

HARRITT ELEMENTARY PARENT-TEACHER CLUB BYLAWS

June 2025

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ARTICLE I: Name

The name of this nonprofit organization shall be the Harritt PTC, operating as the Parent Teacher Club (PTC) for Harritt Elementary School (Harritt Elementary).

ARTICLE II: Nonmembership

This corporation (Harritt PTC) shall have no members.

ARTICLE III: Office

The mailing address of the PTC on file with the Secretary of State is 2112 Linwood St NW, Salem, Oregon, 97304. The mailing address of the principal office is where all federal and state agencies send notifications of annual reports, annual filing fees, and other vital information as to the operations of the Corporation. The principal office may be changed by a resolution of the Executive Board and filing such change with the Secretary of State, Corporation Division (and notification to all other governmental agencies with regulatory authority of the Corporation, such as the Internal Revenue Service).

ARTICLE IV: Objectives

The objectives of the Harritt Elementary Parent Teacher Club are:

- A. To promote and support the Mission of Harritt Elementary; to provide the K-5 children of our community an opportunity to learn through the values of stewardship deeply rooted in the uniqueness that Harritt offers. Our school is the heart of the West Salem community. It is a meeting place that fosters an environment where students, parents, staff, and the community work together as partners in the educational process to achieve success for all children.
- B. To promote the welfare of children and youth in the school community.
- C. To support adequate laws for the care and protection of children and youth.
- D. To bring the home and school closer together, parents, school staff, administration, and the community may cooperate in the child's training.
- E. To promote unity between educators and the public, such joint efforts will ensure that every child gains the greatest benefits in physical, mental, social, and moral growth.
- F. To serve as a fundraising organization to assist Harritt Elementary and further the above objectives.

ARTICLE V: Philosophy and Mission Statement

The PTC's program will focus on education and social initiatives, structured around conferences, committees, projects, and special events related to the community and schools. It aims to support the school through diverse activities without interfering with its administrative operations or policies.

Mission Statement: To foster a strong partnership between parents, teachers, and the community, dedicated to enriching the educational experience and well-being of every student at Harritt Elementary.

ARTICLE VI: Board of Directors

Section 6.1 General Powers

A Board of Directors shall manage the affairs of the corporation.

Section 6.2 Number

The Executive Board shall consist of not fewer than three nor more than seven Directors, the specific number to be determined by a resolution of the Executive Board. The number of Directors may be changed from time to time by amendment to these Bylaws, provided that no decrease in the number shall have the effect of shortening the term of any incumbent Director.

Section 6.3 Qualifications

Any person interested in the welfare of youth attending Harritt Elementary, living in the Harritt Community, or who has a student attending Harritt Elementary, and is willing to uphold the Bylaws, is qualified to serve on the Executive Board.

This organization shall be open to any person without regard to race, national origin, religion, disability, geographic location, economic circumstance, mobility, native language, sexual orientation or gender identity and to any biological or adoptive parents, any adult having the legal care or custody of a child enrolled at Harritt Elementary. In addition, the board of directors shall also be open to Harritt Elementary staff and residents or owners of businesses located within the Harritt Elementary boundaries who are interested in contributing their time and efforts to the purposes of this organization.

6.4 Initial Directors

The initial Directors named in the Articles of Incorporation shall serve until the first annual meeting of the Executive Board.

6.5 Successor Directors

Successor Directors shall be elected at the annual meeting of the PTC in June. The terms of the Directors shall be set so that the terms shall be staggered to the extent possible.

Section 6.6 Voting

All matters of business of the organization, except as otherwise specified in the Bylaws, may be brought to the Executive Board of Directors for a vote.

- A. This organization shall meet once a month during the school year (September to June) unless otherwise determined by the Executive Board. The Executive Board or Harritt Elementary may change a regularly scheduled Harritt PTC meeting in the event of a conflict with school schedules, holidays, or emergencies. The agenda of each meeting shall be announced at the start of the meeting.
- B. A quorum necessary to conduct business shall consist of three (3) persons of the Executive Board of Directors. Decisions will be made by consensus when possible. All motions presented in regular and/or special meetings will be decided by a majority vote of the Executive Board of Directors at the meeting.

ARTICLE VII: Officers

Section 7.1 Nominations

The PTC shall conduct nominations and elections for all officer positions in an open, transparent, and fair manner. Any person in attendance may nominate themselves or another attendee for any officer position. Nominations shall be accepted at the annual general meeting. Each nominee shall be allowed to address the group and respond to questions about their candidacy. Following the conclusion of the nomination and question period, elections shall be held, with the Executive Board of Directors in attendance entitled to cast a vote. The candidate securing a majority of votes for a given position shall be declared the duly elected officer.

Section 7.2 Officer and Election Terms

The minimum officers of this organization shall be President, Vice President, and Treasurer. Officer positions will be considered a part of the Executive Board of Directors, along with other roles detailed in Article VII.

The terms of office are for two (2) years. Officers shall be nominated at the last regularly scheduled meeting of the year. Officers, even when only one person volunteers or consents to serve, shall be elected by a majority vote by the Executive Board of Directors attending the annual meeting. Officers shall assume their official duties upon the end of the school year. A person shall not be eligible to serve more than two consecutive terms (four years) in the same office.

Section 7.3 Vacancies

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote from the Executive Board. In case a vacancy occurs in the office of the President, the Vice President or Treasurer shall serve for the unexpired term.

Section 7.4 Recalls

A majority vote of the Executive Board may recall any officer. Recall votes shall only be taken at regularly scheduled meetings or special meetings called by the Harritt PTC Executive Board and only when a motion to accept a recall vote has been announced at the previous Harritt PTC meeting.

Section 7.5 Duties of President

The President shall preside at all meetings and shall coordinate the work of the officers, committees, and attendees so that the aims of the group may be promoted. Additionally, the President, in collaboration with school staff representatives, officers, and the Executive Board of Directors, is responsible for preparing an agenda for regularly scheduled PTC meetings. The President will also have the authority to preside over meetings of the Executive Board. The President shall be granted one (1) vote on the Executive Board of Directors.

President:

- Facilitates Harritt PTC and Executive Board meetings
- Has the authority to call special meetings with the approval of the Executive Board
- Acts as a party signatory to all bank accounts, holds a debit card for the checking account.
- Monitors the activities of the Community Outreach Coordinator and Volunteer Coordinator
- Arranges for a Spanish language interpreter to be at all Harritt PTC meetings
- Ensures all handouts for Harritt PTC meetings are translated into Spanish and printed
- Ensures all monthly Harritt PTC newsletters and flyers are translated into Spanish and distributed through the appropriate channels
- Collects teacher requests for funds, presents them to the Executive Board for approval, and turns them over to the Treasurer

Section 7.6 Duties of Vice President

The Vice President shall act as an aide to the President and shall perform the duties of the President in the absence or inability of that officer to serve. The Vice President shall be granted one (1) vote on the Executive Board of Directors.

Vice President:

- Facilitates Harritt PTC and Executive Committee meetings if the President is absent
- Arranges for child care for Harritt PTC meetings
- Coordinate Staff Appreciation and Recognition Committee by Harritt PTC
- Checks Harritt PTC mail and answers correspondence or distributes contents as needed
- Arranges for refreshments to be provided at all Harritt PTC meetings

- Acts as a party signatory to all bank accounts, holds a debit card for the PTC checking account

Section 7.7 Duties of Treasurer

Treasurer shall receive all money of the PTC, shall keep an accurate record of receipts and expenditures, and shall pay out of the funds per the approved budget as authorized by the Executive Board of Directors. The Treasurer shall provide receipts with the Corporate Employee Identification Number (Tax ID) to all donors as documentation and acknowledgment of their gifts. The Treasurer shall present a financial statement at every meeting of the PTC and shall make a full report at the annual meeting. The treasurer shall file and maintain all financial reports and similar records. At the close of each tax year, the Treasurer shall prepare any financial statement, file any necessary returns or forms applicable to State and Federal tax or corporate agencies. The treasurer may engage a certified public accountant (CPA) for this purpose if approved by the board. The Treasurer shall be granted one (1) vote on the Executive Board of Directors.

Treasurer:

- Organizes and maintains financial records to submit as needed to Harritt PTC, Salem-Keizer School District, and the IRS
- Prepares written Treasurer's reports and presents them at Harritt PTC meetings
- Presents funds for deposit into the Harritt PTC Trust bank account(s)
- Arranges for payment of appropriate bills through the Harritt PTC Trust bank account(s)
- Organizes and balances financial statements
- Directs the annual budget request process
- Establishes and maintains the teacher's "Request for Funds" forms
- Acts as a party signatory to all bank accounts, holds a debit card, and account checkbook
- Enforces a 10-day window for receipt submission; failure to comply will result in the procedures outlined in Section 13.3.
- Ensures all paperwork to maintain our Non-profit status with the Department of Justice is turned in
- Ensures the PTC maintains its annual corporate registration with the state

Section 7.8 Duties of Other Elected Positions

Secretary:

The secretary shall record the minutes of the monthly meetings and Executive Board meetings. Minutes will be available to all meeting attendees upon request. The Secretary shall be the custodian of the official records of the Parent Teacher Club. The Secretary shall compile and maintain a digital repository, accessible to the Executive Board, containing, but not limited to, the current job descriptions of all officers, the official bylaws of the organization, minutes of all meetings, and such other official records and documents pertinent to the duties of the respective officers. The Secretary will perform such other duties as delegated by the President. The Secretary shall be granted one (1) vote on the Executive Board of Directors.

Secretary:

- Attends monthly Harritt PTC and Executive Board meetings

- Prepares and distributes monthly Harritt PTC and Executive Committee meeting agendas in coordination with the President and Vice President
- Records the minutes of the monthly PTC and Executive Board meetings in writing
- Sends copies of the minutes to the President with enough time for translation
- Collects Harritt PTC business from the President, Principal, Volunteer Coordinator, and Community Outreach Coordinator, and compiles information into a monthly Harritt PTC Newsletter and submits to the President for approval
- Manages the Harritt PTC social media accounts and website
- Creates monthly Harritt PTC meeting flyers and submits them to the President for approval
- Sends notes of appreciation to guests, speakers, and staff when appropriate

Volunteer Coordinator:

The Volunteer Coordinator will manage and organize the involvement of parents and community residents in various school-related activities and events. The Volunteer Coordinator shall be granted one (1) vote on the Executive Board of Directors.

Volunteer Coordinator:

- Recruits and maintains a database of volunteers
- Develops and maintains volunteer interest forms in digital format
- Ensures that volunteers have passed District Criminal Background checks before volunteering at a Harritt PTC event, held at the school and during school hours.
- Acts as the point of contact for volunteers at all Harritt PTC community events, or delegates to another willing officer
- Works closely with other officers to ensure the specified number of volunteers is recruited

Community Outreach Coordinator:

The Community Outreach coordinator will focus on building and maintaining relationships between the school, local community, and various stakeholders to support school initiatives and enhance community involvement. The Community Outreach Coordinator shall be granted one (1) vote on the Executive Board of Directors.

Community Outreach Coordinator:

- Contact businesses for sponsorships and donations for all Harritt PTC fundraisers and community events
- Works to bridge the gap between our school and local businesses by sending notes of appreciation or student thank-yous when appropriate
- Utilizes time in the summer for finding sponsors for “Fun Run”/”Jog-A-Thon”
- Works closely with the Principal and/or Office Manager to find food donations for Staff in-service meals
- Works closely with the Vice President to collect donations for Staff Appreciation and Recognition

Director at Large:

The Director at Large will represent the interests of the executive committee and provide support across various activities and initiatives. The Director at Large shall be granted one (1) vote on the Executive Board of Directors.

Director at Large:

- Assists Harritt PTC officers by chairing or serving on committees
- Brings topics of discussion to Executive Board meetings
- Understands by-laws
- Acts as a liaison between the PTC and Harritt teachers, facilitating communication and collaboration
- Acts as a liaison between the PTC and Harritt parents/families, facilitating communication and collaboration

ARTICLE VIII Meetings

Section 8.1 Regular Meetings

- A. Regular meetings of the PTC shall be held once a month on the day agreed upon by the Executive Board and Principal. Once agreed upon and set for the school year, it shall not be varied without the consent of the majority and notice widely distributed to the public. All meetings will be held at Harritt Elementary unless otherwise noted.
- B. PTC meeting minutes will be posted on the Parent Teacher Club Website after regularly scheduled meetings, as well as be available at the next regularly scheduled PTC meeting.
- C. A quorum necessary to conduct business shall consist of no less than three (3) Executive Board of Directors. Decisions will be made by consensus when possible. A majority vote from the Executive Board of Directors present at the meeting will decide all motions presented in regular and/or special meetings.

Section 8.2 Annual Meetings

The annual meeting of the Parent Teacher Club shall be convened as the final regularly scheduled meeting of the academic year. The primary agenda for this meeting shall encompass the election of officers and any additional positions for the Executive Board. Furthermore, the annual meeting shall serve as a platform for the presentation of comprehensive reports from the outgoing officers, encompassing a detailed yearly budget report and a recap of significant events and accomplishments from the concluded year.

Following the conclusion of the annual meeting, the outgoing Executive Board and the newly elected Board shall convene a joint meeting in June to facilitate a seamless transition of responsibilities, knowledge transfer, and ensure continuity in the operations and initiatives of the Parent Teacher Club.

ARTICLE IX Executive Board

Section 9.1 Composition

The Executive Board shall consist of the officers of the PTC plus anyone appointed to serve in an elected position.

Section 9.2 General Powers

The duties of the Executive Board shall be:

- A. Between meetings, the necessary bills and business affairs of the PTC shall be managed by the Executive Board. In addition, the Executive Board shall conduct such other business as is referred to it by the PTC and Harritt staff.
- B. To create standing committees.
- C. To present reports at the regular meetings.
- D. To maintain the best financial interest of the non-profit.
- E. Appoints a temporary officer to fill any vacancy until a candidate is elected to fill the vacancy.

Section 9.3 Board Committees

The Board, by resolution adopted by a majority of the Directors then in office, may designate and appoint one or more standing or temporary committees, each of which shall consist of two or more Directors.

Such Board committees shall have and exercise the authority of the Directors in the management of the Corporation, subject to such limitations as may be prescribed by the Board; except that no committee shall have the authority to: (a) amend, alter or repeal these Bylaws; (b) elect, appoint or remove any persons of any other committee or any Director or officer of the Corporation; (c) amend the Articles of Incorporation; (d) adopt a plan of merger or consolidation with another corporation; (e) authorize the sale, lease or exchange of all or substantially all of the property and assets of the Corporation not in the ordinary course of business; (f) authorize the voluntary dissolution of the Corporation or revoke proceedings therefor; (g) adopt a plan for the distribution of the assets of the Corporation; or (h) amend, alter or repeal any resolution of the Board which by its terms provides that it shall not be amended, altered or repealed by a committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board or any individual Director of any responsibility imposed upon it, him, or her by law.

Section 9.4 Executive Board Meetings

Meetings of the Executive Board shall be held once a month on the agreed-upon day. The first Executive Board meeting is to be held in conjunction with the previous Executive Board following the last meeting of the school year in June. This meeting is to hand over all necessary items, including passwords and knowledge, etc. The first meeting for the new Executive Board shall be held in June, and the bylaws should be reviewed and signed. Summer meetings in June, July, and August will pertain to business matters, including officer nominations, annual

meeting agendas, budget proposals, officer reports, and any other matters related to the upcoming school year.

Section 9.5 Quorum

A majority of the Executive Board in office attending a meeting shall constitute a quorum for transacting business at any meeting of the Board. If there is not a quorum, the meeting will not convene and will be canceled without further notice until a quorum is present.

Section 9.6 Manner of Acting

The act of a majority of the Officers present at a meeting at which a quorum is present shall be the act of the Executive Board unless the act of a greater number is required by law, by the articles, or by these bylaws.

Section 9.7 Compensation

Officers, as such, will not receive any stated salaries for their services, but by resolution of the Executive Board, each may be reimbursed for reasonable and necessary expenses incurred in discharging his or her duties as an officer and in furtherance of the purposes of this PTC. Nothing herein contained shall be construed to preclude any Officer from serving the PTC in any other capacity and receiving compensation therefore.

Section 9.8 Action Without a Meeting

Without a Meeting, any action required by law to be taken at a meeting of the Executive Board, or any action which may be taken at a meeting of the Officers, may be taken with consent in writing, setting down the action so taken, shall be signed by all the Officers. Such consent shall have the same force and effect as a unanimous vote.

Section 9.9 Telephone Meetings

The Executive Board of Directors or any committee designated by the Executive Board may participate in a meeting of the Executive Board or any committee through conference telephone or similar communications equipment. This is as long as all persons in the meeting can hear each other. Such participation in a meeting shall constitute presence in person at the meeting.

Section 9.10 Conflicts of Interest

- A. A conflict of interest transaction is a transaction with the PTC in which a Director has a direct or indirect interest. A Director is considered to have an interest in a transaction if another entity of which the Director is a general partner, officer, or has a material interest, is a party to the transaction.
- B. A transaction involving a conflict of interest is not voidable nor the basis for imposing liability on the interested Director if the transaction is fair to the corporation and is

approved by the Executive Board, provided the material facts of the transaction and the Director's interest are fully disclosed or known to the Board.

- C. Approval of such a transaction requires the affirmative vote of a majority of the Directors on the Executive Board who have no direct or indirect interest in the matter. The presence of, or a vote cast by, a Director with a direct or indirect interest does not affect the validity of the action if the transaction is otherwise approved as required. A transaction may not be authorized, approved, or ratified under this Section by a single Director.

Section 9.11 Conflict Resolution

The Parent Teacher Club is committed to fostering an environment of open communication and mutual respect. In the event of a conflict or grievance, the following procedures shall be observed:

1. **Informal Resolution:** Initial concerns or complaints should be addressed through direct and respectful communication between the involved parties.
2. **Mediation:** If direct communication does not resolve the issue, the parties involved may voluntarily agree to participate in mediation facilitated by a neutral third party mutually agreed upon by the parties.
3. **Formal Complaint:** If informal resolution and mediation are unsuccessful or inappropriate, a formal written complaint may be submitted to anyone on the Executive Board. Such complaints may be submitted anonymously if the complainant so desires.
4. **Board Review and Response:** Upon receipt of a formal complaint, the Executive Board shall conduct a thorough and impartial review of the matter. The Board shall then formulate a formal written response, which shall be shared with the complainant and, if appropriate, the broader PTC meeting attendees.
5. **Appeal:** Should the complainant find the Board's response unsatisfactory, they may appeal the decision at a regularly scheduled PTC meeting. The Executive Board shall consider the matter and, by majority vote, determine the final resolution.

ARTICLE X Loans to Officers

Loans are prohibited. The PTC may make no loan to its Executive Board or Officers.

ARTICLE XI Actions Against Officers

The Corporation shall indemnify to the fullest extent permitted by the Oregon Nonprofit Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise, (including an action, suit or proceeding by or in the right of the Corporation,) by reason of the fact that the person is or was an Officer of the Corporation.

ARTICLE XII Fiscal Year

The fiscal year of the PTC shall begin on the first day of September and end on the last day of August each year.

ARTICLE XIII Budget Process

Section 13.1 Annual Budget

The annual proposed budget shall be presented and discussed by the Executive Board before the PTC's annual meeting. The budget shall be finalized and set during the organization's annual meeting. Any changes to the budget can be made during the year with a 2/3 approval vote of the Executive Board present at the meeting.

Section 13.2 Budget Requests

Budget requests can be made and approved by the Executive Board present at the meeting in which the budget item is discussed, with the understanding that implementation of proposed budget items will be up to the discretion of Harritt Elementary administration and the Executive Board.

Requests can also be made throughout the fiscal year during regular meetings, based on the school's needs. Approval of additional budget items and or adjustments to the annual budget can be made with a 2/3 approved vote of the Executive Board present during regular monthly meetings.

Urgent requests for funding can be made through a formal "Funds Request Form" sent via email or in paper form to the Executive Board. The Executive Board may approve up to \$500 without a meeting if it can be proven that the request is urgent. This approval will be based on one hundred percent (100%) approval from the Executive Board. Request, proof of urgency, and approval are to be brought forward at the next meeting.

13.3 Reimbursements

All requests for reimbursement must be accompanied by original, itemized receipts and submitted within ten (10) days of the expenditure. Failure to adhere to this requirement, absent prior written communication and approval from the Treasurer, shall result in the forfeiture of the right to reimbursement and may, at the discretion of the Executive Board, impact future access to PTC funds or bank accounts.

ARTICLE XIV Parliamentary Authority

The most recent edition of Robert's Rules of Order shall govern this PTC in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

Article XV Amendments

These Bylaws may be amended at any regular PTC meeting by a two-thirds affirmative vote of the Executive Board present and voting, provided notice of the proposed amendment shall have been given at the previous meeting.

ARTICLE XVI Dissolution

In the event that Harritt PTC is dissolved, all of its assets shall be distributed in accordance with the decisions or plans made, therefore, by the previous year's Executive Board and consistent with these Bylaws and Articles of Incorporation.