

**OLD TAPPAN PARENT TEACHER ORGANIZATION,
A NJ NONPROFIT CORPORATION
REVISED BYLAWS 2018**

ARTICLE I - NAME

The name of this Organization is the Old Tappan Parent Teacher Organization, a NJ Nonprofit Corporation, (Parent Teacher Organization), herein referred to as “the Organization” or “the OTPTO.”

ARTICLE II - ARTICLE OF ORGANIZATION

The Organization is a not-for-profit corporation organized under the laws of the state of New Jersey and adhering to the provisions of section 501(c)(3) of the Internal Revenue Code. Its “articles of organization” comprise the Certificate of Incorporation and these Bylaws as from time to time amended.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations qualifying as an exempt organization from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

ARTICLE III-MISSION STATEMENT

The mission of the Old Tappan PTO is to align resources with the vision and direction of the Old Tappan elementary schools to enrich the learning environment while empowering parents, teachers and students for success.

ARTICLE IV-GOALS AND OBJECTIVES

The objectives of the PTO shall be:

Section 1. To provide a structure to allow parents, teachers, staff and administrators to offer the best possible education to the students of the Old Tappan elementary schools.

Section 2. To aid the students of the Old Tappan elementary schools in achieving their fullest potential by providing educational and personal enrichment, and by encouraging the cooperative interaction of parents, teachers, and the community.

Section 3. To foster greater cooperation among parents, teachers, staff and administrators in the education of the students.

Section 4. To promote the educational programs and educational atmosphere in the elementary schools by means of manpower and financial support.

ARTICLE V - BASIC POLICIES

The following are the basic policies of this Organization:

Section 1. The Organization shall be noncommercial, nonsectarian, and nonpartisan.

Section 2. The name of the Organization or members in their official capacities shall not be used in any connection with a commercial concern, or with any partisan interest or for any purpose that is not appropriately related to promotion of the Goals and Objectives of the Organization.

Section 3. The Organization shall not directly or indirectly participate or intervene in any way, including but not limited to the publishing or distributing of statements, in any political campaign on behalf of or in opposition to a candidate for public office.

Section 4. In the event of a conflict among teachers, staff and school administration, the OTPTO shall remain neutral among the parties.

Section 5. The Organization may cooperate with other organizations and agencies concerned with child welfare, but persons representing the Organization in such matters shall make no commitments that bind the Organization without the appropriate authorization of the Organization.

Section 6. Upon dissolution of this Organization, after paying or adequately providing for the debts and obligations of the Organization, the remaining assets should be distributed to the Old Tappan Board of Education so that said remaining assets shall be evenly distributed to the T. Baldwin Demarest Elementary School and the Charles DeWolf Middle School. If both schools cease to exist, then in that event the remaining assets of the Organization shall be distributed for one or more exempt purposes within the meaning of 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 the Bergen County Superior Court exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

ARTICLE VI - MEMBERSHIP AND DUES

Section 1. Membership in this Organization shall be available without regard to race, color, creed, or national origin to the parent(s) or guardian(s) of students currently enrolled in the Old Tappan elementary schools and the teachers, faculty, staff, and administrators employed by the Old Tappan Board of Education.. Members must be at least 18 years of age.

Section 2. The Organization shall conduct an annual membership enrollment. However, individuals may be admitted to membership at any time.

Section 3. Members shall pay annual dues in the amount as determined by the Executive Committee of the OTPTO. The amount charged for dues may be reviewed yearly and is subject to change as determined by the Executive Committee of the OTPTO.

Section 4. The membership year of the Organization shall begin on September 1st and shall end on the following August 31st.

Section 5. Only members in good standing of the Organization shall be eligible to vote on any general motion presented during its meetings, or to serve in any of its elected or appointed

positions. A member in good standing is in compliance with Section 1 and Section 3 of Article VI: Membership and Dues, and has been a member for at least 14 calendar days.

ARTICLE VII - EXECUTIVE COMMITTEE

Section 1. The OTPTO Executive Committee shall consist of seven officers, specifically: the President, Vice President, Treasurer, Secretary, T. Baldwin Demarest Elementary School Class Parent Liaison ("TBD Liaison"), Charles DeWolf Middle School Class Parent Liaison ("CDW Class Parent Liaison"), and Communications Coordinator. The immediate past President may serve as a resource to the Executive Committee upon request. At minimum, the Executive Committee must have a President, Secretary, and Treasurer.

Section 2. The voting members of the Organization shall elect the members of the Executive Committee. Elections shall be held in the month of May for a two-year term. A majority of the votes cast by the voting members present at the May meeting shall be necessary for election.

Section 3. In order to be eligible to be President, the candidate must be
(a) a current member of the Executive Committee in good standing, and
(b) have no less than one (1) year's experience as a member of the Executive Committee.

Section 4. Members of the OTPTO Executive Committee are not permitted to also serve on other school related boards, including but not limited to the Old Tappan Board of Education.

Section 5. Members of the Executive Committee who resign from the Executive Committee during his/her term are ineligible to be considered for any position on the Executive Committee until the expiration of the balance of their respective two (2) year term. After the expiration of the balance of their respective two (2) year term, said person would then become eligible for consideration to be member of the Executive Committee at the next regular election for a two (2) year term of office. Executive Committee members are permitted to take a leave of absence, however, if that leave of absence extends beyond 60 days, the leave will be treated as a resignation as outlined above.

Section 6. Removal from office may occur by a majority vote of the Executive Committee for failure to perform assigned duties, corruption, or any act that brings dishonor to the organization or negates the objectives of the organization. Removal shall take place after the Executive Committee has met in an effort to discuss the problem and all attempts have been made to resolve the problem. Removal shall be done by a majority vote of the Executive Committee. No Executive Committee member has a right to change any decision made by the Executive Committee and any member who intentionally does not follow through with decisions of the Executive Committee will be removed from the Executive Committee. If removed from office for cause, the Executive Committee member will be ineligible to run for another term of office for the remainder of their original term, plus one additional year.

Section 7. All officers must be a parent or a guardian of a student who will be enrolled in the Old Tappan elementary schools for the two (2) year term of office. There can only be one (1) officer of the Executive Committee from a student's household.

Section 8. In the event of the vacancy of the office of President, the position shall be filled in the following order of succession:

Vice-President
Treasurer

Secretary
TBD Class Parent Liaison
CDW Class Parent Liaison
Communications Coordinator

In the event of the vacancy of any other Executive Committee position, the remaining Executive Committee shall appoint a replacement by majority vote. The newly appointed officer will hold said vacated position until the next general PTO election in May. Said vacated position would then be included on the ballot for the completion of the original term.

Section 9. The Executive Committee shall manage the affairs of the PTO between general membership meetings.

Section 10. Duties of the President

- Fulfill the leadership role for the OTPTO activities and coordinate with the Executive Committee; and all other committees of the Organization in order that the Organization's objectives may be promoted;
- Develop the Calendar of Events for the OTPTO, with the assistance of the Executive Board;
- Develop agenda for and preside over all meetings;
- Appoint committee chair positions with the assistance of the Executive Committee;
- Call meetings of the Executive Committee for the purpose of selecting Committees;
- Cast the deciding vote in the event of a tie at any meeting;
- Represent the OTPTO at meetings outside the Organization, or appoint a representative;
- Perform other duties as may be prescribed in the bylaws or assigned by the Organization;
- Support the fundraising activities of the Organization; and
- Approve all PTO communications.

Section 11. Duties of the Vice President

- Act as an aide to the President;
- Preside in the absence of the President;
- Responsible for enforcing all OTPTO rules and regulations;
- Supervise fundraising activities of the Organization;
- Supervise programming activities of the Organization; and
- Perform other duties as warranted by the Executive Committee President.

Section 12. Duties of the Treasurer

- Serve as custodian of the Organization's finances, collect revenue and pay authorized expenses;
- Keep records of all receipts and disbursements of monies;
- Prepare financial reports on a monthly basis;
- Maintain all financial reports and update the Executive Committee monthly on the organizations finances;
- Provide a financial report at the beginning of the school year.
- Develop with the Executive Committee an annual budget for the Organization;
- Ensure that the Organization complies with all applicable regulations, laws and procedures to maintain tax-exempt status for the Organization;
- Support the fundraising activities of the Organization;

- Assist with the preparation of all necessary tax returns and documentations; and
- Communicate with any outside accountants, auditors or government entity for any audit or review.

Section 13. Duties of the Secretary

- Record and distribute minutes of all Executive Committee Meetings and all general OTPTO meetings;
- Hold historical records for the OTPTO;
- Support the fundraising activities of the Organization; and
- Conduct all correspondence as requested by the President.

Section 14. Duties of TBD Class Parent Liaison

- Support the fundraising activities of the Organization;
- Notify class parents of their appointments;
- Oversee class parent responsibilities;
- Manage communication between the OTPTO and the class parents; and
- Communicate the duties as outlined in the class parent requirements and ensuring that the duties are fulfilled.

Section 15. Duties of the CDW Class Parent Liaison

- Support the fundraising activities of the Organization;
- Notify class parents of their appointments;
- Oversee class parent responsibilities;
- Manage communication between the OTPTO and the class parents; and
- Communicate the duties as outlined in the class parent requirements and ensuring that the duties are fulfilled.

Section 16. Duties of the Communications Coordinator

- Support the fundraising activities of the Organization;
- Maintain/update the OTPTO Website (e.g. homeroom teacher assignments, school calendar, etc.);
- Ensure all OTPTO communications are kept current and distributed in a timely manner; and
- Create all upcoming events for the website, including managing items for sale (e.g. membership, clubs, pizza, spirit wear etc.)

ARTICLE VIII – COMMITTEES

Section 1. Only members in good standing of the Organization shall be eligible to serve as a Committee Chairperson.

Section 2. The Executive Committee may create such committees as it may deem necessary to promote the Objectives and carry on the work of the Organization.

Section 3. Committee sign ups will take place in the Spring for the following school year. Committee Chairs will be elected by the membership at the election meeting in the Spring. There is no limit to the number of years that a Committee Chair may serve. Committee Chairs must have been on the committee for at least one year, except in the event of a newly created Committee.

Section 4. The Executive Board members are members ex-officio of all committees.

Section 5. Each Committee Chairperson shall call meetings of the committee members for the purpose of carrying on the work of the committee.

Section 6. Each committee, according to its function, will report to the Executive Committee who shall have supervisory responsibility for all committees.

Section 7. Each Committee Chairperson shall advise the Executive Committee of his or her committee's plans of work, and no committee work (defined as new projects or programs) shall be undertaken without the prior approval of the Executive Committee.

Section 8. Each Committee Chairperson or Committee Member shall give a report at the OTPTO meetings to update the progress of that committee's work or outcome if the event is over.

Section 9. All deposits must be given to the OTPTO Treasurer within 24 hours of any Committee Run event. Reports and folders must be returned to the Executive Committee one month after said event.

ARTICLE IX - ELECTION OF OFFICERS

Section 1. Any member of the Executive Committee who will be completing a two (2) year term of office and who is interested in being considered for another officer position on the Executive Committee is required to participate in the election process set forth herein below in Article IX, Section 2.

Section 2. Any members in good standing wishing to be considered for election may do so by submitting a signed letter of intent at least 14 calendar days prior to the election meeting in May. The letter of intent must be provided to either the OTPTO President or the Vice President.

Section 3. Officers shall be elected by ballot biennially, as detailed in Section 5 above, in the month of May. However, if there is only one nominee for any office, it shall be by voice vote. A majority of members present at the May meeting shall elect the officers. Voting by proxy is not permitted.

Section 4. All officers, upon vacating their office, shall deliver to the President all official materials and all materials owned by the Organization in her/his possession by June 30th.

Section 5. New officers shall be sworn in immediately following the election in May, and shall assume their duties at that time.

Section 6. If no one runs for an open position, the position will remain on the agenda of each subsequent meeting for a possible election until someone is elected per the requirements set forth in these Bylaws. That person would then be sworn in immediately following his/her election, assume office immediately and will remain in office until the original scheduled expiration of term.

ARTICLE X - MEETINGS

Section 1. Dates of meetings shall be determined by the Executive Committee and announced prior to the first general membership meeting of the year. The OTPTO shall hold at least six (6) general membership meetings per year.

Section 2. Five (5) calendar days notice shall be given of a change of date of general membership meeting except under extenuating circumstances (e.g. weather or where public safety is in question). Special general membership meetings may be called by the Executive Committee at least five (5) calendar days notice having been given. The purpose of the meetings will be stated in the notification.

Section 3. Special meetings of the Executive Committee may be called by the President or any other Executive Committee member. A majority of the Executive Committee shall constitute a quorum for said special meeting.

Section 4. Five general members in good standing, in addition to at least five (5) Executive Committee members, shall constitute a quorum for voting in any general membership meeting. A quorum is defined as the number of members that must be present for the legal transaction of business. If a quorum is not met, the meeting may still be held, but no voting shall take place. Proxy voting is not permitted.

Section 5. The OTPTO will conduct all voting in General Membership and Special meetings by a majority vote. A majority vote is one (1) more than half of the votes cast. Proxy voting is not permitted.

ARTICLE XI - FINANCES AND CONTRACTS

Section 1. The Executive Committee shall present to the membership at the final General Meeting of the year a budget of anticipated expenses for the coming school year. The budget shall be used to guide the activities of the OTPTO during the year.

Section 2. A treasury report of actuals vs. budget will be posted by the Treasurer before every meeting during the school year.

Section 3. Two signatures from the Executive Committee are required to enter into contracts or agreements for the purchase of materials or services on behalf of the Organization. At least one of those signatures must be either the President or the Treasurer. In the absence of either the President or the Treasurer, another officer from the Executive Committee is authorized as long as the contracts and agreements comply with applicable regulations, laws, and procedures to maintain exempt status for the Organization. The Executive Committee may authorize any officer or officers to enter into said contracts or agreements.

Section 4. All extra budgetary expenditures more than \$750 shall be authorized by a majority of the membership.

Section 4. No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons except 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 in the purpose clause

hereof. No substantial part of the activities of the Organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Organization shall not carry on any other purpose not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or section of any future Federal tax code.

Section 5. The fiscal year of the PTO shall begin on September 1st, and end on the following August 31st.

Section 6. All reimbursement requests must follow the process outlined in the Reimbursement Request Form on the OTPTO website. Reimbursements will be made within 30 days of request submission.

Section 7. All checks will be cashed within 30 days of issue.

ARTICLE XII - BANK ACCOUNTS

Section 1. All monies of the PTO shall be deposited by the Treasurer in a Federal or State chartered bank or credit union approved by the Executive Committee.

Section 2. The authorized signatures of the account shall be the President, Treasurer and Vice President. Two (2) authorized signatures shall be required on all checks over \$1000.

Section 3. The account shall be carried in the name of OTPTO, Inc. and bear its tax exempt number.

ARTICLE XIII - CONFLICTS OF INTEREST

Section 1. If an Officer, Committee Chairperson, or member of the Organization has a financial interest conflicting with the interest of the Organization, the individual must bring the potential conflict to the attention of the other Officers, Committee Chairpersons, or Membership and refrain from deliberating or voting on any decision with respect to the matter.

Section 2. Nothing herein shall prevent a parent, Committee Member, and/or member of the Organization from winning prizes, raffles or games of chance sponsored by the OTPTO.

Section 3. The Organization expects ethical and businesslike conduct of its members. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting on behalf of the OTPTO.

Section 4. Members must represent loyalty to the interests of the Organization.

Section 5. Members of the Executive Committee must avoid any conflict of interest with respect to their fiduciary responsibility. There must be no self-dealing or any conduct of private business or personal services between any member and the OTPTO except as procedurally controlled to assure openness, competitive opportunity and equal access to otherwise "inside" information.

Section 6. Members may not attempt to exercise individual authority over the Organization except as explicitly set forth in the Organization's by-laws.

Section 7. Interaction by members with the public, press or other entities must recognize the lack of authority of an individual member to speak for the Organization.

Section 8. The interaction by officers with the public, press or other entities must recognize the lack of authority of an individual officer to speak for the Organization, except as explicitly set forth on the Organization's by-laws.

ARTICLE XIV- PARLIAMENTARY AUTHORITY

Robert’s Rules of Order Newly Revised shall govern all meetings of the Organization in all cases in which they are applicable and in which they are not in conflict with these Bylaws.

ARTICLE XV — AMENDMENTS

Section 1. Proposed amendments to these Bylaws shall be forwarded to the President. The President must report any and all actions taken on such proposals.

Section 2. Notice of proposed changes to the Bylaws must be given in writing at a General OTPTO Meeting and will be voted upon at the following General OTPTO meeting.

Section 3. Amendments to these Bylaws must be ratified by a majority vote of the membership in attendance (as per Article IX, Sections 6 and 7).

Section 4. Automatic, grammatical, punctuation, and correlation corrections in these Bylaws, which in no way alter the intent of the respective Bylaws, shall be effected by the President, subject to approval by the Executive Committee.

ARTICLE XVI - RATIFICATION

Upon ratification by a majority vote of the membership present during the general membership meeting of the PTO, these bylaws shall become binding and shall subsequently be signed and dated by the President, Vice President, Treasurer, Secretary, TBD Class Parent Liaison, CDW Class Parent Liaison, and Communications Coordinator.

Dated: _____

President

TBD Class Parent Liaison

Vice-President

CDW Class Parent Liaison

Secretary

Communications Coordinator

Treasurer