

St. Vincent de Paul Catholic School Parent-Teacher Organization
Amended and Restated Bylaws as of March 23, 2015
(the “Bylaws”)

ARTICLE I – NAME

The name of this organization is the St. Vincent de Paul Catholic School Parent-Teacher Organization (the “PTO”).

ARTICLE II – OBJECTIVES

The objectives of the PTO are:

- To promote a quality Catholic education
- To develop between parents and staff, such united efforts as will secure for every SVdP student the highest advantages in spiritual, physical, intellectual and social education
- To bring into closer relationship the home, School and Parish, so that parents and teachers may cooperate intelligently in the education of the child
- To promote educational and/or fundraising events for the benefit of St. Vincent de Paul Catholic School (the “School”)
- To assist the Pastor and Principal in coordinating School-related events and projects

ARTICLE III – POLICIES

The work of the PTO is carried on primarily through services and events. The PTO works with both the Pastor and Principal regarding all policies. The Pastor and Principal have final authority in policy matters. The PTO does not in any way control the School’s policies. The PTO assists the Pastor and Principal in scheduling and coordinating PTO Services & Events.

ARTICLE IV – PTO MEMBERSHIP

All families of currently enrolled SVdP students are eligible to join the PTO by paying annual dues for membership. The annual dues for membership are determined each year by the current Officers and Directors of the PTO (collectively, the “PTO Board”). The parent(s) in each family who join the PTO by paying annual dues are considered PTO members. The Pastor, Parish priests, and School faculty and staff are automatically PTO Members without the payment of dues. Each PTO Member has one vote in the general election of the Executive Board, as defined in Article VI below. The general election procedures are outlined in Article VI below. Only PTO Members are eligible to serve on the PTO Board as defined in Article VI below.

ARTICLE V – BOARD MEMBERS

The Executive Board: The executive board of the PTO (the “Executive Board”) consists of the President, Vice President/President-Elect, Communications Vice President, Secretary, Treasurer, and immediate Past President. All members of the Executive Board are considered Officers of the PTO. The Executive Board is responsible for the day-to-day management of the PTO.

The Executive Board may remove any member of the PTO Board for failing to perform his or her duties required by their position on the PTO Board or if their actions are in violation of Archdiocesan guidelines. A vacancy in any office, because of death, resignation, removal, disqualification or otherwise, may be filled by the Executive Board for the remaining portion of the term. In the event that any change in the PTO Board structure is needed after the annual PTO Nominations Process, the President, with the advice of the Principal and Executive Board, may alter PTO Positions or Directors as needed.

President: The President presides at all PTO Board meetings, provides an agenda for such meetings, acts as chair of the Executive Board, and is an ex-officio member of the St. Vincent de Paul Catholic School’s School Board (the “School Board”). The President works in conjunction with the Pastor and Principal to further the objectives of the PTO. The President appoints a nominating committee for the purpose of selecting a slate of Officers and Directors (except Auction and/or Auction-Elect Directors) for the following school year as provided in Article VI below. The current Auction-Elect Directors become the Auction Directors for the following year. The President appoints the Auction-Elect Directors for the following year. The President serves as an advisor to Auction, Back to School, Book Fair, Breakfast with Santa, and Style Show Directors. Lastly, at the end of the term, the President moves to the office of Past President and assists the new President of the PTO during the transition to said office.

Vice-President/President-Elect: The Vice President/President-Elect (the “Vice President”) is responsible for coordinating the Buddy Family program and any other special project deemed appropriate by the Executive Board. The Vice President serves as an advisor to the Auction-Elect, Party Packs, Tiger Bucks, Tiger Market, and Used Uniforms Directors. The Vice-President manages and updates content on the online SVdP Store. The Vice President officiates in the absence of the President and assumes the office of President for the remaining term if the office becomes vacant. The Vice President assumes the office of President the following school year and the office of Past President the year thereafter.

Communications Vice President: The Communications VP coordinates and reviews all of the communications efforts from the PTO to the School and Parish community and to external publications. The Communications VP creates and manages the PTO website content and coordinates and posts items on the school’s Edline PTO page and calendar. This position serves as an advisor to the following communications’ roles: Public Relations, Room Parent Coordinator, Sports Parent Coordinator, Tiger’s Mouth Newsletter, and Tiger’s Roar Yearbook Directors.

Secretary: The Secretary records the minutes of each meeting of the PTO Board and provides copies to each member of the PTO Board. The Secretary is responsible for reserving the room for the PTO Board meetings, notifying the PTO Board members of upcoming meetings, and recording attendance of PTO Board members. The Secretary

coordinates at least two Parish-wide informational meetings. The Secretary serves as an advisor to the Cabrini Festival, Career Fair, Enrichment, Hospitality, and Performing Arts Directors.

Treasurer: The Treasurer serves a two-year term on the PTO Board. The Treasurer receives all funds of the PTO and deposits such funds with the School accounting manager. The Treasurer oversees disbursement of funds and is responsible for the accounting and reporting of all funds at each PTO Board meeting. The Treasurer serves as financial advisor to all Directors and has active roles as the Back to School Check-out Chair and Auction Finance Chair.

Past President: The Past President serves in an advisory role to the President and the Executive Board. The Past President oversees the Nominations Process, as described in Article VI.

Directors: The Directors of the PTO are the leaders of the following: Auction, Auction-Elect, Back to School, Book Fair, Breakfast with Santa, Cabrini Festival, Career Fair, Enrichment, Hospitality, Party Packs, Performing Arts, Public Relations, Room Parent Coordinator, Sports Parent Coordinator, Style Show, Tiger Bucks, Tiger Market, Tiger’s Mouth Newsletter, Tiger’s Roar Yearbook, and Used Uniforms. All Directors lead their event or project during the year of their term in office. All Directors have voting rights, with the Directors of each position being equal to one (1) vote, regardless of the existence of co-Directors.

Faculty Liaison: The Faculty Liaison to the PTO Board is appointed by the Principal annually and serves as a liaison between the PTO Board and the School faculty. The Faculty Liaison may not vote on matters involving the disbursement or allocation of PTO funds.

PTO Board: The PTO board (“PTO Board”) consists of the Executive Board, all Directors, and the Faculty Liaison.

ARTICLE VI – BOARD MEMBERSHIP

Nominating Committee: The President, as chair of the Executive Board, appoints a nominating committee (the “Nominating Committee”) in January, with the advice of the Past President, for the purpose of developing a slate of candidates for the PTO Board for the following school year. The Nominating Committee consists of six people: two representatives from each of the primary, intermediate, and middle school classes. The Nominating Committee is assisted by the Past President, who acts in an advisory capacity only, to develop a slate of candidates for the Executive Board and Directors.

Nominations Process: The Nominating Committee solicits nominations via an online request (the “Nomination Request”) to PTO Members in late January/early February. The Nomination Request asks for nominations for all open PTO Board positions. The submission deadline for nominations is approximately two weeks after the Nomination Request is sent, if possible.

After the submission deadline, the Nominating Committee filters the list to remove candidates who are ineligible to serve, due to non-payment of PTO dues, School Board membership, etc. At this point, the list is shared with the Pastor and Principal.

The Nominating Committee then develops a slate of candidates for each open Executive Board position. In the event that nominees do not meet the eligibility requirements, the Nominating Committee has the discretion to consider those nominees or others for inclusion on the ballot, or on the slate of Directors. An electronic slate and ballot of candidates for Executive Board positions (the “Executive Board Ballot”) is distributed to all PTO Members as soon as possible after the nominations submission deadline. PTO Members vote on the Executive Board Ballot, within one week after receipt of the ballot. General election policies and procedures are utilized, and the winner is determined by a simple majority of the number of votes received. In the event of a tie, the winner is determined by the appointed members of the Nominating Committee. In the event of an uncontested Executive Board ballot, where all of the open Executive Board positions have exactly one qualified nominee who has agreed to serve, an election is not necessary.

Once the Executive Board positions have been filled, the Nominating Committee actively recruits and appoints all of the remaining Directors, with the exception of the Auction and Auction-Elect Director(s). Nominating Committee guidelines are followed in order to fill all the remaining positions. See Appendix B: Nominating Committee General Guidelines – Director Positions.

Auction and Auction-Elect: The Auction and/or Auction-Elect Director(s) are appointed by the President, with the advice of the Principal and past Auction Directors. If possible, the Auction and/or Auction-Elect Director(s) are appointed by the President prior to the Executive Board elections. No other Auction volunteers may be solicited or selected prior to the appointment of the PTO Board Directors for the following year, except for the executive committee of the Auction, which shall include, but not be limited to, the acquisitions, art, decorations, information systems, underwriting, and party chairs.

Eligibility – Vice President/President-Elect: To be eligible to serve as Vice President/President-Elect, an individual must have served at least two years on the PTO Board as an elected or appointed Director. An individual who is or whose parent, spouse or child is an employee of the School or Church or of the Archdiocese of Galveston-Houston is NOT eligible to serve as President or Vice President.

Eligibility – Treasurer: To be eligible to serve as the PTO Treasurer, the individual must have served at least one year on the PTO Board as an elected or appointed Director and have substantive prior financial experience either in a professional or volunteer capacity.

Eligibility – Communications VP and Secretary: To be eligible to serve as the PTO Communications VP or Secretary, the individual must have served a minimum of one year on the PTO Board as an elected or appointed Director.

Term Duration: All Directors serve one (1) year. The term of each PTO Board member mirrors the fiscal year of the School, with the technical start date of July 1, and the end date of June 30. No PTO Board member holds the same office for more than two consecutive years. With the exception of the PTO President, PTO Board members may not serve on the School Board, but may serve on committees of the School Board.

Conflicts of Interest: In following the Internal Control Manual of the Archdiocese of Galveston-Houston, volunteers should avoid placing themselves in a position that might present or could be perceived to present a conflict of interest. In connection with any actual or possible conflict of interest, an interested person must disclose the existence and nature of his or her financial interest and all material facts.

ARTICLE VII – COMMITTEES

The PTO sponsors services and events to benefit the School. Each Director position and any corresponding committees conform to all PTO Bylaws and standing rules as provided in Article XII below. All Directors present an activity report at regularly scheduled PTO Board meetings when needed. All Directors provide a written proposed income and expense statement to the Treasurer and President at the beginning of the PTO Board year as provided in Article XI below. All PTO Members are entitled to be committee members.

ARTICLE VIII – MEETINGS

Structure: The meetings of the PTO Board are held at times and locations during the year as determined by the Principal, President, and Executive Board. The PTO Board meets monthly throughout the year to conduct the business of the PTO. All meetings of the PTO Board are open to PTO Members. All meetings and business of the PTO Board are conducted according to Robert’s Rules of Order, when not inconsistent with the Bylaws. The PTO adheres to all Archdiocesan rules and regulations.

Voting: A PTO Board member who has a conflict of interest relative to voting items refrains from voting on those matters. Should the existence of a conflict be disputed, the decision of the majority of the Executive Board as to the existence of a conflict governs. Should the Executive Board determine a conflict of interest exists, a recommendation shall be made to the Principal and/or Pastor to determine the appropriate course of action. If a faculty or staff member serves on the PTO Board, they may not vote on matters involving the disbursement or allocation of PTO funds.

Board Directors Meeting Attendance: All PTO Board Directors are required to be present at monthly PTO Board meetings. Any PTO Board Director who is not in attendance at a PTO Board meeting must send a written report to the President and their respective Executive Board advisor. The President has discretion to excuse meeting attendance under extraordinary circumstances. Credit for PTO Board meeting attendance will be considered in the PTO nominations process.

ARTICLE IX – QUORUM

A quorum of the PTO Board consists of a simple majority of the PTO Board, made up of the Executive Board, Faculty Liaison, and one co-Director from each Director position, in order to conduct business at a regular PTO Board meeting.

ARTICLE X – AMENDMENTS

The Bylaws may be amended at any regular meeting of the PTO Board by a two-thirds (2/3) vote of the PTO Board present and entitled to vote, provided such amendments have been presented in writing and approved by the Pastor and Principal. The Bylaws may be amended no more often than ONCE every year with the exception of required Archdiocesan changes.

ARTICLE XI – FINANCIAL ACTIVITIES OF THE PTO

Proposed Budget: Upon taking office, each Director that incurs expenses and/or earns any income is provided a three-year financial history for their event or service by the Treasurer. Based upon such financial information, each Director prepares a written proposed income and expense statement (“Proposed Budget”) for their event or position for the coming year. The Proposed Budget is provided to the President and Treasurer at the beginning of the school year.

Budget: Once all Proposed Budgets are submitted to the President and Treasurer, the Treasurer generates a PTO Budget for the upcoming year. This Budget is voted upon by the entire PTO Board at the beginning of the school year. The Treasurer generates a general income and expense report and provides said report to the PTO Board every month.

Budget Deviations: Any extraordinary deviations from the Proposed Budget require approval by the PTO President, in consultation with the Executive Board and Principal. For all events except Auction, if such deviation is greater than \$1,000 per line item, such deviation must have the prior approval of the Executive Board. For the Auction committee, deviations from the proposed budget greater than \$2,500 per line item must have the prior approval of the Executive Board. The Executive Board’s approval may be obtained through the use of e-mail communications.

Financial Paperwork: Each Director is responsible for signing all check requests for expenditures for their event or service. Such expenditures should be consistent with the Director’s Proposed Budget. Each Director is responsible for ensuring that all check requests and deposits are submitted to the Treasurer in a timely manner and on the required forms with the requisite number of copies.

Earmarked Funds: Net profits from the following PTO Board positions will be earmarked to benefit certain School functions:

- Book Fair net profits benefit the SVdP Catholic School library.
- Sports Parent Coordinators’ Concessions net profits benefit the SVdP Catholic School Athletics program.
- Auction “Paddles Up” special appeal funds benefit the project determined by Auction Director(s), upon approval from the Principal (and Pastor, if necessary).

Disbursement: Funds raised by the PTO are used to benefit St. Vincent de Paul Catholic School and its students. Approval for disbursement varies based on the context and structure of the fundraising.

- Net Profits: The PTO Board, in conjunction with the Principal, determines how PTO net profits will be allocated. When funding requests are submitted for voting by the PTO Board, the requests must include a deadline for use of funds, as appropriate for

each project. If the project is not completed prior to the deadline for use of funds, the PTO Executive Board, in conjunction with the Pastor and/or Principal, may designate that the funds remain dedicated to said project until the project's completion or the funds may be returned to the Unallocated Funds of the PTO. All projects that involve additions or alterations to School or Parish facilities and/or grounds must follow the Parish approval process.

- “Paddles Up” Special Appeal Funds: Donations are made to Paddles Up with a specific project or funding plan advertised in advance. If the funds are not used for the specified project within one calendar year from the date of the Auction during which they were raised, the PTO Executive Board, in conjunction with the Pastor and/or Principal, may designate that remaining funds be re-allocated to PTO net profits, or to another project. Donors' original intent is always strongly considered in this decision.

ARTICLE XII – STANDING RULES

The Executive Board, with the advice of the Principal and the approval of a majority of the PTO Board, adopts standing rules consistent with its needs to insure the efficient operation of the PTO. See Appendix A: Standing Rules.

APPENDIX A: STANDING RULES

- **Communications:** All PTO communications that are sent to a broad audience need to be submitted to the Communications VP. The Communications VP has discretion to filter submission content and publication frequency. To utilize the following communications vehicles, content should be submitted to the PTO Communications VP:
 - Weekly News
 - Online (Edline or www.saintvincentschool.org)
 - Church Bulletin
 - Edline email blast
 - Letters, invitations, flyers, and documents to be sent to School families, parish families, the community, and/or posted on the School's websites.

Content to be sent via the Room Parents should be submitted to the Room Parent Coordinator. Tigers Mouth submissions should be sent to tigersmouth@gmail.com. See the "Communications Flow" document, found in PTO Board members' binders, for deadlines and further information.

- **Contracts:** The Principal is the only person who can sign contracts for the School and PTO. All contracts must be submitted to the office for review. Contracts must be reviewed by the Archdiocesan legal department, which usually takes around 2 weeks. Upon receipt of an executed contract from the Principal, a copy must be given to the PTO Secretary.
- **Facilities Requests:** To reserve space at any School or Parish facilities, a Scheduling Request Form must be completed and submitted to the Parish Facilities Coordinator/Scheduler at least 2 weeks prior to the event. Forms must also be completed anytime tables, chairs, or set-up for an event on Parish/School grounds is needed. Refer to the Policies for the Use of the Msgr. Jamail Family Center document found in PTO Board members' binders for further information on the use of Parish facilities.
- **Letters:** The Principal is the only person who may sign tax letters acknowledging donations. Any letters, invitations, flyers, and documents being generated for broad distribution must first have the content approved by the Principal, sent via the Communications VP. Any correspondence that is to be mailed via the School office staff needs to be submitted at least one week prior to the distribution deadline.
- **Printing and Copying:** There is a PTO copier in the School library for making black and white copies. The School has an account at Copy Dr., on Bissonnet at Law, near Bering's. Copy Dr. bills the School directly, but all PTO Directors and committee members must write their name and PTO event/service on the service order. Directors must also submit a copy of the service order to the PTO Treasurer.
- **PTO Closet:** The key to the PTO closet may be borrowed from the school office. There are many items saved from past events that are available for use. Board members should check the inventory of supplies prior to purchasing new items. PTO Board members must help keep the closet neat and organized at all times.

- **PTO File Folders:** The PTO has file folders in the built-in cabinet in the school office, for collecting or distributing forms, papers, checks, etc. These folders must be checked regularly by the respective Directors.
- **PTO Web Content:** PTO web pages belong to the School, which has ultimate authority over content. Any PTO member who has been granted authority to provide content must be careful that content is appropriate and correct. If changes of substance are made to web content, a link to the altered page needs to be sent to Mrs. Sears and to the PTO Communications VP. Should there be a price error on an online product listing, the budget of that Director position responsible for updating the site will absorb any financial consequence.

APPENDIX B: NOMINATING COMMITTEE GENERAL GUIDELINES – DIRECTOR POSITIONS

The Nominating Committee meets following the Executive Board election to begin slating Director positions. By this point, the Nominating Committee members have contacted all candidates to gauge interest in serving on the PTO Board.

The Nominating Committee considers the following criteria when recommending candidates:

- Qualifications for the position and past experience
- Commitment to participation at PTO meetings
- Motivation and expressed desire to do the role
- Number of nominations received

The Nominating Committee members contact those on their assigned candidate list to notify each person whether or not they were slated.

If any positions cannot be filled, exceptions to the process may be considered and implemented by the Nominating Committee. The advice of the school Principal may be requested.

After all Director positions have been slated and communications to the nominees have occurred, the Past President will provide the listing of the new PTO Board for broad communication.