

Bylaws of Druid Hills High School PTO, Inc.

I. NAME

The name of the organization shall be Druid Hills High School Parent Teacher Organization, Inc. (“DHHS PTO”).

II. PURPOSE

The purpose of the DHHS PTO shall be to aid the students, faculty and staff of Druid Hills High School (DHHS) in their educational and recreational needs. Through fundraising and family activities, DHHS PTO will promote an open communication between the administration, faculty, parents and the community to enhance the educational environment of the students attending DHHS.

The DHHS PTO is organized exclusively for the charitable, scientific, literary and 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”).

III. MEMBERSHIP

- A. Voting Membership. All parents and / or legal guardians of students and faculty members who currently attend / work at DHHS shall be eligible for membership in the DHHS PTO. Members shall have the right to attend and participate in all meetings and activities of the DHHS PTO, have the right to vote or to hold office.
- B. Honorary Membership. All parents and / or legal guardians of former students, former Board members, former faculty or staff of DHHS shall have the right to participate in the DHHS PTO as Honorary Members. Honorary Membership may be extended to other persons by a vote of the membership. Honorary Members shall not have the right to vote on PTO business.

IV. MEETINGS

- A. Regular Meetings. At least four (4) General Membership Meetings of the DHHS PTO shall be held during each school year. The time and place of the meetings shall be announced in writing at least seven (7) days prior to the meeting, and all scheduled meeting dates for the school year shall be placed online where members can access at any time.
- B. Special Meetings. Additional meetings of the DHHS PTO may be called, either by vote of the Executive Board or by petition of a majority of the Voting Members. The time and place of all Special Meetings shall be announced in writing at least seven (7) days prior to the meeting

- C. Quorum. Four (4) members of the Executive Board present at any scheduled DHHS PTO meeting shall constitute a quorum necessary for the transaction of business of the DHHS PTO.
- D. Voting. A majority vote of the Voting Members present at any meeting shall be required for all action to be taken by the DHHS PTO.
- E. Meeting Procedure. Rules contained in Robert's Rules of Order, current edition, shall govern the DHHS PTO in all cases in which they are applicable and in which they are not in conflict with these Bylaws. Meetings will include the following:
- Welcome of Members and Call to Order
 - Reading/Acceptance of Minutes of the previous meeting Treasurer's Report
 - Principal/Faculty Report
 - Committee Reports
 - Old Business
 - New Business
 - Announcements
 - Adjourn

V. EXECUTIVE BOARD

The Executive Board of the DHHS PTO shall consist of two Co-presidents, two Vice Co-presidents, Secretary, Treasurer, and DHHS Principal.

VI. OFFICERS OF THE BOARD

- A. Positions. The officers of the DHHS PTO shall consist of the Executive Board members, committee chairs, and up to three Faculty Representatives as appointed by the Principal.
- B. Co-presidents. Preside at all meetings, serve as an ex-officio member of all committees except the nominating committee; coordinate the work of the officers and committees of the DHHS PTO in order that its purposes may be promoted. One or both Co-Presidents shall be a signatory on all financial accounts of this PTO and execute all contracts, agreements or other obligations in the name of this PTO as authorized by the Executive Board.
- C. Vice Co-presidents. The Vice Co-presidents shall be members of the Executive Board and, in the absence of the Co-presidents, shall perform the duties of the Co-presidents. The Vice Co-presidents shall perform such other duties as are assigned by the Co-presidents or the Executive Board.
- D. Secretary. The Secretary shall be a member of the Executive Board. The Secretary shall keep the minutes of the proceedings of the membership and the Executive Board, shall publish

Executive Board minutes within seven (7) days, shall receive from the Treasurer the list of members who have paid dues and prepare the official list of members, shall ensure that all notices are duly given in accordance with these Bylaws, and, in general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the Co-presidents or the Executive Board.

- E. Treasurer. The Treasurer shall be a member of the Executive Board. The Treasurer shall have charge of and be responsible for all funds of the DHHS PTO and shall receive and give receipts for monies due and payable to the DHHS PTO from all sources and shall deposit such funds in such banks or other organizations as are selected by the Executive Board. The Treasurer shall reconcile the DHHS PTO books monthly. The Treasurer shall make disbursements as authorized by the, Executive Board, or membership in accordance with the budget adopted by the membership. The Treasurer shall receive and deposit all membership dues collected. The Treasurer shall present a financial report at each General Membership Meeting of the membership and at other times as requested by the Executive Board. The financial report shall include all credits, debits and expenditures for the DHHS PTO since the previous meeting and the current balance of all DHHS PTO funds. The Treasurer shall serve as one of the authorized signors of all DHHS PTO checks. The Treasurer will ensure the completion of all necessary tax reports (990).
- F. The Principal. The Druid Hills High School Principal shall be an ex officio member of the Executive Board. The Principal has final approval and/or veto power of any function, if said function will interfere with procedures, policy and/or the best interest of Druid Hills High School.

VII. ELECTIONS.

- A. Procedure. The election of officers shall take place during a Voting Period of seven (7) days during the month of April. The Voting Period shall be concluded no later than three (3) days before the date of the General Membership Meeting of each year in April or early May. The vote shall be by paper or electronic ballot, and all Voting Members of the DHHS PTO may participate in the election. A majority of the votes cast by the Voting Members shall be necessary for election. Should no candidate for a particular office receive a majority of the votes cast, a run-off between the two (2) persons who received the largest number of votes shall take place at the General Membership Meeting, in which the two (2) candidates for that office receiving the most votes on the first ballot will be the eligible candidates. The Chairperson of the Nominating Committee shall announce the results of the election at the General Membership Meeting. The results of any run-off elections shall be announced by electronic mail and published on the DHHS PTO website.
- B. Nominating Committee. The Nominating Committee shall publicize to all members of the DHHS PTO the dates of the Nominating Period and the instructions for nominating an individual for office. The Nominating Period shall be between fourteen (14) and thirty (30) days at the discretion of the Nominating Committee. Nominations may be made during the

Nominating Period by either paper or electronic submission. Before the Voting Period begins, the Nominating Committee shall present to the Executive Board a slate of officers for election. There shall be at least one person selected per office, and the consent of the individuals shall have been obtained before selection. The Executive Board shall approve the slate and the form of the ballot prior to its publication by the Nominating Committee. No later than seven (7) days before the Voting Period, the Nominating Committee shall publicize by electronic mail and on the DHHS PTO website the name of the candidates running for office, the date of the Voting Period, electronic voting instructions, and the instructions for obtaining and casting a paper ballot.

- C. Objections to Election Procedure. Any objections to the conduct of the election shall be made in writing and submitted to the DHHS PTO Co-presidents within five (5) days. The Co-Presidents shall call a special meeting of the Executive Board to consider the objection.
- D. Term of Office. The term of each officer shall be one (1) year, beginning on July 1 and ending on June 30 of each year, with the exception of the terms of the Treasurer, which shall each be for a term of two (2) years, and each term shall expire every other year. Any person may be elected to the same or other office for more than one (1) term, with a maximum term of four (4) years.
- E. Vacancies. The Executive Board for the un-expired portion of the term shall fill any vacancy in office because of death, resignation or inability to serve. However, should a vacancy occur in the office of the Co-presidents, the Vice Co-presidents should immediately assume office.

VIII. EXECUTIVE BOARD.

- A. General Powers. The Executive Board shall manage the affairs, activities and operation of the DHHS PTO. No member of the Executive Board shall be personally liable for the debts, liabilities, or other obligations of the DHHS PTO. The Executive Board shall transact necessary business during the intervals between the meetings of the membership and such other business as may be referred to it by the membership or these Bylaws. It may create Standing and Special Committees, approve the plans and work of standing and special committees, present reports and recommendations at the meetings of the membership, prepare and submit a budget to the membership for approval, and, in general, conduct the business and activities of the DHHS PTO.
- B. Membership. The regular members of the Executive Board shall consist of the Co-presidents, Vice-Co-presidents, Secretary, Treasurer and the Principal. The Immediate Past Co-presidents and the chairpersons of all Standing Committees shall serve as ex-officio members but shall not be able to vote.
- C. Meetings. Regular meetings of the Executive Board shall be held during the year, the time to be established at the first meeting of the year. Special meetings may be called by the Co-presidents or by a majority of the Executive Board. Adequate notice of all meetings shall be

given to all members of the Executive Board and, in the absence of an emergency, at least seven (7) days in advance.

- D. Quorum. A majority (51%) of the regular members of the Executive Board shall constitute a quorum for the transaction of business. Every action taken or decision made by a majority of the members present at a duly held meeting at which a quorum is present shall be an act of the Executive Board. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of some members, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.
- E. Attendance. Officers shall make a good faith effort to attend all board meetings possible. Any officer missing two (2) meetings without being previously excused by the one of the Co-Presidents may be removed of their position.
- F. Voting. The act of the majority of the regular of the Executive Board present at a meeting at which a quorum is present shall be required for all action to be taken by the Executive Board.
- G. Ethics. Any Officer may be removed for cause of misfeasance or malfeasance at any time by a vote of two-thirds (2/3) of the Executive Board. The reasons for proposing the removal of an Officer for cause must be listed in the resolution calling for removal, a resolution which can only be introduced by another member of the Executive Board. Written notification of the proposed removal resolution, including the resolution itself, must be sent to all members of the Executive Board at least seven (7) days in advance of the meeting at which the vote on removal is to be held.

IX. STANDING AND SPECIAL COMMITTEES.

- A. Nominating Committee. The Co-Presidents shall appoint the chairperson of the Nominating Committee. The Chairperson shall select three and up to 5 members of the DHHS PTO to serve on the Nominating Committee in January but no later than 90 days prior to the fourth General Membership Meeting of the year. The committee shall carry out its responsibilities, as specified in Section VI.
- B. Other Standing Committees. The Executive Board may establish such other Standing Committees, as it deems necessary and advisable. The Executive Board shall document the establishment of any Standing Committee, including the date created, the purpose of the committee, the goals for the committee, and the initial chairperson(s). This documentation shall be made public for all DHHS PTO members to review/access at any time. The Co-Presidents (with consultation of the Executive Board) shall appoint the chairpersons of all Standing Committees. The chairperson of each committee shall recruit the members for his or her committee. The Chairperson shall report the plans and activities of the committee to the Executive Board, which must approve all such reports.

C. Special Committees. The Co-Presidents and/or the Executive Board may create Special Committees. Special Committees shall be created for a specific time and/or task and shall cease to exist when that time or task has been completed, or at the conclusion of the school year, whichever occurs first. The Co-presidents shall appoint the chairpersons of all Special Committees. Only Voting Members may serve as chairpersons. Any Voting, Regular, or Honorary Member may serve as a committee member. The Chairperson shall report the plans and activities of the committee to the Executive Board, which must approve all such reports. The Executive Board shall document the establishment of any Special Committee, including the date created, the purpose of the committee, the goals for the committee, and the initial chairperson(s). This documentation shall be made public for all DHHS PTO members to review/access at any time.

X. FINANCES.

- A. Budget. The Executive Board shall present to the membership at the first Regular Meeting of the year a budget of anticipated revenue and expenses for the year for anticipated activities. This budget shall be used to guide the activities of the Executive Board during the year. Any substantial deviation from the budget must be approved in advance by the membership.
- B. Obligations. The Executive Board may authorize any officer or officers to enter into contracts or agreements for the purchase of materials or services on behalf of the DHHS PTO. The officers shall not have the authority, however, to enter into such agreements on behalf of Druid Hills High School, nor should they hold themselves out as having such authority.
- C. Loans. No loans shall be made by the DHHS PTO to its officers and/or members.
- D. Commercial Paper. The Treasurer, and at least one of the Co-presidents shall be co-signers on all checks, drafts, or other orders for the payment of money on behalf of the DHHS PTO.
- E. Bank Deposits. The Treasurer shall deposit all funds of the DHHS PTO to the credit of the DHHS PTO in such banks, trust companies or other depositories as the Executive Board may select and shall make such disbursements as authorized by the Executive Board in accordance with the budget adopted by the membership. All deposits shall be made within a maximum of seven (7) business days from the receipt of the funds and/or orders of payment.
- F. Capital Expenses. Any expenditure over \$250.00 for fixed assets or enhancements must be approved by a vote of the Executive Board.
- G. Financial Report. The Treasurer shall present a financial report at each Executive and General Membership Meeting of the DHHS PTO and shall prepare a final report at the close of the school year. Any federal and state tax or organizational business filings shall be completed by the Treasurer with approval of the Executive Board, and a report of such filings and fees paid shall be documented in the Treasurer final financial report. The Executive Board shall have the annual report and the accounts examined annually by an auditor or an informal audit

committee, who, if satisfied that the Treasurer annual report is correct, shall sign a statement of that fact at the end of the report.

XI. MEMBERSHIP DUES.

- A. Amount. The DHHS PTO may authorize and collect membership dues to be used for the operation of the DHHS PTO. Any change in the amount of the dues shall be approved by a vote of the Executive Board.
- B. Financial Hardship. No Regular Member shall be denied the right to participate in the activities of the DHHS PTO or to become a Voting Member due to financial hardship. The Executive Board shall establish a procedure for alternative payments or waivers to insure compliance with this policy. Dues may be waived by the Principal.

XII. AMENDMENTS.

The Executive Board may alter or amend these bylaws at a regular or special meeting of the Executive Board, provided that written notice of the proposed changes and the intent to vote on the changes at the meeting was given to all members of the Executive Board. Notice may be given by postal mail, e-mail, or fax. Amendments must be approved by a two-thirds vote of those present, assuming a quorum. At any Regular or Special Meeting, the Voting Members may adopt new Bylaws.

XIII. AUTHORITY.

If any part of these Bylaws shall conflict with the decisions, policies or procedures adopted by DeKalb County Board of Education, they shall be deemed null and void.

These Bylaws were originally adopted by the membership by a majority vote during a meeting properly called on June 15, 2019.