

BYLAWS OF THE SEXTON MOUNTAIN PARENT TEACHER CLUB

Article 1. General Purposes

The general purposes of the Sexton Mountain Parent Teacher Club (“PTC”) shall be:

1. To provide educational materials, supplies, and equipment for the education of children attending Sexton Mountain Elementary School in Beaverton, Oregon; and
2. To supply parental and educational support and to enhance school spirit by sponsoring extracurricular activities; and
3. To serve the Sexton Mountain Elementary School community through the organized efforts of its parents, students, teachers, staff, and friends;

in each case to the extent permitted by the PTC’s Articles of Incorporation.

Article 2. Policies

Section 2.1

The programs of the PTC shall be educational, fundraising, or social, and shall be developed through conferences, committees and/or projects.

Section 2.2

The PTC shall be noncommercial, nonsectarian and nonpartisan. The name of the PTC and the names of its officers in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any other purpose other than the regular work of the organization.

Section 2.3

The PTC may not seek to direct the administrative activities of the school or to control its policies.

Section 2.4

The PTC may cooperate with other agencies and organizations active in child welfare provided they make no commitments that bind the PTC beyond the current year.

Section 2.5

No part of the activities of the PTC will include electioneering in connection with ballot measures and under no circumstances shall the PTC engage in political activity either for or against any candidate for public office.

Section 2.6

The PTC will adhere to and follow all rules and regulations placed upon it by the Beaverton School District and the State of Oregon.

Article 3. Membership

Section 3.1

Membership of the PTC shall be open to parents, teachers, and staff of Sexton Mountain Elementary School and persons interested in the objectives of the organization.

Section 3.2

All members shall be voting members and agree to uphold the bylaws and policies of the organization.

Section 3.3

The membership year shall coincide with the school year.

Article 4. Officers

Section 4.1 Composition

The officers of the PTC shall be the President, First Vice-President(Fundraising), Second Vice-President(Committees), Third Vice-President (Communications), Secretary, and Treasurer. The membership may also elect such other officers and assistant officers and agents, as it may deem necessary to perform such duties as the membership may prescribe.

Section 4.2 Election

The officers shall be elected by a majority vote of the membership present at the meeting of the election. The election of officers will generally occur at the regular meeting of the PTC in May of each year. Such election will occur by secret written ballot unless, by unanimous consent of the membership, the president dispenses with written ballots for such election and does a hand count

Section 4.3 Duties

Officers, with the exception of the Treasurer, shall assume their official duties at the close of the last membership meeting in may and shall serve for a term continuing until the regular meeting of the membership in May of the following year and the election of their successors. The Treasurer shall assume his or her duties on July 1, and shall serve until June 30 of the following year. No elected officer shall serve more than two (2) consecutive terms in the same office.

The **President** shall:

- A. Be the principal executive officer of the PTC and shall, in general, supervise and control its business and affairs;
- B. Prepare and distribute the agenda for, and preside at all meetings of the organization and the Executive Committee;
- C. Be a member ex-officio (non-voting) of all committees except the Nominating and Auditing Committees and when needed to break a tie;
- D. Represent the organization at all regular meetings of the District Parent Group;
- E. Perform other duties as assigned by the Executive Committee.

The **First Vice-President** shall:

- A. Assist the President and perform the duties of the President in his or her absence, or in the event of the President's refusal or inability to act;
- B. Supervise and coordinate all activities of the Fundraising Committees; and
- C. Perform other duties as assigned by the President or the Executive Committee.

The **Second Vice-President** shall:

- A. Supervise and coordinate all activities of the standing committees and ad hoc committees; and
- B. Perform other duties as assigned by the President or the Executive Committee.

The **Third Vice-President** shall:

- A. Supervise and coordinate all activities related to all PTC communications (Newsletter, Tuesday-Newsday, Bulletin-Board, PTC website etc.) and represent PTC at the LSC(Local School Committee) and the Site Council; and
- B. Perform other duties as assigned by the President or the Executive Committee.

The **Secretary** shall:

- A. Keep the minutes and records of all the meetings of the PTC and other official business, including a list of members in attendance.
- B. Have on hand for reference at each meeting a copy of the Bylaws, Articles of Incorporation, Roberts Rules of Order, the agenda prepared for such meeting, the minutes of the previous meetings, and a list of all standing committees, fundraising committees, ad hoc committees and their chairpersons;
- C. Prepare a summary of each PTC meeting for distribution to the membership and for posting on the PTC bulletin board;
- D. Perform other duties as assigned by the President or the Executive Committee;
- E. Keep the minutes for a minimum of 5 years and they shall be open to examination by the membership at all reasonable times; and
- F. Perform the duties of Executive Board Member that sits on the Audit Committee at the end of each fiscal year to audit the Treasurer's books.

The **Treasurer** shall:

- A. Receive all monies of the PTC;
- B. Keep an accurate record of all disbursement requests, receipts, and expenditures;

- C. Pay out funds in accordance with the approved budget as authorized by the Executive Committee, with the provision that all checks must be approved by another member of the executive committee;
- D. Present a financial statement at the Executive Committee Meetings and at membership meetings during the school year and present the unopened bank statements with cancelled checks at the Executive Committee Meetings for review by the Executive Committee;
- E. Ensure that all organization funds are maintained in a bank or savings and loan association insured deposit account as directed by the Executive Committee;
- F. Chair the Budget Committee to create the next school years budget, members of which shall be appointed by the Executive Committee;
- G. Perform other duties as assigned by the President or the Executive Committee;
- H. Maintain financial records dating back a minimum of 7 years and they shall be open to examination by the members at all reasonable times; and
- I. Relinquish the books to the new treasurer after an audit is made as explained under the Audit Committee Section.
- J. Be responsible for maintaining the organization's legal status with the appropriate federal and state authorities.
 1. Be responsible for maintaining the organization's status as a recognized non-profit in the Business Name Registry with the Oregon Secretary of State. To maintain the status, the treasurer must annually file the Business Name Registry Annual Report indicating our registry number of 314539-88 within 30 days of our anniversary date of September 30.
 2. Be responsible for maintaining the organization's status as a recognized non-profit by the Oregon Department of Justice. To maintain the status, the treasurer must annually file the Oregon Department of Justice Annual Report (form CT-12) within 4 months and 15 days after the end of the organization's accounting period (ie, November 15th of each year).
 3. Be responsible for filing the organization's taxes by November 15th of each year as required by federal and state law.

Section 4.5 Executive Committee

The Executive Committee shall consist of the elected officers (President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, Treasurer) of the PTC. The Executive Committee shall transact necessary business in the intervals between Executive Committee and membership meetings and such other business as may be referred to it by the organization. They shall also create standing, fundraising, budget, ad hoc, and nominating committees. The Executive Committee will approve the work plans and receive the final reports of the committees. Special meetings of the Executive Committee may be called by the president or by a majority of the members of the Executive Committee and shall be given three (3) days notice. Decisions of the Executive Committee shall be

carried by a majority vote of the members of the Executive Committee present. All Executive Committee meetings shall be open to the membership of the PTC.

Section 4.6 Vacancy of Office

Any officer may resign at any time by delivering written notice of such resignation to the President or Secretary of the PTC. Provision for removal of officers will require a two-thirds vote of the members present at a regular meeting providing there has been at least notification of the proposed removal to all members of the organization. Upon the resignation, removal, or death of any officer or the creation of the PTC of a new officer position, the PTC may elect an officer to fill such office upon the nomination of any member at either a regular meeting or a special meeting of the PTC or may allow such office to remain vacant until the regular election meeting the following May. If a vacancy occurs in the office of President, the First Vice-President shall be elected to serve until the next election or the office may remain vacant.

Section 4.7 Powers and Responsibilities of Officers

The officers will have sole responsibility for the management of the business of the PTC. In the management and control of the property, business and affairs of the PTC, the officers are vested with all the powers possessed by the PTC itself, so far as this delegation of power is not inconsistent with the Oregon Nonprofit Corporation Act, the Articles of Incorporation, or these Bylaws. Each officer is expected to attend all meetings of the PTC and participate in all discussions and votes.

Article 5. Meetings and Operating Year

Section 5.1 Notice of Meetings

The number, dates, and time of meetings shall be determined by the Executive Committee with agreement from the Principal. The Secretary shall, at least two weeks prior to the annual meetings of elections and budget approval, give written notice of the date, place, and time of the meetings generally provided to members in the newsletters or other publications. Written notice stating the purpose or purposes of a meeting shall be given to members at least 48 hours prior to any regular or special meeting at which the members will be asked to consider approval of any amendments to the PTC's Articles of Incorporation or these Bylaws.

Section 5.2 Conduct of Meetings

Meetings of the PTC's members shall generally be conducted in accordance with Roberts Rules of Order, provided, however, that the President, or in the absence of the President, the presiding officer at the meeting shall have the final decision on all matters of procedure.

Section 5.3 Voting

The PTC members present at the membership meetings shall constitute a quorum. Motions shall be carried by a majority vote of the PTC members present at a membership meeting. Quorum shall consist of no less than seven (7) members in order to vote on matters of business.

Section 5.4 Operating Year

The fiscal year of the organization shall begin on July 1 and end on the succeeding June 30. The administrative year of the organization shall begin on the day of the last membership meeting of the current year and end at the last membership meeting of the succeeding school year.

Section 5.5 Attendance at PTC Meetings

Meetings of the PTC are open to any member who is interested in the activities of the PTC. However, the President or, in the absence of the President, the presiding officer at the PTC meeting, shall have the power to order the removal of any person who is disrupting the orderly conduct of business of the meeting. In addition, the officers shall be entitled to go into executive session to consider any matter that the officers believe to be of a sensitive nature.

Article 6. Committees

Section 6.1 Committees and Appointments

The Executive Committee may designate standing fundraising, budget, nominating, audit, and ad hoc committees which shall have such authority and responsibilities as may be delegated and assigned by the Executive Committee. Each committee shall consist of a chairperson appointed by the appropriate Vice-President, except as otherwise provided herein, and such other persons who are interested in the activities of the PTC and volunteer to become involved in the activities of the committee. Any committee chairperson may resign at any time by delivering written notice of such resignation to the President or Secretary of the PTC. The Executive Committee may remove any committee chairperson from office with or without cause by the vote of a majority of the Executive Officers then in office. A vacancy in any chair of any committee, for whatever reason, may be filled by the Executive Committee for the unexpired term. Committees will be inactive during any period in which the committee does not have a chairperson.

Section 6.2 Limitation of Powers of Committees

No committee shall Have the authority to authorize distributions, approve dissolution, merger or the sale, pledge or transfer of all or substantially all of the PTC's assets, adopt, amend, or repeal the PTC's Articles of Incorporation or Bylaws or take any other action prohibited by the Oregon Nonprofit Corporation Act or contrary to the policies or actions of the members. Each committee chairperson shall be provided with a committee notebook in which they shall file a written report of all activities including a summary of expenses. These notebooks shall be returned to the Vice-President no later than the June meeting of the PTC. Committee chairpersons shall report the PTC on the activities of their committees upon the request of the President, First Vice-President, or the Second Vice-President. The chair of each Standing Committee, or ad hoc committee shall present a work plan to the Executive Committee, and no committee work shall be undertaken with out the approval of the Executive Committee. Unbudgeted or over budget expenditures must be approved by a majority vote of the membership in attendance at a regular PTC meeting.

Section 6.3 Nominating Committee

The Nominating Committee shall consist of at least 3 members with not more than two (2) from the Executive Committee. The Executive Committee shall appoint the Nominating Committee. The chair shall be selected by a majority vote of the Nominating Committee once formed. The Nominating Committee will, prior to the regular meeting of the PTC in May, prepare and submit a list of the names of persons who are willing to serve as officers of the PTC. The Nominating Committee shall select at least one nominee for each office to be filled. The consent of each candidate must be obtained before his or her name is placed in nomination. The names of nominees will be posted on a bulletin board at Sexton Mountain School one (1) week prior to the election. PTC members at the election meeting may make additional nominations from the floor, provided that consent from each candidate has been obtained before their name is placed in nomination. If practical, the nominee for President shall have served on the Executive Committee during the previous year.

Section 6.4 Fundraising Committee

The Fundraising Committees shall plan and coordinate fundraising activities of the PTC. However, no fundraising activity for the benefit of the PTC shall be conducted without the prior approval of the PTC. All Fundraising Committees will report to the First Vice-President and shall consist of a chair

appointed by the Executive Committee and any other persons who are interested in the activities of the PTC and volunteer to become involved in the activities of the Fundraising Committee.

Section 6.5 Audit Committee

An Audit Committee consisting of the PTC Secretary and at least two other persons who are not current Officers shall examine the accounts of the PTC annually. Upon completion of their review, the Audit Committee shall sign a written report to the Executive Committee either stating that they discovered no reason to question any of the transactions on the PTC's accounts, or stating the nature of any questions or concerns which arose during their review.

Section 6.6 Budget Committee

A proposed budget shall be presented annually by the Budget Committee, chaired by the outgoing Treasurer and consisting of all incoming and outgoing Executive Committee Members. They shall meet and review the last year's budget and prepare a proposed budget for the coming year to be available to members at least seven days prior to the June PTC Meeting where the annual budget for the coming year shall be voted on for approval.

Section 6.7 Other Ad Hoc Committees

The Executive Committee may from time to time designate one or more ad hoc committees with such responsibilities as the Board may determine. Each ad hoc committee will have either a specified duration or, if no duration is specified, shall continue indefinitely until it becomes inactive. Each ad hoc committee will consist of a chairperson appointed by the Executive Committee and any other persons selected by the chairperson who are interested in the activities of the PTC and who volunteer to become involved in the activities of that particular ad hoc committee. The chairperson will report to the Second Vice-President.

Article 7. Bylaws

Section 7.1 Changes to Bylaws

These Bylaws may be amended or repealed by the members at any regular meeting or at any special meeting called for that purpose, provided that the notice of any such meeting shall state that the purpose or one of the purposes of such meeting is to consider a proposed amendment to these Bylaws accompanied by a copy or summary of the proposed amendment or state the general nature of the amendment.

Section 7.2 Amendments to Budget

The PTC Budget may be amended by the members at any regular meeting or at any special meeting called for that purpose, provided that written notice of the date, place, and time of the meeting generally provided to members in the newsletters or other publications be given, and a written proposal for any such amendments be presented to the Executive Committee no later than 21 days prior to the next regular meeting. The written notice concerning the budget amendment proposal and its rationale shall be given to the general membership at least 14 days prior to any regular or special meeting at which the members will be asked to consider approval of any amendments to the PTC's current approved budget. Requests for Budget increases made at any regular meeting, will follow this procedure as well, and be voted on at the next regular scheduled meeting.

Article 8. Severability/Dissolution

If any provision of these Bylaws is found, in any action, suit or proceeding, to be invalid or ineffective, the validity and the effect of the remaining provisions shall not be affected. In the event that the PTC is dissolved, all of its assets shall be distributed in accordance with the decisions or plan made by the previous year's Executive Committee and consistent with the provisions in the Article of Incorporation.

These Bylaws were amended and restated by the members of the Sexton Mountain Parent Teacher Club on Oct 4, 2005.

Signed by the Secretary of the PTC _____

Date _____