**BY-LAWS**

**OF THE FORT MILL MIDDLE SCHOOL PARENT TEACHER ORGANIZATION**

**ARTICLE I** - **ORGANIZATION**

 Section 1. The Fort Mill Middle School Parent Teacher Organization (hereinafter referred to as the “PTO”) is a not-for-profit corporation formed under the laws of the State of South Carolina.

Section 2. The PTO may at its pleasure, by a vote of the membership, change its name.

ARTICLE II

PURPOSES

 Section 1. The PTO has been formed to promote the general welfare of all the children who are students attending Fort Mill Middle School (hereinafter “FMMS”), to provide assistance to the faculty and staff in facilitating an excellent educational environment, and to foster cooperation and understanding between parents and/or legal guardians, faculty, students, and community. To achieve this end, the PTO shall endeavor to operate in connection with the Fort Mill Middle School and provide volunteers, materials, equipment, and services through fund raising efforts and community contributions. The PTO shall not discriminate on the basis of race, color, national and ethnic origin, or religious preference.

 Section 2. Notwithstanding any other provisions of these By-Laws or the PTO’s articles of incorporation, (a) the purposes for which the PTO is organized are exclusively religious, charitable, scientific, literary, and educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, and (b) the PTO shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code.

 Section 3. Upon dissolution of the PTO, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision 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 disposed of shall be disposed of by the Court of Common Pleas 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 for such purposes.

 Section 4. The PTO shall not, directly or indirectly, participate or intervene in any way, including the publishing or distributing of statements, in any political campaign on behalf of, or in opposition to, any candidate for public office, or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

 Section 5. PTO funds may be used to pay reasonable compensation for actual services rendered and to make payments and distributions in furtherance of the purposes set forth in these By-Laws.

 Section 6. The name of the organization or the names of the members in their official capacities shall not be used in any connection with a commercial concern or for any purpose not appropriately related to the promotion of the PTO.

**ARTICLE III - MEMBERSHIP**

 Section 1. All parents and/or legal guardians of students who currently attend FMMS and all current faculty and staff of FMMS are automatically eligible for membership in the PTO. The Board may establish classes of membership.

 Section 2. There shall be no dues. Dues may be instated only by 51% majority of all parents and staff members able to vote.

 Section 3. All FMMS PTO members agree to comply with the guidelines established by these Bylaws.

**ARTICLE III - OFFICES AND FACILITIES**

 The principal office of the PTO shall be located at a site or sites determined by the Board.

**ARTICLE IV - BOARD OF DIRECTORS AND OFFICERS**

 Section 1. General Powers. The business affairs and policies of the PTO shall be managed and determined by the Board. The Board may establish committees and sub-committees of the Board pursuant to these By-Laws.

 Section 2. The officers of the PTO shall consist of a President, Vice-President, Secretary, and Treasurer. The Board of Directors of the PTO shall consist of the duly elected officers of the PTO. Only members of the PTO are eligible to serve in any elected or appointed position.

 Section 3. Officers shall be elected by the membership at the membership meeting scheduled in the month of April or May.

 Section 4. The Board of Directors of the PTO shall select a nominating committee composed of a minimum of five members at least two weeks prior to the election of officers. The nominating committee shall consist of at least (a) one teacher representative and/or a member of the school administration, (b) one member of the Board of Directors, and (c) two parents. The nominating committee shall nominate one eligible person for each office to be filled and report its nominees at the regular membership meeting in April or May, at which time additional nominations may be made from the floor. Nominees must agree in advance to serve if appointed.

 Section 5. Officers and Directors shall serve for a term beginning on July 1, for one year, or until the election of a successor. No person shall be eligible to serve more than two consecutive terms in the same office, however, in the event a successor for such office can not be named, an Officer may serve an additional term. In no event may an Officer serve more than five (5) terms.

 Section 6. A vacancy occurring in the office of President shall be filled for the remainder of the unexpired term by the vice-president. A vacancy in any other office shall be filled by a person elected by a majority vote of the Board for the remaining term of such vacancy.

 Section 7. The Board, by a vote of two-thirds of the Directors, may remove for cause any Director or officer, if in the opinion of the Board the best interests of the PTO are not being served.

 Section 8. Members of the Board and officers shall not receive a salary. They may be reimbursed for actual expenses incurred for PTO-related activities upon proper accounting for such expenses.

 Section 9. Duties of officers.

 President: The President shall be the Chief Executive Officer of the Board. The President shall preside over all meetings and see that all motions, orders, and resolutions of the Board are promptly carried out. The President shall be an ex-officio member of all committees, with the exception of any nominating committee, that she or he does not chair. The President shall serve as an advisor the following year.

 Vice-President: In the absence of the President, or in the event of her (or his) inability to serve, the Vice-President shall perform the duties of the President and when so acting shall have all the powers and responsibilities held by the President. The Vice-President shall perform such other duties as from time to time may be assigned to her (or him) by the President or by the Board. The Vice-President shall serve as the parliamentarian.

 Secretary: The Secretary shall keep the minutes of the meetings of the Board and see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law. The Secretary is also custodian of all official records and in general performs all duties incident to the office of the Secretary and any other such duties as from time to time may be assigned by the President or the Board.

 Treasurer: The Treasurer shall be the financial officer of the PTO and be responsible for the receipt, deposit, and disbursement of all funds subject to such regulations as may be established by the Board. The Treasurer will provide for the maintenance of accurate books and records of account and make periodic reports of the financial condition of the PTO whenever requested by the Board. He/she will assist in the preparation of the annual budget for the PTO and perform such other duties as may be assigned by the President or the Board or by these By-Laws.

 Section 10. All officers and directors shall deliver to their successors in office all books, records, and documents held in their possession by virtue of their office no later than fourteen days following the completion of their term or assumption of office by their successors.

 Section 11. In addition to the Nominating Committee, the Board shall establish such standing and ad hoc committees as it deems appropriate to carry out the PTO’s objectives. No committee work shall be undertaken without the approval of the Board. The term of each chairperson shall be one year or until the selection of his/her successor. Only members of the PTO are eligible to serve on any committee.

**ARTICLE V - MEETINGS**

 Section 1. Regular Meetings. Regular meetings of the Board shall be held at a time and place designated by the Board, no less than quarterly. All regularly schedule meetings of the Board shall be considered public meetings and proper notice of these meetings may be provided through the appropriate media. A sign in for members will be completed at meetings and decisions will be made by a majority vote of those present at the meetings except as provided for amending the PTO bylaws. A final meeting of the year in May will include completion of final tasks, prep for new year, accounting of funds, projection of budget, election of new officers, etc. to make carry over to next year smooth. In addition, there will be a review of the standing committees for additions or deletions for the next year. All PTO general and PTO Committee meetings are open to all members.

 Section 2. Special Meetings. The Board may from time to time call special meetings. Special meetings of the Board may be called by or at the request of the President or any two Directors. The PTO Executive Board meetings will be held in executive sessions for confidentiality reasons.

 Section 3. Quorum. At any membership meeting of this organization, all members present shall constitute a quorum for the transaction of business; provided, however, that a minimum of three members in attendance is required to constitute a quorum. At any regular or special meeting of the Board, all members present shall constitute a quorum for the transaction of business, with a minimum of three Board members’ attendance required.

 Section 4. Voting. All members listed under Membership are Voting members who may vote on all issues before the FMMS PTO, introduce motions, debate the merits of motions before the FMMS PTO, to elect officers, and to hold office. Each member gets one vote. The majority of the voting members present at any meeting or via proxy or mail-in vote shall be required for action to be taken by the FMMS PTO. This includes but is not limited to purchasing decisions and fundraising. An

Section 5. Parliamentary Authority. All meetings shall be conducted in substantial conformity to the latest edition of Robert’s Rules of Order.

ARTICLE VI

FISCAL YEAR

 The fiscal year of the PTO shall begin on July 1, and end on the following June 30, unless otherwise fixed by the Board.

ARTICLE VII

AMENDMENTS

 These By-Laws may be amended or repealed and new By-Laws may be adopted by the affirmative vote of two-thirds of the Directors present at any regular or special meeting of the Board, provided that written notice of such proposed amendments shall be given at least five days before such meeting.

 These By-Laws were duly adopted by the Board of Directors of the Fort Mill Middle School Parent Teacher Organization effective as of July 1, 2000.

 These By-Laws were amended and the new revised By-Laws were duly adopted by the Board of Directors of the Fort Mill Middle School Parent Teacher Organization on May 5, 2015.