

Strafford School Parent Teacher Organization

Bylaws

These bylaws were adopted by vote of the PTO on April 21, 2026

Article I. NAME AND PURPOSE

Section 1: Name

The name of the organization shall be Strafford School Parent Teacher Organization (hereinafter referred to as "SSPTO").

The official mailing address of the organization shall be:

Strafford School Parent Teacher Organization
P.O. Box 93
Strafford, NH 03884

Section 2: Purpose

The purpose of the SSPTO is to support the education and welfare of students at Strafford School by:

- Fostering relationships among the school, parents, teachers, and community
- Enhancing and supporting the educational experience of students
- Providing educational enrichment and support
- Encouraging collaboration among students, parents, teachers, and community members

Section 3: Description and Affiliation

The SSPTO is organized exclusively for **charitable, scientific, literary, or educational purposes** within the meaning of Section 501(c)(3) of the Internal Revenue Code.

The organization operates as an **independent, locally focused nonprofit** and is **not affiliated with any national organization**.

Article II. Membership

Section 1: General Membership

General Membership in the SSPTO shall be open to individuals who support the mission and purpose of the organization and who meet one of the following criteria:

- A parent, grandparent, or legal guardian of a student currently enrolled at Strafford School
- A teacher, retired-teacher, alumni or staff member currently employed at Strafford School

Eligibility for General Membership is contingent upon maintaining a current New Hampshire Department of Education (DOE) fingerprinting on file with Strafford School, consistent with the level of clearance required for participation in classrooms, sporting events, field trips, and other school-related activities.

General Members may attend meetings, participate in discussions, volunteer at events, and support the activities of the SSPTO.

Section 2: Voting Members

To be a "Voting Member," an individual must first meet the General Membership requirements outlined in Section 1 and **also** meet one of the following conditions:

- Be a resident of the town of Strafford, New Hampshire
- Be a teacher or staff member with a regular, ongoing assignment at Strafford School, regardless of residency. (Irregular substitute teaching assignments shall not satisfy this requirement.)

Each voting member shall be entitled to one vote on matters brought before the membership. Where multiple voting members are from the same family, only one vote may be cast per child represented, in addition to one vote per eligible teacher or staff member.

Section 3. Non-Voting Members

Individuals who meet the general membership eligibility requirements but do not meet the criteria for voting membership shall be considered **non-voting members**.

Non-voting members may:

- Attend meetings
- Participate in discussions
- Volunteer at events and activities
- Provide recommendations and feedback to the organization

Non-voting members may not vote on matters brought before the membership.

Section 4. Membership Registration

Individuals requesting to become members shall complete the membership form and provide the following information:

- Full name
- Name of Student
- Residential Address
- Phone number
- Email address

Proof of Strafford residency, for voting members, may be verified by an Executive Board member through presentation of a valid government-issued identification showing the member's address.

Newly approved Memberships will become active at the next regularly scheduled SSPTO meeting.

Membership status shall be reviewed periodically by the Executive Board. Members who are inactive or nonresponsive may be removed at the discretion of the Executive Board.

Section 5. Eligibility for Executive Board and Committee Chairs

To serve on the Executive Board or as a Committee Chair, an individual must:

- Be a **voting member of the SSPTO.**
- Have been a member of the SSPTO for **at least three (3) months during the current school year** prior to nomination.
- Be **elected at the annual meeting held in June by a majority of voting members (in-person only).**

Section 6. Executive Board Vacancies

In the event of a vacancy on the Executive Board, the remaining Board members may appoint a replacement by a **two-thirds (2/3) vote**, provided a quorum is present.

The appointed individual shall serve **for the remainder of the unexpired term.**

Section 7. Dues

The SSPTO shall **not require membership dues.**

Section 8. Diversity and Non-Discrimination

The SSPTO welcomes and encourages diversity in culture, race, ethnicity, creed, economic status, and educational background.

The organization shall not discriminate on the basis of **race, color, national origin, sex, gender identity, disability, religion, sexual orientation, or age.**

Article III. EXECUTIVE OFFICERS AND ELECTIONS

Section 1: Executive Officer Positions

The officers shall consist of:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer
- e. Volunteer and Membership Coordinator
- f. Teacher Liaison

The SSPTO may also include optional additional executive officer positions, to include, but are not limited to, Communications Chair, Fundraising Chair, Events Coordinator, Creative Director Chair, and a Technology/Records Chair.

Section 2. Executive Officer Elections and Terms

Executive Officers shall be elected by the voting membership at the **annual meeting held in June.**

Terms of office shall:

- Begin **July 1**
- Continue for **two (2) years** or until a successor is elected.
- Be staggered as follows:
Even-numbered years: President, Secretary, and Volunteer/Membership Coordinator;
Odd-numbered years: Vice President, Treasurer, and Teacher Liaison.

Officers may serve **no more than two (2) consecutive terms in the same position**, unless no other eligible candidates are available.

Section 3. Nominations

The nomination process shall be as follows:

1. A **call for nominations** shall be announced no later than the **April PTO meeting**.
2. Nominations may be submitted by any voting member.
3. Nominations must be received by the **May PTO meeting**, at which time nominations shall close.
4. If more than one candidate is nominated for a position, the election shall be conducted by **secret ballot**.
5. If only one candidate is nominated, that member will automatically assume the position, as the uncontested nominee.

Section 4. Membership Standing

A **member in good standing** is defined as a member who supports the mission of the organization and complies with its bylaws, policies, fiduciary responsibilities, and ethical standards.

A member may be determined to be **not in good standing** if their actions significantly interfere with the operations of the organization or violate ethical or fiduciary responsibilities.

Such determination requires a **two-thirds (2/3) vote of the Executive Board**.

Section 5. Vacancies and Removal

An officer may be removed from office by a **two-thirds (2/3) vote of either the Executive Board or the voting membership**, provided that:

- Written notice is provided to the officer
- The officer is given an opportunity to respond

Removal may occur for:

- Failure to fulfill duties
- Violation of bylaws or policies
- Conduct detrimental to the organization

Members determined to be **not in good standing** may be suspended or removed by a **two-thirds vote of the Executive Board**.

A removed member may request reinstatement, no more than once annually.

Reinstatement is subject to two-thirds Executive Board approval.

Article IV. EXECUTIVE BOARD

Section 1: Composition

The Executive Board shall consist of **all elected, and appointed, officers.**

Section 2: Duties

The Executive Board shall:

- Conduct necessary business between membership meetings
- Develop and maintain policies and procedures
- Establish standing or temporary committees
- Prepare and present an annual budget
- Approve routine expenditures within budget limits
- Present reports to the membership
- Select auditors or other professional services if needed
- Support educational enrichment opportunities
- Ensure funds are spent only for approved purposes

Section 3: Authority to Establish Policies

The Executive Board may establish policies, procedures, and operational guidelines necessary for the functioning of the organization.

These may include, but are not limited to:

- Financial procedures
- Volunteer guidelines
- Communications policies
- Social media policies

Such policies may be amended by the Executive Board without requiring a bylaws amendment.

Section 4: Executive Board Meetings

Regular Meetings

The Executive Board may hold regular meetings **monthly, or as needed.**

Special Meetings

Special meetings may be called by the **President** or by **any two Executive Board members**, with at least **24 hours notice**.

Quorum

A quorum shall consist of **one-half (1/2) of the total number of Executive Board members**.

At least **one Executive Board meeting must be held each fiscal year**.

Section 5. Virtual and Hybrid Meetings

Executive Board meetings may be conducted:

- In person
- Virtually; may include voting
- In hybrid format

General membership meetings may be conducted:

- In person
- Virtually; however, voting is not permitted by virtual participants, and meetings shall not be livestreamed.
- In hybrid format

Members shall receive **at least 48 hours notice** for virtual or hybrid meetings.

Section 6. Recording of Meetings

Meetings may be recorded but recording is **not required**.

Participants shall be **notified in advance** if recording will occur.

Section 7. Board Composition Requirements

In accordance with **New Hampshire RSA 292:6-a**, the Executive Board must **maintain a minimum of five (5) independent officers who are unrelated by blood or marriage**.

Related individuals may serve on the Board but **shall not count toward this minimum requirement**.

Article V. DUTIES OF OFFICERS

President

The President shall:

- Preside over all meetings
- Provide leadership and direction to the organization
- Prepare meeting agendas
- Serve as the primary liaison between the PTO and the School Principal.
- Oversee committees and officer responsibilities
- Serve as an authorized financial signer if required
- Perform duties customary to the office

Vice President

The Vice President shall:

- Assist the President
- Perform presidential duties in the President's absence
- Help coordinate programs, events, and committees
- Support committee chairs and volunteers

Secretary

The Secretary shall:

- Record and maintain meeting minutes
- Distribute minutes and agendas
- Maintain attendance records
- Maintain official organizational documents
- Handle official correspondence as directed

Treasurer

The Treasurer shall:

- Receive and deposit all funds
- Maintain financial records
- Present financial reports at meetings
- Prepare an annual budget
- Ensure financial procedures are followed
- Assist with required financial filings
- Facilitate annual financial review or audit

Teacher Liaison

The Teacher Liaison shall:

- Represent staff perspectives to the PTO
- Communicate PTO updates to staff
- Assist coordination between teachers and PTO
- Provide input on ways the PTO can support the school

Volunteer and Membership Coordinator

The Volunteer and Membership Coordinator shall:

- Manage membership applications and records
- Maintain the membership roster
- Verify voting eligibility
- Provide membership updates to the Executive Board
- Assist with recruitment and outreach
- Coordinate communication with members regarding events and volunteer opportunities

Article VI. MEETINGS

Section 1: Regular Meetings

The Organization may hold regular meetings **monthly during the school year, when practical**. These meetings will typically be held at **Strafford School**, unless the executive board determines otherwise. All general meetings must be held in a **location accessible to the general public**. The Executive Board will determine and publish the meeting schedule.

Section 2: Special Meetings

Special meetings may be called by the President, any two Executive Board members, or by five general members submitting a written request to straffordschoolpto@gmail.com.

Section 3: Annual Meeting

The **annual meeting will be held in June** and presided over by the current officers. The primary purposes of the annual meeting include the election of officers, approval of the annual budget, presentation of annual reports from officers, and the transaction of other essential business.

Section 4: Quorum and Notification

A quorum for general meetings requires the presence of at least **five (5) members**, including **at least one (1) Executive Board member**. Members shall receive **at least 48 hours notice** of any special meeting.

Article VII. FINANCES

Section 1: Fiscal Year and Budget

The organization's fiscal year shall be from July 1st through June 30th. An annual tentative budget will be drafted in **April** and finalized in **June**.

Section 2: Financial Transactions

All withdrawals from the organization's accounts require **two authorized signatures**. The authorized signers include the President, the Treasurer, and either the Vice President or the Secretary. All expenditures must be within the approved budget. Non-budgeted expenditures up to \$100 may be approved by the President and Treasurer; amounts exceeding \$100 require approval from the executive board. All expenses are subject to executive board approval.

Section 3: Financial Controls

Cash Handling

All cash received must be counted and verified by **two unrelated individuals** and documented before deposit.

Financial Reviews

The Executive Board shall conduct **quarterly financial reviews**.

Annual Audit or Review

Before the start of each fiscal year:

- The Board may authorize an **independent audit**
- If no external audit occurs, a **financial review committee of at least two individuals** not authorized on accounts shall review the records.

Section 4. Executive Session

The Executive Board may meet in **executive session** to discuss sensitive matters including:

- Personnel issues
- Financial concerns
- Disciplinary matters
- Other confidential business

Attendance shall be limited to Board members and individuals invited by the Board.

Section 5. State Reporting

The organization shall comply with all state reporting requirements.

An **annual report shall be filed with the New Hampshire Director of Charitable Trusts** in accordance with **RSA 7:28** or any successor statute.

Article IX. AMENDMENTS

The amendment must be proposed and voted on at a regular or special meeting. Written notice, including the amendment's language and purpose, must be provided 7 days beforehand, either in person at the prior meeting or electronically. Notice must also be distributed to all members 7 days before the vote via email. A two-thirds (2/3) majority of members present and voting is required for approval, contingent on a valid quorum.

Article X. CONFLICT OF INTEREST AND PECUNIARY BENEFITS

Section 1. Purpose

This article is intended to ensure that all actions taken by the SSPTO are in the best interests of the organization and the students it serves, free from any undue influence or personal gain. It addresses both conflicts of interest and explicitly prohibits the provision of pecuniary benefits to executive officers and SSPTO members, and related parties.

Section 2. Definitions

Interested Person: Any executive officer, SSPTO member, or immediate family member (spouse, domestic partner, parents, siblings, children, or anyone sharing the same household) of such an individual.

Financial Interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the SSPTO has a financial transaction or arrangement; and/or
- b. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the SSPTO is negotiating a transaction or arrangement.

Related Party: Any individual or other legal entity that is related to the SSPTO by a direct or indirect relationship.

Pecuniary Benefit: Any direct or indirect payment, compensation, gift, loan, service, or other item of value provided by the SSPTO to an Interested Person or Related Party. *(This definition expressly excludes reimbursements for pre-approved, documented, and reasonable out-of-pocket expenses incurred by executive board members or volunteers in connection with SSPTO activities).*

Non-Profit: In no way shall the operations of the SSPTO benefit any executive board member or SSPTO member in a way that personally benefits/profits them.

Section 3. Disclosure Requirements

At such time as any matter comes before the SSPTO Board in such a way as to give rise to a potential conflict of interest, the affected individual shall make known the potential conflict prior to any discussion or deliberation on the matter.

Section 4. Prohibition of Pecuniary Benefits

No executive board officer, SSPTO general member, or Related Party shall receive any Pecuniary Benefit from the SSPTO, except for reimbursement of pre-approved, documented, and reasonable out-of-pocket expenses incurred in connection with SSPTO activities. *(Any violation of this prohibition shall be grounds for immediate removal from the SSPTO and/or revocation of SSPTO membership).*

Section 5. Procedure for Addressing Conflicts of Interest

- a. **Recusal:** After disclosure of a potential conflict of interest, the affected individual shall recuse themselves from the discussion and deliberation of the matter. The executive board may determine that the conflicted individual should leave the room.
- b. **Determination of Conflict:** The remaining members of the SSPTO Board present at the meeting (excluding the individual with the potential conflict) shall determine, by a majority vote, whether a conflict of interest exists. The decision shall be noted in the meeting minutes.
- c. **Voting Restrictions:** If the SSPTO Board determines that a conflict of interest exists, the individual with the conflict shall not vote on any matter related to the conflict.
- d. **Alleged Violation:** In the event the Board determines a member has violated Section 4, it must notify the member of the violation in writing and allow the member to respond within 10 days. A vote must be taken among board members to determine if the member should be removed from the SSPTO. This determination can be successfully appealed to a 2/3 majority vote of the SSPTO general membership.

Section 6. Documentation and Recordkeeping

The minutes of all meetings at which a conflict of interest is disclosed, or a determination regarding a potential Pecuniary Benefit is made, shall reflect the disclosure, the nature of the conflict, the determination of the board, and any action taken.

Article XI. Record Retention

The SSPTO will retain financial records for seven years and non-financial records for two years, storing them accessibly and securely with regular backups. Financial records include meeting minutes related to finances, purchase receipts, bank statements, invoices, financial reports, and fundraising documentation. Non-financial records include general meeting minutes, agendas, correspondence (emails, letters), membership lists, committee reports, event plans, and volunteer agreements. The Secretary manages this policy, ensuring secure destruction after the retention period.

Article XII. Indemnification

The SSPTO shall indemnify its officers, directors, employees, and agents to the fullest extent permitted by law against expenses, judgments, fines, and settlements reasonably incurred in connection with any threatened, pending, or completed action, suit, or proceeding, provided they acted in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the SSPTO. This indemnification is not exclusive of other rights and the SSPTO shall purchase insurance to cover such liabilities.

Article XIII. Dissolution

Upon the dissolution of the SSPTO, which requires a two-thirds majority vote of members present at a regular meeting for which a motion for dissolution has been made, with the vote scheduled to occur no less than 30 days after the motion's introduction, the Executive Board shall, after paying or making provision for the payment of all liabilities, dispose of all remaining assets exclusively by distributing them to Strafford School, ensuring that these funds are used to support educational initiatives and the well-being of its students in accordance with applicable requirements of the Department of Justice, Charitable Trust Unit.