

**BYLAWS
OF
THE HOLA PARENT TEACHER ORGANIZATION
A NEW JERSEY NON-PROFIT CORPORATION**

ARTICLE I – NAME

The name of this organization shall be the HoLa Parent Teacher Organization, a New Jersey Non-Profit Corporation (the “PTO”).

ARTICLE II – ORGANIZATION

This organization exists as a non-profit corporation under Title 15A:2-8 New Jersey Domestic Non-Profit Corporation Act (the “Act”). Its “Articles of Organization” comprise these Bylaws, as may be amended from time to time.

ARTICLE III – OBJECTIVES

1. To enrich and complement the educational and social development of the Hoboken Dual Language Charter School, a New Jersey Non-Profit Corporation, (“HoLa”). HoLa students through programs supported by the administration, faculty, and parents and guardians of HoLa students. These programs may include, but are not limited to, in-school assemblies and workshops and field trips to off-site locations.
2. To promote the academic, artistic, social, and physical development of all students through beautification and enhancement of the physical school and grounds.
3. To foster the involvement of all students within their community and to encourage a sense of citizenship.

**ARTICLE IV
BASIC POLICIES AND PURPOSES OF BYLAWS**

1. The organization shall be non-commercial, non-sectarian, and non-partisan.
2. The name of the organization and the name(s) of any member(s) in an official capacity shall not be used in connection with any commercial concern, partisan interest, religious intent, or any purpose not directly related to the objectives of this organization.
3. The organization shall cooperate with the school administration to provide quality education to all children.
4. The organization shall not participate or intervene in any form in the campaign or election of any local or regional school board member, or any candidate for public office.

5. The organization shall cooperate with the school's administration to support the improvement of education in ways that will not interfere with the goals of the administration and operation of the school.
6. The organization may cooperate with other organizations and agencies concerned with child welfare, but persons representing the organization in such matters shall make no commitments that bind the organization.
7. The organization shall not, directly or indirectly, allocate funds for any purpose which might be deemed to directly benefit the political or professional status of any employee of HoLa or member of the organization.
8. The organization will not permit any criticism of individual teachers, administrators or parents at an open meeting.
9. In the event of the dissolution of the organization, its assets will be distributed for one or more of the exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1954, as may be amended from time to time (the "Code").
10. These bylaws establish rules and procedures for conducting the affairs of the PTO. They are binding upon the Board of Trustees, upon members of any committees established by the Board, and on the PTO's officers, whether those persons served in the applicable capacity at the time these bylaws were adopted or were appointed or elected to the position at a later date. These bylaws are subject to the provisions of the Act and the PTO's Certificate of Incorporation, as they may be amended from time to time. If any provision in these bylaws is inconsistent with a provision in the Act or the Certificate of Incorporation, the provision of the Act or the Certificate of Incorporation shall govern to the extent of such inconsistency.

ARTICLE V MEMBERSHIP, DUES, AND DONATIONS

1. Membership shall be open to any parent, guardian, or other adult standing in loco parentis for a student at the school. Membership is also open to the Principal and faculty of the school. The membership year shall be from September 1 through August 31 of the following year.
2. Members of the assembly may vote to take action against any member who will not be called to order during the course of a meeting. Measures may include a request for apology, censure, removal from a meeting, suspension of membership rights for a specified time, or expulsion from the organization. A majority of the entire membership of the PTO shall constitute a quorum at any meeting of the members, and except as otherwise provided by law or herein, a majority in number of such quorum shall decide any question that may come before the meeting.
3. To serve in an elected or appointed position on the Board of Trustees, the person must be a member in good standing.

4. The Board of Trustees will establish dues, which shall initially be \$10.00 per member.
5. Donations of money and supplies will be accepted from any legitimate source, under the guidelines of the HoLa's policy regarding Gifts, Grants, and Donation (Reference: 18A:20-4, 20-11).

ARTICLE VI BOARD OF TRUSTEES

1. Election and Powers. The Board of Trustees shall have custody, control and direction of the PTO and the duties of the Board shall include:
 - a. To transact the necessary business between general membership meetings;
 - b. To create active committees (with chairpersons) and teams (without chairpersons) to promote the objectives and interests of the organization;
 - c. To approve the plans of work of the active committees. No committee/team work shall be undertaken without the approval of the Board of Trustees;
 - d. To present a report at the general membership meetings;
 - e. To appoint an auditor or auditing committee to audit the accounts of the Treasurer. This audit should coincide with preparation of annual tax return;
 - f. To prepare and submit for approval a budget for the fiscal year; and
 - g. To approve routine bills within the limits of the budget.

Trustees shall be elected at each Annual Meeting of the Board, and each Trustee shall serve until his or her successor is elected and qualified, unless his or her Trusteeship be theretofore vacated by resignation, death, removal, or otherwise.

2. Number. The number of Trustees constituting the entire Board of Trustees shall be not less than seven (7) nor more than nine (9), and shall be fixed by resolution of the Board of Trustees. The Board of Trustees, by a two-thirds (2/3) vote of all members of the Board, may resolve to increase or decrease the number of Trustees, provided that no decrease shall shorten the term of any incumbent Trustee.
3. Term. Each Trustee shall serve a term of one (1) year, except as provided hereafter in this Article.
4. Vacancies. In case of any vacancy in the Board of Trustees, a majority of the remaining Trustees may elect a successor to fill the unexpired term, and to serve until his or her successor shall have been duly elected and qualified. In the event of increase in the number of Trustees, additional Trustees shall be elected and such additional Trustees so elected shall serve until their successors shall have been duly elected and qualified.
5. Absences. If any Trustee shall fail to attend three (3) consecutive meetings of the Board without excuse accepted as satisfactory by the Board, such Trustee shall be deemed to have resigned and the vacancy shall be filled.

6. Removal. At any meeting of the Board of Trustees duly called, any Trustee may, by vote of two-thirds (2/3) of the entire Board, be removed from office and another may be elected by the Board to fill the unexpired term of the Trustee so removed.

7. Meetings. The Annual Meeting of the Board of Trustees shall be held in September, October or November of each year on such date and at such time and place as may be fixed by the Board of Trustees and named in the notice. Regular Meetings of the Board of Trustees shall be held at such times as the board may, from time to time, determine. Special Meetings of the Board of Trustees shall be held at any time, on call by the President of the Board, or by the Secretary on the request in writing of any three (3) members of the Board.

8. Agenda for Regular Meetings. The agenda or order of business for each Regular meeting shall include the following:

- a. Call to order;
- b. Roll Call;
- c. Approval of Minutes;
- d. Financial report;
- e. Reports of Regular Committees;
- f. Reports of any other Committees;
- g. Report of the Director;
- h. Old business;
- i. New business; and
- j. Adjournment

Robert's Rules of Order, Newly Revised, shall govern this organization in all cases in which they are applicable and in which they are not in conflict with these bylaws.

9. Notice of Meetings. Notice of the time and place of every meeting of the Board shall be mailed or emailed not less than five (5) nor more than twenty (20) days before the meeting, to each Trustee at his or her address as set forth in the records of the PTO.

10. Waiver of Notice. Notice of a meeting need not be given to any Trustee who submits a signed written waiver thereof, whether before or after the meeting, nor to any Trustee who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him.

11. Quorum. A majority of the entire Board of Trustees shall constitute a quorum at any meeting of the Board, and except as otherwise provided by law or herein, a majority in number of such quorum shall decide any question that may come before the meeting. A majority of the Trustees present at any regular or special meeting, although less than a quorum, may adjourn the same from time to time, without notice other than announcement at the meeting, until a quorum shall be present. At such adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally called.

12. Action Without a Meeting. Any action required or permitted to be taken by the Board of Trustees or any committee thereof at a duly held meeting may be taken without a meeting if all members of the Board of Trustees or the committee consent in writing to the adoption of a resolution authorizing the action. Such resolution and the written consents thereto by the members of the Board of Trustees or committee shall be filed with the minutes of the proceedings of the Board of Trustees or the committee.

13. Personal Attendance by Conference Communication Equipment. Any one or more members of the Board of Trustees or any committee thereof may participate in a meeting of such Board or Committee, with the consent of all the members of such Board or Committee present in person at such meeting, by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at the meeting.

14. Regular Committees. As soon as practicable each year following the Annual Meeting of the Board of Trustees and upon the recommendation of the President, the Board shall appoint the following Regular Committees, each of which shall consist of at least three (3) Trustees and shall have the authority to carry out its purposes as set forth in this Section 14. The Board may establish and appoint other Regular Committees as deemed necessary. In making these appointments, the Board shall designate the Chairman of each committee other than the Finance Committee.

a. Fundraising Committee. There shall be a Fundraising Committee which shall recommend policy for fundraising, and shall carry out a continuing review of all fundraising programs.

b. Finance Committee. There shall be a Finance Committee which shall recommend policy and be responsible for the supervision and direction of the care and custody of all assets of the PTO. The Finance Committee shall advise the Director in the preparation of the budget for the fiscal year which shall be presented annually to the Board of Trustees for adoption. The Finance Committee shall review with the Director and the independent public accountants then serving the PTO audit policies and the proposed annual audit report to be submitted to the Board. The Treasurer shall serve as Chairman of the Finance Committee.

c. Nominating Committee. There shall be a Nominating Committee which shall recommend (i) persons for election to the Board of Trustees, and (ii) a slate of officers for election to a one (1) year term at the Annual Meeting of the Board of Trustees. Nominations shall be mailed or emailed to each member of the Board of Trustees at least fifteen (15) days prior to the Annual Meeting of the Board. The Nominating Committee shall also recommend to the Board persons to fill vacancies as soon as practicable after they may occur. The Nominating Committee may also propose to the Board persons for election as Honorary Trustees. The President shall not serve on the Nominating Committee.

d. Grounds Committee. There shall be a Grounds Committee which shall recommend policies for the maintenance, repair, and occupancy of the physical facilities and grounds of the HoLa facilities.

15. Other Committees. The President, with the approval of the **Board of Trustees**, may designate additional committees, each of which shall consist of at least three (3) Trustees and

may include other persons who need not be Trustees. Each such committee shall have such authority and shall serve for such time as provided in the resolution designating the committee, except that such authority shall not exceed the authority conferred on any regular Committee by Section 15 of this Article.

ARTICLE VII OFFICERS

1. **Positions.** The PTO shall be minimally comprised of a President, Vice-President, Secretary, and Treasurer.

2. **Election of Officers.** The Board of Trustees shall elect a President, a Vice-President, a Secretary, and a Treasurer of the PTO. Each such officer shall be elected from among the Trustees at the Annual Meeting of the Board for a term of one (1) year. An officer may resign whenever necessary, and will be replaced by the voice vote of a two-thirds (2/3) quorum at the next regular or special meeting of the Board of Trustees.

3. **Term.** Officers shall assume official duties at the close of the school year, and shall serve a term of one (1) or two (2) years until their successors are elected. At the end of the first (1st) term, officers may be nominated and elected to serve a second (2nd) term. No individual may serve for more than two (2) consecutive terms in the same position. Consecutive terms refer to full terms. Outgoing officers are expected to transfer all organization funds and property to their successors by the end of the school year and assist the new officers until the beginning of the next school year.

4. **Removal.** At any meeting of the Board of Trustees duly called, any Officer of the PTO may, by a vote of two-thirds (2/3) of the entire Board, be removed from office and another may be elected by the board in the place of the Officer so removed and shall so serve for the balance of his or her term.

5. **President.** The President shall have the general powers and duties of management usually vested in the office of the president of a nonprofit corporation. The President shall appoint representatives/liaisons/chairpersons to other committees and teams. Only those who have consented to serve in the given position shall be appointed. The President may delegate his or her duties and authority to the next available officer in the chain of command, when conditions warrant. The President may enter into and execute in the name of the corporation contracts or other instruments not in the regular course of business which are authorized either generally or specifically by the Board. The President may, from time to time, delegate any or all of his duties and authority to any other officer. In the event that the President is unable to perform this duty, the next available officer in the following chain of command shall preside: Vice-President, Treasurer, and Secretary.

6. **Vice-President.** In the absence of the President or in the event of his or her death, inability, or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the chair. Any Vice-President shall perform

such other duties as may from time to time be assigned to him or her by the President or by the Board of Trustees.

7. Secretary. The Secretary shall keep a record (the “minutes”) of the proceeding of all general membership meetings and note the attendance of its members. These minutes will be made available to the Board, the PTO members, the school’s Principal and HoLa’s Board of Trustees. The Secretary shall conduct the official correspondence of the organization and maintain a mail log and telephone list. The Secretary will notify the members and school Principal of all general membership meetings at least five (5) days in advance.

8. Treasurer. The Treasurer shall have custody of all the funds of the organization. He or she will maintain a record of all deposits, receipts, and expenditures. Incoming funds will be accepted as check, money order, or cash. Incoming cash must be pre-counted and submitted to the Treasurer with a written tally of bills and coins. The Treasurer shall count and notify both the President and the person submitting the cash if there is a discrepancy between the written log and the cash received. The Treasurer shall pay out funds by check, according to the approved expenses of the organization. If the Treasurer is unavailable, the President, Vice-President, or Secretary, in that order, may pay authorized expenses. The Treasurer shall present a financial statement at each general membership meeting. This includes, but is not limited to, an itemization of checks drawn and deposits recorded since the prior meeting, and the balance of the account.

9. Compensation. No officer shall receive a fee, salary or remuneration of any kind for his or her services as an officer. The PTO may, however, reimburse officers for reasonable expenses incurred by them, provided such expenses have been approved by the Board of Trustees.

ARTICLE VIII CONFLICT OF INTEREST POLICY

1. Purpose. The purpose of the conflict of interest policy is to protect the PTO’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 PTO 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.

2. Definitions.

a. Interested Person shall be defined as any officer or Committee member, chairperson or Board of Trustee with delegated authority to enter into financial agreements or transactions on behalf of the PTO who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest shall be defined as 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 PTO has a transaction or arrangement,

ii. A compensation arrangement with the PTO or with any entity or individual with which the PTO 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 PTO is negotiating a transaction or arrangement.

c. Compensation shall be defined as payments including direct and indirect remuneration as well as gifts or favors that are not insubstantial.

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 Board and Committees 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 or she shall leave the 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 if a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest.

i. An interested person may make a presentation at the 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 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 Board or Committee shall determine whether the PTO 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 Board or Committee shall determine by a majority vote of the disinterested trustees whether the transaction or arrangement is in the PTO'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.

4. Violations of the Conflicts of Interest Policy.

a. If the 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.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or Committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. 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 board's 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.

6. Compensation.

a. A voting member of the governing board who receives compensation, directly or indirectly, from the PTO 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 PTO 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 PTO, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

7. Annual Statements.

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and

d. Understands the PTO is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

8. Periodic Reviews.

a. To ensure the PTO 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, based on competent survey information, and the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the PTO'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 in an excess benefit transaction.

9. Use of Outside Experts.

When conducting the periodic reviews as provided for in Section 8, the PTO may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

**ARTICLE IX
EXPENSES AND EXPENDITURE**

1. Payment of Bills and Expenses. The Treasurer shall pay routine bills within the limits of the budget. Expenditures of over \$100.00, not previously budgeted, shall be reported to the Board of Trustees. Expenses that exceed \$20 and are not budgeted for shall be brought to the President for approval.

2. Approved Expenditures. Any financial expenditure voted on and approved must be spent for its intended purpose within one (1) calendar year from the date of the vote. If the money is not spent within that time period, the money should be added into the general fund of the PTO or a new vote must be taken to keep the funds earmarked for the intended purpose for an additional calendar year.

**ARTICLE X
EVENTS**

1. Participation at School Events. It is appropriate, but not required, for the PTO to host an information or refreshment table at school functions, with the approval of the school principal or director.

2. Other Gifts. It is appropriate for the PTO to acknowledge Secretaries' Day and School Nurse Appreciation Day, as well as major milestones in a staff member's life (marriage, birth of a child, or death of a family member) with a card or small gift (< \$50). It is also appropriate to thank the custodial staff with a card or small gift (< \$50) at the end of the school year.

3. Teacher Appreciation Event. The PTO may host one staff appreciation event per year, such as a luncheon to be held during Teacher Appreciation Week. Parent volunteers should be coordinated to prepare and serve food and to donate beverages and paper goods. If necessary, the PTO may expend a modest amount of funds on items to complement the meal.

**ARTICLE XI
CONTRIBUTIONS AND FUNDRAISING PROCEDURES**

1. Contributions. The PTO shall have the right to solicit and accept contributions from third-parties. All monies thus received will be used in furtherance of the PTO's purpose as hereinabove stated. The PTO shall have the right, however, to use a reasonable amount of any sums received for the payment of administrative expenses.

2. Solicitation/Sales Fundraisers. The PTO may deem it necessary to raise funds by solicitation or by the sale of merchandise. There should be absolutely NO door-to-door solicitation/sales by children encouraged or permitted.

3. Raffle Licenses. Bingo, Raffles, and 50/50s may require raffle licenses from the City of Hoboken and/or the State of New Jersey. This category of fundraising includes any game of chance, no matter how small, which includes the exchange of money for an opportunity to win a prize. To reduce the costs associated with applying for raffle licenses, all events from a given calendar year may be combined on one license (rather than applying for each individual event). This cost could be significantly reduced by combining raffles from one school year to the next (within the same calendar year). A copy of the raffle license must be kept on file with the PTO's books and records.

ARTICLE XII END-OF-YEAR PROCEDURES

1. Surplus of Funds. In the event that the PTO has a surplus of funds at the close of the prior school year, a vote should be taken at the Annual Meeting of the Board of Trustees to determine whether to roll over all or some of the money to offset costs in the current school year or to use any of the surplus funds for a PTO gift to the school.

2. Gift to School. It is a generally accepted procedure for the outgoing PTO to leave as their legacy a gift to the school. Ideally, this gift should support the objectives of the organization – to promote the academic, artistic, social, and physical development of all students. It is appropriate for the PTO to work in conjunction the HoLa staff and administration to determine a list of goals and/or priorities from which the PTO may vote at the Annual Meeting.

3. Calendar. Near the close of the school year, the officers should meet with the school principal to set up the PTO calendar for the following year, using the current year calendar as a guide. This provides the committee chairpersons, the incoming officers, and the administration with a viable framework in which to plan the following year.

ARTICLE XIII CLASS PARENT PROCEDURES

1. Class Parent Selection. Parents should be provided an opportunity to volunteer to serve as class parents. No parent may serve for the same class for more than one (1) consecutive year, unless there are insufficient volunteers. If more volunteers are received than are needed for a given classroom, the class parents will be selected from the pool of volunteers by lottery. The class parent selection and establishment of the Email Distribution or Phone Chain should be implemented as early in the school year as possible.

2. Communication with Board. Each class parent shall communicate directly with the President of the Board or such other designated officer of the Board to provide information to the Board which is either requested by the Board, or relevant to the PTO's stated purposes.
3. Class List Coordination. The class list should be divided evenly among the class parents for each class. The list should be kept current to account for changes in contact information, or to add or delete students due to changes in enrollment. Class lists are confidential and should be handled with due discretion. Any parent request to be excluded from the Phone Chain must be honored.
4. Field Trips. Class parents may attend field trips to assist the teacher. If unable to attend, the class parent should inform the teacher as soon as possible so that a replacement may be found. No siblings may attend class trips, unless such sibling is enrolled in HoLa. Class parents must pay their own costs associated with attending a field trip.
5. Volunteers. Class parents are responsible for recruiting volunteers from within each class to help with general PTO events. This may include organizing and hosting a special dinner, social activity, or fundraiser as determined by the PTO.
6. Other Duties. All class parents shall make a reasonable effort to attend General PTO meetings. If a PTO event needs volunteers for events, after a reasonable effort has been made to solicit volunteers from the general parent population, class parents may be asked to volunteer.

ARTICLE XIV INDEMNIFICATION OF THE BOARD

The Board of Trustees and Officers shall be indemnified against expenses and costs, including reasonable attorneys' fees incurred in connection with any proceeding involving each such Board of Trustees or Officers of the organization to the full extent permitted by Section 15A:3-4 of the New Jersey Non-Profit Corporation Act (N.J.S.A. 15 A:1-1 et seq.) as may be amended from time to time or any successor legislation.

ARTICLE XV DISSOLUTION

1. The organization may be dissolved with previous written notice and a vote of two-thirds (2/3) of the quorum of the Board of Trustees.
2. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets will be disposed of in a manner consistent with the corporation's purpose as hereinabove stated, either in the form of direct expenditures or by disbursement to one or more organizations organized and operated exclusively for charitable, scientific, educational, or religious purposes so as to qualify as an exempt organization under Section 501(c)(3) of the Code or any corresponding provision of a

future law of similar import, or to the United States, or a state or local government, for a public purpose.

ARTICLE XVI MISCELLANEOUS

1. Amendment to bylaws. These Bylaws may be altered, amended or repealed by the vote of two-thirds (2/3) of the entire Board. Written notice of any such Bylaw change to be voted upon by the Board shall be given not less than ten (10) days prior to the meeting at which such change shall be proposed.
2. Fiscal year. The PTO's fiscal year shall run from the first (1st) day of September of each year to the thirty-first (31st) day of August of the following year.
3. Effect of headings. Headings have been used throughout these bylaws as a matter of convenience. Such headings shall not be deemed interpretative of the contents of the corporation's bylaws.
4. Gender and number. The masculine singular has been used throughout these bylaws as a matter of convenience. All such words shall be read to include more than one gender or person as the context may require.
5. Applicability of New Jersey law. The corporation has been formed pursuant to the laws of the State of New Jersey. These bylaws shall be construed in accordance with the Act and any other applicable laws.