

BYLAWS  
of the  
Carmel Middle School Parent Teacher Organization, Inc.  
Adopted on March 10, 1992

Amended on  
May 1, 1995  
May 12, 1998

Revised on  
April 11, 2000  
April 22, 2003  
April 19, 2005  
March 19, 2009  
March 2012  
April 2015  
April 18, 2017  
April 16, 2019  
November 9, 2021

ARTICLE I

The name of the organization shall be the Carmel Middle School Parent Teacher Organization, Inc., hereinafter referred to as the CaMS PTO.

ARTICLE II

Mission

- Section 1. The mission of the CaMS PTO shall be to enrich the educational opportunities for the students by:
- a. Bringing together parents and staff to promote the community and the welfare of the students of Carmel Middle School, hereinafter referred to as the School;
  - b. Establishing a close working relationship among parents, teachers, the school and the community; and
  - c. Supporting the highest possible standards of the home and school.
- Section 2. The CaMS PTO shall not seek to direct the technical activities of the School or to control school policies.

ARTICLE III

Membership

- Section 1. The parents and/or legal guardians of each student enrolled in the School, faculty and staff members, principal, administration, and interested patrons of the School are considered Members. The Carmel Middle School PTO does not discriminate on the basis of race, color, ethnic, religious, or national origin.
- Section 2. The Vice President shall maintain a current list of all Members who would like to volunteer.
- Section 3. Removal of Members: Any Member may be removed from membership by majority vote for conduct detrimental to the Corporation, for lack of sympathy with its

objective, or for refusal to render reasonable assistance in carrying out its purposes. Any such member, officer, or chair (director) proposed to be removed shall be entitled to at least five days notice in writing of the meeting at which time such removal is to be voted upon. The member shall be given an opportunity to be heard by the Executive Board at such meeting. The decision of the Executive Board shall be final.

#### ARTICLE IV PTO Income

- Section 1. Annual income goals shall be set for the following school year at the last regularly scheduled or properly called meeting of the prior school year.
- Section 2. No part of the net earnings of the CaMS PTO shall benefit the PTO or be distributed to its Members, directors, officers or other individuals, except that the CaMS PTO shall be authorized and empowered to pay any reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.
- Section 3. The CaMS PTO shall be required to distribute its income for each taxable year at such time and in such manner as not to subject the CaMS PTO to liability under the Internal Revenue Code.

#### ARTICLE V CaMS PTO Meetings

- Section 1. There shall be a minimum of **two (2) General Board** meetings and eight (8) Executive Meetings of the CaMS PTO during the school year.
- Section 2. The dates of the meetings shall not conflict with the calendar established by the Coordinating Council for the Carmel Clay School District.
- Section 3. Special meetings may be called by the President of the CaMS PTO, the Board of Directors or upon written request of at least ten percent (10%) of the Membership, at least five days before the meeting.
- Section 4: Quorum and Voting Requirements: At any meeting, regular or special, those members present from the Corporation constitute a quorum for all purposes except as otherwise provided by law. Action is taken by an affirmative vote of a majority of the Members with one vote per motion per member.
- Section 5. Notice of meetings and any special meetings shall include the place, date, time and, if available, the known agenda at least five days before the meeting.

#### Article VI Nominating Committee

- Section 1. The Nominating Committee shall be chaired by the Vice President or, in the absence of such, a member appointed by the President.
- a. The Nominating Committee shall solicit Members interested in serving on the Executive Board in advance of determining its slate of officers.
  - b. Every effort will be made to have representatives on the Nominating Committee from different feeder schools.
  - c. The Nominating Committee shall prepare a slate of officers for Executive Board approval.

- d. Additional nominations may be made from the floor including self nominations.
- e. The Nominating Committee shall make certain the prospective General Board members know the general and specific duties of the job.
- f. Election of new Officers shall first take place at an Executive Board meeting of the CaMS PTO in the second semester of the school year.
- g. Elections: All officers shall then be approved by a majority vote of those present at Spring General Board Meeting.
- h. In the event a vacancy occurs in an elected office, the Executive Board of Directors shall appoint a Member to fulfill the Officer's unexpired term.

## Article VII

### Executive Board of Directors/ Board of Directors

- Section 1. **Personnel:** The Executive Board of Directors ("Executive Board") shall consist of, but not be limited to, the President, Vice President, Secretary, Treasurer, Assistant Treasurer, Vice President of Communications, Board At Large, and the Principal or his or her representative.
- Section 2. **Qualifications:** All elected officers are Members of the PTO. All officers must have a current, satisfactory criminal background check.
- Section 3. **Terms of Office:** Shall be for one year commencing at the last PTO meeting of the current school year through the end of the succeeding school year. The treasurer(s) terms will conclude at the end of the financial year, June 30. The same person shall not fill the same elected office for more than two consecutive terms. This shall not include vacancies filled by Executive Board appointment.
- Section 4. **Duties:** The officers shall perform the duties of the Executive Board. The Board shall have the power to act solely in the interest of the CaMS PTO. These include developing the PTOs annual budget, establishing and overseeing committees to conduct the work of the PTO, establishing fundraising programs and approving, by majority vote, expenses not appropriated in the annual budget, when expenses are over \$100 and do not exceed \$1000. Additional duties of the board are listed below and in Article VIII:
- Transact all necessary business between meetings and report on these transactions at the subsequent meeting.
  - Fill vacancies in elected offices for the unexpired term and appoint positions as deemed necessary.
  - Make recommendations to the Chairs (Officers) for their acceptance or rejection.
  - Create, by the act of a majority vote, at any meeting at which there is a quorum, additional Standing Committees, and appoint Chair(s) for them as the need for additional Standing Committees arises.
- Section 5. **Meetings:** There shall be a minimum of 8 Executive Board Meetings during the school year. A majority of the Board shall constitute a quorum. A Majority vote shall be necessary for any decision made by the Executive Board.
- Section 6. **Removal:** An Officer can be removed from office for failure to fulfill his/her duties after reasonable notice, by a majority vote of the Executive Board. Any officer proposed to be

removed shall be entitled to at least five days notice in writing of the meeting at which time such removal is to be voted upon. The member shall be given an opportunity to be heard by the board at such meeting. The decision of the board shall be final.

Section 7. **Elections:** Elections shall be made by a majority vote of Members present at the Spring General Board Meeting.

## ARTICLE VIII

### Duties of the Executive Board Officers

Section 1. The President's duties shall include, but not be limited to:

- a. Preside at all Board and CaMS PTO meetings with proper notification given to all Members of the dates, times, places, and matters to be voted upon.
- b. Serve in an ex-officio capacity on all committees.
- c. Approval of any new committees that are needed as determined by the Executive Board of Directors.
- d. Serve on the Coordinating Council and fulfill all responsibilities associated with that position.
- e. Maintain a list of all Officers and Standing Committees and Project chairpersons for the year.
- f. The President and Principal shall communicate in the spring to establish the calendar dates for meetings for the following school year.
- g. Be responsible for providing a job description to each committee chairperson.
- h. Sign all contracts on behalf of the PTO. However, any contract which exceeds \$5,000 in expected revenue or expenditures shall also require the signature of the CaM Principal after Executive Board approval and vote.
- i. Be able to approve unbudgeted funds up to \$100 without Executive Board Approval.

Section 2. The Vice President duties shall include, but not be limited to:

- a. Preside in the absence of the President.
- b. Serve on the Coordinating Council and fulfill all responsibilities associated with that position.
- c. Serve as a School Board Representative and provide communication from the School Board to the CaMS PTO Executive Board if the School Board Liaison is unable to.
- d. Serve as the Chair of the Nominating Committee.
- e. Serve in an ex-officio capacity on those committees determined by the Executive Board.

Section 3. The Secretary's duties shall include, but not be limited to:

- a. Keep an accurate record of all of the meetings of the Board of Directors and the CaMS PTO.
- b. Provide copies of the approved minutes to each of the Officers. Draft minutes must be approved by a minimum of two (2) Executive Board Members, who were in attendance at the meeting, prior to general distribution of the minutes.
- c. Have custody of all books and electronic records pertaining to the business of the CaMS PTO, except those of the Treasurer, and shall maintain a permanent file of all records for the last five (5) years.
- d. Act as parliamentarian of the CaMS PTO.

Section 4. The Vice President of Communication's duties shall include, but not be limited to:

- a. Produce communication from the PTO leadership to its Membership via electronic correspondence. Correspondence will be direct to the PTO members and serve to

supplement PTO meeting minutes and the PTO website. Their purpose is to improve the benefits of membership by offering a direct link to school events, opportunities and outreach.

b. Work in support of the PTO mission to increase awareness of volunteer opportunities and to create a culture of parental involvement.

c. Coordinate with PTO Leadership to promote accurate and timely information on home page(s) of the PTO and school websites and/or direct mail.

Section 5. The Treasurer duties shall include, but not be limited to:

a. Receive all monies of the CaMS PTO and shall maintain an accurate record of receipts and expenditures.

b. Be responsible for training the Assistant Treasurer.

c. At fiscal year-end, submit reports to Accountant for annual tax preparation

d. At Calendar year-end, provide payee information and amounts to Accountant for preparation of Form 1098 and Form 1099.

e. Have the books ready for audit on or before August 1 of each year. The Year-End Report shall be presented by the treasurer at the first CaMS PTO meeting of the following school year.

f. Maintain complete and accurate record of the financial transactions of the CaMS PTO including annual financial reports for the current and the preceding five (5) years within CaMS PTO at Carmel Middle School.

g. Complete the Business Entity Form for the State of Indiana each spring.

Section 6. The Assistant Treasurer duties shall include, but not be limited to:

a. Preside in absence of the Treasurer.

b. Be authorized to sign checks in the absence of the Treasurer.

c. Make deposits.

Section 7. The Board At Large duties shall include, but not be limited too:

a. Work with the other Executive Members to accomplish the mission of the Carmel Middle School PTO

## Article IX

### General Board of Directors

Section 1. **Personnel:** The General Board of Directors shall consist of the Executive Officers, the Chairperson of each standing Committee and the Principal and/or designee. A teacher on staff at Carmel Middle School may be a Director. The Directors, otherwise known as Chairs (Officers), may include but are not limited to the following areas:

- Student and Staff Appreciation
- Student Enrichment Opportunities
- Special Events and Fundraising

Section 2. **Duties** of the General Board of Directors:

- Shall perform the duties listed in said committee's job description.
- Transact all necessary business between organization meetings.
- Make a minimum of (1) report during the school year to the General Membership.
- Solicit committee plans and ideas for presentation to the Executive Board.
- Request significant job changes to the Executive Board for their approval.
- If the committee has a budget line in the PTO Budget, the chairs (s) are to be responsible for all monies spent, ensuring the expenditure does not exceed the

allocated amount.

- To liaise with the Treasurers in the management of the budget line and to help determine its budget for the following year.
- Maintain all files/records.
- The Officers shall assume their duties at the close of the school year.

- Section 3. **Qualifications:** All chairs shall have a current, satisfactory criminal background check.
- Section 4. **Term of Office:** The term of each office shall be for one year commencing at the last PTO meeting of the current school year through the last PTO meeting of the succeeding year. Any unexpected vacancies will be filled by Executive Board appointment.
- Section 5. **Removal:** A Director (chair) can be removed from office for failure to fulfill his/her duties after reasonable notice by a majority vote of the Executive Board. Any such director proposed to be removed shall be entitled to at least five days notice in writing of the meeting at which time such removal is to be voted upon. The director shall be given an opportunity to be heard by the board at such meeting. The decision of the board shall be final.
- Section 6. **Elections:** Elections shall be made by a majority vote of Members present at the Spring Meeting.

#### ARTICLE X

##### Standing Volunteers and/or Committees

- Section 1. The **Vice President** shall provide each Chairperson with volunteer names and contact information to assist with PTO or CaMS operations.
- Section 2. Volunteers do not have to be PTO members to assist at school. However, they must have a current, satisfactory criminal background check and any other training set forth by either Indiana State law or the Carmel Clay School Corporation.

#### ARTICLE XI

##### Coordinating Council

- Section 1. The Carmel-Clay Coordinating Council (Coordinating Council) is comprised of the following members: President and Vice-President of each PTO within the Carmel-Clay School District and various Carmel Clay School employees /representatives.
- Section 2. The Coordinating Council coordinates the various activities and events of its members.

#### ARTICLE XII

##### Parliamentary Procedure

- Section 1. The rules contained in Robert's Rules of Order, Revised shall govern the CaMS PTO in all cases to which they are applicable, and in which they are not inconsistent with bylaws of the CaMS PTO.

#### ARTICLE XIII

##### Amendment

- Section 1. Notice of proposed changes to the by-laws and standing rules shall be presented at a meeting preceding the meeting at which it is to be voted upon.
- Section 2. The bylaws shall be reviewed every three (3) years by the Executive Board.

ARTICLE XIV  
Records

- Section 1. The CaMS PTO as prescribed by law shall keep a copy of the following records within CaMS PTO's office, at Carmel Middle School:
- a. Current articles of incorporation and any amendments thereto;
  - b. Current bylaws and any amendments thereto;
  - c. Any action of the CaMS PTO relating to Membership;
  - d. Minutes of all CaMS PTO's meetings including the Executive Board and all actions approved by the Members for the past three (3) years;
  - e. All written communications (Newsletters) to Members within the past three (3) years
  - f. A current list of the CaMS PTO's Members within the past three (3) years;
  - g. Financial records of the CaMS PTO for the past five (5) years; including the Indiana Business Entity Report, tax returns and any pertinent accountant correspondence/reports.

AMENDMENT I  
Financials

- Section 1. Fiscal Year: The Fiscal Year of the CaMS PTO runs from July 1 to June 30th of the following year.
- Section 2. Banking: All operating funds shall be kept in a checking account in the name of the Carmel Middle School PTO. Reserve funds shall be kept in a savings account. Both accounts require at minimum two Executive Board signatures and are held at a locally insured financial institution.
- Section 3. Finances: A minimum of seventy percent (70%) of the current years operating budget money shall be in a savings (reserve) account by the beginning of the next fiscal year. The checking (operating) account will maintain the bank-required minimum.
- Section 4. Reporting: All financial activity shall be recorded in a computer-based system. The Treasurer or their assistant shall reconcile the accounts monthly and report a summary of all financial activity monthly to the Executive Board.
- Section 5. PTO funds shall be used for payment of the following:
- Approved budgeted categories,
  - Teacher Grant line items that are voted upon by the Executive Board after Principal recommendation
  - Non-budgeted items from requests approved by the Executive Board and/or Board of Directors
- Section 6. PTO funds shall not be used for payment of the following:
- Sales tax
  - Gifts/payments to PTO volunteers
  - The PTO is not responsible for late fees, service charges, returned check fees or monies incurred from extended time frames of outstanding bills.
- Section 7. The PTO will make every effort to submit payable accounts in a timely manner.
- Section 8. Upon dissolution of the CaMS PTO, the Executive Board shall, after paying or

making provisions for the payment of all liabilities of the CaMS PTO, dispose of all of the assets of the CaMS PTO exclusively for the purpose of the CaMS PTO in such a manner, or to such CaMS PTO, or CaMS PTOs, organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt CaMS PTO by law.

AMENDMENT II  
School Redistricting

Section 1. Nominating Committee: School Redistricting Slate Procedure in the event of redistricting, the Executive Board will determine appropriate timeline and procedures for slating the Board of Directors.

AMENDMENT III  
Miscellaneous

Section 1. General Questionnaire: On an as needed basis, as determined by the Executive Board, the Carmel Middle School PTO can seek feedback from every member to continually evaluate itself. These methods can be paper or electronic in nature.

Section 2. Indemnification: Carmel Clay Schools (CCS) shall indemnify any individual who is made party to a proceeding because the individual is or was an Executive Board member of the Corporation against liability and reasonable expenses incurred in the proceeding in accordance with CCS Policy 8750, Defense and Indemnification, Revised March 2013.

Section 3. The Corporation shall comply with the current Indiana Gaming Commission laws in regards to raffling and fundraising, as they pertain to Corporation business and bank accounts.

Section 4. Conflict of Interest: The CaMs PTO will not enter into a business contract, either written or verbal, with a member of the Executive Board or General Board, while that person is still operating in an official capacity for the CaMS PTO. This includes, but is not limited to, the selling or purchasing of goods and/or services. This policy is intended to supplement, but not replace, any applicable state or federal laws, governing conflict of interest that apply to nonprofit organizations