

Hilliard Tharp PTO Bylaws

Article I: Name

Section 1: The name of this organization shall be the Hilliard Tharp Parent-Teacher Organization, or Hilliard Tharp PTO.

Article II: Purpose

Section 1: The Hilliard Tharp PTO is organized exclusively for charitable and/or educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code.

Section 2: In keeping with this purpose, the Hilliard Tharp PTO shall provide the structure and organization to:

- A. Promote the education and welfare of each student at home, in school, and in the community.
- B. Bring into closer relationship the home and school so that parents and teachers may cooperate in the education of the student. This may be done, in part, by sponsoring open houses and other student-centered events.
- C. Provide a volunteer base to assist teachers with the education of students.
- D. To enhance the educational facilities and opportunities for the students of Hilliard Tharp that are not otherwise provided for in the school budgets.
- E. To raise funds as necessary to provide for all of the above objectives.

Article III: Membership

Section 1: Membership in the Hilliard Tharp PTO is open to all parents and legal guardians of children attending Tharp, the Principal of Tharp and the staff of Tharp. Membership is offered without regard to race, religion, creed, sex, sexual orientation, age, or national origin.

Section 2: No dues are required for membership and none will be collected.

Section 3: Only members of the Hilliard Tharp PTO shall be permitted to serve in any of the elective or appointive positions.

Section 4: Only members of the Hilliard Tharp PTO shall have the privilege of introducing motions, debating, and voting at meetings of the PTO.

Section 5: The PTO has adopted a Conflict of Interest Policy. All officers and chairpersons will adhere to the conflict of interest policy. Click [here](#) to review the policy.

Article IV: Policies

Section 1: The Hilliard Tharp PTO exists as a nonprofit, nonsectarian, and nonpartisan organization. These bylaws shall be deemed the governing articles of the organization.

Section 2: No part of the net earnings of the PTO shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the PTO shall pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article II hereof.

Section 3: No part of the activities of the Hilliard Tharp PTO shall be used in an attempt to influence legislation, and the PTO shall not participate in or intervene in any political campaign on behalf of or opposition to any candidate for public office (including the publishing or distributing of statements).

Section 4: Notwithstanding any other provisions of these Articles, the Hilliard Tharp PTO shall not carry on any other activities not permitted to be carried out by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code, or by an organization to whom contributions are deductible under section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Section 5: The Hilliard Tharp PTO shall cooperate with Tharp School to support improvement of education in ways that will not interfere with the administration of the school and shall not seek to control the policies of the school.

Section 6: Upon dissolution of the Hilliard Tharp PTO, after paying or adequately providing for the debts and obligations of this PTO, the remaining assets shall be deposited into the Tharp building fund. Should Tharp School no longer exist, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. Such distribution shall be made in accordance with all applicable provisions of the laws of the state of Ohio.

Section 7: Monies derived from Hilliard Tharp PTO functions and other sources shall be deposited in the treasury and recommendations for expenditures over \$500, not already listed on the approved line-item budget, will be voted on at a general membership meeting. All other expenditures that are in line with the purpose of the Hilliard Tharp PTO may be approved by the majority of the Executive Committee.

Article V: Officers

Section 1: The elected officers of the Hilliard Tharp PTO may be:

- A. President
- B. Vice President
- C. Secretary
- D. Treasurer
- E. ISPTO Representative

Section 2: Hilliard Tharp PTO committees shall be determined by the Executive Committee and chairpersons shall be appointed by the President.

Section 3: The Executive Committee shall be composed of the elected officers, and the school Principal as well as a teacher representative, should one be designated.

Section 4: The term of office for President, Vice President, Secretary, and Treasurer shall be for one year or one term. Current officers can hold consecutive terms of office provided they are nominated and elected again at the end of each term.

Section 5: Removal from office may occur by a majority motion from the Executive Committee and a majority vote at the general membership meeting. A motion may be brought for missing more than two consecutive general membership meetings, failure to perform assigned duties, corruption, or any act that brings dishonor to the organization or negates the objectives of the organization. Motions may only be brought after the Executive Committee has met in an effort to discuss the problem and all attempts have been made to resolve the problem. No officer has the right to change any decision that is made at the general meetings. If an officer intentionally does not follow through with a decision of the organization, it will result in removal from office.

Section 6: Electronic votes may be held amongst members of the Board to transact business that cannot be held until the next regularly scheduled meeting. All responses should be made via "Reply All" to establish a quorum, for transparency, and in order for the recording secretary to take accurate minutes. A deadline for voting responses is required in the initial email notification. The results of the vote shall be confirmed promptly in writing or by electronic transmission. An electronic transmission means any form of electronic transmission, such as email, not directly involving the physical transmission of paper that creates a record that may be retained, retrieved, and reviewed by a recipient thereof, and that may be directly reproduced in paper form by such a recipient. All actions by the Executive Committee should be reported and recorded at the next regular meeting.

Article VI: Duties

Section 1: The President shall preside at all meetings, see that all rules are enforced, may appoint committee chairpersons and be an ex-officio member of all committees except the nominating committee.

Section 2: The Vice President shall preside in the absence of the President. The Vice President shall make sure that the Hilliard Tharp PTO Bylaws are followed.

Section 3: The Secretary shall keep accurate attendance and records of all meetings and attend to all correspondence. Copies of the current year minutes will be available at each meeting. The Secretary must have a current copy of the bylaws at each meeting.

Section 4: The Treasurer shall have custody of all monies of the organization, pay authorized bills and furnish a Treasurer's report at each meeting. The Treasurer shall keep a full and accurate account of all receipts and expenditures. The Treasurer shall submit all necessary PTO tax forms to the IRS annually.

Section 5: The President, the School Principal, and the delegates to the Hilliard ISPTO may represent Hilliard Tharp PTO in all matters relating to Inter-School Council business. The delegates who attended such meetings shall report regularly to the membership concerning matters coming before the Inter-School Council. The delegates shall officially represent the views of the Hilliard Tharp PTO when called upon to do so.

Section 6: The ledger book shall be audited annually.

Section 7: Elected officers and members of the Executive Committee shall serve without compensation except for reimbursement of authorized expenses.

Section 8: Each elected member of the Executive Committee shall keep written records and pass them to his/her successor within thirty days after the term of office.

Article VII: Meetings

Section 1: The Executive Committee shall meet prior to the start of the school year at a time, date, and place determined by the President. The Executive Committee may compose a calendar of events and meeting dates and a budget at this meeting. This meeting shall be open; however, only Executive Committee members shall be eligible to vote. If the general calendar of events and budget are not set before the school year begins, it shall be set no later than the second general PTO meeting.

Section 2: General membership meetings shall be held once a month during the months that school is in session at a time, date, and place determined by the Executive Committee. The Executive Committee reserves the right to cancel or change the date of a general membership meeting provided there is at least two weeks notification given.

Section 3: A quorum for the general membership meetings shall consist of those members present. Every act or decision done or made by a majority of the members present at a scheduled meeting is considered an act of the Hilliard Tharp PTO unless these bylaws or provisions of law require a larger percentage for approval.

Section 4: Special general membership meetings may be called by the President upon a three day notification of each member of the Executive Committee.

Section 5: PTO meetings shall be civil and courteous. In the event that a meeting becomes contentious, the meeting may be promptly adjourned with an appropriate motion. The meeting may be rescheduled with approval from the Principal.

Section 6: The Executive Committee may, in its sole discretion, determine that any meeting of the members shall not be held at any place, but may instead be held solely by means of remote communication by which all persons participating in the meeting can communicate with each other. Participation in a meeting held by remote communication shall constitute presence in person at the meeting for all purposes, including quorum and voting. Members shall receive at least seven (7) days advance notice of the change to a remote meeting and shall be provided instructions for participation and voting for such remote meeting.

Article VIII: Elections

Section 1: Nomination of officers shall be made during a general PTO meeting in April. The vote on officers will take place at the general meeting in May. In the event that the general meeting in April or May does not take place, PTO Executive Committee will coordinate a contingency plan with the Principal and give notice to all PTO members.

Section 2: In the event that there are multiple members who wish to be considered for an executive PTO role, there will be an opportunity during the general meeting in May for each person interested in a specific office to give a speech for not longer than 2 minutes before a vote occurs.

Section 3: The slate of nominees shall be voted on by the staff and the parents/guardians of the students in attendance at Tharp at the May general meeting by acclamation. If there are multiple persons interested in an executive role, PTO members in attendance shall cast their vote by voice. The current PTO Secretary will record vote totals and share the results after all votes have been calculated.

Section 4: Voting may take place at a meeting or by electronic transmission. The Executive Committee may, in its sole discretion, determine that elections be conducted during an electronic (virtual) meeting. All notifications of the nominating committee and slated officers shall be announced per schedule established by these bylaws or as determined by the executive committee. Elections require a minimum of seven (7) day

notice prior to the meeting at which elections will occur if not according to standard schedule in bylaws. If voting takes place by electronic transmission, the name of each candidate is to be contained in the notice of the meeting and any vote cast must be received within the timeframe identified in the notice of the meeting. The electronic voting method shall ensure that only eligible voters cast ballots and can only submit one vote per position. If there is only one candidate for each office, voting may be done at the virtual meeting by voice or roll call vote. If there is more than one nominee for any office, election for that office must be by ballot. Voting by proxy is prohibited.

Section 5: The elected officers shall be installed at the May general membership meeting to shadow their future replacements.

Section 6: The elected officers shall assume their duties on July 1 of the calendar year in which they were elected.

Section 7: Any elected office that becomes vacant shall be filled by presidential appointment with majority approval at the next general membership meeting. In the event of a vacancy in the office of President, the Vice President shall assume the office of President and a new Vice President shall be appointed. In the event that a replacement cannot be found, another executive member may fill for the vacant role if approved by a majority of members present at the next scheduled general PTO meeting with the Principal's consent.

Section 8: If an executive office is vacant due to a lack of volunteers who wish to serve, executive members may nominate a willing and able PTO member with the consent of the building Principal at the next general PTO meeting. A majority of PTO members in attendance may vote to approve and install the new officer.

Article IX: Non-liability of Officers

Section 1: The elected officers and members of the Executive Committee shall not be personally liable for the debts, liabilities, or other obligations of the Hilliard Tharp PTO.

Section 2: The elected officers and members of the Executive Committee shall be indemnified by the Hilliard Tharp PTO to the full extent permissible under the laws of the State of Ohio.

Article X: Parliamentary Authority

Section 1: The rules contained in the current edition of the 21st Century Robert's Rules of Order shall govern the Hilliard Tharp PTO in all instances when they are applicable and not inconsistent with these bylaws or any other special rules the organization may adopt.

Article XI: Changes or Amendments of Bylaws

Section 1: Changes in the bylaws must be approved by a majority of the Executive Committee prior to presentation at a general membership meeting.

Section 2: These bylaws may be amended at a general membership meeting of the Hilliard Tharp PTO by a two-thirds ($\frac{2}{3}$) vote of the members present.

Section 3: Should any of the provisions or portions of these bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these bylaws shall be unaffected by such holding.

Article XII: Fiscal Year

Section 1: The fiscal year of the Hilliard Tharp PTO shall be from July 1 through June 30.

Article XIII: Omissions

Section 1: Any omissions in these bylaws are accidental. In the event that a situation not addressed in these bylaws arises, they may be addressed during a general meeting. Discussions shall be civil and courteous. In the event that PTO members cannot agree on a standing matter, the Principal shall make the final decision on course of action or final say in the matter.

Revised February 2021