

AMENDED AND RESTATED BYLAWS OF

MORAN PRAIRIE ELEMENTARY SCHOOL
PARENT TEACHER GROUP

A WASHINGTON STATE NONPROFIT CORPORATION

Effective May 16, 2019

ARTICLE I: NAME, DESCRIPTION, & PURPOSE

1.01 The name of this organization is Moran Prairie Elementary School Parent Teacher Group (hereinafter "PTG"). The PTG is located at Moran Prairie Elementary School, 4224 E 57th Street, Spokane, Washington, 99223.

1.02 The PTG is a nonprofit corporation that exists for charitable and educational purposes, including the making of distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

1.03 The purposes of the PTG are:

(A) To promote opportunities that will enrich the educational experience of all students.

(B) To sponsor activities and resources that will enhance the students' physical, mental and social education.

(C) To provide communication and support between parents and teachers.

While the PTG desires to accomplish these objectives through its various activities, it is not bound to attain them, in whole or in part.

1.04 The PTG shall be noncommercial and no commercial enterprise shall be endorsed by it. Neither the name of PTG nor the names of its officers in their official capacities shall be used in any connection with any commercial concern, nor for any purpose other than the regular work of the PTG. Membership lists shall not be released to outside interests.

ARTICLE II: MEMBERSHIP

2.01 All parents and guardians of Moran Prairie Elementary Students, and all teachers and staff of Moran Prairie Elementary, shall become Members of the Parent Teacher Group (PTG) upon the payment of dues, if any. All Members shall have voting privileges.

2.02 All PTG Members shall be required to pay dues, if any, annually. The amount of such dues, if any, and the due date of such dues, if any, shall be established, maintained, and amended by the Executive Board as it, in its sole judgment, deems appropriate.

ARTICLE III: OFFICERS

3.01 The Executive Board Officers are: President Elect, President, Secretary, Treasurer, Volunteer Coordinator Chair-person, Communications/Marketing Coordinator, and Member at Large. All officers must be Members of the PTG.

3.02 President Elect: The Members will elect a President Elect each year.

The President Elect shall perform the duties of President in the absence or inability of the President to act and shall assist the President when called upon. The President Elect shall have such other responsibilities as may be assigned to him/her by the Executive Board or the President, and such other responsibilities as are ordinary and customary for the office of "Vice President" of similar organizations. In the event the office of President becomes vacant, the President Elect shall assume the office of President.

3.03 President: The President Elect shall automatically become President for the July 1 to June 30 period following the year for which he/she was elected President Elect. No additional election or voting is necessary to confirm the President Elect's assumption of the President's office.

The President shall preside at all general membership meetings, Board meetings, and Executive Board meetings, and serve as the official representative of the PTG. The President shall be an ex-officio and non-voting member of all committees except the nominating committee. The President shall appoint special committees as necessary and appoint chairpersons for special events as necessary. The President shall call meetings of the Executive Board as needed or upon the request of any Officer.

The President shall also have such other responsibilities as may be assigned to him/her by the Executive Board, and such other responsibilities as are ordinary and customary for the President of similar organizations.

3.04 Secretary: The Secretary shall record and distribute minutes of all general membership meetings, Board meetings, and Executive Board meetings, and hold records for the PTG other than the records held by the Treasurer. The Secretary shall also have such other responsibilities as may be assigned to him/her by the Executive Board or President, and such other responsibilities as are ordinary and customary for the Secretary of similar organizations.

3.05 Treasurer: The Treasurer shall serve as custodian of the PTG's finances, collect revenue, pay authorized expenses, follow all financial policies of the PTG, and hold all financial records. The Treasurer shall also have such other responsibilities as may be assigned to him/her by the Executive Board or President, and such other responsibilities as are ordinary and customary for the Treasurer of similar organizations.

3.06 Volunteer Coordinator Chairperson: The Volunteer Coordinator Chairperson shall work with other volunteer coordinators, office staff and teachers in putting together the back to school information packets, the new school year PTG packets, organize and collect volunteers for vision screening, hearing screening, picture day, P.E. testing, and teacher appreciations. Provide a volunteer orientation meeting, educate volunteers on the WSP clearance process, enter clearance forms and forward a current list to the office administrator and make volunteer badges throughout the year. The Volunteer Coordinator Chairperson shall also have such other responsibilities as may be assigned to him/her by the Executive Board, and such other responsibilities as are ordinary and customary for the Volunteer Coordinator Chairperson of similar organizations.

3.07 Communications/Marketing Coordinator: The Communications/Marketing Coordinator shall be responsible for communicating PTG related information to the Moran Prairie community, as directed by the President and Executive Board. In addition to maintaining the PTG website, this role is also responsible for providing ongoing

communications via social media, print media, etc. to announce items such as upcoming events, PTG news, etc. All materials shall be reviewed by the President or the President's designee prior to publication. The Communications/Marketing Coordinator shall also have such other responsibilities as may be assigned to him/her by the Executive Board, and such other responsibilities as are ordinary and customary for the Member at Large of similar organizations.

3.08 Member at Large: The President shall automatically have the option to become the Member at Large for the July 1 to June 30 period following the year for which he/she was elected President. No additional election or voting is necessary to confirm the President's assumption of the Member at Large position. If the President does not choose to take this position, the position will be voted on by the Members at the annual election.

The Member at Large shall provide support to other Executive Board members, as required. The Member at Large shall also have such other responsibilities as may be assigned to him/her by the Executive Board, and such other responsibilities as are ordinary and customary for the Member at Large of similar organizations.

ARTICLE IV: ELECTIONS

4.01 A Nominating Committee of at least three Members shall be appointed by the Executive Board prior to the annual election of officers. The Nominating Committee shall be chaired by an additional Member appointed by the Executive Board who is not also a then current Officer. The chairperson of this committee shall not vote on this committee's matters. No Member shall be eligible to serve more than two consecutive terms on the Nominating Committee.

4.02 The Nominating Committee shall submit to the Executive Board the names of one or more candidates for each office to be filled. The names may include current officers who may continue in the same position for continuing school years. Any ballot for the election of Officers shall include only such names, the names of any other candidates nominated by a motion approved by the Members at a General Membership meeting, and a space for Members to write in the name and vote for any other eligible Member they choose for any office to be filled. A written ballot is only required if there are more than one persons nominated for an office. If only one name is submitted for an office, a majority vote by raise of hand, in a general meeting, is sufficient.

4.03 Only Members in good standing may be elected to any office.

4.04 Except as specifically provided by these Bylaws, the term of office for all Officers is at least one year, from July 1 to the following June 30.

4.05 Any Officer can be removed from office for failure to fulfill his/her duties, after reasonable notice, by a majority vote of the Executive Board.

4.06 If a vacancy occurs in any office, the Executive Board shall appoint a Member to fill the vacancy for the remainder of the Officer's term. If the position of President Elect is filled by such an Executive Board action, then the appointed Officer shall not automatically assume the President's position for the following year. Rather, the position of President shall be voted on by the Members at the next annual election. In this situation, the nominating committee shall have the same responsibility to nominate candidates for President as it has for all other Officers.

ARTICLE V: EXECUTIVE BOARD

5.01 The Executive Board shall consist of the President, President Elect, Secretary, Treasurer, Volunteer Coordinator Chairperson, Communications/Marketing Coordinator, and Member at Large, and the Moran Prairie Elementary School Principal. The Principal, or his/her designee, is a voting member of the Executive Board.

5.02 Except where specifically limited by these Bylaws, the PTG's Articles of Incorporation, or the laws of the State of Washington, the Executive Board and the Officers shall have the authority necessary to carry out the purposes of the PTG and these Bylaws. This authority includes, but is not limited to, the authority to establish and oversee committees to conduct the work of the PTG, establish fundraising programs, develop and approve the PTG's annual budget subject to the PTG Board's approval, and obligate the PTG to pay reasonable expenditures. The Executive Board also has the authority to develop, approve, amend, and abolish Standing Rules by which the PTG will operate, subject to the PTG Board's approval.

ARTICLE VI: PTG BOARD

6.01 The PTG Board shall consist of the Executive Board and all committee chairpersons and co-chairpersons, if any. All members of the PTG Board will have one vote on all PTG Board matters.

6.02 The duties of the PTG Board are to transact the business of the PTG by delegating certain duties and responsibilities to various committees, as is deemed needed or helpful, to approve the budget decisions of the Executive Board, and to approve all Executive Board decisions relating to Standing Rules.

ARTICLE VII: MEETINGS

7.01 A General Membership Meeting of all PTG Members shall be held each year after the Nominating Committee has submitted its candidates to the Executive Board and before election ballots have been prepared or distributed. Further, the Executive Board may call a General Membership Meeting at any other time with 10 days notice, and shall call a General Membership Meeting within 20 days of receiving a petition to do so from 10% of all PTG Members. Seven Members shall constitute a quorum at any General Membership Meeting. Each Member in attendance is eligible to vote. Absentee and proxy votes are not allowed.

7.02 PTG Board meetings shall be held at the discretion of the Executive Board. A majority of PTG Board members shall constitute a quorum. Absentee and proxy votes are not allowed. The principal of the school, teachers of the school, and all Members of the PTG shall be entitled to attend and participate at PTG Board meetings in a non-voting capacity.

7.03 Executive Board meetings shall be held at the discretion of the Executive Board. Teachers of the school and all Members of the PTG shall be entitled to attend and participate at Executive Board meetings in a non-voting capacity.

7.04 Roberts Rules of Order shall govern the parliamentary procedures of all meetings.

ARTICLE VIII: FINANCIAL POLICIES

8.01 The fiscal year of the PTG begins July 1 and ends June 30 of the following year.

8.02 All funds shall be kept in a checking and savings account in the name of Moran Prairie PTG, requiring two authorized officer signatories and held at a local financial institution. Checks may be signed by either or both signatories depending upon the discretion of the Executive Board. A single signature on a check is acceptable only if an outside, unaffiliated CPA firm handles the fiscal taxes and annual auditing. In the event that cash money is received for any PTG function, that money should be handled, overseen and counted by two or more people. The cash should be placed by those two or more individuals in a sealed deposit bag after counting and verifying the amounts together.

8.03 All financial activity shall be recorded in a computer-based or manual accounting system. The Treasurer shall reconcile the account(s) monthly and report all financial activity monthly. The PTG shall arrange an independent review of its financial records each year.

8.04 The PTG may not borrow money. All expenditures incurred during every fiscal year must be funded with income received during such fiscal year, unless permitted otherwise by PTG Board action.

8.05 The authority to sign contracts is limited to the President or the President's designee.

8.06 The PTG shall not pay compensation, or lend money, to any Member or Officer. However, the Executive Board may authorize payments to Members or Officers for the purpose of reimbursement for expenses incurred by such individuals on behalf of the PTG.

8.07 All disbursements of PTG funds shall be approved by the Executive Board in accordance with the annual budget approved by the membership. Members of the Executive Board shall have the authority to spend up to \$100.00 as specified in the Standing Rules. Non-budgeted expenses up to \$3000.00 may be authorized by majority vote of the Executive Board and the expenditure must be reported to the members at the next regular meeting. Non-budgeted expenses over \$3000.00 must be approved by the general membership.

ARTICLE VIII: BYLAWS AMENDMENTS

Amendments to the bylaws may be proposed by any PTG Member. Amendments presented at any meeting shall be considered for voting at a subsequent General

Membership Meeting. Two-thirds (2/3) approval of all Members present and voting is required to adopt an amendment to the bylaws.

ARTICLE IX: DISSOLUTION

In the event of dissolution of the PTG, any funds remaining shall be donated to Moran Prairie Elementary School ASB (50%) and a trust for the Moran Prairie Scholarship Fund (50%).

These bylaws shall supersede any prior bylaws.

This Amendment and Restatement is adopted on: May 16, 2019.