

**CALYPSO PTC, INCORPORATED
BYLAWS**

**Adopted February 20, 2008
Revisions May 9, 2012**

Article I – NAME

The name of this organization is the Calypso PTC, Incorporated, a/k/a Parents and Teachers of Calypso, Incorporated (hereinafter “the organization”), Bethlehem, Pennsylvania.

Article II – PURPOSES

Section 1. The purposes of the Calypso PTC, Inc. are:

- a. To assist Calypso Elementary School and the Bethlehem Area School District in furthering the educational mission to which they are dedicated
- b. To promote the academic achievement of Calypso students
- c. To promote the intellectual, physical, social, and emotional well-being of Calypso students
- d. To encourage all Calypso parents and guardians to engage actively in the education of their children

Section 2. The above purposes are to be pursued through

- a. Educational programs, events, and enrichment activities offered to students and their families
- b. The support of classroom learning through the provision of books, supplies, classroom equipment, and/or supplementary training of Calypso’s faculty and staff
- c. The provision of equipment or services to the school for the direct benefit of the students

The primary beneficiaries of the organization’s programs and activities are the students of Calypso Elementary and the Bethlehem Area School District. Families, teachers, and neighbors of the students may also benefit incidentally from these activities.

The Calypso PTC will seek the active participation and guidance of Calypso faculty and staff in developing the organization’s programs.

Article III – BASIC POLICIES

Section 1.

The following are basic policies of the Calypso PTC, Inc:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization may participate in the decision-making process of establishing school policy, for the purpose of providing high-quality education to all Calypso or Bethlehem Area School District students, whenever such participation is allowed by the Principal, Superintendent, or School Board.

- c. The organization may cooperate with other organizations and agencies active in education or child welfare, but individual members of the Calypso PTC shall make no commitments that bind the organization as a whole.
- d. Upon dissolution of the Calypso PTC, all properties belonging to the organization, including any unspent monies, will become the property of Calypso Elementary School. In the event that Calypso Elementary School no longer exists, all properties and monies of the Calypso PTC will become property of the Bethlehem Area School District. In the event that neither of these entities is in existence, the members of the Calypso PTC will choose, by vote, a local or regional educational organization with 501(c)3 status, or more than one such organization, to receive the properties and monies of the Calypso PTC.
- e. No part of the net proceeds collected by the Calypso PTC shall be distributed directly to any member, officer, or to any faculty/staff of Calypso Elementary School for the personal profit of these individuals. All proceeds collected shall be used exclusively for expenses incurred in fulfilling the organization's Purposes.
- f. The name of the organization or the names of any members in the official capacities shall not be used in connection with any commercial concern, nor with any partisan interest, nor for any purpose not appropriately related to the organization's Purposes.
- g. The organization shall not attempt to influence legislation as a substantial part of its activities, nor shall it participate in campaign activities for political candidates.

Section 2.

The organization shall abide by current nondiscrimination policies as established by Calypso Elementary School and the Bethlehem Area School District.

Section 3.

The organization shall strive for integrity and accountability in all financial matters.

- a. Counting, verification, and deposit of all cash receipts shall be performed by two or more members, who may not be spouses or immediate family members of each other. All funds shall be kept in a bank, or, if on school property, in a safe or in a comparable secure location.
- b. No two officers shall be spouses or immediate family members of each other.
- c. Members shall recuse themselves from decision-making involving financial matters that impact them personally. The organization may do business with corporations to which members are affiliated, but every effort must be made to avoid conflict of interest or the appearance thereof. A minimum of three competitive bids shall be solicited for expenditures of \$100 or more.
- d. No officer may sign a check made out to himself or herself or to a member of his or her immediate family.

Article IV – ARTICLES OF ORGANIZATION

The articles of organization of the Calypso PTC, Inc. are composed of (a) the Bylaws and (b) any additional articles, such as operating guidelines, adopted by the PTC membership.

Article V – MEMBERSHIP DUES

-- No amendment proposed by bylaws adopted November 27, 1996 –

Article VI – OFFICERS AND THEIR ELECTION

Section 1.

- a. Each officer of this organization shall have been a member of the organization for six months.
- b. To be eligible for the presidency, a person must have served on the Executive Board of the organization for one full academic year.

Section 2.

- a. The officers of this organization shall consist of a President, Vice President, a Secretary, and a Treasurer.
- b. Officers shall be elected by ballot annually in the month of May.
- c. Officers shall assume their official duties on July 1st and shall serve for a term of one year and until the election and qualification of their successors.
- d. A person shall not be eligible to serve more than three consecutive terms in the same office.
- e. Should the term of service be altered, the existing executive board had the authority to adjust the nomination and voting months.

Section 3. Nominating Committee

- a. There shall be a Nominating Committee composed of two members who shall volunteer and be approved by the organization during the month of October.
- b. The Nominating Committee shall nominate from one to three eligible individuals for each office to be filled and shall present these nominations at the following April meeting. Additional nominations will be taken from the floor at this time.
- c. Only those persons who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

Section 4. Vacancies other than at time of regular elections.

A vacancy occurring in any office, other than at the end of each academic year when general elections are held, shall be filled on an interim basis by a person elected by a majority vote of the remaining members of the Executive Board, notice of such electing having been given to all Board members. In case a vacancy occurs in the office of the President, the Vice President shall serve notice of the elections.

Following the election of an interim officer by the Executive Board, special elections shall be called as follows to elect a permanent officer to serve the remainder of the unexpired term:

- a. Within ten days of the original office vacancy, the President shall notify the membership that a special election is to be held and that nominations will be accepted from the

membership. Ten days' notice of the election meeting shall be given, and nominations will be accepted at any time during this period.

- b. Within ten days of the original office vacancy, the President shall request that the Nominating Committee nominate one additional candidate, other than the officer elected on an interim basis by the Executive Board.
- c. At the time of the special election, nominations from the membership and from the Nominating Committee shall be presented to the attendees, and the new officer shall be elected to serve the remainder of the unexpired term.

Section 5.

- a. In the event that no eligible candidate is nominated for an elected office at the April meeting, any active member of the organization may nominate himself or herself for the position and the election will be held as usual.
- b. In the even that no eligible individual is available to fill a vacancy in an elected office, occurring at any other time during the year, any active member of the organization may submit his other name for consideration by the Executive Board to fill the vacancy on an interim basis.

Article VII – DUTIES OF OFFICERS

Section 1. Duties of the President

The President shall give notice of and shall preside at all meetings of the organization and of the Executive Board, shall maintain the current membership list, and shall perform such other duties as may be prescribed in these bylaws or assigned to him or her by the organization or by the Executive Board, and shall coordinate the work of the officers and committees of the organization in order that the Purposes may be promoted.

Section 2. Duties of the Vice President

The Vice President shall act as an aide to the President and shall perform the duties of the President in the President's absence. The Vice President shall maintain the organization's inventory of nonfinancial assets.

Section 3. Duties of the Secretary

The Secretary shall record the minutes of all meetings of the organization and of the Executive Board and shall keep a permanent file of said minutes, as well as the articles of organization of the PTC. New documents shall be created and maintained using standard, widely-available office software and shall be maintained in electronic as well as paper form. The Secretary shall make these documents available upon reasonable request, either in printed form or through electronic files, as preferred by the person requesting the information. The Secretary shall maintain a permanent paper file of PTC documents at Calypso School, with duplicates of current documents kept in a separate physical location. Electronic versions of current and recent documents shall also be kept in at least two physical locations.

Section 4. Duties of the Treasurer

- a. The Treasurer shall have custody of all the funds of the organization, shall keep a full and accurate account of receipts and expenditures, and shall make disbursements in accordance with the approved budget, as authorized by the organization, the Executive Board, or a special committee. The Treasurer shall present a financial statement at every meeting of the organization and at other times when requested by the Executive Board and shall make a full report at the annual meeting. Treasurer's reports shall include fiscal year-to-date spending by category as compared with the established budget, and may also include each transaction if requested by the membership or if preferred by the Treasurer. The Treasurer will also report to the membership any issues or concerns that are significant in his or her judgment.
- b. The Treasurer shall be responsible for the maintenance of all financial records and books of account. New documents shall be created and maintained using standard, widely-available office software and shall be maintained in electronic as well as paper form. The Treasurer shall make these documents available upon reasonable request, either in printed form or through electronic files, as preferred by the person requesting the information. Although information is to be made available to others, on the Treasurer shall have authority to alter financial data. The Treasurer shall maintain a permanent paper file of PTC documents at Calypso School, although current ledgers may be in the Treasurer's personal custody. Whenever practicable, duplicates of all financial documents shall be kept in two separate physical locations. Electronic versions of current and recent documents shall also be kept in at least two physical locations.
- c. The Treasurer shall obtain and keep valid receipts for all reimbursements and expenditures. In the case of cash advances, valid receipts must be submitted within 14 days of the disbursement of the advance. Two signatures are required for all expenditures. Only the President, the Vice President, and the Treasurer are authorized to sign checks.
- d. The Treasurer's accounts shall be examined annually by an Audit Committee or by a professional auditor. At the time of the annual audit, the Treasurer shall provide to the Audit Committee a detailed Income and Expense statement, listing each transaction. Treasurer shall provide to the Audit Committee a Balance Sheet showing all financial assets and liabilities to date.
- e. The Treasurer shall prepare the organization's annual federal tax returns, and, when applicable, state and local tax returns. The Treasurer may request assistance from the Executive Board or its members in preparing these documents.

Section 5.

All officers shall:

- a. Perform the duties prescribed in the parliamentary authority in addition to those outlined in these bylaws and those assigned from time to time.
- b. Deliver to their successors all official material not later than ten (10) days following the election of their successors.

Article VIII – AUDIT COMMITTEE

Section 1.

An Audit Committee shall be appointed each year by the Executive Board. Each January or February, the Audit Committee shall audit or have audited the financial records of the organization for accuracy and shall report their findings as set forth in the bylaws.

Section 2. Responsibilities.

- a. The Audit Committee shall reconcile cash accounts, comparing the organization's records to bank accounts and ensuring that receipts, disbursement signatures, payment approvals, and membership and/or board approvals are in order.
- b. The Audit Committee may examine a representative sample of transactions and records if such a representative sampling is sufficient to satisfy the committee that the financial records are in order.
- c. The Audit Committee shall prepare a written report of their findings, and shall present this report to the organization at an official meeting.

Section 3.

In their report, the Audit Committee will report the facts of their audit. They may additionally recommend policy changes for consideration of the organization as a whole.

Section 4. Appointment, restrictions, and authority.

- a. The Audit Committee shall consist of three (3) members of the organization, appointed at large.
- b. Those appointed shall not be present officers of the organization, or any individual whose books will be part of the audit.
- c. The Audit Committee shall have the authority to hire professional help to accomplish the audit, if they desire it, at a cost not to exceed \$300 per year.

Article IX – EXECUTIVE BOARD

Section 1.

The Executive Board shall consist of the following individuals:

1. Officers of the organization
2. The Principal of the school (in the absence of the principal, a staff member may be appointed), and
3. Two additional board members at large, elected by the membership

All members of the Executive Board shall serve until the election and qualification of their successors.

Section 2.

The duties of the Executive Board shall be:

- a. To transact necessary business in the intervals between organization meetings and such other business as may be referred to it by the organization;
- b. To create standing committees;
- c. To approve the plans of work of the standing committees;
- d. To present a report at the regular meetings of the organization;
- e. To appoint an auditor or an Audit Committee to audit the Treasurer's accounts;
- f. To assist the Treasurer in preparing the annual income tax return, if requested, and to identify and retain professional assistance for this task, if needed;
- g. To prepare and submit to the organization for approval a budget for each fiscal year at the annual meeting, showing income and expense projections by program or project category, including prior year totals for comparison; and prepare an information fundraising letter to be distributed to Calypso families.

Section 3.

At its discretion, the Executive Board may expend up to \$500 per year to retain professional assistance with the preparation of the organization's annual tax returns.

At its discretion, the Executive Board may authorize expenditures up to \$300, totaling no more than \$1,000 per fiscal year, without the approval of the general membership. With the exception of the authority to retain professional assistance for tax returns and the authority to approve expenditures up to \$300, this document does not authorize the Executive Board to make any expenditures above \$300.

The PTC should have on hand six months' to one year's worth of operating expenses in funds.

Section 4.

Meetings of the Executive Board shall be held as needed during the academic year. A majority of the Executive Board members shall constitute a quorum. Meetings of the Executive Board may be called by the President or by a majority of the members of the Board.

Business may be conducted by phone or email if a physical meeting of the Executive Board members is impractical.

Article X – MEETINGS

Section 1.

Regular meetings of the organization shall be held at least quarterly during the school year, at times scheduled by the Executive Board. Five (5) days' notice shall be given for general membership meetings. Notice herein shall consist of written notice printed in the school's newsletter, or separate written notice to be given to each Calypso family through the school's family distribution system.

Section 2.

Special meetings may be called by the Executive Board, with three (3) days' written notice having been given.

Section 3.

The annual meeting, at which elections take place and the annual budget is submitted for approval, shall be held in May.

Section 4.

The members in attendance shall constitute a quorum for the transaction of business in any meeting of the organization.

Article XI – ORDER OF BUSINESS AT MEETINGS

Section 1.

The order of business at regular meetings and at the annual meeting of the organization shall be as follows:

1. Call to order, and sign-in for all attendees
2. Presentation, review and approval of meeting's agenda
3. Presentation, review and approval of the minutes of the last meeting
4. Presentation, review and approval of the latest Treasurer's report and proposed annual budget (when applicable)
5. Reports of Committees
6. Unfinished Business
7. New Business
8. Nominations and Elections:
 - a. General election of officers (when applicable)
 - b. Announcement of elected officers (when applicable)
 - c. Appointment of a Nominating Committee (when applicable)
9. Announcements
10. Adjournment

Section 2.

The order of business at a special meeting of the organization shall be as follows:

1. Call to order, and sign-in for all attendees
2. Reading and approval of the motion or other document calling the meeting.
3. The business for which the meeting was called
4. Adjournment

Section 3.

All meetings shall follow the general rules set forth in Robert's Rules of Order. Minutes of each meeting shall be kept; votes taken to decide questions; and committee reports given, along with written recommendations when applicable, when committees report to the PTC as a whole.

Committee meetings may, at the discretion of the chairperson or convener, be conducted in a less formal manner. All necessary records, however, must be kept.

Article XII – STANDING AND SPECIAL COMMITTEES

Section 1.

Only members of the organization shall be eligible to serve any elective or appointive positions.

Section 2.

The Executive Board may create such standing committees, as it may deem necessary to promote the Purposes and carry on the work of the organization. The term of each chairperson shall be one (1) year and until the election and qualification of a successor.

Section 3.

The chairperson of each standing committee shall present a plan of work to the Executive Board for approval.

Section 4.

During the time when each committee is active, the chairperson shall provide updates to the President in advance of each regular PTC meeting. Committee updates to the PTC as a whole may include reports, recommendations, and the presentation of issues that cannot be resolved within a committee. Routine decisions involving the committee's work shall be made during committee meetings only.

Section 5.

The chairperson of each committee shall maintain a permanent record of duties and responsibilities of the committee and shall prepare a yearly report of activities engaged in to meet these responsibilities. Said report shall be passed each year to the President or President-elect for review and dispersal to new committee chairpersons.

Section 6.

The power to form special committees and appoint their members rests with the organization and the Executive Board.

Section 7.

The President shall be a member *ex officio* of all committees except the Nominating Committee.

Article XIII – FISCAL YEAR

The fiscal year of the organization shall begin on the first day of July and end on the following last day of June.

Article XIV – PARLIAMENTARY AUTHORITY

Robert’s Rules of Order Newly Revised (10th Edition) shall govern the organization in all cases in which they are applicable and in which they are not in conflict with these bylaws.

Article XV – AMENDMENTS

These bylaws may be amended at any regular meeting of the organization by a two-thirds vote of the members present and voting, provided that notice of the proposed amendment shall have been given in written form to members at least two (2) weeks prior to the vote on said amendment.

Article XVI – MISCELLANEOUS

All officers, committee chairpersons, and committee and board members shall be indemnified and held harmless by Calypso PTC, Inc. for any actions that they shall take while pursuing the work of this organization unless such activity involves gross negligence, willful and wanton actions, or criminal activity.