

# CHERRY CREEK SCHOOL DISTRICT PARENT TEACHER COMMUNITY COUNCIL, INC.

## BYLAWS

### ARTICLE I NAME

The name of the organization shall be the **Cherry Creek School District Parent Teacher-Community Council, Inc.**, otherwise known as **CCSD Parents' Council**.

### ARTICLE II PURPOSE

The purpose of the Cherry Creek School District Parent-Teacher-Community Council, Inc. (Parents' Council) is to promote the exchange of ideas among parent representative ~~(s)~~ groups of all schools in the Cherry Creek School District (Cherry Creek or District) and to serve as a vehicle of communications within the District for parents, teachers, administrators, the Board of Education, and interested residents.

Parents' Council serves as the parent organization of each constituent Parent-Teacher Organization (PTO) or Parent-Teacher-Community Organization (PTCO) within the District. Parents' Council is organized solely for charitable, scientific, literary or educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. This organization is not a private foundation.

### ARTICLE III MEMBERSHIP

1. The members shall be:
  - A. The officers of the Parents' Council.
  - B. Voting representatives from each PTO or PTCO, consisting of the President or Co Presidents (or designee) selected according to the bylaws of each PTO or PTCO.
  - ~~C. Members at large as approved by the Executive Board and designated on the Membership Roster.~~
  - C. And the General Community who live within the Cherry Creek School District.
2. Should a vacancy occur among the members in 1.B., a new representative shall be selected according to the bylaws of that PTO or PTCO.

## ARTICLE IV OFFICERS AND THEIR ELECTION

Elected officers must live within the CCSD Boundaries, and it is recommended to have representation throughout the Cherry Creek School District.

1. The positions of officers shall be President, Secretary, ~~AND Treasurer~~ ~~Past President/Advisor~~, District Liaison. ~~and at least one of the following: 1) Treasurer, Vice President, Co-Treasurer(s), Document Review, Webmaster, Hospitality, Communications,, Vendor Expo, and Community Connections. Social Media.~~ These elected officers shall constitute the Executive Board/Board of Directors of Parents' Council. The position of District Liaison is a member of the Cherry Creek School District (CCSD) staff and a non-voting position. Specific duties as outlined in the Parents' Council Executive Board Job Description document for each position shall be provided to the incoming Board annually.

~~It is further recommended that whenever possible the Parents' Council Board fill the office of President from existing eligible members of the Executive Board/Board of Directors by the December 31<sup>st</sup> calendar year end.~~

It is recommended that the Parents' Council Board slate the succeeding President from existing eligible members of the Parents' Council/Executive Board of Directors by December 31st to allow for mentoring by the existing President.

~~It is also recommended that whenever possible the officers be representative of the entire geographic area of the Cherry Creek School District and that those officers have been active members of Parents' Council in the past. (e.g., PTO/PTCO president, Parents' Council representative or member at large).~~

2. Board members are encouraged to identify individuals who may shadow their positions as training for assuming that position upon vacancy or retirement. Before assuming the board position, the shadow will still need to be elected by the General Membership. Shadow positions are non-voting members and are eligible to Executive Board meetings and are required to adhere to Parents' Council Bylaws.

3. All officers of the Parents' Council shall act as the Nominating Committee, and the President will appoint a Nominating Committee Chairperson. The Committee shall present nominees for the officers at the ~~spring~~ **March (or 30 days prior to April Meeting)** general meeting, at which time there may be nominations from the floor with prior consent of the nominee(s).

The Nominating Committee shall nominate a candidate for each elected office. The slate of candidates for each office shall be presented at least 30 days prior to voting **via Electronic**

**Slate, Parents' Council Website or in person meeting.** Election of the officers shall be conducted at the April meeting by the Chairman of the Nominating Committee or Executive Board President.

Election shall be by voice or **electronic** vote if there is only one nominee for an office. If more than one candidate is nominated for an office, the election shall be by a plurality of those present and voting at a general meeting by a written ballot **OR via electronic ballot.** (ex Google Form)

4. It is recommended that whenever possible each officer shall serve a minimum of two-year term on the Board. Officers may serve in a different position for each of those two years. Officers shall assume their official duties at the beginning of the Parents' Councils' year (July 1).

~~4. Should a vacancy occur among the elected officers, the Executive Board, using guidelines and suggestions from other board members, shall appoint a new officer who is to be approved by a majority of the membership present and voting at the next regular monthly meeting.~~

5. Should a vacancy occur **in the permanent absence of the President, the Vice President shall become President. If there is no Vice President, the Executive Board must select a current Board member to fill the vacancy. In the event a vacancy should occur among the elected officers, the President(s) will call a meeting of the Executive Board within 30 (thirty) days to appoint a new officer to finish the unexpired term. A letter of resignation is requested upon vacating a current position.**

## ARTICLE V MEETINGS

1. There shall be regular **monthly Executive Board** meetings from ~~September through April.~~ **July through June, with the exception of December.**

~~2. Minutes of the April meeting(s) shall be approved by the Parents' Council officers prior to the conclusion of their terms of office.~~ **There shall be a minimum of 5 General meetings within September through April. The August and May meeting shall be Required PTCO/PTO Board Training events. All meetings/events may be in person or held virtually as permitted.**

3. The President may call special meetings after a five-day notice has been given.

4. A ~~joint~~ **Transition** meeting of the outgoing and incoming Boards shall be held ~~at the last regular meeting of the school year.~~ **prior to June 30th of each year.**

5. Any interested resident of the **Cherry Creek School** District is encouraged and welcome to attend Parents' Council **General** meetings.

6. Minutes shall be kept at all general membership and executive board meetings. **Minutes of the April General Meeting shall be approved by Parents' Council officers prior to the conclusion**

of their terms of office.

7. All General Meeting Minutes and Parents' Council Financials will be posted on the Parents' Council Website.

## ARTICLE VI OPERATING PRINCIPLES

The following are the operating principles of the Parents' Council and must also be adopted by each local PTO or PTCO.

1. The organization shall promote the goal of a quality education for all students within the Cherry Creek School District by working with the District, Board of Education, and local PTOs or PTCOs.

### 2. **TITLE 26, SECTION 4911 of the IRS Code**

A Parent Teacher 501(c)(3) Tax-Exempt Organization is allowed:

- To participate in political activities and supporting or influencing legislation, such as a school budget issue or a referendum.
- To participate in activities to influence legislation that may be considered as directly connected to the "survival" of the organization, such as a referendum supporting education.
- To have a speaker come and present information for or against proposed legislation.

A Parent Teacher 501(c)(3) Tax-Exempt Organization is not allowed:

- To expend monies to have a candidate running for election as a speaker at a meeting, or to endorse a political candidate.
- To expend a "substantial" amount of their funds on activities to influence legislation. A conservative rule of thumb is that the PTCO spends no more than five percent (5%) of its annual expenditures in support of election activities.

3. The organization shall not engage in or endorse any commercial activities. This does not, however, prevent a commercial enterprise from sponsoring an activity ~~related to sponsoring an activity~~ related to the organization's purpose.

4. No part of the net earnings of the organization shall inure to the benefit of any private shareholder or individual. The organization shall not carry on any activities prohibited or restricted under Section 501(c)(3) of the Internal Revenue Code.

5. Upon the dissolution of this organization and after paying for the debts of the organization, the remaining assets shall be distributed to one or more non-profit organizations that are tax exempt under Section 501 (c)(3) of the Internal Revenue Code.

## ARTICLE VII ADMINISTRATION OF LOCAL PTOs/PTCOs

1. Authority to Grant Charter. Local PTOs/PTCOs can become a subordinate organization of the Parents' Council only upon approval by the officers of the Parents' Council and by following the procedures required by Parents' Council.

2. Bylaws. The Parents' Council will provide each local PTO/PTCO with a sample set of bylaws, which will include certain specified provisions that each PTO/PTCO will be required to adopt in order to become a subordinate organization. The required provisions are set forth to ensure that each local PTO/PTCO will be organized solely to further the charitable, educational and other related purposes of this organization and will carry on only activities permitted under Section 501 (c)(3) of the Internal Revenue Code. Each local PTO/PTCO will be required to submit a copy of its approved bylaws to the Parents' Council upon adoption, as well as any amendments or revisions at the time of their approval.

3. Books and Records. Each local PTO/PTCO shall maintain permanent books and records detailing the accounts of the organization, which shall be adequate to reflect all sources of income and nature of expenditures. Such books and records will be made available for inspection at reasonable times upon the request of an authorized representative of the Parents' Council.

4. Registration. Parents' Council and all PTO/PTCO organizations affiliated with Parents' Council are required to register as non-profits with the State of Colorado at the time of charter and renew such registration annually. Certificates of ~~Good Standing Registration~~ or other verification must be provided to Parents' Council within 30 days of filing.

5. Reporting Requirements. Both Parents' Council and each PTO/PTCO must file a Form 990 with the IRS annually. PTO/PTCO organizations are responsible for submitting a copy of each Form 990 to Parents' Council within 30 days of filing. Parents' Council will provide each subordinate organization with a detailed statement of required documentation periodically throughout the year.

6. Withdrawal of Charter. Any charter issued to a local PTO/PTCO may be withdrawn by the Parents' council if it is determined that such organization is not being operated in accordance with the prescribed bylaws or is carrying on activities not permitted under Section 501 (c)(3) of the Internal Revenue Code. Failure to comply with these provisions could result in withdrawal by Parents' Council of the charter of this organization and removal of all subordinate affiliate benefits.

7. Prohibited. Local PTO/PTCOs are prohibited from chartering any organization underneath their 501(c)(3).

## ARTICLE VIII FINANCES

1. Annual dues from each subordinate PTO/PTCO for each year shall be recommended by the outgoing Treasurer and shall be approved by the incoming officers of the Parents' Council.
2. Parents' Council may partner with entities or initiate fundraising activities for the purpose of direct support of Cherry Creek School District programs.
3. Any expenses incurred but not covered by annual dues shall be met by a pro rata assessment of the local PTOs/PTCOs, subsequent to appropriate notification.

## ARTICLE IX FISCAL YEAR

The fiscal year of Parents' Council shall begin July 1 and end on June 30 of the following year.

## ARTICLE X QUORUM, VOTER ELIGIBILITY AND VOTING

1. The membership and Executive Board members present at any meeting shall be entitled to vote for the purpose of transacting the business of the organization. All eligible voters at a meeting shall constitute a quorum. **Quorum consists of half plus one.** Unless otherwise required in the bylaws, a majority vote shall decide all matters at the meeting. The President shall vote only in the event of a tie vote. **When necessary, electronic voting is permitted. Failure to respond by the time stated in the notice will have the same effect as abstaining from voting. The action must be ratified at the next scheduled meeting and documented in the minutes.**

### 2. Conflict of Interest

Whenever a member or officer has a financial or personal interest in any matter coming before the Executive Board or general board, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested members determine that it is in the best interest of the organization to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

### 3. Voting by Electronic Communication

a. The Executive Board may take action, without a meeting, by electronic communication if action is required before the next scheduled meeting. A notice stating the action to be taken and the time by which a response is required must be included in the electronic communication to each member of the Board.

b. The board member may vote or demand action not be taken without a meeting by the required response date in like communication.

c. Failure to respond by the time stated in the notice will have the same effect as abstaining from voting.

d. The action passes with affirmative vote from the simple majority of the Executive Board.

The action must be ratified at the next scheduled meeting and documented in the minutes.

## ARTICLE XI NONDISCRIMINATION

The officers, directors, committee members and other persons serving this organization shall be selected entirely on a nondiscriminatory basis with respect to age, sex, race, religion, national origin and sexual orientation.

## ARTICLE XII PARLIMENTARY AUTHORITY

The latest revision of Robert's Rules of Order shall be the authority on parliamentary law, except when in conflict with these bylaws.

## ARTICLE XIII AMENDMENTS

1. The Executive Board shall serve as a Revision Committee to annually review these bylaws.

2. These bylaws may be amended ~~at any regular meeting of the Parents' Council~~, provided written notice ~~via in person or electronic platform~~ of the proposed amendment(s) shall have been given at least thirty (30) days prior to the meeting ~~via in person or electronic platform~~. Approval shall require two-thirds vote ~~of the membership present and voting. Of the voting members.~~

Amended: April 2019  
10/13/2014

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10/14/2013

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1/20/21