

Constitution

Zama American High School Parent Teacher Organization (ZAHS PTO)

Article I

Name and Purpose

Section 1-1. Name. The name of this organization will be the Zama American High School Parent Teacher Organization ZAHS PTO.

Section 1-2. Purpose. The Purpose of the ZAHS PTO is to provide support primarily to the scholastic and extracurricular programs of the Zama American High School, Camp Zama, Japan. Support may include, but not be limited to, personnel, material, and financial assistance.

Article II

General Provisions

Section 2-1. Authority. The ZAHS PTO is established as a Private Organization (PO) under the provisions of AR 210-22, and exists on the military installation known as Camp Zama by the express consent of the Commander, USAG-J. This consent is contingent upon compliance with the requirements and consideration of all Army regulations and applicable host nation laws. The ZAHS PTO will operate as a PO, by individuals not acting within the scope of their official capacity as soldiers, employees, or agents of the US Government (USG). There is no official relationship between PO activities and official duties and responsibilities of Department of Defense (DoD) personnel who are PO members and participants. Neither the Federal Government nor any of its non-appropriated fund (NAF) instrumentalities (NAFIs) will incur or assume any obligations of the PO. The PO will comply with all federal and host nation tax laws.

Section 2-2. Chartering as a PO. The ZAHS PTO is required to be chartered as a PO on Camp Zama to be able to operate on the installation. The charter is good for two years and the re-chartering process must be initiated at least 120 days prior to the expiration of the ZAHS PTO's charter. The President of the ZAHS PTO is responsible for ensuring that the ZAHS PTO is chartered as a PO on Camp Zama.

Section 2-3. Support from the USG. The ZAHS PTO is not an instrumentality of the USG, must be self-sustaining, and may not receive financial (appropriated or NAF) or other assistance from the US Army or Camp Zama, except as provided for in paragraph 3-211 DoD 5500.7-R Joint Ethics Regulation (JER). No seal, insignia, or other identifying device of the local installation or other US military department of service may be utilized, unless the Commander, USAG-J, grants his/her written permission. The ZAHS PTO may receive limited support from Camp Zama for support of events sponsored in conjunction with the installation. The Commander, USAG-J, or his/her designee, will approve this support in writing. The ZAHS PTO agrees to reimburse the Army for utility expenses unless the use is incidental, and billing costs would exceed the costs of the utility.

Section 2-4. Equal Opportunity. The ZAHS PTO fully supports the US Army's and Camp Zama's policies on equal opportunity and will not discriminate on the basis of race, color, religion, national origin, marital status, or gender, or support or associate with people or organizations that do. All activities that the ZAHS PTO conducts will not prejudice or discredit either the US Military Services nor any other agency or official of the USG. The ZAHS PTO agrees that it will neither propagate extremist activities, nor advocate either violence against others, or the violent overthrow of the USG. The ZAHS PTO will not seek to deprive any individual of their civil rights.

Article III Functions/Activities and Operating Procedures

Section 3-1. Liability. All members shall be personally liable for all outstanding debts and liabilities if the assets of the ZAHS PTO are insufficient to discharge such debts and liabilities.

Section 3-2. Knowledge of Constitution and Bylaws. All members of the ZAHS PTO will have knowledge of and access to this Constitution and Bylaws as a condition of membership.

Section 3-3. This Constitution and Bylaws approved by a majority vote of the members present at a General Membership (or Special) meeting on October 17, 2012.

Section 3-4. The ZAHS PTO's Constitution and Bylaws may be adopted, amended, or replaced by the approval of the majority of the members present at a General Membership or Special Meeting. Any amendments or changes to the Constitution and Bylaws of the ZAHS PTO are subject to the final approval of the Commander, USAG-J. The ZAHS PTO will provide proposed amendments or changes to the appropriate USAG-J office within 30 days of their approval by the membership.

Section 3-5. Recommended Changes. Any member of the ZAHS PTO may propose changes to the ZAHS PTO Constitution and Bylaws.

Article IV Membership

Section 4-1. Membership. Membership is open to all US military personnel (active or retired), DoD Civilian employees, (DoD) contractor personnel, and any adult family member thereof. Membership is voluntary. The majority of the members must have privileges under the Status of Forces Agreement (SOFA).

Section 4-2. Dues. Each household of the ZAHS PTO will be assessed an annual membership fee of \$15.00 as a condition of membership. Membership fees are not refundable.

Section 4-3. Applications and terminations of membership. Anyone who qualifies under Section 4, may join ZAHS PTO by submitting an application and paying the annual fee of \$15.00. Membership may be terminated at any time with a written statement to the Executive Board.

Article V Officers and Governing Body

Section 5-1. Executive Board. The establishment, administration, operations, and dissolution of the organization are under the general supervision of the Executive Board. The Executive Board shall consist of the President, Vice President, Secretary, and Treasurer. The President may appoint members to committees (such as Entertainment, Fundraising, or Constitution) to assist the Executive Board in the execution of their duties.

Section 5-2. Term of Office. The members of the Executive Board shall be elected by the general membership to a term of office not to exceed one year. Members of the Executive Board may be elected to more than one consecutive term of office. However, all books, cash boxes, keys, treasurer records, checkbooks, bank statements, audits, and auditor information (if an audit is in progress) must be turned in to the ZAHS Secretary for safe-keeping over the summer months or until the ZAHS PTO is active again.

Section 5-3. Recall of an Officer. All Executive Board officers serve at the behest of the general membership. The general membership, when dissatisfied with a member of the Executive Board, may recall or terminate this officer's term of office. A recall shall be conducted at a General Membership Meeting or Special Meeting and will become effective upon a two-thirds vote of the entire general membership. Once an officer has been recalled, a special election will be held at the next General Membership Meeting or Special Meeting to replace the recalled member. In the case of a recall of the President, the Vice President will assume the responsibilities of the President, and the special election will be for a new Vice President. In the case of a recall of the Secretary or Treasurer, the Vice President will assume the duties of the recalled officer until a new officer is elected. In the event of a recall of the Vice President, the Secretary will assume the duties of the Vice President until the election of a new Vice President.

Article VI Duties of Officers

Section 6-1. General. To ensure that the ZAHS PTO's objectives are satisfied and the proper direction is maintained, the general membership shall elect an Executive Board in accordance with Article V of the Constitution. Standing Executive Board members will fulfill their designated roles until June 30th of each school year or until the newly elected board members are in place.

Section 6-2. President.

Section 6-2-1. Preside over and direct the overall operation of the ZAHS PTO, based on the desires of the general membership.

Section 6-2-2. Perform other duties as may be prescribed by the general membership.

Section 6-3. Vice President.

Section 6-3-1. Fulfill the duties of the President, in the absence of the President or should the President fail to complete his/her term of office.

Section 6-3-2. Fulfill the duties of the Secretary and/or Treasurer, if said officer(s) is/are recalled by the general membership, in accordance with Article V of the Constitution.

Section 6-3-3. Review and certify the Treasurer's Report prior to each Executive Board, General Membership, or Special Meeting.

Section 6-3-4. Retain signature authority on all financial transactions of the ZAHS PTO.

Section 6-3-5. Perform other duties as may be prescribed by the general membership or the President.

Section 6-4. Secretary.

Section 6-4-1. Fulfill the duties of Vice President until a new Vice President is elected in the event the Vice President is unable to complete his/her term of office.

Section 6-4-2. Take and prepare minutes for all Executive Board, General Membership, and Special Meetings. Make distribution of the minutes in accordance with Article XII of the Constitution.

Section 6-4-3. Maintain copies of all administrative documents. As a minimum, the following will be kept on file: Copies of the Constitution and Bylaws, the application for charter, the USAG-J Commander's approval to operate as a PO, minutes of all meetings, Treasurer's Reports, and other pertinent regulations.

Section 6-4-4. Prepare all official and unofficial correspondence for the ZAHS PTO.

Section 6-4-5. Perform other duties as may be prescribed by the general membership or the President.

Section 6-5. Treasurer.

Section 6-5-1. Maintain a single-entry accounting system to account for all revenue earned, and expenditures made, by the ZAHS PTO, to include the maintenance of supporting documents for all revenue and expenditures.

Section 6-5-2. Prepare an annual budget or spending guidelines to be used for expenditures throughout the year. The budget or spending guidelines must be approved by the majority of the general membership's vote at the first General Membership Meeting of the year.

Section 6-5-3. Only expend funds in accordance with Article IX of the Constitution.

Section 6-5-4. Prepare a Treasurer's Report for each Executive Board, General Membership, and Special Meeting.

Section 6-5-5. Make records available to the Vice President for certification of the Treasurer's Report.

Section 6-5-6. Prepare an annual financial report in accordance with applicable regulations.

Section 6-5-7. Maintain accountability for the bank accounts (savings and/or checking) and ensure that signature cards are current.

Section 6-5-8. Perform other duties as may be prescribed by the general membership or the President.

**ARTICLE VII
ELECTIONS AND VOTING**

Section 7-1. The election of officers will be in accordance with Article V of the Constitution.

Section 7-2. The recall of an officer will be in accordance with Article V of the Constitution.

Section 7-3. Resigning officers will submit their resignation, in writing, to the President of the ZAHS PTO. The resignation of the President will be submitted, in writing to the Vice President of the ZAHS PTO. The procedures for filling a vacant officer position will be the same as for filling a vacancy after a recall of an officer (Article V of the Constitution).

ARTICLE VIII STANDING COMMITTEES

Section 8-1. Standing committees may be established, as deemed appropriate by the ZAHS PTO.

ARTICLE IX FUNDING SOURCES

Section 9-1. Self-Sustaining. The ZAHS PTO is considered to be a self-sustaining, non-Federal entity and its income will be attained primarily through dues, contributions, service charges, and/or special assessment to the members.

Section 9-2. Fundraising.

Section 9-2-1. General. The ZAHS PTO is authorized to request permission to conduct fundraisers held on, or advertised on Camp Zama, when such activities are approved at an Executive Board, General Membership, or Special Meeting. The Commander, USAG-J, will review and approve, or disapprove, all requests for fundraisers that are to be held on, or advertised on, Camp Zama.

Section 9-2-2. Sale of Alcoholic Beverages. The ZAHS PTO is not permitted to sell any alcoholic beverages at any time. This includes the sale of beer, wine, wine coolers, and alcoholic beverages of any type.

Section 9-2-3. USAG-J Commander Approval. The ZAHS PTO will submit typewritten requests for permission to conduct fundraisers to the appropriate USAG-J office at least 30 days prior to the event; seven days for car washes or bake sales. The appropriate USAG-J office will verify the PO's standing and forward the request to the Staff Judge Advocate (SJA) for review. The request then will be forwarded to the USAG-J Commander for approval/disapproval. The approval/disapproval of the USAG-J Commander will be provided, in writing, to the PO. The written approval must be on site while the fundraiser is taking place.

Section 9-3. Commercial Sponsorship. The ZAHS PTO is not authorized to solicit commercial sponsorship.

Section 9-4. Bank Accounts. The ZAHS PTO is authorized to open a non-interest bearing, commercial savings and/or checking account at a commercial financial institution (bank or credit union). The bank account custodian will be the ZAHS PTO Treasurer. The President will be a signer on the account with a maximum of two other Executive Board members as signers on the account.

Section 9-5. Accounting System. A single-entry accounting system will be utilized to

account for all revenues and expenditures.

Section 9-6. Treasurer Reports. The Treasurer will prepare a financial report for all Executive Board, General Membership, and Special Meetings, reflecting the income and expenses incurred since the previous meeting. The Vice President will verify the accuracy of the Treasurer's Report prior to its presentation at an Executive Board, General Membership, or Special Meeting. Both the Treasurer and the Vice President will sign the report.

Section 9-7. Audits. An audit of all funds received or expended by the ZAHS PTO will be conducted every 2 years and upon the change of Treasurer. A copy of the audit will be presented at the next Executive Board, General Membership, or Special Meeting, and a copy will be provided to the appropriate USAG-J office. Specific requirements for audits are found in AR 210-22.

Section 9-8. Special Audits. The President may direct that the audit of the financial records of the ZAHS PTO be accomplished in accordance with Article IX of the Constitution, and when it is deemed in the best interests of the ZAHS PTO.

Section 9-9. Audit Report. All audit reports will be made, in writing, and signed by the individual(s) conducting the audit. A copy of all audits will be presented at the next scheduled Executive Board, General Membership, or Special Meeting following completion of the audit. The ZAHS PTO will provide a copy of all audit reports to the appropriate USAG-J office.

Section 9-10. Expenditure of Funds. The expenditure of all funds, will be within the approved yearly budget or spending guidelines as set forth in Section 6-5-2 or must be approved by a majority vote of the members present at an Executive Board, General Membership, or Special Meeting. The President may authorize the expenditure of funds to support events sponsored by the ZAHS PTO, if the expenditure was not within the approved yearly budget or spending guidelines and it was impractical to convene a Special Meeting of the membership. The President will report on the expenditure of funds at the next Executive Board, General Membership or Special Meeting and provide an explanation as to why it was necessary to authorize the expenditure.

Article X Taxes

Section 10-1. Tax Liability. The ZAHS PTO's US tax liability depends upon its earning income within the United States. An organization that operates overseas can limit its US tax liability. Utilization of non-interest bearing bank accounts will typically preclude US tax liability for organization operations. The ZAHS PTO is responsible for determining tax liability, if any. The ZAHS PTO will contact the proper tax officials to ensure compliance with all tax laws.

Article XI Insurance Coverage

Section 11-1. Liability Insurance Requirements. The ZAHS PTO will maintain adequate liability insurance.

Section 11-2. Fidelity Bond Requirements. The ZAHS PTO will maintain adequate fidelity bonds for members who handle a monthly cash flow exceeding \$500.

Section 11-3. Membership Liability. In the event that the assets of the ZAHS PTO are insufficient to cover the costs of a liability claim against the ZAHS PTO, the individual members of the ZAHS PTO are not personally liable for any amount not covered by insurance and/or assets.

Article XII Meetings and Quorums

Section 12-1. Rules. All meetings will be held in accordance with a prescribed order of conduct. Robert's Rules of Order or some other format may be used, as may be decided by a vote of the membership.

Section 12-2. Meeting Order. The following order of business will be followed at all Executive Board, General Membership, or Special Meetings:

Call to Order.

Roll call of officers.

Reading of minutes from previous meeting.

Treasurer's Report.

Introduction of Guests.

Report of incoming correspondence.

Subcommittee Reports.

Old Business.

New Business.

Adjournment.

Section 12-3. Meetings.

Section 12-3-1. General Membership Meetings. General Membership Meetings shall be held quarterly for the election of officers, annual budget or spending guidelines approval, budget or spending adjustments, and regular business. Quarterly General Membership Meetings may coincide with monthly Executive Board Meetings, provided there is a quorum of members present. In the event a quorum is not present, an electronic vote may be scheduled within 30 days.

Section 12-3-2. Special Meetings. The President, with the Secretary sending out notices

at least 1 week in advance, may call Special Meetings for the general membership, as needed. Notices shall state the reason for the meeting, the business to be transacted, and who called the meeting.

Section 12-3-3. Executive Board Meetings. The Executive Board shall meet in executive sessions one time each month, August – June, on a consistent date, time, and location predetermined by the Executive Board and publicized so that any general member or concerned party may attend. Business conducted will include: planning and organizing activities for the ZAHS PTO. Expenditures within the approved annual budget or spending guidelines will be decided on by a majority vote of all ZAHS PTO members present at these meetings. The Secretary will report on all such meetings, with a synopsis of the business conducted, at the next Executive Board, General, or Special Membership Meeting.

Section 12-3-4. Committees. To best serve the needs of the students and teachers of ZAHS committees of the ZAHS PTO (Hospitality, School Spirit etc.) may be formed anytime during the school year and may meet in planning sessions as needed and report their findings and submit their requests at Executive Board Meetings, Special Meetings or General Quarterly Meetings.

Section 12-4. Minutes. The Secretary will prepare a set of minutes outlining the events that transpired at every membership meeting within 10 working days of the meeting. The President will review the minutes, and both the President and Secretary will sign the minutes. A copy of the approved minutes will be provided to each PO officer, Financial Management Branch, DFMWR, USAG-J, and any PO member who desires a copy.

Section 12-5. Quorum. A quorum shall be considered either a minimum of 25 percent of the general membership with at least one officer of the ZAHS PTO present or, 10 percent of the members, with three of the four officers present. A quorum for Quarterly General Membership Meetings is a minimum of 25 percent of the general membership and at least two of the four officers present.

Article XIII Dissolution

Section 13-1. Dissolution. Upon receipt of notification from the appropriate USAG-J Commander, or upon agreement of three-fourths of the general membership at a Special Membership Meeting called by the President to consider dissolution, the ZAHS PTO shall be dissolved. The ZAHS PTO will provide a written notice of the dissolution with a notice of the disposition of its assets to the appropriate USAG-J office.

Section 13-2. Disposition of Assets. The disposition of assets upon dissolution of the ZHPTO shall be as follows:

Section 13-2-1. Outstanding Liabilities. All members of the ZAHS PTO shall be

personally liable for all outstanding debts and liabilities if the assets of the ZAHS PTO are insufficient to discharge such debts and liabilities. All members of the ZAHS PTO will have knowledge of and have access to this Constitution and Bylaws as a condition of membership.

Section 13-2-3. Remaining Assets. All remaining assets will be donated to the US Army Japan Installation Morale, Welfare, and Recreation Fund.

Article XIV Hiring and Supervision of Employees

ZAHS PTO has no employees. All workers are volunteers and/or members of the ZAHS PTO.

Cami Smith
President

Barbara Russell
Secretary

FINANCIAL BYLAWS

Zama American High School Parent Teacher Organization (ZAHS PTO)

ARTICLE I ADOPTION OF BYLAWS

Section 1. Policies:

- a. These bylaws govern the budgeting, requesting, disbursement, and raising of funds by the Zama American High School Parent Teacher Organization (**ZAHS PTO**), to support activities of the Zama American High School. Once approved, these bylaws will remain in effect until modified in accordance with Article IX of the Constitution of the **ZAHS PTO**.
- b. This organization is financially self-sustaining and there shall be no direct financial assistance from the NAFI in the form of contributions, dividends, or other donations of money or assets.
- c. The **ZAHS PTO** operates on the fiscal year of 01 August to 31 July of the following year.
- d. As an authorized Camp Zama community donation recipient, the **ZAHS PTO** will use all funds, less operating expenses, to support programs and activities of Zama American High School.
- e. Finances will be obtained from dues, fundraising activities and donations.
- f. Income raised by the organization will not accrue to individual members except as payment for services rendered.

Section 2. Accounting:

- a. The **ZAHS PTO** Treasurer maintains a checking account and accountability of funds.
- b. Petty Cash. The ZAHS PTO Treasurer maintains a cash box with \$100 in change and a cash box with 5,000 Yen in change. This money provides change for fundraisers.
- c. The ZAHS PTO Treasurer will maintain a minimum balance of \$2500 in the general fund at the end of the school year to cover expenses during the summer and end of the fiscal year.
- d. The accounts will be audited as stated in Article IX, Section 9-7 of the Constitution.

Section 3. Fundraisers:

- a. The ZAHS PTO is an authorized private organization for raising money, post-wide, to support Zama American High School activities. All fundraising conducted on or off of school premises after school hours will be coordinated through the ZAHS PTO.
- b. The ZAHS PTO will coordinate and make requests for donations. This gives the community a single point of contact for support to our high school.

Section 4. These bylaws were approved by a majority vote of the general membership of the ZAHS PTO on _____ and are submitted for approval.

Cami Smith
ZAHS PTO President

Barbara Russell
ZAHS PTO Secretary