

**BYLAWS
OF
FOOTHILLS PARENTS, TEACHER, STUDENT ORGANIZATION**

ARTICLE I

PURPOSE AND PRINCIPLES

SECTION 1.1 PURPOSE

The primary purpose of the Foothills Parents, Teacher, Student Organization (FPTSO) is to provide a joint partnership between Foothills Elementary School and the community. Our goal is to provide support for the public education through educational enrichment, supplemental funds and social activities for the entire Foothills Community.

SECTION 1.2 FUNDAMENTAL PRINCIPLES

- (a) The FPTSO shall maintain a policy of openness to all without regard to race, creed, sex, age, religion, economic status, or national origin.
- (b) The FPTSO shall strive to conduct its affairs in good faith and in accordance with accepted corporate practices.
- (c) The fundamental principle of the FPTSO is to conduct all of its affairs toward the goal of providing assistance and financial support for improving the education, recreational, and social services provided to the community by Foothills Elementary School.

ARTICLE II

LOCATION AND DEFINITIONS

SECTION 2.1 PRINCIPAL OFFICE OF THE FPTSO

The principal office of the FPTSO will be at Foothills Elementary School, 15808 North 63rd Avenue, Glendale, AZ 85306. Offices may also be maintained at other places, as may be designated by the Board of Directors. The business of the FPTSO may be transacted and meetings held at other places, as may be designated by the Board of Directors.

SECTION 2.2 DEFINITIONS

- (a) Anyone– Any individual who belongs to the Foothills Community without voting privileges.
- (b) Member – A member who has paid dues in accordance with these bylaws.
- (c) Executive Board – The Executive Board consists of three or more Committee Chairpersons, the Secretary, Treasurer, Vice President and President. The Executive Board, with the exception of the President, has full voting rights once dues are paid in accordance with the bylaws.

ARTICLE III

MEMBERSHIP

SECTION 3.1 QUALIFICATIONS

Any individual who subscribes to the purposes and basic principles of the FPTSO may become a member of the organization subject only to compliance with the provisions of the Bylaws and/or rules and regulations, which may be promulgated by the Board of Directors. Membership in the organization shall be available without regard to race, creed, sex, age, religion, economic status or national origin.

SECTION 3.2 MEMBERS DUES

The Executive Board may determine the amount of initiation fee, if any, and annual dues, if any, payable to the FPTSO by members.

SECTION 3.3 RIGHT OF MEMBERS

Members shall have only such rights and privileges as may be granted by the Executive Board. The Executive Board may issue certificates or other evidence of membership in such form as the Executive Board shall choose.

SECTION 3.4 SPECIAL MEMBERSHIP

The Executive Board may establish and appoint persons or entities to such honorary or special classifications of membership with rights and privileges as the Executive Board may determine.

SECTION 3.5 VOTING RIGHTS

The Members who have paid dues as set forth by the Executive Board shall have voting rights in the FPTSO.

SECTIONS 3.6 ANNUAL MEETINGS

There shall be a minimum of one annual meeting of the Members and the Executive Board may, at its discretion, call special meetings of the Members. Notice of such special meetings shall, unless otherwise directed by the Executive Board, be given by the Secretary of the FPTSO or by other Board Members as may be designated for such purpose by the Secretary. Notice shall be given by posting a written notice stating the time and place of such meeting not less than 10 calendar days nor more than 30 calendar days prior to the date of the meeting.

SECTION 3.7 NOTICE OF SPECIAL MEETINGS

Written notice of a special meeting shall be given to each member by the Secretary or by such Member of the FPTSO as may designated for such purpose by the Secretary. Such notice shall be given at each Member's Business or residence address, by hand delivery or by mail. If mailed, such notice shall be deposited in the United States mail at least 4 days prior to the meeting date; if hand delivered, it shall be so delivered at least 2 days prior to the meeting. The attendance of a member at a meeting shall constitute a waiver of notice of such meeting, except where such attendance is solely for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. A waiver or any notice in writing, signed by a Member, whether before or after the time stated in said waiver for holding a meeting, shall be deemed equivalent to notice required to be given to any Member.

SECTION 3.8 QUORUM

A majority of the Membership attending any meeting of the Board shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a quorum is present, a majority of the Members present may adjourn the meeting. The meeting may reconvene without further notice on the same date the meeting quorum was not met.

Attendance will be taken and become part of the official record at any regularly scheduled meeting of the board at which one or more members are present. A quorum for the purpose of calling a meeting to order will be set at one member. If quorum is not met, the meeting minutes will state that quorum was not met and the meeting will be adjourned. All business must still be performed in accordance with the guidelines of the general quorum policy.

SECTION 3.9 MANNER OF ACTING

The action of the majority of the Members present and voting at a meeting at which a quorum is present shall be considered the action of the Executive Board, unless a greater majority is specifically required by the Articles of Incorporation or these Bylaws. A Member may, in writing, designate another Member to cast their vote (proxy). Written authorization should be presented to the Secretary or President. Each proxy will be designated towards a single meeting. A voting by proxy shall not be construed as meeting attendance requirements. Between meetings, any urgent matters requiring general funds request may be approved via email or text by a quorum of the Executive Board. A response will be given within 2 days of the request. No response to the email or text equates a yes vote. All email and text approvals will be discussed at the next meeting.

SECTION 3.10 PRESUMPTION OF ASSENT

A Member who is present at a meeting of the Executive Board at which action on any corporate manner is taken shall be presumed to have assented to the action taken unless their dissent shall be entered into the minutes of the meeting, or unless they shall file their written dissent to such action with the person acting as the Secretary of the meeting immediately (within 24 hours) after the adjournment of the meeting. The statement of dissent shall be read at the next regular meeting. The statement of dissension does not alter the outcome of the vote. Such right to dissent shall not apply to a Director who voted in favor of such action. (Your silence indicated approval.)

ARTICLE IV

EXECUTIVE BOARD

SECTIONS 4.1 GENERAL POWER

The business and affairs of the FPTSO shall be managed by its Executive Board within the scope of the powers granted the Corporations in its Articles of Incorporation.

SECTIONS 4.2 QUALIFICATIONS

Executive Board member need not be residents of the State of Arizona. No Executive Board member shall be a paid employee of the FPTSO.

SECTION 4.3 ELECTED OFFICIALS

The Elected Officials of the FPTSO are the Executive Board. The Executive Board shall consist of three or more Committee Chairpersons, a Secretary, Treasurer, Vice President, and President who shall be elected by the Membership. Such other Committee Chairpersons, as may be deemed necessary, may be elected or appointed by the Membership. The number and manner of selecting Committee Chairpersons shall be determined by the Executive Board, except otherwise set forth herein. The Committee Chairpersons, Secretary, Treasurer, Vice President, and President shall be members of the Executive Board.

SECTION 4.4 NOMINATIONS

Nominations for elected officials will open in the regular April meeting and will close after the first hour of the May meeting. Any Member may nominate either themselves or other members for any of the Executive Board offices. Written nominations shall be submitted to the Secretary. The nominees will be announced by the end of the first hour of the regular April meeting.

SECTION 4.5 ELECTION AND TERM OF OFFICE

The Executive Board shall be elected by the Membership at the regular meeting in May. A ballot will be distributed to the Members at the regular meeting in May. If the election of officers cannot be held at that meeting then it shall be convened as soon as possible. Each elected official so elected shall begin their term on July 1, and shall hold office until his successor shall have been duly elected, shall have qualified and their term shall have commenced, or until they shall resign or shall have been removed in the manner stated in Section 4.6 and 4.7.

SECTION 4.6 RESIGNATION

Any Executive Board member may resign at any time by delivering written notice of such resignation to the Secretary. Such resignation need not be accepted to be effective and shall be effective when delivered or on such other date as may be specified in the resignation.

SECTION 4.7 REMOVAL

Any elected or appointed official by the Members may be removed by a 2/3 vote of the Members in attendance at which a quorum is present. Any elected or appointed official may be recommended for removal with or without cause. The elected or appointed official who is recommended for removal shall be notified in writing within five business days of the date of meeting in which removal was recommended.

At the next scheduled meeting at which quorum is met, the Members may vote on removal of the properly notified elected or appointed official. A 2/3 vote of the Members present shall be required for removal of the properly notified elected or appointed official. Teacher representatives shall be exempt due to conflict of interest.

SECTION 4.8 VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by one of the Executive Board of the unexpired portion of the term.

SECTION 4.9 COMMITTEE CHAIRPERSONS

The Committee Chairpersons shall be the chief executive officers of the Corporation and shall supervise and control all the business and affairs of the FPTSO, Inc. The Committee Chairpersons may sign, with the Secretary or any other proper officers of the FPTSO, as authorized by the Executive Board, contracts or other instruments which the Executive Board has authorized to be executed. The signing and execution may be expressly delegated by the Executive Board, or by these Bylaws, to some other officer or agent of the FPTSO or shall be required by law to be otherwise signed or executed. In general, the Committee Chairpersons shall perform all duties incident to the Executive Board, and such other duties as may be prescribed by the Executive Board. Current Committee Chairpersons include: 1- Activities, 1- Fundraiser, 1- Volunteers, 1-PR and Community Outreach, and 2-Teacher representatives.

SECTION 4.10 SECRETARY

The Secretary shall:

- A. Keep the minutes of the meetings in one (1) or more books provided for that purpose;
- B. See that all notices are duly given in accordance with the provisions of these Bylaws, or as required by law;
- C. Be Custodian of the corporate records of the Foothills, Parent, Teacher, Student, Organization, Inc.;
- D. In general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the Executive Board or the Members.

SECTION 4.11 TREASURER

The Treasurer shall be the facilitator of all accounts held by the FPTSO and shall supervise all financial business listed in Articles V and VI of these Bylaws as authorized by the Executive Board or the Members.

SECTION 4.12 VICE PRESIDENT

The Vice President will assume the President's role in the event the President is no longer able to facilitate their term. In the event the President is not able to chair a meeting, the Vice President will act as the President and chair the meeting for the said meeting the President is not available. In general, perform all duties incident to the office of Vice President and such other duties as may be assigned by the Executive Board or the Members.

SECTION 4.13 PRESIDENT

The President shall:

- A. Prepare agenda and facilitate all monthly meeting of the FPTSO;
- B. Vote only on agenda items in the event of a tie;
- C. In general, perform all duties incident to the office of President and such other duties as may be assigned by the Executive Board or the Members.

SECTION 4.14 COMPENSATION

No compensation shall be paid to any officers by the FPTSO.

SECTION 4.15 DELEGATION OF DUTIES

In case of the absence of any elected official of the Corporation or for any reason they may deem sufficient, a majority of the entire Membership may delegate any powers or duties of any elected official to any other elected official or to any other Executive Board.

SECTIONS 4.16 SPECIAL MEETINGS

Special meetings may be called at the request of the Executive Board. The time and place for the special meeting shall be agreed upon by the Executive Board.

ARTICLE V

BOOKS AND RECORDS

SECTION 5.1 BOOKS AND RECORDS

The books, accounts and records of the Corporation shall be kept within the State of Arizona, at such a place or places as the Membership may appoint.

ARTICLE VI

FINANCIAL

SECTION 6.1 LOANS

No loans to the FPTSO shall be contracted on its behalf, and no evidence of indebtedness shall be issued in its name unless authorized by a 2/3 vote of the entire Membership.

SECTION 6.2 CHECKS, DRAFTS, ETC.

All checks, drafts or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the FPTSO, shall be signed by at least two elected officials of the Executive Board or if unavailable a designated Committee Chairperson listed on the account. The only exception to this is the use of a Bank issued Debit Card which may be issued to the Activities Coordinator, President, and Treasurer. All transactions are to be audited monthly by the Treasurer and reviewed by Membership in attendance at the monthly meetings.

SECTIONS 6.3 DEPOSITS

All funds of the FPTSO not otherwise employed shall be deposited to the credit of the FPTSO in such banks, trust companies, or other depositories as the Treasurer may designate.

SECTION 6.4 EXPENDITURES

- A. A funds request form must be filled out prior to any request being considered for approval.
- B. A majority of the Executive Board may approve expenditures up to \$100.00. Expenditures over \$100.00 and up to \$499.99 require a majority of the Executive Board approval, provided the entire board has been informed of the proposed expenditure. Expenditures over \$500.00 require approval of the majority of the Members in attendance at a regularly scheduled or a special meeting of the Membership.
- C. At the time of approval for funds requests, an additional vote will be taken to determine if the request should be paid for from FPTSO funds or if a donation from the community should be solicited.

SECTION 6.5 DONATIONS

All monetary donations must be submitted to the Treasurer to be deposited into the FPTSO bank account(s). Non-monetary donations should be submitted to the Treasurer to be recorded in the financial records as a donation.

ARTICLE VII

AMENDMENT OF BYLAWS

Alterations, amendments or repeals of the Bylaws may be made by a majority of the Members in attendance after a two-regular monthly meeting waiting period. The first regular monthly meeting will be for the announcement of changes and discussion of the changes; the second regular monthly meeting will be for review, final discussion and voting.

ARTICLE VIII

NOTICES

Unless otherwise specifically provided herein, wherever notice is required by law, or by these Bylaws, to be given to any person, such requirement does not mean personal notice. Such notice may be given in writing and deposited in the United States Postal Service mail, postage paid, addressed to such person at their address as the name appears in the books of the Corporation or via social media. Delivery shall be deemed complete upon deposit in the mail or posting via social media.

The Bylaws of the FOOTHILLS PARENT, TEACHER, STUDENT ORGANIZATION, INC. constitute the Bylaws and all amendments thereto as duly adopted by the Board of Directors on this 7th day of December,2008.

The Bylaws of the FOOTHILLS PARENT, TEACHER, STUDENT ORGANIZATION, INC. constitute the Bylaws to be amendments on the meeting on the 6th day of May,2015.

The Bylaws of the FOOTHILLS PARENT, TEACHER, STUDENT ORGANIZATION, INC. constitute the Bylaws and all amendments thereto as duly adopted by the Board of Directors on this 15th day of July 2015.

The Bylaws of the FOOTHILLS PARENT, TEACHER, STUDENT ORGANIZATION, INC. constitute the Bylaws and all amendments thereto as duly adopted by the Board of Directors on this 20th day of July 2017.

The Bylaws of the FOOTHILLS, PARENTS, TEACHER, STUDENT ORGANIZATION, INC. constitute the Bylaws and all amendments thereto as duly adopted by the Board of Directors on this 14th day of August 2018.

“Be it resolved that the bylaws of the Foothills, PTSO be amended by changing the name of the organization to Foothills Family Teacher Student Organization.” MSC

“Be it resolved that the By-laws for 2018-2019 be adopted as amended.” MSC

The Bylaws of the FOOTHILLS, FAMILY, FAMILY, STUDENT ORGANIZATION, INC. constitute the Bylaws and all amendments thereto as duly adopted by the Board of Directors on this 16th day of July 2019.

“Be it resolved that the bylaws of the Foothills, FTSO be amended by changing the name of the organization back to Foothills Parent Teacher Student Organization.” MSC

“Be it resolved that the By-laws for 2019-2020 be adopted as amended.” MSC