



FRIENDS OF LEAMAN JR. HIGH Parent Teacher Organization Bylaws

1 Name and Location

- 1.1 The name of this non-profit organization shall be "Friends of Leaman Jr. High" which may also be referred to as "FOL."
 - 1.2 FOL will be located at Leaman Jr. High School, 9320 Charger Way, in the city of Fulshear, County of Fort Bend, and the State of Texas.
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2 Goals and Objectives

- 2.1 FOL is a non-profit organization established exclusively for education and charitable purposes within the meaning of 501(c) (3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code.
 - 2.2 The objective of this organization is to enrich the education of the students at Leaman Jr. High School by aiding and supporting the faculty, students, and parents of Leaman Jr. High School through volunteering of time and talents of FOL members, and through fundraising efforts, and through resources of the community.
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3 Basic Policies

- 3.1 FOL shall support the students, teachers and volunteers by engaging in fundraising projects, supporting various student enrichment activities, providing a forum for parent, teacher, and student interaction through community events, and promoting open communication between parents, teachers, Leaman Jr. High School, and the community; thereby providing educational personal enrichment to the students of Leaman Jr. High School.
- 3.2 The FOL shall cooperate with the school administration to support quality education for all students.
- 3.3 The FOL shall cooperate with the sixth grade PTO organization at Roberts Elementary to create a sense of community.
- 3.4 This organization shall be noncommercial, nonsectarian, and non-partisan.
- 3.5 The name of this organization or the names of any members in their official capacities shall not be used in any connection with commercial concern or partisan interest not appropriately related to promotion of the objectives of this organization.

- 3.6 The FOL organization shall not endorse any candidate or local issue and shall not directly participate in any political campaign on behalf of, or in opposition to, by publishing or distributing of statements or hosting activities in an attempt to influence legislation.
 - 3.7 The FOL may support the Board of Education's annual budget and/or any addendum to that budget.
 - 3.8 The FOL may cooperate with other organizations and agencies concerned with child welfares, but persons representing FOL in such matters shall make no commitments that bind FOL.
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4 General Membership and Voting Eligibility

- 4.1 Membership in FOL shall be made available to any individual who subscribes to the objectives and basic policies of the organization without regard to race, sex, creed or national origin, under such rules and regulations not in conflict with the provisions of these bylaws.
 - 4.2 Only members of FOL shall be eligible to participate in the business meeting and any member will be allowed to make motions at any general meeting of the FOL.
 - 4.3 Two-thirds (2/3rd) of the Executive Board and other members present at any meeting of this organization shall represent quorum.
 - 4.4 Members shall be notified of all upcoming meetings through written notice and/or electronic notice.
 - 4.5 Annual membership dues are \$10.00 per year per family. Teachers, faculty, and staff of Leaman Jr. High School will receive a discounted rate of \$5.00 per year per family.
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5 Officers and Elections

5.1 Officers

- 5.1.1 The Executive Board of FOL shall consist of President, Vice President, Secretary, Treasurer, Fundraising Director, Volunteer Coordinator, Social Media Coordinator, and a Sports Committee Chair.
- 5.1.2 Members of FOL running for any office must be a parent or guardian who will have a student enrolled in Leaman Jr. High School during the time the person will be holding office.
- 5.1.3 The voting members of FOL shall elect all FOL Officers.
- 5.1.4 The Executive Board has the authority to create new officer positions as needed and/or eliminate a position(s) as needed.
- 5.1.5 Officers shall be elected annually at the last general meeting. A majority of votes cast by quorum shall be necessary for election to any officer position.

- 5.1.6 Officers elected must have submitted and passed a Federal and/or State background check to be performed by LCISD, and must complete all necessary waivers provided by the district in order to volunteer in the school
 - 5.1.7 They shall assume their duties at the close of the school year (June 30th) and shall be eligible to serve in the same office for no more than two consecutive years. Only in the event that no one else wishes to serve, the term may be extended by a majority vote of the Executive Board.
 - 5.1.8 Any Executive Board position may be expanded to include two people (i.e., Co-Presidents, Co-Fundraising Directors, Co-Volunteer Coordinators, etc.) as determined by the Nominating Committee, annually.
 - 5.1.9 Any vacancy occurring during the year shall be filled by the majority vote of the Executive Board.
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5.2 Duties of Officers

- 5.2.1 **President:** The President shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings outside the organization, serve as an ex officio member of all committees except the nominating committee, and coordinate the work of all the officers and committees so that the purpose of the organization is served. The President is responsible for delegating action items and tasks to board members as needed. The President is responsible for scheduling and attending monthly meetings with the school Principal to report board meeting updates and solicit feedback.
- 5.2.2 **Vice President:** The Vice President shall preside in the office of President in the President's absence. The Vice President is in charge of spirit wear and all logo items including obtaining quotes from vendors as needed, creating designs, maintaining inventories and sales. The Executive Board will decide by majority vote on prices of said items. The Vice President shall oversee the online store, working directly with the Fundraising Director to routinely verify orders and stock. The Vice President is responsible for attending monthly meetings with the school Principal and President to report board meeting updates and solicit feedback.
- 5.2.3 **Secretary:** The Secretary shall be the Chairperson of Membership. He/She shall implement a membership drive in the fall and work to maintain a current membership list at all times. The Secretary shall record the minutes of all meetings of this organization – General and Executive Board. The minutes shall be emailed to the Executive Board within one (1) week of each meeting, and upon approval, be posted on this organization's website. The Secretary shall maintain a record of all minutes online in the FOL Google Drive for permanent records of this organization. The Secretary shall handle all correspondence, thank you notes, cards or letters delegated to him/her as deemed necessary.
- 5.2.4 **Treasurer:** The Treasurer shall keep a full and accurate account of receipts and expenditures and facilitate disbursements in accordance with the budget adopted yearly by the FOL. The Treasurer shall present periodic financial reports of the organization as directed by the President and shall be responsible for timely state and federal filing requirements along with reconciling the bank statements each month. The Treasurer must have a signature card on file for the FOL's bank account and may accordingly sign checks for disbursements other than their own.
- 5.2.5 **Fundraising Director:** The Fundraising Director shall be responsible for overseeing all aspects of fundraising. The Fundraising Director shall research fundraising ideas and suggestions for 1 Fall fundraiser, 1 Spring fundraiser, Choice Day Fundraisers, and Holiday Fundraisers. All fundraising activities shall be presented to the Executive Board for a vote. The Fundraising Director shall maintain a directory of all sponsors used during each school year and coordinate with the secretary for annual Thank you notes and sponsor appreciation items.

- 5.2.6 **Volunteer Coordinator:** The Volunteer Coordinator shall be responsible for the scheduling of volunteers and volunteer programs, as well as maintaining and submitting required paperwork in a timely manner to LCISD, if required. The Volunteer Coordinator will maintain a list of all volunteers, including name and contact information, as well as times available to work. The Volunteer Coordinator, with the aid of a committee, shall also plan and coordinate food and drinks for events such as teacher treat days, teacher luncheons, teacher appreciation week, and any other special event scheduled.
- 5.2.7 **Social Media & Marketing Coordinator:** The Historian shall provide coverage of the meetings and special FOL events in any school newsletter and local news media. He/She shall also keep an account of the year's functions with photographs, news clippings, letters, etc., deemed appropriate to the history and functions of the FOL for any given year. He/She will handle all of this organization's social media communication and posts. The Historian is also responsible for Marketing, making posts for events and announcements as needed, and maintaining the organization's website.
- 5.2.8 **Sports Committee Chair:** The Sports Committee Chair is responsible for the full planning, execution and delivery of meals to the afterschool sports programs at DLJH. This position will work with the Coaching staff to communicate the meal plans, prepare, send, and audit invoices via PayPal, collect payments, and manage the committee members. This position may build a committee of members to help pick up/deliver/distribute food and drinks as needed. Committee members must be active PTO members.
- 5.2.9 Each member of the Executive Board may be assigned additional duties other than those listed above to ensure the needs of FOL or the school or are met.
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5.3 Removal of an Officer

- 5.3.1 Any Officer may be removed from office with or without cause with a two-thirds majority vote of the current Executive Board.
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6 Executive Board

- 6.1 The Executive Board shall consist of the elected and appointed officers of this organization.
- 6.2 The term of a Board member ends on June 30th and starts the day after that. This follows the fiscal year for the organization.
- 6.3 The Executive Board shall have general supervision of the affairs of FOL and its committees.
- 6.4 The Executive Board shall plan activities, select fundraising projects, and based on teacher/student/Principal/Principal's Representative recommendations, purchase educational items or improvements for the school with available funds.
- 6.5 Disbursement of FOL funds of any amount under \$100.00 may be approved by the President of FOL. Any amount over \$100.00 requires approval by majority vote of the Executive Board.
- 6.6 All Executive Board members are expected to attend the majority of meetings, school functions, and fundraising events.

- 6.7 Any Board member unable to attend any FOL meeting or event, must notify the President as soon as feasible beforehand, plus offer a report to be presented in his/her absence for their area of responsibility.
- 6.8 Any Officer may be removed from office by a majority vote of the Executive Board for failure to attend two consecutive meetings without good cause. The President or Executive Board may ask for any officer's resignation as they deem necessary for the benefit of Friends of Leaman Jr. High School.
- 6.9 The current Board members should provide training and materials to the newly elected Board member in their position prior to the end of the school year.

6.10 Executive Board Voting

- 6.10.1 Any and all items must be on the agenda to be presented for a vote. The President has discretion to add to the agenda, if needed. All current Board Members are eligible to vote.
 - 6.10.2 Should there be any item that needs an emergency vote that cannot wait until the next scheduled Board meeting, the President at his/her discretion can hold a vote via email or text (electronically) of the Executive Board. Majority vote applies.
 - 6.10.3 Should an emergency vote occur, all board members shall reply to all and vote so that all Board members may see their response/vote.
 - 6.10.4 The results of such an emergency vote will be presented by the President at the next scheduled Board meeting for recording in the minutes.
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7 Committees

- 7.1 The Executive Board or any Executive Board Member may create a committee as necessary to promote the purpose and carry out the work of the FOL. The Officer in charge shall act as or appoint a Chairperson of committee so created. The Chairperson of each committee shall report to their respective Officer; and the Officer in charge shall maintain full responsibility of the actions of said committee and report action of said committee at Executive Board meetings.
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8 Meetings: General and Executive Board

- 8.1 Meetings of the FOL will be held as designated by the President of FOL. General meetings will be held two (2) times per year; once in the fall and once in the spring. The meeting dates must be agreed upon by the Principal or Principal's Representative. The meeting dates will be posted in the school in a location designated by the Principal or Principal's Representative and posted on the website and distributed electronically.
- 8.2 The Executive Board will establish its meeting times and dates at the beginning of each school year consisting of one (1) per month during the school calendar year.

- 8.3 Anyone wishing to place an item on the agenda may do so by contacting the President one week in advance of the posted meeting. It is the duty of each Board member to promptly inform the President of items that require a vote so that it can be placed on the agenda.
 - 8.4 All Board members should be prepared to give an update of his/her area at each monthly meeting.
 - 8.5 Special meetings may be called by the President or Executive Board as needed; five (5) days' notice being given.
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9 Finances and Contracts

9.1 Finances

- 9.1.1 The fiscal year of FOL shall begin on July 1 and end on June 30.
 - 9.1.2 The Treasurer shall develop the budget and present it to the Executive Board by the first meeting of the fiscal year, but no later than the second meeting.
 - 9.1.3 A checking account shall be established at a bank approved by elected officers, three of whom, the President, Secretary and Treasurer, shall have a signature card on file and may accordingly sign checks for disbursements other than their own.
 - 9.1.4 All checks require two (2) signatures regardless of amount.
 - 9.1.5 All cash deposits, regardless of amount, submitted to the Treasurer must be verified in writing by another member of the Board.
 - 9.1.6 The Treasurer must maintain a receipt book or log with the amount and signature of the person turning in money (cash and checks), and signature of the Treasurer.
 - 9.1.7 Check requests must be submitted in writing on the FOL check request form. The Treasurer will issue checks within five (5) days after a request has been submitted with proper documentation and receipts attached.
 - 9.1.8 The President and/or Secretary shall open all bank statements and initial before turning it over to the Treasurer for reconciliation.
 - 9.1.9 The Board must have the books reviewed annually and all necessary tax documents must be filed accordingly. A copy of the completed tax documents shall be kept by the Treasurer and retained for at least three years.
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9.2 Contracts Or Agreements

- 9.2.1 The Executive Board is authorized to enter into contracts or agreements for the purchase of materials or services on behalf of the organization as long as the contracts and or agreements comply with applicable regulations, laws, and procedures to maintain exempt status for the organization.
- 9.2.2 The Board may authorize any officer or officers to enter into said contract or agreements by two-thirds (2/3) vote.

9.2.3 The Secretary and Treasurer will maintain a copy of each contract or agreement and store them on the drive to be accessible and available to the Executive Board.

10 Parliamentary Authority

10.1 Roberts Rules of Order, latest edition, shall govern the proceedings of this organization in which they are not in conflict with these Bylaws.

11 Duration / Dissolution of Organization

11.1.1 The duration of FOL's existence shall be perpetual.

11.1.2 Upon dissolution of this organization, all funds left in Treasury shall be used solely for Leaman Jr. High School at the discretion of FOL.

12 Conflicts Of Interest Policy

12.1 Purpose.

12.1.1 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.

12.2 Definitions

12.2.1 **Interested Person.** Any director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

12.2.2 **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

12.2.2.1 *An ownership or investment interest in any entity with which the organization has a transaction or arrangement;*

12.2.2.2 *A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or*

12.2.2.3 *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.*

12.2.3 A financial interest is not necessarily a conflict of interest. Under Section 3b, 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.

12.3 Procedures.

12.3.1 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 directors and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.

12.3.2 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 governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

12.3.3 Procedures for Addressing the Conflict of Interest.

12.3.3.1 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.

12.3.3.2 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.

12.3.3.3 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.

12.3.3.4 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.

12.4 Violations of the Conflict of Interest Policy.

- 12.4.1 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.
- 12.4.2 If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.
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12.5 Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain:

- 12.5.1 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.
- 12.5.2 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.
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12.6 Compensation

- 12.6.1 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.
- 12.6.2 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.
- 12.6.3 No voting member of the governing board or 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.
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12.7 Annual Statements.

- 12.7.1 Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:
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- 12.7.1.1 Has received a copy of the conflict-of-interest policy;

12.7.1.2 Has read and understood the policy;

12.7.1.3 Has agreed to comply with the policy; and

12.7.1.4 Understands that the organization is charitable and that in order to maintain its federal tax-exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

12.8 Periodic Reviews. To ensure that 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:

12.8.1 Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.

12.8.2 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 an excess benefit transaction.

12.9 Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

13 Amendments

13.1.1 These Bylaws may be amended at any meeting of the organization by a two-thirds (2/3) vote of members present, but not to exceed once in a fiscal year, unless authorized by the President or Executive Board, provided that 30 days prior notice is given to the membership.

13.1.2 Amendments to these Bylaws shall take effect at the adjournment of the meeting at which they are adopted unless otherwise provided.

14 Special Provisions

14.1.1.1.1 Leaman Junior High School Principal may designate a person or persons to represent his interest, for purposes of meeting and directing the PTO Board.

14.1.2 If, at any moment during a school year or summer term, the Leaman PTO Board becomes two-thirds (2/3) or more inactive by not providing fundraising or volunteer opportunities, the Principal has the option of taking action, by either submitting for public vote of new board members or dismantling the existing board.

15 Signature Page

These Bylaws were discussed at a general meeting on _____. These Bylaws were presented to those present at this meeting and approved by a majority vote on _____.

President's Printed Name

President's Signature Name

Secretary's Printed Name

Secretary's Signature Name

Witness Present: Printed Name

Witness Present: Signature Name