

**BYLAWS of the Crestwood
PARENT-TEACHERS' ORGANIZATION (PTO)**

by the Parents, with the Teachers, for the Students

Approved by Board of Directors –

Approved by General Members –

ARTICLE I – Name

The name of this Organization shall be Crestwood Elementary Parent – Teachers' Organization (PTO herein). By the Parents, with the Teachers, for the Students.

ARTICLE II – Articles of Incorporation

The PTO exists as a Federal Not-For-Profit Corporation 501(c)(3). Its governing instruments consist of the Articles of Incorporation and these Bylaws. All officers, directors, and chairpersons serving the PTO shall be held harmless from any personal liability.

ARTICLE III – Purpose

The objective of the PTO shall be to promote communication, understanding, and a spirit of friendliness between parents and Crestwood Elementary School community. The PTO shall provide additional learning opportunities for the students, social events for families, and materials for the classroom and school not provided by the district.

ARTICLE IV – Board of Directors' Meetings

Section 1 – The Board of Directors' meetings of the PTO shall be held on the second Wednesday of the month at 6:30 p.m., or as may be designated by the Board of Directors.

Section 2 – At least two-thirds (2/3) of the Board of Directors shall be present to constitute a quorum for the transaction of business or a vote.

Section 3 – Each Director shall have one (1) vote per motion. Matters shall pass upon a majority vote.

Section 4 – All PTO members are welcome at meetings of the Board, but only elected board members may vote on issues brought before the Board with the exception of matters outlined in Article V Section 2.

Section 5 – Special meetings of the Board of Directors may be called by the President or by a majority of the members of the Board.

Section 6 - The President may issue a special notice to the Board of Directors via email to expedite urgent matters. The President shall notify the Board of the issue to be voted on via email or an online voting application. Directors shall be given three (3) days to respond. Such matters will pass upon a majority vote, with a minimum of at least two-thirds of directors casting votes. When voting via email, Directors shall reply all. When voting via app, such as Google Forms, results shall be sent to the full Board to ensure transparency.

Section 7 – Order of Business for Board Meetings and General Meetings

- a. Opening
- b. Acceptance of Minutes of the last meeting
- c. School Report
- d. Reports of Officers
- e. Open Discussion
- f. Closing

ARTICLE V – General Meetings

Section 1 – The general meetings of the PTO shall be held at least two (2) times per school year on the second (2nd) Wednesday of the month at 6:30 p.m. during such months as designated by the Board of Directors.

Section 2 – A quorum at a general meeting shall consist of the general members and Board members then present. Each member present shall have one (1) vote per motion. Such matters will pass upon a majority vote. General membership shall vote on matters pertaining to non-budgeted expenditures exceeding \$500, officer elections, and bylaw revisions.

Section 3 – The President may issue a special notice to general members via email to expedite urgent matters. The President shall notify general members of the issue to be voted on via an online voting application. Members shall be given three (3) days to respond. Such matters will pass upon a majority vote of responses within the 3 days.

Section 4 – Special meetings may be called by the President or by a majority of the members of the Board of Directors at a time and date as designated by the President or Board of Directors. No meeting will be held without allowing 48 hours' notification.

ARTICLE VI – Membership and Dues

Section 1 – Any parent, guardian, or staff member of Crestwood Elementary School is automatically a member of the PTO.

Section 2 – No payment of membership dues or annual dues is required.

ARTICLE VII – Directors, Officers, Committees, and Elections

Section 1 – The general authority and management of the business and affairs of the PTO shall be vested in the Board of Directors. The Board of Directors of the PTO may be comprised of these elected officers:

President, Vice President, Fundraising Coordinator, Social Events Coordinator, Hospitality Event Coordinator, Volunteer Coordinator, Treasurer, Assistant Treasurer, Recording Secretary, Corresponding Secretary, and Crestwood Elementary Dad’s Club Liaison.

Section 2 – The Board Of Directors shall retain a minimum of three members: President, Secretary, and Treasurer.

Section 3 –The Board of Directors are self-nominating positions. The election of Officers shall be held annually at the last general meeting of the school year (no later than the month of May) by a show of hands and, in the case of two (2) people running for the same office, by paper ballot, and simple majority of the members present will rule.

Section 4 – Installment of Officers shall take place at the May Board meeting and new Officers will begin transitioning duties to fully assume role responsibilities by July 1. The sitting President and Treasurer shall remain in place until fiscal year end.

Section 5 – No Officer shall be eligible to serve more than two (2) consecutive terms in the same office unless approved by the Board. Only members of Crestwood PTO are eligible to be directors or committee chairs. More than one (1) person may serve in the same office at the same time, upon Board approval, and such persons shall share the duties as co-chairs.

Section 6 – An Officer may resign from the Board by tendering his or her written resignation. If a vacancy occurs in an office, the President shall appoint an existing Board member(s) to fill the vacancy until a new Officer can be elected. When such a vacancy occurs, an election shall be held with nominations from the floor at the next general meeting to be held or the President may call a Special Meeting.

ARTICLE VIII – Financial Affairs

Section 1 – The Board shall develop and approve an annual budget. This budget shall be presented at the final general meeting.

Section 2 – The Board is authorized to approve an expenditure up to Five Hundred Dollars (\$500.00) for a non-budgeted item. Such items shall be presented to the general membership at the next general meeting. Non-budgeted expenses may only be authorized if there are available funds.

Section 3 – The Board shall have the power to transfer funds (through a Board vote) between and among existing budgeted items. Such items shall be presented to the general membership at the next general meeting. After an event is completed and should excess funds remain, such funds may be placed in the Miscellaneous Fund.

Section 4 – At any time and as approved by the Board, the Board may use available funds from the Miscellaneous Fund as the Board may determine.

Section 5 – Reimbursement for any expense made on behalf of the Crestwood PTO shall be made only after delivery of receipts to the Treasurer. All receipts must be submitted within 60 days with a reimbursement form, unless written notice is provided to the treasurer.

Section 6 – Expenses for any budgeted event shall not exceed the expected income for that event. Any exceptions shall be approved by a majority vote of the Board prior to the event.

Section 7 – All single budgeted expenditures of One Thousand Dollars (\$1000.00) or more shall require the solicitation of three (3) alternative bids (in written or electronic mail form) for said expenditure. A simple majority vote of the committee overseeing the expenditure shall determine which alternative is to be chosen. Said committee shall also include at least one (1) member of the Board of Directors. The committee may select the lowest bid or the best bid. Committee members may not artificially divide purchases to avoid bidding requirements or design bid specifications to favor a particular provider. All bids received shall be retained for one (1) year in the records of the PTO. The committee for said expenditure will report to the general membership at the next general meeting following the vote. If a bid is obtained from a Board member or general member or a company in which a Board Member or general member has a financial interest pursuant to Article XI, then Article XI shall also apply (unless district policy/procedures requires specific company to be used).

Section 8 – All event coordinators and chairpersons will be presented with a budget for their event. It is the responsibility of such coordinators and chairpersons to adhere to the budget. All coordinators and chairpersons shall give due diligence when purchasing products, materials, and/or services in order to achieve the best possible value of that item or service. Both cost and accessibility should be taken into consideration. All persons should use reasonable judgment in their decisions. If coordinators or chairpersons determine that the event may exceed budget, such persons shall notify the Board immediately. The Board will determine how to proceed. If

such persons exceed the budget without Board approval, such coordinators or chairpersons may not be reimbursed for those expenses.

Section 9 – All members, Officers, and Directors of the Crestwood PTO shall give due diligence when purchasing products, materials, and/or services in order to achieve the best possible value of that item or service. Both cost and accessibility should be taken into consideration. All persons should use reasonable judgment in their decisions.

Section 10 - The fiscal year of the PTO shall be July 1st to June 30th.

ARTICLE IX – Duties of Officers on the Board of Directors

Section 1 – Duties of the **President** shall be:

- a. To preside over and maintain order at all Crestwood Parent-Teachers' Organization meetings.
- b. To approve the appointment of members and Directors to serve on various committees or in such duties as may be needed.
- c. To serve as an ex-officio member of all committees.
- d. To hold meetings with the Principal as needed throughout the year.
- e. To have authority to sign checks on behalf of the organization.
- f. To attend leadership district meetings monthly **or send a representative.**
- g. To call for an audit of the books at any time deemed necessary.
- h. To check email and mail; pass on emails to Directors/committees when needed.
- i. To provide a summary of events and fundraisers for record keeping in the Google Drive.
- j. To serve as the PTO representative for notifying the District's Community Relations liaison of opportunities for media coverage.
- k. To perform all other duties usually pertaining to the office.

Section 2 – Duties of the **Vice President/President Elect** shall be:

- a. To serve on the Board of Directors for two consecutive years, taking on the role as President the second year.
- b. To attend leadership district meetings monthly, **as requested.**
- c. To attend meetings with the Principal, along with the President **when asked.**
- d. To act as an aide to the President and perform the duties of the President in case of the President's absence or inability to perform.
- e. To be an authorized signature on the bank account.
- f. To work with, assemble, and maintain the school directory for the current school year.
- g. To provide a summary of events and fundraisers for record keeping in the Google Drive.
- h. To perform all other duties as delegated by the President.

Section 3 – Duties of the **Treasurer** shall be:

- a. To provide a fiscal report at each General Meeting and each Board Meeting.

- b. To be responsible for disbursements and preparation of the budget.
- c. To pay all bills authorized by the PTO.
- d. To have the Treasurer's accounts examined annually by an auditing committee who, satisfied that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report. The auditing committee shall be composed of the outgoing President, incoming Treasurer, the incoming Assistant Treasurer, and up to three (3) other Board or general board members as appointed by the President. The committee must be composed of people such that no person shall audit their own work. If the stated members contradict this, the President must appoint their replacement.
- e. To verify all deposits made by the Assistant Treasurer.
- f. To follow and enforce the most recent cash management procedures as approved by the PTO General Membership.
- g. To keep financial forms up to date in the Google Drive.
- h. To perform all other duties as delegated by the President.

Section 4 – Duties of the **Assistant Treasurer** shall be:

- a. To verify the Treasurer's monthly reports.
- b. To assume the Treasurer's responsibilities at any meeting if the Treasurer cannot attend.
- c. To provide a cash box with the appropriate change for all events and advanced sales.
- d. To be responsible for receiving funds and making all deposits of the Crestwood PTO and committees.
- e. To be responsible to follow and enforce the cash management procedures as approved by the PTO General Membership.
- f. To keep financial forms up to date in the Google Drive.
- g. To perform all other duties as delegated by the President.

Section 5 – Duties of the **Recording Secretary** shall be:

- a. To keep a record of the proceedings of all the PTO meetings, Board and General, making them available to members at the General and Board meetings and, to post a copy of the General Meeting minutes on the Crestwood PTO website.
- b. To keep on file a copy of the PTO Bylaws.
- c. To record all votes of Board and General meetings.
- d. To perform all other duties as delegated by the President.

Section 6 – Duties of the **Corresponding Secretary** shall be:

- a. To publicize the time and date of the PTO General Meetings to all members.
- b. To upload flyers and promotional materials in the Google Drive.
- c. To maintain a website and social media sites for information from the Crestwood PTO for the Crestwood community
- e. To perform all other duties as delegated by the President.

Section 7 – Duties of the **Fundraising Coordinator** shall be:

- a. To coordinate fundraising events and investigate opportunities for new fundraisers, and plan to and secure the dates for these events.
- b. To form committees to carry out fundraising events.
- c. To provide a summary of events and fundraisers for record keeping in the Google Drive.
- d. To perform all other duties as delegated by the President.

Section 8 – Duties of the **Volunteer Coordinator** shall be:

- a. To solicit and coordinate volunteers for PTO events where volunteers are needed; and maintain the online sign-up website used to coordinate volunteers.
- b. To provide a summary of volunteers for events and fundraisers for record keeping in the Google Drive.
- c. To perform all other duties as delegated by the President.

Section 9 – Duties of the **Hospitality Events Coordinator** shall be:

- a. To coordinate the purchase of gifts as directed by the Board of Directors.
- b. To oversee and coordinate the hospitality events.
- c. **Organize Staff Appreciation events.**
- d. To Coordinate all aspects of the event (if needed; set up, break down, making sure the logistics of events are taken care of.)
- e. To provide a summary of events and fundraisers for record keeping in the Google Drive.
- f. To perform all other duties as delegated by the President.

Section 10 – Duties of the **Social Events Coordinator** shall be:

- a. **To work with the volunteers and committees to assist in events as needed.**
- b. **To coordinate family activities at Crestwood Elementary, as set in the agreed upon calendar and budget.**
- c. To chair social events, as needed.
- d. Coordinating all aspects of the event (if needed; set up, break down, making sure the logistics of events are taken care of).
- e. Work with the treasurer to make sure the budgets are established and entry fees are covered if needed and establish a projected return on investment.
- f. To provide a summary of events and fundraisers for record keeping in the Google Drive.
- g. To perform all other duties as delegated by the President.

Section 11 – Duties of the **Crestwood Elementary Dads' Club (CEDC) Liaison** shall be:

- a. To provide the Board summaries and updates of CEDC meetings and events, for the Board.
- b. To perform all other duties as delegated by the President.

ARTICLE X – Amendments

Upon Board approval, the general members shall be notified of any proposed Amendment to the Bylaws via mail, electronic mail or website, etc. General Members shall have at least thirty (30) days to review any proposed Amendment prior to a vote by the General Members. Amendments shall be adopted by a simple majority vote of members present at a general meeting, or under a special vote via online or a special general meeting.

ARTICLE XI – Conflict of Interest Policy

Section 1 – Conflict of Interest Policy:

- a. Purpose – The purpose of this Conflict of Interest policy is to protect Crestwood PTO interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a PTO member.

- b. Definitions
 1. Interested person – Any director, chairperson, or member of a committee with PTO Board of Directors’ delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

 2. Financial interest – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - i. An ownership or investment interest in any entity with which Crestwood PTO has a transaction or arrangement.
 - ii. A potential ownership or investment interest in or with any entity or individual with which the Crestwood PTO is negotiating a transaction or arrangement.

A financial interest is not necessarily a conflict of interest. See Number 2. of Paragraph c. of this Section 1.

- c. Procedures
 1. Duty to Disclose – 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 PTO Board of Directors and committees with PTO Board-delegated powers considering the proposed transaction or arrangement.

 2. Determining Whether a Conflict of Interest Exists - After disclosure of the financial interest and all material facts, and after any discussion with the

interested person, he/she shall leave the PTO Board of Directors or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists. A person who has a financial interest may have a conflict of interest only if the PTO Board of Directors or committee members decide that a conflict of interest exists.

3. Disclosure to Board of Directors - A committee shall report to the Board of Directors if such committee is contemplating entering into a transaction or arrangement that might benefit the private interest of a PTO member before any determination of conflict of interest can be made.
4. Power to Overrule Decisions - The Board of Directors shall have the power to overrule any decision made by a committee regarding a conflict of interest.
5. Procedures for Addressing the Conflict of Interest
 - i. An interested person may make a presentation at the Crestwood PTO Board of Directors 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.
 - ii. The President of Crestwood PTO shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - iii. After exercising due diligence, the Crestwood PTO Board of Directors shall determine whether the Crestwood PTO 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.
6. Best Interest - If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Crestwood PTO Board of Directors shall determine by a simple majority vote whether the transaction or arrangement is in Crestwood PTO's best interests, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, shall make its decision as to whether to enter into the transaction or arrangement.
7. Violations of the Conflict of Interest Policy
 - i. If the Crestwood PTO Board of Directors 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.
 - ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Crestwood PTO Board of Directors determines the member has failed to disclose an

actual or possible conflict of interest, it shall take appropriate corrective action.

8. Independent Contractor - Board members and general members may provide services for the Crestwood PTO as independent contractors through businesses they own. If payment for the service exceeds Two Hundred Fifty Dollars (\$250) per transaction, the PTO must obtain competitive bids (in written or electronic mail form) for the service, and such bids of the member's business must be the lowest or the best received. When determining a "Best" bid, the Board or committee shall take into consideration cost, accessibility, quality, availability or other factors the Board or committee determines important in rendering a decision. The member who is bidding for a service shall not be included in the decision-making process or in the vote of the Board or committee. As defined in Article XI.

ARTICLE XII – Limitation of Liability

Persons shall not be liable to the PTO for any loss or damage suffered by it on account of any action taken or not taken by such persons as an Officer of PTO, if such persons perform their duties, including their duties as members of committees upon which they may serve, in good faith and in a manner they reasonably believe a prudent person in a like position would use under similar circumstances. In performing their duties as an Officer, such persons are entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, that are prepared or presented by: 1) one or more Officers or Directors of the PTO Whom such person reasonably believes is/are reliable and competent in the matters prepared or presented; 2) counsel, public accountants, or other persons as to matters that the person reasonably believes are within the person's professional or expert competence: 3) a committee of the Board upon which such person does not serve, duly established in accordance with these Bylaws, as to matters within its designated authority, which committee the person reasonably believes to merit confidence.

Should the Board determine that an individual has been recklessly or criminally negligent, such individual may be held financially, legally, and/or criminally responsible and the Board has the power to seek legal action against such individual.

These By-Laws shall be reviewed and may be revised every five years by the Officers of the Corporation of that year (years ending in a 0 or 5, i.e. 2010, 2015). Any changes to the By-Laws should be presented at a General Meeting during the school year and voted upon by attending members; due notice of such a meeting having been given.

Revised 9/2025