

Parent Teacher Organization Bylaws
Mariposa Elementary PTO
1111 W. Mariposa Drive
Brea, CA 92821

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(add the date of any future revisions)

Article I – Name

Section 1. Name:

The name of the serviced-oriented, non-profit organization is the Mariposa Elementary Parent Teacher Organization (hereinafter “Mariposa Elementary PTO”).

Section 2. Interpretation of Bylaws

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Association Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term “person” includes both a legal entity and a natural person.

Section 3. Assets

This Organization’s assets are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of the Organization, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any director or officer of the Organization. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the Organization shall be distributed to a nonprofit fund, foundation, or Organization that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c)(3).

Article II – Mission Statement

Section 1. Objective:

The objective of the Mariposa Elementary PTO is to convey, foster, connect, and implement interest and knowledge about academic and curricular activities of Mariposa Elementary School to parents, faculty, students, and to the community and to provide supplementary materials, services, and events through fundraising. Maintain communications with staff by having faculty representation at all meetings. The purpose of this organization is exclusively for the charitable, literary, scientific, creative, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding section of any future Federal tax code (hereinafter “Internal Revenue Code”).

Section 2

No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation. The Mariposa Elementary PTO shall not participate or intervene in (including publishing or distribution of statements to its members, trustees, officers, or other private persons) any political campaign on behalf of any candidate running for public office.

Section 3

No part of the budget of this organization shall ever inure to, or for the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the current board of the organization shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.

Article III – Membership

Section 1. Membership in this organization is open to parents, friends, faculty, staff, and community members of Mariposa Elementary School upon payment of annual membership dues.

Section 2. The annual dues of the organization shall be collected for use in the operation of the PTO.

Section 3. All Executive Board, Committee Chairpersons, and Committee members must pay their annual membership dues.

Section 4. For teachers to receive benefits from PTO, they must pay their annual membership dues.

Section 5. All paid members hereinafter “Organization”

Section 6. The membership list/directory of this organization shall be for the exclusive use of this organization and shall not be available for distribution or purchase by any other organization or entity.

Section 7. Termination

A membership shall terminate on occurrence of any of the following events:

- (a) Resignation of the member;
- (b) Expiration of the period of membership, unless the membership is renewed on the renewal terms fixed by the board;
- (c) The member’s failure to pay dues, fees, or assessments as set by the board within 30 days after they are due and payable;
- (d) Any event that renders the member ineligible for membership, or failure to satisfy membership qualifications; or
- (e) Termination of membership under these bylaws based on the good faith determination by the board, or a committee or person authorized by the board to make such a determination, that the member has failed in a material and serious degree to observe the rules of conduct of the Organization, or has engaged in conduct materially and seriously prejudicial to the Organization’s purposes and interests.

Section 8. Suspension for Cause

A member may be suspended based on the good faith determination by the board, or committee or person authorized by the board to make such a determination, that the member has failed in a material and serious degree to observe the Organization's rules of conduct, or has engaged in conduct materially and seriously prejudicial to the Organization's purposes and interests. A person whose membership is suspended shall not be a member during the period of suspension.

Section 9. Procedure

If grounds appear to exist for suspending or terminating a member under these bylaws, the following procedure shall be followed:

- (a) The board shall give the member at least 15 days prior notice of the proposed suspension or termination and the reasons for the proposed suspension or termination. Notice shall be given by any method reasonably calculated to provide actual notice. Notice given by mail shall be sent by first-class or registered mail to the member's last address as shown on the Organization's records.
- (b) The member shall be given an opportunity to be heard, either orally or in writing, at least five days before the effective date of the proposed suspension or termination. The hearing shall be held, or the written statement considered, by the board or by a committee or person authorized by the board to determine whether the suspension or termination should occur.
- (c) The board, committee or person shall decide whether the member should be suspended, expelled, or sanctioned in any way. The decision of the board, committee or person shall be final.
- (d) Any action challenging in expulsion, suspension or termination of membership, including a claim alleging defective notice, must be commenced within one year after the date of expulsion, suspension or termination.

Section 10. No Transfer of Membership

No membership or right arising from membership shall be transferred. All membership rights cease on the conclusion of the member's child status at Mariposa Elementary School.

Article IV – Meetings

Section 1. Meetings that are open to all paid members hereinafter "Organization meeting(s)". Meetings that are only for members of the current Executive Board hereinafter "Executive Board meeting(s)".

Section 2. All meetings shall be conducted in an orderly manner. All board members will behave in accordance to the established norms and procedures set in place by the board for conducting meetings. It is understood that the purpose of all meetings is to carry out the business of the Mariposa Elementary PTO, and the expression of ideas should not be suppressed by the use of technical rules or be abused by grandstanding, bullying, intimidation or other tactics used for the purpose of personal gain or standing in the Mariposa Elementary PTO.

Section 3. Quorum must be established for any meeting of this organization in order to transact any business or vote on any items.

- a. Ten (10) members shall constitute a quorum for Organization meetings.
- b. Four (4) members shall constitute a quorum for Executive Board meetings.

Section 4. For any meetings of this organization, the privilege of making motions, debating, and voting is limited to paid members of this organization who are present.

Section 5. Voting – Each board member shall have one vote, excluding the President who will vote only in the case of a tie. Only members who have been paid for more than 7 days shall be eligible to vote in a meeting. Children shall not be permitted to vote during meetings.

Section 6. For any meetings of this organization, voting by phone, fax, text, or email, or any other written correspondence, is prohibited.

Section 7. For any meetings of this organization, voting by proxy is prohibited.

Section 8. Abstaining – No member of the board shall be allowed to abstain on a vote unless there is grounds for a conflict of interest that is approved by the President. However, if there is an issue involving a spouse of a Board Member, that Board Member must be excused from the meeting and/or discussion.

Section 9. Secret Ballots – A secret ballot voting system may be implemented if requested by an Board Member. In the event of a secret ballot vote, the President, acting Secretary, and one (1) additional Board Member shall perform the vote count.

Section 10. Members of this organization may participate in and act at any meeting of this organization via *live* teleconferencing (including but not limited to Zoom and FaceTime). These members are included when taking roll call and/or establishing quorum. To ensure that members are not voting by proxy, members participating via teleconference must show their faces via live stream in order to vote, motion, or debate in any meeting.

Section 11. The PTO President and the Principal shall set a monthly date, time, and place for Organization meetings prior to the beginning of the school year.

Section 12. All meetings of the organization shall be held in accordance with the BOUSD School District calendar.

Section 13. Any new business that is presented from the floor will have a three (3) minute time limit. Discussion regarding the new business will then take place at the next meeting to allow for ample time for review.

Section 14. Any non-PTO material to be distributed at any meeting must be approved by the President prior to the meeting.

Section 15. The President has the right to call a special meeting with the Executive Board to discuss items or issues, including but not limited to budget, Executive Board positions, and/or officer removal.

Article V – Ethics and Conduct

- a) The objective of the Board is to conduct and promote the business and activities of the Mariposa Elementary PTO in an ethical manner.
- b) Honesty, justice, and courtesy form a moral philosophy, which associated with a mutual interest among people, constitutes the foundation of ethics.
- c) The Board members shall recognize such a standard, not in passive observance, but as a set of dynamic principles guiding their conduct and way of life. Towards this effort, Board members shall discharge their duties for the overall benefit of the Mariposa Elementary PTO and will do so with the highest degree of integrity and impartiality.
- d) No board member will ever engage in conduct involving dishonesty, fraud, deceit, misinterpretation, discrimination, intimidation tactics, or any other activity that would discredit the Mariposa Elementary PTO or bring undue duress to any volunteer or member of the Mariposa Elementary PTO.
- e) The Mariposa Elementary PTO, in conjunction with the School District, will enforce any BOUSD's or City of Brea ordinance and or regulations at all Mariposa Elementary PTO functions.

Section 1. Board Members and Meetings

- a) All Board meetings will be conducted in a civil and courteous manner.
- b) A decision having been reached by a majority vote of the board will be adhered to and actively supported by all its members whether all members agree with the decision or not.
- c) All board members must adhere to a strict understanding of confidentiality and refrain from discussing board issues outside of board meetings.
- d) All board members will sign a Cod of Conduct prior to serving on the board. Failure to abide to the code of conduct will face disciplinary actions from the board. No member may serve on the board without agreeing to the Code of Conduct.
- e) Use of bullying or intimidation tactics will not be tolerated and will result in disciplinary action.
- f) Violation of any of the above will be grounds for impeachment from office by the majority vote of the remaining board members.

Section 2. Board Disciplinary Procedures

Anyone who wishes to file a complaint against the conduct of the board or any individual board member shall adhere to the following procedures:

- 1. The complainant must address the complaint in writing to the President or Vice President. The President or Vice President shall try to resolve the issue directly with the parties involved.
- 2. If a resolution cannot be reached, then the President will assemble an Ethics Committee of impartial adult members. The committee will investigate and present to the board the facts of the issue of concern and any recommendations for the board.
- 3. The Board will discuss the recommendation from the Ethics Committee and decide whether the complaint warrants any disciplinary action. If disciplinary action is deemed necessary, the following will be considered appropriate consequences:
 - a. 1st offenses a verbal warning
 - b. 2nd offenses a written warning
 - c. 3rd offenses impeachment from the board
 - d. 4th offenses banned from the Mariposa Elementary PTO

- e. The board will apply the appropriate consequences based upon the severity of the offense. Major offenses could result in any of the above consequences being appropriate for the situation.
- f. Any board member may appeal the disciplinary action of the board by providing in writing their appeal within (7) days of receipt of the board's decision. Any disciplinary action will begin after the appeal has been received and discussed by the board and has been communicated to the accused.

When a meeting is held for the election of directors, any member present at the meeting in person or by proxy may place names in nomination.

The board shall formulate procedures that allow a reasonable opportunity for a nominee to communicate to members the nominee's qualifications and the reasons for the nominee's candidacy, a reasonable opportunity for the nominee to solicit votes, and a reasonable opportunity for all members to choose among the nominees.

If more people have been nominated for director than can be elected, no corporate funds may be expended to support a nominee without the board's authorization.

Directors and Officer/Directors shall be elected on odd or even years or on every year as set forth below, and a total of seven directors shall be elected. However, if directors are not elected at an annual meeting, they may be elected at any special members' meeting held for that purpose or by written ballot. Each director, including a director elected to fill a vacancy or elected at a special members' meeting or by written ballot, shall hold office until expiration of the term for which elected and until a successor is elected and qualified.

A vacancy or vacancies on the board of directors shall occur in the event of (a) the death, removal, or resignation of any director (b) the declaration by resolution of the board of a vacancy in the office of a director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgement of any court to have breached a duty under California Nonprofit Public Benefit Association Law, Chapter 2, Article 3; (c) the vote of the members or, if the Organization has fewer than 50 members, the vote of a majority of all members, to remove the director(s); (d) the increase of the authorized number of directors; or (e) the failure of the members, at any meeting of members at which any director or directors are to be elected, to elect the number of directors required to be elected at such meeting.

Except as provided below, any director may resign by giving written notice to the chairman of the board, if any, or to the president or the secretary of the board. The resignation shall be effective when the notice is given unless specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the board may elect a successor to take office as of the date when the resignation becomes effective.

Any director who does not attend three board meetings maybe removed from the board without further notice unless

- (a) The director requests a leave of absence for a limited period of time, and the leave is approved by the directors at a regular or special meeting (if such leave is granted, the number of board members will be reduced by one in determining whether a quorum is or is not present).
- (b) The director suffers from an illness or disability that prevents him or her from attending meetings and the board by resolution waives the removal; or

(c) The board by resolution of the majority of board members must agree to the director's continued service.

Except for a vacancy created by the removal of a director by the members, vacancies on the board may be filled by approval of the board or, if the number of directors then in office is less than a quorum, by (1) the unanimous written consent of the directors then in office, (2) the affirmative vote of a majority of the directors then in office at a meeting held according to notice or waivers of notice complying with the Organizations Code (3) a sole remaining director. The members may fill any vacancy not filled by the directors.

Any reduction of the authorized number of directors shall not result in any director's being removed before his or her term of office expires.

Article VI – Officers

Section 1.

The officers of this organization must be paid members of Mariposa Elementary PTO. The duties of each officer shall be specified below, except that the Board shall have the authority to adjust the duties of the director positions as needed for the best interest of the Organization.

Section 2.

The officers of the organization shall be:

*President

1st Vice President – Public Relations

2nd Vice President – Ways and Means (Fundraising)

3rd Vice President – Memberships

*Secretary

*Treasurer

Auditor (Not part of executive board)

Parliamentarian (Not part of executive board)

Section 3. The officers shall be elected annually at the **April** Organization meeting; however, officers are encouraged to serve two years in the same position, subject to their re-election.

Section 4. Each officer must be a member in good standing (refer to Article XI) of the organization.

Section 5. All officers are eligible for a shared two-person position.

Section 6. Depending on the needs and number of volunteers available, additional officers may be added or removed for the current fiscal year. (refer to Addendum D)

**President, Secretary, and Treasurer positions are mandatory.*

Article VII – Regulations of School District

Mariposa Elementary PTO membership shall comply with the rules and regulations of the Brea Olinda Unified School District

Article VIII – Mariposa Elementary PTO Policies & Procedures

Section 1. The Mariposa Elementary PTO Policies and Procedures shall set the plan of operations for the Mariposa Elementary PTO for the next year. These policies and procedures shall be reviewed by the Board of Directors as its August meeting. The Board of Directors may amend the Mariposa Elementary PTO Policies and Procedures by a majority vote at any duly noticed board of directors meeting.

Section 2. The name of the organization and/or the names of any members in their official capacities shall not be used in connection with a commercial or partisan interest.

Section 3. The organization is and shall remain nonpartisan and noncommercial.

Section 4. A donation deemed acceptable by the Executive Board may be acknowledged and such action will not be construed to endorse or advertise any product, entity, or person.

Section 5. The organization will cooperate to support the improvement of education and schools in ways that will not interfere with the administration of the school and will not seek to control the school's policies or curriculum.

Section 6. Any and all donations made to the Mariposa Elementary PTO shall be used in their entirety to directly benefit the students, staff, and parents of Mariposa Elementary School.

Section 6. Financial support of any other non-profit organization or outside facility with funds raised at Mariposa Elementary School is strictly prohibited.

Section 7. Reconciliatory disbursements (such as gift cards) that are rendered due to Mariposa Elementary School purchases must become property of Mariposa Elementary PTO and used for the benefit of students, staff and parents of Mariposa Elementary School.

Section 8. PTO-sponsored services for instruction and events held on school property must be contracted with BOUSD, not PTO. A Contractor Packet must be completed. (For procedures, see Addendum B.)

Section 9. PTO money is never to be counted in isolation. Money is never to be taken off school property, except for cash needed for offsite events or when the Treasurer makes deposits.

Section 10. All PTO activities must have the advanced approval of the PTO President(s) and school Principal.

Section 11. Mariposa Elementary PTO shall be inclusive and equitable.

Section 12. No part of the net earnings of this organization shall benefit nor be distributed to its members, directors, officers, outside entities, or other private persons except for the authorized payments as agreed upon in the approved budget and/or approved by the Executive Board for services rendered for and/or on behalf of this organization.

Section 13. No part of PTO-related funds or property are to be used for personal use by any member or officer.

Section 14. To receive an advance for an approved expense, a **Request for Advance** form must be completed, approved by the President, Secretary, and Treasurer of this organization. A **Request for Reimbursement or Payment** form must be filed within 30 days of the advance being received by the requestor. All receipts must be attached to the expense statement. If an advance greater than the expense is received, a refund of the difference must accompany the expense statement. If expenses exceed the amount of the advance but the total does not exceed the approved amount, reimbursement of the difference can be made. If the total exceeds the approved amount, the excess amount must be approved by the Executive Board and ratified by the organization before the additional amount can be reimbursed. Cash advances are strictly prohibited with the exception of petty cash and shall not exceed \$300 (three hundred dollars).

Section 15. A **Request for Reimbursement or Payment** form must be filled out and approved/signed by the President and Treasurer prior to any disbursements made by this organization, including but not limited to debit card purchases, checks, and bill pay services. The Secretary of this organization shall review and sign all **Request for Reimbursement or Payment** forms at Organization meetings. This ensures that three (3) officers approve of any and all disbursements of funds of this organization.

Section 16. The Executive Board of this organization is authorized to pay bills for budgeted expenditures and other unbudgeted bills or expenditures of this organization. Ratification for payment of any expenditures must occur at the next Organization meeting and must be recorded in the Organization minutes.

Section 17. At the end of a term, each officer and chairperson shall be responsible for keeping a procedure book and/or digital records to pass on to the incoming officer or chairperson.

Section 18. Forward copies of the adopted budget to the Brea PTO Council.

Section 19. Be responsible for keeping such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of this organization.

Section 20. Be responsible for audits of the financial records of this organization, which shall be conducted mid-year and at the end of the fiscal year (or quarterly). A financial audit must also be performed at the resignation of the Treasurer.

Section 21. No part of PTO-related funds shall be used for purchasing alcohol for members and/or volunteers. This includes, but is not limited to, alcoholic beverages at installation dinners and executive board team-building events. Alcohol is allowed to be purchased at such events with *personal funds* if it is in accordance with local laws, BOUSD policies, and rules/regulations of the event site.

Section 22. Alcohol can be purchased with PTO-funds for guests at PTO fundraising events including but not limited to a gala or casino night, if it is in accordance with local laws, BOUSD policies, and rules/regulations of the event site.

Section 23. All disbursements of the organization must have prior written approval by two (2) authorized signers on a Request for Reimbursement form. The default payment form for reimbursement requests will be via PTO bank bill pay services. Any checks written by hand must be signed by two (2) authorized signers. **Authorized signers of this organization are the current President, Treasurer, and 1st Vice President.**

Article IX – Duties of the Officers

The duties of each office shall be as specified below, except that the Board shall have the authority to adjust the duties of the director positions as needed for the best interests of the Mariposa Elementary PTO.

Section 1. PRESIDENT

It shall be the duty of the President to preside at meetings of the Board and General Membership and to act as a spokesperson overseeing all Board member duties. The President shall be responsible for signing all Mariposa Elementary PTO documents, unless he/she has delegated the duties to a fellow board member. He/She shall act as the liaison between the board and the community.

Voting: The President shall vote only in case of a tie.

Reelection: This position shall be up for reelection every year.

Section 2. 1st VICE PRESEIDENT – PUBLIC RELATIONS:

It shall be the duty of the Vice President to preside at meetings of the Board and General Membership in the absence of the President, and during such absence he or she will carry out the other responsibilities for the president's office. The Vice President shall be responsible for public relations.

- a. Act as President in the absence of the President and the Parliamentarian.
- b. Be responsible for obtaining and assigning volunteer help as requested by the organization and school staff.
- c. Contact PTO President, Principal and Teachers/staff in early September to determine volunteer needs.
- d. Prepare an on-line "Volunteer Sign Up" form to be distributed through principal's newsletter and social media. Coordinate volunteer training when needed.
- e. Maintain communication with school staff regarding volunteer requirements throughout the school year.

Voting: The Vice President holds a voting position

Reelection: This position shall be up for reelection every year.

Section 3. 2nd VICE PRESIDENT – WAYS & MEANS (Fundraising):

- a. Act as President in absence of the President, Parliamentarian, and 1st Vice President.
- b. Be responsible for all Ways and Means (Fundraising) projects upon approval from the Executive Board.
- c. Assist in determining fundraising goal prior to the initial budget meeting conducted before the beginning of the school year.
- d. Plan and organize the annual school-wide fundraiser(s).
- e. Correspond on behalf of the PTO for thank you notes for all fundraiser business sponsors.
- f. For each event:
 - Consult with Principal and President(s) regarding event dates.
 - Create, distribute flyer, and maintain an online fundraising platform.

Reelection: this position shall be up for reelection every year.

Section 4. 3rd VICE PRESIDENT – MEMBERSHIP:

- a. Act as the President in the absence of the President(s), Parliamentarian, 1st Vice President, and 2nd Vice President.
- b. Be responsible for all membership dues collection, creating and maintaining the membership list, and running the membership drive.

- c. Create a spreadsheet of membership checks/cash for Treasurer.
- d. Confer with Treasurer on deposit of membership dues.

Reelection: this position shall be up for reelection every year.

Section 5. SECRETARY:

The Secretary is responsible for recording the minutes of monthly Board and General Membership meetings, notifying board members of meeting, and for preparing and distributing minutes at the next scheduled board meeting. He/She shall keep a record of board member attendance, and prepare the ballots for voting. The Secretary is responsible for:

- a. Keep a complete record of the proceedings of all meetings of the Organization and the Executive Board, including a roster of PTO meeting attendees.
- b. Type minutes of each meeting and forward to the President for review within seven (7) days after the meeting
- c. Send out monthly meeting minutes to all members at least seven (7) days prior to the next meeting.
- d. Correspond on behalf of the PTO as necessary, including thank you notes for all invited speakers.
- e. Maintain records of hours served by all members.

Voting: The Secretary holds a voting position

Reelection: This position shall be up for reelection every year.

Section 6. TREASURER:

The treasurer shall provide the Board with a preliminary budget that may be used as a guide for final approval after necessary changes are made by the board. He/She shall maintain the Mariposa Elementary PTO funds and keep accurate records. He/She shall be responsible for the disbursement of Mariposa Elementary PTO funds and shall provide actual account statements, and an itemized statement containing all monthly expenditures at each monthly board meeting and at the expiration of his/her term in office to the Mariposa Elementary PTO accountant. All Mariposa Elementary PTO funds shall be protected by two party signature accounts. All checks require the signature of two authorized board members.

- a. Keep accurate accounts of receipts and disbursements and report them at each meeting.
- b. Issue all checks from organization funds as authorized by the elected Executive Board.
- c. Co-sign all checks with the President. All checks must have two signatures. If the president and/or treasurer is serving as a co, then one from each Executive Board position must sign (ex: one president/one treasurer.)
- d. Prepare the Fiscal budget with the President, the Principal, and the Executive Board. Fiscal budget shall be approved by the members at the August Organization Meeting.
- e. Prepare the monthly budget using input from the President, the Principal, and the Executive Board. The Executive Board shall first approve any expenditure not covered in the budget and any line item budget overage.
- f. Complete annually, by November 15, the California state, Charitable Trust (State Attorney General), and Federal tax forms prepared by designated PTO CPA/accountant in regard to this organizations tax-exempt status.
- g. Update **PTO Reimbursement, Deposit, and Debit Card Policies and Procedures** (refer to Addendum C) through discussions with the President and approval from the Executive Board. Stay in compliance with the **PTO Reimbursement, Deposit, and Debit Card Policies and Procedures**.
- h. Distribute and discuss PTO Budget and **PTO Reimbursement, Deposit, and Debit Card Policies and Procedures** at first PTO Meeting of the year.
- i. Provide cash box and/or change for PTO functions as needed.
- j. Prepare books for the Auditor every six (6) months for bi-annual audit reports.

- k. Review the PTO monthly bank statement in conjunction with the Auditor to ensure compliance with our insurance.
- l. Maintain a log of which Officer has the debit card at any given time.

Voting: The Treasurer holds a voting position

Reelection: This position shall be up for reelection every year

Section 7. The Auditor shall:

- a. Audit the books of the organization quarterly during the fiscal year, or upon resignation of the Treasurer, or any time deemed necessary.
- b. Present a report to the Executive Board after each audit.
- c. Accomplish random audits to ensure appropriate accounting practices are maintained.
- d. Review the PTO monthly bank statement in conjunction with the Treasurer to ensure compliance with our insurance.

Section 8. The Parliamentarian shall:

- a. Act as President in the absence of the President.
- b. Attend all meetings of the organization.
- c. Give necessary advice in parliamentary procedure.
- d. Call the first meeting of the Nominating Committee to give instruction on procedures.
- e. Ensure all officers have a copy of the bylaws of the organization.
- f. Enforce the bylaws of Mariposa Elementary PTO.
- g. Confer with the PTO President(s) when amending PTO bylaws, which are to be approved by the Executive Board, posted for seven (7) days, and then presented at an Organization meeting for final vote.
- h. Coordinate an annual PTO Meet & Greet no later than February, prior to presenting the PTO slate for the April elections.
- i. Track years of service of position holders in the PTO through review of rosters; to keep record of positions that should become open during the election process.
- j. Ensure that the PTO slate for the April elections is posted at least seven (7) days prior to the April Organization Meeting.

Section 9. When an officer fails to attend three (3) meetings without notice to the President or Executive Board, the PTO may declare his/her office vacant.

Article X. The Executive Board and Committee Chairpersons

Section 1. The members of the Executive Board, all of whom must be paid members of this organization, shall consist of:

- a. Elected officers.
- b. The principal or his/her delegated representative.

Section 2. Any Executive Board position(s) held by two persons are entitled to one vote. If both parties cannot agree on a vote, they will be required to abstain from voting.

Section 3. Conflict of Interest Policy and Integrity Contract

All elected officers and chairpersons of each standing committee must sign a Conflict of Interest Policy (refer to Addendum A) and Integrity Contract (refer to Addendum E) at the Installation Meeting, prior to serving on the PTO.

Section 4. Standing Committees

- a. There shall be such standing committees created by the Executive Board as may be required to carry on the work of the organization.
- b. Committees shall be created by the President and must be approved by a vote of the Executive Board.
- c. The President shall appoint a chairperson for each standing committee, approved by vote of the Executive Board.
- d. The standing committee chairperson term is for the remainder of the fiscal year. No chairperson shall be eligible to be appointed to the same committee position for more than two (2) consecutive terms, unless no other member expresses interest in that committee position.

Article XI – Elections

Section 1. The Nominating Committee:

- A. Shall consist of five (5) members, at least one (1) of whom shall be a school staff member. Two (2) of the members must not have served on the committee in the prior year.
- B. Shall be appointed by the President, subject to approval by the elected Executive Board, prior to the **February** Organization meeting.
- C. Shall submit one (1) or more names for each officer of the organization, first to the Executive Board, and then to the Organization at the **April** Organization Meeting.
- D. Shall post the slate of officers for at least seven (7) days prior to the **April** Meeting.
- E. Shall be paid members of this organization.

Section 2. Nominations for officers will be accepted via email, phone, or text, and may be taken from the floor at the **April** Organization Meeting. The election will be decided by ballot of those present if more than one (1) candidate is seeking any officer position.

Section 3. Nominees for the offices of President, Treasurer, Auditor, or any elected officer authorized to sign checks, shall not be related by blood or marriage, or reside in the same household.

Section 4. Only those persons who are eligible and have signified their consent to serve in the position for which they are being nominated shall be nominated.

Section 5. At the time of elections, if a current officer or committee chairperson has served a position for two consecutive years, that person shall be encouraged to vacate that position, however, shall not be prohibited from being considered for any open PTO positions.

Section 6. Elections will be held annually at the **April** Organization Meeting and officers will assume their new responsibilities on July 1.

Section 7. Vacancies in the Executive Board shall be filled by Presidential appointment with the advice and election by the Executive Board. If vacancy occurs in office of President, the 1st Vice President shall appoint a new President with the advice and election by the Executive Board.

Section 8. To be eligible for the role of President or Treasurer of this organization, nominees must have served a minimum of one (1) fiscal year as an officer of this organization. Individuals who have not currently or previously served as an officer of this organization may only be eligible for nomination for President or Treasurer if approved by majority vote by current Executive Board of this organization.

Article XII – Bylaws and Amendments

Section 1. Proposed changes in bylaws will be written and approved by majority vote of the Executive Board prior to presenting them to the Organization.

Section 2. Bylaws may be finalized, changed, or rescinded by a two-thirds vote at any Organization Meeting if the proposed amendments have been made available to the Organization at least seven (7) days in advance.

Section 3. Bylaws shall be reviewed annually and updated at least every two (2) years.

Article XIII – Rules of Order and Fiscal Year

Section 1. Dismissal Procedures.

In the event of a disruptive member or a member who does not follow the bylaws, the President (or 1st Vice President and Parliamentarian, if the issues lie with the President) and the Principal, will outline the concerns and inform the person through a verbal warning. Corrective steps will be given in order to avoid further issues with the productivity of the organization. This will be the only conversation that will occur.

If bylaws are then still not followed and/or disruption continues to occur, the Executive Board may remove the Officer or Committee member for cause by two-thirds (2/3) vote at any regular or special meeting of the Executive Board. Written documentation will be given to the removed member.

Automatic removal will occur for any egregious or criminal act.

Section 2. All officers, chairpersons, and members shall perform duties and hold meetings in accordance with the current edition of “Robert’s Rules of Order Newly Revised” in all cases in which they are applicable and do not conflict with approved bylaws.

Section 3. The rules contained in the current edition of “Robert’s Rules of Order Newly Revised” shall govern this organization in all cases in which they are applicable and do not conflict with approved bylaws.

Section 4. The fiscal year of this organization shall begin July 1 and end June 30.

Article XIV – Limitation of Organization

Section 1. The organization is a nonprofit public benefit organization and is not organized for the private gain of any person.

Section 2. No substantial part of the activities of this organization shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the organization shall not participate or intervene in any

political campaign (including the publishing or distribution of statements) on behalf of any candidate for Public Office.

Section 3. The property of the organization is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or private person.

Section 4. Upon dissolution or winding up of the organization, its assets remaining after the payment or provisions for payment of all debts and liabilities of this organization shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under IRS Section 501(c) (3).

Article XV – Brea PTO Council

Section 1. The primary purpose of the Brea PTO Council (hereinafter “the Council”) is to promote the highest quality of education for all children in BOUSD public schools and advance the welfare of the education system by acting as a common advocate for all Brea PTO units and facilitate meaningful communication between all Brea PTO units, school and district administrations, board of education, students, and all other appropriate groups.

Section 2. Mariposa Elementary PTO shall be represented by the President, or alternate officer, in meetings of the Council.

Section 3. The bylaws of Mariposa Elementary PTO and any future revisions shall be submitted to the Council. The purpose for doing so is for record keeping only. The Council cannot make revisions or changes to the bylaws of this organization.

Section 4. The Council has no authority or control over any Brea PTO unit. The Council has no authority or control over any Brea PTO unit. The Council has no shared liability with any Brea PTO unit for any positive or negative repercussions, nor is the Council responsible for any of the legal consequences of any Brea PTO unit.

Section 5. The Council receives dues from each Brea PTO unit to cover the costs of operating as a nonprofit organization. The annual taxes and insurance costs for the Council shall be split evenly between all Brea PTO units (Laurel, Olinda, Mariposa, Country Hills, Falcon, Arovista, and Brea Junior High School). This cost shall be included on each Brea PTO unit budget as a separate line item for Brea PTO Council. Other dues or fees may be collected by the PTO units for science fair, art program, teacher contests, or other such events, if the PTO unit participates in that particular event.

Section 6. In the event of discourse amongst officers at Mariposa Elementary PTO, the Council can help mediate discussions and meetings in order to resolve conflict. This is not mandatory, rather it is an option when support and/or outside help is requested by a Brea PTO unit.

Section 7. The Council is responsible for organizing BOUSD district events to promote community enrichment and/or student involvement. These are not mandatory events. These Council events are optional for each school if they'd like to participate.

(Addendum A)

Conflict of Interest

Section 1. Purpose

The purpose of the Conflict of Interest policy is to protect this tax-exempt organization's (Organization) 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 Executive 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:

- a.** An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b.** A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c.** 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 3, subsection b, a person who has a financial interest may have a conflict of interest only if the appropriate governing Executive 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 Executive Board delegated powers 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 Executive Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Executive Board or committee members shall decide if a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest

- i.** An interested person may make a presentation at the governing Executive 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 Executive 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 Executive 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 Executive 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.

d. Violations of the Conflicts of Interest Policy

- i.** If the governing Executive 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 Executive 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.

Section 4. Records of Proceedings

The minutes of the governing Executive Board and all committees with Executive 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 Executive Board 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 Executive 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 Executive 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 Executive Board delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and

d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews

To ensure 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, 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 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 in an excess benefit transaction.

Section 8. Use of Outside Experts

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

(Addendum B)

PTO-Sponsored Services for Instruction and Events Held on School Property

Section 1. PTO-Sponsored Instruction and Events Held on School Property

When PTO sponsors instruction and events to be on school property, BOUSD must sign the contract (not PTO) and a Contractor Packet must be completed. The process is as follows:

- a. The appropriate Executive Board member or Committee member gets a written quote for the service or event.
- b. The quote, along with the name, address and phone number of the vendor must be given to the principal's administrative assistant **at least 45 days prior** to the event or deposit due date.
- c. The principal's administrative assistant completes the Contractor Packet.
- d. PTO writes a check to BOUSD for the cost of the event or services. The principal's administrative assistant sends the check and the completed Contractor Packet to BOUSD **at least 30 days prior** to the event or deposit due date.
- e. BOUSD signs the contract and pays the vendor.

Section 2. PTO-Sponsored Events not Held on School Property

When PTO sponsors events not held on school property, PTO can sign the contract and pay the vendor(s) directly.

(Addendum C)

PTO Reimbursement, Deposit, and Debit Card Policies and Procedures

Purchases and Reimbursements

- Financial forms can be found in the PTO bin in the school office.
- Fill out a Request for Reimbursement form within 30 days of expenditure and attach your receipt or invoice then return it to the treasurer folder in the PTO bin.
- Email or text the Treasurer to let them know there is a form waiting for them in the PTO bin.
- Default payment is via bank bill pay. If this does not work, you will need to make other arrangements with the Treasurer.

Collecting/Depositing Money

- Financial forms can be found in the PTO bin in the school office.
- Fill out a Cash Verification form.
- PTO money is *never* to be counted in isolation. Money is never to be taken off school property, except for petty cash needed for offsite events or when the Treasurer makes deposits.
- Return form and cash/checks to the school office to be placed in the school safe until the Treasurer can collect for bank depositing.
- Email or text the Treasurer to let them know there is a deposit waiting for them in the school safe.

Things to remember:

- Incentives, rebates, etc. for purchasing items are not for individuals to keep. Either deduct the rebate amount and claim the difference or give incentives back to the school for donation.
- Please keep PTO purchases on a separate receipt from things you are purchasing for yourself. It is difficult to calculate taxes, etc. when combining personal and PTO purchases.
- Be sure to stay within your budget. Spending over the allocated amount requires approval from Executive Board.

Debit Card:

(A) The debit card attached to this organization's bank account(s) is to be issued in the name of "Mariposa Elementary PTO" only (hereinafter "the debit card").

(B) The use of the debit card must be solely for Mariposa Elementary PTO purposes. The use of the debit card for non-PTO purposes shall constitute justifiable reason for the confiscation of the debit card, the Officers' removal from their position/office/committee, and possible legal action. Additionally, any non-PTO purchases, along with any fees incurred as a result of misuse of the debit card, will be the sole responsibility of the Officer who misused the debit card.

(C) The debit card shall not be used for any cash advance options or ATM withdrawals. Any petty cash needed for this organization must be made via check in order to have an appropriate paper trail.

(D) Receipts from the debit card purchases shall be submitted when the debit card is returned to the Treasurer, within seven (7) days of the charge, to allow the Treasurer to reconcile against the bank statement and budget line items.

(E) A Request for Reimbursement form must be filled out, approved, and signed prior to any debit card purchases and/or usage.

(F) The debit card shall primarily be in the possession of the President or the Treasurer. In order for any other officer or member of this organization to be in possession of the debit card, they must have permission from the President or Treasurer, and must **sign the debit card log along with the President or Treasurer.**

(G) The Treasurer will maintain the debit card log of which officer has the debit card at any given time. Any charges made during that time will be the responsibility of that Officer.

(H) Online purchases using the debit card shall be made by the President or Treasurer only.

(I) The pin for the debit card will only be known by the Treasurer and the President.

(Addendum D)

Temporary Addition or Removal of Officers

Section 1. Depending on the needs and number of volunteers available, certain officer positions may be removed and/or additional officer positions may be added for the current fiscal year.

Section 2. Adding or removing an officer's position requires a majority vote of the Executive Board.

Section 3. Officer positions added or removed are listed below, along with a brief description of their job responsibilities. This is a running list that will change each fiscal year as needed.

Section 4. The President, Secretary, and Treasurer positions are mandatory each fiscal year and cannot be removed.

Section 5. These added and/or removed officer positions are not permanent/indefinite. They are only for the current fiscal year. To amend the officer positions of this organization indefinitely, revisions must be made to **Article V – Officers** by following the procedures listed under **Article X – Bylaws and Amendments**.

Section 6. For record keeping purposes and liability coverage, do not delete any entries made under this section. Add to this section as needed but do not remove anything from this section, even for previous years.

Section 7. You cannot remove an officer position or chairperson position for personal reasons/motives.

2023-2024 Fiscal Year *Added* Officer Positions:

- *Historian – keeps track of volunteer hours*
- *Add any other positions that were voted in from the current PTA executive board that are not listed in the officer section of these bylaws.*

2023-2024 Fiscal Year *Removed* Officer Positions:

Insert any positions here

2024-2025 Fiscal Year *Added* Officer Positions:

Insert any positions here

2024-2025 Fiscal Year *Removed* Officer Positions:

Insert any positions here

(continue adding as needed)

(Addendum E)

Integrity Contract

Section 1. The purpose of the Integrity Contract is to protect this organization from fraud and to emphasize the purpose and limitations of this organization and its members. This contract is intended to supplement, but not replace, any bylaws of this organization and/or state and federal laws applicable to nonprofit and charitable organizations.

Section 2. This organization shall be inclusive and equitable.

Section 3. No part of the net earnings of this organization shall benefit nor be distributed to its members, directors, officers, outside entities, or other private persons except for the authorized payments as agreed upon in the approved budget and/or approved by the Executive Board for services rendered for and/or on behalf of this organization.

Section 4. **No part of PTO-related funds or property are to be used for personal use by any member or officer.** This organization does not provide any member or officer any type of compensation or special privileges. We are volunteers.

Section 5. In order to foster a space where our focus remains on the purposes of this organization, we must remember to operate on our principles, not on personal issues, pride, ego, nor personality incompatibilities.

Section 6. Above all, remember why we are a part of a parent-teacher organization: for the kids! We, as members, hope that every year will be better than the last, regardless of our personal involvement.

Section 7. By signing below, I acknowledge I have read, understand, and agree to the bylaws, including all Addendums, of this organization.

Name (print): _____

Name (sign): _____

Date: _____