



Pirate Parent Teacher Organization

Pomona Elementary School

4480 Kirby Dr.

Manvel, TX 77578

PTO Bylaws

ARTICLE I: NAME

Section 1.1

The name of this organization is the Pirate Parent Teacher Organization, hereinafter referred to as the PTO. Pomona Elementary School is in the Alvin Independent School District, Manvel, Texas.

ARTICLE II: PURPOSE

Section 2.1

The PTO is a volunteer organization of parents/guardians and teachers, and is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. The purpose of the PTO is to assist with and enhance school activities by providing volunteers, raising monies and organizing approved extracurricular activities and events.

Section 2.2

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organizations shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any

political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code. Notwithstanding any other provision in this document, the purposes will be limited exclusively to exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2.3

The purpose of the PTO is to bridge the community and school. Our vision is to enhance the educational and social learning experience by facilitating the interaction between parents, educators, and the students.

Section 2.4

The function of the PTO is to raise funds to be used for the enhancement of the education of students at Pomona Elementary School, including, but not limited to, the purchase of equipment and teaching materials, funding capital improvements, covering the costs of student transportation charges, and providing financial support of activities which promote the school and its students within the community and the Alvin Independent School District.

ARTICLE III: POLICIES

Section 3.1

The purpose of this organization is educational and shall be developed through general and executive board meetings, committees, and projects. The PTO shall in no way attempt to direct the administrative work of the school. The Executive Board shall not despairingly represent the PTO in any public forum including social media. Violations of this provision will be grounds for removal from office.

Section 3.2

The name of this organization and/or the names of any members in their official capacities shall not be used in any connection with commercial concern, with any partisan interest, or with any charitable organization for any purpose not related to the promotions of the objectives for this PTO.

Section 3.3

This organization shall not contribute financially to any other organization without the approval of the Executive Board.

Section 3.4

The Executive Board shall adopt a conflict of interest policy to protect the organization's interests. This conflict of interest policy will be signed annually by each elected officer and shall be subject to periodic review. (See Appendix 1: Conflict of Interest policy)

Section 3.5

All checks drawn on the PTO bank account require two officer signatures.

Section 3.6

The Executive Board shall adopt Standing Rules to protect the organization's interests and to guide basic operating procedures. These Standing Rules must be signed annually by each elected officer and shall be subject to periodic review. (See Appendix 2: Standing Rules)

ARTICLE IV: MEMBERSHIP, DUES, AND VOTING RIGHTS

Section 4.1

Membership in the PTO shall be open to parents, guardians, or other adults standing in loco parentis for a student at Pomona Elementary School, as well as all current faculty and staff members of Pomona Elementary School who are willing to support the objectives and uphold the policies of this organization.

Section 4.2

Annual dues shall be in the amount of \$15.00 per family and shall last throughout the school year.

Section 4.3

Each member present shall be entitled to one vote on each matter submitted to a vote of the membership.

ARTICLE V: OFFICERS AND THEIR ELECTION

Section 5.1

The officers of the organization shall be elected bi-annually from the membership, shall serve without compensation, and shall consist of a President, Vice President, Secretary, and Treasurer, Recording Secretary and Communications Secretary (also referred to as the Board). All officers shall be active members in good standing with a student enrolled at Pomona Elementary School during the 2 years of service.

Section 5.2

Officers shall assume their official duties at the close of the school term and shall serve for a term of two years and/or until successors are installed.

Section 5.3

No officer shall serve in the same capacity for more than one (1) consecutive terms. Vacancies during the year shall be filled by special elections at the next general meeting.

Section 5.4

No officer shall hold more than one office at a time.

Section 5.5

The Executive Board shall appoint a nominating committee of three (3) general members at the spring meeting. PTO members interested in one of the officer positions will be required to contact one of the three (3) nominating committee members to place their name on the voting ballot. Nominations from the floor will be accepted as a write in on the ballot. A majority vote of the members present constitutes an election to that position. Newly elected officers shall be installed at the End of year meeting.

Section 5.6

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.

Section 5.7

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 5.8

The Board must consist of a minimum of four elected officers: President, Vice President, Treasurer, and Secretary. In the event that a position is not filled, the Board must actively recruit for that position to be filled.

ARTICLE VI: DUTIES OF OFFICERS

Section 6.1

Duties of the PTO **President** include the following:

- a. Preside at all meetings of the PTO and Executive Board.
- b. Appoint chairpersons of the standing and special committees, as well as act as ex-officio member of all said committees with the exception of the Nominating Committee and Audit Committee.
- c. Act as official spokesperson for the PTO.
- d. Co-sign PTO checks with the Vice President or Treasurer.
- e. Coordinate the work of the officers and committees to promote the objectives of the organization.
- f. Communicate with the principal to ensure he/she receives all necessary information concerning the PTO.
- g. Perform other duties as may be prescribed in bylaws or assigned to this office by the organization.

Section 6.2

Duties of the PTO **Vice President** include the following:

- a. Assist the President in the discharge of his/her duties.
- b. Perform all duties of the President in the event that the President is absent, unable, or unwilling to execute such duties.
- c. Co-sign PTO checks with the President or Treasurer.
- d. Serve as the chairperson of the Audit Committee.
- e. Perform other duties as may be prescribed in bylaws or assigned to this office by the organization.

Section 6.3

Duties of the PTO **Recording Secretary** include the following:

- a. Keep minutes of all Executive Board and general meetings of the organization.
- b. Submit copies of minutes to officers and the principal prior to the monthly board meeting.
- c. Responsible for maintaining membership records.
- d. Present minutes at each meeting.

- e. Issue notices of all meetings of the organization.
- f. Submit monthly activities to school newsletter for publication.
- g. Coordinate other correspondence as needed.
- h. Perform other duties as may be prescribed in bylaws or assigned to this office by the organization.

Section 6.4

Duties of the PTO **Treasurer** include the following:

- a. Keep accurate records of the organization funds. Books must be maintained in audit quality to pass an annual audit by the school district or IRS.
- b. Process and co-sign, with the President or Vice President, checks for all the organization's purchases.
- c. Process all other financial transactions (i.e. deposits, payments, etc.)
- d. Reconcile accounts monthly.
- e. File state sales tax reports and income tax reports to the IRS annually.
- f. Supply the President with a monthly balance sheet containing the organization's funds balance.
- g. Report at PTO meetings and prepare preliminary annual balance sheet and year-to-date income statement for submission at the End-of-Year meeting.
- h. Prepare annual financial report and financial certification for Alvin ISD finance department.
- i. Cannot serve on the Audit Committee.
- j. Perform other duties as may be prescribed in bylaws or assigned to this office by the organization.

Section 6.5

Duties of the PTO **Communications Secretary** include the following:

- a. Conducting the general correspondence of the organization when it is not a function proper to the other offices or committees.
- b. Manage communications of the PTO including, but not limited to, email broadcasts, website/digital media, social media etc.
- c. Serve as both Webmaster and Website Architect to ensure all web servers, hardware, software, and digital media accounts utilized by the PTO are operating correctly and securely. Review website visitor analytics reports and communicate performance and traffic statistics to the PTO Board.
- d. Evaluate website design practicality and implement user-friendly renovations that enhance efficiency and functionality.

- e. Perform other duties as may be prescribed in bylaws or assigned to this office by the organization.

ARTICLE VII: EXECUTIVE BOARD

Section 7.1

The Executive Board shall consist of the officers, principal, grade level representatives for each grade, and one representative from specials.

Section 7.2

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

Section 7.3

Regular meetings shall be held at regular intervals, to be determined by the board. All officers present at the meetings have one vote per person on issues brought before the Board. Actions shall be agreed upon by a majority vote of the Board members present. In the event of a tie vote, the President will have the tie-breaking vote. Any action involving the school must have approval of the Principal. Any major activity, program or large expenditure greater than \$500.00 and not previously approved in the budget must be presented to the Executive Board for approval. Special meetings may be called by any two board members with a 24-hour notice.

Section 7.4

Half the number of board members plus one constitutes a quorum.

ARTICLE VIII: MEETINGS

Section 8.1

Membership meetings of the PTO shall be held at Pomona Elementary School

Section 8.2

Regular membership meetings of the PTO shall be held at least four times during the school year.

Section 8.3

Robert's Rules of Order Revised shall be parliamentary authority.

Section 8.4

Special general meetings of the organization may be called by the president or by a majority of the executive board, with three (3) days notice having been given. No official PTO business shall be conducted at special meetings except that for which the special meeting was called.

Section 8.5

The election meeting shall be held in the spring, before the end of the school year.

Section 8.6

Ten percent of members with at least the president or vice president shall constitute a quorum for the transacting of business of the PTO.

ARTICLE IX: COMMITTEES

Section 9.1

Officers of the organization shall be eligible to serve on any special or standing committee with the exception of the Audit Committee.

Section 9.2

There shall be standing committees created at the time of officer elections. The Board may approve any member in good standing to any special committee created, or may fill any vacancy by appointment during that school year.

Section 9.3

The standing committees are as follows:

- a. Audit Committee
- b. Nominating Committee
- c. Budget Committee

Section 9.4

Special committees will be designated annually by the Executive Board.

ARTICLE X: AMENDMENTS

Section 10.1

These bylaws may be amended at any regular general meeting of the organization by a two-thirds majority vote of the members present and voting, provided that notice of the proposed amendments shall have been given at least thirty (30) days prior to the meeting at which the amendment is voted.

ARTICLE XI: COMPLIANCE

Section 11.1

The bylaws will comply with all Alvin ISD policies and procedures, UIL regulations and Federal and Texas state tax laws for booster clubs.

ARTICLE XII: DISTRICT ACCESS TO FINANCIAL ACCOUNTS AND RECORDS

Section 12.1

Access to the financial records and books of the organization are granted to the Superintendent, Deputy Superintendent, and Director of Finance of Alvin ISD.

Section 12.2

Access to the bank account information and bank account records of the organization are granted to the Superintendent, Deputy Superintendent, and Director of Finance of Alvin ISD.

Section 12.3

Additionally, the Superintendent, Deputy Superintendent, and Director of Finance of Alvin ISD can temporarily suspend all bank account activity pending any investigations into the organization.

ARTICLE XIII: DISSOLUTION AND REORGANIZATION

Section 13.1

The Superintendent of Schools is solely responsible for the entire educational program, including curricular and extracurricular activities. All activities, events, and personnel are under the jurisdiction of the Superintendent. Therefore, the Superintendent of Alvin ISD has the authority to dissolve and or reorganize the organization at his/her discretion. Upon dissolution, all assets are to be distributed to Pomona's school activity fund.

Bylaws Attachment
Conflict of Interest Policy
Pomona Elementary School
Pirate Parent Teacher Organization

ARTICLE I: 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 PTO or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace applicable state and federal laws governing conflict of interest applicable to non-profit and charitable organizations.

ARTICLE II: DEFINITIONS

1. Interested Person
 - a. Any director, principal officer, or member of a committee with governing board delegated powers, which has a direct or indirect financial interest, as defined below, is an interested person.
2. Financial Interest
 - a. 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 PTO has a transaction or arrangement.
 - ii. A compensation arrangement with the PTO or with any entity or individual with which the PTO has a transaction or arrangement.
 - iii. A potential ownership or investment interest in, or compensation arrangement with, an entity or individual with which the PTO is negotiating a transaction or arrangement.
 - b. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
 - c. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, 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.

ARTICLE III: PROCEDURES

1. Duty to Disclose
 - a. 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 considering the proposed transaction or arrangement.
2. Determining Whether A Conflict of Interest Exists
 - a. After disclosure of the financial interest and all material facts, and after any discussion with 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 if a conflict of interest exists.
3. Procedures For Addressing the Conflict of Interest
 - a. 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.
 - b. 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.
 - c. After exercising due diligence, the governing board, or committee, shall determine whether the PTO 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.
 - d. 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 PTO'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. Violations of the Conflict of Interest Policy
 - a. 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.

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

ARTICLE IV: RECORDS OF PROCEEDINGS

1. 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 proceedings.

ARTICLE V: COMPENSATION

1. A voting member of the governing board who receives compensation, directly or indirectly, from the PTO for services is precluded from voting on matters pertaining to that member's compensation.
2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the PTO for services is precluded from voting on matters pertaining to that member's compensation.
3. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the PTO, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VII: PERIODIC REVIEWS

1. To ensure the PTO operates in a manner consistent with non-profit charitable purposes and does not engage in activities that could

jeopardize its 501(c)(3) 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, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the PTO's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further non-profit charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

ARTICLE VIII: USE OF OUTSIDE EXPERTS

1. When conducting the periodic reviews as provided for in Article VII, the PTO may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.