

**Bylaws  
Of  
Cheyenne Traditional School  
Parent-Teacher Organization  
(Amended 04/18/07)**

**Article 1  
Structure of the Organization**

- I. **Name.** These Bylaws shall constitute the Bylaws of the Cheyenne Parent-Teacher Organization, and shall be known as the Cheyenne PTO, (hereinafter referred to as the “Organization”).
- II. **Office Location.** The office location of the Organization shall be located at Cheyenne Traditional School, 11130 E. Cholla Street, Scottsdale, Arizona (hereinafter referred to as “Cheyenne”).
- III. **Non-Profit Corporation 501(c)(3).** The Organization is an Arizona non-profit corporation and is organized and existing under any and by virtue of the laws of the state of Arizona as it pertains to the application of corporate activities and the District.
- IV. **Purpose.** The purpose of the Organization shall be to aid the students of Cheyenne Traditional School by providing support and funding for their educational and recreational needs. In addition, promote open communication, support and cooperation between the administration, teachers, students and the community.
- V. **Basic Policies.**
  - A. The Organization shall be noncommercial, nonsectarian, and nonpartisan.
  - B. The Organization shall not directly or indirectly participate or intervene in any way in any political campaign.
  - C. The Organization shall neither seek to direct the administrative activities of the school or control its policies.

**Article 2  
Membership**

- I. **Membership.** Membership shall be open to all Cheyenne parents, legal guardians, teachers, administration and members of the community who subscribe to the objectives of the Purpose of the Organization (hereinafter referred to as “Members”). The Organization shall conduct an annual enrollment of Members, but may admit persons to membership at any time.
- II. **Dues.** Each member or family subscribing to the Organization shall pay annual dues to the Organization. The Executive Board at the first board meeting of the fiscal year shall establish the amount of the dues annually.
- III. **Voting.** Each paid family membership receives one vote.

### Article 3 Meetings

- I. **General Meetings.** At least four general meetings of the Organization shall be held during each school calendar year. A meeting of Members shall be held in the Spring of each year for the purpose of presenting the slate of officer candidates, reviewing reports of officers and committees and transacting any other pertinent business.
  - A. **Notices.** It shall be the duty of the Secretary to prepare notice of each general meeting, stating, the time and place thereof which shall be sent to each member, at least five (5) days prior to such meeting.
  - B. **Agenda and Minutes.** The agenda for each meeting shall be posted at Cheyenne at least three (3) school days prior to each meeting. The Secretary shall post the minutes from each meeting at Cheyenne within three (3) school days following their approval by the Executive Board.
- II. **Special Meetings.** The President whenever deemed expedient or necessary may call special meetings of the Members for any purpose or purposes. The President shall call a special meeting of the Members when so requested by a majority of Members, or when so instructed by a majority of the Executive Board.
  - A. **Notices.** It shall be the duty of the Secretary to make a diligent effort to notify by either written or verbal notice of special meetings to all Members. The time, place and purpose shall be stated thereof.
  - B. **Minutes.** The secretary shall post the minutes from each meeting at Cheyenne within three (3) school days following their approval by the Executive Board.
- III. **Location.** All general meetings of the Members shall be held at Cheyenne, or at such other place and time as shall be designated by the Executive Board of the Organization and stated in the notice of the meeting. All Cheyenne parents, legal guardians, administrative staff, teachers and community members shall be welcome.
- IV. **Majority.** A “majority of Members” as used in these Bylaws shall mean those Members holding fifty-one percent (51%) of the votes in the Organization. A majority of the votes of Members present at any meeting shall decide any question unless the Bylaws shall provide otherwise.
- V. **Quorum.** Those persons present at a properly called general membership or special meeting shall be designated as a quorum and shall be entitled to take action on behalf of the Organization.
- VI. **Voting.** A Member may vote by proxy executed in writing by the Member. Such proxy shall be filed with the Secretary before or at the time of the meeting.
- VII. **Informal Action.** Any action required to be taken at a meeting of the Members may be taken without a meeting if consent in writing, setting forth action shall be offered to all of the Members.

- VIII. **Irregularities Involving Meetings.** All information and/or irregularities in calls, notices of meetings and in the manner of voting shall be deemed waived if no objection is made at a meeting or waived in writing.
- IX. **Parliamentary Procedure.** The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Organization in all cases in which they are applicable and in which they are not in conflict with the Bylaws of the Organization.

#### **Article 4** **Officers and Responsibilities**

- I. **Elective Officers.** The principal Officers of the Organization shall be President, one or more Vice Presidents, Secretary and Treasurer.
- II. **President.** The President shall be the chief executive officer of the Organization and shall preside at all meetings of the Members and the Executive Board. He or she shall have executive powers and general supervision over the affairs of the Organization. The President shall have the power to appoint individuals to act as chairperson(s) of standing committees and shall be a non-voting ex-officio member of all standing committees, except the Balloting Committee.
- III. **Vice President(s).** In the absence of the President or in the event of his or her death, inability or refusal to act, the Vice President (or in the event there are more than one vice president, the vice president in the order designated at the time of their election) shall assume the duties and powers of the President. The Vice President shall perform such other duties, including but not limited to, support of the newsletter editor and fundraising chairs, or those that may be assigned to him or her by the President or the Executive Board.
- IV. **Secretary.** The Secretary shall: (1) keep minutes of all meetings of the Executive Board and of all meetings of the Members; (2) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (3) be the custodian of the board records and of the seal of the Organization; (4) keep a register of the names of all members; (5) be responsible for all correspondence to and from the Organization; and (6) in general, shall perform duties incident to the office of Secretary and such other duties as from time to time shall be assigned by the President or the Executive Board.
- V. **Treasurer.** The Treasurer shall: (1) have charge and custody of and be responsible for all funds, securities and inventory of the Organization; (2) receive and give receipts for moneys due and payable to the Organization from any source whatsoever, and deposit all moneys in the name of the Organization in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these Bylaws; (3) keep such regular books and accounts as may be necessary and appropriate for the orderly management of the Organization's affairs, or have such books and accounts kept under his or her direction and supervision (4) be responsible for primary authorization (signature) and obtaining the secondary signature by

another elected officer for all monetary disbursements. In the event reimbursements are due the Treasurer from the Organization, two elected officers other than said Treasurer shall sign the disbursement; (5) present a written financial statement at each General Membership Meeting of the membership and at other times as requested by the Executive Board; (6) prepare all books and accounts that pertain to the Organization at least one time per school calendar year for review by an outside source; and (7) in general, shall perform all of the duties as from time to time shall be assigned by the President or the Executive Board.

- VI. **Combination of Offices and Officers.** One and the same person if so elected or appointed, except the offices of President or Secretary, may hold any two of the offices herein enumerated. Two persons may be nominated and elected to fill any single position. In this instance, both of the persons shall be given all of the rights and responsibilities of the office as enumerated herein.

## **Article 5** **Executive Board**

- I. **Board Membership.** The Executive Board shall consist of at least four (4) Members consisting of Executive Officers, one (1) faculty Member representative selected by the faculty, and the Principal.
- II. **Term.** The term of each member of the Executive Board shall be one (1) year, beginning June 1 and ending May 31. A person may be elected to the same office for more than one term, but no more than two (2) consecutive terms. A person may be elected to a different office following two consecutive terms in an office.
- III. **Regular Board Meetings.** The Executive Board may establish a schedule of regular meetings to be held at such time and place as the Executive Board may designate. Notice of such regular meetings shall be given to each officer personally or by mail, at least five (5) days prior to the day named for such a meeting.
- IV. **Special Meetings.** The President whenever deemed expedient or necessary may call special meetings of the Executive Board for any purpose or purposes. Members of the Executive Board may also call a special meeting of the Executive Board by a majority of the Executive Board.
- V. **Powers and Duties.** The Executive Board shall have the powers and duties necessary for the administration of the affairs of the Organization. These powers and duties shall include the following:
- A. To employ, dismiss and control the personnel necessary for the operation of the Organization, including the right and power to employ attorneys, accountants, contractors and other professionals as the need arises;
  - B. To engage in the management of the business affairs of the Organization;
  - C. To enforce the Bylaws of the Organization, and other documents and laws respecting the Organization;
  - D. To create and supervise such standing committees from the Members as they shall deem necessary and appropriate;

- E. To nominate and elect one Officer to serve on the Cheyenne Site-Based Council for a term of one (1) year, not to exceed two (2) years as set forth in the Site-Based Council Bylaws;
  - F. To provide outreach services to the members of the Cheyenne community. Other outreach options reviewed and supported as deemed necessary.
- VI. **Executive Board Quorum.** At all meetings of the Executive Board, at least three (3) of the Officers shall constitute a quorum for the transaction of business, and the acts of the majority of the Officers present at a meeting at which a quorum is present shall be the acts of the Executive Board. If at any meeting of the Executive Board, there should be less than a quorum present, the majority of those present may adjourn the meeting. At any such adjourned meeting any business, which may have been transacted at the meeting, shall be revisited at the next meeting with a quorum attendance.
- VII. **Vacancies on Executive Board.** If the office of any Officer becomes vacant a majority of the remaining Officers, though less than a quorum, shall choose a successor, who shall hold office for the balance of the remaining term.
- VIII. **Removal of Officers.** At any time after the first meeting of the Executive Board any one or more of the Officers may be removed, when not acting in accordance with the spirit of the Bylaws, by the majority affirmative vote of the Membership following procedures set forth in the Election process (refer to Articles 6-III and 6-V).
- IX. **Disqualification and Resignation of Officers.** Any officer may resign at any time by sending written notice of such resignation to the office of the Organization, delivered to the Secretary. Unless otherwise specified therein, such resignation shall take effect upon receipt by the Secretary. In the event an Officer ceases to be a Member, the Officer shall immediately be terminated.
- X. **Code of Conduct.** All Officers of the Executive Board represent the Members of the Organization and therefore shall conduct themselves as such with integrity, and open-mindedness. All members shall work collaboratively together. Personal voice shall be distinguished from the Organizational voice by verbal or written declaration.

## **Article 6** **Nominations and Elections**

- I. **Election Procedures.** All standing members involved in the Nominating shall exercise confidentiality in all matters pertaining to the slating, balloting and elections of Officers.
- II. **Nominating Committee.** There shall be a Nominating Committee composed of five (5) members who shall be selected by the Executive Board at least one month prior to the election of officers. The Nominating Committee shall select its own chairperson(s). The members of the Nominating Committee shall not be eligible as candidates for any Executive Board positions for the coming year. A timeline

shall be developed by the Nominating Committee, which shall detail the process of the nominating, balloting, voting and tabulating. The Nominating Committee shall give the membership community 30 days to submit a candidate profile. After the end of the 30-day time period, no additional candidate profiles will be accepted. The Nominating Committee shall be responsible for receiving and compiling all candidate nominations and profiles for persons to serve as officers. The committee shall prepare in writing a slate of officers to present for election by the membership in the PTO Newsletter. According to Roberts Rules of Procedures, the slate of officers may be amended from nominations received from the membership floor. The committee shall contact all persons who will be nominated to confirm their willingness to serve. The committee shall insure that all nominees are Voting Members and otherwise eligible to serve in that office. The preparation of candidate profiles for voting purposes shall be distributed to the Members by the Nominating Committee following the procedures as set out in Voting Procedures (Article 6-V).

- III. **Nominations for President.** The Nominating Committee must select the slate for President from the Officers of the current Executive Board. In the event there is not an officer willing or available to serve, nominations may be taken first from past Executive Board Members and secondly from current committee chairpersons.
- IV. **Voting Procedures.** The PTO Membership Chairperson shall maintain a confidential member list. The list shall be given to the Nominating Committee only in preparation of the Election Day process in order to maintain voting integrity. Each family membership is entitled to one (1) vote.
  - a. A day shall be chosen by the Nominating Committee (as outlined in Article 6-II) to hold an election for officers. If any candidate is running unopposed, it will not be necessary to put that candidate on the ballot. In the event where all candidates for office are running unopposed, it will not be necessary to carry out the voting process as defined in Sections a-e. The Nominating Committee will verify that the candidates ran unopposed. The Nominating Committee will then confirm the candidates to their positions, and then announce the results to the membership community through the PTO Newsletter. These 5 community members will then serve as the Executive Board for the upcoming school year.
  - b. The Nominating Committee shall set up and staff a polling place in order to assure that all current PTO Members who wish to vote have the opportunity to do so.
  - c. The Nominating Committee will have available absentee ballots that can be requested starting two (2) weeks prior to the election date to accommodate any members who will not be able to vote on the Election Day. In order for the absentee ballot to be counted, it must be returned to the Nominating Committee by two (2) business days prior to the Election Day.
  - d. A majority of the votes cast by the Voting Members shall be necessary for election. Should no person receive a majority of the votes cast, a run-off

between the two (2) persons who received the largest number of votes shall immediately be held.

- e. If after the ballots have been collected and tabulated and results presented to the President and announced to the Members, and no contest has been declared within seven (7) days, then said ballots shall be destroyed.

## Article 7 Fiscal Responsibility

- I. **Depositories.** The funds of the Organization shall be deposited in such banks and depositories as may be determined by the Executive Board from time to time, upon resolutions approved by the Executive Board and shall be withdrawn only upon checks and demands from money signed by two (2) Executive Board Officers of the Organization. In no event shall the payee and the signer be the same person. The Executive Board and the chairperson(s) of the standing committees must first approve any single expenditure exceeding the sum of two hundred dollars (\$200.00), which has not already been included in an approved Budget. Any amount less than the said \$200.00 that has not been included in an approved Budget must have prior approval by the President of the Organization.
- II. **Budget.** The Executive Board shall prepare an estimated annual budget for each fiscal year of the Organization. The outgoing Executive Board, prior to the end of the school calendar year, shall propose the estimated annual budget for the following fiscal year. The incoming Executive Board shall approve or revise the Budget and shall furnish copies to each Member upon request. Such budget shall take into account the estimated cash requirements for the year. The annual budget shall also take into account the estimated net available cash income for the year from the operation or use of any fund raising activities. The annual budget shall also provide for a reserve for contingencies for the year. Finally, the annual budget shall provide for a sum of five thousand dollars (\$5,000.00) to be carried over from year to year.
- III. **Records.** The Executive Board shall keep accurate records in chronological order of the receipts and expenditures specifying and itemizing the expenses incurred. Payment vouchers may be approved in such manner as the Executive Board may determine. All records and vouchers authorizing payments shall be available for examination by the Members at convenient hours designated by the Executive Board.
- I. **Collection of Monies.** All monies collected through committees for events must be handled by a minimum of two Members, one of which must be an Officer or the Committee Chair of that said event. Once collected all parties must account and sign off the monies to the Treasurer.
- II. **Fiscal Year.** The Fiscal year of the Organizations shall begin on July 1<sup>st</sup> of each year and shall end on June 30<sup>th</sup>. The commencement date of the fiscal year herein established shall be subject to change by the Executive Board should the Organization choose.

- III. **Books of Account.** Books of Account of the Organization shall be kept under the direction of the Treasurer on a consistent basis in accordance with generally accepted accounting practices, and shall be audited and closed-out annually in the manner designated by the Executive Board.
- IV. **Contracts.** Unless otherwise provided by the Executive Board, all contracts shall be executed on behalf of the Organization by either the President or Vice President and co-signed by the Secretary or Treasurer. No contracts shall be entered into that place encumbrance on future boards.
- V. **501(c)(3) Certification.** The Organization was granted a favorable 501(c)(3) determination by the Internal Revenue Service effective October 2, 2003. A copy of the original IRS 501(c)(3) Determination Letter for the Organization, which contains the official signature of the District Director of the IRS, is available upon written request at the discretion of the Organization. Notwithstanding any other provision of the Bylaws, the Organization shall not carry on any activities not permitted by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code. Upon the dissolution of the Organization, its assets remaining after payment, or provision for payment, of all debts and liabilities of Organization shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this State.

## **Article 8** **Amendments of the Bylaws**

- I. **Amendment.** These Bylaws may be amended or revised by the affirmative vote of two-thirds (2/3) of the Members present and entitled to vote or at any duly called meeting of the Members; provide notice of the meeting containing a statement of the proposed amendment shall have been given each Member entitled to vote at least thirty (30) days prior to such meeting.
- II. **Inconsistencies.** Notwithstanding the foregoing, these Bylaws shall not be amended to contain any provision, which would be contrary to or inconsistent with existing stipulations of the Bylaws.
- III. **Evaluation and Review.** Evaluation and review of the Bylaws of the Organization shall occur every two years. The Executive Board shall appoint a committee to review and update the Bylaws as necessary. Members of said committee shall be ineligible as nominees for the Executive Board for the following term. All amendments must follow the procedures outlined in section 8.I and 8.II for change.
- IV. **Authority.** If any part of these Bylaws shall conflict with the decisions, policies or procedures adopted by the Scottsdale Unified School District, they shall be deemed null and void and the decision of the Scottsdale Unified School District shall, in all cases, control.

**Article 9**  
**Indemnification**

The Organization shall indemnify every Officer and chairperson, his or her heirs and personal representatives against all loss, cost and expense, reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party, by reason of his or her being or having been an Officer or chairperson of the Organization to the fullest extent permitted by the law.

**Article 10**  
**Property Funds and Titles**

All funds and titles of all properties acquired by the Organization and the proceeds thereof shall be held in trust for the Members of the Organization until a time when the property might serve the Organization by being gifted to the Cheyenne faculty or administration or other pertinent group.

**Article 11**  
**Regulatory Conflicts**

Any provisions in the foregoing Bylaws that are determined to be in conflict with Scottsdale Unified School District rules or regulations shall be void. All other provisions shall remain in full force and effect.

**ADOPTION**

The Executive Board of the Cheyenne Parent-Teacher Organization hereby adopts these amended bylaws this 18th day of April 2007.

**Executive Board 2006/2007**

\_\_\_\_\_  
President – Cindy Breen

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1<sup>st</sup> Vice-President – Debbie Hodge

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2<sup>nd</sup> Vice-President – Marjorie Desmond

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Secretary – Brenda Vanderhout

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Treasurer – Nancy Holben

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