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Version	Date	Changed By	Page #s	Change Description
1.0	8/4/14	Board	All	Updated all by-laws for 2014/2015 school year



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Sage Canyon Parent Teacher Organization
By-Laws



Article I: Name

The name of this organization is the Sage Canyon Parent Teacher Organization, (heretofore to be called “SCPTO”), a Chapter of Douglas County Educational Foundation (DCEF). The address shall be 2420 Autumn Sage St, Castle Rock, CO 80108. This organization is a non-profit organization that exists for charitable and educational purposes.

Article II: Purpose

Section 1. SCPTO is organized for the purpose of enhancing the quality of our children’s education, Sage Canyon and community through development of private resources and participation of parents, staff, and community.

Objectives

- To arrange activities and special events to supplement the academic program and enhance the school’s sense of community;
- To serve as a liaison to encourage and facilitate effective communication between parents/guardians, the school administration/staff, the school board and the community.
- To be a vehicle for fundraising to help meet expenditures.

Section 2. SCPTO shall be non-commercial, non-sectarian and non-partisan. No commercial enterprise and no political candidate shall be endorsed by SCPTO. Neither the name of the SCPTO nor the name of its officers in their official capacities shall be used in connection with any commercial concern nor with any partisan interest, or for any purpose other than the regular work of the SCPTO.

Article III: Members

Section 1. General membership is open to parent(s) or a legal guardian of a student attending Sage Canyon and the principal and staff employed at Sage Canyon as well as local community members. A member shall have one vote in the organization.

Section 2. Dues will be established by the Executive Board.

Article IV: Officers and Elections

Section 1. Officers. The affairs of SCPTO shall be governed by an Executive Committee made up of the elected officers of the committee. Elected officers must have a child currently enrolled at Sage Canyon Elementary School. These positions are all non-paid and voluntary. The officers shall be President, Vice President, Secretary, Treasurer and Vice President of Fundraising.

- a. **President.** The President shall preside over meetings of the organization and Executive Board, serve as the primary contact for the principal, represent the organization at meetings outside the organization, serve as an ex officio member of all committees, and coordinate the work of all the officers and committees so that the purpose of the organization is served.
- b. **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 and act as liaison between committee and project chairs with the Executive Board. The Vice President will also coordinate all PTO communications through various communications channels as well as coordinate the content of the communication.



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- c. **Secretary.** The Secretary shall keep all records of the organization, take and record minutes, prepare the agenda, handle correspondence, and send notices of meetings to the membership. The Secretary also keeps a copy of the minute's book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings.
- d. **Treasurer.** The Treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the Executive Board. He or she will present a financial statement monthly and at other times of the year when requested by the Executive Board, and make a full report at the end of the year.
- e. **Vice President of Fundraising.** The VP of Fundraising oversees all events including signing of contracts, budget reviews and creation of master calendar events. He or she will also manage the recruitment of volunteers for the various PTO committees.

Section 2.Nominations and Elections. Elections will be held during the second to the last meeting of each school year for the following year. The Executive Board will appoint Nomination Committee. IF more than five people have expressed interest, a nominating committee will be formed. Nominations for the elected positions can be submitted to the Nominating Committee three weeks before the third to the last meeting of the school year and at the meeting. The Nominating Committee shall select a candidate for each office and present the slate at that meeting. At that meeting, nominations may also be made from the floor. At the second to the last meeting of each school year meeting, voting shall be by voice vote if a slate is presented or if more than one person is running for an office, a ballot vote shall be taken and counted by the Nominations Committee. Votes will be counted by at least 2 members of the current or past Board Members. Election ballots may made available at least 1 week prior to the election and voters do not have to be present at the Board meeting to vote.

Section 3.Eligibility. Members are eligible for Vice President, Secretary, Treasurer and Vice President of Fundraising offices if they are a PTO Member in good standing. Current Vice President is eligible for the President elect office. If current VP is not available to take on the role of President, the position will be open to vote following the previous eligibility statement.

Section 4.Terms of Office. All Officers are elected for two years. Each person shall hold only one office at a time and may run for the same office only once.

Section 5. Installation Elected Officers. The installation of the newly elected officers shall take place at the last general meeting of the school year, following the approval of the minutes and Treasurer's report. Incoming elected officers shall assume office with installation and act in the new capacity for the remainder of this meeting.

Section 6. 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 elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting or through 2/3 vote by Executive Board Members.

Section 7. Removal from Office. When an officer is not fulfilling the responsibilities of the office as prescribed in the bylaws or standing rules, or engages in conduct which the executive officers determines to be injurious to the organization or its purposes, the Executive Board may by a two-thirds (2/3) affirmative vote, take such action as it determines appropriate, which may include asking for the resignation of the officer. If removing the officer from office is a consideration, the Executive Board must:

- 1) The officer must be given fifteen (15) days' written notice of the hearing by the Executive Board to remove the officer from office;



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- 2) The written notice shall contain the reasons for the proposed removal, and shall be mailed by certified mail, return receipt requested, to the last address of the officer shown on the association's records;
- 3) At the hearing, the officer must be given an opportunity to address the Executive Board, either orally or in writing;
- 4) If the executive team recommends removal from office, they shall convene not less than five (5) days following the hearing and vote whether the officer will be removed from office;
- 5) A two-thirds (2/3) vote of the Executive Board shall be sufficient to remove the officer from office;
- 6) The removal vote shall be recorded in the Executive Board minutes and shall specify the number of members voting in favor of and against such removal;
- 7) The officer will be notified in writing of the action taken by the Executive Board.

Article V: Executive Board

Section 1. Membership. The Executive Board shall consist of the Officers and principal, or designee. Each member has one vote.

Section 2. Duties. The duties of the Executive Board shall be to establish meeting times and locations, participate in all meetings, transact business between meetings in preparation for the general meeting, create standing rules and policies, create and support standing and temporary committees, prepare and submit a budget to membership, approve variances to the budget, approve committee budgets, approve event proposals, and prepare reports and recommendations to the membership.

Section 3. Contracts. All contracts shall be signed by at least one member of the Executive Board (President, Vice President, Vice President Fund Raising, Secretary and Treasurer).

Section 4. Meetings. The Executive Board will meet a minimum of twice per year, once at the beginning of the year to approve committee budgets and calendars and again mid-year to determine status for the year. Special meetings may be scheduled when warranted.

Section 5. Quorum. Two-thirds of the Executive Board represents a quorum.

Section 6. Procurement Policy. For purchases exceeding \$1000, a minimum of 2 bids will be required to obtain the best pricing possible. If there are no competitors or the type of service is unique, the requirement may be waived.

Article VI: General Meetings

Section 1. Regular Meetings. SCPTO shall meet a minimum of six (6) times per academic year. The meeting schedule will be published and posted to the school website prior to the school academic year. A minimum of two Executive Board Members must attend and the meetings are open to all members of the membership at large. The end of the year meeting will be held at the May regular meeting. The annual meeting is for receiving reports, electing officers, and conducting other business that should arise.

Section 2. Special Meetings. Special meetings may be called by the President, any two members of the Executive Board, or five general members submitting a written request to the Secretary. Previous notice of the special meeting shall be sent to chairpersons and members at least 10 days prior to the meeting.

Section 3. Quorum. The Quorum shall be 51% of the members attending such meeting.

Section 4. Voting. A simple majority vote of the membership present at General Meetings is required for passage of any voting issue. Alternative voting methods (i.e. phone or E-mail) may be utilized as deemed necessary by the President, Vice President and principal.



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Article VII: Committees

Section 1. Leadership. All committees will have a minimum of one chairperson. All members are eligible to be chairpersons. Executive Committee will appoint Committee Chairs. Members who are interested in becoming a chairperson must submit a signed Volunteer Agreement to the school.

Section 2. Membership. All members are eligible to be a Committee Chair. Volunteers are requested at the beginning of the year on the PTO membership form as well as periodically throughout the year.

Section 3. Duties. Committees will be responsible for event scheduling, determining and maintaining a budget, and executing events.

Section 4. Committees. PTO will consist of multiple committees. The Executive Board may appoint additional committees or modify existing committees as needed.

Article VIII: Finances

Section 1. A tentative budget shall be drafted before the following academic year and approved by the Executive Board before the start of the school year.

Section 2. Any adjustments to the annual budget require a two-thirds majority of the Executive Board.

Section 3. The Treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 4. The Executive Board shall approve all expenses of the organization.

Section 5. All bank accounts are owned by DCEF, and DCEF issues all checks.

Section 6. The Treasurer shall reconcile the account monthly and distribute a report of the budget to all chairpersons and officers.

Section 7. A current statement of the finances may be requested by an officer, school administrator, member, or DCEF administrator at any time. The Treasurer will present this information with 72 hours of the request.

Section 8. Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership's approval, spent for the benefit of the school.

Section 9. The fiscal year shall begin July 1st and shall end June 30th of the following year.

Section 10. PTO shall leave a minimum of \$2,000 in the treasury at the end of each fiscal year.

Section 11. Reimbursement requests must be made within 45 days of the expenditure. All receipts must be in by June 15th. Otherwise, the request may be denied.

Section 12. Petty cash may not exceed \$400. Petty cash may be used to pay out reimbursement requests of less than \$100. These such requests must be accounted for by completing the Petty Cash Accountability Form and signed by the Treasurer and another Executive Member or School Administrator (and not the person requesting reimbursement).



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Section 13. There shall be at least a twice yearly meeting between the President or Vice President and the Treasurer to review deposits, pay vouchers, purchases and bank statements.

Article IX: Parliamentary Authority

Robert’s Rules of Order shall govern meetings when they are not in conflict with the PTO bylaws.

Article X: Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting, assuming a quorum.

Article XI: Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the Secretary. Bylaws must be reviewed by the Executive Board a minimum of every two (2) academic years. Amendments may be approved by a two-thirds vote of those present, assuming a quorum.

Article XII: Conflict of Interest Policy

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the 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 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:

- i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
- ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
- iii. 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 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

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 board-delegated powers who are considering the proposed transaction or arrangement.



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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 board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest.

- i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- iii. After exercising due diligence, the governing 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 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 Conflict of Interest Policy.

- i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that 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 board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation.

- a. A voting member of the governing 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.



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c. No voting member of the governing 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 board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

Section 7. Periodic Reviews. To ensure that 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.