

BYLAWS OF  
PARENT-TEACHER ORGANIZATION OF MITTELSTÄDT ELEMENTARY

**ARTICLE ONE**

**Name and Location**

**Section 1. Name.**

The name of this organization shall be the Parent-Teacher Organization of Mittelstädt Elementary (the “Corporation” or the “Organization”).

**Section 2. Location.**

All meetings of the Executive Board may be held at such places within Klein Independent School District (“Klein ISD”) as the Board may designate. The norm should be in-person meetings, with a transfer to an electronic format as needed.

**ARTICLE TWO**

**Purposes and Structure**

**Section 1. Purposes.**

This Corporation is organized exclusively for charitable, literary, and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. The purposes of the Corporation include:

- Raising funds and purchasing personal property and services to be used by students, staff, and faculty of Mittelstädt Elementary School.
- Providing volunteers for educational activities at Mittelstädt Elementary.
- Engaging in other charitable, civic, or educational activities that contribute to the public education of the community.
- Exercising other powers conferred by the laws of Texas on nonprofit corporations, consistent with Klein ISD Parent Support Organization guidelines.

**Section 2. Non-Interference and Status.**

This Corporation shall be self-governing, self-supporting, non-commercial, non-sectarian, nonprofit, and nonpartisan, and shall seek neither to direct the administrative activities of Klein ISD nor to control its policies. The Organization's sole function is to support the educational activities of Mittelstädt Elementary in accordance with Klein ISD Parent Support Organization Guidelines.

### **Section 3. Prohibition on Inurement and Political Activity.**

No part of the net earnings of the Corporation shall inure to the benefit of any director, officer, or private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no director, officer, or private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

### **Section 4. Compliance with Law and District Policies.**

The Corporation shall not conduct or carry on activities not permitted to an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or to which deductible contributions may be made under Section 170(c)(2). The Corporation shall observe Klein ISD Parent Support Organization Guidelines and all local, state, and federal laws applicable to nonprofit organizations and school-related parent organizations.

### **Section 5. Dissolution.**

In the event of dissolution of the PTO, all debts and liabilities shall first be paid or adequately provided for. Thereafter, all remaining assets shall be distributed directly to Mittelstädt Elementary School, consistent with Klein ISD guidelines and applicable law. Dissolution shall occur upon approval by a vote of the membership in accordance with these bylaws and any applicable legal requirements. The PTO officers shall oversee the winding up of the PTO's affairs and the transfer of remaining assets.

### **Section 6. Nonprofit Status.**

The Corporation is organized pursuant to the Texas Nonprofit Corporation Act (or its successor statute) and does not contemplate pecuniary gain or profit. It is organized for nonprofit purposes consistent with Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE THREE**

### **Membership**

#### **Section 1. Membership.**

Membership in this Organization is open to any person who is:

- A parent, guardian, or adult relative of a child or children enrolled at Mittelstädt Elementary School, or
- A faculty or staff member of Mittelstädt Elementary,
- and who agrees to uphold the policies of this Organization and these Bylaws. A maximum of one membership per family unit shall be granted. Membership is voluntary; families are not required to be members for students to participate in activities or to benefit from PTO support.

#### **Section 2. Qualification.**

Eligible persons become members by paying the prescribed membership dues per family per school year, if dues are assessed. Upon payment of dues, a member shall be considered in good standing and entitled to all membership rights and privileges, including the right to vote and to hold office (subject to the additional restrictions in these Bylaws).

#### **Section 3. Membership Drive.**

An annual membership drive shall be conducted as early in the school year as possible, with additional members accepted at any time during the school year.

#### **Section 4. Dues.**

Annual dues shall be assessed in amounts determined by the Executive Board and approved in the annual budget. Dues shall be payable at the beginning of each fiscal year.

#### **Section 5. Definition of “Members” for Voting and Office.**

Only active members in good standing (current on dues, if assessed) shall be permitted to vote or to hold office. Other individuals may volunteer for the Organization but may not vote or hold office.

## **ARTICLE FOUR**

### **Membership Meetings**

#### **Section 1. General Membership Meetings.**

There shall be at least two (2) general membership meetings each year. The annual budget shall be presented for approval at the first such meeting. General meetings should be held on school premises with the permission of the school. Notice of each general meeting shall be provided at least seventy-two (72) hours in advance via campus posting and/or school communication channels and shall include the date, time, and location.

#### **Section 2. Annual Meeting.**

The last general membership meeting each year shall be designated as the annual meeting for the purpose of electing new officers, receiving reports from officers and committees, and transacting other necessary business.

#### **Section 3. Notice.**

Advance written or electronic notice of any general or special membership meeting shall be given to all members of the Organization within a reasonable time prior to the meeting, and not less than ten (10) days prior if amendments to the Bylaws will be considered.

#### **Section 4. Quorum.**

Most of the Executive Board shall constitute a quorum for the transaction of business at any Board meeting. For general membership meetings, those members present and eligible to vote, if at least five (5) active member families are represented, shall constitute a quorum unless otherwise stated in these Bylaws.

#### **Section 5. Voting.**

Each qualified family unit (membership) shall have the right to cast one vote on any matter. The decision of a majority of those voting at a meeting at which a quorum is established shall be binding on the Organization, unless these Bylaws require a greater vote. Voting by proxy is not permitted.

#### **Section 6. Procedure.**

All membership meetings shall be conducted in accordance with the most current edition of Robert's Rules of Order, except where inconsistent with these Bylaws or Klein ISD guidelines.

## **ARTICLE FIVE**

### **Executive Board**

#### **Section 1. Qualification.**

Any member in good standing is eligible to serve on the Executive Board, subject to restrictions in these Bylaws, including but not limited to:

Only one member of a family may serve as an officer at a time (except as co-chairs in the same office).

District employees and administrators may not serve in a financial-capacity officer role that is a signer on the PTO bank account.

#### **Section 2. Powers.**

The Executive Board (“Board”) shall be the governing body of the Organization and shall manage, control, and direct its affairs and property, consistent with Klein ISD Parent Support Organization Guidelines and campus principal oversight. The campus principal:

- Approves formation and continuation of the Organization.
- Receives copies of organizing documents and Bylaws.
- Approves all fundraising activities, donations, and campus-related expenditures.
- Has the authority to discontinue the association of the school with the Organization if it is judged to be disruptive to educational activities or goals.

#### **Section 3. Composition.**

The Executive Board shall consist of:

- Elected officers as set forth in Article Six (at minimum: President, Vice President, Secretary, Treasurer).
- Any additional elected officers established by the Organization.
- Appointed coordinators as set forth in Article Nine, to the extent the Board grants them voting status.
- Ex-officio Board members are described in Article Ten.

#### **Section 4. Duties.**

The Executive Board shall:

- Transact business necessary to establish and administer the programs of the Organization.
- Present reports of the work of the Organization at general membership meetings.
- Set the amount of annual membership dues.

- Approve and submit an annual budget to the membership for approval.
- Review these Bylaws annually with the campus principal or designee and ensure a current copy is on file in the principal's office.
- Ensure compliance with Klein ISD financial and operational guidelines.
- Ensure an annual financial review or audit is conducted as required.
- Deliver all official materials to successors on or before June 30.

### **Section 5. Officer Terms and Service**

- a. Each elected officer shall serve a term of one (1) year beginning July 1 and ending June 30, or until a successor has been elected and assumes office.
- b. Officers may serve multiple consecutive terms provided they continue to meet eligibility requirements and are re-elected by the membership each year.
- c. The Organization shall make reasonable efforts each year to encourage new leadership participation and recruit interested members for officer positions.
- d. In accordance with Klein ISD Parent Support Organization Guidelines, the Organization recognizes the recommendation for leadership rotation in key offices such as President and Treasurer. However, due to varying levels of volunteer participation and organizational needs, officers may continue serving in the same position when no qualified or willing replacement is available and with the knowledge of the campus principal.
- e. No individual may hold more than one elected office at the same time unless temporarily necessary to maintain the operation of the Organization and approved by the Executive Board.
- f. Only one member of the same household may serve as an elected officer at the same time unless approved by the Executive Board due to limited volunteer availability.
- g. Individuals serving in appointed coordinator, chairperson, or committee positions may continue serving annually upon approval of the Executive Board.

### **Section 6. Vacancies and Continuity of Service**

- a. If an officer position remains vacant after elections, the Executive Board may appoint an eligible member to fill the position for the remainder of the term.
- b. In the event that no eligible or willing candidate is available for an officer position, the current officer may remain in the role on an interim basis until a successor is elected or appointed.
- c. The Organization may work in coordination with the campus principal to ensure all officer positions remain filled as necessary for the continued operation of the Organization.

### **Section 7. Compensation.**

Board members shall receive no compensation for their services to the Organization. Board members may be reimbursed for actual, documented, and pre-approved expenses incurred in the performance of their duties, in accordance with the approved budget and financial procedures.

### **Section 8. Resignation.**

A Board member may resign at any time by giving written or electronic notice to the President or Secretary. Such resignation shall take effect upon receipt or later specified in the notice. Acceptance of the resignation is not required for it to become effective.

### **Section 9. Expulsion.**

The Board may expel a Board member when, in its judgment, the best interests of the Organization would be served thereby. Expulsion requires a two-thirds (2/3) vote of the remaining Board members. Expelled Board members forfeit all future officer roles within the Organization.

### **Section 10. Vacancies.**

In the event of death, resignation, or expulsion of a Board member, the remaining Board members may appoint any member in good standing as a successor to fill the vacancy for the remainder of the unexpired term. In the event a Board member is temporarily unable to perform the duties of the office due to illness, injury, or other temporary incapacity, the remaining Board members may appoint an interim replacement to serve until the Board member is able to resume those duties.

## **ARTICLE SIX**

### **Elected Officers and Duties**

The elected officers of the Organization shall include, at minimum: President, Vice President, Secretary, and Treasurer. The Organization may add additional elected roles such as 2nd Vice President, Parliamentarian, or others as needed.

#### **President**

The President shall:

- Preside at all meetings of the Executive Board and general membership.
- Coordinate the work of the Board and committees so that the objectives of the Organization may be promoted.
- Regularly meet (at least monthly) with the designated campus representative regarding PTO activities.
- Regularly meet with the Treasurer to review the Organization's financial position.
- Resolve problems in the membership.

- Select an officer as the designee to receive bank statements (by mail at home or electronically). The designee shall review bank statements and cancelled checks for reasonableness to provide independent review by an individual not involved in disbursement activity.
- Schedule an annual audit or financial review of records or request an audit if the need should arise during the year.
- Create special committees and appoint chairpersons, subject to Board approval.
- Ensure required reports are timely made to the appropriate state and federal agencies and to Klein ISD when necessary.
- Perform any other specific duties outlined in these Bylaws or assigned by the Board.

### **Vice President**

The Vice President shall:

- Act as the President's representative in the President's absence or inability to serve.
- Preside at meetings in the absence or inability of the President to serve.
- Remain familiar with the Organization's activities.
- Perform administrative functions delegated by the President.
- Act as Parliamentarian (expert on Bylaws and Robert's Rules of Order) if no separate Parliamentarian officer is elected and remain familiar with those procedures.
- Perform other specific duties as outlined in these Bylaws or assigned by the Board.

### **Secretary**

The Secretary shall:

- Record the minutes of all meetings of the membership and of the Executive Board in a prescribed format.
- Report on any recommendations made by the Executive Board at general membership meetings.
- Maintain records of minutes, approved Bylaws and any standing rules, current membership list, and committee listings.
- Maintain records of attendance of each member at meetings.
- Conduct and report on all correspondence on behalf of the Organization.
- Publish notices of meetings or other matters as required by these Bylaws.

- Maintain a file of all official documents and ensure that a copy of the Bylaws is kept on file in the campus principal's office.
- Perform other specific duties as outlined in these Bylaws or assigned by the Board.

## **Treasurer**

The Treasurer is the official custodian of the Organization's funds and shall:

- Serve as financial officer of the Organization and shall not be a Klein ISD administrator or employee in a role prohibited from serving as a signer on the PTO bank account, in accordance with District guidelines.
- Serve as chairperson of the Budget and Finance Committee, if such a committee is established in the Bylaws.
- Read and follow Klein ISD's financial management requirements for parent organizations.
- Receive all monies of the Organization, issue receipts for all monies received, and deposit in-person such monies in a bank designated by the Executive Board within a timely period (weekly and more frequently if receipts exceed District thresholds).
- Maintain an accurate and detailed account of all monies received and disbursed.
- Pay out funds with proper documentation and in accordance with the approved budget or as otherwise authorized by the Organization.
- Ensure all disbursements comply with dual-signature requirements and Klein ISD guidelines.
- Reconcile all bank statements upon receipt and promptly resolve any discrepancies with the bank.
- Present current financial reports, including bank statements, reconciliations, and financial statements, to the Executive Board within thirty (30) days of the previous month's end and to the general membership as requested.
- File sales tax reports as required by the Texas Comptroller's Office (monthly, quarterly, or annually), even if no sales tax was collected.
- File annual IRS Form 990, 990-N, 990-EZ, and/or 990-T as required, in a timely manner.
- File current year-end financial reports with the campus principal and District Financial Services Support Department, as required by Klein ISD guidelines.
- Submit records to an audit committee or independent auditor upon request or at year-end.
- Safeguard the Organization's online banking and financial login information.
- Perform any other specific duties outlined in these Bylaws or assigned by the Organization.
- Note: It is strongly recommended, but not required, that the Treasurer have an accounting or bookkeeping background.

## **ARTICLE SEVEN**

### **Executive Board Meetings**

#### **Section 1. Regular Meetings.**

Regular meetings of the Executive Board shall be held during the year at times fixed by the Board at its first meeting. The first Board meeting after July 1 shall include an annual review of these Bylaws with the campus principal or designee.

#### **Section 2. Special Meetings.**

Special meetings of the Executive Board may be declared by the President or by a majority of the members of the Board. Such meetings may take place after every Board member has received at least twenty-four (24) hours' notice, unless such notice is unanimously waived at the meeting.

#### **Section 3. Cancellation.**

If a regularly scheduled Board meeting is cancelled, the Executive Board shall reschedule the meeting at the earliest practical time.

#### **Section 4. Quorum.**

Majority of the Executive Board shall constitute a quorum for the transaction of business at any Board meeting. If less than a quorum is present, a majority of those present may adjourn the meeting and reconvene later without further notice.

#### **Section 5. Attendance.**

A Board member may be subject to removal for failure to attend three (3) regularly scheduled Board meetings during a fiscal year without good cause, as determined by the Board.

#### **Section 6. Procedure.**

All Executive Board meetings shall be conducted in accordance with the current edition of Robert's Rules of Order, except as otherwise provided in these Bylaws or required by Klein ISD.

## **ARTICLE EIGHT**

### **Nomination and Election of Officers**

#### **Section 1. Nominations**

- a. Nominations for elected officer positions shall open no later than thirty (30) days prior to the annual general membership meeting and election. Notice of open nominations shall be provided to the membership by the Executive Board.
- b. Any member in good standing may submit a nomination for an elected office, including self-nominations, provided the nominee has consented to serve if elected.
- c. A Nominating Committee consisting of two (2) or three (3) members may be formed to encourage participation, verify eligibility of nominees, and help ensure representation of the diversity of the school community. The committee may include:
  1. One member selected from the Executive Board;
  2. One member from the general membership; and
  3. One member from the school faculty or staff, if available.
- d. The final list of eligible nominees shall be presented to the membership prior to or during the annual general membership meeting.
- e. Additional nominations may be accepted from the floor on election day, provided the nominee:
  1. Is a member in good standing;
  2. Has consented to serve if elected; and
  3. Is present at the meeting.

#### **Section 2. Elections**

- a. Elections shall be held during the annual general membership meeting, typically in the spring, to ensure newly elected officers are in place for the upcoming fiscal year.
- b. All nominees must be present at the election meeting in order to be eligible for election.
- c. Prior to voting, each nominee shall be given an opportunity to address the membership. Candidates should briefly introduce themselves and explain their qualifications, experience, goals, and what they intend to contribute to the organization if elected.
- d. Voting members must be present at the meeting in order to cast a vote. Voting by proxy or absentee ballot shall not be permitted unless otherwise authorized by these bylaws.
- e. Elections shall be conducted by ballot unless there is only one nominee for an office, in which case the election for that office may be conducted by voice vote.
- f. The nominee receiving the majority of votes cast for each office shall be declared elected.

g. Newly elected officers shall assume their duties on July 1 following their election.

## **ARTICLE NINE**

### **Coordinators and Standing Positions**

#### **Section 1. Standing Coordinators.**

The Organization may maintain the following standing coordinator positions, as needed:

- Volunteer Coordinator
- Spirit Night Coordinator
- Family Night Coordinator
- Hospitality Coordinator
- Sponsorship Coordinator
- Any other coordinator positions the Executive Board deems necessary to carry out the purposes of the Organization.

#### **Section 2. Appointment and Term.**

**a.** Coordinators shall be appointed annually by the Executive Board, with input from the campus principal or designee.

**b.** Coordinators are not considered elected officers. They may serve an unlimited number of consecutive years, subject to annual re-appointment and satisfactory performance.

**c.** Coordinators serve at the pleasure of the Executive Board and may be removed or reassigned by a majority vote of the Board.

#### **Section 3. General Duties.**

Specific duties shall be outlined in written role descriptions approved by the Executive Board. In general:

- The Volunteer Coordinator organizes and coordinates volunteers and volunteer activities and tracks volunteer hours.
- The Spirit Night Coordinator plans and coordinates spirit-night fundraisers with local businesses.
- The Family Night Coordinator plans and coordinates family engagement events.
- The Hospitality Coordinator organizes staff appreciation and hospitality events.
- The Sponsorship Coordinator seeks community and business sponsorships consistent with District policy.

## **ARTICLE TEN**

### **Ex-Officio Board Members**

#### **Section 1. Definition.**

Ex-officio members of the Executive Board shall include the school principal of Mittelstädt Elementary, or a representative appointed by the principal, and any other individuals the principal or District designates as liaisons.

#### **Section 2. Duties and Obligations.**

The principal is the administrative and instructional leader of the school and shall act in an advisory capacity to the Organization. Ex-officio members shall maintain impartiality during Board meetings and shall not have the privilege of making nominations or voting. The principal (or designee) shall approve fundraising activities, donations, and expenditures on behalf of the campus, and has the authority to discontinue the association between Mittelstädt Elementary and the Organization if it is judged to be disruptive to educational activities or goals.

## **ARTICLE ELEVEN**

### **General Financial and Governance Provisions**

#### **Section 1. Fiscal Year.**

The fiscal year of this Organization shall be July 1 through June 30 of the following calendar year.

#### **Section 2. Operating Funds.**

Operating funds shall be maintained in one or more accounts in a financial institution approved by the Executive Board. A financial report shall be presented at each general membership meeting and as requested by the principal or District.

#### **Section 3. Fiscal Responsibility and Bonding.**

All officers having fiscal responsibility may be bonded if required by the Executive Board or Klein ISD. The Organization shall maintain proper internal controls, including dual signatures on

checks and on credit-card statement payments, and shall comply with Klein ISD's requirements regarding debit and credit card usage by parent organizations.

#### **Section 4. Authority to Sign Checks.**

Only the President, Vice President(s), Treasurer, and any other officers authorized by the Board shall have authority to sign checks for Organization expenses. Two (2) authorized signatures are required on all checks and on payments of credit card statements.

#### **Section 5. Annual Statement and Audit.**

The Executive Board shall present at the annual meeting a clear statement of the Organization's financial condition. An annual financial review or audit shall be completed by an audit committee or independent reviewer in accordance with Klein ISD guidelines, preferably by July 1.

#### **Section 6. Tax-Exempt Status / Group Exemption.**

This nonprofit Organization may qualify as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code by becoming a subordinate under an appropriate IRS group exemption recognized by Klein ISD, if available and approved by the district.

#### **Section 7. Conflict of Interest, Document Retention, and Whistleblower Policies.**

If the Organization is incorporated, or as a best practice, the Organization shall adopt written Conflict of Interest, Document Retention, and Whistleblower policies, which shall be attached as appendices to these Bylaws and followed in all operations.

#### **Section 8. Title IX and Nondiscrimination.**

The Organization shall not discriminate based on sex, race, color, national origin, religion, disability, or age, and shall support Klein ISD's compliance with Title IX. Benefits and opportunities provided by the Organization shall be offered equitably to all students in the sponsored group.

## **ARTICLE TWELVE**

### **Amendments**

#### **Section 1. Amendments to Bylaws.**

These Bylaws may be altered, amended, or repealed and new Bylaws adopted at any general membership meeting of the Organization by a two-thirds (2/3) vote of the members present, provided written or electronic notice of the proposed amendments has been given to all members not less than ten (10) days prior to the meeting.

**Section 2. Amendments to Articles of Incorporation (if any).**

If the Organization has Articles of Incorporation, the Executive Board shall adopt a resolution setting forth any proposed amendment thereto, which, if approved by most of the Board, shall then be submitted for a vote at the next general membership meeting of the Organization.

**Section 3. Annual Review.**

These Bylaws shall be jointly reviewed at least annually by the campus principal (or designee) and PTO officers. Updated copies shall be filed in the principal's office and, when required, reported to the IRS and Klein ISD.

**CERTIFICATE OF SECRETARY**

I certify that I am the duly elected and acting Secretary of the Parent-Teacher Organization of Mittelstädt Elementary and that the foregoing Bylaws constitute the Organization's Bylaws. The Bylaws were duly adopted at a meeting of the general membership held on May 7, 2026.

Dated: May 12, 2026

Secretary of the Organization: 