

**CLARK SCHOOL PARENT-TEACHER ORGANIZATION
CONSTITUTION AND BY-LAWS**

Revised August 2019

CONSTITUTION

Article I — Name

The name of the organization shall be the Clark School Parent -Teacher Organization (PTO).

Article II — Goals

Section 1. To help provide a creative school environment for the children and staff that encourages academic excellence and fosters school pride so that staff and parents may cooperate to a greater extent in the development and education of the child.

Section 2. To promote constructive communication which fosters the highest quality of education.

Section 3. To promote fellowship among members.

Section 4. To provide a forum by which Clark School can discuss school issues.

Section 5. To generate funds to support the activities of the PTO.

Section 6. To bring into closer relationship home and school

Section 7. To promote education purposes as a not-for-profit corporation within the meaning of Section 501(c) (3) of the Internal Revenue Code.

Article III — Policies

Section 1. This organization shall be non-profit, nonsectarian, and nonpartisan.

Section 2. This organization shall not, directly or indirectly, participate or intervene in any political campaign on behalf of or in opposition to, any candidate for public office.

Section 3. The organization shall work with the schools to provide quality education for all children and shall seek to participate in the decision-making process establishing school policy.

Section 4. Persons representing the organization in any matter shall make no commitments that bind the organization without prior authorization of the organization.

BY-LAWS

Article I — Purposes and Restrictions

The purposes of the Corporation shall be those non-profit purposes stated in the Articles of Incorporation, as may be amended. No part of the net earnings or other assets of the Corporation shall inure to the benefit of, be distributed to or among, or revert to, any director, officer, contributor, or other private individual having, directly or indirectly, any personal or private interest in the activities of the Corporation, except that the Corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of the non-profit purposes stated in the Articles of Incorporation.

Article II — Offices

The principal office of the Corporation in the State of Missouri shall be located in the City or County of St. Louis. The Corporation may have such other officers within or without St. Louis City or County as may be required.

The registered office of the Corporation required under the laws of the State of Missouri to be maintained in the State of Missouri may be, but not need be, identical with the principal office in the State of Missouri, and the address of the registered office may be changed from time to time in conformity with the laws of the State of Missouri.

Article III — Membership

Section 1. The Membership of the organization shall be open to all who subscribe to the purposes and objectives of this organization.

Section 2. The staff of Clark School shall automatically be members of the organization.

Section 3. Privileges of membership shall include voting at Business and Planning Meetings, General membership meetings and elections. Each active individual member shall have one vote with no voting by proxy.

Section 4. Any member of this organization may be suspended or expelled for actions considered detrimental to the purposes and objectives of this organization provided that no

member may be suspended or expelled except by affirmative vote of two-thirds of the Executive Board.

Expulsion or suspension shall occur only after the member complained against has been advised of the complaint against him; been afforded the opportunity to retain and be represented by counsel; and been given a full opportunity to be heard by the Executive Board.

Such member, if removed or suspended, may appeal the decision of the Executive Board to the Membership at its meeting next following the meeting of the Executive Board which decided the matter.

Article IV — Officers

Section 1. The officers of this organization shall be Senior President or Co-Senior Presidents, Junior President or Co- Junior Presidents, Senior Vice President, Junior Vice President, Senior Secretary, Junior Secretary, Treasurer, Auditor, Senior Communications Officer, Junior Communications Officer, and Equity and Education Liaison.

Section 2. Officers shall assume their official duties by July 1 and shall serve a term of two years.

Section 3. No officer shall hold an office longer than two consecutive terms.

Section 4. An officer of this organization must be a current member in good standing.

Section 5. A vacancy occurring in an office, except that of Senior President or Co-Senior Presidents, shall be filled for the unexpired term by appointment of the Executive Board. The office of Senior President shall be automatically filled by the Junior President or Co Junior Presidents. A single vacancy in the office of Co-Senior President shall remain unfilled. A double vacancy in the office of Co-Senior President shall be automatically filled by the Junior President or Co-Junior Presidents.

Section 6. Recall of any officer may be initiated by a two-thirds vote of the members present at a Business and Planning Meeting, upon a motion by a member present. Said action shall be automatically tabled until the next Business and Planning Meeting at which time a three-fourths vote of the members present shall be required for passage.

Article V — Elections

Section 1. The PTO Communications Team shall send written notification of elections to all members of the PTO; this notification shall include a call for nominees. In the absence of at least one nominee for each office, the Executive Board shall secure nominees through individual contacts. The Executive Board shall then prepare a slate consisting of all persons willing to stand for election and shall present such at the April meeting. Additional nominations may be made by any member from the floor. Names will be accepted in nomination only with the consent of the nominee. In the event it is necessary, the Executive Board will appoint members as needed.

Section 2. The officers shall be elected annually by ballot at the April meeting of the PTO. If there is only one candidate nominated for an office, the election for that office may, upon motion from the floor, be by voice vote.

Section 3. The office of Senior President or Co-Senior Presidents shall automatically be filled by the Junior President or Co-Junior Presidents.

Section 4. The office of Auditor shall automatically be filled by the Treasurer.

Section 5. The Treasurer and Auditor may not be related by blood or marriage.

Article VI — Duties of the Officers

Section 1. SENIOR PRESIDENT or Co-Senior Presidents — shall preside at all meetings of the PTO; shall be an ex-officio member of all committees, except the Nominating Committee; and shall perform all other duties usually pertaining to the office. As an alternative to the Auditor, the Senior President or one of the Co-Senior Presidents shall provide the second signature on all disbursements or other forms of withdrawal in excess of \$10,000.00.

Section 2. JUNIOR PRESIDENT or Co-Junior Presidents — shall assume the duties and authority of the Senior President in the Senior President's absence; shall serve as parliamentarian at all PTO meetings; and shall act as an aide to the Senior President; review school board meeting minutes and report critical information to the Executive Board, serve as liaisons to the Webster Groves School District foundation, and participate in budget conversations.

Section 3. SENIOR & JUNIOR VICE PRESIDENT — shall act as an aide to the Senior President; Senior Vice President shall oversee all committees and manage babysitting arrangements for PTO meetings; Junior Vice President assists the Senior Vice President in fulfilling all duties; and both shall assume specific responsibilities as designed by the Executive Board.

Section 4. TREASURER — shall receive and be the custodian for all monies of the organization; shall disburse funds, keep an accurate record of all receipts and expenditures; present a statement of account at each Business and Planning Meeting; shall make periodic full financial reports to the organization as directed by the Executive Board; and shall make monthly financial reports to the Auditor. All disbursements or other forms of withdrawal in excess of \$10,000.00 shall require the signatures of both the Treasurer and the Senior President, one of the Co-Senior Presidents, or the Auditor. Upon completion of first year of term as Treasurer, the Treasurer shall assume the role of the Auditor.

Section 5. SENIOR & JUNIOR SECRETARY — shall keep record of all meetings of the organization; shall contact Communication Officer with information that needs to be communicated to all members, will conduct correspondence for the organization; shall distribute minutes of meetings to the Executive Board via the organizations website after each meeting; and shall perform other duties as are delegated.

Section 6. AUDITOR — shall receive and analyze financial reports generated by the Treasurer; and shall report to the Executive Board any financial irregularities. As an alternative to the Senior President or one of the Co-Senior Presidents, the Auditor shall provide the second signature on all disbursements or other forms of withdrawal in excess of \$10,000.00

Section 7. SENIOR & JUNIOR COMMUNICATIONS OFFICER — shall serve as the primary communications resource for the PTO officers and chairpersons with the primary goal of improving effectiveness and efficiency of PTO communications; and shall perform other duties as delegated.

Section 8. EQUITY & EDUCATION LIAISON — shall act as liaison between the Clark Equity Committee (CEC) and Executive Board.

Article VII — Executive Board

Section 1. The Executive Board shall consist of the officers of the PTO, the school principal, and the staff representative.

Section 2. The Executive Board shall conduct business on behalf of the PTO between regularly scheduled Business and Planning Meetings. Each year the Executive Board shall prepare a budget and submit it for approval at the May Business and Planning Meeting. Copies of the proposed budget shall be made available to the general membership prior to the September meeting.

Article VIII — Committees

Section 1. Committees shall be created by the Executive Board as may be required.

Section 2. The chairperson of all committees shall be appointed by the PTO office of Vice President with the approval of the Executive Board.

Section 3. The term of office of each committee chairperson shall coincide with the terms of the elected officers of the PTO and last no less than 1 year and at the discretion of the Executive Board.

Section 4. The chairpersons of all committees shall work within the approved budget and existing committee descriptions. Any deviations from these pre-approved conditions must be approved by the Executive Board.

Article IX — Meetings

Section 1. Business and Planning Meetings shall be held monthly from September through May. Time and place for the meeting shall be determined by the Executive Board. An agenda shall be prepared each month and distributed to the general membership at least one day prior to the meeting. A simple majority of the members of the Executive Board shall constitute a quorum.

Section 2. All meetings of the organization, the Executive Board and various other committees are open to all interested PTO members, parents and staff.

Section 3. Minutes of the meetings will be published online.

Section 4. Special Meetings of the organization may be called by the Executive Board or by ten or more active members, provided no business shall be transacted at a Special Meeting other than that for which the Special Meeting is called.

Article X — Rules of Order

Section 1. The rules contained in ROBERT'S RULES OF ORDER REVISED shall govern this group in all cases in which they are applicable and in which they are not inconsistent with these By-Laws.

Article XI — Amendments

Section 1. The Constitution and By-Laws may be amended at any Business and Planning Meeting of the PTO. A minimum of fifteen voting members must be present and a two-thirds

majority of the voting members present is required for approval. Notice of the proposed amendment shall have been given at the previous Business and Planning Meeting.

Section 2. A committee may be appointed to undertake a revision of the Constitution and/or By-Laws only by a majority vote at a Business and Planning Meeting of the PTO.

Article XII — Specific Policies

Section 1. Bereavement Policy - The Executive Board, on behalf of the PTO, will acknowledge the death of any current Clark staff member, student or the immediate family of a Clark staff member or student. The immediate family will include a parent or guardian, child or spouse/partner in the case of staff, or sibling in the case of a student. The acknowledgement will be made in the manner deemed appropriate by the Co-Presidents based on the request of the family. Any monetary donation will not exceed \$50.