

## BYLAWS FOR ELL-SALINE ELEMENTARY CPTA

### ARTICLE I. NAME

The name of this organization is the Ell-Saline Elementary Community Parent Teacher Association (ESE CPTA), Salina, Kansas.

### ARTICLE II. PURPOSES

Section 1. The Purposes of the Ell-Saline Elementary CPTA are:

- a. To promote the welfare of children and youth in home, school, and community.
- b. To raise the standards of home life.
- c. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.
- d. To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, and social education.

Section 2. The Purposes of the Ell-Saline Elementary CPTA are promoted through an advocacy and educational program directed toward parents, teachers, and the general public; are developed through conferences, teams, projects, and programs; and are governed and qualified by the basic policies set forth in Article III.

Section 3. The organization is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter "Internal Revenue Code").

### ARTICLE III. BASIC POLICIES

The following are basic policies of the Ell-Saline Elementary CPTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization shall work with the schools and community to provide quality education for all children and youth and shall seek to participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities, and local education authorities.
- c. The organization shall work to promote the health and welfare of children and youth and shall seek to promote collaboration between parents, schools and the community at large.
- d. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons except that 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 Article II hereof.

- e. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- f. Upon the dissolution of the organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.
- g. The organization or members in their official capacities shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

#### ARTICLE IV: MEMBERSHIP AND DUES

Section 1. Membership in this organization shall consist of parents, faculty and staff of USD 307, and other interested patrons of Ell-Saline Elementary School.

Section 2. Membership in this local CPTA shall be made available by this local CPTA, without regard to race, color, creed, or national origin.

Section 3. This CPTA shall conduct an annual enrollment of members but may admit individuals to membership at any time. The membership year shall be August 1 through July 31.

Section 4. Each member of this CPTA shall pay such annual dues to said organization as may be determined by the organization.

#### ARTICLE V: OFFICERS

Section 1. Each officer shall be a member of this local CPTA. No person shall hold any elective or appointive position in any local CPTA who is not a member in good standing of such local CPTA.

Section 2. The officers of this CPTA shall be a president, vice president, secretary, treasurer, parliamentarian, hospitality, historian, and principal.

Section 3. Officers shall be elected by ballot in the month of April. However, if there is but one nominee for any office, election for that office may be by voice vote.

Section 4. The following provisions shall govern the eligibility of individuals to be officers of the Ell-Saline Elementary CPTA:

- a. No officer may be eligible to serve more than two consecutive terms in the same office. A person who has served in an office for more than one half of a full term shall be deemed to have served a full term in such office.
- b. In order to qualify for the office of president, the nominee shall preferably have served previously on the Executive Team for at least one year.
- c. The consent of each candidate must be obtained before their name is placed in nomination. Additional nominations may be made from the floor, provided that the consent of each candidate has been obtained.

Section 5. Officers shall assume their official duties following the close of the school year, except the treasurer who shall assume that officer's duties at the close of the fiscal year (July 31st). Officers shall serve for a term of one year or until their successors are elected.

Section 6. Nominating team:

- a. The nominating team shall be elected.
- b. There shall be a nominating team composed of five members; two members to be elected by the Executive Team from its body and two members to be elected by the association at least one month prior to election. The principal shall be a standing member of the nominating team. The president shall appoint one of the elected members to serve as chairman.
- c. The team shall nominate an eligible person for each office to be filled and report its nominees at the regular meeting in March at which time additional nominations may be made from the floor.
- d. Only those individuals who are current members of this CPTA and who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

Section 7. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the Executive Team, notice of such election having been given. In case a vacancy occurs in the office of president, the first vice president shall serve notice of the election.

Section 8. An elected officer may be removed from office by a two-third vote of the Executive Team. Such action shall be taken only when an elected officer fails to perform the duties as stated in the bylaws.

## ARTICLE VI: DUTIES OF OFFICERS

Section 1. The president shall:

- a. preside at all meetings of this CPTA;
- b. coordinate with the Publicity Chair;
- c. perform such other duties as may be prescribed in these bylaws or assigned by the association;
- d. serve as an executive member of the Yearbook Team, Website/Newsletter Team and Budget Team;

- e. coordinate the work of the officers and teams of this CPTA in order that the Purposes may be promoted; and
- f. appoint a parliamentarian and historian, if desired.

Section 2. The vice president shall:

- a. serve as aide to the president;
- b. perform the duties of the president in the president's absence or inability to serve;
- c. countersign all checks larger than \$100 written by the Treasurer on the CPTA's behalf;
- d. coordinate with the Fall Events Chair;
- e. act as executive member of the Carnival Team, Monster Mash Team, Budget Team;
- f. head the Classroom Communicator Program; and
- g. perform such other duties as may be prescribed in these bylaws or assigned by the association.

Section 3. The secretary shall:

- a. record and preserve the minutes of all meetings of the Ell-Saline Elementary CPTA;
- b. be prepared to read the records of any previous meetings;
- c. preserve all records, including submission to the ECHO;
- d. have a current copy of the bylaws and standing rules;
- e. enter in a permanent record of the bylaws, standing rules and all changes and amendments;
- f. maintain a current membership list;
- g. conduct the correspondence of the association, except that which belongs to certain teams or officers;
- h. notify members of the Executive Team as to meeting dates;
- i. coordinate with the Spring Events Chair;
- j. act as an executive member of the Track Meet team, Volleyball Camp Team, and Budget team; and
- k. perform such other duties as may be prescribed in these bylaws or assigned by the association.

Section 4. The treasurer shall:

- a. have custody of the funds of this CPTA;
- b. maintain a full account of the funds of this CPTA;
- c. make disbursements as authorized by the president, Executive Team, or this CPTA in accordance with the budget adopted by this CPTA;
- d. have checks signed by the treasurer and vice president if larger than \$100;
- e. cause to be kept a full and accurate account of the receipts and disbursements in the books belonging to the Ell-Saline Elementary CPTA;
- f. provide a financial statement at each meeting;
- g. present an annual report of the financial condition of the organization;

- h. submit the books annually for an audit by an auditor or auditing team of three CPTA members, selected by the Executive Team or executive team, whose report shall be adopted by the general membership;
- i. be responsible for preparing or having prepared IRS forms at the proper time;
- j. coordinate with the Fundraising Chair;
- k. act as an executive member of the Fundraising Team and the Budget Team; and
- l. perform such other duties as may be prescribed in these bylaws or assigned by the association.

Section 5. The historian shall:

- a. compile and keep all records pertaining to the history of the association, and shall record it in a bound book;
- b. keep a scrapbook for newspaper and publicity notices; and
- c. perform such other duties as may be prescribed in these bylaws or assigned by the association.

Section 6. The parliamentarian shall:

- a. will attend meetings and have a copy of the Bylaws and Roberts Rules of Order Revised for reference; and
- b. perform such other duties as may be prescribed in these bylaws or assigned by the association.

Section 7. The hospitality chairman shall:

- a. welcome new families to the school;
- b. arrange to have CPTA New Family Guide Books prepared for new families (book contains list of officers, classroom coordinators and important dates to remember, at a minimum);
- c. organize food, drinks and babysitting at CPTA meetings;
- d. send cards to any students, faculty or staff that is hospitalized, seriously ill or has a death in the immediate family;
- e. send birthday cards to all faculty and staff;
- f. send other cards as necessary;
- g. choose and purchase "In Memory" books for any deceased immediate family members of faculty and staff;
- h. update front hall bulletin board, calendar and birthdays;
- i. coordinate school supply sales;
- j. coordinate with Staff Events Chair;
- k. act as executive member of Teacher Appreciation Team and Budget Team; and
- l. perform such other duties as may be prescribed in these bylaws or assigned by the association.

Section 8. The principal shall:

- a. provide advice and guidance to the CPTA in making business decisions; and
- b. serve as liaison between the school and CPTA;

Section 9. All officers shall:

- a. meet within 30 days of installation of office for the purpose of appointing team chairmen and begin planning for the ensuing year.
- b. perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president, the executive team or association;
- c. attend meetings of officers as scheduled by the president of their representative;
- d. compile the proposed budget;
- e. establish meeting dates and times; and
- f. turn over to the president, without delay, all records, books, and other materials pertaining to their office (except treasurer's books which must be closed by July 31 and submitted for audit), and shall return to the treasurer, without delay, all receipts and funds pertaining to their office upon the expiration of their term or in case of resignation.

#### ARTICLE VII. EXECUTIVE TEAM

Section 1. Each Executive Team member shall be a member of this CPTA. No person shall hold any elective or appointive position in any CPTA who is not a member in good standing of such CPTA.

Section 2. A CPTA member shall not serve as a voting member of this CPTA's Executive Team while serving as a paid employee of or under contract to this CPTA.

Section 3. The members of the Executive Team shall be:

- a. elected officers; and
- b. standing team chairs, principal or representative.

Section 4. The affairs of the Ell-Saline Elementary CPTA shall be managed by the executive team in the intervals between CPTA general membership meetings. Duties of the executive team shall be to:

- a. carry out such business as may be referred to it by the membership of the association;
- b. create standing and special teams;
- c. approve the plan of work presented by team chairmen;
- d. present a report at the regular general membership meetings of this local CPTA;
- e. select an auditor or an auditing team to audit the treasurer's accounts;
- f. prepare and submit an annual budget to CPTA's general membership for adoption; and
- g. approve payment of routine bills within the limits of the approved budget.

Section 5. Special meetings of the executive team may be called by the president or when requested by a majority of the executive team, five days' notice to each member of the executive team. The purpose of the meeting shall be stated.

Section 6. At all meetings of the executive team, a majority of the members of the executive team shall constitute a quorum for the transaction of business.

Section 7. If any member of the executive team shall at any time cease to meet the qualifications or fulfill the duties of the position, that person may be removed from the executive team by a resolution adopted by the executive team.

Section 8. Upon the expiration of the term of office, or when individuals cease to hold the position that entitles them to be a member of the executive team, they shall automatically cease to be a member of the executive team and shall be relieved of all duties and responsibilities incident to such membership. All records, books and other materials pertaining to the position shall be turned over to the president and all funds pertaining to the position shall be returned to the treasurer within fourteen days.

#### ARTICLE VIII. TEAMS

Section 1. Only members of this local CPTA shall be eligible to serve in any elective or appointive positions.

Section 2. The standing teams of this CPTA shall be:

- a. Fall Events, including Carnival and Monster Mash.
- b. Fundraising;
- c. Publicity, including Yearbook and Website/Newsletter
- d. Spring Events, including Track Meet and Volleyball Camp
- e. Staff Events, including Teacher Appreciation
- f. Library Fund

Section 3. Special teams are created for a special purpose and automatically cease to exist when their work is done and the final report is received. The executive team may create such special teams as it may deem necessary.

Section 4. The chairmen of teams shall be selected by the officers of the association.

Section 5. The chair of each team shall present a plan of work to the executive team for approval. No team work shall be undertaken without the consent of the executive team.

Section 6. The president shall be a member ex officio of all teams except the nominating team. The president shall be notified of all team meetings.

## ARTICLE IX. GENERAL MEMBERSHIP MEETINGS

Section 1. In general membership meetings the right to offer motions, make nominations, speak in debate, and vote, shall be limited to members of this association whose dues are paid.

Section 2. Regular meetings of the general membership of the CPTA shall be held on the third Monday in the months of August, September, October, November, January, February, March, April and May, unless otherwise provided by this CPTA, or executive team. Five days' notice shall be given to the membership of any change of date.

Section 3. Special meetings of this CPTA may be called by the president or by a majority of the executive team five days' notice having been given.

Section 4. Ten members shall constitute a quorum for the transaction of business in any meeting of this CPTA.

Section 5. The annual meeting shall be the last general membership meeting of the year, at which time annual reports shall be received and new officers installed. The annual meeting shall be the last regular meeting of the school year, at which time the annual reports shall be received, the historian report, if applicable, and new officers installed.

## ARTICLE X. FISCAL YEAR

The fiscal year of the Ell-Saline Elementary CPTA shall begin on August 1 and end on the following July 31.

## ARTICLE XI. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Ell-Saline Elementary CPTA in all cases in which they are applicable and in which they are not in conflict with these bylaws.

## ARTICLE XII. AMENDMENTS

Section 1. These bylaws may be amended at any general membership meeting of the Ell-Saline Elementary CPTA by a two-thirds vote of those members present and voting, a quorum being present, provided that the proposed amendments have been provided to the membership at the previous regular meeting.

Section 2. If a complete revision of the bylaws is needed a team may be appointed by a majority vote at a general membership meeting of this CPTA, or by a two-thirds vote of the executive team of this CPTA, to submit a revised set of bylaws as a substitute for the existing bylaws.



## ARTICLE XIII. CONFLICT OF INTEREST POLICY

Section 1. 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. Any director, principal officers or member of a committee with governing board delegated powers, who has a director indirect financial interest, as defined below, is an interested person.

Section 3. A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement.
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. 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 Article XIII, Section 3, 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 4. 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 considering the proposed transaction or arrangement.

Section 5. 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 conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Section 6. Procedures for addressing the conflict of interest.

- a. 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.
- b. 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.
  - c. 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.
  - d. 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.

#### Section 7. Violations of the Conflict of Interest Policy.

- a. 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.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### Section 8. 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 9. 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.
- c. No voting member of the governing board of 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 10. Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflict of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 11. To ensure 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. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.


Section 12. When conducting the periodic reviews as provided for in Article XIII, Section 11, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.


#### ARTICLE XIV. DISSOLUTION

Section 1. This CPTA may be dissolved at any general membership meeting of the Ell-Saline Elementary CPTA by a two-thirds vote of those members present and voting, a quorum being present, provided that the proposed dissolution arrangements have been provided to the membership at the previous regular meeting.


Section 2. After all the debts and liabilities of CPTA have been paid, then all remaining funds must be spent for the benefit of Ell-Saline Elementary or distributed to a similar organization, or to the Cardinal Foundation if still in existence.

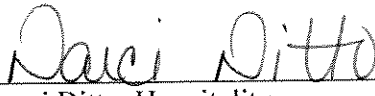
Dated this 19th day of November, 2007.

  
Michelle Griffin, President

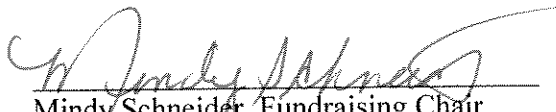
  
Wendy DeArvil, Vice President

  
Nikki Davenport, Secretary


  
Anita Bird, Treasurer

  
Darci Ditto, Hospitality

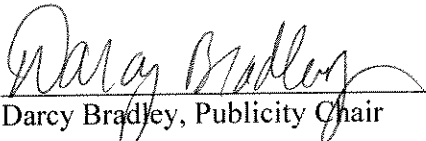
  
Dawn Pierce, Fall Events Chair


  
Mindy Schneider, Fundraising Chair

  
Angela Allen, Staff Events Chair

  
Dana Edgerton, Library Fund Chair

  
Laurie Came, Spring Events Chair

  
Darcy Bradley, Publicity Chair

  
Dana Sprinkle, Principal