BLYLAWS

BRECKSVILLE-BROADVIEW HEIGHTS

PARENT SCHOOL ORGANIZATION

Section 1

Name and Purpose

1.1 Name. The name of the organization shall be the Brecksville-Broadview Heights Parent School Organization (PSO). The PSO may have units representing individual schools within the Brecksville-Broadview Heights City School District (school system).

1.2 Purpose. The purpose of the organization shall be to aid all students attending the Brecksville-Broadview Heights City Schools by providing support for their educational, recreational and social needs and to promote open communication between parents, administration, teachers and staff.

Section 2
Organization

2.1 Composition and Voting. The PSO shall be composed of units representing individual schools within the school system, and a PSO Council. The voting body of the PSO Council shall include the officers, honorary vice president and two delegates. Each unit and the Council will elect its own officers, and shall be able to form standing committees, as needed, to conduct the business of that unit/Council.

2.2 Governance. The PSO Council and units shall be governed by (a) the Articles of Incorporation of the organization; (b) the Bylaws; and (c) standing rules as may be developed by each unit and Council.

2.3 Corporate Power. Each unit shall act by and through its duly elected officers. The final powers, property and affairs of the PSO shall be exercised by the PSO Council, and the PSO Council shall act by and through its duly elected officers.

2.4 Tax Exempt Status. The PSO 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.

Section 3
Basic Policies

3.1 Status. The organization shall be noncommercial, nonsectarian and nonpartisan.

3.2 Endorsements. The name of the organization or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the purposes of the organization.

3.3 Political Involvement. The organization shall not participate or intervene 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.

3.4 Authority. The organization shall work with the schools to encourage, foster and support quality education for all students 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 the board of education, state education authorities and local education authorities.

3.5 Earnings. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered, to reimburse its members, officers or other private persons for normal and extraordinary expenses incurred on behalf of the PSO, and to make payments and distributions in furtherance of the purposes set forth in Section 1 hereof.

3.6 Dissolution. Upon the dissolution of any unit, after paying or adequately providing for its debts and obligations, the remaining assets of such unit shall be distributed to the PSO Council. Upon dissolution of all units and the PSO Council, after paying or adequately providing for the debts and obligations of the PSO organization, the remaining assets shall be distribution to one or more non-profits funds, foundations or organization which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Section 4
Membership

4.1 Membership. Membership: Membership in units of this PSO are open to all parents and/or legal guardians, step-parents, grandparents of students currently enrolled in the Brecksville-Broadview Heights school system, and the BBHCSD staff members. Additionally, at the discretion of a unit's Executive Board, membership is open to a care-giver involved in the daily life of a student enrolled in the Brecksville-Broadview Heights school system or others deemed appropriate. Membership shall be made available without regard to race, color, creed, gender or national origin. Each unit shall conduct an annual enrollment of members, but may admit persons to membership at any time.

4.2 Unit Dues. To remain in good standing, each member of a unit must pay annual dues to that unit as determined by the PSO Council. Only those members in good standing shall be eligible to vote on issues before the membership, to present motions, to elect officers and to serve in elective or appointive positions.

4.3 Council Dues. Each unit shall remit annually to the PSO Council an equal amount of dues, as determined by the PSO Council, to support the operation of the Council.

Section 5
Meetings

5.1 Regular Meetings. The PSO Council shall meet regularly during the school year at such time and place as determined by the PSO Council officers before the beginning of each school year. PSO units shall meet regularly during the school year at such time and place as determined by the unit officers before the beginning of each school year. The schedule of all regular meetings shall be published in advance to the membership by any reasonable means.

5.2 Special Meeting. Special meeting of the PSO Council may be called by the president or by a majority of officers, with at least two (2) days notice having been given. Special meeting of the units may be called by the unit president or by a majority of unit officers, with at least seven (7) days notice having been given. Unless a different type of notice is expressly required by any other provision of these Bylaws, notice is expressly required by any other provision of these Bylaws, notice of a special meeting shall be provided to each PSO Council or unit voting member either by home delivery, mail, telephone or electronic communication.

5.3 Quorum and Voting: Eleven (11) members, at least two (2) of whom are officers, shall constitute a quorum of the transaction of business at any meeting of the PSO Council or units. A simple majority of the members in good standing present and voting at any meeting shall be required for all action to be taken by the PSO Council or units.

Section 6
PSO Council Officers and Elections

6.1 Qualification. Each officer of the council shall be a member in good standing of a unit of the PSO.

6.2 Council Officers. Council officers shall consist of a President, one or more Vice Presidents, one or more Secretaries and a Treasurer, all of whom shall be elected by the voting members of the Council. The superintendent of the school system shall serve as Honorary Vice President and shall have a vote on matters before the Council.

6.3 Term of Office. Officers shall assume their official duties following the close of the fiscal year and shall serve for a term of one (1) year or until the election of their successors. A person shall not be eligible to serve more than two (2) consecutive terms in the same office. A person who has served more than half of a term shall be deemed to have served that entire term for the sole purpose of determining applicable term limits.

6.4 Nominating Committee. The Council Nominating Committee shall consist of one representative from each unit, one representative from the current Council and the honorary Vice President or his/her designee. The council President may not serve on this committee. The committee shall elect its own chair. Nominees may be selected by the committee from the PSO membership at large. A slate of nominees must be presented by the committee to the Council membership at least one (1) month prior to the election. Elections shall be held no later than the last meeting of the fiscal year.

6.5 Council President. The President shall preside at all meetings of the Council; be a member ex officio of all committees except the Nominating and Audit Committees; coordinate the work of the officers and committees of the Council in order that the purpose of the PSO may be promoted; meet regularly with the unit presidents; serve as a signatory on all council checks; and perform such other duties as may be prescribed in these bylaws or assigned by the Council's standing rules.

6.6 Vice Presidents. A 1st Vice President shall act as an aide to the President; perform the duties of the President in the absence or inability of that officer to serve; serve as a signatory on all Council checks; and perform such other duties as may be prescribed in

these bylaws or assigned by the Council's standing rules. A 2nd Vice President shall act as an aide to the President and perform such other duties as may be prescribed in these bylaws or assigned by the Council's standing rules. The Honorary Vice President shall serve as an adviser to the Council.

6.7 Secretaries. A Recording Secretary shall record the minutes of all meetings of the Council; maintain a current copy of the bylaws and standing rules, and perform such other duties as may be prescribed in these bylaws or assigned by the Council's standing rules. A Corresponding Secretary shall conduct general correspondence of the Council; send notice of regular council meetings; and perform such other duties as may be prescribed in these bylaws or assigned by the Council's standing rules.

6.8 Treasurer. The Treasurer shall be the principal accounting and financial officer of the council. He/she shall:

(a) have charge of and be responsible for the maintenance of adequate books of account for the Council, and shall provide the Council with regular reports of Council's financial condition;

(b) have charge and custody of all funds and securities of the Council and be responsible therefore, and for the receipt and disbursement thereof, including obtaining the President's or 1st Vice President's signature on all checks;

(c) prepare an annual budget for presentation at the first meeting of each year;

(d) cause to be prepared an annual audit of the books of the Council and shall present a report of such audit at the meeting of the council next following the completion of the audit;

(e) be responsible for the filing of any and all tax forms on behalf of this organization as required by law; and

(f) perform such other duties as may be prescribed in these bylaws or assigned by the Council's standing rules.

6.9 Resignation. A Council member or officer may resign at any time by delivering his or her written resignation to any other officer of the PSO Council. The resignation shall be immediately effective, unless a later date is set forth in the written resignation.

6.10 Removal. Any council officer may be removed, with or without cause, by the affirmative vote of the majority of the council members then in office and present at any meeting at which a quorum is present. Five (5) days prior written notice of such proposed removal must be give to all Council members. Any Council member originally elected by a unit may be removed from office, with or without cause, by the affirmative vote of the majority of the unit members present at any meeting of such unit when a quorum is present. Five (5) days prior written notice of such proposed removal must be

give to all such unit's members.

6.11 Vacancies. Council officers shall elect a successor to fill any vacancy created among the Council officers.

Section 7
Unit Officers and Elections

7.1 Membership. Each officer of a unit shall be a member in good standing of that unit of the PSO.

7.2 Unit Officers. Unit officers shall consist of a President, one or more Vice Presidents, one or more Secretaries, a Treasurer and two (2) PSO Council Delegates, all of whom shall be elected by the unit. The principal of the school served by such unit shall serve as Honorary Vice President and shall have a vote on matters before the unit.

7.3 Term of Office. Officers shall assume their official duties following the close of the fiscal year, and shall serve for a term of one (1) year or until the election of their successors. A person shall not be eligible to serve more than two (2) consecutive terms in the same office. A person who has served more than half of a term shall be deemed to have served that entire term for the sole purpose of determining applicable term limits.

7.4 Nominating Committee. Each unit shall form a Nominating Committee in accordance with the standing rules of that unit. The unit President may not serve on this committee. The committee shall elect its own chair. A slate of nominees must be presented to the unit membership at least one (1) month prior to the election. Elections shall be held no later than the last meeting of the fiscal year.

7.5 Unit President. The President shall preside at all meeting of the unit; be a member ex officio of all unit committees except the Nominating and Audit Committees; coordinate the work of the officers and committees of the unit in order that the purpose of the PSO may be furthered and promoted; serve as a signatory on all unit checks; and perform such other duties as may be prescribed in these bylaws or assigned by the unit's standing rules.

7.6 Vice Presidents. A 1st Vice President shall act as an aide to the President; perform the duties of the President in the absence or inability of that officer to serve; serve as a signatory on all unit checks; and perform such other duties as may be prescribed in these bylaws or assigned by the unit's standing rules. A 2nd Vice President shall act as an aide to the President and perform such other duties as may be prescribed in these bylaws or assigned by the unit's standing rules. The Honorary Vice President shall serve as an adviser to the unit.

7.7 Secretaries. A Recording Secretary shall record the minutes of all meetings of the unit; maintain a current copy of the bylaws and standing rules, and perform such other duties as may be prescribed in these bylaws or assigned by the unit's standing rules. A Corresponding Secretary shall conduct general correspondence of the unit; send notice of regular council meetings; and perform such other duties as may be prescribed in these bylaws or assigned by the unit's standing rules.

7.8 Treasurer. The Treasurer shall be the principal accounting and financial officer of the unit. He/she shall:

(a) have charge of and be responsible for the maintenance of adequate books of account for the unit, and shall provide the unit with regular reports of unit's financial condition;

(b) have charge and custody of all funds and securities of the unit and be responsible therefore, and for the receipt and disbursement thereof, including obtaining the President's or 1st Vice President's signature on all checks;

(c) prepare an annual budget for presentation at the first meeting of each year;

(d) cause to be prepared an annual audit of the books of the unit and shall present a report of such audit at the meeting of the unit next following the completion of the audit;

(e) be responsible for the preparation and submission to the Council treasurer of any and all tax information needed to file tax forms on behalf of the organization as required by law; and

(f) perform such other duties as may be prescribed in these bylaws or assigned by the unit's standing rules.

7.9 Resignation. A unit officer may resign at any time by delivering his or her written resignation to any other officer of the PSO Council. The resignation shall be immediately effective, unless a later date is set forth in the written resignation.

7.10 Removal. Any unit officer may be removed, with or without cause, by the affirmative vote of the majority of the unit members then in office and present at any meeting at which a quorum is present. Five (5) days prior written notice of such proposed removal must be give to all unit members.

7.11 Vacancies. Unit officers shall elect a successor to fill any vacancy created among the unit officers.

Section 8
Fiscal Year

Fiscal Year. The fiscal year of the PSO Council and units shall be the period beginning July 1 and ending June 30.

Section 9
Finances

9.1 Tax Forms. The Council Treasurer shall be responsible, on behalf of this organization, for filing any and all tax forms required by law.

9.2 Checks. All checks issued by the Council and units shall be prepared by their respective Treasurers and signed by the respective Presidents or 1st Vice Presidents.

9.3 Contracts. Contracts will be authorized according to the specifications of the standing rules of the council or units.

Section 10
Amendments

10.1 Proposal of Amendments. Amendments to these bylaws may be proposed at any Council meeting by any unit through their President or Council Delegate(s), or by any voting member of Council. The amendment will only be effective upon approval by a majority of the units and by the PSO Council as described in Section 10.2 and 10.3.

10.2 Individual Units. Delegates from each unit must present any proposed amendment to the bylaws for discussion at their next regular meeting. The unit shall then vote on the amendment at its meeting following the meeting at which the discussion takes place. A majority of the members in good stand voting at the meeting is required for unit approval.

10.3 Council Vote. A Council vote on any proposed amendment will take place at the first meeting after all units have voted on the proposal. A majority of those Council members in good standing and voting shall be required to approve the amendment.

Section 11
Dissolution

Dissolution. Any unit may be dissolved upon the affirmative vote of a majority of the members present at any unit meeting at which a quorum is present and acting. Written notice of a meeting of members at which vote is to be taken to dissolve the unit shall be given to all the members of that unit at least 14 days in advance of such meeting. The officers shall thereupon take such actions as may be necessary to wind up the affairs of the unit and to effect termination of its corporate existence. Members shall vote to determine the distribution of the property and assets of the organization for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Any such assets not so disposed shall be disposed of by a court of competent jurisdiction of Cuyahoga County, Ohio, exclusively for such purposes or to such organization or organizations as the court shall determine, which are organized and operated exclusively for such charitable purposes.

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