



Fox Prairie Working for Kids PTO, Inc.

Bylaws

Adjusted and Adopted 2026

Article I – Name

The name of the organization shall be Fox Prairie Working For Kids PTO, Inc. (Also referenced as WFK PTO in this document.)

Article II – Purpose

The corporation is organized for the purpose of supporting the education of children at Fox Prairie Elementary School and fostering positive relationships among the school, families, teachers, staff, students, and the community.

Article III – Members

Section 1 – Any parent or guardian of a student at Fox Prairie Elementary School may be a member. Parents who have volunteered for at least one hour at an event or have attended a meeting for Fox Prairie Working for Kids PTO, Inc in the last calendar year or parents whose oldest child is in kindergarten have voting rights. The principal and any teachers or staff members employed at the school may be advisory members of the organization if they are not a parent or guardian of a current Fox Prairie student.

Article IV – Officers and Elections

Section 1 - Officers

The officers shall be President, Vice-President, Secretary, and Treasurer. Other officers can be created if membership is sufficient and stable enough to support additional officers.

Section 2 - Duties

Each officer shall assume duties usually performed by such officers as defined by these bylaws and as defined by the membership of the organization.

a. President: The president shall:

1. Preside at the meetings of the organization.
2. Represent the organization at meetings outside of the organization, or delegate another organization member or officer to attend in his or her place.
3. Be responsible for signing any non-financial legal documents for the organization.
4. Assist the treasurer as needed in any banking transactions and record keeping for WFK PTO.
5. Perform any unlisted duties usually inherent in this position.

b. Vice President: The Vice President shall:

1. Preside at the meetings of the organization in the absence of the president.
2. Manage the social media presence for WFK and delegate responsibilities as needed.

c. Secretary: The Secretary shall:

1. Take minutes for the organization and publish them for the membership.
2. Be responsible for writing any communications to the general public and school community through newsletters, flyers, E-news, etc.

d. Treasurer: The treasurer shall:

1. Receive all funds of the WFK PTO.
2. Keep accurate records of any disbursements, income, and bank account information.
3. Pay out funds in accordance with Article VII of these bylaws.
4. Be responsible for drafting a tentative budget for review and approval prior to the start of the school year.



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5. Prepare a financial statement at the end of the school year for review at a summer meeting.

Section 3 – Nominations and Elections

Elections will be held at the first meeting of the new school year with a quorum of current officers with students currently enrolled in Fox Prairie. Teachers and staff members that have children attending Fox Prairie are allowed to hold officer positions. At that meeting, nominations for officer positions may be made from the floor. Self nominations will be accepted. There must be a second for all nominations before a nominee is officially declared a candidate for office. Voting shall be by voice vote if a name is presented. If more than one person is running for an office, a ballot vote shall be taken.

Section 4 – Eligibility

Members are eligible for office if they are in compliance with WFK PTO Bylaws at least 14 calendar days before their name is presented, have a child who will attend Fox Prairie the complete duration of the term of office and pass the District's visitor guidelines. Advisory members are not eligible for officer positions.

Section 5 – Terms of Office

Each person elected shall hold only one office at a time, except that the President and Vice-President can fill in on an interim basis for the Secretary and Treasurer. Each term is one (1) year in length. Exceptions to this can be submitted in writing to the Executive Board 30 days prior to any changes needed.

Section 6 – Vacancies

If there is a vacancy in the office of President, the Vice-President will become the President. At the next regularly scheduled meeting, elections for a new Vice-President will be held. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regularly scheduled meeting, providing there is a quorum. The President may appoint an Interim Treasurer or Secretary to fill a vacancy until an election can be held at the next regularly scheduled meeting.

Section 7 – Attendance

An officer must provide 24 hours notice to the rest of the Executive Board if an officer is unable to attend a meeting. This helps the organization continue to conduct business even with an absence of one of the officers. If this time requirement does not get fulfilled, it is considered an unexcused absence. If an officer has 2 or more unexcused absences, they may be subject to removal from office.

Section 8 – Removal from Office

Officers can be removed from office if found to have violated any state or federal laws or for conduct that is in conflict with the purpose of the organization. Officers can also be removed if they are not fulfilling their job duties. A request will be made in writing from any member and the officers will consider the removal. Officer removals will occur with a two-thirds majority vote of the membership present in favor of removal, as long as there is at least one week's notice to the membership of an upcoming vote.



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Article V – Meetings

Section 1 – Definitions.

Regular meetings should be held once a month. These meetings can be open or closed (most will be open).

Annual meetings will be held in the summer between each school year. The annual meeting is for receiving reports and conducting other business that should arise. An annual meeting can be conducted in lieu of a regular meeting over the summer months. The secretary will notify the members of the meetings in an email at least one week prior to the meeting.

Closed (Executive Board and Advisory Members only) meetings of the organization will be held as needed during the school year, at a time and place determined by the Executive Board at least one month before the meeting.

Special meetings may be called by the President, any two members of the Executive Board or five general voting members submitting a written request to the secretary.

Article VI – Executive Board

Section 1 – Membership The Executive Board shall consist of the officers.

Section 2 – Duties The duties of the Executive Board shall be to transact business between meetings in preparation for the general meeting, create standing rules and policies, create standing and temporary committees, prepare and submit a budget to the members, approve routine bills, and prepare reports and recommendations to the members.

Article VII – Finances

Section 1 A tentative budget shall be drafted in the fall for each school year and approved by the Executive Board. The Executive Board may request input from the voting members or present the budget for a vote to voting members at the annual meeting.

Section 2 The treasurer will present a monthly financial statement and budget report at every Fox Prairie WFK meeting and shall prepare a year-end financial statement for review at a summer meeting. In addition to a review of the bank statements, the Treasurer will give a verbal report of outstanding expenses not reflected in the bank statement.

Section 3 A majority of the officers of the Fox Prairie WFK PTO shall approve all expenses of the organization.

Section 4 Authorized signers shall be the President and Treasurer.

Section 5 Authorized reimbursements will be issued within 10 business days upon receipt of completed reimbursement forms and applicable receipts. Cash and check payments from events and fundraisers shall be counted by two or more people at the end of the event/fundraiser. The amount will be recorded on the deposit form, and signed by the individuals who counted the money.

Section 6 Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the voting members' approval, spent for the benefit of the school. The funds may also be allocated to another Stoughton School District PTO or as a donation to the Stoughton School District.



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Section 7 The fiscal year shall coordinate with the school year.

Article VIII – Parliamentary Authority

Robert’s Rules of Order shall govern meetings when they are not in conflict with the organization’s bylaws.

Article IX – Standing Rules

Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

Article X – Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those voting members present at the meeting.

Article XI – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all voting members of the organization by the Secretary. Notice may be given via email. Amendments will be approved by a quorum.

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 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 – Definitions

- a. Interested Person** – Any director, principal, officer or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below is an interested person.
- b. Financial Interest** – A person has a financial interest if the person has directly or indirectly, through business, investment or family:
 - i.** An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
 - ii.** A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement;
 - iii.** A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. “Compensation” includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the Executive Board decides that a conflict of interest exists.



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Section 3 – 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 Executive Board who are considering the proposed transaction or arrangement.
- b. Procedures for Addressing Whether the Conflict of Interest Exists**
 - i.** An interested person may make a presentation at the meeting of the Executive Board. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the interested person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest. The remaining board or committee members shall decide whether a conflict of interest exists.
 - ii.** The President or presiding officer shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - iii.** After exercising due diligence, the Executive Board 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.

- iv.** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Executive Board shall determine by a majority vote of the disinterested officers 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 determinations, the Executive Board shall make its decision as to whether to enter into the transaction or arrangement.

- c. Violations of the Conflict of Interest Policy**

If the Executive Board has reasonable cause to believe a member has failed to disclose actual or possible conflicts 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. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Executive Board determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4 – Records of Proceedings

The minutes of the meeting of the Executive Board shall contain:

- a.** The names of the person or 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



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whether a conflict of interest was present; and the Executive Board's decision as to whether a conflict of interest in fact existed.

- b. 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.

*******APPROVED or denied**

*******Signed on this 10 day of November, 2021**

Courtney Sime, President

Nicole Timm, Vice President

Tess Matson, Secretary

Vicki Haskell, Treasurer