

Bylaws of Sarasota School of Arts and Sciences Parent, Teacher and Student Society, Inc.

Article I Name & Mission

Section 1 Name

The name of the corporation is **Sarasota School of Arts and Sciences Parent, Teacher and Student Society, Inc.** ("PTSS"), a not-for-profit corporation under section 501(c)(3) of the Internal Revenue Code.

Section 2 Mission

The mission of the PTSS is to support and enhance the unique educational program of Sarasota School of Arts and Sciences ("SSAS") and the academic, social, and personal growth of its students.

The PTSS will:

- fundraise to promote the educational programs of SSAS
- serve as liaison between parents, administration and the SSAS Board of Directors
- provide financial, administrative and academic guidance and support
- enrich student life

Article II Policies

The following are basic, governing policies of the PTSS:

- The PTSS shall be noncommercial, nonsectarian and nonpartisan.
- The PTSS shall not directly or indirectly participate or intervene in any way in any political campaign on behalf of or in opposition to any candidate for public office.
- The PTSS shall work with SSAS to provide quality education for all students and shall seek to participate in the decision making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated to the SSAS Board of Directors.
- In the event of the dissolution of the organization, any assets shall be used to pay any outstanding bills and, with membership approval, shall be distributed for the benefit of the school for one or more of the exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code.

Article III Membership

Membership shall include all students currently enrolled at SSAS, parents and/or guardians of these students, and faculty and staff of SSAS. Each member present at a PTSS Parent Membership Meeting shall have one vote. No dues shall be required for membership, and any donation to the PTSS shall be used for purposes in Article I.

Article IV Leadership Team

Bylaws of Sarasota School of Arts and Sciences Parent, Teacher and Student Society, Inc.

Section 1 Authority & Responsibility

The LT shall be the governing body of the PTSS. The LT shall determine the policies and fiscal matters and, in general, assume responsibility for the transaction of necessary business as may be referred to it by the PTSS membership. All corporate powers of the PTSS shall be exercised by or under the authority of the Leadership Team ("LT").

Section 2 Size & Composition

The LT shall be composed of five (5) officers and at least one (1) Faculty Representative appointed by the SSAS administration. Each LT officer shall hold only one (1) position at a time. Each term shall be for one (1) year corresponding with the PTSS fiscal year. LT officers may be elected for consecutive terms.

The LT officers shall consist of a President, Vice President, Secretary, Treasurer and Volunteer Coordinator.

Section 3 Election, Attendance & Vacancies

Any parent or guardian in good standing who has met the minimum membership qualifications in Article III may submit their name as a candidate for the LT. Elections shall be conducted at the Annual Meeting.

Any officer who shall miss three (3) consecutive LT Meetings or PTSS Parent Membership Meetings without an approved excuse from the President of the LT shall automatically cease to be an officer. Officers can be removed from office with or without cause by a majority vote of LT officers. Any LT officer may resign at any time. Such resignation shall be made in writing and shall take effect immediately without acceptance.

Any vacancies occurring in the LT shall be voted on by remaining LT officers. If there is a vacancy in the office of the President, the Vice President shall automatically become President until a new President has been voted on by remaining LT officers.

Section 4 Officers & Faculty Representative

A. President

The President shall preside over the PTSS, all meetings of the PTSS and its members. The President shall also serve as the primary contact for the Principal, represent the PTSS outside of the organization, serve as a parent member representative on the SSAS Board of Directors and coordinate the work of all PTSS officers and committees so that the purpose of the organization is served. The President will be a secondary signer to the funds accounts.

Bylaws of Sarasota School of Arts and Sciences Parent, Teacher and Student Society, Inc.

B. Vice President

The Vice President shall assist the President and shall have such other duties and powers assigned by the LT. In the absence of the President, the Vice President shall perform the duties of the President. The Vice President may be an additional signer to the funds accounts.

C. Treasurer

The Treasurer shall receive funds of the organization, keep an accurate record of receipts and expenditures, and deposit and pay out funds in accordance with the approval of the LT. The Treasurer will present a financial statement at every meeting and upon request of the LT throughout the year. The Treasurer will provide an annual report at the end of every fiscal year. The Treasurer will be primary signer to the funds accounts.

D. Secretary

The Secretary shall keep all records of the organization, take and record minutes, and account for all volunteer hours pertaining to the PTSS Membership Meetings. The Secretary shall keep and bring a copy of the minutes, bylaws, membership list and other supplies to meetings. The Secretary shall prepare agendas and send notices of meetings to the membership upon request of the President.

E. Volunteer Coordinator

The Volunteer Coordinator shall coordinate and facilitate the fulfillment of all PTSS volunteer opportunities and obligations for the PTSS membership. The Volunteer Coordinator is the primary contact and liaison for all volunteers and liaison to satisfy the volunteer needs of SSAS.

G. Faculty Representative

The Faculty Representative shall represent SSAS and act as a liaison for any business that may need to occur directly between the PTSS and SSAS. The Faculty Representative shall also give guidance and support in academic and administrative areas.

Article V

Committees

The LT shall create and appoint committees as deemed necessary to promote and carry out the objectives of the PTSS. Committees shall consist of PTSS members and/or LT members, with the President acting as ex-officio member of all committees. Committees report directly to the LT.

Article VI

Meetings

Bylaws of Sarasota School of Arts and Sciences Parent, Teacher and Student Society, Inc.

Section 1 Leadership Team “LT” Meetings

The LT shall hold monthly meetings as needed or more frequently as deemed necessary. All LT Meetings shall be open to the general membership. Notice of the LT Meetings shall be provided to the membership at large on the SSAS website at the beginning of the school year, with prior notice of no less than two (2) weeks for LT Meetings specified herein and no less than two (2) days for special meetings called by the President.

A simple majority of the officers shall constitute a quorum for the transaction of business.

The last LT Meeting of the fiscal year should include all the current LT officers and the incoming LT officers at which time ALL property--to include documents, correspondence, designated email addresses and passwords--shall be presented to the newly elected LT in a complete and organized manner.

Section 2 PTSS Parent Membership Meetings

During the school year, at least four membership meetings shall be held on dates designated by the LT, and the final meeting shall be deemed the Annual Meeting. The purpose of the Parent Membership Meetings shall be to discuss matters which are of common interest to members and to suggest courses of action to be considered by the LT. A simple majority of those members present shall constitute a quorum for the transaction of business.

Notice of the Parent Membership Meetings shall be provided to the membership at large via email and on the SSAS website at the beginning of the school year, with prior notice of no less than two (2) weeks for Parent Membership Meetings specified herein and no less than two (2) days for special meetings called by the President.

A parent or guardian of each student at SSAS must attend unless absence is approved in advance by the Principal.

Section 3 Annual Meeting

The Annual Meeting shall be the last Parent Membership Meeting of the school year. The purpose of the Annual Meeting shall be the election of the LT and a presentation of the Annual Report to include a summary of PTSS activities and year-end summary of finances.

Article VII Finances

Bylaws of Sarasota School of Arts and Sciences Parent, Teacher and Student Society, Inc.

Section 1 Fiscal Year

The fiscal year of the PTSS shall begin on July 1st and end on June 30th in order to correspond with the SSAS Board of Directors' fiscal year.

Section 2 Budget

A tentative budget shall be drafted and presented at the last LT Meeting of the fiscal year for the benefit, review, amendment and approval as the Annual Budget by the incoming LT at the first LT Meeting of the new fiscal year.

Section 3 Funds & Operations

A minimum checking account balance of \$5000 shall be provided at the end of the fiscal year so that the incoming LT has adequate operating funds for SSAS activities through the 1st Quarter of the school year.

The PTSS will maintain a separate savings account with a balance of at least \$5000 at all times.

Approval of all single occurrence expenses over \$500, not to include payments or reimbursements for annual ongoing operations, shall be required from the PTSS membership at a Parent Membership Meeting. Two authorized signatures shall be required on each check over the amount of \$500.

Authorized signers shall be the President and the Treasurer, and may be the Vice President upon authorization by the LT.

Section 4 Audit

The LT shall have the power to appoint an auditor to review the accounts and record keeping of the PTSS at any time as well as two (2) weeks prior to the end of the fiscal year.

Article VIII Bylaws & Dissolution

Section 1 Bylaws

The bylaws may be amended at any Parent Membership Meeting. Notice of proposed changes shall be provided at least one Parent Membership Meeting in advance.

Section 2 Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a $\frac{2}{3}$ vote of those present at the meeting.

Article IX Parliamentary Rules

Bylaws of Sarasota School of Arts and Sciences Parent, Teacher and Student Society, Inc.

The proceedings of all meeting of the PTSS shall be governed by and conducted according to the latest edition of Robert's Rules of Order.

Article X Indemnification

Section 1 Conditions

PTSS shall indemnify any past or present officer, member or agent of the organization, and any person who may have served or who serves at its request as a fiduciary, against (a) any expenses and costs, including but not limited to legal and accounting fees, including costs of appeal incurred in connection with any claim asserted against them by reason of being or having been such officer, member or agent in connection with any civil or criminal actions, suit or proceeding which is instituted before any court or administrative body and to which they are made a party by reason of being or having been such officer, member or agent, (b) any amounts paid in settlement of any such claim or any such action, suit or proceeding, and (c) any amount paid on any judgements rendered in any such actions, suit or proceedings; provided that they acted in good faith and in a manner they reasonably believed to be in, or not opposed to, the best interests of the PTSS and, with reasonable cause to believe their conduct was lawful; provided that, if they are adjudged in any action or suit by or in the right of PTSS to be liable for negligence or misconduct in the performance of their duty to PTSS, indemnification shall be made only to the extent that the court in where such action or suit was brought, determines they are fairly and reasonably entitled. In no event, however, shall indemnification be made for gross negligence or willful misconduct.

Section 2 Determination

Any determination under Section 1, unless pursuant to a determination by a court, shall be made by the SSAS Board of Directors only upon their sole determination that indemnification is proper.