**Bylaws**

**Article I: Name**
The name of the organization shall be the Spartan Alliance PTSO.

**Article II: Purpose**
This organization is for the purpose of allying current families, alumnae, teachers, school administrators, community businesses and leaders, and students in supporting the education of children at Battle High School.

**Article III: Members**

Section 1. Any parent, guardian, or other adult standing in loco parentis for a student at the school may be a member and shall have voting rights. The principal and any teacher employed at the school may be a member and have voting rights.

Section 2. Dues, if any will be established by the executive board. Dues are not required for membership of the Spartan Alliance.

**Article IV: Officers and Elections**

Section 1. Officers. The officers shall be a president, vice president, secretary and treasurer.

a. President. The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings, serve as an ex officio member of all committees except the nominating committee, and coordinate the work of all the officers and committees so that the purpose of the organization is served.

b. Vice President. The vice president shall assist the president and carry out the president’s duties in his or her absence or inability to serve. The vice president shall serve as the chair of the Nominating Committee.

c. Secretary. The secretary shall keep all records of the organization, take and record minutes, prepare the agenda, handle correspondence, and send notices of meetings to the membership. The secretary also keeps a copy of the minutes book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings.

d. Treasurer. The treasurer shall keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the executive board. He or she will present a financial statement at every meeting and at other times of the year when requested by the executive board, and make a full report at the end of the year.

Section 2. Nominations and Elections. The nominating committee shall select a candidate for each vacant office and present the slate at the All School meeting held in March. At that meeting, nominations may also be made from the floor. Voting shall take place at the Annual Meeting held in April. Elections shall be by voice vote if only one person is running for office. If more than one person is running for an office, a ballot vote shall be taken. (Refer to Standing Rules for more information about the Nominating Committee).

Section 3. Eligibility. Members are eligible for office if they have been a member of the Battle High School community for 14 calendar days before the nominating committee presents its slate.

Section 4. Terms of Office. Officers are elected for a two year term and may serve no more than two (2) consecutive terms in the same office. Each person elected shall hold only one office at a time.

Section 5. Vacancies. If there is a vacancy in the office of president, the vice president will become the president. At the next regularly
scheduled meeting, a new vice president will be elected. If there is a vacancy in any other office, members will fill the vacancy through an election at the next regular all-school meeting.

Section 6. Removal from Office. Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at an all-school meeting. Notice must be provided within 14 days of the vote.

Article V – Meetings
Section 1. All School Meetings. All school meetings of the Spartan Alliance shall be held no fewer than six times during the school year (August to May) at a time and place determined by the executive board. The annual meeting will be held at the April meeting.

Section 2. Annual Meeting. The annual meeting shall be held in April. At that meeting, election of officers and members-at-large shall take place, reports of officers and committee chairs shall be received, approval of the next fiscal year’s budget, and other business of the organization shall be addressed. The secretary will notify the members of the meetings at least one week prior to the meeting in a manner approved by the board.

Section 3. Special Meetings. Special meetings may be called by the president, any two members of the executive board, or five general members submitting a written request to the secretary. Previous notice of the special meeting shall be sent to the members at least 10 days prior to the meeting, in a manner approved by the board.

Section 4. Quorum. The quorum of the All School and Annual meetings shall be 10 members of the organization.

Article VI – Executive Board
Section 1. Duties. The duties of the Executive Board shall be to transact business between meetings in preparation for the general meetings, create standing rules and policies, create standing and temporary committees, appoint chairs for non-elected positions/committees, prepare and submit a budget to the membership, approve routine bills, and prepare reports and recommendations to the membership.

Section 2. Membership. The Executive Board shall consist of the officers, principal, assistant principal athletics & activities, one faculty member appointed by the faculty, three elected members at large, two student representatives appointed by the Student Council, committee chairs and the past president.

Section 3. Meetings. Meetings shall be held monthly, date and time to be determined by the board. Special meetings may be called by any two board members, with 24 hours’ notice.

Section 4. Quorum. Half the number of board members plus one constitutes a quorum.

Article VII – Committees
Section 1. Membership. Committees may consist of any parent, guardian, teacher, staff or other adult standing in loco parentis for a student at the school. The Spartan Alliance president acts as an ex officio member of all committees excluding the Nominating Committee.

Section 2. Standing Committees. The following is a list of committees of this organization: Battle for the Ages, Concessions, Spirit Store, Athletic Passes, Marketing, Teacher Appreciation, Scholarship and Nominating. Refer to Standing Rules for duties of each standing committee.

Section 3. Additional Committees. The executive board may appoint additional committees as needed. Once the committee has been operational for one year, a bylaws amendment shall be proposed to make it a standing committee.

Section 4. Task Force. The executive board may appoint a task force with a start and end date.

Article VIII – Finances
Section 1. A budget shall be drafted by the executive board prior to each school year and approved by a majority vote of the members present at the April meeting.

Section 2. The treasurer shall keep accurate records of all expenses and income. They shall work closely with the Extracurricular Accounts Secretary to oversee the budget.
Section 3. The board shall approve all expenses of the organization.

Section 4. Authorized signers shall be the president, treasurer, and principal. Signing policies will be in compliance with district requirements.

Section 5. The treasurer shall prepare monthly financial statements and a financial statement at the end of each fiscal year.

Section 6. Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the memberships approval, spent for the benefit of the school.

Section 7. The fiscal year shall be July 1 to June 30.

Section 8. No part of net income or revenue shall benefit a sole member, officer or individual.

Article IX – Parliamentary Authority
Robert’s Rules of Order shall govern meetings when they are not in conflict with the organization’s bylaws.

Article X – Standing Rules
Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

Article XI – Dissolution
The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

Article XII – Amendments
These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary. Notice may be given in a manner approved by the executive board. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XIII – Conflict of Interest Policy
Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions.
 a. Interested Person. Any director, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.
 b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
   i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
   ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
   iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement.

“Compensation” includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures.
 a. Duty To Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.
 b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial
interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest.
   i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
   ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
   iii. After exercising due diligence, the governing board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
   iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflict of Interest Policy.
   i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
   ii. If, after hearing the member’s response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain:
   a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing boards or committee’s decision as to whether a conflict of interest in fact existed.
   b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation.
   a. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member’s compensation.
   b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member’s compensation.
   c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements. Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:
   • Has received a copy of the conflict of interest policy;
   • Has read and understood the policy;
   • Has agreed to comply with the policy; and
   • Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews. To ensure that the organization operates in a manner consistent with
charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm’s length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization’s written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.

Amended February 20, 2018
Standing Rules

Section 1. Standing Committees.

a. **Battle for the Ages Committee.** The Battle for the Ages Committee is responsible for coordinating this annual all-school fundraiser. This includes recruitment of volunteers to help assist in the planning of this event.

b. **Concessions.** The Concessions Committee is responsible for operation of the concession stands for all MHSAA sponsored events, other events hosted at Battle High School, recruiting volunteers, purchasing product in conjunction with the school and following cash handling procedures outlined by the Columbia Public Schools.

c. **Spirit Store.** The Spirit Store Committee is responsible for operation of the spirit store, recruiting volunteers, purchasing product and following cash handling procedures outlined by the Columbia Public Schools.

d. **Athletic Pass.** The Athletic Pass Committee is responsible for the sale of athletic passes. Duties include working at back to school nights and other events as needed, Work closely with the Guidance Office on the production of activities card. Responsible for following cash handling procedures outlined by the Columbia Public Schools.

e. **Marketing.** The Marketing Committee is responsible for promoting the Spartan Alliance.

f. **Teacher Appreciation.** The Teacher Appreciation Committee is responsible for providing support to the teachers and staff at Battle High School. It is their role to welcome the teachers and staff back for the academic year, coordinate morning coffees and organize events throughout National Teacher Appreciation Week, and other events as determined by the Alliance.

g. **Scholarship.** The scholarship committee is responsible for coordinating educational programs for the school and oversee the Spartan Alliance scholarships. They should work closely with the Guidance Office.

h. **Nominating.** The Nominating Committee shall be responsible for appointing the slate of elected officers for election in the upcoming year. The Nominating Committee shall be chaired by the Spartan Alliance Vice President. Three additional members shall be elected at the February All School meeting representative of the Battle High School community. It is the job of the nominating committee to present a name for each upcoming vacant position at the March All School meeting.

Section 2. Awards.

a. **President’s Service Award.** Presented to a member of the Spartan Alliance who has stood out as a vital part of the Alliance over a period of years. The selection is based on service to the Spartan Alliance, leadership roles and responsibilities assumed outside of their appointed/elected leadership role within the Spartan Alliance, and process improvement. The individual will be presented with an acrylic plaque at the Battle for the Ages All School Fundraiser.

b. **Unsung Heroes.** The Unsung Hero award acknowledges selfless acts of initiative and commitment performed by individuals at Battle High School. Unsung Heroes may express traits of exemplary performance through employment, service, involvement and more. Nominees are evaluated on dedication, creativity, integrity, perseverance, initiative, character and hard work. Up to five awards shall be presented annually. All nominees shall be recognized at the Battle for the Ages event.
The individuals selected as Unsung Heroes shall receive a Bobble Head Spartan trophy. Nominations shall be solicited from the Battle High School Community including spirit clubs, Spartan Alliance, teachers and school administrators. Spirit clubs, Spartan Alliance and the Battle High School community shall be asked to submit a nominee/s by January 30 stating how that individual has performed these selfless acts and benefited Battle High School.

c. **Alliance Award.** The Alliance Award shall be presented to family volunteers or spirit clubs who encourage working partnerships highlighting an **allied approach** to community leadership/service and support of Battle High School students. The individuals/organizations shall receive a certificate and a $100 contribution to each recipient’s ECA account. All nominees and winners shall be recognized at the Battle for the Ages All School Fundraiser. Spirit clubs shall be asked to submit an application describing the allied efforts of the individuals or groups by January 30. Time period considered shall be January 1 – December 31 of the previous year.

d. **Selection Committee.** The Spartan Alliance President, Spartan Alliance Vice President, Principal and Assistant Principal/Athletics & Extracurricular shall serve as the selection committee for all awards.

Amended February 20, 2018