

BYLAWS

of

The Marine Academy of Science & Technology

Parent Teacher Student Association, Inc.

Sandy Hook, NJ



Membership Approval Date

2/9/09

Non-profit corporation established: 1992

Employer Identification Number: 22-3677945

ARTICLE I: Name

The name of this organization is The Marine Academy of Science & Technology (M.A.S.T.) Parent Teacher Student Association, Inc. It is a local organization which shall be governed by these bylaws.

ARTICLE II: Purposes

Section 1. The Objects of the M.A.S.T. PTSA, Inc. are:

- a. To promote the welfare of children and youth in home, school, and community;
- b. To raise the standards of home life;
- c. To secure adequate laws for the care and protection of children and youth;
- d. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth;
- e. To develop between educators and the general public united efforts as will secure for all children and youth the highest advantages in physical, mental, and social education; and
- f. To further the goals, aims, purpose and intent of the Marine Academy of Science & Technology.

Section 2. The Objects of the M.A.S.T. PTSA, Inc. are governed and qualified by the Basic Policies set forth in Article III.

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

ARTICLE III: Basic Policies

The following are Basic Policies of the M.A.S.T. PTSA, Inc.:

- a. This organization shall be noncommercial, nonsectarian, and nonpartisan;
- b. This organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting the Objects of the organization;
- c. This organization or members in their official capacities shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise;
- d. This organization shall work with the school to provide quality education for all children and youth and shall seek to participate in the decision making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities, and local education authorities;

- e. This organization may cooperate with other organizations and agencies concerned with child welfare, but persons representing this organization in such matters shall make no commitments that bind the organization;
- f. No part of the net earnings of this organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons (with the exception of M.A.S.T. PTSA, Inc.-approved scholarships for M.A.S.T. students) except that this organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof;
- g. Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on (1) by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or (2) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code; and
- h. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations that have established their tax exempt status under Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE IV: Article of Organization

Section 1. The articles of the M.A.S.T. PTSA, Inc. include (a) the bylaws of such organization and (b) the certificate of incorporation or articles of incorporation of such organization. The organization is a not-for-profit corporation organized under the laws of the State of New Jersey.

Section 2. The M.A.S.T. PTSA, Inc. shall adopt bylaws for the government of this organization.

Section 3. Bylaws of the M.A.S.T. PTSA, Inc. shall include an article on amendments.

Section 4. Bylaws of the M.A.S.T. PTSA, Inc. shall include a provision establishing a quorum.

Section 5. Each officer or board member of the M.A.S.T. PTSA, Inc. shall be a member of this organization.

Section 6. The bylaws of the M.A.S.T. PTSA, Inc. shall prohibit voting by proxy.

Section 7. A M.A.S.T. PTSA, Inc. member, while serving as a paid employee of or under contract to this organization, shall not have a vote on this organization's Executive Board on issues regarding said employment or contract.

Section 8. Only members of the M.A.S.T. PTSA, Inc. who have paid dues for the current membership year may participate in the business of this organization.

Section 9. The members of the nominating committee for officers of the M.A.S.T. PTSA, Inc. shall be elected by the general membership. In the event of an insufficient number of members elected to the nominating committee, the Executive Board, by majority vote, shall appoint the remaining members of that committee.

Section 10. The M.A.S.T. PTSA, Inc. shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization, including, specifically, the number of its members and the dues collected from its members. Such books of account and records shall at all reasonable times be open to inspection upon request by a member in good standing of the organization.

ARTICLE V: Membership And Dues

Section 1. Membership in the M.A.S.T. PTSA, Inc. shall be made available without regard to race, color, creed or national origin, under such rules and regulations as may be prescribed in the bylaws of this organization, to any individual who subscribes to the Objects and Basic Policies of this organization.

Section 2. The M.A.S.T. PTSA, Inc. shall conduct an annual enrollment of members but may admit individuals to membership at any time.

Section 3. Each member of this organization shall pay such annual dues to said organization as may be prescribed by the organization. The amount of annual dues may be changed by a majority vote of the membership at a general meeting.

Section 4. Each family (which includes any M.A.S.T. students) of the M.A.S.T. PTSA, Inc. shall pay annual dues of \$25 (or \$80 for 4 years, \$65 for 3 years, or \$45 for 2 years) to said organization. Each M.A.S.T. teacher wishing to join shall pay annual dues of \$5.

Section 5. Members in good standing in the M.A.S.T. PTSA, Inc. are those who abide by these current bylaws and who have paid current dues.

Section 6. The privilege of holding office, participating in organization business (including motions and debates) and voting in an election shall be limited to members who have been members in good standing at least 30 days. The 30 day waiting period can be waived by a majority vote of the Executive Board.

Section 7. Members who are under the age of 18 years are prohibited under New Jersey law from signing contracts that bind the members of the M.A.S.T. PTSA, Inc.

Section 8. The M.A.S.T. PTSA, Inc. membership year shall be from September 1st through August 31st.

ARTICLE VI: Officers

Only those individuals who have been a member in good standing for 60 days shall be eligible for nomination, either by committee or from the floor.

Section 1. The officers of the M.A.S.T. PTSA, Inc. shall be a President (or Co-Presidents if elected as such), Vice President(s) (the number to be determined by the President with a maximum of 3), Recording Secretary, a Corresponding Secretary and a Treasurer. When there is a vote by ballot, such as in an election, the President (or each of the Co-Presidents) can cast a ballot. In all other cases the President/Co-Presidents can (but is not obliged to) vote *only* when his/her vote will break a tie. Both Co-Presidents can vote in this situation.

Section 2. Officers shall be elected by ballot annually, at a general membership meeting in the month of May. Term of office shall be 1 year or until a successor is elected. The President-elect and Treasurer-elect shall serve together with the current President and Treasurer until the elected officers take over their duties on the last day of school to minimize the transition between these positions.

Section 3. When there is but one candidate for an office, the ballot for that office may be dispensed with and election held by voice vote. A majority vote shall be required for election.

Section 4. The following provisions shall govern the qualifications and eligibility of individuals to be officers of the M.A.S.T. PTSA, Inc.:

- a. Each officer shall be a member of this organization;
- b. No officers may be eligible to serve more than three (3) consecutive terms in the same office;
- c. A person who has served more than one-half of a term shall be deemed to have served a full term in such office; and
- d. Each officer shall be at least 18 years of age as of the date of the election.

Section 5. Officers shall assume their official duties on the last day of school.

Section 6. Vacancies: In the event of the resignation or death of the President, the Executive Board shall elect a President from among those who have served or are serving on the Executive Board. Other vacancies shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the Executive Board. The Secretary shall give 10 (ten) days notice of such an election. If there is more than one candidate for office, the vote shall be by ballot.

Section 7. Nominations

- a. There shall be a Nominating Committee composed of 3 members (at least three and always an uneven number) who shall be elected by this organization at a regular general membership meeting at least two months prior to the election of officers, as outlined in Article VI, Section 2;
- b. 2 alternates to the nominating committee shall be elected in the same manner;
- c. The first member elected shall call the committee together and the committee shall elect its own Chairperson;
- d. The Nominating Committee shall select one (1) eligible person for each office. The Nominating Committee shall report its slate of nominees immediately to the President, as a courtesy. Thirty days prior to the election meeting the general membership shall be informed of the report of the Nominating Committee.
- e. Only persons who have signified their consent in writing or via email shall be eligible to be nominated to such an office, either by committee or from the floor;
- f. Following the final report of the nominating committee at the election meeting in May, an opportunity shall be given for nominations from the floor.

Note: Nominating committee members can be considered for office, they should not be penalized from this process by serving on the nominating committee.

ARTICLE VII: Duties Of Officers

Section 1. The President/Co-Presidents shall preside at all meetings of the M.A.S.T. PTSA, Inc. and of the Executive Committee/Board; shall perform such other duties as may be prescribed in these bylaws or assigned to him/her by the organization or by the Executive Committee/Board; and shall coordinate the work of the officers and committees of this organization in order that the Objects may be promoted.

Section 2. The Vice-President(s) shall act as aide(s) to the President and shall in their designated order perform the duties of the President in the President's absence or inability to serve.

Section 3. The Recording Secretary shall record the minutes of all meeting of the M.A.S.T. PTSA, Inc. and of the Executive Committee/Board, shall have a copy of the approved bylaws, and a membership list available at every meeting, and shall perform such other duties as may be delegated to him/her.

Section 4. The Corresponding Secretary shall conduct the general correspondence of the organization as directed by the President, Executive Committee/Board of this organization.

Note: If there is but one secretary, the secretary shall perform the duties listed in Sections 3 and 4.

Section 5.

- a. The Treasurer shall have custody of all funds of the M.A.S.T. PTSA, Inc.; shall keep an accurate record of receipts and expenditures; shall pay out local funds in accordance with the approved budget as authorized by this organization;
- b. The Treasurer shall be responsible for the maintenance of such books of accounts and records;
- c. The Treasurer will make disbursements as authorized by the President, Executive Board, or this organization in accordance with the budget adopted by this organization. Vouchers should be signed by the President and Treasurer. Checks not exceeding \$500 may be signed by the Treasurer. On checks over \$500, two signatures are required from among the Executive Committee members, with every reasonable effort being made that one of the signatories is the Treasurer.
- d. The Treasurer shall present a financial statement of accounts at every meeting of this organization and at other times when requested by the Executive Committee/Board, and shall make a full report at the annual meeting;
- e. The Treasurer's accounts shall be examined annually (at least 30 days before the annual meeting) or upon change of officer, by an auditor (CPA) or an auditing committee of not less than 3 members who, satisfied that the treasurer's annual report is correct, shall sign a statement to the facts at the end of the report; and
- f. The auditor (CPA) or the auditing committee shall be appointed by the President with approval of the Executive Board and shall report at the annual meeting.

Note: An audit of the treasurer's accounts is for the protection of the treasurer. It is the only means of assuring everyone that the accounts are accurate, and it relieves the treasurer of responsibility except in case of fraud. See Robert's Rules Of Order Newly Revised (pp. 467-470).

Section 6. All officers shall deliver to their successors all official material not later than the last day of school, or within ten days in the case of resignation.

Section 7. Executive Committee

- a. The officers of the organization and the Bylaws Chairperson (who shall have no vote within this committee) shall comprise the Executive Committee. A majority of those serving shall constitute a quorum.
- b. The Duties of the Executive Committee are:
 - To create standing committees.
 - To elect/appoint Chairpersons of the standing committees.
 - Meet in emergency situations to direct inter-organization difficulties and report to the Executive Board with conclusions.
- c. May grant waiver of annual dues to any member/family due to special circumstances.

ARTICLE VIII: Executive Board

Section 1. The Executive Board shall consist of the officers of the M.A.S.T. PTSA, Inc., the Chairpersons of Standing Committees, the principal of the school, and a faculty representative appointed by him/her:

- a. Each board member shall be a member of this organization;
- b. The members of the Executive Board shall serve until their successors are elected/appointed;
and
- c. A majority (half + 1) of the Executive Board shall constitute a quorum.

Section 2. The duties of the Executive Board shall be:

- a. To transact necessary business in the intervals between organization meetings and such other business as may be referred to it by the organization;
- b. To approve the plans of work of the Standing Committees;
- c. To present a report at all regular meetings of this organization;
- d. Approve the appointment of an auditor or an auditing committee at least 30 days before the annual meeting to audit the treasurer's accounts;
- e. To accept and submit to this organization for adoption a budget for the fiscal year at the first general meeting of the new school year; and
- f. To approve routine bills within the limits of the budget.

Section 3. Regular meetings of the Executive Board shall be held during the school year and over the summer, the time to be fixed by the Board at its first meeting following the last day of school. A minimum of four (4) Executive Board meetings should be scheduled during the time following the last day of school to the end of school the following year.

Section 4. Special meetings of the Executive Board may be called by the President or by a majority of the members of the Board 5 (five) days notice having been given. The purpose of the meeting shall be stated in the call.

ARTICLE IX: Meetings

Section 1. General Membership Meetings:

- a. Only members who are in good standing as defined in Article V shall be eligible to participate in the business of this organization;
- b. At least 4 (four) general membership meetings of this organization shall be held during the school year. Dates of meetings shall be determined by the Executive Board and announced at the first general membership meeting of the year;
- c. 15 (fifteen) days notice shall be given of a change of date of general membership meetings;
- d. Special general membership meetings may be called by the Executive Board at least 5 (five) days notice having been given. The purpose of the meetings will be stated in the call;
- e. The Annual General Membership Meeting for the purpose of the budget presentation, scholarship procedures, and audit approval shall be the first general meeting of the new school year;

Note: Annual meeting shall be in the Fall.

- f. 15 (fifteen) members shall constitute a quorum for the transaction of business in any general membership meeting of the M.A.S.T. PTSA, Inc.

Note: Quorum for membership meetings should be a fair number above those listed as serving on the executive board.

- g. Criticism of any person shall not be voiced in open meetings.

ARTICLE X: Standing Committees And Special Committees

Section 1. Only members of this organization shall be eligible to serve as Chairpersons or members of committees.

Section 2. Such Standing Committees shall be created by the Executive Committee as may be required to promote the Objects and Interests of this organization. The Chairpersons of the Standing Committees shall be elected/appointed by the Executive Committee and their term shall be for one (1) year.

Section 3. The Chairpersons of all Standing Committees shall present plans of work to the Executive Board for approval, and no committee work shall be undertaken without the approval of the Executive Board.

Section 4. Special Committees shall be appointed by the President, Executive Board, or the general membership of this organization as deemed necessary to carry on the work of this organization. Since a Special Committee is created and appointed for a specific purpose, it automatically goes out of existence when its work is done and its final report is received.

Section 5. The President shall be ex-officio member of all committees except the nominating and auditing committees.

ARTICLE XI: Fiscal Year

The fiscal year of the M.A.S.T. PTSA, Inc. shall begin on July 1st and end June 30th (12 months). The fiscal year may differ from the membership year.

ARTICLE XII: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the M.A.S.T. PTSA, Inc. and in all cases in which they are applicable and in which they are not in conflict with these bylaws or the articles of incorporation.

Note: A copy of the bylaws of the M.A.S.T PTSA, Inc. should be available at every meeting.

ARTICLE XIII: Amendments

Section 1.

- a. These bylaws may be amended at any regular meeting of the M.A.S.T. PTSA, Inc. by a 2/3 (two-thirds) vote of the members present and voting, providing a quorum being present and providing that notice of the proposed amendment shall have been given at least 25 days prior to the meeting at which action is to be taken;
- b. A committee may be appointed to submit a revised set of bylaws as a substitute for these bylaws only by a majority vote at a meeting of this organization, or by a two-thirds (2/3) vote of the Executive Board, providing a quorum being present at both. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.

N.B. The M.A.S.T. PTSA, Inc. Bylaws were reviewed and updated over the Summer of 2008 and made available on the M.A.S.T. PTSA, Inc., web site as of September 15, 2008. These revised Bylaws were presented at the General Membership Meeting on October 20, 2008, and much discussion took place. The Bylaws Review Committee met on October 29, 2008 to discuss these comments and suggestions, and final revisions were presented at the November 17, 2008 General Membership Meeting. These revised Bylaws were posted shortly thereafter on the M.A.S.T. PTSA, Inc. web site. The Bylaws were presented to the general membership for adoption at the February 9, 2009 meeting and were accepted unanimously.

Bylaws Review Committee: Chairperson Jill Henry, Cathy Hawn, John Fitzsimmons and Co-President Adam Hubeny.