



# WATCHUNG PTO BY-LAWS

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## BY-LAWS of Watchung Borough Schools Parent Teacher Organization

### ARTICLE I – NAME & DESCRIPTION

1. **NAME:** The name of this organization shall be the Watchung Borough Parent Teacher Organization, commonly referred to as the Watchung PTO (the “Organization”), located at 113 Bayberry Lane in the Borough of Watchung, County of Somerset, in the State of New Jersey.

2. **DESCRIPTION:** The organization shall be non-commercial, non-sectarian, non-partisan and non-profit. Recognition that the Organization is a 501 (c) (3) Tax-Exempt Organization as defined by the Internal Revenue Service and has a Charitable Registration License with the State of NJ and shall conduct all activities of the Organization in accordance with the rules of these bodies so as to maintain its non-profit, charitable status.\*

### ARTICLE II – OBJECTIVES

The goals of the Organization shall be:

1. To strengthen the education and cultural enrichment of Watchung Borough Schools’ (Bayberry Elementary School and Valley View Middle School) students;
2. To promote the emotional and physical well-being of the children in the school, the community and the home;
3. To build a closer relationship between the home and school; and
4. To stimulate reciprocal interest and interaction between the community and the school system.

### ARTICLE III – POLICIES

The policies of the Organization shall be:

1. To sponsor programs which shall be of an educational, informative nature;
2. To sponsor fund-raising projects; the profits to be used to further the objectives stated in Article II;
3. To cooperate with other organizations or agencies active in child welfare, subject to approval by the PTO Board (as defined herein);



## WATCHUNG PTO BY-LAWS

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4. To cooperate with the school administration to support the improvement of the overall education of the children and to assist said administration in conducting such programs deemed necessary for the efficient operation of the school, subject to the approval of the Executive Board;
5. To publicize PTO activities and school events via the Organization's website, social media pages and school e-blasts; and
6. To refrain from directly or indirectly endorsing any Board of Education or public elected official candidate

### ARTICLE IV – FINANCIAL POLICIES

1. **FISCAL YEAR:** The fiscal year of the Organization begins July 1st and ends June 30th of the following year.
2. **BANKING:** All funds shall be kept in a checking and a savings account in the name of the Organization, shall require the signature of the Treasurer or President and held at a local financial institution determined by the Executive Board. Currently two checking accounts (a regular checking account and a Gaming Funds checking account) and a savings account are held at Bank of America.
3. **REPORTING:** All financial activity shall be recorded in a manual or computer-based accounting system. The Treasurer shall reconcile the account(s) monthly and report all financial activity monthly to the Executive Board.
4. **ENDING BALANCE:** The Organization shall leave a minimum of \$15,000 in the treasury at the end of the fiscal year. This balance is to remain in the savings account. However, if there are exigent circumstances or an emergency, the PTO may vote to access those funds to mitigate the exigent circumstances or emergency.
5. **CONTRACTS:** Contract signing authority is limited to an Executive Board Member as defined in Article VII. 6. **INSURANCE:** All PTO sponsored activities must fall under the approval of the PTO insurance guidelines. Any additional insured changes to the insurance policy, or any other change to the insurance policy must be approved by a majority vote of the Executive Board.

### ARTICLE V – MEETINGS

1. **GENERAL MEETING OF THE ORGANIZATION:** Meetings of the general membership of the Organization shall be held approximately once a month between September and June of the following year. Any meetings held during the summer months are the discretion of the Executive Board.
2. **SPECIAL MEETINGS:** The Executive Board may call special meetings of the general membership, with a minimum of five-days' notice having been given.



## WATCHUNG PTO BY-LAWS

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3. **VOTING:** Each paid member in attendance at the Organization general meeting shall be eligible to vote as set forth in Article XI, Section 4. Absentee or proxy votes are not allowed. All Executive Board members with a paid PTO membership are allowed to vote.

4. **ELIGIBILITY:** The privilege of holding office, introducing motions, debating and voting shall be limited to members whose current dues are in Good Standing.

5. **QUORUM:** Twelve paid members in attendance shall constitute a quorum at each meeting. A motion shall be considered passed upon a majority vote of the members present at a general meeting of the Organization. Executive Board members with a paid PTO membership are considered a paid member. If a quorum is not met during a meeting, any business conducted during that meeting will be considered null and void.

### ARTICLE VI – MEMBERSHIP AND DUES

1. **MEMBERSHIP:** Any parent or guardian with a child enrolled in the Watchung Borough Schools or any school staff member interested in the goals of the Organization and willing to uphold its policies and subscribe to its By-Laws may become a member upon payment of dues. Any questions relating to the definition of Parent or Guardian are to be determined by the majority vote by the Executive Board.

2. **DUES:** The annual dues of the Organization for each fiscal year shall be established by a majority vote of the Executive Board.

3. **ENROLLMENT:** The organization shall conduct an annual enrollment of members, but persons may be admitted to membership at any time.

4. **GOOD STANDING:** Those persons who have satisfied the standard of membership set forth above, who have paid dues and who are currently enrolled in the Organization shall be considered to be in good standing of the Organization and shall be eligible to participate in its business meetings or serve in any of its elective or appointive positions.

### ARTICLE VII – MEMBERSHIP DUTIES

#### 1. THE EXECUTIVE BOARD:

A- Shall consist of the following elected Officers: President, 1st Vice-President, 2nd Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer (collectively, the “Officers” or the “Executive Board”);

B- Shall regularly meet once a month prior to the General Membership meeting in an Executive Board session. All Executive Board sessions are confidential unless otherwise agreed upon by the Executive Board.

C- Shall have the authority to transact business between meetings of this Organization;



# WATCHUNG PTO BY-LAWS

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D- Shall not permit the transference of his or her voting right by proxy or other method to anyone outside the Executive Board;

E- Shall approve all upfront expenditures for fundraiser activities with written approval from the Executive Board; and f. Shall assist in the smooth transition between PTO Executive Boards.

## 2. THE GENERAL MEMBERSHIP:

A- Shall consist of the Executive Board members and all families of our school system who have paid their annual dues and meet the criteria of Membership as per Article VI;

B- Shall have authority to approve the Nominating slate as presented by the Nominating Committee;

C- Shall have authority to approve and accept By-Laws for this organization, and any amendments and/or revisions;

D- Shall have authority to approve any major expenditures prior to the disbursement of funds; and

E- Shall meet at least once a month from September to June of the following year.

## ARTICLE VIII – DUTIES AND POWERS OF THE EXECUTIVE BOARD

1. **POWERS:** The Executive Board shall have power to transact business between meetings of this Organization and shall direct and coordinate activities consistent with the Objectives set forth in Article II and Policies set forth in Article III of these By-Laws.

2. **DUTIES:** The following are the duties of the Executive Board:

A- Create standing committees to promote the work of the Organization;

B- Post copies of the previous General Membership meetings to the Watchung PTO Website;

C- Approve the CPA to assist the Organization in its taxation submission;

D- Submit to the general members of the Organization a budget for approval for the fiscal year, no later than the first meeting in September;

E- Approve all upfront expenditures for fundraiser activities; and

F- Deliver all official materials (and electronic files) to any successor Executive Board members upon their election or assumption of duties.

## ARTICLE IX – DUTIES OF THE EXECUTIVE BOARD MEMBERS AND ITS ADVISORS



## WATCHUNG PTO BY-LAWS

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1. **PRESIDENT:** The President of the Executive Board shall perform the following duties:

A- Preside at all meetings of this Organization and its Executive Board;

B- Appoint, with the 1st Vice President, all committee chairpersons;

C- Coordinate the activities of the Officers and committees in order that the objectives set forth in Article II;

D- May attend any committee meetings as an ex-officio member of all committees;

E- Oversee and assist the 2nd Vice President in the selection of Homeroom parents for each class and the distribution of class lists to Homeroom parents;

F- Shall have his/her vote serve as a tiebreaker in all matters being voted on by the Executive Board;

G- Sign all documentation relating to annual reports, tax returns, charitable designations, etc.;

H- Attend all PTO events, as needed;

I- Report back to the Executive Board, as needed; and

J- Transition all President electronic and paper files to the incoming elected President.

2. **1st VICE PRESIDENT:** The 1st Vice President of the Executive Board shall perform the following duties:

A- Perform the duties of the President in his/her absence in accordance with Article VII, Section 1;

B- Aid the President in the performance of his/her duty to fill all PTO Board vacancies;

C- Appoint, with the President, all committee chairpersons;

D- Lead the Committees as delineated by the President;

E- Act as Membership chairperson;

F- Chair any other committee of his/her choice;

G- Attend all PTO events, as needed; and

H- Report back to the Executive Board, as needed.



## WATCHUNG PTO BY-LAWS

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**3. 2nd VICE PRESIDENT:** The 2nd Vice President of the Executive Board shall perform the following duties:

A- Oversee and assist the President in the selection of Homeroom parents for each class and the distribution of class lists to Homeroom parents;

B- Assist, as needed during the year, with matters concerning Homeroom parents and classroom activities;

C- Collect, review with Executive Board, update and distribute transition folders;

D- Work as liaison between committee chairs, volunteers and President;

E- Attend all PTO events, as needed; and

F- Report back to the Executive Board, as needed.

**4. RECORDING SECRETARY:** The Recording Secretary of the Executive Board shall perform the following duties:

A- Record the minutes of all meetings of the Organization and present them at each regular meeting of the Organization for adoption;

B- Maintain a copy of the Organization membership list and determine a quorum at all meetings;

C- Retain a copy of Robert's Rules of Order for reference at all meetings;

D- Organize and distribute back to school gifts to teachers and school offices;

E- Attend all PTO events, as needed; and

F- Report back to the Executive Board, as needed.

**5. CORRESPONDING SECRETARY:** The Corresponding Secretary of the Executive Board shall perform the following duties:

A- Conduct the correspondence of the Organization;

B- Inform the Executive Board and Organization members of meeting dates;

C- Provide copies of monthly meeting minutes and financials to the Principal, Officers, and Organization (ie: PTO Website);

D- Maintain the PTO website;



## WATCHUNG PTO BY-LAWS

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- E- Maintain the PTO social media account(s);
- F- Send PTO email blasts at an Executive Board Member's request;
- G- Coordinate with the Board of Education, Valley View Middle School, and Bayberry Elementary School secretaries to ensure all pertinent PTO dates are on the District calendar and web pages;
- H- Communicate important PTO dates to the Watchung Borough Hall Town Clerk;
- I- Attend all PTO events, as needed; and
- J-Report back to the Executive Board, as needed.

### 6. **TREASURER:**The Treasurer of the Executive Board shall perform the following duties:

- A- Have charge of all PTO funds and keep an accurate computerized record of receipts and expenditures and present a financial report at each Board meeting and General Membership meeting;
- B- Receive all bills and invoices, make all deposits, and disburse funds in accordance with the approved budget;
- C- Will not disburse any funds for upfront expenditures for fundraiser activities until approval by the Executive Board;
- D- Prepare a yearly budget, with the assistance of the Executive Board, prior to the first September PTO General Membership meeting;
- E- Following approval of the Executive Board, present the budget to the General Membership for their approval on or before the General Membership meeting in September. The Budget must be approved by a majority vote of a General Membership quorum;
- F- Notify committee chairs of their budgets;
- G- Connect with the certified public accountant or tax preparer ("CPA") yearly and submit the appropriate required paperwork to the CPA including financial statements necessary to file federal and state taxation annually. Ensure the CPA renews the Charitable Registration License;
- H- Maintain the business license for not for profit status. Such applicable documentation shall be signed by the President;



## WATCHUNG PTO BY-LAWS

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I- Maintain the Organization's Incorporation Documents, By-Laws, nonprofit determination letter, Tax Exemption Certificate and charitable gaming license (if applicable) including keeping all licenses current by filing all necessary forms and fees as required. Such applicable documentation shall be signed by the President;

J- Provide access to information requested by the Auditing Committee during quarterly audits;

K- Attend all PTO events, as needed; and

L- Report back to the Executive Board, as needed.

**7. IMMEDIATE PAST PRESIDENT & IMMEDIATE PAST TREASURER:** Immediate Past President and Immediate Past Treasurer are defined as the President and Treasurer, respectively, preceding the newly elected President and Treasurer and shall perform the following duties:

A- Serve as advisors to the Executive Board and may attend Executive Meeting sessions at the request of the Executive Board; and

B- Do not have any voting authority or specific Executive Duties with the exception of maintaining confidentiality.

### ARTICLE X – NOMINATION OF OFFICERS

1. The Nominating Committee shall consist of two members who are not currently seeking nominations. The Nominating Committee should consist of one (1) member from the general membership and one (1) outgoing PTO Board member. If the aforementioned member(s) are not available in accordance with the rules set herein, any available members may serve. The Nominating Committee members are determined by a majority vote of the Executive Board and shall be in place by the end of February.

2. The Nominating Committee is responsible for:

A- Identifying and nominating individuals to fill upcoming vacant positions in the Executive Board;

B- Posting the names of candidates accepting nominations on the PTO website prior to the presentation of candidates to the membership, as well as a brief written statement provided by the candidate as to why the candidate is running;

C- Presenting to the General Membership all the names of those candidates submitting their names for consideration in each officer position;





## WATCHUNG PTO BY-LAWS

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D- Determining, organizing and implementing the specific voting format and timing of the election;

E- Ensuring the integrity of the voting such that all Members cast only one vote and all votes are anonymous other than being known only to the Nominating Committee;

F- Allowing write-ins for all positions;

G- Tallying all votes, and h. Posting the results of the election within 24 hours of the conclusion of the voting.

3. Nominations for all officers must be submitted before April 1st . If a candidate slate is available, it shall be presented at a general membership meeting in April. If a candidate slate is not available in April, it shall be presented at the next general membership meeting in which the candidate slate is available.

### ARTICLE XI – ELECTION OF THE EXECUTIVE BOARD

1. Voting for the Executive Board shall occur in May whenever possible, but no later than the end of June. Any proposed dates deviating from this timeline require approval by the majority of the Executive Board.

2. Voting for newly elected Board Members may occur in one of the following two potential formats:

A- Voting may occur in person at either of the school locations and be split during day and evening hours; (at least one member of the Nominating Committee must be present at any in-person voting session format), or

B- Voting may occur electronically through a secure application approved by the Executive Board where each registered PTO Member has the ability to cast one vote.

3. Once a vote is submitted, either electronically or in person, it cannot be changed/alterd or revised by the Nominating Committee or Voter. Officers shall be elected by a majority of votes cumulated via voting format utilized.

4. One vote per membership. Membership is defined in Article VI, Section 1. All non-member votes will not be counted.

5. All newly elected Officers shall officially assume office on July 1 st, and serve for a term of one year, but be allowed to be re-elected for a second one-year term. No officer may hold the same office for more than two one-year terms consecutively.

6. Newly elected officers are permitted to attend all Executive Board meetings following announcement of election results as non-voting participants and at the same time prepare for the coming year.



## WATCHUNG PTO BY-LAWS

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7. A vacancy occurring in an office, either abdicated or unfilled, shall be filled by majority vote of the Executive Board, with the 1st Vice President given the right of first option to assume the Presidency should the Presidency become vacant during the year.

### ARTICLE XII – COMMITTEES

1. The Executive Board may deem it necessary to establish other committees in order to further the goals of this Organization.
2. The President and 1st Vice President shall appoint the chairperson(s) of each committee for a period of at least one (1) school year.

#### 3. DUTIES OF COMMITTEE CHAIRS:

- A- Committee chairpersons are required to follow a set of guidelines created by the Executive Board;
- B- Committee chairpersons shall present his/her plans and progress to the General Membership and no work shall be undertaken without the approval of the Executive Board;
- C- Committee chairpersons cannot go over their established budget without approval of the Executive Board; and
- D- Committee chairpersons are required, at the end of their terms, to submit to the 2nd Vice President a summary report and the file or notebook of his/her committee.

### ARTICLE XIII – AUDITING COMMITTEE

1. The Auditing Committee is determined by the 1st Vice President and shall consist of at least one member of the Executive Board (other than the Treasurer & President) and one member of the General Membership. The Immediate Past Treasurer and the Immediate Past President may serve on the Auditing Committee as part of the General Membership.
2. Current Financials are to be audited on a quarterly basis, as follows:
  - July, August and September financials audited in October;
  - October, November and December financials audited in January;
  - January, February and March financials audited in April
  - April, May and YTD June financials audited in June.
3. Auditing financials may include (but are not limited to) reviewing all monetary receipts and expenditures, electronic and paper records, monthly bank statements, Venmo/ETF/wire transactions and history, contracts or agreements involving transfer of



# WATCHUNG PTO BY-LAWS

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PTO money, bank agreements, licenses, renewals, tax documentation and correspondences with accountant, or other relevant information. To the extent an individual has used their personal account (e.g., Venmo/Zelle/etc.), the Auditing Committee may also request to review those records.

## ARTICLE XIV – PARLIAMENTARY AUTHORITY

1. The supreme authority on questions of parliamentary procedure shall be Robert's Rules of Order, Revised, where otherwise not specifically stated in the by-laws.
2. Any egregious violation of the by-laws may result in removal of an Executive Board Member or PTO Member. Egregious violation is determined by majority vote of those on the Executive Board not in question of said violation.

## ARTICLE XV – INDEMNIFICATION OF EXECUTIVE BOARD

1. The Executive Board shall be, and hereby is, indemnified against expenses and costs (including reasonable attorney's fees) incurred in connection with any proceeding involving such Executive Board members of the Organization to the full extent permitted by Section 15A:3-4 of the New Jersey Nonprofit Corporation Act (N.J.S.A. 15A:1-1 et seq.) as it may be amended from time to time, or any successor legislation.

## ARTICLE XVI – AMENDMENTS

1. Any member of this organization may submit in writing to the Executive Board any suggestions for changing the ByLaws.
2. Upon approval by the General Membership, these by-laws may be amended at any regular meeting of this Organization by a two-thirds (2/3) vote of the members present and voting, provided that the Proposed Amendments are provided to the General Membership and notification of a vote on the Proposed Amendments shall have been given at least two (2) weeks prior to the scheduled vote.
3. A committee may be appointed to submit a revised set of By-Laws as a substitute for these By-Laws by a majority vote at a meeting of the Organization, or by a two-thirds (2/3) vote of the Executive Board. The requirements for adoption of the revised set of By-Laws shall be the same as in the case of an amendment.

## ARTICLE XVII – DISSOLUTION

1. Upon dissolution of the Organization, all funds left in the Treasury shall be used solely for Bayberry Elementary School and Valley View Middle School. The Executive Board shall follow all applicable laws to effectuate the dissolution. The Executive Board shall grant approval of disbursement of said funds.



## WATCHUNG PTO BY-LAWS

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\* Note: If a purchase is made using personal funds (personal check or personal credit card), the purchase does not qualify for exemption from Sales Tax, even if the individual making the purchase will be reimbursed by the organization. The Watchung PTO's Business Registration Certificate may be suspended or revoked if a person acting on the behalf of the Watchung PTO willfully issues the Exemption Certificate for the purpose of making a tax exempt purchase of tangible personal property and/or services that is not used in a tax exempt manner. The willful issuance of a false or fraudulent Exemption Certificate with the intent to evade Sales or Use Tax is a misdemeanor.