

**FRANKLIN BOROUGH PARENT TEACHER
ORGANIZATION (PTO)**

FRANKLIN BOROUGH SCHOOL
50 WASHINGTON AVENUE
FRANKLIN, NEW JERSEY 07416
973-827-9775 EXT 470

BY-LAWS/CONSTITUTION

ARTICLE I NAME

THE NAME OF THIS ORGANIZATION SHALL BE THE FRANKLIN BOROUGH PARENT
TEACHER ORGANIZATION (PTO)

ARTICLE II PURPOSE

THE PURPOSE OF THIS ORGANIZATION SHALL BE TO:

- A. PROMOTING THE WELFARE OF CHILDREN IN THE HOME, SCHOOL, AND
COMMUNITY.
- B. RAISE MONEY TO BE USED FOR THE ENRICHMENT OF THE CHILDREN OF
FRANKLIN BOROUGH SCHOOL, WITH CONSIDERATION FOR BOTH
EDUCATIONAL FUNCTION AND PHYSICAL ASPECT.
- C. FACILITATE COMMUNICATION AND FOSTER RELATIONSHIPS BETWEEN
FACULTY, PARENTS, AND THE COMMUNITY.

ARTICLE III POLICY

SECTION 1. SAID ORGANIZATION IS ORGANIZED EXCLUSIVELY FOR
CHARITABLE, RELIGIOUS, EDUCATIONAL AND SCIENTIFIC PURPOSES,
INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO
ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS DESCRIBED
UNDER SECTION 501(C) 3 OF THE INTERNAL REVENUE CODE (OR THE
CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE).

SECTION 2. NO PART OF THE NET EARNINGS OF THE ORGANIZATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSONS, EXCEPT THAT THE ORGANIZATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTION IN FURTHERANCE OF SECTION (C) (3) PURPOSES. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE ORGANIZATION SHALL BE THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND ORGANIZATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF, OR IN OPPOSITION TO, ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE ORGANIZATION SHALL NOT CARRY ON OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY AND ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE) OR (B) BY AND ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170 (C) (2) OF THE INTERNAL REVENUE CODE (CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.)

SECTION 3. IT IS THE POLICY OF THIS ORGANIZATION TO ENCOURAGE MEMBERS TO BECOME FULLY INFORMED ABOUT THEIR SCHOOL SYSTEM, TO TAKE AN ACTIVE INTEREST IN ALL SCHOOL AFFAIRS AND TO TAKE PART IN THE DECISION-MAKING PROCESS.

SECTION 4. THE FUNDS COLLECTED BY THE ORGANIZATION, EXCLUSIVE OF THE ADMINISTRATIVE EXPENSES, SHALL BE DISBURSED BY THE PTO FOR THE SCHOOL AS DETERMINED BY THE MAJORITY VOTE OF THE MEMBERSHIP PRESENT.

ARTICLE IV MEMBERSHIP

MEMBERSHIP OF THE ORGANIZATION SHALL CONSIST OF ANY PARENT OR GUARDIAN OF A CHILD ATTENDING FRANKLIN BOROUGH SCHOOL, ALONG WITH FACULTY AND SCHOOL EMPLOYEES, **WHOM ARE WILLING TO**

SUPPORT THE POLICIES AND BYLAWS OF THE FRANKLIN BOROUGH PTO, RESIDENTS OF FRANKLIN BOROUGH MAY BECOME A MEMBER, BUT CAN NOT VOTE OR SERVE ON THE EXECUTIVE BOARD.

AT WHICH TIME A MEMBER SIGNS A REGISTRATION BOOK, AND A SUGGESTED \$3.00 DONATION, SHALL GIVE YOU THE RIGHT TO VOTE AT GENERAL MEETINGS, ELECTIONS, AND SERVE ON THE EXECUTIVE BOARD.

REGISTRATION OF MEMBERSHIP IS VALID FOR ONE SCHOOL YEAR. FAMILIES NEW TO THE COMMUNITY AND FRANKLIN BOROUGH SCHOOL MAY JOIN AT TIME OF SCHOOL ENROLLMENT.

A FACULTY LIASION SHALL BE RESPONSIBLE FOR MAINTAINING COMMUNICATION BETWEEN THE FRANKLIN BOROUGH PTO AND FACULTY.

ARTICLE V MEETINGS

SECTION 1. THIS ORGANIZATION SHALL HOLD REGULAR MEETINGS EACH MONTH AS DETERMINED BY ITS EXECUTIVE BOARD. THE DATE AND TIME WILL BE MADE BY THE BOARD. MEMBERS SHALL RECEIVE ADVANCE NOTICE OF THESE MEETINGS.

SECTION 2. SPECIAL MEETINGS MAY BE CALLED BY THE PRESIDENT OR EXECUTIVE BOARD, THREE (3) DAYS NOTICE HAVE BEEN GIVEN, THE PRESIDENT OR EXECUTIVE BOARD SHALL HAVE THE POWER TO NAME THE DATE, TIME AND PLACE OF THESE SPECIAL MEETINGS. MEMBERS WILL BE NOTIFIED IN WRITING OR HONEYWELL ALERT, AND CAN ONLY DISCUSS WHAT THE MEETING IS CALLED FOR, NO OTHER ITEMS MAY BE DISCUSSED.

SECTION 3. A MAJORITY VOTE OF SUCH MEMBERS IN ATTENDANCE SHALL BE DECISIVE AND SHALL CONSTITUTE A QUORUM. A QUORUM MUST CONSIST OF FIVE (5) VOTING MEMBERS.

SECTION 4. ABSENCE OF AN OFFICER AT THREE (3) CONSECUTIVE EXECUTIVE BOARD INCLUDING BOTH REGULAR AND EXECUTIVE MEETINGS,

CONSTITUTES A RESIGNATION OF THAT OFFICE. THE EXECUTIVE BOARD MAY WAIVE THIS CONDITION IN THE EVENT OF EXTENUATING CIRCUMSTANCES. THE PRESIDENT MAY APPOINT A TEMPORARY REPLACEMENT TO THAT OFFICE, WITH THE APPROVAL OF THE EXECUTIVE BOARD AND TRUSTEES.

SECTION 5. THERE WILL BE NO REGULAR MEETINGS IN THE MONTHS OF JULY AND AUGUST.

SECTION 6. ALL MEETINGS SHALL BE CONDUCTED IN ACCORDANCE WITH ROBERTS RULES OF ORDER NEWLY REVISED AND BY THE IRS 501(3) (C).

ARTICLE VI EXECUTIVE BOARD

SECTION 1. THE EXECUTIVE BOARD SHALL CONSIST OF THE PRESIDENT, VICE PRESIDENT, TREASURER, AND SECRETARY.

SECTION 2. NO OFFICER SHALL RUN FOR THE SAME OFFICE FOR MORE THAN TWO (2) CONSECUTIVE TERMS, UNLESS NO OTHER CANDIDATE STEPS FORWARD. THE EXECUTIVE OFFICERS TERM IS FROM JUNE MEETING TO THE FOLLOWING JUNE MEETING.

SECTION 3. NO OFFICER SHALL BE ALLOWED TO OVERTURN A MAJORITY VOTE CAST BY THE MEMBERSHIP.

SECTION 4. REGULAR MEETINGS OF THE EXECUTIVE BOARD SHALL BE HELD PRECEDING ALL GENERAL MEMBERSHIP MEETINGS. AN AGENDA FOR UPCOMING MEETINGS WILL BE DEVELOPED.

SECTION 5. A QUORUM FOR CONDUCTING BUSINESS OF THE EXECUTIVE BOARD SHALL NOT BE LESS THAN THREE (3) MEMBERS OF THE BOARD EMPOWERED TO VOTE.

SECTION 6. ANY VACANCY OCCURING OF AN OFFICER OF THE BOARD SHALL BE FILLED THROUGH THE RECOMMENDATION OF THE NOMINATING COMMITTEE WITH THE APPROVAL OF THE EXECUTIVE BOARD AND DECIDED BY THE MAJORITY VOTE OF THE MEMBERSHIP PRESENT.

SECTION 7. SPECIAL COMMITTEES WILL BE APPOINTED AS NEEDED BY THE PRESIDENT WITH THE CONSENT OF THE BOARD. COMMITTEE HEADS MAY ATTEND EXECUTIVE BOARD MEETINGS WHEN REQUESTED AS NON-VOTING PARTICIPANTS.

SECTION 8. ALL COMMITTEE HEADS UPON COMPLETION OF THEIR DUTIES WILL SUBMIT IN WRITING A BRIEF COMMITTEE REPORT WITH A TIMETABLE OF COMPLETED ACTION AND A LIST OF COMMITTEE MEMBERS.

SECTION 9. IN AN EMERGENCY SITUATION WHERE A DECISION MUST BE MADE AND CIRCUMSTANCE PREVENT THE ISSUE FROM BEING AT A MEETING OF THE GENERAL MEMBERSHIP, THE EXECUTIVE BOARD SHALL HAVE THE AUTHORITY TO RENDER AN EXECUTIVE DECISION, WITH THE APPROVAL OF THE TRUSTEES. THE EXECUTIVE DECISION SHALL BE CONSIDERED FINAL AND BINDING.

SECTION 9. THE OUT GOING OFFICERS SHALL BRIEF THE INCOMING OFFICERS ON THE RESPONSIBILITIES OF THEIR RESPECTIVE OFFICES BY THE LAST DAY OF SCHOOL AND NO LATER THAN JUNE 30TH. ALL OFFICERS SHALL TRANSFER ALL CURRENT AND HISTORICAL PTO DOCUMENTS TO THE INCOMING OFFICERS, INCLUDING, BUT NOT LIMITED TO: BYLAWS, MEETINGS, MINUTES, TREASURER REPORTS, KEYS, AGENDAS, ETC. JUNE'S LAST REGULAR MEETING.

ARTICLE VII FINANCES

SECTION 1. EACH OUTGOING BOARD MUST LEAVE IN THE TREASURY A SUM EQUAL TO THE UNPAID BILLS OR OBLIGATIONS FOR WHICH THE ADMINISTRATION IS RESPONSIBLE. IF AN OUTSTANDING DEBIT IS GREATER THEN OUSTANDING FUNDS, IT SHALL BE A THE RESPONSIBLITIY OF THE CURRENT BOARD TO RAISE SUCH FUNDS PRIOR TO THEIR DISMISSAL.

SECTION 2. PTO FUNDS SHALL BE USED FOR ITEMS DIRECTLY BENEFITING THE STUDENTS OF THE SCHOOL.

SECTION 3. ALL FUNDS RAISED FOR THE PTO MUST BE DOCUMENTED AND SUBMITTED TO THE PTO TREASURER WITHIN 48 HOURS OF RECEIPT. ALL FUNDS

RECEIVED BY THE TREASURER MUST BE DEPOSITED INTO THE PTO BANK ACCOUNT WITH 48 HOURS.

SECTION 4. REIMBURSEMENTS FOR ALL EXPENSES SHALL BE MADE ONLY AFTER RECEIPTS FOR EXPENDITURES HAVE BEEN AUDITED, DOCUMENTED AND APPROVED BY THE PTO TREASURER AND PTO PRESIDENT, AND THEN REPORTED TO THE MEMBERSHIP. REIMBURSEMENT REQUESTS NEED TO BE SUBMITTED WITHIN 7 DAYS OF THE INCURRED EXPENSE, AND MUST HAVE RECEIPTS. ANY CASH ADVANCE TO COVER EXPENSES PRIOR TO A PURCHASE MUST BE DOCUMENTED, AND ALL UNUSED FUNDS MUST BE RETURNED TO THE TREASURER IMMEDIATELY FOLLOWING THE PURCHASE.

SECTION 5. THE PTO IS AUTHORIZED TO CARRY OVER FUNDS FOR THE FOLLOWING FISCAL YEAR, RECOMMENDED BY THE EXECUTIVE BOARD. THE ANNUAL CARRY-OVER AMOUNT SHALL NOT EXCEED \$10,000.00.

SECTION 6. THE FISCAL YEAR OF THE ORGANIZATION SHALL BE JULY 1ST TO JUNE 30TH.

SECTION 7. NO BLANK CHECKS SHALL BE WRITTEN.

SECTION 8. THERE MUST BE TWO SIGNATURES ON ALL CHECKS. THE ONLY OFFICERS PERMITTED TO SIGN CHECKS ARE THE PRESIDENT AND TREASURER AND IN THE ABSENCE OF THE PRESIDENT THE VICE PRESIDENT WILL SIGN CHECKS.

SECTION 9. THE EXECUTIVE BOARD CAN APPROVE PURCHASES UP TO \$500.00, AND SHALL INFORM THE MEMBERS AT THE GENERAL MEETING.

ARTICLE VIII ELECTIONS

SECTION 1. THE OFFICERS OF THIS ORGANIZATION SHALL BE ELECTED FOR A TERM OF TWO (2) SCHOOL YEARS AND SERVE UNTIL THEIR SUCCESSORS ARE ELECTED AND ASSUME OFFICE.

SECTION 2. THE NOMINATING COMMITTEE SHALL CONSIST OF AT LEAST THREE (3) MEMBERS. NONE OF WHOM WISH TO SEEK OFFICE IN THIS ORGANIZATION. THE COMMITTEE HEAD IS THE APPOINTED BY THE PRESIDENT WITH THE APPROVAL OF THE EXECUTIVE BOARD. THE PRESIDENT SHALL ANNOUNCE THE NAMES OF THE NOMINATING COMMITTEE. THE NOMINATING COMMITTEE IS DIRECTED TO UPHOLD THE INTEGRITY OF THE ELECTION PROCESS. THEY SHALL PUBLICIZE NOMINATIONS FOR OFFICERS BY FLYER, SENT TO ALL MEMBERS BY APRIL 1ST. FLYERS MUST BE APPROVED BY THE EXECUTIVE BOARD AND PRINCIPAL. ALL NOMINATIONS ARE TO BE MADE BY A VOTING MEMBERS, ON AN OFFICIAL NOMINATING FORM, WITH THE SIGNATURE. NOMINATIONS ARE CLOSED AT 2:30 P.M. ON APRIL 15TH. THE PTO'S OFFICIAL ADDRESS IS 50 WASHINGTON AVENUE, FRANKLIN, NEW JERSEY, NO OTHER ADDRESS MAY BE USED.

SECTION 3. NOMINATING COMMITTEE SHALL CONTACT ALL ELIGIBLE NOMINEES TO DETERMINE INTEREST IN OFFICE.

SECTION 4. THE ELECTIONS SHALL BE CONDUCTED BY SECRET BALLOT AT THE REGULAR MAY MEETING. THE NOMINATING COMMITTEE SHALL PREPARE ABSENTEE BALLOTS, WHICH MUST BE SIGNED FOR BY THE REQUESTING MEMBER, AND INITIALED UPON RETURN. ALL ABSENTEE, BALLOTS MUST BE REQUESTED BY APRIL 30TH AND RETURNED BEFORE THE MAY MEETING, WHEN VOTING OCCURS. ONLY COMMITTEE MEMBERS CAN DISTRIBUTE BALLOTS.

SECTION 5. IN THE EVENT THAT APRIL 15TH OR APRIL 30TH FALLS ON A WEEKEND OR HOLIDAY THE PRECEEDING FRIDAY WILL BE THE CLOSING DATE FOR NOMINATIONS AND ABSENTEE BALLOTS.

SECTION 6. WHEN A CONTESTED ELECTION OCCURS EACH MEMBER SEEKING OFFICE WILL BE GIVEN THE OPPORTUNITY TO PRESENT THEIR PLATFORM. A FIVE (5) MINUTE SPEECH SHALL BE GIVEN PRIOR TO THE CASTING OF VOTES AT THE MAY MEETING. IN THE EVENT OF AN UNCONTESTED ELECTION, NO ELECTION SHALL TAKE PLACE. THE PRESIDENT SHALL CAST ONE VOTE AT THE MAY MEETING FOR EACH OFFICE. IN THE EVENT OF A TIE, THE TRUSTEES WILL MAKE THE DECIDING VOTE.

SECTION 7. NOMINATING COMMITTEE SHALL HOLD ALL BALLOTS, REGISTRATION BOOK, ETC. IN THEIR POSSESSION UNTIL THE JUNE MEETING. ANY QUESTIONS

REGARDING THE ELECTION RESULTS MUST BE MADE NO LATER THAN THE JUNE MEETING.

SECTION 8. FOLLOWING THE MAY ELECTIONS, AND PRIOR TO JUNE'S GENERAL MEETING, THERE SHALL BE A MEETING OF THE EXECUTIVE BOARDS. IT SHALL INCLUDE BOTH INCOMING AND OUTGOING OFFICERS.

SECTION 9. INSTALLATION OF THE NEW OFFICERS WILL TAKE PLACE AT THE REGULAR MEETING. UPON INTRODUCTION OF NEW BUSINESS THE GAVEL, CHARTER, AND FILES ARE TURNED OVER TO THE NEWLY ELECTED OFFICER. THE DUTIES OF THE ELECTED OFFICERS SHALL BE ASSUMED UPON INSTALLATION AND SIGNING CONFLICT OF INTEREST POLICY AND RUN THROUGH THE FOLLOWING JUNE.

ARTICLE IX ELECTED OFFICERS AND THEIR DUTIES

PRESIDENT SHALL:

- A. PRESIDE AT ALL MEETINGS OF THE EXECUTIVE BOARD, AND GENERAL MEETINGS OF THE ORGANIZATION AND AT SPECIAL MEETINGS.
- B. APPOINT COMMITTEE HEADS WITH THE APPROVAL OF THE EXECUTIVE BOARD.
- C. SIGN CONTRACTS WITH THE APPROVAL OF THE EXECUTIVE BOARD.
- D. CALL SPECIAL MEETINGS WHEN NECESSARY.
- E. SIGN CHECKS ALONG WITH THE TREASURER.
- F. EX-OFFICIO, MEMBER OF ALL COMMITTEES, EXCEPT THE NOMINATING COMMITTEE.
- G. ALONG WITH ALL MEMBERS OF THE EXECUTIVE BOARD, HAVE THE POWER TO PLAN IN ADVANCE, THE COMING OF YEARLY ITINERARY OF THE ORGANIZATION.
- H. APPOINT A REPRESENTATIVE FOR THE FRANKLIN EDUCATION FOUNDATION.
- I. IN JANUARY'S MEETING PRESIDENT ANNOUNCES AND RECONIZES THE FINAL MEMBER COUNT ENROLLED FOR THE SCHOOL YEAR.
- J. SCHEDULE SCHOOL ASSEMBLIES AND THE CALENDAR WITH THE EXECUTIVE BOARD MEMBERS AND APPROVAL OF THE PRINCIPAL.

- K. MAINTAIN THE ENROLLMENT BOOK AND INSURE THAT FORMS ARE INCLUDED IN THE FIRST DAY SCHOOL FOLDERS WITH ATTACHED ENVELOPE, AND TEACHERS/STAFF ARE GIVEN THEIRS WITH THE TEACHER WELCOME PACKET.

VICE PRESIDENT

- A. PRESIDE IN THE ABSENCE OF THE PRESIDENT.
- B. ACTS AS AN AIDE TO THE PRESIDENT.
- C. ASSUME SPECIFIC CHAIRMANSHIP AS DESIGNATED BY THE PRESIDENT.
- D. HANDLE UPDATING AND MAINTAINING THE SIGN IN FRONT AND BEHIND THE SCHOOL.
- E. RESPONSIBLE FOR CHECKING THE MESSAGES FOR THE PTO EXTENSION AT THE FRANKLIN BOROUGH SCHOOL AND RELAYING THESE MESSAGES TO THE PRESIDENT.
- F. IN THE ABSENCE OF THE PRESIDENT THE VICE PRESIDENT WILL SIGN CHECKS.

SECRETARY

- A. RECORD AND PRESENT THE MINUTES OF THE GENERAL AND EXECUTIVE MEETINGS.
- B. HANDLES THE CORRESPONDENCE FOR THE ORGANIZATION.
- C. PUBLICIZE ALL MEETINGS AND EVENTS SPONSORED BY THE PTO.
- D. SECRETARY WILL SIGN THE APPROVED MINUTES AT GENERAL MEETING.

TREASURER

- A. COLLECT AND RECEIVE ALL MONIES OF THE ORGANIZATION.
- B. KEEP ACCURATE RECORDS OF RECEIPTS.
- C. SIGN CHECKS ALONG WITH PRESIDENT, AND DISBURSE ONLY ON APPROVAL, AND PROPER DOCUMENTATION.
- D. PRESENT A MONTHLY STATEMENT OF ACCOUNT AT EVERY MEETING OF THE ORGANIZATION AND AT OTHER TIMES REQUIRED BY THE EXECUTIVE BOARD.
- E. WORK CLOSELY WITH ACCOUNTANT.

- F. MAKE SURE ALL BANKING GUIDELINES, AND I.R.S. AND STATE GUIDELINES ARE MET.
- G. MAKE ALL DEPOSITS IN A 48 HOUR TIME FRAME.
- H. TRAIN INCOMING OFFICER, AND HELP PREPARE YEAR END REPORT.
- I. KEEP ACCURATE RECORDS OF THE SCHOOL STORE ACCOUNT AND HANDLE SUPPLYING THE CASH REGISTER WITH START UP MONEY NEEDED TO OPEN THE STORE.
- J. WORK CLOSELY WITH THE CHAIRMAN FOR THE SCHOOL STORE AND MAKE SURE THE SCHOOL STORE IS OPEN AND OPERATIONAL, AS WELL AS ORDER THE APPROPRIATE SUPPLIES NEEDED FOR THE SCHOOL STORE.
- K. SUPPLY THE EVENTS WITH APPROPRIATE FUNDS.
- L. PRESENT AND MAKE AVAILABLE A YEAR END REPORT SUMMARIZING ACTIVITIES AND MONIES SPENT.
- M. SHALL SUPPLY PURCHASE ORDERS, WHEN ORDERING FROM COMPANIES.
- N. WILL SET UP ACCOUNTS WITH VENDORS AND AUTHORIZED OFFICERS WITH VENDORS, AND SHALL SEND LETTERS TO VENDORS ADVISING THEM OF NEW OFFICERS. SHALL ALSO FILL OUT AND SUPPLY COMPANIES WITH (ST-5) TAX EXEMPT FORM.
- O. SHALL PROCESS AND PAY QUARTERLY SALES TAX COLLECTED BY THE SCHOOL STORE.

ARTICLE X BY-LAWS AND AMENDMENTS

SECTION 1. AMENDMENTS. ANY MEMBER MAY PROPOSE AN AMENDMENT TO THE BYLAWS. ANY PROPOSED AMENDMENTS SHALL BE PRESENTED AT A REGULAR MONTHLY MEETING AND MADE AVAILABLE PRIOR TO THE NEXT MEETING. VOTING ON THE AMENDMENT SHALL BE CONDUCTED AT THE NEXT MEETING AND IF PASSED BY A 2/3RDS OF MEMBERS APPROVAL. THE AMENDMENT SHALL BECOME EFFECTIVE IMMEDIATELY. THE SECRETARY SHALL THEN ANNOTATE THE BYLAWS TO REFLECT THE ADOPTION OF THE AMENDMENT, THEN SIGN AND DATE BOTH THE BYLAWS AND THE AMENDMENT, AND APPEND THE BYLAWS WITH THE AMENDMENT.

SECTION 2. BYLAWS. THE BYLAWS SHALL BE REVIEWED BI-ANNUALLY BY THE EXECUTIVE BOARD AND TRUSTEES. ANY REVISIONS SHALL BE COMPLETED AND PRESENTED TO THE GENERAL MEETING. DRAFT COPIES OF THE PROPOSED CHANGES SHALL BE MADE AVAILABLE FOR REVIEW PRIOR TO THE NEXT GENERAL MEETING. A SECOND PRESENTATION OF THE REVISED BYLAWS SHALL TAKE PLACE AT THE GENERAL MEETING AT WHICH TIME THE MEMBERSHIP WILL VOTE. IF PASSED BY A MAJORITY OF MEMBERS PRESENT, THEY SHALL BECOME EFFECTIVE IMMEDIATELY. THE SECRETARY SHALL SIGN AND DATE THE FINAL REVISED EDITION AND MAKE COPIES UPON WRITTEN REQUEST. ANY MEMBER SHALL REQUEST A COPY OF THE BYLAWS WITH A WRITTEN REQUEST, AND SHALL BE SENT TO THE MEMBER BY CERTIFIED MAIL.

ARTICLE XI DISSOLVING THE ORGANIZATION

SECTION 1. THE MEMBERSHIP SHALL BE ADVISED OF THE INTENT OF DISSOLVING THE PTO, AT A REGULAR MEETING OF THE GENERAL MEMBERSHIP, AND SHALL FOLLOW THE 501(C) 3 GUIDELINES TO DISSOLVE THE ORGANIZATION. THE ORGANIZATION MAY BE DISSOLVED BY A 2/3RDS VOTE OF GENERAL MEMBERS AND APPROVAL OF BOTH EXECUTIVE BOARD AND TRUSTEES.

SECTION 2. UPON THE DISSOLUTION OF THE ORGANIZATION, THE REMAINING FUNDS SHALL FIRST BE USED TO PAY ANY OUTSTANDING OBLIGATIONS, IF NO OUTSTANDING OBLIGATIONS, THE FUNDS WILL GO TO THE STUDENTS OF FRANKLIN BOROUGH SCHOOL WITH THE APPROVAL OF THE EXECUTIVE BOARD AND TRUSTEES. ANY REMAINING ASSETS SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITH THE MEANING OF SECTION 501(C) (3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE. ANY SUCH ASSETS NOT DISPOSED OF SHALL BE DISPOSED OF BY A COURT OF COMPETENT JURISDICTION IN THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE ORGANIZATION IS THEN LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATION OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSE.

ARTICLE XII TRUSTEES

1. THE BOARD SHALL CONSIST OF THREE (3) MEMBERS, ELECTED UNDER THE PROCEDURES AND PROCESS SET FORTH UNDER ARTICLE VIII OF THESE BYLAWS.
2. THE BOARD OF TRUSTEES ("TRUSTEES") IS RESPONSIBLE FOR THE EDUCATIONAL AND FINANCIAL INTEGRITY OF THE ORGANIZATION.
3. EACH TRUSTEE SHALL SERVE A TERM BEGINNING AT THE JUNE MEETING OF THE YEAR THE TRUSTEE IS ELECTED AND TERMINATING ON MAY 31ST TWO YEARS HENCE.
4. ANY MEMBER OF THE ORGANIZATION MAY BE ELECTED AS TRUSTEE, INCLUDING THOSE NOT OTHERWISE ABLE TO VOTE OR SERVE ON THE EXECUTIVE BOARD.
5. THE TRUSTEES WILL OVERSEE THE FINANCIAL OPERATION OF THE ORGANIZATION, (i.e. AUDIT).
6. THE TRUSTEES WILL TEMPORARILY FILL A VACANT EXECUTIVE POSITION UNTIL THE NOMINATING COMMITTEE CAN FILL THE OPEN-OFFICE POSITION.
7. IN THE EVENT OF A TIE DURING ELECTIONS OR DURING ANY EXECUTIVE BOARD DECISION-MAKING PROCESS, THE TRUSTEES SHALL BREAK THE TIE BY A MAJORITY VOTE.
8. IF THE EXECUTIVE BOARD HAS ANY ISSUES THAT CANNOT BE RESOLVED THROUGH OPEN DISCUSSION, THEY ARE TO CONTACT THE TRUSTEES FOR HELP.

REMOVAL OF ELECTED INDIVIDUAL (EXECUTIVE BOARD OR TRUSTEE)

A PETITION SIGNED BY TWO-THIRDS (2/3) OF ALL GENERAL VOTING MEMBERS SHALL BE SUFFICIENT TO POSITION AN ELECTED MEMBER FOR REMOVAL AT THE NEXT REGULARLY SCHEDULED MEETING. AT SUCH MEETING THE NOMINATED EXECUTIVE OR TRUSTEE WILL BE GRANTED THE OPPORTUNITY TO CHALLENGE SUCH REMOVAL, AND ANY MEMBER WILL BE GIVEN THE OPPORTUNITY TO SUPPORT SUCH CAUSE FOR REMOVAL. THE COMPLEMENTARY BOARD (TRUSTEES WHEN AN EXECUTIVE IS SLATED FOR REMOVAL AND EXECUTIVES WHEN A TRUSTEE IS SLATED FOR REMOVAL) SHALL THEN VOTE. A MAJORITY VOTE WILL BE DECIDING. IN THE EVENT OF A TIE, A TWO-THIRDS (2/3) VOTE OF **ALL MEMBERS** SHALL BE SUFFICIENT TO REMOVE THE NOMINATED PARTY. A TRUSTEE OR EXECUTIVE MAY ALSO BE REMOVED FOR POOR ATTENDANCE, IN ACCORDANCE WITH ARTICLE IV SEC. 4 OF THESE BYLAWS.