



COCOPAH MIDDLE SCHOOL

ASSOCIATION OF

PARENTS AND TEACHERS

BYLAWS

APPROVED APRIL 13, 2009

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ARTICLE I: NAME

The name of the association is the Cocopah Middle School Association of Parents and Teachers or “Cocopah APT”, 6615 E. Cholla Street, Scottsdale, Arizona, 85254, Scottsdale Unified School District.

ARTICLE II: NON-PROFIT CORPORATION

The Association is an Arizona not-for-profit corporation and is organized and existing under and by virtue of the laws of the State of Arizona as same pertains to the application of corporate activities and the school. The Office of the Association shall be located at the school. The “articles of organization” of the APT include (a) the Bylaws of such organization and (b) Certificate of Articles of Incorporation. The organization is organized exclusively for the charitable, scientific, literary and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code (hereinafter “Internal Revenue Code”).

ARTICLE III: PURPOSE

The purpose of this organization is to create a closer relationship between the home and the school so that parents and educators may cooperate intelligently in the training, enrichment and welfare of the children at Cocopah Middle School, support a high educational standard for the school, and further a spirit of cooperation among teachers, parents, school district and residents of the community.

ARTICLE IV: BASIC POLICIES

Section 4.1 The APT shall be non-commercial, non-sectarian and non-partisan.

Section 4.2 The association shall be prohibited from and declares a no toleration policy against engaging in unlawful discrimination including harassment on the basis of race, color, religion, sex, national origin, ancestry, disability or age. Harassment shall be defined as unwelcome behavior which humiliates, insults, excludes or degrades another person or organization.

Section 4.3 The name of the association or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the objectives of the association.

Section 4.4 Membership in the Association shall be limited to parents and legal guardians of students attending the school, teachers and administrative officials of the school who subscribe to the objectives of the Association.

Section 4.5 The APT shall not participate in any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 4.6 The APT shall work with the school to provide quality education for all children and youth at Cocopah Middle School.

Section 4.7 The APT may help other organizations and agencies concerned with child welfare, but persons representing the APT shall make no commitments that bind the APT.

Section 4.8 Cocopah Middle School APT members shall not personally, financially profit from any part of the net earnings of the APT organization.

Section 4.9 Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

Section 4.10 In the event of the dissolution of the association, its assets shall be distributed for one or more of the exempt purposes specified in Section 501 (c) (3) of the Internal Revenue Code of 1954 as from time to time amended.

ARTICLE V: MEMBERSHIP

Section 5.1 Membership shall consist of the Executive Board, Board of Directors and general members and last for a period of one year. The association shall conduct an annual enrollment of membership, but persons may be admitted to membership at any time upon paying the annual fee.

Section 5.2 Membership is obtained by completing the membership form and limited to parents, guardians and/or teachers and staff of the Cocopah Middle School community.

Section 5.3 Membership in this APT shall be made available without regard to race, color, creed, or national origin.

Section 5.4 Only members of the APT shall be eligible to participate in the business meetings or to serve in any of its elective or appointive positions.

Section 5.5 The Principal shall be an ex-officio and non-voting member of the organization.

Section 5.6 Each member shall have one vote in the association. In the event a member ceases to be a parent or legal guardian of a student attending CMS, a teacher, staff or administrator of the school, either voluntarily or by operation of the law, then that person's membership will automatically terminate.

ARTICLE VI: VOTING AND MEETINGS

Section 6.1 The Executive Officers may establish a schedule of regular Executive Board and General meetings to be held at such time and place as the Executive Board may designate.

Section 6.2 A majority vote (51%) of the members present shall be necessary to transact business at either an Executive Board or General meeting.

Section 6.3 Quorum. At any meeting of the Executive Board or General Members, those present in person shall constitute a quorum for the transaction of business except as otherwise provided by statute or the Articles of Incorporation.

Section 6.4 Place. All meetings shall be held at the school or at such other place and time that shall be designated by the Executive Board of the Association and stated in the notice of meeting.

Section 6.5 Executive Board Meetings. Meetings of the Executive Board Officers shall be conducted monthly in accordance with the schedule established at the beginning of the school year.

Section 6.6 General Meetings. General Meetings shall be held no less frequently than three times during the school year including the Annual Meeting in May.

Section 6.7 Annual Meeting. An annual meeting of the general members shall be held at the school, in May of each year, for the purpose of electing Executive and Board Officers and transacting other business authorized to be transacted by the members.

Section 6.8 Notices. It shall be the duty of the Secretary to prepare a notice of each annual or special meeting, stating the time and place decided which shall be given by posting in the Calendar of Events on the Cocopah APT website and by email at least seven (7) days, but not more than sixty (60) days, prior to such meeting. No notice shall be required to be delivered personally. Notice of any special meetings shall state the purpose of the meeting.

Section 6.9 Special Meetings. Special meetings of the members for any purpose or purposes, may be called by the President or Vice-Presidents whenever deemed expedient or necessary. The President or Vice-Presidents shall call a special meeting of the members when so requested by a majority of the members, or when so instructed by a majority of the Executive Board.

Section 6.10 Irregularities. All information and/or irregularities in calls, notices of meetings and in the manner of voting, proxies, credentials, and method of ascertaining those present, shall be deemed waived if no objection is made at the meeting or if waived in writing.

ARTICLE VII: OFFICERS AND ELECTIONS

Section 7.1 Each officer of this APT shall be a member of this APT.

Section 7.2 Officers and their election.

- A.** The officers of this APT shall consist of a President, President Elect, VP of School Activities, VP of Support Services, VP of Social Activities, VP of Communications, VP of Fundraising, Treasurer and Secretary.
- B.** Officers may be nominated by giving notice to the President through April 1st of each school year. Any member of the APT may nominate officers to the Board. The proposed Board of Officers shall be presented at the Annual Meeting held in April or May.
- C.** Election shall be at the Annual Meeting. All members of the APT present will be allowed to vote for officers.
- D.** Officers shall assume their official duties following the close of the school year and shall serve for a term of one year.
- E.** Only those persons who have consented by accepting a nomination to serve shall be placed on the ballot.

Section 7.3 A vacancy occurring in any office shall be filled, for the remainder of the term, by a person elected by a majority vote of the Executive Board. Notice of such election shall be given. In case a vacancy occurs in the office of the President, the VP of School Activities assumes office for the remainder of the term.

Section 7.4 Any one or more of the Executive Officers may be removed with or without cause by a majority vote of the Executive Board members present at such meeting. A successor may then be elected to fill the vacancy.

ARTICLE VIII: DUTIES OF OFFICERS

Section 8.1 President – The President shall preside at all meetings of the organization and of the Executive Board. The President shall be member ex-officio of all committees and shall appoint special committees.

Section 8.2 Vice Presidents – The Vice Presidents will work closely with the President for one year. The VP of School Activities, in the absence of the President, shall assume the duties of that office.

Section 8.3 Secretary – The Secretary shall keep a record of all meetings of the organization and of the Executive Board. For Executive Board meetings, minutes are distributed to Executive Board members following the meeting via email. Changes / corrections, if any, are submitted directly to the Secretary via email and automatically ratified at the next Executive Board meeting. For General meetings, the minutes of the previous meeting shall be distributed for review and approval at the next regular business meeting. The Secretary shall conduct all correspondence and prepare documents as necessary.

Section 8.4 Treasurer – The Treasurer shall have custody of all the funds of the APT, shall keep a full and accurate account of receipts and expenditures, and in accordance with the budget of the APT, shall make disbursements as authorized by the Executive Board. The Treasurer shall present a financial statement at every Executive meeting of the APT and at other times when requested. The Treasurer shall be responsible for the maintenance of financial accounts and records. Checks shall be signed by the Treasurer on behalf of the APT. If the check amount exceeds \$300, the President or other authorized signer must also sign the check.

Section 8.5 All officers shall perform the duties outlined in these Bylaws and those assigned to them by the President and the Board. Upon the expiration of the term of office or in case of resignation, each officer shall turn over to the successor officer, within two weeks, all records, books and other materials pertaining to the office, and shall return to the Treasurer, without delay, all funds pertaining to the office. Each officer shall have a current copy of the Bylaws.

ARTICLE IX: EXECUTIVE BOARD

Section 9.1 The Executive Board shall consist of the Officers of the APT.

Section 9.2 The duties of the Executive Board shall be:

- A. To transact essential business in the intervals between APT Executive Board and General meetings and other such business as may be referred to it by the APT. If such business would normally require a vote, action may be taken after obtaining unanimous written consent of the Executive Board. Written consents may be given

by Executive Board Members via electronic mail or facsimile. At least one of the written consents describing the action taken is to be filed with the minutes. Written consents have the effect of a meeting vote and may be described as such.

- B.** To set a budget and approve routine bills.
- C.** To determine the highest and best use of the discretionary funds of the APT in order to benefit the students, teachers and staff at Cocopah.
- D.** To present a report at the General meetings of the APT.
- E.** To create Standing and Special Committees and approve the plans of the Standing Committees.
- F.** To review the Bylaws of the Cocopah APT every two years.

ARTICLE X: COMMITTEES

Section 10.1 Only members of the APT shall be eligible to serve in any elective or appointive position.

Section 10.2 The Executive Board may create such standing committees, as it may deem necessary to promote the objectives and carry on the work of the APT.

Section 10.3 The power to form special committees and appoint their chairperson(s) rests with the Executive Board.

Section 10.4 The Chairpersons of Standing Committees shall be appointed by the Executive Board. Vacancies during the school year shall be filled by appointment by the president with the approval of the Executive Board. Chairpersons shall appoint their own committee members.

Section 10.5 The Chairperson of each Standing Committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board.

ARTICLE XI: FISCAL MANAGEMENT

Section 11.1 The funds of the APT shall be deposited into banks and depositories as determined by the Executive Board, and shall be withdrawn only upon checks and demands for money

signed by the Treasurer or President of the APT. In no event shall the payee and the signor be the same person.

Section 11.2 The Treasurer and President, with the assistance of their respective Committee Chairpersons, shall prepare an estimated annual budget for each fiscal year of the APT. Budgets shall take into account the estimated cash requirements for the year. The annual budget shall take into account the estimated net available cash income for the year from the operation of the fund-raising activities. The annual budget shall also provide for a reserve for contingencies for the year. The estimated annual budget shall be approved by the Executive Board. The budget shall be presented at the Annual Meeting.

Section 11.3 The Committee Chairpersons shall keep accurate records in chronological order of their receipts and expenditures specifying and itemizing the expenses incurred. Payment vouchers may be approved in such manner as the Executive Board may determine. All records and vouchers authorizing payments shall be available for examination by the Members at convenient hours designated by the Executive Board.

Section 11.4 The fiscal year of the APT shall begin July 1st of every year and shall end on the 30th day of June of every year.

Section 11.5 Books of accounts of the APT shall be kept under the direction of the Treasurer on a consistent basis in accordance with generally accepted accounting practices. Books will be audited by an impartial third party at any time by request of the current Executive Board.

Section 11.6 Unless otherwise provided by the Executive Board, any contracts shall be executed on behalf of the APT by either the President, President-Elect, or VP of School Activities and countersigned by the Treasurer or Secretary.

ARTICLE XII: AMENDMENTS

Section 12.1 Any APT member may present amendments to the Bylaws to the Executive Board.

Section 12.2 The Executive Board will present suggested amendments to the general membership after review.

Section 12.3 These Bylaws may be amended at any general meeting by a two-thirds vote of members present after it has been presented for a first reading.

ARTICLE XIII: PROCEDURE

All questions of order not provided for in these Bylaws shall be decided by parliamentary procedure as specified in Robert's Rules of Order.

ARTICLE XIV: INDEMNIFICATION

The APT shall indemnify every Executive Board and Board of Director member, her/his heirs, executors, and/or administrators against all loss, cost and expenses, reasonably incurred by her/him in connection with any action, suit or proceeding to which they may be made a party, by reason of being or having been an Officer of the Association. This indemnification shall not cover any acts of gross negligence, willful misconduct or with fraudulent or criminal intent.

ARTICLE XV: CONFLICTS AND DISCREPANCIES

Any conflicts or discrepancies between the provisions of the Arizona Revised Statutes or applicable law, the Bylaws, and the rules and regulations for the association, if any, shall, unless otherwise provided, be resolved by giving priority first to the Arizona Revised Statutes or applicable law, second to the Bylaws and third to the rules and regulations, if any.