

**PARENT TEACHER ENRICHMENT GROUP OF
PINELLAS PREPARTORY ACADEMY, INC.**

BYLAWS

Article I – Purpose

Section 1. Name of Organization

This Organization shall be called Parent Teacher Enrichment Group of Pinellas Preparatory Academy, Inc of Largo, Florida (PTEG).

Section 2. Purpose of Organization

1. To promote the welfare of Pinellas Preparatory Academy (PPA) students in home, school, and community.
2. To encourage cooperation and meaningful dialogue between Pinellas Preparatory Academy (PPA) students, their families, and PPA Administration and Staff.
3. To develop, organize, and promote programs and activities to benefit PPA students and their families.

Section 3. Type of Organization:

PTEG is organized exclusively for the charitable, scientific, literary or educational purposes within the meaning of section 501C(3) of the Internal Revenue Code or corresponding Section of any future Federal tax code (hereinafter “Internal Revenue Code”).

Article II – Membership and Dues

Section 1. Membership in the PTEG shall be made available to any individual who subscribes to the Purpose of PTEG, without regard to race, color, creed or national origin, under such rules and regulations not in conflict with the provisions of these bylaws.

Section 2. Only current members of PTEG shall be eligible to participate in the business meetings, or to serve in any if its elective or appointive positions.

Section 3. Annual dues shall be established by the Board of Directors. Dues shall be payable in advance. The dues and fiscal year will begin on July 1 each calendar year and thereafter run through June 30. PTEG shall conduct an annual enrollment of members, but persons may be admitted to membership at any time.

Article III – Finances

Section 1. The activities of the Association shall be financed by annual dues of the members or any other means as approved by the Board of Directors.

Section 2. The fiscal year shall begin on July 1 and shall terminate on July 30, annually.

Article IV - Meetings

Section 1. Annual Meeting

The annual meeting of the association shall be held in May at a time and place designated by the president and published at least 30 days in advance of the meeting.

Section 2. Regular Meetings

The association shall meet on the second Wednesday of each month during the school year unless otherwise provided by the Board of Director or Executive Committee. No less than one business day's notice shall be given of a change of date.

Section 3. Special Meetings

A special meeting of the association may be called at any time by the president or, in his absence, by the vice president. It shall be their duty to call such a meeting whenever so requested in writing by a minimum of five (5) members of the association.

Section 4. Meeting Notice

Notice of the time and place of all meetings shall be conveyed by an acceptable means of written or electronic communication sent by the secretary to each member five (5) days before the date thereof.

Section 5. Quorum

- (a) **General Membership Meetings.** The presence at a meeting of five members shall constitute a quorum.
- (b) **Board of Directors Meetings.** The presence at a meeting of 50% of voting board members shall constitute a quorum. Proxies are not allowed.

Section 6. Voting

- (a) At every meeting each member shall be entitled to cast one vote which must be cast in person.
- (b) A majority vote of 51% of those members present, unless otherwise stated in the by-laws, is required for approval on any item brought for vote before the membership or board of directors.

Section 7. Meeting Procedure

The president, or in his absence, the vice president, shall preside at all meetings. Procedures shall be conducted according to Robert's Rules of Order.

Article V – Officers

Section 1. Elected Officers

Elected officers of this association shall be a President, a Vice President, a Secretary, and a Treasurer. No person shall hold two (2) or more offices at the same time. The officers shall be members of the board of directors during their terms of office.

Section 2. Election and Term of Office

A slate of officers nominated by the nominating committee and approved by the board of directors shall be presented to the members for vote no later than 10 days prior to the annual meeting. Nominations may be accepted from the floor during the annual meeting. Only those persons who have consented to serve if elected shall be nominated for or elected to such office. Officers shall be elected by the members at the annual membership meeting. All officers shall be elected for a one-year term. Officers shall not be eligible to serve more than three consecutive terms in the same office. Officers so elected shall begin their term of office no later than 30 days after the annual meeting.

Section 3. Qualifications for Office

Any current member of the association shall be eligible for nomination and election to the position of President, Vice President, Secretary, or Treasurer.

Section 4. Vacancies / Removal / Resignation

All vacancies in any office shall be filled by the board of directors without undue delay. The board of directors may remove any officer by a two-thirds vote of the entire board at any time with or without cause at either a regular meeting of the board or a special meeting called for that purpose.

Any officer may resign, which resignation shall be effective on giving written notice to the President, unless the notice specifies a later time for the resignation to become effective.

Section 5. Compensation

Officers shall serve without compensation. Nothing herein shall preclude any officer from receiving reimbursement for reasonable expenses as may be fixed or determined by resolution of the board of directors.

Section 6. Duties of Officers

(a) The President shall be the executive officer and chairman of the board of directors of the association and shall preside at all meetings. He shall also serve as a member, ex-officio, with right to vote, on all committees except the nominating committee. He shall make all required appointments of standing and special committees with approval of the board of

- directors. He shall be the official spokesman of the association in matters of public policy.
- (b) The Vice President shall, in the absence of the President or upon his direction, perform all the duties of the President. The Vice President shall have such other powers and perform such duties as from time to time may be prescribed by the board of directors.
 - (c) The Secretary shall be in charge of the association's records. He shall be responsible for mailing of notices and see to the recording of all the official proceedings of the executive committee and board of directors.
 - (d) The Treasurer shall be in charge of the association's funds. He shall oversee the collection all member dues and/or assessments; have established proper accounting procedures for the handling of the association's funds; be responsible for the keeping of funds in such financial institutions or investments as approved by the board of directors; and report on the financial condition of the association at all meetings of the directors or as requested by the President.

Article VI – Board of Directors

Section 1. Composition of Board

The Board of Directors shall consist of the elected officers, the chairs of the standing committees, the principal of PPA or a representative appointed by him, and not more that two current association members and/or PPA.

Section 2. Authority and Responsibility

The governing body of the Association shall be the Board of Directors. The Board of Directors shall have supervision, control, and direction of the affairs of the association, its committees and publications; determine its policies, supervise the disbursement of its funds; may adopt such rules and regulations for the conduct of it business as shall be deemed advisable, and in the execution of the powers granted, delegate certain of its authority and responsibility to the executive committee.

Section 3. Qualifications

To be qualified to serve as a director, a person must be a current association member or a student at PPA.

Section 4. Election and Term of Office

Directors shall be elected by the members during the annual meeting except for certain vacancies as provided in Section 5 of the Article V. They shall be elected to a one-year term. A slate of directors nominated by the nominating committee and approved by the board of directors shall be presented to the members for vote no later than 10 days prior to the annual meeting. Nominations may be accepted from the floor during the annual meeting. Directors so elected shall begin their term of office no later than 30 days after the annual meeting.

Section 5. Vacancies / Removal / Resignation

All vacancies of directors shall be filled by vote of the board of directors without undue delay to complete the remaining term of the director so replaced. The board of directors may remove any director by a two-thirds vote of the entire board at any time with or without cause at either a regular meeting of the board or a special meeting called for that purpose.

Any director may resign, which resignation shall be effective on giving written notice to the President unless the notice specifies a later time for the resignation to become effective.

Section 6. Compensation

Elected directors shall serve without compensation. Nothing herein shall preclude any director from receiving reimbursement for reasonable expenses as may be fixed or determined by resolution of the board of directors.

Section 7. Execution of Instruments

The board of directors, except as otherwise expressly provided in these by-laws, may, by resolution, authorize any officer or agent of the association to enter into any contract and deliver any instrument in the name of and on behalf of the association and such authority may be general or confined to specific instances.

Article VII – Executive Committee

Section 1. Composition

The executive committee shall be composed of the President, who shall serve as chairman of the committee, Vice President, Secretary, and Treasurer.

Section 2. Authority

The executive committee shall have the authority to make recommendations to the board of directors and to make interim decisions, in accordance with these by-laws and any policies/procedures enacted by the board, on behalf of the board until such time as the board takes action.

Article VIII – Committees

Section 1 Committees

The board of directors shall establish committees, including standing committees, special committees, ad hoc committees, and task forces. The President appoints the chairs of the committees unless otherwise provided by these by-laws.

Section 2. Standing Committees

The board of directors shall establish standing committees each of which shall be chaired by a member of the board as designated by the President and approved by the board. Standing committees shall include: a nominating committee, and fund raising committee.

Section 3. Nominating Committee

The nominating committee is responsible for presenting a slate of qualified members for open officer and director positions. The committee shall consist of no less than three current members, each having a minimum of one year of Association membership.

Section 4. Fund Raising Committee

The fund raising committee is responsible for planning, developing and executing fund raising programming for the benefit of the members, PPA students and their families.

Article IX – Books and Records

The association shall keep at its principal office, correct and complete books and records of account; written minutes of the proceedings of its meetings, the original or a copy of the by-laws as amended to date, and a record giving the names and addresses of all current members along with the date and manner of any membership that has been terminated. All books and records of the association may be inspected by any member, his or her agent or attorney, at any reasonable time and for any reasonable purpose, where such member has provided a written request to the association.

Article X – Amendments

These by-laws may be amended by the affirmative action of a two-thirds majority of the board of directors at any duly convened meeting. Amendments shall be published and made available to the membership within 60 days of becoming effective.

Article XI – Construction and Definitions

As used in these by-laws, the male gender includes the female and neuter, the singular includes the plural, and vice versa.

Article XII – Dissolution

The association shall use its funds only to accomplish the objectives and purposes specified in these by-laws and the articles of incorporation. No part of said funds shall inure, or be distributed, to the members of the association. On dissolution of the association, any fund remaining shall be distributed to one or more regularly organized and qualified charitable, education, or other not for profit industry related organization to be selected by the board of directors.