

**BYLAWS OF  
VAN BUREN ELEMENTARY SCHOOL  
PARENTS AND TEACHERS UNITED  
A NOT-FOR-PROFIT CORPORATION**

**ARTICLE I – OFFICE / LOCATION**

The principal office or location of the Corporation shall be located in the City of **Loveland** and the State of **Colorado**. The primary location will be within the Premises of Van Buren Elementary School, part of Thompson R2-J school district.

**ARTICLE II – BOARD OF DIRECTORS**

**Section 1 – Number, Election, and Term of Office.** The number of Board Members of the corporation shall be four (4). This number may be increased or decreased by the amendment of the bylaws by the Board but shall in no case be less than one (1) director. The Board shall be elected by a majority vote of the then current Board. The Board shall be elected at the last meeting of the school year, known as the annual meeting, and hold office until the next annual meeting, and until his successor is elected and qualified, or until his prior death, resignation, or removal. The Board may only be comprised of directors who are parents of the current student of Van Buren Elementary School. If the then current Board seeks to include a person who does not meet these requirements, an amendment to these bylaws must be made to allow for such a director.

**ARTICLE III – OFFICERS**

**Section 1 – Number Qualification, Election, and Term.** The officers of the Corporation shall consist of a President, a Vice-President, a Secretary, a Treasurer, and such other officers, as the membership may from time to time deem advisable. A paid staff member of Van Buren Elementary can serve as an officer of the PTU only if they have a child enrolled at the school. The officers of the Corporation shall be elected from the membership by the members at the annual meeting. Each officer shall hold office until the next annual meeting, and until his successor is elected and qualified, or until his prior death, resignation, or removal.

**Section 2 – Resignation and Removal.** Any officer may resign at any time by giving written notice of such resignation to the President, Vice President, or Secretary. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof and acceptance of such resignation shall not be necessary to make it effective. Any officer may be removed, either with or without cause, and a successor elected by a majority vote of the membership at any time.

**Section 3 – Vacancies.** Any vacancy in any office shall be filled for the unexpired portion of the term by majority vote of the membership. In the case that no person is elected to serve in the vacancy, the Officers shall elect an officer of the Corporation to serve and take on the responsibilities of the vacated office.

**Section 4 – Duties of Officers.** Officers of the Corporation shall, unless otherwise provided by the Members, each have such powers and duties as generally pertain to their respective offices as well as such powers and duties as may from time to time be specifically decided by the Officers.

- A.** The President shall be the chief executive officer of the Corporation. Preside at all PTU Officers meetings and with the Officers upon request. Perform other duties assigned by the Officers. Be ex officio member of all committees. Coordinate the work of the officers and the committees of the PTU.
- B.** The Vice President shall act as an aid to the President and in the President's absence perform the duties of President and perform duties assigned. The Vice President could, depending on circumstances succeed position the following year (Be President).
- C.** The Secretary shall record the minutes of all meetings of the PTU. Keep a file of all letters, reports and records pertaining to PTU work. Conduct all correspondence for PTU under the direction of the President. Notify the President if unable to attend any PTU meetings.
- D.** The Treasurer shall have control of the PTU funds, keep accurate account of receipts and expenditures, and make disbursements in accordance with the approved budget, as authorized by the Officers. Present a financial statement at every PTU meeting and upon request by the Officers and/or Members. Make a full report at the annual meeting. Provide accounts to be examined at the end of the school year (May) by a federal income tax preparer. Submit Articles of Incorporations for a Nonprofit Corporation with the Colorado Secretary of State annually (June) to avoid fees.
- E.** All officers shall deliver to their successors all materials by the last day of school. The outgoing officers shall work with their successors to prepare for the next school year.

**Section 5 – Annual Meetings.** An annual meeting of the PTU shall be held within the last month of each school year, unless rescheduled by the Board of Directors.

**Section 6 – Regular and Special Meetings.** Regular meetings shall be held at least once per month through the school year. Special meetings shall be held whenever called by the Officers. Announcements for regular meetings will be made to inform the members of meetings.

**Section 7 – Quorum and Adjournments.** At all meetings of the Corporation, the presence of at least half of the entire Officer ship shall be necessary and sufficient to constitute a quorum for the transaction of business, except as otherwise provided by law, by the Articles of Incorporation, or by these bylaws. If a quorum is not present for any regular or special meeting, unless previously agreed to and authorized by the Officers, the meeting must adjourn and reschedule when a quorum shall be present.

**Section 8 – Membership Action.** At all meetings of the Corporation, each parent, guardian or staff present shall have one vote. Any person or persons representing the community may speak but not vote. Any action taken by the Officers may be taken without a meeting if agreed to by the Officers before or after the action is taken and if record of such action is filed in the minute book.

**Section 9 – Compensation.** The officers of the Corporation shall not be entitled to compensation for their role or function as officers of the Corporation. The elected positions of the Officers are completely voluntary. Nothing herein shall be construed to preclude any officer from receiving compensation for performing services in another capacity for the Corporation within statutes and with the agreement of the membership.

**Section 10 – Delegation of Duties.** In the absence or disability of any officer of the Corporation or for any other reason deemed sufficient by the Members, the Officers may delegate the officer's powers and duties to any other member.

**Section 11 – Conflicts of Interest.** If an officer has an actual or apparent conflict of interest whereby an officer may personally or professionally benefit from an action taken, such officer must abstain from the vote or decision process for such action.

**Section 12 – Handling of Funds.** At the end of a Fundraising event the funds shall be counted by two to three members of the Corporation. The Treasurer is then responsible to deposit said funds into the Corporation's account unless otherwise determined by the Officers.

**Section 13 – Liability.** No officer shall be liable for any debt, obligation, or liability of the Corporation.

#### **ARTICLE IV – MEMBERS**

**Section 1 – Membership.** The membership shall be open to any parent or legal guardian of a pupil enrolled at Van Buren Elementary for as long as that pupil is enrolled, or to any staff member of Van Buren Elementary.

**Section 2 – Meetings.** All parents or guardians and staff shall be eligible to participate and vote in the PTU meetings.

**Section 3 – Elective Positions.** All parents or guardians are eligible to serve in any of its elective appointive positions.

#### **ARTICLES V – COMMITTEES**

**Section 1 – Committees.** The President and/or Vice President may, by resolution, designate an Audit Committee and one or more other committees. Such committees shall have such functions and may exercise such power of the Board of Directors as can be lawfully delegated, and to the extent provided in the resolution or resolutions creating such committee or committees. Meetings of committees may be held without notice at such time and at such place as shall keep regular minutes of their proceedings or actions taken, and report these minutes to the President and/or Vice President when required.

**Section 2 – Audit Committee.** Members of the Audit Committee shall be independent of the Board of Directors of the PTU. The Audit Committee shall be comprised of at least three (3) members. The three members shall consist of the Van Buren Principal, who shall be the acting chairperson; a school staff member and a Van Buren PTU member. No officer of the Board of Director of the PTU may serve on the Audit Committee.

##### **A. Internal Control**

1. The committee shall provide procedures to receive, retain, and treat complaints.
2. The committee shall confidentially handle member complaints as set forth in the “whistle blower” policy.
3. The committee shall oversee the engagement of an auditor or expert, as necessary, to deal with reimbursements; resolve disagreements; review of Form 990; review of other financial reporting and review of recommended changes.

B. Authority

1. The committee, as necessary, may call a special meeting of the membership of the PTU to have a member of the Board of Directors of the PTU terminated for dereliction of duties. A decision shall be reached by majority vote of the attending membership at the special meeting.
2. The committee may engage an expert, as necessary, to assist it with its responsibilities as set forth above. The cost of the expert shall be paid by the PTU.

C. Communication

1. The committee shall provide its recommendations to the President of the Board of Director of the PTU

**ARTICLE VI – BOOKS, RECORDS, AND REPORTS**

**Section 1 – Annual Reports.** The President of the Corporation shall cause to be prepared annual or other reports required by law and shall provide copies to the Secretary.

**Section 2 – Permanent Records.** The Corporation shall keep current and correct records of the accounts, minutes of the meetings and proceedings, and other pertinent records of the Corporation.

**ARTICLE VII – FISCAL YEAR**

**Section 1 – Fiscal Year.** The fiscal year of the Corporation shall be the period selected by the Officers as the tax year of the Corporation for federal income tax purposes. Currently the selected fiscal year will be a June 1 through May 31 of each year.

**ARTICLE VIII – AMENDMENTS**

**Section 1 – Articles of Incorporation.** The Articles of Incorporation may be amended by the Officers as provided by law.

**Section 2 – Bylaws.** These Bylaws may be amended by the Officers.

**ARTICLE IX – INDEMNIFICATION**

**Article 1 – Indemnification.** Any officer or acting agent of the Corporation shall be indemnified and held harmless to the full extent allowed by law.

**Certified to be the Bylaws of the Corporation adopted by the Officers:**

\_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice President

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Treasurer