**BYLAWS OF THE LAKE HILLS PTO**

September 2013

**ARTICLE I - NAME**

The name of the organization shall be the Lake Hills PTO. The PTO is located at Lake Hills Elementary School, 18181 Dogwood Dr., Spring Lake, MI, 49456.

**ARTICLE II – PURPOSE**

**Section 1.** The purpose of the Lake Hills PTO is to support the educational experience at Lake Hills Elementary School, to develop a closer connection between school and home by encouraging parental involvement, and to enhance the school environment through volunteer and financial support.

**Section 2.** The organization is formed exclusively for charitable, educational, and scientific purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code.

**ARTICLE III – BASIC POLICIES**

## **Section 1.** This organization shall be non-commercial, non-sectarian, and non-partisan. It shall not endorse a commercial enterprise or candidate. The name of the organization shall not be used in any connection with a commercial concern or with any partisan interest or for any other purpose than the regular work of the organization.

## **Section 2.** This organization shall not directly or indirectly participate or intervene in any way, including the publishing or the distributing of statements, in any political campaign on behalf of, or in opposition to, any candidate for public offices, or devote more than an insubstantial part of its activities in an attempt to influence legislation by propaganda or otherwise.

**Section 3.** This organization shall cooperate with other organizations and agencies concerned with child welfare, but persons representing the organization in such matters shall make no commitments that bind the organization without approval of the Executive Board.

**ARTICLE IV – MEMBERSHIP**

**Section 1.** Membership shall be automatically granted to all parents and guardians of Lake Hills students currently attending classes, plus all teachers, staff, administration, and interested community members of Lake Hills Elementary School.

**Section 2.** Membership dues, if any, will be set by the Executive Board at the first meeting of officers at the beginning of each fiscal year.

**Section 3.** Members have voting privileges upon registration with the organization, one vote per registered household on each matter submitted to a vote and for election of officers. “Registration” is defined as submitting name and contact information.

**ARTICLE V – EXECUTIVE BOARD**

**Section 1.** The Executive Board (hereinafter The Board) shall consist of a President, Vice President, Secretary, Treasurer, and School Principal, with the Principal being the only non-elected officer. The responsibilities of the Board are to transact business between meetings in preparation for the general meetings, create standing rules and policies, create standing and temporary committees, and to prepare and submit budgets, reports, and recommendations to the membership.

**Section 2.** **Duties of Officers**

**a. President.** The President shall preside at all meetings of the Board and organization; serve as primary contact for the Principal; serve as an ex officio member of all committees except a nominating committee; and coordinate the work of all the officers and committees so that the purpose of the organization is served.

**b**. **Vice President.** The Vice President shall assist the President and carry out the President’s duties in his or her absence or inability to serve; be a member ex officio of all committees except a nominating committee; and coordinate the work of the committee chairs.

**c**. **Secretary.** The Secretary shall keep an accurate record of the minutes of all organization and Board meetings; have a current copy of the bylaws; conduct correspondence and other duties delegated to him/her; prepare bimonthly PTO newsletter; prepare and send reminders of upcoming meetings and events to staff and families.

### **d**. **Treasurer.** The Treasurer shall receive all monies of the organization; keep an accurate record of receipts and expenditures; pay funds in accordance with the approved budget as authorized by the organization; present the Treasurer’s report at every PTO meeting and at other times when requested by the Executive Board; make a yearly report at the annual meeting.

### **1.** The treasurer’s accounts shall be examined annually by an auditing committee appointed by the Board. The auditing committee will sign a statement as to the accuracy of the treasurer’s annual report.

### **2.** The signers on the bank accounts for the PTO shall be the treasurer, president, and vice president.

### **Section 3.** **Eligibility and** **Elections.** Registered members are eligible to be an officer. Officers shall be elected by registered members annually in the month of May. Voting may be by ballot, in person or electronically, or by voice vote. If there is but one nominee for any office, it shall be in order for any member to move to elect the nominee as the nominee is unopposed.

### **Section 4. Terms of Office.** Officers shall assume their official duties at the close of the annual meeting in May, serve a term of one year, and remain in office until their successors assume office. A person shall not be eligible to serve more than two consecutive terms in the same office. However, if there is not a new person willing to accept a position and the current board member is willing to continue in that position, he/she is eligible to be nominated and re-elected.

### **Section 5. Vacancies.** If there is a vacancy in the office of President, the Vice President will become President. At the next regularly scheduled meeting, a new Vice President will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular meeting. The President may appoint an interim officer to fill a vacancy until the next regularly scheduled meeting if necessary.

### **Section 6. Removal from Office.** Officers can be removed from office for failure to fulfill duties, with or without cause, by a two-thirds vote of those present at a membership meeting where previous notice has been given.

### **ARTICLE VI – MEETINGS**

### **Section 1. Executive Board.** Board Meetings shall be held as determined by the President and scheduled by the Board prior to regular meetings with the membership.

### **a.** **Special meetings** may be called by the President or any two board members with 24 hours notice.

### **b. Quorum.** Half the number of Board members plus one constitutes a quorum.

### **Section 2. General PTO Meetings**. Meetings of the membership of the PTO will be held every other month of the school year or as scheduled by the Board. The annual meeting will be held as the last meeting of the school year. This meeting is for receiving reports, electing officers, and conducting other business reflective of the school year and looking ahead to the next school year.

### **a. Special meetings** may be called by the President, any two members of the Board, or five members submitting a written request to the Secretary and Principal. Notice of the meeting shall be sent at least 7 days prior to the meeting.

### **b. Quorum.** A majority of members present shall constitute a quorum for the transaction of business.

### **ARTICLE VII – USE OF ELECTRONIC MEANS FOR MEETING PARTICIPATION AND VOTING**

### **Section 1.** Where any provision of these bylaws calls for notice, communication, a meeting, or voting, the PTO and Executive Board are authorized to use electronic means to the fullest extent permitted under Chapter 4 of the Michigan Nonprofit Corporation Act. (Refer to Appendix A)

### **Section 2. Procedure for conducting an email discussion**:

### **a.** The chair shall develop a time frame for the discussion. Notice of the upcoming discussion and any pertinent attachments will be sent via email a minimum of 2 days prior to the set discussion time frame.

### **b.** The chair shall send out an email at the beginning of the time established for the discussion, stating “Discussion of (Motion/Topic/Issue)” in the Subject line. In the email, the chair will explain the purpose of the discussion and any motions that are going to be put to a vote and give the end time for discussion emails to be submitted.

### **c.** Members shall use “Reply All” in all messages.

### **Section 3. Procedure for conducting an email vote:**

### **a.** The chair or secretary will send out the email requesting votes. This email should include: the words “Vote for Motion…”; the deadline for submitting the vote; restating the motion for which the vote is being taken; and stating that members should respond “I vote yes” or “I vote no”.

### **b.** Whether members can respond only to the ballot collecting email address or to “Reply All” shall be determined by the Board considering the circumstances and need for confidentiality in each situation. The email announcing the vote will state if the reply is to all or not.

**c.** The secretary shall tally the votes and report the result of the vote to the

participants, including the number of votes cast for and against the motion.

**d.** The chair or secretary will announce the result of the vote via email or at the next meeting.

**Section 4. Procedures for Secretary’s Records and Minutes**

**a.** The secretary shall maintain records of the discussions and actions taken via email.

**b.** The secretary shall prepare minutes of the vote and shall send the minutes

marked in the subject line as “Draft of Minutes” to all the members. These minutes shall be approved at the next regular meeting.

(Refer to Appendix B for a sample of each of these procedures.)

### **ARTICLE VIII - DISCRETIONARY USE OF ROBERT’S RULES**

### It is envisioned that the majority of business decisions made by the Lake Hills PTO at either an Executive Board meeting or a general meeting will be made through cooperative discussion leading to consensus. Nonetheless, the President may invoke Robert’s Rules of Order when in his or her discretion they appear necessary to conduct an orderly discussion or arrive at an informed decision. This power may not be used in an attempt to silence dissenting views, but it may be used to ensure that all views are heard in an orderly manner. (Refer to Appendix C).

### **ARTICLE IX – COMMITTEES**

### **Section 1.** Standing committees shall be created by the Executive Board as may be required to promote the objectives and interest of this organization. The standing committees shall be appointed by the President with the approval of the Board.

### **Section 2.** The Chairperson of each standing committee shall present a plan of work to the Executive Board for approval.

### **Section 3.** Special committees may be formed by the Board to fulfill specific objectives or coordinate a particular event.

## **ARTICLE X – FINANCES**

**Section 1.** A proposed budget shall be established at the May PTO Board

Meeting for the upcoming school year. The budget will be subject to approval by the general PTO membership at meeting in May by a majority vote.

**Section 2.** The treasurer shall keep accurate records of any disbursements, income and bank account information.

**Section 3.** The board shall approve all expenses of the organization.

**Section 4.** Two authorized signatures shall be required on each check over the amount of $1500. Authorized signers shall be the President, Vice President and Treasurer.

**Section 5.** The treasurer shall prepare a financial statement at the end of the year, to be reviewed by the Audit Committee annually. The books must be audited annually not later than November of the next school year.

**Section 6.** Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership’s approval, spent for the benefit of the school.

**Section 7.** The fiscal year of the PTO shall run from July1st to June 30th.

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**ARTICLE XI – AMENDMENTS**

**Section 1.** These by-laws may be amended at any regular meeting of the organization by a two-thirds (2/3) vote of the members present and voting, provided that notice of the proposed amendment shall have been given at the previous meeting.

**Section 2.** A committee may be appointed to submit a revised set of by-laws as a substitute for the existing by-laws only by a majority vote at a meeting of the origination, or by two-thirds (2/3) vote of the Executive Board. The requirements for adoption of revised set of by-laws shall be the same as in the case of an amendment.

# article xII – DISSOLUTIon

**Section 1.** Before Lake Hills PTO considers dissolution of the organization, it must notify all registered members by letter.

**Section 2.**After consultation with the above mentioned, if Lake Hills PTO still desires to dissolve, the following procedures must be followed:

### **a.** Lake Hills PTO should, by a majority vote in its meeting, authorize the appointment of a committee to consider and report the reasons for disbanding and the necessary steps to be taken.

### **b.** At the next regular meeting, all members having been notified, the committee submits report.

### **c.** Notice of intent to disband must be given to each member at least thirty (30) days prior to meeting: a two-thirds (2/3) vote is required for passage, with a quorum present.

**Section 3.** Under the dissolution of the 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 state or local government for public purpose. Any such assets not disposed of shall be deposited in the Lake Hills account, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XIII – CONFLICT OF INTEREST POLICY**

**Section 1. Purpose.** The purpose of the conflict of interest policy is to protect this tax -exempt Organization’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

**Section 2. Procedures.**

**a. Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

**b.Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

**c. Procedures for Addressing the Conflict of Interest.**

1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
3. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization’s best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

**d. Violations of the Conflict of Interest Policy.**

1. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflict of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
2. If, after hearing the member’s response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**Section 3. Records of Proceedings.** The minutes of the governing board and all committees with board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board’s or committee’s decision as to whether a conflict of interest in fact existed.
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**Section 4. Compensation.**

1. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member’s compensation.
2. A voting member of any committee whose jurisdiction includes

compensation matters and who receives compensation, directly or

indirectly, from the Organization for services is precluded from voting on

matters pertaining to that member’s compensation.

1. No voting member of the governing board or any committee whose

jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**Section 5. Periodic Reviews.** To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

1. Whether compensation arrangements and benefits are reasonable, based

on competent survey information, and the result of arm’s length bargaining.

1. Whether partnerships, joint ventures, and arrangements with management

organizations conform to the Organization’s written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

**APPENDIX A**

**Chapter 4 of the Michigan Nonprofit Corporation Act – Relevant sections to electronic transmissions, meeting, and voting**

**NONPROFIT CORPORATION ACT (EXCERPT)**  
**Act 162 of 1982**

**450.2404 Notice of time, place, and purposes of meeting of shareholders or members; manner; notice of adjourned meeting; notice not given; attendance at meeting as waiver of notice; participating and voting by remote communication.**

Sec. 404.

(1) Except as otherwise provided in this act, notice of the time, place, if any, and purposes of a meeting of shareholders or members shall be given in any of the following manners:

(a) By written notice, given personally, by mail, or by electronic transmission, not less than 10 nor more than 60 days before the date of the meeting to each shareholder or member of record entitled to vote at the meeting.

(b) By including the notice, prominently displayed, in a newspaper or other periodical regularly published at least semiannually by or in behalf of the corporation and addressed and mailed, postage prepaid, to a member or shareholder entitled to vote at the meeting not less than 10 nor more than 60 days before the meeting.

(2) If a meeting of the shareholders or members is adjourned to another time or place, it is not necessary, unless the bylaws otherwise provide, to give notice of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken. If after the adjournment the board fixes a new record date for the adjourned meeting, a notice of the adjourned meeting shall be given to each shareholder or member of record on the new record date entitled to notice under subsection (1).

(3) If a meeting of shareholders or members is adjourned under subsection (2), only business that might have been transacted at the original meeting may be transacted at the adjourned meeting if a notice of the adjourned meeting is not given.

(4) Attendance of a person at a meeting of shareholders or members, in person or by proxy, constitutes a waiver of objection to lack of notice or defective notice of the meeting, unless the shareholder or member at the beginning of the meeting objects to holding the meeting or transacting business at the meeting.

(5) If a shareholder or member is permitted to participate in and vote at a meeting by remote communication under section 405, the notice described in subsection (1) shall include a description of the means of remote communication by which a shareholder or member may participate.

**History:** 1982, Act 162, Eff. Jan. 1, 1983 ;-- Am. 2008, Act 9, Imd. Eff. Feb. 29, 2008 ;-- Am. 2008, Act 222, Imd. Eff. July 16, 2008

**450.2405 Shareholder or member participation in meeting by conference telephone or other means of remote communication; conditions; participation as presence in person at meeting; participating and voting by remote communication.**

Sec. 405.

(1) A corporation may provide in its articles of incorporation or in its bylaws for a shareholder's or member's participation in a meeting of shareholders or members by a conference telephone or other means of remote communication by which all persons participating in the meeting may hear each other if all participants are advised of the means of remote communication in use and the names of the participants in the meeting are divulged to all participants.

(2) Participation in a meeting pursuant to this section constitutes presence in person at the meeting.

(3) Unless otherwise restricted by any provisions of the articles of incorporation or bylaws, the board of directors may hold a meeting of shareholders or members conducted solely by means of remote communication.

(4) Subject to any guidelines and procedures adopted by the board of directors, shareholders or members not physically present at a meeting of shareholders or members may participate in the meeting by means of remote communication and are considered present in person and may vote at the meeting if all of the following are met:

(a) The corporation implements reasonable measures to verify that each person considered present and permitted to vote at the meeting by means of remote communication is a shareholder or member.

(b) The corporation implements reasonable measures to provide each shareholder or member a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders or members, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with the proceedings.

(c) If any shareholder or member votes or takes other action at the meeting by means of remote communication, a record of the vote or other action is maintained by the corporation.

(d) A shareholder or member may be present and vote at an adjourned meeting of the shareholders or members by a means of remote communication if he or she was permitted to be present and vote by that means of remote communication in the original meeting notice given under section 404.

**History:** 1982, Act 162, Eff. Jan. 1, 1983 ;-- Am. 2008, Act 9, Imd. Eff. Feb. 29, 2008

**450.2406a Notice by electronic transmission.**

Sec. 406a.

In addition to any other form of notice to a shareholder or member permitted by the articles of incorporation, the bylaws, or this chapter, any notice given to a shareholder or member by a form of electronic transmission to which the shareholder or member has consented is effective.

**History:** Add. 2008, Act 9, Imd. Eff. Feb. 29, 2008

**450.2407 Taking corporate action without meeting; consent; notice; statement on filed certificate; consent by electronic transmission.**

Sec. 407.

(1) The articles of incorporation may provide that any action required or permitted by this act to be taken at an annual or special meeting of shareholders or members may be taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action taken, are signed and dated by the holders of outstanding stock or members having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares or members entitled to vote on the action were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders or members who have not consented in writing.

(2) If an action consented to under this section would have required filing of a certificate under any other section of this act if the action had been voted upon by shareholders or members at a meeting of the shareholders or members, the certificate filed under that other section shall state, in lieu of any statement required by that section concerning a vote of shareholders or members, that both written consent and written notice have been given as provided in this section.

(3) Any action required or permitted by this act to be taken at an annual or special meeting of shareholders or members may be taken without a meeting, without prior notice, and without a vote, if all the shareholders or members entitled to vote on the action consent to the action in writing.

(4) An electronic transmission consenting to an action transmitted by a shareholder or member, or by a person authorized to act for the shareholder or member, is written, signed, and dated for the purposes of this section if the electronic transmission is delivered with information from which the corporation can determine that the electronic transmission was transmitted by the shareholder or member, or by a person authorized to act for the shareholder or member, and the date on which the electronic transmission was transmitted. The date on which an electronic transmission is transmitted is the date on which the consent was signed for purposes of this section. A consent given by electronic transmission is not delivered until reproduced in paper form and the paper form delivered to the corporation by delivery to its registered office in this state, its principal office in this state, or an officer or agent of the corporation having custody of the book in which proceedings of meetings of shareholders or members are recorded. Delivery to a corporation's registered office shall be made by hand or by certified or registered mail, return receipt requested. Delivery to a corporation's principal office in this state or to an officer or agent of the corporation having custody of the book in which proceedings of meetings of shareholders or members are recorded shall be made by hand, by certified or registered mail, return receipt requested, or in any other manner provided in the articles of incorporation or bylaws or by resolution of the board of the corporation.

**History:** 1982, Act 162, Eff. Jan. 1, 1983 ;-- Am. 2008, Act 9, Imd. Eff. Feb. 29, 2008

**450.2413 Making and certifying list of shareholders or members entitled to vote at meeting or adjournment; requirements; noncompliance; adjournment of meeting; validity of action taken.**

Sec. 413.

(1) The officer or agent having charge of the shareholder or membership records of a corporation shall make and certify a complete list of the shareholders or members entitled to vote at a shareholders' or members' meeting or any adjourned shareholders' or members' meeting. The list shall meet all of the following:

(a) Be arranged alphabetically within each class with the address of each member or shareholder and the number of shares held by each shareholder.

(b) Be produced at the time and place of the meeting.

(c) Be open to examination by any shareholder or member during the entire meeting. If the meeting is held solely by means of remote communication, then the list shall be open to the examination of any shareholder or member during the entire meeting by posting the list on a reasonably accessible electronic network, and the information required to access the list shall be provided with the notice of the meeting.

(d) Be prima facie evidence as to who are the shareholders or members entitled to examine the list or to vote at the meeting.

(2) If the requirements of this section have not been complied with, and a shareholder or member present in person or by proxy in good faith challenges the existence of sufficient votes to carry any action at the meeting, the meeting shall be adjourned until the requirements are complied with. Failure to comply with the requirements of this section does not affect the validity of an action taken at the meeting before the making of a challenge under this subsection.

**History:** 1982, Act 162, Eff. Jan. 1, 1983 ;-- Am. 2008, Act 9, Imd. Eff. Feb. 29, 2008

**450.2441 Voting generally.**

Sec. 441.

(1) Each outstanding share or member is entitled to 1 vote on each matter submitted to a vote, unless otherwise provided pursuant to section 303 or 304. A vote may be cast either orally or in writing, unless otherwise provided in the bylaws. In addition, the bylaws may provide for voting by electronic transmission.

(2) When an action, other than the election of directors, is to be taken by vote of the shareholders or members, it shall be authorized by a majority of the votes cast by the holders of shares or members entitled to vote on that action, unless a greater plurality is required by the articles of incorporation or another section of this act. Except as otherwise provided by the articles, directors shall be elected by a plurality of the votes cast at an election.

**History:** 1982, Act 162, Eff. Jan. 1, 1983 ;-- Am. 2008, Act 9, Imd. Eff. Feb. 29, 2008

**450.2525 Taking action without meeting; consent.**

Sec. 525.

Unless prohibited by the articles of incorporation or bylaws, action required or permitted to be taken under authorization voted at a meeting of the board or a committee of the board may be taken without a meeting if, before or after the action, all members of the board then in office or of the committee consent to the action in writing or by electronic transmission. The written consents shall be filed with the minutes of the proceedings of the board or committee. The consent has the same effect as a vote of the board or committee for all purposes.

**History:** 1982, Act 162, Eff. Jan. 1, 1983 ;-- Am. 2008, Act 9, Imd. Eff. Feb. 29, 2008 Nonprofit Corporation Act, State of Michigan, Act 162 of 1982, Chapter 4

<http://www.legislature.mi.gov/%28S%2842tb0kngk30cbk2ezzqb342v%29%29/mileg.aspx?page=getObject&objectName=mcl-162-1982-4>.

**APPENDIX B – SAMPLE ELECTRONIC TRANSMISSIONS OF DISCUSSIONS AND VOTES**

**Sample Email for Conducting an Email Discussion:**

**To:** (All registered members email addresses listed)

**Subject:** Notice of Discussion of Motion to provide funding for new playground equipment

Hello!

This is to inform you that we will be conducting an email discussion of the motion to provide funding for new playground equipment, as suggested at our PTO meeting on September 17th. Attached you will find the list of requested items and their costs. The period of discussion begins September 20th at 6am and concludes September 23rd at 10pm.

For all submitted discussion emails, please use “Reply All” so that everyone is receiving all parts of the communication thread.

Upon completion of the discussion, an email will be sent by the (President or Chair) announcing the time frame for voting on this motion. Please note the end time for discussions and voting, given discussions and votes received after cannot be considered.

Thank you!

**Sample Email for Conducting an Email Vote**

**To:** (All registered members email addresses listed)

**Subject:** Vote on Motion to Fund New Playground Equipment

Hello!

This is to inform you that the vote on the Motion to Fund New Playground Equipment will be taken via email, beginning September 25th at 10am and concluding September 27th at 10pm.

In your response to this vote, please write “I vote yes” or “I vote no” as the first line. It is your choice on this vote if you would like to submit your vote as “Reply All” or only to the email address of the secretary who is collecting the votes, which is [ilovetakingnotes@gwhiz.com](mailto:ilovetakingnotes@gwhiz.com) . The result of the vote will be sent to all who voted and will be reported at the next PTO meeting. Participants will also be sent the minutes of the discussion and vote, to be approved at the next meeting.

Please note: your vote must be received by September 27th at 10pm in order to count! Thank you!

**Sample of Secretary’s Minutes for Email Discussions and Votes**

**To:** (All participants of the email discussion and vote)

**Subject:** Draft of Minutes for Motion to Fund New Playground Equipment

On September 18th, at 8am, the PTO President emailed all registered PTO members to give notice of the discussion and voting periods for the Motion to Provide Funding for New Playground Equipment. The email discussion began on September 20th at 6am and concluded on September 23rd at 10pm. The President put the question to a vote on September 25th at 10am. The vote closed on September 27th at 10pm. By a vote of 30 in favor and 1 opposed, the motion was approved.

Submitted by (Secretary’s name)

**APPENDIX C - ROBERT’S RULES OF ORDER**

# Robert's Rules: What You Should Know

Robert's Rules can help you run an effective meeting. And you don't have to know a whole book's worth of details—just a few key concepts.

The genius of Robert’s Rules is that they work well for groups of all sizes and types. If you simply read through the rules, all of those terms and the complexity tend to conceal his key concepts. Used with a little assertive leadership, they keep a meeting organized and flowing.

1. **Conduct business one item at a time.** Jumping around from one item to another can be confusing, and it generally delays progress on any of the items.
2. **Let committees do their work.** Your general meeting is to resolve the major issues. Save everybody’s time by letting committees deal with the smaller details.
3. **Don’t allow crosstalk.** Require all speakers to address the chairperson. This helps you keep control and ensures everyone will hear the business at hand.
4. **Limit discussion to the topic at hand.** Keep things focused, and don’t be shy about asking speakers to deal only with the current topic.
5. **Cut off discussion when it becomes redundant.** For controversial issues, setting a time limit for each speaker can help. When discussion becomes circular, summarize the points on each side and ask for anything new–or shut off discussion by calling for a motion.

An orderly, well-run meeting is better for the officers and it’s better for those attending. You’ll get more business done in a shorter time, and everyone will be happier. Parent groups that limit meetings to one hour have much better luck getting people to return the next month. As for the terms and procedures you find in Robert’s Rules, there are a few fundamentals that you should know.

#### **Agenda**

The agenda is a detailed list of specific items, in the sequence in which they will be covered. Use a consistent order of business from meeting to meeting and distribute hard copies of the agenda to attendees. Post the agenda ahead of time at the school and on your website so members know what issues will be discussed at the upcoming meeting. And be specific. Don’t just list “unfinished business.” State what items of unfinished business will be covered.

A typical order of business for a regular parent group meeting might be:

1. Welcome
2. Approval of minutes (from last meeting)
3. President’s report
4. Treasurer’s report
5. Principal’s report
6. Committee reports
7. Unfinished business
8. New business
9. Announcements (including date and time of the next meeting)
10. Adjournment

#### **Motion**

A motion is a formal way to propose something on which the group should vote. The proposer says, “I move that...” and clearly states what is being considered. Someone else “seconds” the motion. Guided by the president, the group discusses the motion until they are ready to vote. Finally, the president asks for an indication of “all those in favor” followed by “those opposed.” There is no need to ask for “abstentions” (those who choose not to vote at all), because abstentions are not counted toward the outcome of the motion.

#### **Quorum**

A quorum is the minimum number of members required to conduct business at a meeting. Usually this number is stated in the group’s bylaws. If a quorum is not indicated in the bylaws, Robert’s Rules of Order sets it at a majority of members.

#### **Minutes**

The minutes are the permanent record of the business conducted during a meeting, typically prepared by the group’s secretary. They include details such as the date, time, and location of the meeting, whether a quorum was present, and the presiding officer. Specific motions and their outcomes (but not exact vote counts) are also included in the minutes. Discussion is not documented in the minutes. The minutes for each meeting are presented for the assembly’s approval at the next meeting.

#### **Adjournment**

Adjournment is simply a formal way to close a meeting so everyone knows the session has come to an end. The time of adjournment is recorded in the meeting minutes.

#### **Tabling a Motion**

If it is clear that a motion cannot or should not be voted upon at the current time, it is typical to postpone (“table”) it until the next meeting. Technically there should be a new motion to table the current motion, but most groups can agree to delay discussion without layers of parliamentary procedure. Often, it helps to appoint a committee or a member to study the issue and report back to other members at the next meeting. This tactic can save time on circular debate, especially when all of the facts aren’t available.

--*Adapted from “Robert’s Rules: What You Should Know” by Christy Forhan,*

<http://www.ptotoday.com/pto-today-articles/article/402-roberts-rules-what-you-should-know>