

**F**riends **O**f **X**avier

Xavier Educational Academy Parent Teacher Organization

**BYLAWS**

**Article 1: Name**

 The name of this organization is Friends of Xavier-Parent Teacher Organization (FOX)

 Houston, TX

**Article 2: Structure**

 Purpose:

 The essential function of the Parent/Teacher Organization of Xavier Educational Academy is

 to serve individuals and groups who are directly or indirectly associated with Xavier

 Educational Academy in such a way that unites all interested parties to come together for the

 common purpose of supporting the needs and goals of Xavier Educational Academy, which

 is ultimately to promote the educational welfare of the students at Xavier Educational

 Academy.

 Non-Profit Status:

 Xavier Educational Academy is a Texas not-for-profit corporation. The PTO shall be non-

 commercial, non-sectarian and nonpartisan.

**Article 3: Membership**

1. Members in this organization shall be made available without regard to race, color, creed or national origin.
2. Membership in this organization shall consist of the legal guardian(s) of any child enrolled at Xavier Educational Academy, any faculty members or staff members employed with Xavier Educational Academy.
3. Membership in the PTO shall commence upon the registration of a student at Xavier Educational Academy.
4. Only members of the organization shall be eligible to serve in any of its elective or appointive positions.

**Article 4: Officers and Election**

1. Each officer in this organization shall be a member of Xavier Educational Academy PTO.
2. The officers of this organization shall consist of a President, Vice-President, Secretary and a Treasurer.
3. Officers shall be elected in the month of May at the regular monthly meeting (with the exception of the 2013 newly elected members who will maintain the position for the 2013-2014 school year).
4. Officers shall assume their official duties following the close of the meeting in May and shall serve for a term of one year, with the exception of Treasurer who will retain the books until the end of the fiscal year (defined as July 1- June 30).
5. The outgoing officers shall serve in an advisory capacity through the end of the (school) year to allow for a smooth transition of duties.
6. A person shall not be eligible to serve more than two consecutive terms in the same office.

**Article 5: Nominating Committee**

1. A Nominating Committee Chairperson shall be selected by the Executive Board approved

by the general membership meeting prior to the May meeting.

1. The Nominating committee shall be composed of an uneven number of individuals who

include a school administrator, a teacher/staff member, an outgoing board member and at least two parents.

 c. The Nominating Committee shall secure the consent of the nominees to serve and shall

 submit the name of one eligible candidate for each elective office.
 d. Each candidate submitted shall be chosen by the affirmative vote of the majority of the

 members of the Nominating Committee.
 e. The proposed slate of officers will be made available to the general membership at least

 three weeks prior to the May meeting.
 f. Independent nominations, with the consent of the proposed nominee, must be made in

 writing and endorsed by at least 25 members. (*They must be received by the nominating*

 *committee at least two weeks prior to the May meeting. Nominations will not be taken*

 *from the floor*).
 g. A vacancy occurring in any office shall be filled for the unexpired term by a person

 elected by the Executive Board. In the case of a vacancy in the office of President, the

 Vice President shall assume the duties of President and the new Vice President will be

 elected by the board.

**Article 6: Executive Board**

1. The Executive Board shall consist of the officers of the organization.

 b. The duties of the Executive Board shall be:

 (i) to create a budget that is presented and voted on for approval by the general

 membership in the September meeting.

 (ii) to transact necessary business in the intervals between regular PTO meetings and

 such other business as referred by the membership.

 (iii) to create standing committees.

 (iv) to approve the plans of the work of the standing committees.
 (v) to present a treasury and organizational report at the regular PTO meetings.

1. Regular meetings of the Executive Board shall be held during the year as needed; and, can be requested by any member of the Executive Board or the School Administration.

*(A simple majority of the board will represent a quorum).*

**Article 7: Meetings**

1. At least five (5) regular all-school meetings of this organization shall be held during the

school year. Dates of these meetings shall be determined by the Executive Committee, announced at the first regular meeting of the year and be posted on the Xavier Educational Academy web page, as well as social media links.

1. The Secretary shall serve public notice of the regular meetings two weeks prior to the

event.

1. General Membership meetings should include: a treasury report (reconciling the account

activity since the last formal report was given to the current bank account balance), project updates/old business, and new business.

1. Issues that require the general membership’s approval will be reviewed by the board who

will make a recommendation to the general membership. If the general membership votes against the board’s recommendation the decision will be tabled and a revote will be done at a meeting that is held within six weeks of the original meeting. The second vote carries regardless of the outcome.

1. Board members are required to attend a majority of all meetings scheduled and will be

relieved of their duties if they are missing meetings without good cause.

 f. The election meeting shall be held in May.

 g. Any business transacted during PTO meetings will be acted upon by the majority of the

 members present.
 h. At least one teacher should attend the PTO board meetings.

**Article 8: Treasury**

1. All expenditures of more than $2500 must be approved by the majority of the executive board. Scholarship expenditures will be approved by the majority of the scholarship committee.
2. Deposited funds of the organization shall be withdrawn only by checks signed by the Treasurer or appointed co-signors or online by the treasurer.
3. All expenditures (including those previously budgeted) must have receipts or invoices

 attached to a Reimbursement Form.

1. The treasurer or the co-signor cannot sign checks made out to himself/herself, his/her business, or those requested by himself/herself.
2. All money received by the PTO must be counted by a committee member and recorded on a Received Funds Form before being turned over to the Treasurer or Acting Secretary, who will verify all receipts and deposit the money in the bank.
3. A Texas Tax refund should be filed by the Treasurer for the two periods ending Dec. 31 and June 30 each year. (If needed)
4. IRS Form 990 must be filed each year ending June 30 to maintain non-profit status.
5. Items purchased by Xavier Educational Academy (FOX) PTO are the property of FOX and will stay at the school or where they can be easily accessed by the school.

**Article 9: Amending the Bylaws**

1. The board will review the bylaws at the beginning of each school year and present any

changes to the general membership that two-thirds of the board feel should be made.

1. The board’s recommended changes to the bylaws must be approved by the general

membership by a majority vote.

**Article 10: Indemnification Clause**

 The Xavier Educational Academy (FOX) PTO shall indemnify every Director, every Officer

 and every other member of the Executive Board, his heirs, executors, administrators, against

 all loss, cost and expense, reasonably incurred by him/her in connection with any action, suit

 or proceeding to which he may be made a party, by reason of his being or having been a

 Director, Officer or other Member of the Executive Board, including reasonable matters

 wherein he/she shall be finally adjudged in such action, suit or proceeding to be liable for or

 guilty of negligence, except to the extent such liability, damage or injury is covered by any

 type of insurance; however, this indemnification shall not cover any acts of gross negligence,

 willful misconduct or with fraudulent or criminal intent. The foregoing rights shall be in

 addition to and not exclusive of all other rights to which such Director, Officer or other

 Member of the Executive Board may be entitled.

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