



Amity Middle School Orange  
Parent-Teacher-Student Organization, Inc.

By-Laws

December 15, 2013

## Table of Contents

Article I: NAME .....	4
Article II: STATEMENT of PURPOSE .....	4
Article III: BASIC POLICIES .....	4
Article IV: MEMBERSHIP and DUES .....	5
Section 1. Definition of Members .....	5
Section 2. Membership Enrollment .....	5
Section 3. Dues .....	5
Article V: DIRECTORS .....	5
Article VI: OFFICERS and ELECTIONS .....	5
Section 1. Officers. ....	5
Section 2. Nominations, Recruitment and Elections. ....	6
Section 3. Eligibility. ....	6
Section 4. Terms of Office.....	6
Section 5. Vacancies. ....	6
Section 6. Resignation. ....	7
Section 7. Removal from Office. ....	7
Section 8. Agents and Attorneys.....	7
Article VII: DUTIES of the OFFICERS.....	7
Section 1. President.....	7
Section 2. Vice President.....	7
Section 3. Secretary. ....	7
Section 4. Treasurer. ....	7
Article VIII: EXECUTIVE BOARD .....	8
Section 1. Definition. ....	8
Section 2. Duties of the Executive Board. ....	8
Section 3. Executive Board Meetings.....	8
Section 4. Quorum. ....	8
Article IX: MEETINGS .....	8
Section 1. Regular Meetings.....	8
Section 2. Annual Meeting. ....	8
Section 3. Special Meetings.....	8
Section 4. Quorum. ....	9
Article X: COMMITTEES .....	9

Section 1. Membership.....	9
Section 2. Standing Committees.....	9
Section 3. Additional Committees.....	9
Article XI: FINANCES.....	9
Section 1. Fiscal Year.....	9
Section 2. Budgets.....	9
Section 3. Depositories.....	9
Section 4. Books, Records and Financial Reports.....	10
Section 5. Approvals.....	10
Article XII: INDEMNIFICATION and LIABILITY.....	10
Section 1. Indemnification.....	10
Section 2. Liability.....	10
Article XIII: CONFLICTS.....	11
Section 1. Purpose and Compliance.....	11
Section 2. Procedures.....	11
Section 3. Parliamentary Authority.....	11
Article XIV: STANDING RULES.....	11
Article XV: DISSOLUTION.....	11
Article XVI: AMENDMENTS and EXCEPTIONS.....	12
Section 1. General Powers.....	12
Section 2. Non-Profit Status Restrictions.....	12
Section 3. Exceptions.....	12
APPENDIX.....	13

## **Article I: NAME**

The name of this Organization is the Amity Middle School Orange Parent-Teacher-Student Organization, Inc. (hereinafter referred to as Amity Middle School Orange PTSSO or AMSO PTSSO). The principle office of the Organization shall be located at Amity Middle School, 100 Ohman Street, Orange, Connecticut.

## **Article II: STATEMENT of PURPOSE**

To foster parent, teacher and student relationships and provide activities for students of Amity Middle School Orange. The purposes include:

- a) To promote the welfare of youth in school, home and community;
- b) To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of youth;
- c) To develop between educators and the general public such united efforts as will secure for all youth the highest advantages in physical, mental, and social education.
- d) To keep within the provisions and requirements of Section 501(c)(3) of Internal Revenue Code of 1986, as amended.

## **Article III: BASIC POLICIES**

The following are basic policies of the Amity Middle School Orange PTSSO:

- a) The Organization shall be noncommercial, nonsectarian, and nonpartisan.
- b) The name of the Organization or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to the promotion of the Statement of Purpose.
- c) The Organization shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or attempt to influence legislation by propaganda or otherwise.
- d) No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its members, Directors, Trustees, Officers, or other private person except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
- e) Notwithstanding any other provision of these articles, the Organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

## **Article IV: MEMBERSHIP and DUES**

### **Section 1. Definition of Members**

Any parent, guardian, or other adult standing in loco parentis for a student at the school may be a member and shall have voting rights. The principal, any teacher, para-professional, therapist, special services provider, or others employed at the school may be a member and have voting rights. Any student may be a member and have voting rights.

Each membership shall be considered to be a family membership and, as such, up to two individual parents, guardians, or other adults standing in loco parentis for a student at the school shall have an individual right to vote. If a student at the school has more than two individual parents, guardians, or other adults standing in loco parentis, an additional membership shall have to be obtained in order to secure more than two votes for said family. For example, if a student has parents who have divorced and remarried, that student has four individuals who may become members of the PTSO. However, in order for each of the four individuals to have four individual votes, two memberships must be established.

### **Section 2. Membership Enrollment**

This PTSO shall conduct an annual enrollment of members but may admit persons to membership at any time. The enrollment shall be made available without regard to race, color, creed, or national origin.

### **Section 3. Dues**

Dues, if any, will be established by the Executive Board. If dues are charged, a member must have paid his or her dues at least 14 calendar days before the meeting to be considered a member in good standing with voting rights. The President is authorized to waive annual dues for any member unable to pay due to financial hardship or other reasonable reason.

## **Article V: DIRECTORS**

The Board of Directors shall have the general management, care and control of the business, property and affairs of the Organization and shall consist of the members elected for the Executive Board subject to Article VI and Article VII.

## **Article VI: OFFICERS and ELECTIONS**

### **Section 1. Officers.**

- a) Each officer shall be a member of this PTSO in good standing.
- b) The elected officers of this PTSO shall consist of a (1) President; (2) Vice President; (3) Secretary; (4) Treasurer.

- c) The school Principal, or his/her designee, shall automatically be the Second Vice President and act as a liaison between the board and the administration, cast tie-breaking votes within the Executive Board only when necessary, and ensure that the board functions consistently with the goals of Amity Middle School Orange.
- d) Officers shall be elected during the May PTSO meeting.
- e) Officers shall assume their duties as soon as following the close of the meeting in May but no later than June 30<sup>th</sup> and shall serve for a term of one (1) year or until their successors are elected.
- f) Two individuals may serve as co-officers for a specified office; however, the co-officers will only have one vote for Executive Board or other officer meetings. Unless one person is voting as an Officer and the other is voting as a Chairperson of a standing committee, the co-officers will each have a vote as a PTSO member for all business voted on by the membership.
- g) All officers shall perform the duties outlined in these by-laws and those assigned from time to time. Upon expiration of term of office or in case of resignation or removal, each Officer shall turn over to highest rank of the Executive Board member, without delay, all records, books and other material pertaining to the office including all funds pertaining to the office.

### **Section 2. Nominations, Recruitment and Elections.**

- a) Nomination forms with instructions shall be distributed during the month of March to all 7<sup>th</sup> grade PTSO Members and must be returned at least seven days before the April PTSO meeting, date of which should be indicated on the form (Appendix ref.)
- b) Recruitment forms with instructions shall be distributed during the month of March to all 6<sup>th</sup> grade parents of Elementary Schools of Orange and must be returned at least seven days before the April PTSO meeting, date of which should be indicated on the form (Appendix ref.)
- c) Elections shall be held during the May PTSO meeting.

### **Section 3. Eligibility.**

Members are eligible for a position on the Executive Board if they are in good standing at the time of their nomination.

- i. To ensure continuity of the PTSO's best interest, it is by the standing rule of these by-laws that the PTSO President shall be the parent of an 8<sup>th</sup> grade student. The President shall be expected to have already served in the capacity of Vice President the previous year (the year the student was in 7<sup>th</sup> grade in Amity Middle School Orange)
- ii. To ensure continuity of the PTSO's best interest, it is by the standing rule of these by-laws that for the office of Vice President a parent of an incoming 7<sup>th</sup> grade student should be considered first or appointed by new President if no nominations are received. The Vice President understands and agrees that their term on the Executive Board extends for two years: as Vice President first year and as President second year.

### **Section 4. Terms of Office.**

Officers shall assume their official duties no later than July 1<sup>st</sup> in the year in which they are elected and shall serve for a term of one year or until their successors are elected.

### **Section 5. Vacancies.**

If there is a vacancy in the office of president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be appointed by the new President. If

there is a vacancy in any other office, a PTSO member in good standing and present will fill the vacancy through an election at the next regular meeting.

#### **Section 6. Resignation.**

Any officer of PTSO may resign at any time by giving written notice to the Organization and to the Secretary of the Organization. Such resignation shall take effect at the time specified therein; and, unless otherwise specified in such resignation, the acceptance of such resignation shall not be necessary to make it effective.

#### **Section 7. Removal from Office.**

Officers may be removed, 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 8. Agents and Attorneys.**

The Executive Board may appoint such agents and attorneys, with such powers, and to perform such acts and duties on behalf of the Organization, as the Executive Board may determine.

### **Article VII: DUTIES of the OFFICERS**

#### **Section 1. President.**

The President shall preside over meetings of the organization and Executive Board, serves as the primary contact for the principal, represent the organization at meetings outside the organization, serve as an ex officio member of all committees except the nominating committee, and coordinate the work of all the officers and committees so that the purpose of the organization is served.

#### **Section 2. Vice President.**

The Vice President shall assist the president and carry out the president's duties in his or her absence or inability to serve.

#### **Section 3. Secretary.**

The Secretary shall keep all records of the organization, take and record minutes, prepare the agenda at the direction of the President and consult with other Executive Board Members, handle the correspondence and cause notices of meetings to be sent to the membership. The secretary also keeps a copy of the minutes book, by-laws, rules, membership list, and any other necessary supplies, and brings them to meetings.

#### **Section 4. Treasurer.**

The Treasurer shall receive all funds of the organization, keep an accurate record of the receipts and expenditures, and pay out funds in accordance with the approval of the Executive Board. He or she will present a financial statement at every meeting and at other times of the year when requested by the Executive Board, and make a full report at the end of the year. He/she will also be

responsible to coordinate the completion and filing of the annual tax return for the PTSO. The annual return is due to the Internal Revenue Service by November 15 of each calendar year. It is Treasurer's responsibility to pay annual fee to the Secretary of the State on the anniversary date of the Articles of the Incorporated.

## **Article VIII: EXECUTIVE BOARD**

**Section 1. Definition.** The Executive Board shall consist of the officers and principal.

### **Section 2. Duties of the Executive Board.**

The duties of the Executive Board shall be:

- a) To transact necessary business between meetings in preparation for the general meeting;
- b) To create standing rules and policies for review/adoption by the general membership;
- c) To create standing and temporary committees;
- d) To approve the plans of work of the standing committees;
- e) To present a report at the regular organization meetings
- f) To prepare and submit a budget to the membership for adoption and approval;
- g) To approve routine bills within the limits of the budget
- h) To prepare reports and recommendations to the membership.

### **Section 3. Executive Board Meetings.**

Executive Board meetings shall be held on an as needed basis called by any officer of the Executive Board with at least 24 hours notice.

**Section 4. Quorum.** Half the number of board members plus one constitutes a quorum.

## **Article IX: MEETINGS**

### **Section 1. Regular Meetings.**

Regular meeting of the Organization shall be held once a month during the school year at a time and place determined by the Executive Board unless otherwise noted. These dates should be established in June for the following year and provided to the Amity Middle School Orange administration. If a change of date is necessary, at least seven days notice shall be given.

### **Section 2. Annual Meeting.**

The annual meeting shall be held in place of the May regular meeting. The annual meeting is for electing officers and finalizing pending business;

### **Section 3. Special Meetings.**

Special meetings of the organization may be called by the President or by a majority of the Executive Board; at least seven days notice shall be given.



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

## **Article X: COMMITTEES**

### **Section 1. Membership.**

Committees may consist of members and board members with the President acting as an ex officio member of all committees as well as any parent, guardian, or other adult standing in loco parentis for a student at the school. Only members of the Amity Middle School Orange PTSO shall serve as a Committee Chair. Only members of the Amity Middle School Orange Community<sup>1</sup> shall serve on any committee as a member or volunteer.

### **Section 2. Standing Committees.**

The Executive Board may create such standing committees as deemed necessary and approved by the overall membership to promote the benefit to the Amity Middle School Orange, its students and carry on the work of the Organization. The term of each chairperson shall be one year or until the conclusion and final accounting of the event/program. The following committees shall be held by the organization: Fundraising, Hospitality, Membership, Sportswear, School Events.

### **Section 3. Additional Committees.**

The Board may appoint additional committees or subcommittees to standing committees as needed.

## **Article XI: FINANCES**

**Section 1. Fiscal Year.** The fiscal year shall be from July 1 to June 30.

### **Section 2. Budgets.**

A tentative budget shall be drafted by the Executive Board in August and submitted to the general membership for approval during the September meeting and approved by a majority vote of the members present.

### **Section 3. Depositories.**

All funds of the Organization shall be deposited to the credit of the Organization in such banks or depositories under such terms and conditions as may be determined by the Executive Board. Any

---

<sup>1</sup> Members of the Amity Middle School Orange Community include the individuals with a direct contact to an Amity Middle School Orange student, employee, or member of the administration (hereinafter “AMSO individuals”). By way of example, this includes members of the AMSO individual’s immediate and extended family and members of the public who have demonstrated an ability to assist and volunteer within the AMSO Community in a positive and productive manner.

Committee Chair person shall tabulate, prepare the AMSO PTSO Deposit Form (Appendix ref.) and hand over all the collected money (cash, checks or money orders) to the Treasurer no later than three weeks (21 calendar days) from the beginning of the given fundraiser. If the fundraiser runs longer than three weeks multiple deposits are expected, using named above form each time.

#### **Section 4. Books, Records and Financial Reports.**

The Organization shall maintain correct and complete records of all financial transactions according to generally accepted accounting principles and shall keep minutes of the meetings of the members and the Executive Board. At least once a year, the Organization shall prepare a balance sheet presenting the financial condition and a statement of receipts and disbursements of the Organization as of the last day of the fiscal year (June 30). Such financial statements shall be kept at the principle office of the Organization.

#### **Section 5. Approvals.**

- a) The board shall approve all expenses of the organization and a report setting forth each expense and reimbursement request approved shall be presented to the Executive Board prior to each PTSO meeting.
- b) Approval of any expenses in excess of the aggregate budget for any one event shall be approved by the Executive Board by electronic mail vote after notice is given by the treasurer.
- c) Each Committee Chair shall be informed of the approved budget amount for their designated event along with a set of the PTSO guidelines for handling finances, reimbursement request form, and the event report.
- d) Authorized signers shall be the President and Treasurer.
- e) All contracts must be presented to the Executive Board at which time they will be voted upon. Approved contracts can only be signed by the PTSO President.

## **Article XII: INDEMNIFICATION and LIABILITY**

#### **Section 1. Indemnification**

The PTSO shall indemnify members to the fullest extent allowed upon determination that indemnification is proper under the circumstances insofar as all applicable standards of conduct have been complied with including but not limited to the PTSO By-Laws, the rules and/or regulations of the Amity Board of Education, and governing state and/or federal law. Indemnification provided by this provision shall survive the termination of the PTSO-member relationship and shall inure to the benefit of heirs, executors and administration of such a person.

#### **Section 2. Liability.**

A member of the PTSO Executive Board shall not be liable to the PTSO for breach of duty in their capacity as a member of the Executive Board for monetary damages except to the extent that said economic losses are caused by the intentional conduct of the PTSO Executive Board member. No amendment, modification or repeal of this provision shall adversely affect any right or protection of an officer that exists at the time of such amendment, modification or repeal.

## **Article XIII: CONFLICTS**

### **Section 1. Purpose and Compliance.**

The purpose of the conflict of interest policy is to protect the interest of this tax-exempt organization, the Amity Middle School Orange PTSO when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer 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 organization including but not limited to Section 4958 of the Internal Revenue Code of 1986, as amended, and /or Conn. Gen. Stat. § 1127-1130

### **Section 2. Procedures.**

- 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 members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- b) The remaining board or committee members shall decide if a conflict of interest exists.
- c) After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon.
- d) An interested person may make a presentation at the governing board or committee meeting, but after presentation, he/she shall leave the meeting during the discussion of, and vote on, the transaction or arrangement involving the possible conflict of interest.

### **Section 3. Parliamentary Authority.**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Amity Middle School Orange PTSO in all cases in which they are applicable and when they are not in conflict with these By-Laws or the Articles of Incorporation.

## **Article XIV: STANDING RULES**

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

## **Article XV: DISSOLUTION**

The Organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting. Upon the dissolution of this Organization, after paying or adequately providing for the debts and obligations of the Organization, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the

organization is then located. Exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

## **Article XVI: AMENDMENTS and EXCEPTIONS**

### **Section 1. General Powers.**

These By-Laws may be amended, repealed or added to, and new By-Laws, not inconsistent with its purposes, its classifications as an exempt organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any law, may be adopted by resolution at any meeting of the Executive Board, notwithstanding ARTICLE VIII, Section 3, by a majority vote of the entire voting Executive Board, and a copy of all proposed text changes or additions for review has been distributed to the members.

### **Section 2. Non-Profit Status Restrictions.**

The Executive Board shall have no power to amend or repeal these By-Laws in such manner as to permit any member, Officer, Agent or Attorney to receive any compensation or pecuniary profit from the operations of the Organization (except reasonable compensation for services actually rendered to the Organization in effecting one or more of its purposes), or to receive any part of the property or assets of the Organization upon dissolution or termination, or otherwise.

### **Section 3. Exceptions.**


Any changes, as well as exceptions to any contained within these By-Laws Articles and respective Sections shall be reviewed by the Executive Board as soon as the next scheduled meeting. Decisions shall be made on each case bases and not as general rule.


Dated at Orange, Connecticut this 15<sup>th</sup> day of December, 2013


OFFICERS:


_____ Lidia Meneo _____	12/15/2013 _____ Date	President _____ Title
_____ Janice Letick _____	12/15/2013 _____ Date	Vice-President _____ Title
_____ Kathleen Fuller-Cutler _____	12/15/2013 _____ Date	2 <sup>nd</sup> Vice-President _____ Title
_____ Mary Shaw _____	12/15/2013 _____ Date	Treasurer _____ Title
_____ Phyllis Kraut _____	12/15/2013 _____ Date	Secretary _____ Title


**APPENDIX**


 Amity MS PTSO Agenda SAMPLE.docx


 AMSO PTSO Deposit Form by-laws.docx

 AMSO PTSO Reimbursement Form

 AMSO PTSO Membership form

 AMSO PTSO By-Laws 20xNomination Form.docx

 AMSO PTSO Volunteer Form.docx

 AMSO PTSO By-Laws Standing Rules.docx