

PTO General Assembly Minutes
October 16, 2017

Meeting called to order by Angela Russell.

BUDGET

Angela Russell submits proposed budget (budget attached).

Motion and second to approve budget.

Budget approved. All in favor; none opposed.

Discussion: budget allocations were roughly based on previous years. Some numbers reflect shifts based on current needs and priorities. Every month treasurer will provide a report to general assembly showing actual expenses, so it will be a constantly changing document.

PTO BYLAWS

Erica Jong submits proposed bylaws for newly formed PTO (proposed bylaws attached):
Decision made to post bylaws on PTO website for members' review and vote on them during Nov. meeting.

Discussion: New bylaws needed because we voted to separate from national PTSA and formed our own PTO. Proposed bylaws are identical to those we operated under as a PTSA with following exceptions:

- * Maynard Jackson High School PTSA to be renamed Maynard Jackson High School PTO.
- * A no conflict of interest clause was added prohibiting committee members from profiting financially from any decision made in their capacity as PTO committee member.
- *Decreases required meetings from monthly to quarterly

Q how many meetings per year? 4 minimum during school year. Can always have more.

Q what brought about the change? Decision to separate from Natl PTSA and become our own PTO. Motivated by financial savings especially in light of fact we already had 501c3 status which is costly and laborious.

Q Are bylaws available electronically? We will add to the website and vote on them in Nov. once membership has had a better chance to review

Q Can the old 5013c be transferred to this PTO? Yes per IRS, we only need to submit our new name & bylaws.

Q What actions are we taking to increase parent involvement given that we are reducing meeting numbers & where is 1500.00 for community building going? We are tasked with reaching parents and students by school and community activities as well as the meetings, which are historically poorly attended. We hope to make meetings better attended by inviting speakers (example of local prosecutor who spoke last year) Seeking experiences like this, including some that are free. We are also looking for parents to serve on subcommittees. More ideas always welcome.

Q How would parents not in attendance know how and what to join? Will utilize Roar, Reminds, FB page & twitter so we have more reach. New hospitality subcommittee will also help.

Q Is Roar available to everyone? Yes to all members and anyone who wants to subscribe. Confusion about how to get Roar. If you are on the membership list & submitted your email, you should get it. Jeff Breedlove will insure that anyone can subscribe from website. Mr. Danser will send a Remind to school body to sign up to receive Roar. (Send specifics to Danser)

PTO cannot conduct official business without approved bylaws.

DISCUSSION OF PROCESS IN WHICH PRESENTATION AND VOTE ON PTSA SEPARATION OCCURRED:

-Concern from numerous members regarding the process used to present and vote on such an important topic. Concerns include: Notice of vote and time provided to review relevant material prior to vote; Insufficient time to discuss pros and cons during the meeting due to parents leaving the meeting to meet with teachers; Some parents may have left the meeting to see teachers without realizing the vote would occur; The idea of postponing the vote did not receive its own vote.

-Mr. Danser responds regarding issue of members being informed about vote. During the previous PTSA meeting, in the interest of teachers' time, he announced earlier in the meeting that parents could choose to leave the meeting to meet with staff or to remain for further discussion and vote.

-Feelings expressed by members that the problem lies not necessarily in the outcome of becoming a PTO, but in the process used to arrive at the outcome. Concern that communications regarding the vote were insufficient and that some parents do not feel sufficiently heard. Ultimately this could negatively impact parent involvement which is in complete opposition to PTO's primary goals of increasing participation.

-Concern that we undermine finality of voting process by revisiting vote in spite of 2/3 majority, and that those that voted last month in a much more heavily attended meeting, but are not present this month, also have expectation to be heard. It is also difficult for the PTO to conduct business until these issues are resolved.

-Consensus that PTSA/PTO vote is very important to membership. Membership desires more information available to more parents. It is also very important to the integrity of the organization that members feel heard and can cast knowledgeable votes. Acknowledgement that this feedback is important to the executive committee.

*List of Pros and Cons from Sept meeting, & the PTO letter regarding the transition will be posted to the PTO website and if possible linked to a Remind sent out by Mr. Danser.

*A review of the pros and cons of transitioning to PTO will be presented at November's meeting. If membership feels sufficiently informed, members will have opportunity to vote on proposed bylaws for PTO at the November meeting.

JIMMY FIELDS– president of MJHS Booster Club

Please Join. Want to get parents more involved. We are geared more towards athletes and supplement income APS provides our athletic programs. Money from APS is minimal.

MJHS does not get a cut of ticket sales from homecoming game. Homecoming is 1:00. Buy tix 12 to 2:30 from coach Curry. 15.00 here and 22.00 at stadium. Need to check on parking which may be expensive..

Boosters continue to have a banner program for businesses to advertise at our fields.

Boosters meet every 4th mon at 6:00. Sign up on line at mjboosters fb page or booster link on athletic page. Membership 25.00 / year. Sell different gear from PTO. We sell it at athletic events, football games. Big fundraiser some time in dec at Brass Tap. It will be a holiday mixer. Details to come.

Signature fundraising event

PTO needs your ideas! PTO will not be doing the zombie run this year.

Whole Foods has their 1% day. Parent will speak to them about getting us on the calendar; Belks shopping day. Sell \$5.00 cards they can spend them at Belks.

Erica Jong adjourns the meeting.

Maynard Jackson High School PTSA
BUDGET OVERVIEW: MJHS PTSA 2017-2018 - FY17 P&L
 July 2016 - June 2017

	TOTAL
INCOME	
Direct Public Support	
Individ, Business Contributions	2,500.00
Total Direct Public Support	2,500.00
Program Income	
Art Postcards	1,200.00
Fundraiser	5,500.00
Membership Dues	2,500.00
School Store	5,000.00
Total Program Income	14,200.00
Total Income	\$16,700.00
GROSS PROFIT	\$16,700.00
EXPENSES	
Business Expenses	
Liability Insurance	650.00
Total Business Expenses	650.00
Contract Services	
Accounting Fees	350.00
Website fees	250.00
Total Contract Services	600.00
Operations	
Bank Fee	200.00
Community Building	1,500.00
Enrichment Grants	3,000.00
Hospitality Expense	800.00
Parent Outreach	1,000.00
Printing and Copying	270.00
Scholarship Awards	2,000.00
School Store Purchases	3,500.00
Student Events	2,500.00
Supplies	150.00
Total Operations	14,920.00
Total Expenses	\$16,170.00
NET INCOME	\$530.00

MAYNARD H JACKSON HS PTO BYLAWS

**Maynard H Jackson HS PTO
801 Glenwood Avenue SE
Atlanta, GA 30316**

Affirmation: These Bylaws were voted upon and passed at the general meeting of the

Maynard H Jackson HS PTO on (date) _____

Signed: _____
(PTA/PTSA President)

President's Name

Street Address

City State Zip Code

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Article I – Maynard H Jackson HS PTO

The name of the organization shall be the Maynard H Jackson HS PTO, Inc.

Article II – Purpose

The corporation is organized for the purpose of supporting the education of children at Maynard H Jackson HS PTO by fostering relationships among the school, parents, and teachers.

Article III – Members

Section 1. Any parent, guardian, or other adult standing in loco parentis for a student at the school may be a member and shall have voting rights. The principal and any teacher employed at the school may be a member and have voting rights.

Section 2. Dues, if any, will be established by the executive board. If dues are charged, a member must have paid his or her dues at least 14 calendar days before the meeting to be considered a member in good standing with voting rights.

Article IV – Officers and Elections

Section 1. Officers. The officers shall be a one (1) president or two (2) individual co-presidents, vice president, secretary, and treasurer.

*President may not serve as Secretary.

a. President. The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings outside the organization, 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.

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, and pay out funds in accordance with the approval of the executive board. 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.

Section 2. Nominations and Elections. Elections will be held at the second to last meeting of the school year. The nominating committee shall select a candidate for each office and present the slate at a meeting held one month prior to the election. At that meeting, nominations may also be made from the floor. Voting shall be by voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken.

Section 3. **Eligibility.** Members are eligible for office if they are members in good standing at least 14 calendar days before the nominating committee presents its slate.

Section 4. **Terms of Office.** Officers are elected for one year and may serve no more than two (2) 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, the vice president will become the president. At the next regularly scheduled meeting, a new vice president 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 From Office.** Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Article V – Meetings

Section 1. **Regular Meetings.** The regular meeting of the organization shall be on the evening of a school day at least four (4) times during the school year at 6 p.m., or at a time and place determined by the executive board at least one month before the meeting. The annual meeting will be held at the April regular meeting. The annual meeting is for receiving reports, electing officers, and conducting other business that should arise. The secretary will notify the members of the meetings at least one week prior to the meeting.

Section 2. **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, by flyer and phone calls.

Section 3. **Quorum.** The quorum shall be 10 members of the organization.

Article VI – Executive Board

Section 1. **The Executive Board** shall consist of the officers, principal, and standing committee chairs.

Section 2. **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, and prepare reports and recommendations to the membership.

Section 3. **Meetings.** Regular meetings shall be held monthly, on the same day and at the same time each month, to be determined by the board. Special meetings may be called by any two board members, with 24 hours notice.

Section 4. **Quorum.** Half the number of board members plus one constitutes a quorum.

Article VII – Committees

Section 1. **Membership.** Committees may consist of members and board members, with the president acting as an ex officio member of all committees.

Section 2. **Standing Committees.** The following committees shall be held by the organization: Fundraising, Hospitality, Membership, Communications, Arts and Enrichment, Family Events, Staff Advocate, Student Advocate, Nominating, and Auditing.

Section 3. Additional Committees. The board may appoint additional committees as needed.

Article VIII – Finances

Section 1. A tentative budget shall be drafted in the fall for each school year and approved by a majority vote of the members present.

Section 2. The treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 3. The board shall approve all expenses of the organization.

Section 4. Two authorized signatures shall be required on each check over the amount of \$200. Authorized signers shall be the president, treasurer, and principal.

Section 5. The treasurer shall prepare a financial statement at the end of the year, to be reviewed by the Audit Committee.

Section 6. Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership's approval, spent for the benefit of the school.

Section 7. The fiscal year shall coordinate with the school year.

Article IX- Fiscal Year and Forms

Section 1. The fiscal year of this PTA/PTSA shall begin on July 1 and end on the following June 30.

Section 2. The fiscal year is: A twelve month period used for filing the appropriate 990; and Registered with the IRS when the first 990 is filed.

Section 3. The PTO is required to file a 990N, or 990EZ regardless of gross receipts.

Article X- Audit

Section 1. The PTO audit is a financial review that involves following financial transactions through records to be sure that receipts have been properly accounted for and expenditures made as authorized in the minutes and in conformity with PTO bylaws and budget limitations.

Section 2. The purpose of an audit is:

- a. To certify the accuracy of the books and records of the treasurer; and
- b. To assure the membership that PTO resources/funds are being managed in accordance with the financial policies and procedures.

Section 3. An annual audit shall take place at the end of the school year and submitted to the PTO Executive Board by the last day of August. An additional audit shall also be performed upon vacancy of the treasurer's position before the new officer assumes his or her duties, or upon the request of a member of this PTO.

Section 4. An auditor or auditing committee of no fewer than three (2) members shall be selected by the Executive Board no later than two weeks prior to the end of the school year. An auditor or auditing committee member shall not be related to any signees on the checking account by marriage or any other relationship.

Section 5. The annual audit report shall be given to this PTO no later than the first general membership meeting of the new school year.

Section 6. The annual audit report must be signed, dated and included in the minutes of the secretary.

Section 7. The outgoing officers cannot sign checks for this PTO after the books are closed for audit.

Section 8. During the audit process it is recommended that expenditures within an adopted budget be limited to those of an emergency nature.

*Federal law requires that a nonprofit tax-exempt organization's IRS Form 1023 and copies of the organization's annual information returns (IRS Form 990 or 990EZ) for the most recent three years be available for public review when requested.

Article XI – Parliamentary Authority

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

Article XII – Standing Rules

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

Article XIII – Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

Article XIV – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary. Notice may be given by e-mail, school correspondence, or public flyers. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XV – Conflict of Interest Policy

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions.

a. Interested Person. Any director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;

ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or

iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures.

a. **Duty To Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.

b. **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest.

i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

iii. After exercising due diligence, the governing board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflict of Interest Policy.

i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain: a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the

financial interest; any action taken to determine whether a conflict of interest was present; and the governing board's or committee's decision as to whether a conflict of interest in fact existed. b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation.

a. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements. Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax- exempt purposes.

Section 7. Periodic Reviews. To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.