

Amended and Restated Bylaws
Peperzak Middle School Parent Teacher Group
Effective Date: 01.27.2026

Article I - Name

The name of the organization is Peperzak PTG, a nonprofit corporation incorporated under the laws of the State of Washington. UBI number 605-335-341.

Article II - Purpose

The purpose of Peperzak Parent Teacher Group (PTG) is to enhance and support the educational experience at Peperzak Middle School, to foster closer relationships among students, parents, and teachers, and to improve the school environment through volunteer and financial support.

Article III - Membership

All parents and guardians of Peperzak Middle School students, plus the principal and all staff at Peperzak Middle School, are automatically members of Peperzak PTG.

There are no membership dues.

Members have voting privileges.

Article IV - Board of Directors - Officers and Elections

The Board of Directors consists of five Officers elected by the membership each school year.

Section 1. Officers.

The Officers shall be President, Vice-President, Secretary, Treasurer, and Member-at-Large.

a . President.

The President shall preside over meetings of the PTG and Executive Board, serve as the primary contact for the principal, represent the PTG at meetings outside the PTG, serve as an ex-officio member of all committees, except the nominating committee, and coordinate the work of all the officers and committees so that the purpose of the organization is served.

b . Vice-President.

The Vice-President shall assist the President and carry out the President's duties in his or her absence or inability to serve. The Vice-President is responsible for the oversight of social media. The Vice-President shall be the nominating Committee's nominee for President in the second year that the President serves, or if the President announces his or her departure.

C . Secretary.

The Secretary shall keep all records of the organization, take and record minutes, prepare the agenda, handle correspondence, and send notices of meetings to the membership. The Secretary also keeps a copy of the minutes book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings.

d . Treasurer.

The Treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, pay out funds in accordance with the approval of the Executive Board and prepare and file all required fiscal year-end tax reports. He or she will present a financial statement at every meeting and at other times of the year when requested by the Executive Board and make a full report at the end of the year.

e . Member-at-Large.

The Member-at-Large represents the membership of the community on the board. He or she assists officers in carrying out duties as needed. This position can be left vacant if a candidate cannot be found.

Section 2. Nominations and Elections.

Elections are held in May at the last regular meeting of the school year, which is also the annual meeting of the PTG. A Nominating Committee shall select a candidate for each office and present the slate to the Executive Board prior to the election. At the annual meeting, nominations may also be made from the floor. 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 is sufficient.

Section 3. Eligibility.

Any members are eligible for office so long as they meet member eligibility requirements.

Section 4. Terms of Office.

Officers are elected for one year, beginning July 1 and ending June 30 of the following year, and may serve no more than three (3) consecutive terms in the same office. Each person elected shall hold only one office at a time.

Section 5. Vacancies.

If there is a vacancy in the office of President or Treasurer, the Vice-President or Secretary will become the President or Treasurer. At the next regularly scheduled meeting, a new Vice-President or Vice-Treasurer will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting.

Section 6. Removal of Officers.

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

Article VI - Executive Board

Section 1. Membership.

The Executive Board shall consist of the Officers and the Principal of Peperzak Middle School or his/her designee. The Board of Directors reserves the right to have the immediate Past President as an Executive Board member. The Principal or his/her designee and the Past-President are non-voting members of the Executive Board.

Section 2. Past-President.

The position of Past-President shall be held by the person who served as the President in the term immediately preceding the current President. The Past-President shall advise the President and the Executive Board on procedures and issues on which he or she has unique knowledge and provide support to the President in the transition process. This position may go unfilled if the Board of Directors chooses to do so and/or if the Past President is unavailable.

Section 3. Duties.

The duties of the Executive Board shall be to transact business between meetings in preparation for the general meeting, create standing rules and policies, create standing and temporary committees, prepare, and submit a budget to the membership, approve routine bills, keep all corporate filings and licenses current with the Washington Secretary of State, and prepare reports and recommendations to the membership.

Section 4. Meetings.

Executive Board meetings shall be held at the discretion of the Executive Board. Majority vote by the Board of Directors present shall rule if a vote needs to take place at an Executive Board meeting.

Section 5. Quorum.

Half the number of Board of Directors members plus one, constitutes a quorum.

Article VII - Meetings

Section 1. Regular Meetings.

The Peperzak PTG regular meetings shall be consistently scheduled to allow as much participation as possible. The Executive Board can call a regular meeting at any time with one week notice.

Section 2. Annual Meeting.

The annual meeting shall be held in May each year. The annual meeting is for reviewing financial reports, electing Officers, approving the following year's budget and conducting normal regular meeting functions. The Secretary will notify the members of the PTG by broad

distribution method such as newsletter, flyer, email, and/or text, as determined by the Secretary, at least one week prior to the meeting.

Section 3. Special Meetings.

Special meetings may be called by the President, any two members of the Executive Board, or five general members submitting a written request to the Secretary. Previous notice of the special meeting shall be sent to the members at least 10 days prior to the meeting.

Section 4. Voting.

Each member in attendance at a PTG meeting is eligible to vote, one vote per household. Absentee and proxy votes are not allowed.

Section 5. Quorum.

The Quorum shall be seven (7) members of the PTG who are present and voting.

Article VIII - Committees

Section 1. Membership.

The Executive Board will determine the Committees needed to support the PTG's purpose. Both standing (permanent) and additional (temporary) committees can be formed. Committees may consist of members and officers, with the President acting as an ex-officio member of all committees.

Section 3. Nominating Committee.

The Nominating Committee brings forward the slate of Officer nominations for the next school year to the Executive Board prior to the Annual Meeting. This committee shall consist of at least one (1) Executive Board Member and one (1) general member as co-chairs as designated by the Executive Board. The committee may choose to have additional members as needed.

Section 4. Financial Audit/Review Committee.

The Executive Board shall select two (2) or more members, who are not authorized signers on the bank account, to conduct an annual review of the financial records. At the discretion of the Executive Board, this annual review can be conducted by a qualified accountant.

Article IX - Finances

Section 1. Budget.

A tentative budget shall be drafted in the spring of each year for the following school year and approved by a majority vote of the members present at the Annual Meeting in May. Funds shall be budgeted and used to benefit as many students as possible for the general welfare of the student body. Any remaining funds at the end of the fiscal year may be used the following year.

Section 2. Records.

The Treasurer shall keep accurate records of any disbursements, income, and bank account information. 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 at Executive Board meetings and regular meetings. The monthly bank statements must be reviewed and signed by a member who does not have the authorization to sign checks. The Treasurer shall prepare and file all required end-of-fiscal-year tax reports.

Section 3. Banking.

All funds shall be kept in a local financial institution bank account in the name of Peperzak Parent Teacher Group. Two members of the Executive Board shall be on the account as authorized signers.

Section 4. Expenditures.

All disbursements of PTG funds shall be approved by the Executive Board in accordance with the annual budget approved by the membership, and must be supported by a corresponding receipt or invoice. Non-budgeted expenses up to \$1,000.00 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 \$1,000.00 must be approved by the general membership.

Section 5. Annual Financial Review.

The Treasurer shall prepare a financial statement at the end of the year, to be reviewed by the Executive Board. The Audit/Review committee, or qualified accountant, shall review the financial records, income and disbursements prior to the Treasurer filing all required fiscal year-end tax reports.

Section 7. Fiscal Year.

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

Section 8. Contracts.

Authority to sign contracts is limited to the President or the President's designee.

Section 9. Conflict of Interest.

All officers, directors, and members shall avoid even the appearance of impropriety regarding conflicts of interest in conducting the business of the Peperzak PTG. At all times possible, the Executive Board shall avoid entering into agreements or transactions that incur any benefit, financial or otherwise, to an officer or director of the PTG and shall conform to state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations. The purpose of this conflict-of-interest policy is to protect this tax-exempt organization's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the PTG or might result in a possible excess benefit transaction. In the case that an Executive Board member may be asked to participate in a transaction or agreement with benefit, the membership will vote at the next meeting to approve the Executive Board member to fulfill the request.

Article X – Parliamentary Authority

Robert's Rules of Order shall govern meetings when they are not in conflict with the organizations bylaws.

Article XI – Standing Rules

Standing rules may be approved and amended by the Executive Board, and the Secretary shall keep a record of the standing rules for future reference.

Article XII – Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting. In the event of dissolution of Peperzak PTG, any funds remaining shall be donated to Peperzak Middle School Associated Student Body, in accordance with Article V of the Articles of Incorporation.

Article XIII – Amendments

Amendments to the bylaws may be proposed by any PTG member. Amendments presented at a PTG meeting shall be considered for vote at a subsequent meeting. Notice must be given in writing at the prior meeting and then sent to all members of the PTG by the Secretary. Amendments will be approved by a two-thirds vote of those present.

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