

SHAKER HEIGHTS HIGH SCHOOL
PARENT TEACHER ORGANIZATION
CODE OF REGULATIONS

Revised Sept 2009

ARTICLE I: NAME

The name of this corporation is the Shaker Heights High School Parent Teacher Organization (“PTO”). It is a local PTO unit organized under the authority of the Shaker Heights Council of Parent Teacher Organizations, Inc. (“Shaker PTO Council”).

ARTICLE II: ARTICLES OF ORGANIZATION

The Articles of Organization of PTO shall include (a) the Code of Regulations of such organization and (b) the Policies of Incorporation of such organization.

ARTICLE III: PURPOSE

Section 1. The purpose of Shaker Heights High School PTO shall be to facilitate the active and informed involvement of all parents/families of children in the Shaker Heights High School to achieve the educational success and well-being of such children. The PTO shall be committed to:

- A. Supporting the highest standards of academic excellence in all learning disciplines and programs that enable children to do their best and become life long learners;
- B. Sustaining an environment that encourages cooperation and collaboration among parents, educators and the community at large in achieving our goals;
- C. Respecting and responding to the physical, psychological, emotional, racial, religious, ethnic and economic diversity that characterizes and enriches the Shaker Heights City School District;
- D. Building an awareness that parent/family/guardian involvement encompasses many roles, ranging from direct involvement with one’s own child’s education, to involvement with activities aimed at improving the overall school environment.

Section 2. Shaker Heights High School PTO is organized exclusively for charitable, scientific, literary or educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code or corresponding section of any future Federal tax code (the “Internal Revenue Code”).

ARTICLE IV: BASIC POLICIES

Section 1. Shaker Heights High School PTO shall be noncommercial, nonsectarian and nonpartisan and shall not endorse any candidate for political office.

Section 2. The name “Shaker Heights High School PTO” and the names of any individuals in their official capacities as officers, members or representatives of PTO shall not be used in any connection with a commercial concern or any partisan interest or for any other reason unless (A) such use is appropriately related to promoting the purpose of PTO as set forth and (B) in the event an individual’s name is to be used, such individual has not objected to such use.

Section 3. Shaker Heights High School PTO shall not, directly or indirectly, participate or intervene in any way, including the publishing or distributing of statements, in any political campaign on behalf of, or in opposition to any candidate for any public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

Section 4. Shaker Heights High School PTO shall work with the Shaker Heights City School District to provide quality education for all children and shall seek to participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to the Shaker Heights Board of Education.

Section 5. Shaker Heights High School PTO may cooperate with other community-based, governmental, sectarian and non-sectarian organizations and agencies concerned with child welfare, but persons representing Shaker Heights High School PTO in such matters shall make no commitments that bind Shaker Heights High School PTO without obtaining Shaker Heights High School PTO approval.

Section 6. No part of the net earnings of Shaker Heights High School PTO shall benefit, or be distributed to, its members, directors, trustees, officers or other private persons except that Shaker Heights High School PTO shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of Shaker Heights High School PTO as set forth in Article III.

Section 7. Notwithstanding any other provision contained herein, Shaker Heights High School PTO 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 (B) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 8. In the event of the dissolution of Shaker Heights High School PTO, after paying or adequately providing for the debts and obligations of Shaker Heights High School PTO, the remaining assets shall be distributed to one or more nonprofit funds, foundations or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Section 9. Shaker PTO Council shall not legislate for the Shaker Heights High School PTO. However, Shaker PTO Council shall establish a structure for the PTO Units which shall be included in the Shaker Heights High School PTO's Code of Regulations.

Section 10. Shaker Heights High School's Code of Regulations and all amendments thereto shall be subject to the approval of Shaker PTO Council and shall not conflict with the Shaker PTO Council's Articles of Organization.

ARTICLE V: SHAKER PTO COUNCIL MEMBERSHIP

The members of Shaker PTO Council are each of the individual units of Shaker PTO: Boulevard PTO, Fernway PTO, Lomond PTO, Mercer PTO, Onaway PTO, Woodbury PTO, Shaker Heights Middle School PTO and Shaker Heights High School PTO (each a "PTO Unit").

ARTICLE VI: MEMBERSHIP IN SHAKER HEIGHTS HIGH SCHOOL PTO

Section 1. Membership in the Shaker Heights High School PTO shall be determined as follows:

A. Each employee of the Shaker Heights High School and each parent or legal guardian of a student attending the Shaker Heights High School shall automatically and at no cost be a voting member of the Shaker Heights High School PTO. Membership in Shaker Heights High School PTO shall continue so long as such person is employed by Shaker Heights High School or has a child who is a student at Shaker Heights High School.

B. Each employee of the Shaker Heights City School District who is not otherwise a voting member of a PTO Unit shall automatically and at no cost be a voting member of the individual PTO Unit which such employee designates. Membership in such PTO Unit shall continue so long as such person is employed by the Shaker Heights City School District and is not otherwise a voting member of a PTO Unit.

Section 2. Membership in Shaker Heights High School PTO shall be made available without regard to physical, psychological, emotional, racial, religious, ethnic or economic status.

Section 3. Each member of Shaker Heights High School PTO shall be eligible to vote in Shaker Heights High School PTO and to serve in any of Shaker Heights High School PTO's elective or appointive positions.

ARTICLE VI: PTO UNIT REPRESENTATION AT SHAKER PTO COUNCIL MEETINGS

Section 1. Each PTO Unit shall be represented at meetings of Shaker PTO Council and All Schools Meeting(s), by such PTO Unit's President (or such PTO President's designee) and First Vice President. Each PTO Unit shall be entitled to only one vote on PTO Council for each such position even if the PTO Unit has decided to have more than one person serve in such position (e.g. Co-Presidents). PTO units may, at their discretion, elect a Council Representative to attend PTO Council Meetings. In the event that a PTO unit chooses to elect a Council Representative, that Council Representative will not have an additional vote on PTO Council, but may vote for either the President or Vice President in their absence.

Section 2. Any member of a PTO Unit may attend any meeting of Shaker PTO Council.

ARTICLE VII: PTO UNIT RELATIONSHIP WITH SHAKER PTO

Section 1. Shaker Heights High School PTO is a member of Shaker PTO Council and shall be organized under the authority of Shaker PTO Council. Each Shaker PTO Unit shall have a committee which corresponds to each Shaker PTO Council committee organized under the same Vice Presidents. Shaker PTO Units are able to organize other committees as a majority of their members affirm.

Section 2. The Code of Regulations of each PTO Unit is subject to the approval of Shaker PTO Council and shall not conflict with the Articles of Incorporation or the Code of Regulations of Shaker PTO Council. Any provision of a PTO Unit Code, which conflicts with the Articles of Incorporation or the Code of Regulations of Shaker PTO Council, shall be null and void.

Section 3. Each PTO Unit shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of such PTO Unit. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of Shaker PTO Council.

Section 4. The status of each PTO Unit as a member of Shaker PTO Council shall be subject to termination, and its membership shall be revoked, if a PTO Unit fails to comply with the Code of Regulations of Shaker PTO Council. When considering revoking the membership of a PTO Unit, Shaker PTO Council shall give notice of noncompliance by convening a meeting of the PTO Unit's members at least thirty (30) days prior to the PTO Council meeting at which the termination is to be considered. Notice shall be given. The decision to terminate a PTO Unit shall be determined by the affirmative vote of three-quarters (3/4) of Shaker PTO Council.

Section 5. Upon revocation of its membership, a PTO Unit shall be obligated to:

- A. Yield up and surrender all its books, records, assets and property to Shaker PTO Council or to another PTO Unit organized under the authority of Shaker PTO Council;
- B. Cease and desist from the further use of any name that implies or connotes association with Shaker PTO; and
- C. Carry out promptly, under the supervision and direction of Shaker PTO Council, all proceedings necessary or desirable for the purpose of dissolving such PTO Unit.

Section 6. A PTO Unit that is disbanding or withdrawing from Shaker PTO shall notify Shaker PTO Council.

ARTICLE VIII: PTO UNIT OFFICERS AND THEIR ELECTION

Section 1. The Shaker Heights High School PTO Unit officers are as follows: The officers of Shaker Heights High School PTO shall consist of a President, a First Vice President, a Secretary, a

Treasurer, a Chairperson of the Nominating Committee, a Vice President for Communication, a Vice President for Educational Enrichment, a Vice President for Financial Management, a Vice President for Outreach, and a Vice President for Parent Education and Advocacy. Each position may at the discretion of the Nominating Committee, be held jointly by two (2) people. In the event that neither the President nor First Vice President of the Shaker Heights High School PTO can attend a Shaker PTO Council meeting, the Shaker Heights High School PTO President can send an alternate. It is the responsibility of the President to inform the alternate of the Council business so the alternate can make an informed decision if a vote takes place.

Section 2. The officers of the Shaker Heights High School PTO shall be elected annually at the March PTO Meeting by the members of the Shaker Heights High School PTO. With the exception of the Treasurer, the officers shall assume their official duties at the conclusion of the Officer Installation at the May PTO meeting. The Treasurer's term shall coincide with the fiscal year of the Shaker Heights High School PTO. All terms shall be for one (1) year or until the installation of a successor to the office, whichever comes later. The May meeting is comprised of two parts. First the outgoing Shaker Heights High School PTO Executive Committee members conduct their last meeting and install the incoming Shaker Heights High School Executive Committee members. Following the closing of this portion of the meeting, the newly installed Shaker Heights High School PTO Executive Committee members will immediately convene their first meeting.

Section 3. A person may serve more than one (1) year in succession in the same office only upon showing of cause and at the discretion of the Nominating Committee. However, a person holding the office of President or Vice President may serve for only one year in that office. In no circumstances shall any person be eligible to serve more than two (2) consecutive terms. A person holding the office of Treasurer should serve for two (2) consecutive terms.

Section 4. No person may hold the office of President or First Vice President of the Shaker Heights High School PTO and serve simultaneously as an officer of another PTO Unit or of PTO Council. This means that (1) an officer or other member of PTO Council can serve only on PTO Council in one capacity; (2) Unit Presidents and First VP's are not allowed to serve as officers of other PTO Units, thus allowing them to concentrate on their primary PTO Unit; and (3) PTO Council officers would be able to serve as officers of other PTO Units (but not as President of First VP) – for example the Vice President for Advocacy could also serve in that role for a PTO Unit.

Section 5. The Shaker Heights High School PTO shall elect annually, no later than January 31, a Nominating Committee, chaired by the Chairperson of the Nominating Committee, according to procedures set forth in the Shaker Heights High School PTO Code. The Nominating Committee shall, at a minimum consist of three (3) members and one (1) alternate selected from members of the Shaker Heights High School PTO Executive Committee, and three (3) members and one (1) alternate selected from the membership at large. The Nominating Committee shall function for one (1) year from the time of its election or until the election of its successors, whichever occurs later. The members of the Shaker Heights High School PTO shall be kept informed of the Nominating Committee membership and shall have the opportunity to submit names of potential PTO leaders to the Nominating Committee. The Nominating Committee shall strive to identify persons who have potential to assume leadership positions in the PTO and shall seek opportunities for their participation. The Nominating Committee shall nominate one (1) eligible person for each office to be filled. The slate of nominations shall be submitted to all members of the Shaker Heights High School PTO at least one (1) month prior to the election. At the time of the election, additional nominations may be made from the floor; provided, that any such nominator shall submit the written consent of the nominee to the Secretary. The membership of the Nominating Committee and those nominated for office shall, so far as is possible, reflect the diversity of the Shaker Heights High School community.

Section 6. A vacancy occurring in any elective office of the Shaker Heights High School PTO shall be filled for the remainder of the unexpired term by an eligible person elected by the PTO Executive Committee. Prior notice of the meeting at which this election is to take place shall be provided to all members of the Shaker Heights High School PTO.

ARTICLE IX: DUTIES OF PTO OFFICERS

Section 1. Elected PTO officers shall perform the duties set forth below.

Section 2. The President or Co-Presidents ("President") shall preside at all meetings of the PTO and its Executive Committee, may appoint the chairpersons of any committees of the PTO, shall coordinate the work of the officers and committees of the PTO in order to promote the purpose of the PTO, and shall serve as the official spokesperson for the Shaker Heights High School PTO. The President may serve in an advisory role on the Nominating Committee if invited to do so by the Chairperson of the Nominating Committee. The President shall also serve as a member of the Shaker PTO Council.

Section 3. The First Vice President shall be the President-Elect. In the absence of the President, the First Vice President shall preside and perform the duties of the President. The First Vice President shall succeed to the office of the President upon termination of the term of the President for any reason. The First Vice President shall represent the Shaker Heights High School PTO at Shaker PTO Council meetings and shall report back to the Shaker Heights High School PTO as requested.

Section 4. The other Vice Presidents shall act as aides to the PTO President. In the absence of the First Vice President, the President may designate any other Vice President to perform the duties of the President in the President's absence.

Section 5. The Secretary shall keep the minutes of all Shaker Heights High School PTO and Executive Committee meetings, and shall insure that notice of meetings is sent to PTO members unless that responsibility is delegated to another officer by the PTO.

Section 6. The Treasurer shall perform the following duties:

A. The Treasurer shall have charge of all of the funds of the Shaker Heights High School PTO, shall collect and keep a full and accurate account of all monies of the PTO, shall keep a full and accurate account of receipts and expenditures, and shall make disbursements in accordance with the approved Shaker Heights High School PTO budget. The Treasurer shall be responsible for the maintenance of books of account and such records as conform to the requirements of the Shaker Heights High School PTO Code.

B. The Treasurer shall present a financial statement at every meeting of the PTO and at such other times as requested by the PTO's Executive Committee and shall make a full report annually.

C. The Treasurer shall have the PTO's accounts examined at least once per fiscal year by an auditing committee or by a person deemed qualified by the PTO's Executive Committee. When the Treasurer's accounts are determined to be correct, those who did the audit shall sign a statement at the end of the Treasurer's report which shall be presented annually at the first meeting of the Shaker Heights High School PTO.

D. The Treasurer shall secure a non-profit Institutional fidelity bonding policy. The expenditure involved in securing the bond is a legitimate expense for the PTO.

Section 7. The Chairperson of the Nominating Committee shall preside over all meetings of the Nominating Committee.

Section 8. The Vice President for Communication shall oversee the publicity of the Shaker Heights High School PTO and its activities, work with the PTO Council to develop a district calendar, provide support in communicating and promoting the mission, programs and activities of the PTO, and serve as a liaison between the Shaker Heights High School PTO and the PTO Council Vice President for Communication.

Section 9. The Vice President for Educational Enrichment shall strive to strengthen the partnership and collaboration between parents and educators to address the educational needs of the students, and serve as a liaison between the Shaker Heights High School PTO and the PTO Council Vice President for Educational Enrichment.

Section 10. The Vice President for Financial Management shall oversee the budget process for the PTO, develop financial plans for the PTO's income and expenses, work with PTO Council to develop a standardized budget process, work with Shaker PTO Council and other PTO Units to discuss fundraising ideas and plans, and serve as a liaison between the Shaker Heights High School PTO and the PTO Council Vice President for Financial Management.

Section 11. The Vice President for Outreach shall strive to enhance the accessibility and effectiveness of the Shaker Heights High School PTO as a resource for all families, work with Shaker PTO Council to enhance efforts to retain students at transition points in the educational process, and serve as a liaison between the Shaker Heights High School PTO and the PTO Council Vice President for Outreach.

Section 12. The Vice President for Parent Education and Advocacy shall strive to provide education and training opportunities for parents/families to enable them to better support the educational success and well-being of their children and to provide a forum/process through which parents can promote issues, policies and practices that are beneficial to the educational success and well-being of children, and serve as a liaison between the Shaker Heights High School PTO and the PTO Council Vice President for Parent Education and Advocacy.

Section 13. The PTO officers may, if necessary, delegate their assigned authority and duties to other officers of the PTO. Elected PTO officers shall perform their duties in addition to such other duties as may be designated by the Executive Committee. PTO officers shall collect and maintain documents helpful to their positions and shall deliver to their successor all official materials (which may include minutes of meetings, annual reports, notebooks, etc.) by the end of the school year, except the Treasurer who shall do so by the end of the fiscal year.

ARTICLE X: PTO EXECUTIVE COMMITTEE

Section 1. The Shaker Heights High School PTO Executive Committee shall be composed of the PTO's elected officers, together with the Principal of Shaker Heights High School (or his/her representative) and a representative selected by the teachers of Shaker Heights High School. It may include other members as the PTO deems necessary and elects.

Section 2. The Executive Committee shall transact necessary day to day business, fill vacancies in elective positions, and perform such duties as set forth in this PTO Code and in the Standing Rules of the Shaker Heights High School PTO.

Section 3. The presence of a majority of the members of the Executive Committee at a meeting shall constitute a quorum for the transaction of business. Decisions shall be made and motions carried by a majority vote of Executive Committee members present and voting.

ARTICLE XI: PTO MEETINGS

Section 1. The Shaker Heights High School PTO shall hold at least four (4) general membership meetings during the school year which may or may not coincide with Executive Committee meetings. Additional general membership and/or Executive Committee meetings may be held as necessary.

Section 2. At least five (5) days prior to a general membership meeting of the Shaker Heights High School PTO, notice of the meeting shall be delivered to the membership of the PTO. The notice shall state the date, time and place of the meeting. Notice shall be delivered by any means reasonably expected to reach members.

Section 3. Special meetings of the Shaker Heights High School PTO may be called by the President of the PTO or by a majority of the PTO's Executive Committee. At least twenty-four (24) hours prior to the special meeting, notice shall be given to membership of the PTO. The notice shall contain the date, time, place and purpose(s) of such special meeting. No business other than that

stated in the notice shall be transacted at such special meeting. Notice shall be delivered by any means reasonably expected to reach members.

Section 4. Any member of the Shaker Heights High School PTO who wishes to object to the holding of a meeting on the basis of prior notice must do so at the beginning of the meeting. Failure to make an objection shall constitute a waiver of lack of notice.

Section 5. Business shall be transacted by the Shaker Heights High School PTO members present at a meeting. Decisions shall be made and motions carried by a majority of the PTO members present and voting.

Section 6. The Shaker Heights High School PTO shall hold its first general membership meeting of the year during the month of September. At this meeting, (A) the PTO's budget for the coming fiscal year shall be presented for approval, and (B) the results of the annual audit shall be presented.

Section 7. All meetings of the Shaker Heights High School PTO's general membership and of its Executive Committee shall be held at Shaker Heights High School or at another Shaker Heights School District facility as designated by the Executive Committee.

Section 8. The privilege of holding office, introducing motions, debating issues and voting shall be limited to members of the Shaker Heights High School PTO. Each member shall be entitled to exercise one (1) vote upon any matter properly submitted to the members of PTO for their vote. No member may vote by proxy.

ARTICLE XII: PTO COMMITTEES

The Shaker Heights High School PTO may create committees as deemed necessary to accomplish the purposes of the PTO.

ARTICLE XIII: FISCAL YEAR

The fiscal year of the Shaker Heights High School PTO shall begin on July 1 and end the following June 30.

ARTICLE XIV: PARLIAMENTARY AUTHORITY

Roberts Rules of Order Newly Revised shall govern the transaction of business at meetings of the Shaker Heights High School PTO in all cases in which they are applicable and in which they are not in conflict with this Code of Regulation.

ARTICLE XV: AMENDMENTS

Section 1. The Code of Regulations may be amended at any regular meeting of the Shaker Heights High School PTO by a two-thirds (2/3) vote of the members present and voting, provided that written notice of the proposed amendment is published at least thirty (30) days prior to the date of the meeting at which action is to be taken.

Section 2. A committee may be appointed to submit a revised set of this Code of Regulations as a substitute for the existing Code of Regulations only by a two-thirds (2/3) vote of PTO. The procedure for action on amendments set forth in Section 1 above shall be followed.

ARTICLE XVI: LAWS OF THE STATE OF OHIO FOR NONPROFIT CORPORATIONS

Shaker Heights High School PTO is incorporated as a nonprofit corporation under the laws of The State of Ohio.