

**ARTICLES OF ORGANIZATION AND BY-LAWS OF THE
NEWBURYPORT PTO**

(Amended and Restated as of October 17, 2018)



Article I

The organization shall be known as The Newburyport Parent Teacher Organization (hereinafter and d/b/a “Newburyport PTO” and/or “PTO”).

Article II

Organization and Purposes:

1. The Newburyport PTO is organized as an unincorporated association of its members, unaffiliated with any other organization.
2. The Newburyport PTO shall be operated as a not-for-profit charitable organization.
3. The Newburyport PTO is organized to engage in charitable activities within the meaning of section 501(c)(3) of the Internal Revenue Code, as amended.
4. The Newburyport PTO is organized exclusively for charitable, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. To the extent consistent therewith, it shall:
 - A. conduct activities to promote the advancement of education, social growth and the sciences in support of the educational curricula and programs of the Francis T. Bresnahan School, and the Edward G. Molin Upper Elementary School and the Rupert A. Nock Middle School (hereinafter and d/b/a “Bresnahan”, “Molin” and “Nock”), located in Newburyport, Massachusetts; and
 - B. engage in such related activities, such as fundraising, in furtherance of these activities, as the Executive Board shall deem appropriate.
5. The Newburyport PTO shall not engage in activities that are prohibited under section 501(c)(3) or inconsistent with its status as a charitable organization.
6. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purposes clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on

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Article II cont'd

behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or any corresponding section of any future federal tax code.

Article III

Objectives of the Newburyport PTO:

1. To promote the general welfare of children in the schools.
2. To serve as an advisory body on matters presented by the administrations (or vice versa).
3. To organize and sponsor educational and social programs that benefit and support the children, families and faculty of the Bresnahan, Molin, and Nock Schools.
4. To secure volunteers to assist the schools' staff, as well as to provide manpower for the PTO's various programs.
5. To provide an opportunity for easy dialogue between parents and teachers.

Article IV

Basic Policies of the Newburyport PTO:

1. The Newburyport PTO shall be non-commercial, non-sectarian, and non-partisan.
2. The name of the Newburyport PTO or the names of any members in their official capacities shall not be used in connection with any partisan interest or for any purpose not related to the promotion of the objectives of the Newburyport Elementary PTO.
3. The Newburyport PTO shall not participate (or intervene) in any political campaign on behalf of, or in opposition to, any candidate for public office.
4. The Newburyport PTO shall cooperate with the teachers and administration of the Bresnahan, Nock and Molin Schools to support the improvement of education.
5. The Newburyport PTO may cooperate with other organizations and agencies concerned with child welfare, but persons representing the Newburyport PTO shall not make commitments that bind the Newburyport PTO.

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Article V

1. Membership in the Newburyport PTO shall be open to all parents, guardians and teachers of the Bresnahan, Nock and Molin Schools. Each parent or guardian of a current student is a voting member of the PTO (hereinafter “member”, “membership” and/or “general membership”).
2. The Principals of the Bresnahan, Nock and Molin Schools shall be considered as sitting advisors and/or consultants.
3. There shall be no dues assessed of its members.

Article VI

1. Officers of the Newburyport PTO shall consist of: Two Co-Presidents; Vice President; Treasurer; Assistant Treasurer; Secretary; Two Parent Vice Presidents, Bresnahan (PreK/K); Two Teacher Vice Presidents, Bresnahan (PreK/K); Two Parent Vice Presidents, Bresnahan (1-3); Two Teacher Vice Presidents, Bresnahan (1-3); Two Parent Vice Presidents, Molin; Two Teacher Vice Presidents, Molin; Two Parent Vice Presidents, Nock; Two Teacher Vice Presidents, Nock; Two Co-Cultural Enrichment Chairs; Technology Chair, Communications Chair. The following Officers shall constitute the Executive Board: Co-Presidents; Vice President; Secretary; Treasurer; Two Parent Vice Presidents, Bresnahan (PreK/K); Two Teacher Vice Presidents, Bresnahan (PreK/K); Two Parent Vice Presidents, Bresnahan (1-3), Two Teacher Vice Presidents, Bresnahan (1-3); Two Parent Vice Presidents, Molin; Two Teacher Vice Presidents, Molin; Two Parent Vice Presidents, Nock; and Two Teacher Vice Presidents, Nock.
2. These officers shall be elected by consensus of the membership. The Assistant President and Assistant Treasurer shall serve two-year terms, the first as Assistant President/Assistant Treasurer and the second as President/Treasurer. All other officers shall serve for a one-year term or until their successors are duly elected and appointed. In the event that a consensus cannot be reached, an officer shall be elected by a majority of the members then present.
3. The Secretary shall draw up the slate of officers from a list nominated by members of the Newburyport PTO.
4. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board committee unless or until a new officer is elected by consensus of the membership at a meeting duly called and with a quorum present to fill the vacancy for the unexpired term.
5. Officers shall assume their official duties at the close of the current school year of their election (i.e. last day of school in June following their election.)
6. The PTO Executive Board may approve expenditures outside the budget up to \$500 by a majority vote. Anything greater than \$500 must be submitted as a Funding Proposal to the Financial Review Committee.

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Article VII

Duties of the Officers:

1. The Co-Presidents and Vice President shall preside at all meetings of the organization and of the Executive Board. The Co-Presidents and Vice President shall coordinate the work of the officers and committees, in order that the objectives and mission of the Newburyport PTO may be promoted. The Co-Presidents and Vice President will serve as the PTO representative and/or spokesperson at meetings with other school and citizen organizations. They shall act as a liaison to the school department, city government, and any larger bodies which effect may affect educational policies and/or Bresnahan, Nock and Molin School students and families.
2. The Secretary shall record the minutes of both the general and the Executive Board meetings, publish the minutes in the Newburyport PTO newsletter and on the school website, direct mail to the proper Officers and keep records and correspondence on file.
3. The Treasurer shall receive all monies of the organization; shall keep an accurate record of receipts and expenditures; and shall pay out funds in accordance with the approval of the Executive Board. She/He shall present a financial statement at every meeting and at other times when requested by the executive board; and shall make a full report at the end of the current school year. He/She shall coordinate with an accountant to prepare and file PTO federal/state taxes.
4. The Parent Vice Presidents for each of the schools shall be responsible for coordinating with the respective Principals on each school's needs; reviewing and researching funding proposals that originate from their school to present to the PTO Financial Review Committee and to the general membership; oversee the planning of social events sponsored by the PTO at their respective school; and oversee and/all volunteers to ensure that all schools have hospitality events. For social events, this role provides a central point-of-contact for volunteers managing PTO activities (these may include, but are not limited to: Meet, Greet and Eat picnic, School Dances, Movie Nights, Open House, Bingo) to ensure events are scheduled and managed in a timely and cost-efficient manner, and to ensure that each event creates a welcoming environment for parents and families at the Bresnahan, Nock and Molin Schools.
5. The Co-Cultural Enrichment Chairs shall be responsible for planning enrichment activities suitable for all grade levels, in coordination with the Bresnahan, Nock and Molin Schools' teachers and administrations, and within the curriculum frameworks for the Newburyport Public Schools. The Co-Cultural Enrichment Chairs will be given an annual budget by the PTO Executive Board and will plan enrichment programs within the parameters of that budget. When directed by the Executive Board, the Co-Chairs may also apply for grant monies to supplement these programs.

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Article VII cont'd

6. The Technology Chair will be proficient in website design and management using WordPress, PHP, HTML and CSS, and including third party integration such as PayPal, Square Market, database management, MailChimp and relevant social networking applications.

Responsibilities will also include:

- Website design and management: Site updates, server configuration, online store for programs, PayPal and/or Square account implementation, domain registrations for sub sites, etc.
- Email campaign design and management
- List management as related to the volunteer database and mail server
- Technology innovation to keep the PTO up-to-date with modern technology as a means to stream-line communication, volunteer management and more
- Timely, responsive problem-solving for technology issues
- Commitment to establishing, communicating and teaching best practices regarding the use of PTO tech resources

The Technology Chair will work in conjunction with the Communications Chair and Treasurer, and will have full administrator rights to the PayPal and Square online payment accounts in order to facilitate interactivity with PTO-related websites. They should be consulted when any chair or volunteer intends on setting up new PTO-related websites or using a 3rd party solution for events/fundraisers such as the ASEP, Gift Wrap, Science Fair, etc. and will be responsible for all registrations for any 3rd party solution.

7. The Communications Chair shall oversee the PTO website with the Technology Chair. The Communication Chair is responsible for public relations/ marketing within the school district and with outside media sources. (Example -Daily News, Facebook page, Take Home Tuesday)

Article VIII

Financial Review Committee:

1. The Newburyport PTO shall have a Financial Review Committee consisting of eleven (10) members.
2. Financial Review Committee members shall consist of the Treasurer, Assistant Treasurer, one Parent Vice President and one Teacher Vice President from each school. Parent Vice Presidents at each school may alternate participation on the Financial Review Committee with one another. Teacher Vice Presidents may alternate participation on the Financial Review Committee among their partner-teacher at any given school. Teacher-members may each appoint an alternate teacher to attend meetings.

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3. The Treasurer shall act as Chairperson of the Committee. The Financial Review Committee shall review all financial requests (i.e. Funding Proposals) beyond the approved budget. The Treasurer shall call/schedule a Committee meeting to review any funding proposals said meetings to be conducted either in person or via electronic forum (teleconference, Skype, etc.) as determined by the Treasurer. The Committee shall present their recommendation to the Membership, where it will be voted on by the Membership. The Financial Review Committee shall also create and recommend a budget for the following year. This budget shall be presented to the Membership and voted on by the membership.

Article IX

Meetings:

1. There will be a general meeting for all parents, teachers and administrators each month, but this schedule can be changed by the board if necessary. Reasonable advance notice of the meeting and the business to be conducted shall be provided.
2. The Co-Presidents shall schedule meetings of the Executive Board once per month while school is in session. The forum of Executive Board meetings shall be determined by the Co-Presidents (i.e., including but not limited to location, time, in-person or electronic forum such as conference call/Skype/Facetime, etc.). Board Members shall make every effort to attend Board meetings and general meetings.
3. Individual committees will meet as they deem necessary. Directors of committees will recruit people to join their committees.
4. The President(s), Secretary or Vice President may call a special meeting if necessary.
5. For purposes of conducting business of the Newburyport PTO, a quorum shall consist of at least nine (9) members.

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Article X

Amendments:

1. These by-laws may be amended by a two-thirds vote of the membership quorum present and voting.
2. A quorum will consist of nine (9) Newburyport PTO members.
3. Amendments must be available for review by members one week in advance of a vote.

Article XI

Conflicts of Interest:

1. The Newburyport PTO hereby adopts the model conflicts of interest policy attached as Appendix A to the Internal Revenue Service document entitled "Instructions for Form 1023."

Article XII

Dissolution of the Newburyport PTO:

1. The Newburyport PTO shall dissolve upon the closure of the Bresnahan, Nock, or Molin Schools or upon a vote of two thirds of the membership.
2. Upon dissolution of the Newburyport PTO, assets to shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the organization is the located, exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated for such purposes.

To the extent consistent therewith, the last Treasurer of the Newburyport PTO shall use the remaining assets for a charitable purpose as directed by the Executive Board. In the absence of such a directive, said Treasurer shall donate the remaining assets to the Children's Room of the Newburyport Public Library, with the stipulation that all proceeds shall be used to purchase books appropriate for children in grades kindergarten through eight.

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