

Proposed BYLAWS

HOLLYMEAD ELEMENTARY

PARENT TEACHER ORGANIZATION

November 2023

TABLE OF CONTENTS

ARTICLE I: GENERAL

ARTICLE II: PURPOSES AND STATEMENT OF GOALS

ARTICLE III: NON PROFIT POLICIES

ARTICLE IV: MEMBERSHIP

ARTICLE V: OFFICERS

ARTICLE VI: DUTIES OF OFFICERS

ARTICLE VIII: DUTIES OF THE EXECUTIVE BOARD

ARTICLE XI: FINANCES

ARTICLE XII: ACCOUNTING PROCEDURES

ARTICLES XIII: GENERAL PROVISIONS

ARTICLE XV: STATUTORY AUTHORITY

ARTICLE XVI: DISSOLUTION

ARTICLE XVII: AMENDMENTS AND REVISIONS

ARTICLE XVIII: APPROVAL OF BYLAWS

DATE ADOPTED BY:

ARTICLE I: GENERAL

Section 1: Name: The name of this Organization is Hollymead Elementary Parent Teacher Organization (the "Organization").

Section 2: Purpose and Statement of Goals:

Section A. The Organization is a nonprofit Parent Teacher Organization ("PTO") designed to support Hollymead Elementary School ("the School"), a public elementary school in Albemarle County, Virginia. The purposes of the Organization are:

1. to facilitate and support a sense of community and open communication among students, parents, teachers and administrators with the goal of improving the learning environment for our students and promoting student welfare.
2. to support excellence in education for all students.
3. to organize fundraising activities to enable the Organization to assist with providing supplemental educational materials, technical support and equipment, classroom supplies, educational programs, informative assemblies, field trip aid for under-privileged students, and forums and assemblies in furtherance of the Organization's objectives of providing support to the students, teachers and staff of the School.

Section B. Notwithstanding any other provision of these Articles, the Organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code.

Section C. No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to the Members, Officers, Executive Board or other private persons, except that the Organization shall be authorized to pay reasonable compensation for services rendered to the Organization by third parties.

ARTICLE II. NON PROFIT POLICIES

In order to preserve the nonprofit status of the Organization, the following are basic policies of the Organization:

Section 1. The Organization shall be noncommercial, nonsectarian, and nonpartisan.

Section 2. The name of the Organization and/or the name(s) of any Members shall not be used to endorse or promote a commercial or political concern in connection with any partisan interests or any purposes not appropriately related to promotion of the exempt purpose of the Organization.

Section 3. All operations are conducted without regard to religion, race, color, creed, sex, sexual orientation or national origin.

Section 4. The Organization shall cooperate with Hollymead Elementary to support the improvement of the education of its students in ways that will not interfere with the administration of the school. The Organization shall not seek to control school policy.

ARTICLE III: MEMBERSHIP

Section 1. There shall be one class of Members. Membership shall consist of all parents/guardians, teachers, staff and administrators of Hollymead Elementary School.

Section 2. Membership in the Organization shall be made available without regard to religion, race, color, creed, sex, sexual orientation or national origin.

Section 3. Each Board Position shall have one vote.

Section 4. There shall be no membership dues, however, a donation to the Organization may be requested at the beginning of each new school year in lieu of or in addition to school fundraisers.

ARTICLE IV: OFFICERS

Section 1. General. The Officers of the Organization shall be the President, Vice-President, Secretary and Treasurer, as well as such other Officers as may be deemed necessary, each of which shall be elected by majority vote of the Members of the Organization. Any of the offices may be shared, however, no two offices may be held by the same person. Where the office is held by two persons, the single vote given

to that office is shared and may be voiced at any meeting by whichever Officer is present, or as previously determined by the co-holders of the office. The President, Vice President and Treasurer are required to submit to background investigations at any time, as is any officer who is entrusted with the handling of any money and/or contracts on behalf of the Organization. Should the Executive Board find it necessary, a surety bond shall be purchased by the Organization on behalf of any Officer entrusted with the handling of any money and/or contracts on behalf of the Organization. Should the Officer violate the terms of the bond, he or she may be held liable for any and all resulting legal expenses.

Section 2. Elections. The Officers of the Organization shall be elected annually by ballot no later than May 30, by those present at the final General Membership Meeting of the fiscal year. If the election of Officers shall not be held at the General Membership Meeting, such election shall be held as soon thereafter as possible but in no event later than July 1. A majority of the votes cast by the Members present shall be necessary for election. Should no person receive a majority of the votes cast, a run- off immediately shall be held between the two persons who received the largest number of votes. Election of an Officer shall not create contract rights.

Section 3. Term of Office. Officers shall assume their official duties on July 1 and shall serve for a period of up to two (2) years from the date elected, or until death, resignation, or removal.

Section 4. Removal. Any Officer may be removed by majority vote of the Executive Board in such instances where the Executive Board judges it to be in the best interests of the Organization to do so.

Section 5. Vacancies/Open Offices. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by majority vote of the Executive Board. Due notice of such an election shall be given to the Membership. When elections take place at the General Membership Meeting and an Officer position remains unfilled, the Officer presently holding this position may, if desired, continue holding this position provided that there are no objections. Under such circumstances, the Executive Board shall continue to seek a replacement for this Officer and if a replacement is found, a majority of the Executive Board will confirm the new appointment.

Section 6. Salaries. Officers shall not receive compensation for their services.

ARTICLE V: DUTIES OF OFFICERS

Section 1. The President. The President shall be the Executive Officer of the Organization and the “ex-officio” of all committees. The President shall preside at all meetings of the Membership and at all meetings of the Executive Board at which he/she is present. The President shall supervise all of the business and affairs of The Organization. The President shall coordinate the work of all of the Officers and committees of the Organization in order to promote and fulfill the purposes of the Organization. The President may sign any notes, contracts, or instruments authorized by the Executive Board, except in cases where such signing is expressly delegated to another Officer or is otherwise required by law or contract to be signed by another. The President shall perform all duties incident to the office of President, and such other duties as may be prescribed by the Executive Board. The President shall call all Regular Meetings of the Executive Board and any Special Meetings, as needed. The President shall serve as a non-voting member of the Organization, however, in the event of a tie vote of the Executive Board, the President shall cast the determining vote.

Section 2. The Vice-President. The Vice-President shall act as an aide to the President and shall perform the duties of the President in the event of the absence of the President, his or her death, removal, inability or refusal to act. When so acting, the Vice-President shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall assist in the search for the chairpersons of each committee and subcommittee and will assist the Volunteer Coordinator in that regard. The Vice President shall be responsible for advising and educating the committee and subcommittee chairpersons in all aspects of their positions, especially as relates to legally binding decisions and contracts. The Vice-President shall perform such other duties as may be assigned to him or her by the President or by the Executive Board.

Section 3. The Secretary. The Secretary shall record the minutes of all meetings of the Organization and the Executive Board and publicize them to the Executive Board within two (2) weeks of the meeting. The Secretary shall also create a summarized form of such minutes for public display, together with the record of any voting results. Such publication may be made by electronic means. The Secretary shall record attendance at all Meetings of both the Executive Board and the General Membership. In accordance with parliamentary procedure, minutes from the previous meetings either shall be read and approved at the subsequent meeting or stipulated and entered into the record where they have previously been made publicly available. The Secretary shall be custodian of the corporate records of the Organization and shall maintain the bylaws of

the Organization and all other corporate documentation incidental thereto, as well as copies of all agreements and contracts entered into on behalf of the Organization. All *original* documents must be maintained on file at a secure designated location at Hollymead Elementary. The Secretary shall perform all duties incident to the office of Secretary and such other duties as may be assigned to him or her by the President or by the Executive Board.

Section 4. The Treasurer. The Treasurer shall have custody of and be responsible for all funds of the Organization; shall keep full and accurate accounts of receipts and expenditures by the Corporation; shall receive and give receipts for moneys due and payable to the Organization from all sources; shall deposit all such moneys in the name of the Organization in the bank account of the Organization; shall make disbursements in accordance with the approved budget as authorized by the Executive Board; shall prepare Internal Revenue Service forms at the appropriate time, shall coordinate with any chosen CPA on the preparation of annual audit and/or tax returns; shall prepare a preliminary budget for the upcoming school year; shall present a financial statement at each Executive Board Meeting and at each General Membership meeting of the Organization as well as upon request of the Board; shall prepare a final financial report at the close of each school year; and, in general, shall perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Executive Board.

ARTICLE VI: EXECUTIVE BOARD

Section 1. General Powers. The business and affairs of the Organization shall be managed under the authority and direction of its Executive Board.

Section 2. Number and Term. The Executive Board shall consist of: the four (4) officers of the Organization (i.e. President, Vice-President, Secretary and Treasurer), one (1) Teacher Representative, one (1) Administrative Representative (i.e. the principal and assistant principal of the school), and the coordinators in charge of each of the Communications, Volunteers, Fundraising and Hospitality committees, for a total of up to 10 members. The members of the Executive Board shall serve until June 30, the end of the fiscal year. Each member of the Executive Board shall have one vote. If a position is shared, the position still retains one vote. All voting may be conducted by proxy and/or by electronic means.

Section 3. Qualifications for and Election. Executive Board members are to be elected by a majority of the General Membership at the General Membership Meeting

held in May of each year. All Executive Board members are required to be Members of the Organization.

Section 4. Regular Meetings. Regular Meetings of the Executive Board shall be held for purposes of conducting business and to ensure the success of programs supported by the Organization. Such meetings typically shall be held monthly in between General Membership meetings, with a minimum of four (4) such meetings per fiscal/school year. Such meetings typically shall be called by the President, although any Executive Board member may call such a meeting, where deemed necessary. The time and place of these meetings shall be announced at least five (5) business days prior to the meeting with a proposed agenda. Notice of such meetings may be given via electronic means. At least half of the Executive Board members must be present for a vote to be taken. Electronic votes are permitted where deemed appropriate and necessary by the President. Where votes are submitted electronically by the Executive Board, quorum shall constitute a majority of the votes received by the President from the Executive Board members by the deadline established by the President in the electronic communication. All Members of the Organization are permitted to attend Regular Meetings.

Section 5. Special Meetings. Special Meetings of the Executive Board may be called either by the President or by a majority of the members of the Executive Board. The person or persons calling the Special Meeting may fix any place for holding the Special Meeting. When possible, adequate notice should be provided to all members of the Executive Board with at least two (2) business days in advance, barring an emergency situation. Where a Special Meeting is to be held virtually no advance notice need be provided. Any Member of the Organization may attend a meeting of the Executive Board, be it Regular or Special, but shall not be entitled to vote on matters before the Executive Board. At least half of the Executive Board Members must be present for a vote to be taken at either a Regular or Special Meeting. Electronic voting is permitted where deemed appropriate and necessary by the President.

Section 6. Quorum. Quorum shall constitute a majority of the Executive Board. At least half of the Executive Board Members must be present for a vote to be taken. Where votes are submitted electronically by the Executive Board, quorum shall constitute a majority of the votes received by the President from members of the Executive Board.

Section 7. Action by Executive Board without a Meeting. Any action required or permitted to be taken by the Executive Board at a meeting may be taken without a meeting via electronic vote. Notice of such electronic vote may be given via electronic

means. Where votes are submitted electronically, quorum shall constitute a majority of the votes *received* by the President by the established deadline.

Section 8. Vacancies. Any vacancy occurring in the Executive Board may be filled by the affirmative vote of a majority of the remaining Executive Board members. An Executive Board member elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor until the General Membership Meeting the following May.

Section 9. Compensation. Members of the Executive Board shall not receive compensation for their services. Except where the Albemarle County Public School System provides compensation.

ARTICLE VII: DUTIES OF THE EXECUTIVE BOARD

Section 1. The Executive Board shall be the governing body of the Organization and shall only possess the powers and authority given them by these Bylaws.

Section 2. The Executive Board shall exercise its authority to undertake the following duties, consistent with the established purpose of the Organization as set forth in Article 1 of these Bylaws:

Section A. To establish an agenda of activity for the school year and to devise a means of enacting that agenda.

Section B. To transact necessary business in the intervals between meetings of the Organization.

Section C. To create standing committees to carry out the work of the Organization.

Section D. To approve the plan of work of the standing committees.

Section E. To prepare and submit to the Organization for approval a budget for the fiscal year.

Section F. Any other actions deemed necessary to further the purpose of the Organization.

Section 3: The duties of the non-officer members of the Executive Board holding the following committee positions are set forth herein: Communications Coordinator,

Volunteer Coordinator, Fundraising Coordinator, and Hospitality Coordinator.

Section A. Communications Coordinator. The Communications Coordinator shall facilitate the distribution of PTO-related communications and other notices, both electronic and written. He/she shall be responsible for the updating and maintenance of any online communications from the Organization, such as Facebook, Instagram, the PTO website, and through the Hollymead Buzz. He/she shall have such other duties as authorized by the President or the Executive Board.

Section B. Volunteer Coordinator. The Volunteer Coordinator shall compile and staff all events of the Parent Teacher Organization. He/she shall create keep and maintain an organized log of all volunteers and shall work with the Vice President and President to staff and coordinate volunteers for various school events. He/she shall be in charge of the updating of all volunteer forms or packets, as well as any such other duties as authorized by the Executive Board.

Section C. Donation and Sponsorship Coordinator: The Fundraising Coordinator shall work with outside organizations and businesses to develop partnerships, solicit donations and apply for grant opportunities in support of the Hollymead community. He/she shall manage grocery store and online partnerships such as Kroger, Shutterfly and Amazon. She/He shall anticipate needs and coordinate with event chairs such as Box Tops, Directory and other events.

Section D. Hospitality Coordinator: The Hospitality Coordinator shall oversee, coordinate and solicit all food acquisition and preparation required for school events, such as teacher luncheons, parent/teacher conference snacks/ dinners, holiday and teacher appreciation luncheons and treats, etc. It shall not be the responsibility of the Hospitality Coordinator to run all actual food events, although they may be required to from time to time.

Section G. Teacher Representative. The Teacher Representative shall be chosen by the Principal of Hollymead Elementary. This is a stipend position through Albemarle County Leadership Academic Stipends. The duties of the Teacher Representative of the Organization are to attend Executive Board and General meetings, represent the teacher's perspective at such meetings, report back to the teachers on agenda items, gather feedback from teachers as to such agenda items, convey such feedback to the Executive Board and vote on all

agenda items, as appropriate.

Section H. Administration Representative. The duties of the Administration Representative, i.e. the Principal or Assistant Principal of Hollymead Elementary, are to ensure that the activities of the PTO are fully aligned with the vision and mission of both Hollymead Elementary and Albemarle County Public Schools (“ACPS”) and to ensure that the Executive Board is following and fully compliant with ACPS policy and guidelines. The Administration Representative shall make every attempt to ensure that the Organization remains fully covered under the umbrella insurance policies of the ACPS where events of the Organization are co-sponsored by Hollymead Elementary School and take place on School grounds. The Administration Representatives shall attend Executive Board and General meetings and participate in discussion and decision making, as appropriate. They shall facilitate communications between the Executive Board and the school community, coordinate access between the Executive Board and the school community, provide physical location sites for PTO-sponsored events and access to same for the Board, as well as storage facilities for equipment and supplies required by the Board. The Administrative Representative shall have one (1) vote.

Section I. Special Assignment. The Executive Officers may elect to sponsor other social groups. If this is done an Executive Board Member will be named by the President as the official liaison between the organization and Hollymead Elementary PTO Board. The named person will have the authority and the position's duties as outlined by the organization the Hollymead PTO is sponsoring. This includes the task of Charter Organization Representative for Cub Scout Troop 206.

ARTICLE VIII: MEETINGS OF MEMBERS

Section 1. General Membership Meetings. At least two (2) General Membership Meetings shall be held during the school year, preferably during the months of September, January and May. The time and place for the meetings, together with a proposed agenda, may be published electronically to the General Membership at least seven (7) days prior to the meeting. A General Membership Meeting will be held in May of each year, or in such other month as shall be fixed by the Executive Board, for the purpose of electing the Executive Board Members of the Organization.

Section 2. Executive Board Membership Meetings. At least four (4) Executive Board

Membership Meetings shall be held during the school year, preferably during the months of August, October, February, April, and June. The time and place for the meetings, together with a proposed agenda, may be published electronically to the Executive board at least seven (7) days prior to the meeting. Executive Board Membership Meeting minutes will contain record of any votes taken electronically between the previous and current Executive Board meeting.

Section 3. Special Meetings. Additional Special Meetings of the Organization may be called either by majority vote of the Executive Board or by a petition of any Member of the Organization. Such meetings may be held for purposes of working on any issues deemed important to the Organization. The time and place for all Special Meetings shall be announced by electronic or written notice seven (7) days prior to the Special Meeting.

Section 4. Place of Meeting. All meetings shall be held at Hollymead Elementary School. Meetings of the Executive Board, however, may take place outside of school grounds where convenient for board members.

Section 5. Fixing of Record Date. For the purpose of determining the Members entitled to receive notice of or to vote at any General Membership Meeting, the Record Date shall be not more than thirty (30) days prior to the date on which the particular action is taken.

Section 6. Quorum. A majority of the Members present and entitled to vote at a General Membership meeting, shall constitute a quorum at a meeting of Members.

Section 7. Voting. Each Member of the Organization shall be entitled to one (1) vote per matter at General Membership Meetings.

ARTICLE IX: INSURANCE

Section 1. The Organization is authorized to use any and all insurance provided by Albemarle County Public Schools (ACPS) for the benefit of Parent Teacher Organizations. The Organization may, but is not required to, obtain additional insurance. Such insurance may include a separate policy covering Officers, including coverage for potentially criminal acts.

Section 2. The Organization may, but is not required to, maintain separate and additional insurance coverage of commercial general liability policies and umbrella policies. Where the Organization co-sponsors its events with Hollymead Elementary, the

Organization and its Executive Board shall be fully covered by the insurance policies of ACPS.

ARTICLE X: FINANCES

Section 1. Budget. The Executive Board shall present to the membership at the first General Membership Meeting of the school year a budget of anticipated revenue and expenses for the year. This budget shall be used to guide the activities of the Executive Board during the year. Any substantial deviation from the budget must be approved in advance by a majority vote of the membership present at a meeting held for purposes of addressing changes in budget.

Section 2. Obligations. The Executive Board may authorize any Officer or Executive Board Member to enter into limited contracts on behalf of the Organization. However, any contract binding the Organization to sums in excess of \$500 shall require the signatures of two (2) Officers, and shall require the specific prior approval of the Executive Board. Absent such authorization by the Executive Board, no Officer, Executive Board Member or any other third party shall unilaterally bind the Organization to any contract. No Officer, Executive Board Member or any other third party shall have the authority to enter into such agreements or contracts on behalf of Hollymead Elementary School, nor shall they represent themselves as having such authority. Alternatively, an electronic exchange via email may occur between two executive officers to approve and should be noted in the minutes of the next Executive Board Meeting.

Section 3. Loans. No loans shall be contracted on behalf of the Organization by any Officer, Executive Board Member or any other third party, and no evidence of indebtedness shall be issued in its name.

Section 4. Commercial Paper. All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Organization must be signed by the President, Vice President and/or Treasurer. All checks in excess of \$500 require the signatures of two (2) Officers. The signatures of the President, Vice President and Treasurer must be on file at the Organization's bank. Only the President, Vice President and Treasurer may have access to the bank account of the Organization and, pursuant to Article V of these Bylaws, may be required to be bonded as a condition of such access. The signatory of a check paid by the Organization may not be the recipient of the funds. If an Executive Board Member is to be reimbursed for expenses, *at least one (1) other* Executive Board Member must provide signature(s) to authorize

said reimbursement. Alternatively, an electronic exchange via email may occur between two executive officers to approve electronic payment over \$500. The cosigner should be in the memo line of the check and the transaction should be made record in the minutes of the next Executive Board Meeting.

Section 5. Deposits. The Treasurer shall deposit all funds of the Organization to the credit of the Organization in such banks, trust companies or other depositories as the Executive Board may select, and shall make such disbursements as authorized by the Executive Board in accordance with the budget adopted by the General Membership. All commercial paper deposits shall be made within one (1) week of the receipt of funds and/or orders of payment, with the sole exception of checks submitted for HCE classes, which may be held by the Treasurer until such time as it is confirmed that the HCE class will be held. All cash deposits shall be made no later than the next business day following receipt of the funds.

Section 6. Payments for Services. The Organization shall be authorized and empowered to pay reasonable compensation for services rendered by third parties to the Organization and to make payments and distributions in furtherance of the purposes set forth herein. Any payments to school employees for services performed (e.g. for School Enrichment classes) must pass through the payroll system of Hollymead Elementary to ensure that income and payroll taxes are withheld as appropriate. All Teachers receiving funds from the Organization to purchase materials for their classrooms and educational needs (e.g., in response to requests for project grant funding) must provide receipts to the Organization. All vendors and independent contractors must fill out a Form W-9 Request for Taxpayer Identification Number and Certification prior to being paid by the Organization. In the event that the Organization maintains incorporated non-profit 501(c)3 status, where a vendor or independent contractor is not a corporation and does not have an EIN, the Organization may be required to issue a Form 1099 Miscellaneous to the contractor.

Section 7. Financial Report. As set forth in Section V.4., the Treasurer shall present a financial report at each General Membership meeting of the Organization and shall prepare a final report at the close of each school year. This financial report should be prepared and delivered to an auditor/CPA within three (3) weeks of the end of the fiscal year only where a tax return 990N is required. In such instances, if satisfied that the Treasurer's annual report is accurate, the auditor/CPA shall sign a statement of that fact at the end of the report. Where a 990N is not required, the Treasurer shall make a postcard filing on his/her own and no CPA review shall be required. In such instances, audit reviews shall be conducted on a quarterly basis by a member of the Executive

Board. Copies of such audits shall be maintained in the office. For purposes of the financial reports of the Organization, the fiscal year end shall be June 30.

ARTICLE XI: ACCOUNTING PROCEDURES

Section 1. Where deemed necessary by the Executive Board, a Professional Certified Public Accountant (CPA) may be selected by the Board prior to the end of the fiscal year. Once selected, a CPA shall prepare any annual tax returns and file any required returns. While the Organization maintains a Section 501 (c) (3) non-profit status, the CPA may submit a postcard to the IRS in lieu of filing a formal tax return. The CPA also may conduct a yearly audit on behalf of the Organization. The Organization should make every attempt to avoid the hiring of a CPA and instead should seek out volunteers for assistance with these accounting issues by reaching out first to its Members. The Treasurer and any individual assisting the Organization with any and all required financial filings shall be entitled to have full access to all software and computer systems purchased by the Organization for such purpose.

Section 2. Upon the selection of a CPA, the Treasurer shall submit the books to the CPA within three (3) weeks of the end of the fiscal year. Any audit reports prepared by the CPA shall be submitted in writing to the Executive Board prior to finalization of the proposed budget for the upcoming year.

Section 3. Upon the resignation of the Treasurer during a term, the Executive Board may appoint a CPA within one (1) week of the resignation. An audit may be performed for the relevant time period and, if performed, shall be completed within three (3) weeks of resignation by the Treasurer.

Section 4. The fiscal year of the Organization shall begin on July 1 and end on June 30.

Section 5. Copies of quarterly financial reports prepared either by the Treasurer or by a CPA must be made available both to the Executive Board and to the General Membership at least quarterly.

ARTICLES XII: GENERAL PROVISIONS

Section 1. The Executive Board of the Organization has the authority to deny, suspend, revoke or expel Membership as prescribed by Article IV herein.

Section 2. Appeals of decisions levied by the Executive Board shall be made in writing to the President within three (3) working days of the date of such decision. Any decision

rendered by the Executive Board on appeal shall be considered final.

Section 3. Any organization, person or entity that wishes to enter into a profit-making contract with the Organization must return a minimum of 25% of all monies collected as a result of this contract to the Organization. However, at its sole discretion, the Executive Board may vote to accept less than 25% provided that doing so is consistent with serving the stated purposes of the Organization. Before entering into any such contract, it first shall be the duty of the Executive Board to determine, by majority vote, whether such an entity is providing a service to the students of Hollymead Elementary that is fully consistent with the purpose of the Organization.

Section 4. Any organization, person or entity, including but not limited to Boy Scouts of America, that is sponsored by the Organization, must operate in a manner that complies with: the ACPS Non- discrimination Statement (i.e. "Albemarle County Public Schools does not discriminate on the basis of race, color, religion, age, sex, disability, national origin, pregnancy, or marital status in its programs and activities...").

ARTICLE XIII: STATUTORY AUTHORITY

Section 1. The Organization is a Virginia nonprofit Organization and, as such, is regarded under the laws of the State of Virginia as a non-stock corporation under Title 13.1, Chapter 10 of the Virginia Code. As well, the Organization shall be governed by The Compliance Guide for 501(c) (3) Public Charities, published by the Internal Revenue Service for Tax Exempt and Government Entities.

Section 2. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Organization in all applicable cases and in which they are not in conflict with these Bylaws of the Organization.

Section 3. If any part of these Bylaws shall conflict with the decisions, policies or procedures adopted by the Albemarle County School Board, they shall be deemed null and void and the decision of the Albemarle County Public School Board shall, in all cases, take precedence. As noted in Article V herein, as representatives of ACPS, it shall be the responsibility of the Administration Representative to the Organization to ensure that the actions of the Executive Board and the Organization as a whole comply with stated ACPS policy.

ARTICLE XIV: DISSOLUTION

Section 1. In the event dissolution is desired, the Executive Board shall adopt a

resolution recommending dissolution and directing a vote among Members at a Special Meeting of the Membership.

Section 2. Upon dissolution of the Organization, any and all assets possessed by the Organization after current indebtedness has been paid shall be distributed to Hollymead Elementary School.

ARTICLE XV: AMENDMENTS AND REVISIONS

Section 1. These Bylaws may be amended, altered or repealed by a majority vote of the Membership at any General or Special Meeting with ten (10) days' notice, written or electronic, to the general Membership. A committee may be appointed by the President to submit a revised set of Bylaws or to submit an amendment to the current Bylaws.

Section 2. Exceptions. The titles of articles and sections, and the numerical order of each article and section shall be deemed information of reference and shall not be considered part of the Bylaws subject to Section 1. The Executive Board shall reserve the right to edit titles and numerical order, and to correct simple, non-substantive spelling or punctuation errors that do not change the meaning or intent of these Bylaws.

ARTICLE XVI: APPROVAL OF BYLAWS

These Bylaws of the Organization initially shall be approved by the Executive Board by majority vote. The finalized Bylaws shall be presented to the general Membership for approval by majority vote, and immediate adoption at the first Membership meeting following the initial approval by the Executive Board.

DATE ADOPTED BY: HOLLYMEAD ELEMENTARY PARENT TEACHER
ORGANIZATION EXECUTIVE BOARD: 6/15/2015

DATE ADOPTED BY: HOLLYMEAD ELEMENTARY PARENT TEACHER
ORGANIZATION MEMBERSHIP: