

**Bylaws of the Twin Cities German Immersion School
Parent-Teacher Organization
Adopted March 2, 2009; Amended June 7, 2010**

Article I. Name. The name of the organization shall be the Twin Cities German Immersion School Parent Teacher Organization (TCGIS PTO). It shall be a nonprofit organization incorporated under the laws of the State of Minnesota.

Article II. Purpose. The TCGIS PTO's mission is to foster the relationship between school, home, and community for the academic success of all of our students. To that end, the PTO shall work in partnership with the school's administration, board, and committees and shall organize events, programs, and fundraisers in support of that mission.

Article III. Fiscal Year. The fiscal year of this organization shall begin on July 1 and end on June 30.

Article IV. Membership.

Section 1. Eligibility. Any parent, guardian, or other adult standing in loco parentis for a student at TCGIS may be a member and have voting rights. The director and any teacher employed at the school may be a member and have voting rights. To be eligible, teachers must be licensed by the State of Minnesota to teach elementary school or possess teaching certification from a German-speaking country and be eligible to possess a Minnesota license. *Section 2. Membership.* Any eligible person may become a member at any time by attending any regular or special PTO meeting and agreeing to membership, or by contacting any of the PTO officers and requesting membership. All members shall have full voting rights immediately upon notification of membership.

Article V. Officers and Elections.

Section 1. Officers. The officers shall be a president, vice president, secretary, treasurer, and archivist. Officers will agree to and remain available in an advisory capacity for one year after their term has expired.

a. *President.* The president shall preside over meetings of TCGIS PTO and its executive board, serve as the primary contact for the Director, represent the organization at meetings outside the organization, as appropriate, serve as an ex officio member of all committees, and coordinate the work of all the officers and committees so that the purpose of the organization is served. The president shall prepare the agenda and communicate the work of the PTO to the membership via regularly scheduled communications, such as Elternbrief.

b. *Vice President.* The vice president shall assist the president and carry out the president's duties in her or his absence or inability to serve. The vice president shall also coordinate funding requests and communicate funding guidelines.

c. *Secretary.* The secretary shall take and record minutes, handle

correspondence, and send notices of meetings to the membership that include the agenda, previous month's draft meeting minutes, treasurer's reports, and any pertinent committee updates. The secretary sees that the approved meeting minutes and bylaws are updated in the Archive. The secretary is also charged with maintaining or overseeing the management of the PTO web page and the maintenance of an up-to-date membership list.

d. Treasurer. The treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approved budget or the PTO membership. She or he will present a statement of account at every meeting and at other times of the year when requested by the executive board and make a full report at the end of the year. The treasurer will also be responsible for preparing or having prepared all required filings with the State of Minnesota and other appropriate agencies and submitting required materials for a yearly internal or external audit. An outgoing treasurer will actively assist a newly elected treasurer to ensure a smooth transition and timely preparation of the PTO's nonprofit tax return.

e. Archivist. The archivist shall function as the PTO's librarian and documentarist, keeping all written and pictorial records of PTO events, and chronicling and storing all PTO "how-to" handbooks (e.g., how to run Maskenball).

Section 2. Nominations and Elections. Elections will be held each year at the regularly scheduled May meeting. Nominations will be made from the floor. Voting shall be by voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken.

By April 1 of each year, the Board shall announce the upcoming elections on the PTO website and through its e-mail distribution list and shall provide an application and instructions to all candidates, which will be due two weeks prior to the election.

Section 3. Eligibility. Any member of the TCGIS PTO in good standing is eligible to serve in an elected office.

Section 4. Terms of Office. Officers are elected for one year and may serve no more than two (2) consecutive terms in the same office. Each person elected shall hold only one office at a time. Terms shall run from July 1 through June 30.

Section 5. Vacancy. If there is a vacancy in the office of president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting.

Section 6. Removal from Office. Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Article VI. Meetings.

Section 1. Regular Meetings. The regular meeting of the TCGIS PTO shall be on the first Monday evening of each month during the school year, or at a time and place determined by the executive board at least one week before the meeting. All meetings will be announced to the TCGIS community in regularly scheduled communications.

Section 2. Special Meetings. Special meetings may be called by the president, any two members of the executive board, or five general members submitting a written request to the secretary. Previous notice of the special meeting shall be sent to the members at least 7 days prior to the meeting, by Elternbrief notice, by flyer, and/or by e-mail.

Section 3. Quorum. The quorum shall be 10 members of the organization.

Article VII. Executive Board.

Section 1. Membership. The executive board shall consist of the officers.

Section 2. Duties. The duties of the executive board shall be to transact business between meetings in preparation for the general meeting, draft proposed standing rules and policies, prepare and submit a budget to the membership, approve routine bills or expenses up to \$200 that are consistent with allocations under the approved budget, and prepare reports and recommendations to the membership.

Section 3. Meetings. Regular board meetings shall be held monthly, on the same day and at the same time each month, to be determined by the board. Special board meetings may be called by any two board members, with 24 hours' notice. Executive board members may also conduct meetings electronically.

Article VIII. Committees.

Section 1. Membership. Committees may consist of members and board members, with the president acting as an ex officio member of all committees.

Section 2. Standing Committees. The following committees shall be held by the organization:

The Fundraising Committee shall be responsible for coordinating all PTO fundraising activities, and for recruiting volunteers to manage each individual fundraiser. At the start of every school year, the fundraising committee shall create and distribute to the school community a list of fundraisers scheduled for the entire year, which will be developed in consultation with the PTO, the school administration, the grants Committee, and the school board, as appropriate. The fundraising committee shall review any proposals for new fundraisers throughout year and bring them to the

executive board and the membership for consideration. The fundraising committee shall also be responsible for recruiting a separate **Maskenball Subcommittee** to organize the yearly Maskenball and silent auction.

The Classroom Support Committee shall be responsible for recruiting, training and supporting Classroom Parents from each class during every school year; coordinating volunteers for school-wide events as requested by the teachers and the administration; coordinating staff appreciation programs and activities; providing assistance with cultural differences in areas such as the celebration of holidays, and otherwise facilitating communication between classroom teachers and parents, and facilitating communication between PTO, teachers and classroom parents.

The **Parent Outreach Committee** shall be responsible for coordinating welcome and orientation programs for new and continuing school families; developing parent education programs; and organizing school-wide, community-oriented events.

The **Education Support Committee** will assist with promotional tours for prospective families and work in close cooperation with TCGIS administration and teachers to support, as needed, school-wide initiatives and curricular goals.

Section 3. Additional Committees. The board may appoint additional committees as needed.

Article IX. Finances.

Section 1. A tentative budget shall be drafted and approved by a majority vote of the members present at the regularly scheduled May PTO meeting of every school year.

Section 2. The treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 3. The executive board shall approve all expenses of the organization.

Section 4. Two authorized signatures shall be required on each check over the amount of \$200. Authorized signers shall be the president and the treasurer. The membership may also designate a member of the school administration as an additional authorized signer. Any such designation must be renewed yearly.

Section 5. The treasurer shall prepare a financial statement at the end of the year, to be reviewed by the TCGIS PTO members.

Section 6. The executive board will arrange, at minimum, for a yearly audit of PTO books and records. The audit may be conducted by an external auditor or by an internal audit committee comprised of members of the school community who have appropriate professional experience and who do not have any authority over PTO

finances.

Section 7. Upon the dissolution of the organization, any remaining funds shall be used to pay outstanding bills and, with the membership's approval, spent for the benefit of the school.

Section 8. The fiscal year shall coordinate with the school year.

Article X. Funding Guidelines

The PTO will evaluate all requests for funding according to its Funding Guidelines, attached as Appendix A.

Article XI. Conflict of Interest. Prior to the PTO entering into a contract or transaction that provides financial benefit to any PTO member or his or her family member, the following requirements must be met:

- (1) the executive board or the full membership must review the proposed contract or transaction and determine that its terms are fair and reasonable; and
- (2) the material facts of the contract or transaction and the member's interest must be disclosed to the members at a regular or special meeting where a quorum is present, and the contract or transaction be approved in good faith by a two-thirds vote, not counting any vote of the interested member.

Article XII. Parliamentary Authority. Robert's Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws.

Article XIII. Standing Rules. Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

Article XIV. Dissolution. The organization may be dissolved with previous written notice to the membership (14 calendar days) and a two-thirds vote of those present at the meeting to adopt a resolution authorizing such dissolution (assuming a quorum). The resolution shall set forth the proposed dissolution and direct designated officers of the Corporation to perform all acts necessary to effect a dissolution. Upon adoption of such resolution, the designated officers shall cause the Corporation to discontinue its regular business activities and operations as soon as practicable, and shall liquidate and distribute all the Corporation's assets to other entities in accordance with Minnesota Statutes, Section 317A.735 and in accordance with the Articles of Incorporation. Notice of intent to dissolve shall be filed with the Secretary of State pursuant to Minnesota Statutes, Section 317A.723.

Article XV. Amendments. These bylaws may be amended at any regular or

special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary or with 30 days written notice. Notice may be given by postal mail, email, delivery of PTO newsletter, or via Elternbrief. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XVI. Indemnification. Each officer of the Corporation, past or present, and each person who serves or may have served at the request of the Corporation as an officer, partner, trustee, employee, representative or agent of another organization or employee benefit plan, and the respective heirs, administrators and executors of such persons, shall be indemnified by the Corporation in accordance with, and to the fullest extent permitted by, Minnesota Statutes, Section 317A.521. The Corporation shall not be obligated to indemnify any other person or entity, except to the extent such obligation shall be specifically approved by resolution of the membership.

CERTIFICATION

These amended bylaws were approved at a regular meeting of the membership by a unanimous vote on June 7, 2010.

Date: _____

Secretary, Twin Cities
German Immersion School
Parent-Teacher Organization