



**Bylaws in Accordance with  
Articles of Incorporation  
For  
Gamble Rogers Middle School PTO, Inc.**

**Dated: October 12, 2023**

**ARTICLE I – NAME**

The name of this non-profit corporation shall be Gamble Rogers Middle School PTO, Inc.

**ARTICLE II – PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 6250 US 1 South, Saint Augustine, FL 32086

**ARTICLE III – PURPOSE**

The GRMS PTO's purpose is to create a synergy non-profit partnership between parents, teachers and administrators working together to provide our school with information, moral, financial and volunteer support to ensure that all students are afforded an optimum global learning experience to develop and excel in character and academia.

**ARTICLE IV: EXEMPTION REQUIREMENTS**

- i. No part of the earnings of the non-profit corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that organization shall be authorized and empowered to pay reasonable compensations for services rendered to make payments and distributions in furtherance of the purpose enumerated in Article III.
- ii. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

**ARTICLE V – OFFICER & DIRECTOR APPOINTMENT PROCESS**

**Section 1:**

- i. The officers of this organization shall be President, Vice President, Secretary, Treasurer, Fundraising Coordinator, Executive Teacher Representative and Volunteer Coordinator. These elected officers shall be known as the Executive Board.
- ii. Officers shall be nominated at the April Annual Meeting and voted upon the following May meeting.
- iii. Officers shall assume their official duties immediately upon election in May, resulting in and end of the school year inauguration.
- iv. Officers will hold a 2 year term, with option to re-elect after the original term is served.

**Section 2:**

- i. Nominations of eligible persons for each office to be filled may be made by any member in good standing with a second to that nomination.
- ii. Nominations from general membership must be presented at the April Annual meeting of the board to be eligible for voting at the subsequent May meeting.
- iii. Only those persons who have signified their consent to serve if elected shall be nominated or elected to such office.

**Section 3:**

- i. Any elected officer who fails to perform her/his duties may be asked to resign. Should she/he refuse, they may be removed by a 2/3 majority vote of the majority vote at the next meeting.

**ARTICLE VI – PROTOCOLS and POLICIES**

- i. This organization shall be non-commercial, non-sectarian, and non-partisan. It shall not endorse a commercial enterprise. The name of the organization or any members in their official capacities shall not be used in any connection with commercial concern or with any partisan interest, or for any other purpose than the regular work of the organization and fulfillment of its mission.
- ii. This organization shall seek neither to direct the administrative activities of the school nor control policies.
- iii. This organization may cooperate with other organizations and agencies active in child welfare such as religious organization and civil organizations only within the confines of the organization's mission.
- iv. Any St. Johns County resident, or corporate sponsor thereof, who subscribes to the mission, basic objectives and policies of this organization may become a member of this organization subject to compliance with the provisions and the bylaws. Membership in this organization shall be available without regard to race, color, creed, national origin, sexual orientation or financial standing.

- v. This organization shall conduct an annual enrollment of members, but new members shall be admitted to the organization membership at any time.
- vi. Only members in good standing of this organization and with approved volunteer form shall be eligible to participate in its business meetings or to serve in any elected or appointed position.
- vii. Each member of the organization shall pay annual dues to the organization collected by the membership and deposited in the treasure of the PTO for the use as explicitly defined in the organization's mission.
- viii. All legal and formal document originals remain the property of the PTO and must remain at school at all times. Copies are permitted to leave campus.

#### ARTICLE VII – DURATION AND DISSOLUTION

The duration of the corporate existence shall be perpetual until dissolution.

Upon dissolution of the organization, assets of the corporation shall be distributed for one or more exempt purposes within 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 to a state or local government, for a public purpose.

#### ARTICLE VIII – DUTIES OF OFFICERS

- i. Duties of the Officers and all Committee Chairs shall be enumerated in a PLAN OF WORK that will evolve along with the organization and the numbers of volunteer seats and offices are elected or appointed.
- ii. Executive Council will develop, approve and execute all plans in accordance with the mission statement. Routine non-profit expenditures between meetings less than \$300 shall be allowed. Expenditures in excess of \$300 between meetings will require quorum approval of expenditure based on submitted estimates from the main PTO account (2-3 per expenditure). Teacher individual lines are not included.
- iii. The Executive Council is required to develop an annual budget in accordance with the mission and maintain that budget throughout the school and calendar year.
- iv. The Executive Council is responsible for all non-profit fundraising efforts throughout the year including their research, review, commission and execution.
- v. All accounts of the PTO will be examined by an auditor(s) committee of at least 3 members who, satisfied that the annual report is correct and shall sign a statement of that fact at the end of that report.
- vi. The Executive Council may form special committees and appoint its members, as needed to complete a specific task. Upon completion of said task, said special committee is thereby dissolved upon final report presentation to the Executive Council.

- vii. Executive Council Treasurer will adhere to all financial and Internal Revenue Reporting principles and is responsible for filing all forms and necessary paperwork with appropriate entities. These duties may be shared among the Executive Council as needed.

#### ARTICLE IX- MEETINGS

- i. There shall be at least eight general meetings of this organization throughout this school year.
- ii. The Executive Council or President may call a special meeting with 5 days advance notice.
- iii. In any meeting of the organization, a simple majority vote of members in attendance is sufficient for the transaction of business unless specified otherwise in these bylaws. Two of the officers must be present and voting parents must have attendance of 80% or higher
- iv. The privilege of holding office, introducing motions, debates, and voting shall be limited to the organization's members whose current dues are paid and are in good standing.

#### ARTICLE X - REVISED BYLAWS REGISTERED AGENT(S):

We, the undersigned registered agents as the 2023-2024 Executive Board, certify that I am authorized to sign these bylaws and that the information in these articles is true and correct.

Stefanie Jackson, 6450 CR 305 S. Elkton, FL 32033  
President

Signature Stefanie Jackson Date: 10/12/2023

Devin Schneider, 240 Brantley Harbor Dr. St. Augustine, FL 32086

Signature Devin Schneider Date: 10/12/23

Theresa Guernon, 308 Elementary Way, Saint Augustine. FL 32086

Signature Theresa Guernon Date: 10-12-23