

**BYLAWS
OF
MOUNTAIN VIEW SCHOOL PTO, INC.
an Arizona Non-Profit Corporation**

**ARTICLE I
NAME AND LOCATION**

The name of this corporation is **Mountain View School PTO, Inc.**, hereinafter referred to as the "Corporation." The principal office of this corporation shall be located at 18302 W. Burton Avenue, Waddell, Arizona 85355, but meetings may be held at such place within the State of Arizona, County of Maricopa, as may be designated by the Board of Directors.

**ARTICLE II
PURPOSE**

Section 1. To create a strong partnership with the community to enhance the educational experience of the students at Mountain View School by supporting academic and enrichment opportunities, promoting volunteer programs and encouraging parental involvement, creating business partnerships within the community, sponsoring a variety of community building activities and events, enhancing the educational facilities for the students which are not otherwise provided for in the school budget, and raising funds to provide for these objectives.

Section 2. The Corporation is organized exclusively for the charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code (hereinafter "Internal Revenue Code").

**ARTICLE III
BASIC POLICIES**

Section 1. The Corporation shall be noncommercial, nonsectarian and nonpartisan.

Section 2. The Corporation or members in their official capacities shall not, directly or indirectly, participate in any political campaign on behalf of, or in opposition to, any candidate for public office or attempt to influence legislation by propaganda or otherwise.

Section 3. The name of the Corporation or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the objectives of the Corporation.

Section 4. The Corporation shall work with the school administration to help provide quality education for all students, recognizing that the legal responsibility to make decisions has been delegated by the people to the Dysart Governing Board, a.k.a., School Board.

Section 5. The Corporation shall not be organized or operated for the benefit of private interests of member or officers of the Corporation or persons directly or indirectly benefitted by such private interests.

Section 6. Notwithstanding any other provision of these Bylaws, the Corporation shall not carry on any other activities not permitted to be carried on (I) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 7. Upon the dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) or the Internal Revenue Code, or corresponding section of any future federal tax code and whose purposes are in accordance with those of this Corporation.

Section 8. The President shall be the statutory agent and will execute any and all documents necessary to effectuate his/her role as statutory agent and file appropriately with the Arizona Corporation Commission.

Section 9. The records of this Corporation are open for public review upon request in the Mountain View School PTO, Inc. Book of Record located in the school office.

ARTICLE IV MEMBERSHIP

Section 1. Eligible members shall be (i) any parent, guardian, or other person standing in "loco parentis" or direct relative of a child enrolled and attending Mountain View School, or (ii) any member of the certified or classified staff at Mountain View School.

Section 2. Any member shall have the privilege of making motions, voting, serving on the Board of Directors, serving as an officer, or serving on committees, with the exception of certified teachers.

Section 3. The membership year shall run from August 1 through May 30 of each year.

Section 4. School Administrators shall not be members of the Corporation. They shall play advisory roles only.

ARTICLE V BOARD OF DIRECTORS

Section 1. **General Powers.** The Corporation and the affairs of the Corporation shall be managed by its Board of Directors.

Section 2. **Number, Tenure and Qualifications.** The number of Directors shall initially consist of not less than five (5) Directors. The Directors may elect to increase the number of Directors any time. Directors shall be elected at an annual meeting open to the public, and the term of office of each Director shall be until the next annual meeting of Directors and the election and qualification of his successor.

Section 3. **Annual Meeting.** An annual meeting of the Directors shall be held at the principal office of the Corporation not later than June 30th of each year, for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting is a legal holiday in the State of Arizona, such meeting shall be held on the next succeeding business day. If the election of Directors is not held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting as soon thereafter as is convenient.

Section 4. **Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President or 30% of the Directors, and shall be held at the principal office of the Corporation or at such other place as the Directors may determine.

Section 5. **Notice.** Notice of any special meeting of the Board of Directors shall be given at least five (5) days previously thereto by written notice delivered personally or sent by mail or e-mail to each director at his address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice is given by e-mail, such notice shall be deemed to be delivered when the e-mail is delivered. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these bylaws.

Section 6. **Quorum.** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board; but if less than a majority of the Directors are present at any meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 7. **Board Decisions.** The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.

Section 8. **Vacancies.** Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors, shall be filled by the Board of Directors. A Director appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office.

Section 9. **Compensation.** Directors as such shall not receive any stated salaries for their services.

ARTICLE VI EXECUTIVE OFFICERS

Section 1. Eligibility and Term. The executive officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, Co-Treasurer, and Volunteer Coordinator, and together they shall constitute the executive board. Any member of the Corporation, except certified teachers, shall be eligible to service as an officer. Officers shall serve a term of one year or until a successor is elected. Elected officers shall assume their duties at the close of the annual transition meeting to be scheduled by June 30th of each year.

Section 2. Nominations and Elections. Nominations for the officers of the Corporation shall be taken in writing on a formal nomination form seven days prior to the May General Meeting. Write-in candidates will be accepted. All nominees must meet the membership criteria and consent to the nomination. Officers shall be elected at the May meeting of the Corporation using a ballot system. Polling times will be determined seven days prior to the May General meeting and will be posted. Two past or current officers not running for re-election and a school administrator shall count the ballots. If two past officers are not eligible to count ballots, then two current members of the corporation shall count ballots.

Section 3. Resignation of Officers. Resignations shall be made in writing to the President or the Secretary. A vacancy in the office of President shall be filled by the Vice President for the remainder of the current term. A vacancy in any office other than President shall be appointed by a majority vote of the Board of Directors for the remainder of the term.

Section 4. Removal of Officers. Removal from office may occur by a two-thirds vote of the Board of Directors for the reasons to include but not limited to missing two board meetings (Executive or General), failing to perform assigned duties, bringing dishonor to the Corporation, or negates the objectives of the Corporation.

Section 5. Powers and Duties. The officers shall have such powers and shall perform such duties as may from time to time be specified in resolutions or other directives of the Board of Directors. In the absence of such specifications, each officer shall have the powers and authority and shall perform and discharge the duties of officers of the same title serving in non-profit Corporations having the same or similar general purposes and objectives as this Corporation.

ARTICLE VII SPECIFIC DUTIES

The following is a list of specific duties of the respective Board of Directors and Officers. Said list is not all inclusive and the Corporation may prescribe other duties. The duties of any office may be combined and assigned to one officer as determined by the Board of Directors.

Section 1. The Board of Directors shall:

- A. Transact business in the interval between general meetings of the Corporation;
- B. Create standing and special committees as needed;
- C. Select an auditing committee for the annual audit;
- D. Prepare and approve an annual budget;
- E. Collaborate with school administrators and staff to meet the goals of the Corporation;
- F. Follow policies and procedures manual adopted by the Corporation;
- G. Follow the school district policies as written by the DUSD Governing Board;
- H. Serve on committees as appointed by the president and executive board;
- I. Deliver to the president all official binders, records and all materials pertaining to the office without delay, in the event of a resignation or removal from office; and
- J. Deliver to their successors official binders, records and all materials pertaining to the office by the last day of their term.

Section 2. The President shall:

- A. Preside at all executive, general and special meetings;
- B. Perform administrative duties for the organization;
- C. Appoint chairpersons to committees not otherwise specified;
- D. Serve as an ex-officio member of all committees, except the nominating committee;
- E. Supervise all activities of the Corporation;
- F. Supervise duties of officers and committee chairpersons;
- G. Perform other duties as applicable to presidents of non-profit corporations; and
- H. Perform other duties as assigned by the Board of Directors or as outlined in the policies and procedures manual adopted by the Corporation.

Section 3. The Vice President of Fundraising shall:

- A. Perform all duties of the office of president in the president's absence or when the president is unable to perform these duties;
- B. Perform all duties for the major fundraiser, rewards and labels programs.
- C. Assist with spirit orders as needed.
- D. Perform other duties as assigned by the Board of Directors or as outlined in the policies and procedures manual adopted by the Corporation.

Section 4. The Vice President of Friday Sales and Concessions shall:

- A. Perform all duties of the office of president in the president's absence or when the president is unable to perform these duties;
- B. Perform all duties for Friday sales and concessions.
- C. Assist with spirit orders as needed.
- D. Perform other duties as assigned by the Board of Directors or as outlined in the policies and procedures manual adopted by the Corporation.

Section 5. The Secretary shall:

- A. Keep accurate record of proceeding of all meetings of the Corporation;
- B. Distribute official minutes to each Board member and others as determined by the Board of Directors;
- C. Maintain the official Mountain View School PTO, Inc. Book of Record;
- D. Conduct all communications for the Corporation, including the website;
- E. Organize and file all records of the Corporation;
- G. Prepare the election ballot; and
- H. Perform other duties as assigned by the Board of Directors or as outlined in the policies and procedures manual adopted by the Corporation.

Section 6. The Treasurer shall:

- A. Prepare the annual budget with Board of Directors approval;
- B. Reconcile the bank account monthly and maintain the account, including all bank records;
- C. Prepare the monthly treasurer's report and present at general meeting;
- D. Receive and disburse funds as approved by the Board of Directors;
- E. Organize and file all receipts, invoices, deposit slips and other financial records;
- F. Verify under dual control with a second officer or the committee chairperson all monies used for start up cash and monies received from events;
- G. Prepare all records and reports of the Corporation and present to the Board;
- H. Prepare tax returns and financial forms as required by IRS;
- I. Prepare records for the annual audit; and
- J. Perform other duties as assigned by the Board of Directors or as outlined in the policies and procedures manual adopted by the Corporation.

Section 7. The Co-Treasurer shall:

- A. Assist in preparing the annual budget with Board of Director approval;
- B. Make itemized deposits to the bank account;
- C. Make authorized withdraws from the bank account;
- D. Provide financial data on each event to the board and present at the general meeting;
- E. Receive and disburse funds as approved by the board;
- F. Organize and file all receipts, invoices, deposit slips and other financial records;
- G. Verify under dual control with a second officer or the committee chairperson all monies used for start up cash and monies received from events;
- H. Assist in preparing tax returns and financial forms as required by the IRS;
- I. Assist in preparing records for the annual audit; and
- J. Perform other duties as assigned by the Board of Directors or as outlined in the policies and procedures manual adopted by the Corporation.

Section 8. The Volunteer Coordinator shall:

- A. Recruit volunteers, organize and assign duties;
- B. Collect and organize all volunteer forms and surveys in a binder;
- C. Keep master list of volunteers, contact information and volunteer time;
- D. Communicate with all volunteers;
- E. Organize “thank you notes” for volunteers;
- F. Welcome new families;
- G. Disburse district volunteer packets to all regular volunteers and keep list in binder; and
- H. Perform other duties as assigned by the Board of Directors or as outlined in the policies and procedures manual adopted by the Corporation.

ARTICLE VIII COMMITTEES

Section 1. **Standing Committees.** A standing committee is one that will continue to exist from year to year. Standing committees can be amended by a majority vote of the executive board.

Section 2. **Appointment and Duties.** The president and/or executive board shall appoint a chairperson to each committee. The president and/or executive board shall assign duties for each committee with a written description of goals and responsibilities. The committee chairperson and committee members shall:

- A. Follow a written description of goals and responsibilities;
- B. Investigate, discuss and make recommendations to the executive board;
- C. Schedule meetings as necessary to complete assigned task(s);
- D. Plan and complete duties within a given time frame;

- E. Report committee progress to the president;
- F. Complete task(s) within the approved budget;
- G. Preserve all documents and records of all activities in the committee binder; and
- E. Present final report to the Board of Directors and/or members.

ARTICLE IX PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order, Simplified and Applied Second Edition (and as modified or republished) shall govern the Corporation.

ARTICLE X POLICIES AND PROCEDURES MANUAL

Section 1. **Authority.** The executive board, committees and members of the Corporation shall follow the standing rules in the Policies and Procedures Manual adopted by this Corporation.

Section 2. **Adoption, Amendment, and Rescission.** The executive board may adopt a standing rule in the policies and procedures manual by a resolution. The executive board may amend a standing rule by a majority vote. The executive board may rescind individual rules by a majority vote. If a rule is rescinded, the secretary shall strike it out and make a notation stating when it was rescinded.

ARTICLE XI ANNUAL AUDIT

An annual audit shall be conducted of all financial records prior to the annual transition meeting held between May 30th and June 30th of each year. The audit committee may not include the incoming or outgoing treasurer or co-treasurer. This committee shall follow the audit guidelines set forth in the Policies and Procedures Manual of the Corporation.

ARTICLE XII CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1. **Contracts.** The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or may be confined to specific instances.

Section 2. **Checks, Drafts, or Orders.** All checks, drafts, or orders for payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation, and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such

determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the Chairman or Vice-Chairman of the Corporation.

Section 3. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 4. Gifts. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for any purpose of the Corporation.

ARTICLE XIII BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having and exercising any of the authority of the Board of Directors. All books and records of the Corporation may be inspected by any person, or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE XIV SEAL

The Board of Directors may, but shall not be required to, provide a corporate seal.

ARTICLE XV WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of any applicable non-profit corporation statute or under the provisions of the Articles of Incorporation or the bylaws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XVI AMENDMENTS OF BYLAWS

These Bylaws may be altered, amended, or repealed and new bylaws may be adopted by two-thirds (2/3) or more of the Directors present at any regular or special meeting of the Board of Directors if at least five (5) days' written notice is given of intention to alter, amend, or repeal or to adopt new bylaws at such meeting.

ARTICLE XVII FISCAL YEAR

The fiscal year of the Corporation shall begin on the 1st day of July and end on the 30th day of June of every year.

These Bylaws were Amended and Approved by the board on January 5, 2010.