principal. Termination of membership will be announced at the next general membership meeting.

ARTICLE IV: EXECUTIVE BOARD AND ELECTIONS

Section 1: Executive Board

The executive board shall consist of at least two (2) members, including the President and Treasurer. The executive board may consist of additional members including the Vice President, Secretary, Communications Secretary, and the TWES Principal (or his/her designee).

Section 2: Executive Board Qualifications

Any General Member in good standing who has volunteered at least two (2) hours of time with TW-PTO or TWES during the past 12 months is eligible to be a board member, except for the President. Any current or previous executive board member is eligible to be President provided they also meet the above requirements.

Section 3: Initial Appointment

Upon establishment or reinstatement of TW-PTO the executive board members shall be appointed by the TWES Principal (or his/her designee) and shall serve for the remainder of the current school year.

Section 4: Elections

After the initial appointment, executive members shall be elected at the general membership meeting held in May of the school year prior to the term of service. The executive board shall advertise all executive board positions up for election starting in March and accept nominations up until the start of the May general membership meeting. All nominees that meet the qualifications outlined above shall be accepted.

The election shall be the first order of business at the May general membership meeting. Each candidate shall be presented and provided an opportunity to make a statement as to why they want to serve as an executive board member. If there are positions with more than one eligible candidate the members will be provided an opportunity to ask questions of the candidates. Thereafter, the Principal (or his/her designee) shall call for the vote in the form of a ballot. The Principal (or his/her designee) shall collect and count the votes and announce the newly elected executive board members.

A simple majority vote shall be required for election. Members must be present to vote. Voting by proxy will not be allowed. All candidates on the ballot must be present at the election unless unavoidable circumstances prevent their presence and they have informed the executive board of their absence prior to the election.

Section 5: Terms of Office

The terms of office shall be one year, beginning July 1 and ending on June 30 of the following year, except for the President who shall serve a two (2) year term. Elected executive board members shall not be eligible to serve more than two (2) consecutive terms in the same office, unless there are no other candidates for that position.

Section 6: Vacancy

If an executive board position remains unfilled after election, the position may be filled by majority vote of the executive board members. If an executive board position becomes vacant before the term expires, the position may be filled by majority vote of the executive board members for the remainder of the term. If the President position becomes vacant before the term expires, the Vice-President shall complete the remainder of the presidential term as President, and the executive board members may fill the Vice-President position by majority vote for the remainder of the term.

Section 7: Executive Board Member Responsibilities

Executive Board Members shall generally be responsible for fulfilling the objectives of TW-PTO, fulfilling the legal obligations of the organization, responsibly managing the finances of the organization, and keeping appropriate records as required.

The executive board members shall also be responsible for the following each year:

- Prepare and submit to the organization a budget for the year
- Establish fundraising and educational events/programs
- Fill executive board vacancies, if any
- Receive the annual financial report from the Treasurer
- Report the minutes of executive board meetings to the general membership
- Plan the TW-PTO annual meeting in May, which includes elections
- Approve by majority vote any unbudgeted expenditures of no more than \$300
- Assist with the transition of new executive board members following an election
- Transact business in the intervals between general membership meetings and such other business as may be referred to it by the organization

The specific responsibilities for each executive board member are outlined below. Each executive board member may also be required to perform other duties as may be prescribed by these bylaws or assigned by the executive board.

President:

- Preside at executive board meetings and general membership meetings
- Serve as the official representative of TW-PTO
- Oversee the fundraising of the organization
- Ensure all annual and regular TW-PTO filings are timely submitted and that other TW-PTO obligations are timely met
- Have the power to sign and execute bonds, contracts, and obligations in the name of TW-PTO, as authorized by the executive board or the general membership

Vice President:

- Assist with the President's responsibilities
- Assist Chairpersons with events and programs
- Prepare an annual program/event/fundraiser plan
- Perform the duties of the President if the President is temporarily absent or unable to serve

- Take the place of the President for the remainder of the term should the President resign or be terminated

Secretary:

- Record and distribute minutes of all TW-PTO meetings
- Maintain and keep organized a record of all meeting minutes for easy reference
- Maintain and keep organized the TW-PTO book of records
- Calendar deadlines and reminders for all annual and regular TW-PTO filings and obligations

Communications Secretary:

- Oversee TW-PTO communications, marketing, and public relations
- Ensure timely notice to the general membership of all TW-PTO meetings
- Ensure timely communications to the general membership of TW-PTO updates via various means, including but not limited to newsletters, website, social media accounts, and bulletin boards
- Manage and keep updated the TW-PTO website
- Manage and keep updated all TW-PTO social media accounts

Treasurer:

- Serve as custodian of TW-PTO's finances
- Timely collect revenue, pay authorized expenses, and manage all financial records
- Maintain an up-to-date record of all TW-PTO finances via a computer based accounting system
- Keep all membership informed of expenditures as they relate to the budget
- Present an annual financial statement within thirty (30) days of the end of the fiscal year
- Prepare, with the executive board, a proposed annual budget no later than May of the preceding year
- Have all TW-PTO accounts reviewed annually by an independent party
- Prepare federal and state tax returns.

Section 8: Executive Board Meetings

The President shall call meetings of the executive board as needed to support the responsibilities of the executive board. Meetings may be conducted in person, electronically or otherwise, provided accurate meeting minutes can be recorded, communication is unobstructed by the means, and no member is regularly excluded.

Section 9: Quorum

The minimum number of executive board members to be present for voting on business shall be two (2).

Section 10: Majority Vote

A majority vote is required for the approval of any action by the executive board except for dissolution (Article X).

Section 11: Resignation

Executive board members are expected to serve the entirety of their term. However, an executive board member who wishes to resign shall provide written notice to the President and Secretary. Resignation is effective immediately upon receipt or upon a future date specified.

Section 12: Expiration of Office Term

Upon expiration of the term of office, or in the case of resignation or termination, each executive board member shall turn over to the President, without delay, all records, books, passwords, subscriptions, log-in credentials, and other materials pertaining to the office, and shall return to the Treasurer, without delay, all funds pertaining to the office.

Section 13: Termination

An executive board member can be removed from office for failure to fulfill his/her duties or any behaviors listed in Article III, Section 3 by majority vote of the Executive Board.

Section 14: No Compensation

Executive board members shall serve without compensation with the exception of reimbursement in accordance with the reimbursement policy herein.

ARTICLE V: GENERAL MEMBERSHIP MEETINGS

Section 1: General Membership Meetings

General membership meetings will be held at least twice a year, including the annual May elections meeting, and as needed to conduct the business of the TW-PTO. A teacher representative will attend all general PTO meetings and will liaison with the rest of the teachers to share PTO information and to obtain input and feedback from the teaching staff. Meetings may be held in person, electronically, or otherwise, provided accurate meeting minutes can be recorded, communication is unobstructed by the means, and accurate voting counts can be obtained. Members shall receive at least one (1) week notice of all scheduled meetings or changes to scheduled meetings. The President shall call a special meeting at the written request of ten (10) members.

Section 2: Quorum

The minimum number of members to be present to constitute a quorum for the transaction of business and voting shall be two (2) executive board members and a majority of the general members present.

Section 3: Voting

All members may vote if they are present at the meeting. Voting by proxy and absentee voting are prohibited. Decisions will be made based on a majority vote except dissolution (Article X) and no-notice amendments to the bylaws (Article XI).

ARTICLE VI: PROGRAMS, EVENTS AND FUNDRAISERS

Section 1: Annual Plan

An annual plan shall be established by May of each year that outlines all the TW-PTO programs, events and fundraisers planned for the next fiscal year. The annual plan should include a description, proposed dates, the required budget, expected profits, and the volunteer support needed for each program, event and fundraiser.

Section 2: Proposals

Any member may submit a proposal for a TW-PTO program, event or fundraiser to the executive board. The executive board will then place the proposal on the agenda for the next meeting. Proposals needing less than \$300 will be voted on at the next executive board meeting. Proposals needing \$300 or more will be voted on at the next general membership

meeting. A new program, event or fundraiser may only be added to the current fiscal year if there are sufficient funds in the budget.

ARTICLE VII: CHAIRPERSONS AND COMMITTEES

Section 1: Chairpersons

Chairpersons shall be appointed from the general membership by a majority vote of the executive board members to take leadership roles of TW-PTO events, programs and fundraisers. Chairpersons may be invited to executive board meetings as needed. Each chairperson is responsible for filing a report with the executive board and assisting the Treasurer with budgets.

Section 2: Special Committees

The executive board may create special committees to serve a specific purpose for a limited time. A special committee will be dissolved when its work is completed and its final report is submitted to the executive board.

Section 3: Chairperson and Committee Reports

Reports shall be due on a date set by the executive board, generally within thirty (30) days of completion of the event or the end of the fiscal year for annual programs. At a minimum, reports shall include a breakdown of funds used and profits earned, a summary of the outcome in relation to expectations, and ideas for future improvement or changes.

ARTICLE VIII: TEACHER/STAFF REQUESTS FOR FUNDS

The budget shall contain a set amount of money for funds requests. As members of TW-PTO, teachers and staff can request funds from TW-PTO for educational purposes by submitting a funds request form to the Principal and Executive Board. Funds requests for less than \$300 will be voted on at the next executive board meeting. Funds requests for \$300 or more will be voted on at the next general membership meeting. When all of the funds are exhausted, no further funds requests will be accepted for the remainder of the school year.

ARTICLE IX: FINANCIAL POLICIES

Section 1: Fiscal Year

The fiscal year of TW-PTO is July 1st through June 30th. The fiscal year must be on file with the IRS and cannot be changed without notification to the IRS.

Section 2: Banking

All funds are to be kept in a bank account held at a local banking institution in the name of TW-PTO requiring the signatures of the President and Treasurer and/or in a Boise Schools Foundation Account in the name of TW-PTO requiring the signatures of the Principal and the President or Treasurer. All funds must be deposited within thirty (30) days of receipt by the Treasurer.

Section 3: Payments, Disbursements, Transfers and Withdrawals

Any payment, disbursement, transfer or withdrawal of funds must be approved by the signatures of the President and Treasurer. A form shall be submitted indicating the need, whether the expenditure is within the budget, and all supporting documentation.

Section 4: Reimbursement Policy

Members may receive reimbursement of reasonable expenses incurred or services rendered in support of TW-PTO objectives with prior approval and within budgeted limits. Requests for reimbursement must be supported by proper documentation. Requests for reimbursement should be submitted within thirty (30) days the expense was incurred or services rendered.

Section 5: Event Proceeds

Any funds raised at an event will be counted and confirmed on site directly after the event by the event chairperson and an executive board member or by two executive board members.

Section 6: Financial Reporting

All TW-PTO financial activity must be recorded in a computer based accounting system. The Treasurer must reconcile and report all financial activity monthly. The Treasurer must arrange for an independent review of its financial records each year.

Section 7: Budget

An annual budget for the upcoming fiscal year will be determined by the Treasurer and executive board prior to the May general membership meeting each year, and the budget should be approved at the May general membership meeting. All expenditures within the realm of the approved budget are authorized expenditures.

Section 8: Ending Balance

There shall be a minimum of \$1500 for beginning of year costs for the following fiscal year in the checking account and a minimum of \$500 in the Boise Schools Foundation account. There shall be no more than \$3000 in the checking account and no more than \$2000 in the Foundation account at the end of the fiscal year unless funds have been allocated for a specific purpose by the general membership.

Section 9: Loans

No loans shall be made by TW-PTO.

ARTICLE X: DISSOLUTION

In the event of dissolution of TW-PTO, any funds remaining are to be donated to TWES. The executive board must vote for dissolution with a two-thirds ($\frac{2}{3}$) majority in order to present dissolution to the general membership. The general membership must vote for dissolution with a two-thirds ($\frac{2}{3}$) majority of the general members present.

ARTICLE XI: AMENDMENT OF BYLAWS

These bylaws shall be reviewed at the first general membership meeting of each school year for consideration of addition, deletion, or revision of any article. These bylaws may be amended by majority vote of the general membership present provided twenty (20) days prior notice is given of any such amendment, or if not such notice is given a two-thirds ($\frac{2}{3}$) vote of the general members present.

ARTICLE XII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the TW-PTO.

These bylaws were adopted on January 20, 2023.