

**Midlothian High School  
Parent Teacher Student Organization  
Bylaws**

**Article 1 - Name, Description and Purpose**

**Section 1: Name** - The name of the organization shall be known as the Midlothian High School Parent Teacher Student Organization, hereafter referred to as the PTSO. The PTSO is located at Midlothian High School, 401 Charter Colony Parkway, Midlothian, Virginia, 23114.

**Section 2: Description** - The PTSO is a non-profit organization that exists 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.

**Section 3: Purpose** - The purpose of the PTSO is to enhance and support the educational experience at Midlothian High School, to develop a closer connection between school and home by encouraging parental and student involvement, and to improve the environment at Midlothian High School through volunteer and financial support.

**Article II – Membership and Donations**

**Section 1: Membership** - Membership shall be open, without discrimination, to anyone who believes in and supports the purposes of the Midlothian High School PTSO. Membership shall also be offered to students in grades 9 - 12 at Midlothian High School. The PTSO shall conduct an annual enrollment but may admit persons to membership at any time.

**Section 2: Annual Enrollment** - Membership will not require payment of annual dues but will require registration via centralized membership drive to remain open throughout the academic year. Memberships received during the fiscal year ending June 30 shall expire on August 31.

**Section 3: Donations** - The PTSO shall be supported largely through voluntary donations.

**Article III – Officers, Board and Elections**

**Section 1: Officers** - The elected officers of the PTSO shall be President, Vice President, Secretary, and Treasurer, and Parliamentarian.

**Section 2: Eligibility** - Each officer of this PTSO must be a member of this PTSO.

**Section 3: Term of Office** - The term of office for the officers, except the Treasurer, is one year, beginning immediately upon election, and ending upon officer election the following school year. The Treasurer shall assume office upon the completion of the auditing procedures.

**Section 4: Term Restrictions** - A person shall not be eligible to serve more than two consecutive terms in the same office unless approved by the Board and voted on by the General Membership at the Elections Meeting.

**Section 5: The Board** - The Board of the PTSO shall consist of:

- a. The Officers of the PTSO: President, Vice President, Secretary, Treasurer, Parliamentarian
- b. The school Principal and designated teacher representative(s)
- c. And other appointed Committee Chair or Co-Chair positions such as:
  - Membership                      - Social Media   - Staff Appreciation
  - Hospitality Events           - Beautification   - Senior Liasson
- d. Designated student representatives from each grade level
- e. Representatives from other parent organizations in the school

## **Section 6: Duties**

**Board** – Develop the PTSO’s annual budget, establish and oversee committees to conduct the work of the PTSO, establish fundraising programs, approve by majority vote of the Board unbudgeted expenditures of no more than \$500.00 per budget line item.

**President** – Preside at General Membership meetings and Board meetings, serve as the official representative of the PTSO, retain all official records of the PTSO, and serve as ex officio member of all committees except nominating committee.

**Vice President** – Assist the President, chair meetings in the absence of the President, oversee committee chairs and heads the membership effort.

**Secretary** – Record and distribute minutes of all Board meetings and all General Membership PTSO meetings, manage communications for the PTSO including cards, thank you notes, etc.

**Treasurer** – Serve as custodian of the PTSO’s finances, collect revenue, pay authorized expenses, report financial activity every month, prepare year-end financial reports, facilitate an annual audit, ensure compliance with state and federal requirements for maintaining a 501(c)(3) Virginia Corporation, and hold all financial records.

**Parliamentarian** - Acts as an advisor to the President and the Executive Board, oversees the nominating process and the practice of Robert’s Rules of Order.

**Appointed Committee Chairs** – Provide direction, planning and execution of activities in the area for which the committee functions, reports to the PTSO Board, as needed, regarding activities of the committee and any needs.

**Student Representatives** – Provide input to the PTSO Board, from a student perspective, on school activities and PTSO supported events.

**Representatives from other parent organizations** – Serve as a liaison between the PTSO and other parent organizations, providing communications and input from and to the other organizations.

**Section 7: Removal** - An officer can be removed from his/her office for failure to fulfill his/her duties by a majority vote of the Board.

## **Section 8: Nominating Committee –**

- A. A nominating committee consisting of no more than three (3) members shall be elected by the Board during or before the March monthly Board meeting. The purpose of the nominating committee is to actively seek a diverse representation of the PTSO membership to fill the officer positions for the following fiscal year. The committee shall elect its own chairman.
- B. The nominating committee shall present to the Board at the April Board meeting, a slate of candidates who have accepted to serve the PTSO, if elected, for the following year.
- C. The nominating committee shall publish the slate of candidates by email, on social media platforms or any other mode of communication normally used in PTSO communications no less than 15 days prior to election.
- D. The nominating committee chair shall present to the General Membership at the General Membership Elections Meeting, the list of nominees and accept nominees from the floor.

**Section 9: Elections** - Officers shall be elected by ballot vote at the PTSO General Membership Elections Meeting held in May. If there is but one nominee for an office, election for that office may be by voice vote.

Eight (8) members of the PTSO will constitute a quorum for the purpose of voting. A majority of the votes cast shall constitute an election. A tie shall be broken by the drawing of lots.

**Section 10: Vacancy** - A vacancy occurring in any office shall be filled by a person elected by a majority vote of the Board.

## **Article IV – Meetings**

**Section 1: Board Meetings** - The PTSO Board shall meet monthly during the school year, or at the discretion of the President.

- A. Only members of this PTSO shall be eligible to vote in the meetings of this PTSO. Members have voting privileges, one vote per member. Voting may occur electronically when deemed necessary by the President.
- B. Eight (8) members of the PTSO will constitute a quorum for the purpose of voting.

**Section 2: General Membership Meetings** - General Membership Meetings of the PTSO shall be held when deemed necessary by the PTSO Board.

- A. The Annual Budget shall be approved and Annual Audit Report adopted by the PTSO General Membership during the first PTSO meeting of the year, usually in September. A majority vote is required for each item.
- B. The General Membership Elections Meeting shall be held during May to elect officers for the following fiscal year.
- C. Fifteen (15) days notice will be given to members for any General Membership Meeting. Notice shall be delivered on any of the normally used modes of communication: social media, e-mail, school portal, etc.
- D. Only members of this PTSO shall be eligible to vote in the meetings of this PTSO. Members have voting privileges, one vote per member.
- E. Eight (8) members of the PTSO will constitute a quorum for the purpose of voting.

#### **Article V – Voting**

**Section 1:** Voting may occur electronically when deemed necessary by the President or PTSO Board.

**Section 2:** When voting electronically, eight (8) members will constitute a quorum and must participate, and the required representation must be met. (i.e. two-thirds vote of quorum will result in favorable vote, majority vote quorum will result in a favorable vote, etc.)

#### **Article VI – Financial Policies**

**Section 1:** Employee Identification Number - The Midlothian High School PTSO is registered with the Internal Revenue Service Department of Treasury and has an Employee Identification Number (EIN). This EIN is required for organizations who apply for non-profit status. The PTSO's Employee Identification Number is 46-5378741. The PTSO Treasurer holds the EIN Confirmation Letter received from the IRS which is needed to carry on business on behalf of the PTSO.

**Section 2:** Fiscal Year - The fiscal year of the PTSO begins July 1 and ends June 30.

**Section 3:** Banking - All funds shall be kept in a checking account in the name of Midlothian High School PTSO, requiring two signers of the designated PTSO Officers and held at a local financial institution.

**Section 4: Reporting** - All financial activity shall be recorded in a manual or computer-based accounting system. The Treasurer shall reconcile the account(s) monthly and report all financial activity monthly. The PTSO shall arrange an independent audit of its financial records each year. The resulting audit report shall be reviewed and adopted by the General Membership at the fall General Membership Meeting.

**Section 5:** Ending Balance - The organization shall leave a minimum of \$3,000.00 in the PTSO treasury at the end of each fiscal year to serve as carryover for PTSO startup expenses for the next school year.

**Section 6: Contracts** - Contract signing authority is limited to the President of the PTSO.

#### **Article VII - Bylaw Amendments**

**Section 1: How** - Amendments to the bylaws may be proposed by any PTSO member. Amendments presented at a PTSO Board meeting shall be considered for voting at a General Membership Meeting, called as required in Article IV, Section 2 of these bylaws.

**Section 2: Voting** – A quorum of eight (8) members must be present and two-thirds (2/3) approval of all Members present and voting is required to adopt an amendment to the Bylaws.

## **Article VIII – Articles of Incorporation**

**Section 1: Reason and Fees** – The Midlothian High School PTSO is incorporated through the Commonwealth of Virginia State Corporation Commission (SCC). This provides some liability protection for the officers of the PTSO. An annual registration fee for non-stock corporations is required and may be filed and paid online at <https://sccfile.scc.virginia.gov>. This annual registration fee is due annually and is determined by the SCC. Notification from the SCC will be sent to the PTSO Corporation’s registered agent.

### **Section 2: Articles of Incorporation:**

(1). Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(2). No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(3). Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, 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 IX – Dissolution**

In the event of dissolution of the PTSO, any funds remaining shall be donated to Midlothian High School.

## **Article X – Parliamentary Authority**

The authority for this organization shall be Robert’s Rules of Order Newly Revised. These bylaws were adopted on March 10, 2014 and amended May 13,2020 and March 20,2024.