

BIGELOW MIDDLE SCHOOL PARENT-TEACHER ORGANIZATION, Inc.
42 Vernon Street
Newton, MA 02458

BY-LAWS
AS OF AUGUST 31, 2003

ARTICLE I - NAME

The name of this Organization shall be the Bigelow Middle School Parent-Teacher Organization ("Bigelow PTO").

ARTICLE II - PURPOSE

The purpose of this Organization shall be to:

- * promote the educational, intellectual, social, emotional and physical growth of the Bigelow Middle School students and support the efforts of the staff in providing an optimal educational experience for students
- * promote the core values of the Bigelow Middle School by supporting an environment wherein they will develop RESPECT for self and others, a sense of RESPONSIBILITY for oneself and community, and a LOVE OF LEARNING
- * encourage cooperation, collaboration and communication between staff and parents and serve as a medium of contact between home and school
- * provide support and information to the parent community, i.e., keeping them abreast of city- and state-wide educational issues and social issues of the middle-school-age child

Bigelow PTO encourages the participation of all Bigelow Middle School faculty, staff, parents and students in its activities.

ARTICLE III - POLICIES

Bigelow PTO, organized under Chapter 180 of the Massachusetts General Laws, shall be non-commercial, non-sectarian, and non-partisan. Neither the name of Bigelow PTO nor the name of its officers in their official capacities shall be used in connection with a commercial concern or with any political interest or candidate, or for any purpose other than the regular work of Bigelow PTO. The principal office shall be located at 42 Vernon Street, Newton MA 02458, unless changed by subsequent filing with the Secretary of State of the Commonwealth of Massachusetts.

ARTICLE IV - MEMBERSHIP

Section 1

Parents, legal guardians, stepparents or other persons acting in loco parentis of any Bigelow Middle School student and faculty members and staff of the school automatically shall be members of Bigelow PTO.

Section 2

Dues will be solicited annually, but the payment of dues is voluntary. The recommended dues will be established annually, presented and voted on during the Spring Annual Meeting.

Bigelow Middle School PTO By Laws, continued

ARTICLE V - MEETINGS

Section 1

There shall be no less than four regular meetings of Bigelow PTO during the school year which shall include the first Fall meeting and the Spring Annual Meeting. During the school year's first meeting, officers and committee chairpersons in attendance shall be introduced, and the Principal shall welcome the school community and present an overview of the school and the upcoming school year. The Spring Annual Meeting will be held in May or June. At this meeting the Nominating Committee will present its slate of officers and committee chairpersons, and elections will take place. The Treasurer will present the proposed budget for review and a vote will be taken at the Spring Meeting for approval of said budget. A copy of the proposed budget shall be available to members upon request, prior to such meeting. Any special meetings, including workshops and programs, may be called by the President.

Section 2

Notice of each meeting of Bigelow PTO shall be published either in the school newsletter or otherwise distributed through students, email or other methods customarily used for school communications.

ARTICLE VI - FINANCES

Section 1 - Fiscal Year.

The fiscal year of Bigelow PTO shall be from September 1 to August 31.

Section 2 - Budget:

The annual budget, prepared by the Finance Committee, shall be presented for approval at the Spring Annual Meeting occurring prior to the beginning of each fiscal year. Any expenditure, in excess of \$75 and not contained in this budget, must be approved by the Board of Directors prior to its disbursement. Any lesser amount can be approved by the President. This threshold amount for Board vs. President approval should be reviewed each year during the preparation of the budget.

Section 3 - Finance Committee.

The Finance Committee shall consist of the President, Vice President of Fund Raising and the Treasurer. This Committee will meet a minimum of two times during the year to review Bigelow PTO's financial status and to prepare and approve the annual budget prior to its presentation at the Spring Annual Meeting.

Section 4 - Signatures.

The Treasurer and the President are the authorized signatories for all expenditures, but only one signature is required.

ARTICLE VII – OFFICERS, COMMITTEES AND COMMITTEE CHAIRS

The officers of Bigelow PTO shall be the President, Vice President, a Secretary, Treasurer, and those past Presidents who are members of Bigelow PTO. More than one persons may be elected jointly to a single office in which event the office shall be held jointly as co-officers. Insofar as possible, offices held jointly should be held by persons from different feeder schools. Terms used in the singular in these By-Laws shall be deemed to include the plural for co-office holders.

The Board of Directors, or the President may create all standing committees or special committees required to carry on its work. Chairs of standing or special committees may attend all meetings of the Board of Directors but shall have not vote.

Bigelow Middle School PTO By Laws, continued

ARTICLE VIII - DUTIES OF OFFICERS

Section 1

The President shall set the agenda for and preside at all meetings of Bigelow PTO and of the Board of Directors, shall be a member ex officio of all committees, be or appoint the PTO representative at all school-related committees or councils where the PTO is represented, including Newton PTO Council and School Council and shall perform all duties usually pertaining to the office. The President shall serve as liaison of Bigelow PTO to the Principal, to the community and to the Newton PTO Council. The President may appoint ad hoc committees and liaisons throughout the year and may call meetings of the Board of Directors as provided herein or as otherwise necessary.

Section 2

The Vice President shall act as assistant to the President and shall perform the duties of the President in her/his absence. The Vice President will oversee fund raising and serve on the Finance Committee, shall coordinate and support Bigelow PTO's volunteers and volunteer efforts, and shall assist the President and Principal in establishing programs/workshops for the school community.

Section 3

The Secretary shall handle all correspondence of Bigelow PTO, including maintaining the permanent record of the meetings of Bigelow PTO and the Board of Directors. The Secretary shall provide a typed copy of the minutes of each meeting for approval at subsequent meetings, shall acknowledge community efforts at Bigelow Middle School as well as convey notable activities at Bigelow to the community, assist the Board of Directors with communications and shall perform all other duties usually pertaining to the office, including sending a notice of meetings to the Board of Directors, as deemed necessary by the President.

Section 5

The Treasurer shall be the chief fiscal officer of Bigelow PTO and shall receive all monies of Bigelow PTO, shall keep an accurate record of receipts and expenditures and shall make authorized disbursements in accordance with the budget. The Treasurer shall serve on the Finance Committee. The Treasurer shall provide regular reports of Bigelow PTO's finances, prepare an annual budget for approval of Bigelow PTO at its annual meeting, and shall prepare or oversee the filing of all fiscal reports of the Bigelow PTO as may be required to be filed with federal and state agencies from time to time.

ARTICLE IX – BOARD OF DIRECTORS

Section 1

The Board of Directors shall include the officers of Bigelow PTO and the Principal. Insofar as possible, each of the feeder schools should be equally represented on the Board of Directors.

Section 2

The Board of Directors shall meet no less than three times during the school year. Meetings of the Board may be called by the President or three members of the Board with three days notice given to all Board members. One or more directors may participate in any annual, regular, or special meeting of the Board by means of conference telephone or similar communications equipment by which all persons participating in the meeting are able to hear each other at the same time. Such participation shall constitute presence in person at such meeting. Any action required or permitted to be taken at any Board meeting may be taken without a meeting if a consent in writing, setting forth the action as taken, shall be signed by all of the directors with respect to such subject matter. Such consent, which may be signed in counterparts, shall have the same force and effect as a vote of the Board of Directors.

Section 3

A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board.

Bigelow Middle School PTO By Laws, continued

Section 4

The duties of the Board of Directors shall be to transact administrative business referred to it by the President or by Bigelow PTO through the President.

Section 5

Board of Directors meetings shall be open to all members of Bigelow PTO, but only members of the Board of Directors shall vote at these meetings.

ARTICLE X - NOMINATIONS

Nominations shall be made by the Nominating Committee for Officers, Committee Chairs and the elected members of the Nominating Committee. The Nominating Committee shall consist of at least four members of Bigelow PTO: one member of the Board of Directors, selected by the Board, and at least three elected members, preferably one from each of the feeder schools.

Notice of Nominating Committee meetings shall be announced to Bigelow PTO members through the newsletter, email or other method(s) customarily used for school communications. Any member of Bigelow PTO shall be welcomed at the meetings.

The Committee shall solicit recommendations for officers and committee chairpersons through feeder school PTO's and Bigelow PTO newsletters, email or other method(s) customarily used for school communications. The Committee shall present its slate of officers and committee chairpersons at the Spring Annual Meeting. Additional nominations from the floor will be accepted, if the candidate has consented to the nomination. All nominees shall be members of the Bigelow PTO. At any election, a plurality of votes cast shall be necessary to elect. The officers and committee chairpersons shall be elected for a term of one year. The term of office shall coincide with Bigelow PTO's fiscal year. The officers may serve no more than two consecutive terms in the same office.

If a standing or special committee is created by the Bigelow PTO pursuant to Article VII of these by-laws, the Nominating Committee shall nominate the members and chair of such committee(s), whose names shall appear on the notice of the subsequent meeting of the Bigelow PTO and be voted on at that meeting (such meeting may or may not coincide with the Annual Meeting).

ARTICLE XI - ELECTIONS

Section 1

Elections shall be held at the Spring Annual Meeting of Bigelow PTO. Notice of this meeting shall be announced to Bigelow PTO members at least one week prior to the meeting. Election shall be by ballot when there are more nominees than allowed under Article VII of these By-Laws.

Section 2

Vacancies of any elected office during the school year shall be filled for the unexpired term by appointment of the Board of Directors. Vacancies in committees shall be filled by recommendation of the President.

ARTICLE XI - AMENDMENTS

These bylaws may be amended or repealed by a majority vote of the entire Board of Directors, except with respect to any provision thereof which by law, the articles of incorporation or these by-laws require action by members.

Bigelow Middle School PTO By Laws, continued

ARTICLE XII - RULES OF ORDER

The rules contained in Robert's Rules of Order Revised shall govern this Organization in all cases not covered by or inconsistent with these By-Laws.

ARTICLE XIII - MISCELLANEOUS

Section 1. Transactions with Interested Parties

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these By-Laws. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. Dissolution

Upon the dissolution of the corporation, any remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.