

ARTICLE I Name and Address

Section 1: Name

The official name of this organization shall be known as the Echo Canyon Parent/Teacher Organization and is hereinafter referred to as the PTO.

Section 2: Address

The official mailing address is 4330 N 62nd St, Scottsdale, AZ 85251.

ARTICLE II Purpose

The PTO's purpose is to:

1. Support ECS teachers and staff
2. Enrich the school experience for our students
3. Nurture and grow the Echo Canyon community
4. Market the school to increase enrollment

ARTICLE III Membership, Dues, Fiscal Calendar

Section 1: Role and Purpose of Membership

Membership assists the PTO in achieving its purpose of working with parents and teachers to support and build a better community with greater connections from home to school. Membership is a mechanism to increase engagement and involvement. It may, at times, also be used as a fundraising mechanism, at the discretion of the Board of Directors. However, the primary purpose of membership shall always be to increase engagement.

Members have the opportunity to identify priorities for the PTO, elect the PTO Board of Directors, volunteer through joining a committee, attend PTO meetings, meet and network with other family members and/or staff, and receive PTO communications and updates.

Members can choose to be as involved as they prefer. They are not obligated to volunteer on committees nor attend meetings, but are welcomed and encouraged to do so at their own discretion.

Section 2: Annual Survey

Annually, the Board of Directors shall distribute a survey to all members, affording them the opportunity to identify their top three priorities in which they want the PTO to focus in the following school year. The Board of Directors shall review survey results and compile the most common priorities.

Section 3: Annual Membership Meeting

An Annual Membership Meeting shall take place and all Members shall be invited. The purpose of the Annual Membership Meeting includes the following objectives: 1) network and build connections amongst Members; 2) meet the newly elected Board of Directors for the following school year; 3) encourage members to sign up to join committees for the following school year; 4) present final priorities for the following school year.

Section 4: Membership Qualifications

Any parent, guardian, or other adult standing in loco parentis for a current ECS student may be a member and shall have voting rights. Any current ECS staff and faculty employee may be a member and have voting rights.

Final approval of membership shall be vested in the Board.

Section 5: Term of Membership

Membership will be active through the end of the fiscal year. Renewal will occur based on eligibility at the beginning of the new year (as defined above in section 4). Individuals can become a Member at any time during the year.

Section 6: Dues

Dues for membership shall be determined by the PTO Board of Directors as part of the annual budgeting process. The Board of Directors has authority to determine whether or not dues shall be required from year-to-year. If the Board of Directors chooses to charge dues for membership, the dollar amount set for dues must not be cost-prohibitive and consideration must be made to affordability. The assessment of dues must not become a hardship nor deterrent for family members and/or staff to join.

Section 7: Fiscal Calendar

The PTO Fiscal Year will align with that of the school's fiscal year and begin on July 1st of every year and will conclude on June 30th of every year.

**ARTICLE IV
Board of Directors**

Section 1: Establishment of Board of Directors

The PTO shall be governed by an elected Board of Directors. A minimum of nine (9) and maximum of thirteen (13) Directors are elected annually to serve on the Board and perform the duties as defined herein. Seats shall be filled by a majority of parent, guardian, or other adult standing in loco parentis with a maximum of three (3) seats filled by ECS staff or faculty. Directors may not be a member of the school administration team.

Section 2: Duties and Powers

The duties of the Board of Directors shall be to transact business between meetings, create standing rules and policies, create standing and temporary committees, prepare and submit a budget, approve routine bills, and prepare reports and recommendations to the membership. The

Board of Directors is responsible for all governance and oversight of the activities of the PTO.

Section 3: Eligibility

Any PTO member is eligible to be nominated, added to the ballot, and elected by the general Membership as a Director. If a member of the Echo Canyon School community is nominated for a Director position but is not yet registered as a Member, they must register as a Member before being added to the ballot.

Section 4: Elections

Qualified PTO Members may submit nominations to the Executive Committee of the Board. Once nominated, the Executive Committee of the Board or their designee must reach out to the nominee to confirm interest, confirm membership, and then add to the ballot. All nominees must submit a brief bio to be included on the ballot. An electronic ballot shall be distributed to all Members annually. If a Director seat is contested, the candidate receiving the most votes by simple majority will be the elected Director. Newly elected Directors will be announced on or prior to the Annual Membership Meeting. Elections each year will only pertain to open board seats - as such, there will generally only be a handful of new Directors being elected and added to the Board each year.

Section 5: Director Terms

Once a Director is elected to the Board, they may continue to serve on the Board as long as they choose and are in good standing, but no less than one year. Each May, the Executive Committee of the Board shall confirm whether current Directors are in good standing and wish to continue to serve on the Board for the following school year. Those Directors who are in good standing and choose to continue to serve on the Board for the following school year may continue to do so and do not need to be re-elected. If a Director chooses to resign from the Board or is removed from the Board for any other reason, that Director's seat will now be open and the Executive Committee of the Board must seek nominations to fill the seat and add the vacancy to the ballot.

Section 6: Attendance

To remain in good standing, Directors shall attend a minimum of 60% of Board Meetings held per school year and not miss no more than two (2) consecutive meetings.

Section 7: Vacancies

In the event of a Director vacancy, Members will fill the vacancy through an election at the next regular Board meeting.

Section 8: Removal

Directors, including Officers, can be removed from office by a two-thirds vote of the Board of Directors (assuming a quorum) at a regular meeting where previous notice has been given. Reasons for removal are any of the following:

- Poor attendance.
- Failure to fulfill the duties of their office.
- Ethical violations.

ARTICLE V
Officers and Executive Committee of the Board

Section 1: Officers

Directors may be elected to serve as Officers, including a President, Vice-President, Secretary, and Treasurer. The Officers make up the Executive Committee of the Board. In addition to the duties listed below, each officer must be familiarized with the current approved bylaws, and attend Regular Meetings and Executive Meetings as scheduled. If Dues are charged, officers shall pay said dues.

- a. **PRESIDENT:** The President serves as the official representative of the PTO and as an ex officio member of all committees to ensure that the purpose of the organization is served. The President shall preside over meetings of the organization and the Board of Directors.
- b. **VICE-PRESIDENT:** At the request of the President, or in the event of the President's absence or inability, the Vice-President may possess and perform any and all the duties of the President.
- c. **THE SECRETARY:** The secretary shall keep all records of the organization, publish minutes, the bylaws, and any other paper or digital records requested or referenced at meetings.
- d. **THE TREASURER:** The Treasurer shall keep and maintain correct books and records of the PTO's financial accounts. The Treasurer shall present to the Board of Directors annually all state and federal forms verifying the PTO's status with any entities governing the finances of the PTO and maintain the administration thereof.

Section 2: Eligibility

Officers must be elected Directors in good standing who are serving on the PTO Board of Directors. Officers may not be any person who is not on the Board of Directors nor a member of certified staff nor school administration. Qualification as Officer requires ability to fulfill Officer Term as defined in section three (3) below.

Section 3: Officer Terms and Limits

Officer terms are two (2) years. The inaugural Board of Directors may establish tiered term limits to ensure that all four (4) Officers do not turn over at the same time. Thereafter, all will be two-year terms so that each year at least two offices will become vacant. With the President and Vice-President being on alternate terms. No individual may hold more than one Officer position at any one time. An Officer may serve no more than two (2) consecutive terms of two (2) years each in the same office. Once an Officer has served two (2) consecutive terms, they must step down from the Officer role, but may continue to serve as a Director. After hitting a term limit and stepping down from the Officer role, that Director may be reelected to the Officer position after a different Director has filled the office for at least one (1) term. In the event that no additional candidates are nominated, an exception to the term limit may be made for one (1) additional two (2) year term.

Officer term limits have no forbearance on Director terms. As an example, a Director may serve as President for two (2) consecutive terms (a total of four (4) years). When they step down from the Officer role of President, they can continue to serve as a Director on the Board and may choose to run for a different Officer position if desired.

Section 4: Officer Elections

The election of Officers is an internal process that happens within the Board of Directors and is not open to the entire general Membership. Directors will nominate each other and vote on who amongst them will serve in the Officer roles. Officer elections shall take place annually during the Annual Board Meeting for the following year.

Section 5: Executive Committee of the Board

Officers make up the Executive Committee of the Board and may hold regular closed Executive Committee meetings as appropriate and necessary. The Executive Committee of the Board shall also serve as the Finance Committee and make final budget and activity recommendations to the full Board of Directors at the beginning of each school year. Committee Chairs shall submit proposed budgets and activities to the Executive Committee of the Board annually. The Executive Committee of the Board will review proposals and make recommendations to the full Board of Directors for a vote. Once proposals are approved, the Executive Committee of the Board shall entrust the Committee Chair to implement necessary activities with regular updates to the full Board of Directors as necessary and appropriate.

Section 6: Vacancies

Should an Officer leave mid-term, a special election will be held to determine which existing Director will fulfill the remainder of the term.

ARTICLE VI Committees

Section 1: Committee Membership and Roles

A committee may consist of parents, guardians, family members, community members, and staff of Echo Canyon School, with the president acting as an ex officio member of all committees. Committees may be formed by a majority vote of the Board. The Board will have the authority to appoint the chairperson of the committee. Each chairperson will have the authority to appoint members to their committee. Each chairperson will be responsible to provide at minimum, monthly updates of committee business and proposals to the Executive Team. Additionally, each committee chairperson will be responsible for maintaining fiscal records including budget and expenditures. Committee members need not be Members of the PTO, but shall be encouraged to register as Members when appropriate and possible.

The tactical execution of PTO priorities and objectives shall take place via the Committees.

Section 2: Standing Committees

The standing committees of this PTO shall be as follows:

- a. Communications: The Communications Committee shares the happenings and needs of the PTO with the ECS community. This may include via the PTO website, publications, newsletters, social media, and other platforms of communication.
- b. Events: The Events Committee plans and oversees all fundraising and social activities of

the PTO.

- c. Marketing: The Marketing Committee is charged with promoting ECS to prospective families in an effort to increase student enrollment.
- d. Merchandise: The Merchandise Committee procures and sells ECS apparel and merchandise.
- e. Membership: The Membership Committee attracts the ECS community to join the PTO and participate in PTO-sponsored events. The Membership Committee is responsible for conducting all elections and presenting the election results to the PTO. They are also charged with the replacement of any officers and/or directors who have been removed and shall oversee the voting on the removal of any officer and/or directors.
- f. Teacher Engagement & Appreciation: The Teacher Engagement & Appreciation Committee ensures that all ECS staff is recognized and appreciated by the community in addition to creating opportunities for ECS staff to provide input into the activities of the PTO.
- g. Exploration Friday: The Exploration Friday committee organizes regular hands-on learning opportunities for all ECS students at the direction and participation of the school administration.
- h. Garden Support: The Garden Committee recognizes the important role that the campus gardens have at ECS. This committee ensures the gardens are cared for and maintained, and incorporated into student instruction and the activities of the school and PTO.

Section 3: Special Committees

A special committee may be formed and maintained at the discretion of the Board of Directors or by a majority vote of the general membership.

ARTICLE VII Meetings

Section 1: Regular Board Meetings

There shall be regular Board meetings held monthly, at a time and place designated by the Executive Officers. Notice of each meeting date shall be provided at the preceding meeting and on the official website of the PTO. The purpose of Regular Board Meetings is governance and oversight over the operations and activities of the PTO, including but not limited to receiving updates from the Committees, offering feedback, ensuring financial transparency and stewardship, and voting on changes if/when necessary. All Regular Board Meetings shall be considered open meetings, with the opportunity for any non-Directors to attend and listen-in. When non-Directors are present, there must be a designated time on the agenda for such non-Directors to offer insight and share feedback - this will be known as the "Call to the Public."

Section 2: Special Meetings

Special meetings of the Board of Directors may be held at the discretion of the Executive Committee of the Board or by petition of ten (10) percent of the active PTO members in good standing. Notice of any special meeting shall be given to all PTO members at least two (2) days prior to such meetings. A special meeting may act only on the matters for which the meeting was called and be clearly defined as an open meeting for all PTO members or a closed meeting open to only the Board of Directors.

Section 3: Executive Committee Meetings

The Executive Committee of the Board shall establish regular meetings at the discretion of the President. A summary of Executive Committee meetings shall be provided at each Regular Board Meeting. Executive Committee meetings are closed meetings, open only to the Executive Committee of the Board.

Section 4: Committee Meetings

Each committee shall determine dates and times of their meetings. Committees shall keep minutes and provide them to the Executive Committee of the Board upon request but no less than bi-annually of the fiscal year. The Chair of each committee shall set the agenda for committee meetings and appoint a committee member to take minutes. Committee chairs will provide written updates to the Secretary seven (7) days prior to a Regular Board Meeting.

Section 5: Annual Membership Meeting

An Annual Membership Meeting shall take place annually and all Members shall be invited. The purpose of the Annual Membership Meeting includes the following objectives:

- A. Network and build connections amongst Members
- B. Introduce the newly elected Board of Directors for the following school year
- C. Encourage members to sign up to join committees for the following school year

Section 6: Annual Board Meeting

The Annual Board Meeting shall take place annually and after the Annual Membership Meeting. The purpose of the Annual Board Meeting is to Elect Officers for the following year and schedule meeting(s) in preparation for the upcoming fiscal year.

Section 7: Quorum and Procedures

A majority of the Board of Directors must be present to constitute a quorum at any Regular Board Meeting or special meeting. No voting shall take place at any meeting in which a quorum is not present.

All meetings shall be conducted under Robert's Rules of Order-Newly Revised unless otherwise specified.

ARTICLE VIII
Voting

Section 1: Voting at Meetings

All issues to be voted on shall be decided by a simple majority of Board Members present at the

meeting in which the vote takes place.

All Board Members are entitled to cast one vote each on all matters brought forth at any Regular Board Meeting.

Guests may speak on any matter if recognized by the President, but are not allowed to vote.

ARTICLE IX

Finances

Section 1: Budget

A tentative budget shall be drafted annually for the upcoming fiscal year and approved at the earliest reasonable meeting by a majority vote of the Board Members present.

The Executive Committee of the Board shall fulfill the role of Finance Committee and approve all expenses of the organization.

Section 2: Accounting

The Treasurer shall keep accurate records of any disbursements, income, and bank account information.

The treasurer shall file all forms required by the Internal Revenue Service (IRS) according to the deadlines and requirements for that of this organization.

Two authorized signatures shall be required on each check over the amount of \$2,500.00. Authorized signers shall be the President and Treasurer.

The Treasurer shall present bi-annual financial reports to the Board of Directors.

Section 3: Fiscal Year.

The fiscal year shall coordinate with the school year.

Section 4: Dissolution

Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills, and with the majority of the active Board Members' approval, spent for the benefit of the school.

ARTICLE X Records

Section 1: Form of Record

Minutes from each general, special, executive, and committee meeting shall be taken and will serve as the official record of the meeting. Other books and records shall be kept in written or electronic form and shall be maintained by the PTO's Secretary.

Section 2: Annual Report

The Board shall publish or cause to be published an annual report providing the state of the PTO. The annual report shall be provided at the first Regular Board Meeting of each fiscal year and will detail the previous year's finances, actions, activities, and review current board members and roles.

ARTICLE XI Amendments

Section 1: Continuity

The By-Laws will be in effect at all times.

Section 2: Amendments to the By-Laws

A proposed amendment to the By-Laws must be submitted in writing to the Executive Committee of the Board who will evaluate the proposal and will submit it electronically with their recommendations to the Board of Directors at least fifteen (15) days prior to the next regular board meeting. A proposed amendment must be passed by a majority of the Board of Directors present and ratified as in Article XII of these By-Laws.

Section 3: Grandfathering Clause

For use in these by-laws, "grandfathering" will be defined as allowing a new ruling to not apply to situations which occurred prior to the ruling. Grandfathering will be effective on a case-by-case basis as determined by the Executive Committee of the Board.

ARTICLE XII Ratification

Revisions or amendments to these by-laws will become effective upon ratification by a majority of the Board of Directors present.

Approval of the By-Laws

Jessica Scordo moved that the Echo Canyon PTO approve the By-Laws as presented on May 9, 2023; Brett Rogers seconded. The motion was carried unanimously by a voice vote of the Board of Directors. Voting members in attendance included: Jessica Scordo, Ruth Ray, Brett Rogers, Morgan Kane, Stephanie Peyton, Melanie Koger, Kristen Guerin, Jennifer Friedberg, Evelyn Pulido.