

Bylaws Of Freedom Crossing Academy Parent Teacher Organization, Inc.

Article I. Name and Terms: Section 1.01

The name of this organization shall be the Freedom Crossing Academy Parent-Teacher Organization, Inc.

Section 1.02

Whenever the term “this organization” is used within these Bylaws, it shall mean the Freedom Crossing Parent Teacher Organization, Inc.

Article II. Purpose: Section 2.01

This organization exists to promote the educational welfare and development of the students at Freedom Crossing Academy (hereinafter “the School”).

Section 2.02

This organization is organized exclusively for charitable, religious, educational, scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501c(3) of the Internal Revenue or corresponding section of any future federal tax code.

Section 2.03

This organization’s purposes shall be accomplished by: (a) Promoting a good relationship between home and school by being a communication link; (b) Effectively utilizing parents and other volunteers; (c) Assessing the needs of the School and meeting those needs through the creation and support of enrichment programs and fundraising events; (d) Supporting and encouraging the staff and faculty; and, (e) Seeking to strengthen the relationship between parents and their children.

Article III. Basic Policies: Section 3.01

The objectives of this organization shall be promoted to parents, teacher and general public, and shall be developed through conferences, committees and projects.

Section 3.02

This organization shall be noncommercial, nonsectarian, and non-partisan. It shall not endorse a commercial enterprise. The name of the organization or the names of any members in their official capacity shall not be used in connection with a commercial concern or with any partisan interest, or for any other purpose than the regular work of the organization.

Section 3.03

This organization shall seek neither to direct the administrative activities of the School nor to control its policies.

Section 3.04

This organization may cooperate with other organizations and agencies active in child welfare such as churches, synagogues and civic organizations.

Section 3.05

This organization is hereby permitted to donate funds to another 501(c)(3) organization or St. Johns County public school and subject to approval of the Board, is permitted to distribute funds for any purpose that within the stated purpose of this organization as set forth in Article II above.

Section 3.06

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article IV. Membership and Dues: Section 4.01

Any person or organization who subscribes to the objectives and basic policies of this organization may become a member of this organization subject only to compliance with the provisions of the bylaws. Membership in this organization shall be available without regard to race, color, creed, or national or ethnic origin.

Section 4.02

The organization shall conduct an annual enrollment of members, but new members may be admitted to the organization's membership at any time. A member is deemed a "member in good standing" if and when such member (as further described below) has paid any duly designated membership charge for the current academic year.

Section 4.03

Membership categories: (a) Regular Members: Regular membership is available to certain adult members of the immediate family of a student enrolled at Freedom Crossing Academy. Eligible adult members of the immediate family include the natural or adopted father and mother of the student, a duly appointed guardian of the student, or any person acting in loco parentis for a student.

(b) Organizational Members: Organizational members include any organization or entity whose interests and founding principles are not inconsistent with the founding principles of this organization. This includes but is not limited to charitable, religious, community or other not-for-profit entities as well as duly organized and for-profit entities. The Board may, by majority vote of a duly constituted quorum, elect to charge a membership charge for any year for Organizational Members. The Board must announce its intention to hold such a vote and publish that intention in the notice of the meeting as required herein. The Board may terminate the membership of any Organizational Member and will refund any annual membership charge for the current academic year if the continued membership of that Organizational Member should call into question or threaten the not-for profit or tax exempt (501(c)(3)) status of this organization.

Article V. Officers and Their Election: Section 5.01

The officers of this organization shall be: President, 1st Vice President, 2nd Vice President, Secretary and Treasurer, Historian and Partners in Education. These seven (7) elected officers shall also constitute and be known as the Executive Committee.

Section 5.02

Officers shall be elected by popular vote of the membership of this organization at the April General Meeting and installed at the last Board meeting of the academic year (as such is further defined in Section 4.03(a)(i) of Article IV above

Section 5.03

Officers shall assume their official duties as described herein (unless elected by special election as described below) and shall serve a term of one academic year or their successor is elected.

Section 5.04

A member serving as an Officer shall not be eligible to serve more than two consecutive terms in the same executive committee position. The office of treasurer shall be limited to one term; a person may serve as Treasurer again in another nonconsecutive year.

Section 5.05

There shall be a Nominating Committee composed of at no less than five members; of whom, no less than two shall be chosen from the Executive Committee and no less than three from the general membership. However, should the Nominating Committee exceed five (5) members, there shall always be majority of members of such committee who are not members of the Executive Committee. Members of the Nominating Committee are to be selected by the Board. The Nominating Committee will select its own chairperson. (a) The nominating committee shall nominate one eligible person for each office and report its nominees to the Board at the Board meeting held in the month of March, at which time additional nominations from the floor may be made by any

member in good standing with a second to that nomination. Election of these nominees shall take place at the Annual General Meeting of the Organization ordinarily held in April of each Academic year. (b) Only those persons who have signified their consent to serve if elected shall be nominated or elected to such office.

Section 5.06

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the Board at the next meeting (Board or general), due to notice of such election having been given.

Section 5.07

A vacancy shall be declared to exist in an executive office should its holder miss three consecutive meetings without good cause. The Board shall determine “good cause” in the exercise of its reasonable discretion. A Board decision of “good cause” is deemed conclusive.

Section 5.08

Any elected Officer who fails to perform his/her duties may be asked to resign. Should he/she refuse he/she may be removed by a 2/3 majority vote at the next Board meeting of the organization. Such vote must be announced concurrently with the announcement of the meeting made in advance of meeting as set forth below. The Officer being subject to removal shall have the opportunity to be heard at such meeting. The decision of the Board shall be deemed conclusive.

Section 5.09

In order to add an office to the Executive Committee, these Bylaws must be amended as further set forth herein. An election to fill any newly created position shall be held at a general membership meeting which amends these Bylaws. Such election should ordinarily be held immediately after vote to create the new office. The Nominating Committee shall have selected a nominee in advance of the vote to amend the Bylaws. However, such decision by the Nominating Committee shall not presume the decision of the membership at the meeting held to amend these

Bylaws. An Officer elected to fill a newly created office shall serve until the end of the terms of the then-constituted Board.

Article VI. Duties of Officers: Section 6.01

The President shall set the agenda and preside at all meetings of the organization and Executive Committee and shall perform such duties as may be prescribed in these Bylaws or assigned by this organization or by the Executive Committee; and shall coordinate and support the work of the Officers and committees so that the objectives may be promoted. Attendance at all executive committee meetings and general meetings is expected unless excused for good cause

Section 6.02

The 1st Vice President shall act as an aide to the president and shall perform the duties of the president in the absence or inability of that officer to serve. The 1st Vice President will also act as the board sponsor for the major fundraiser programs.

Section 6.03

The 2nd Vice President shall act as volunteer chairman. The 2nd Vice President will oversee the organization of the volunteer related activities and training, as well as obtain lists of volunteers for individual committees as needed. He/She will also be the Chairman of Membership.

Section 6.04

The Secretary will record the minutes of all Board and General Meetings and shall perform such other duties as may be delegated to her. Copies of the minutes will be given to all Executive Committee members, the principal, and teacher representative within 2 weeks of the meeting. The Secretary will also post the minutes on the website. The Secretary will also handle all correspondence for the organization and shall notify members of the Executive Committee of all Board meetings and submit weekly PTO information for the principal's newsletter.

Section 6.05

The Treasurer shall be the financial officer of the organization. (a) The Treasurer or an Executive Board member shall be present at all functions of the organization where funds are to be accepted and the Treasurer shall further be responsible for the counting, balancing and depositing at the bank of said funds as soon as possible. In the Treasurer's absence, the Treasurer shall delegate an alternate from the Executive Committee for the Treasurer's duties. (b) The Treasurer shall have custody of all funds of the organization, shall keep a full and accurate account of the receipts and expenditures, and shall make disbursements with the President or 1st Vice-President as cosignatory, in accordance with approved budget and as otherwise directed by the organization. (c) The Treasurer shall require 2 individuals to count any money received by the organization. (d) The treasurer shall present a summarized financial statement at every meeting of the organization and at other times when requested by the executive committee and shall make a full report at the Annual General Meeting of the organization. (e) The Treasurer shall be responsible for the maintenance of such books of accounts and record as shall be sufficient to establish the items purchased, gross income, receipts and disbursement of the organization. Such books of account and record shall at all reasonable times be open to inspection by any member of the organization or their designated agent, attorney or representative (as shall be designated in writing). (f) The Treasurer's accounts shall be examined annually by an auditing committee of at least two members of the executive committee and three members at large who, if satisfied that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report.

Section 6.06

Partners in Education position will be responsible for seeking and cultivating Partnerships with Local Businesses to promote and help carryout the goals and vision of The School.

Section 6.07

The Historian is responsible for documenting all PTO events, taking pictures and putting together a book at the end of the year to display in the front office.

Article VII. Duties of the Executive Committee: Section 7.01

The Executive Committee shall have the authority to: (a) Transact necessary business in the intervals between Board meetings and such other business as may be referred to it by the organization; (b) Approve the action plans for the standing committees; (c) Approve routine bills within the limits of the budget. The Executive Committee can approve individual expenditures of not more than \$1000.00 between meetings for non-budgeted items. (d) Recommend a budget to the Board.

Section 7.02

The presence of three members of the Executive Committee members shall constitute a quorum. Special meeting of the Executive Committee may be called by the President or by a majority of Executive Committee members. The Executive Committee may agree to necessary actions by electronic mail or by telephonic agreement of a majority of a quorum. Any such agreement shall be recorded and noted on the minutes of the next regularly constituted meeting.

Section 7.03

The Executive Committee may form special committees and appoint its members. Since a special committee is created and appointed for a specific purpose, it automatically goes out of existence when its work is done and its final report is received.

Article VIII. Meetings: Section 8.01

There shall be six board meetings of this organization during the school year.

Section 8.02

There will be at least 3 General meetings per school year. One week's notice shall be given before a General meeting.

Section 8.03

Notice published in the School's Newsletter shall constitute sufficient notice if such newsletter is distributed in sufficient time to meet the requirements for advance notice.

Section 8.04

Special meetings of the members or of the Board may be called by a majority of the Executive Committee or President with five days' notice having been given.

Section 8.05

The last general meeting shall be known as the Annual General Meeting and shall be held in the month of April during each academic year. The Board may move such meeting to May by a majority vote.

Section 8.06

In any General Meeting of the organization, a simple majority vote by members in attendance is sufficient for the transaction of business unless otherwise specified in these Bylaws or Robert's rules of Order. Two of the organization's officers must be present.

Section 8.07

The privilege of holding office, introducing motions, and voting shall be limited to the organization members who are in good standing.

Article IX. The Board: Section 9.01

The Board shall consist of the Executive Committee, the Principal of the School (or a representative appointed by him/her), a teacher representative, and the standing committees' chairpersons. In the case of any one-person standing committee, the individual appointed to that committee shall be a Board member.

Section 9.02

The Board shall: (a) Prepare and submit to the organization for approval a budget for the academic year. (b) Prepare and submit to the organization for approval proposed appropriations for the academic year. (c) Approve expenditures. (d) Create standing committees and approve new fund-raisers and programs.

Section 9.03

The Board may conduct business between regular scheduled meetings by electronic mail; however, no expenditures over \$1000 can be approved by this method, unless the Board has had a discussion of the expenditure items in a previous regular meeting and a motion has already been made to have the subsequent vote via electronic mail. To conduct business via electronic mail, the President must contact each Board member by electronic mail and the business must be approved electronically by 2/3 of the Board to be approved. Actual electronic votes must be printed by the Executive Committee and noted on the minutes of the next regularly constituted meeting by the Secretary.

Article X. Standing and Special Committees: Section 10.01

Standing Committees may also be created by the Executive Committee as deemed necessary to promote the objectives and carry on the work of the organization. With the help of the Nominating Committee, the chairpersons of the standing committee shall be selected by the Executive Committee and the Principal of the School. Their term shall be one academic year, said year to be the same with the current Officers. All chairpersons should attend all Board and General Meetings of the organization.

Section 10.02

Standing committees shall initially consist of Bookfair, Homeroom Parent Liaisons, Teacher Appreciation, PTO Newsletter, Fundraising, Spirit wear, Assistant Treasurer (one-person committee). The Board or the Executive Committee shall create such other Standing Committees as shall be required.

Section 10.03

The Chairperson of each standing committee shall present an action plan to the executive committee for approval by one month prior to the event. The Chairperson is responsible for leading said committee to accomplish the approved plan. Each Committee Chairperson shall be responsible for preparing a budget of projected income and expenses for their committee for the school year; this budget report shall be made available to the Executive Committee before the annual budget meeting at the beginning of the Board's fiscal year. No unbudgeted committee expenditures shall be disbursed without the consent of the executive committee. The Chairperson is to keep an outline and notes in a notebook, a "Plan of Work" to pass on to the successor at a transition meeting to be held immediately following the end of the academic year. Each Committee Chairperson can collect income from their specific event(s), which shall include counting the income, preparing a "Collection of Income" form, and present the form and monies to the Treasurer for a second count and deposit into the Board's bank account.

Section 10.04

The power to form Special committees and appoint their members rests with the executive committee. Since a Special committee is created for a specific purpose, it automatically goes out of existence when its work is done and a final report is received.

Section 10.05 The president shall be ex-officio member of all Special and Standing committees except the nominating committee.

Article XI. Parliamentary Authority: Section 11.01

Robert's Rules of Order, revised, shall govern this organization in all cases in which they are applicable and in which they are not in conflict with these Bylaws.

Article XII. Amendments: Section 12.01

These Bylaws may be amended at any regular meeting of the organization by a majority vote of the members present and voting, providing notice of a vote on Bylaws revision be given at least one week prior to a General Meeting.

Section 12.02

A committee may be appointed to submit a revised set of Bylaws as a substitute for these Bylaws only by a majority vote at a General Meeting of the organization or by a majority vote of the Executive Committee.

Section 12.03

After approval by a majority vote at a meeting of the organization, copies of revised Bylaws shall be given to all Board members. There shall be a copy of the Bylaws in the Organization's Corporate Records binder in the office of the School.

Article XIII. Conflicts of Interest: Section 13.01

The Board shall adopt a Conflict of Interest Policy as shall be necessary to ensure this organization remains in compliance with all law and regulation for the governance of tax-exempt and charitable organizations including compliance with the requirements for organizations under section 501(c)(3) of the Internal Revenue Code.

Section 13.02

The initial Conflict of Interest Policy (and any subsequent as shall be adopted) shall be maintained with these Bylaws as Appendix A.

Adopted 08/21/2018

Amended 03/2023