

**Wellesley Middle School
Parent Teacher Organization (PTO)
Bylaws And Articles of Organization**

ARTICLE I NAME AND LOCATION

The name of the organization shall be the Wellesley Middle School Parent Teacher Organization (PTO). The principal location of the WMS PTO shall be Wellesley Middle School, 50 Kingsbury, Wellesley MA 02481.

ARTICLE II OBJECTIVES

The objectives of the organization shall be

1. To act as an advocate for the education and general well being of the students of Wellesley Middle School.
2. To aid communication between Wellesley Middle School staff, parents, students and the community.
3. To support financially the activities and needs of the school consistent with the PTO goals and objectives.
4. To provide services to the school that will support the educational climate.

These objectives will be pursued through conferences, committees, and projects.

ARTICLE III POLICY

1. The organization is non-commercial, non-sectarian, and shall endorse no commercial enterprise or political candidate.
2. The organization shall cooperate with other parent-teacher organizations and/or with other community organizations and/or other groups or agencies to accomplish the objectives of the PTO.

ARTICLE IV MEMBERSHIP

1. All parents, legal guardians and teachers of Wellesley Middle School children are members in the organization. Membership coincides with the school year.
2. Membership contributions shall be established by the PTO Board. Eligibility for membership shall continue throughout the school year.
3. Voting privileges shall be granted to all members of the Wellesley Middle School PTO for the current school year.

ARTICLE V DUTIES OF THE OFFICERS

A. President or co-Presidents

1. Preside over PTO and Executive Board meetings.
2. Act as ex-officio member of all committees.
3. Serve as senior representative to Central Council of PTO's.
4. Serves as a liaison to administration and spokesperson for PTO.

5. Serves as alternate to the Treasurer and may disperse funds as instructed by Executive Board.
- B. Vice President or co-Vice Presidents
 1. Performs duties of President in her/his absence.
 2. Acts as second and reporting representative to Central Council of PTOS's.
 3. Assists the President as needed.
 4. The Vice President(s) may, but are not required, to step into the role of President(s) for the following school year.
 - C. Secretary
 1. Records minutes of PTO meetings.
 2. Prepares agendas for PTO.
 - D. Treasurer
 1. Maintains accurate records of PTO's receipts and expenditures (in accordance with applicable IRS regulations).
 2. Disburses funds as instructed by the Executive Board.
 3. Collects and deposits all funds paid to the PTO.
 4. Opens, maintains and reconciles all bank accounts deemed necessary
By the Executive Board.
 5. Reports financial status of the PTO at meetings of the Board and the PTO.
 6. Prepares (or arranges preparation of) and files all required tax returns and all required filings with the Division of Public Charities of the Massachusetts Attorney General's Office, the Massachusetts Department of Revenue (DOR), and the internal Revenue Service (IRS),
 7. Prepares and presents the proposed budget at the PTO's first meeting of the school year.
 8. PTO Fiscal year shall begin on August 1st and end on the following July 31st.
 - E. Advisor(s)
 1. After completing the PTO President term, the PTO president(s) will assume an advisory role on the Executive Board the following year for one term.
 2. Attend each Executive Board meeting to provide continuity and experience for Board discussions /decisions.

ARTICLE VI BOARD OF DIRECTORS

1. The Executive Board of the Wellesley Middle School PTO shall consist of the President(s), Vice-President(s), a Secretary, and a Treasurer; all of whom shall be elected by the general membership or the Executive Board. In addition, the Principal and the Advisor (s) will also be members of the Executive Board. Each member of the Executive Board shall have one vote.
2. Standing Committees shall be designated as deemed necessary by the Board. If, during the school year, a new Standing Committee is deemed necessary, the Board may appoint the Chairperson to complete the term
3. A majority of the Board shall constitute a quorum. All matters brought before the Board shall be decided by a simple majority of the members present.

4. The powers and duties of the Executive Board, the chairman of which shall be the PTO President (s), shall be:
 - a. To transact PTO business.
 - b. To create standing committees and approve their works and plans.
 - c. To present progress reports at general meetings of the PTO.
 - d. To approve bills within the limits of the budget.
 - e. To approve expenditures either (i) in excess of the budget or (ii) outside of the budget; provided however, that the Executive Board may not approve expenditures that are more than \$500 in excess of the budgeted amount in any one instance or in excess of \$5000 in the aggregate in any fiscal year. The Executive Board will inform the membership of any expenditures approved pursuant to this provision at the next regularly scheduled PTO meeting following approval.

ARTICLE VII TERMS OF OFFICE

1. The executive board and all other members of the board shall be elected for a term of one year.
2. The Board of Directors shall take office on the day following the last PTO meeting of the spring. This meeting shall be a joint meeting of the outgoing and newly elected board members.
3. Executive Board members may not serve more than two consecutive years in the same role.

ARTICLE VIII NOMINATIONS

1. Nominating Committee: There shall be a Nominating Committee that shall be a permanent Standing Committee of the PTO.
2. Membership: The Nominating Committee shall consist of four-five persons: 2 currently elected Officers, 2 chairpersons, and one from the WMS PTO general membership.
3. The Nominating Committee Chairs shall be appointed by the Executive Board. Nominating Chairs may not serve more than two consecutive terms.
4. The nominating committee shall solicit candidates for office both from the Wellesley Middle School PTO membership and from parents of students entering the Middle School as possible. All elementary school PTOs will be contacted for suggestions.

ARTICLE IX ELECTIONS AND VACANCIES

1. The Nominating Committee shall prepare a single slate of nominations for the Executive Board prior to the announcement to the general membership. Announcement of the slate of candidates shall be made to the general membership at least one week prior to the meeting at which the election will be held. Said notice shall be posted on the PTO website.

2. PTO members may also nominate candidates from the floor. Each candidate must give consent before his/her name is placed on the slate for election. The nominees shall be as generally representative of the community served by the WMS as possible. Consideration shall be given to ensuring some continuity of Board membership.
3. The election shall be held by ballot, except when there is but one nominee for each office, the secretary will be instructed to cast a vote. A majority voting shall constitute an election. No absentee or proxy voting will be permitted.
4. When there is more than one candidate, each will be allowed a brief statement.
5. Inability to Fill Slate of Candidates: In the event the Nominating Committee is unable to find a nominee willing or able to serve for the next school year, the presiding Officer or Standing Committee Chair may continue to serve for one more year. Said action shall be voted upon and approved by a majority vote of the PTO members present at the Annual Meeting.
6. Vacancies: In the event a vacancy occurs during the school year, either by Officer or Standing Committee Chair, the Nominating Committee shall nominate a person who shall be approved by the Executive Board to fill the vacancy until the end of the school year. Notice of such action shall be provided to the PTO membership.

ARTICLE X MEETINGS.

1. The PTO board will meet at least quarterly throughout the school year. All meetings will be open to WMS members. Notice of meetings will be made public prior to meetings and on the PTO website.

ARTICLE XI CENTRAL COUNCIL AFFILIATION

1. The Wellesley Middle School PTO shall be a member of the central council of Wellesley PTOs and shall pay the required dues.
2. The President(s) and Vice President(s) shall be delegates to the Central Council.

ARTICLE XII ADOPTION AND AMENDMENTS OF BYLAWS

The adoption and amendments of these bylaws shall be agreed upon by 3/4th of the members present at the meeting. The entire membership shall be informed, in writing, before the meeting for the amendment or adoption. A text of the bylaws and amendment must be made available to the general membership one week prior to the vote.

ARTICLE XIII LIMITATION OF ACTIVITIES

1. The PTO shall operate for charitable, educational, nonpartisan, non sectarian, and non-commercial purposes and shall not discriminate based on age, sex, creed, or national origin.
2. No part of the net earnings of the organization shall inure to the benefit of its members, officers, or other private persons, except when the organization is

authorized to pay compensation for services rendered and to make payments and distributions in furtherance of the purposes in Articles I and II.

3. Notwithstanding any other provisions, the organization is organized exclusively for the purposes specified in Section 501(c)(3) of the internal revenue code and will not carry on any activities not permitted to be, exempt from Federal income tax under IRC Section 501(c)(3) or corresponding provision of any subsequent Federal tax laws.

ARTICLE XIV : DISSOLUTION

1. Dissolution: The PTO may be dissolved provided prior notice is given to the PTO Membership, a vote is taken at the next scheduled regular PTO meeting (a quorum must be met), and the request is approved by a majority vote of those present.
2. Remaining Funds: Upon the dissolution of the organization and after paying for the payment of all liabilities of the organization then either: (a) a vote shall be taken by the PTO Membership to spend remaining funds on an item or items that benefit the students; or (b) the remaining funds be held in escrow by the Principal for use by a future School PTO. If a new PTO is not formed within 24 months, the funds shall revert to WMS and be used toward the benefit of the students under the discretion of the Principle.

Article XV: Liability

The members, Executive Board Officers, Committee chairs and Representatives shall not be personally liable for any debt, liability or obligation of the Organization. All persons, corporations or other entities extending credit to, contracting with, or having any claim against, the Organization, may look only to the funds and property of the Organization for payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or any money that may otherwise become due or payable to them from the Organization.

Adopted: 1980
Amended Feb. 1990
Amended Apr. 2004
Amended Oct 2016