

The Parent Teacher Organization (PTO) of the Anglo
American School of Moscow

PTO Bylaws

Adopted 16th September 2014

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AMENDED AND RESTATED
BYLAWS

OF

The Parent Teacher Organization
of the Anglo American School of Moscow

adopted on 16th September 2014

(the “**Bylaws**”)

ARTICLE 1
NAME

The name of this organization is the Parent Teacher Organization of the Anglo American School of Moscow (the “**PTO**”).

ARTICLE 2
DEFINITIONS AND INTERPRETATION

Section 2.1 **Definitions**

Capitalized words used in these Bylaws shall have the meanings set out in Article 11.

Section 2.2 **Interpretation**

Words denoting the singular shall include the plural and vice versa; and words denoting the feminine gender include the masculine gender.

ARTICLE 3
PURPOSE

Section 3.1 **Purpose**

3.1.1 The purpose of the PTO is as set out in Policy 8.10 of the Board Policy Manual. Such purpose is to work for the benefit of the students and the entire School community as a non-political, non-profit social organization. It will specifically promote communication between Parents and the School and organize volunteer services and fund-raising activities to assist the School and the children it serves.

3.1.2 In the event of conflict between this Section 3.1 and Policy 8.10 of the Board Policy Manual, the Board Policy Manual shall prevail.

Section 3.2 Mission

The PTO aims to help achieve the AAS Mission and foster a strong, supportive, positive community.

Section 3.3 PTO Powers

The PTO shall have the power to do anything considered by it to be consistent with and/or in furtherance of the PTO's purpose and mission set out in this Article 3.

ARTICLE 4 PTO MEMBERSHIP

Section 4.1 Membership

All Parents and Faculty shall be PTO Members.

Section 4.2 Compliance

PTO Members, including without limitation the Executive Committee and PTO Event Co-ordinators, when acting on behalf of the PTO shall act at all times in accordance with these Bylaws and the policies of the School as set forth in the Board Policy Manual.

ARTICLE 5 EXECUTIVE COMMITTEE

Section 5.1 Management of the PTO

The business and affairs of the PTO shall be managed under the direction of the Executive Committee.

Section 5.2 Powers of the Executive Committee

5.2.1 The Executive Committee may exercise all powers of the PTO for the purposes of the management of the PTO including making PTO Regulations (provided such PTO Regulations shall not take precedence over these Bylaws) and do all such lawful acts and things except as otherwise prohibited by these Bylaws or required to be performed by PTO Members (including for the avoidance of doubt amending these Bylaws).

5.2.2 All properly authorised decisions of the Executive Committee shall be binding upon the PTO including, without limitation, all Executive Committee Members.

Section 5.3 Executive Committee Members

The Executive Committee Members shall include:

5.3.1 the PTO Officers;

5.3.2 the Director; and

5.3.3 the Teacher Representative.

ARTICLE 6 PTO OFFICERS AND EVENT CO-ORDINATORS

Section 6.1 Powers and Duties

6.1.1 PTO Officers and PTO Event Co-ordinators shall have such powers and duties appropriate for their respective office as may be provided in these Bylaws or prescribed by the Executive Committee in PTO Regulations.

6.1.2 Subject to Section 10.7.1, in the absence (or inability or refusal to act) of the President, the Vice Presidents in order designated by the Executive Committee shall perform the duties and have the powers of the President.

Section 6.2 Term

6.2.1 Subject to the provisions of this Article 6, each PTO Officer shall be elected to serve for one PTO Year, such office to commence on the first day of the PTO Year for which they are elected or as soon as reasonably practicable thereafter.

6.2.2 Retiring PTO Officers may be re-elected subject to Section 6.2.3.

6.2.3 Subject to Section 6.4 no PTO Officer may be re-elected to the same role for more than two consecutive PTO Years.

6.2.4 A PTO Officer shall hold office for the PTO Year for which she was elected or:

(A) until she resigns by notice in writing given to the Executive Committee; or

(B) she is deemed to have vacated office in the event of the following circumstances:

(i) she has without sufficient reason been absent without permission from more than three meetings of the Executive Committee and the Executive Committee resolves that her office be vacated; or

(ii) she ceases to be a Parent.

6.2.5 At the end of their term of office, each PTO Officer shall use reasonable endeavours to work closely with and assist the incoming PTO Officer until the end of the relevant School Year.

Section 6.3 Election of PTO Officers

6.3.1 The Executive Committee shall annually appoint a committee of a minimum of five PTO Members (the "**Election Committee**") to run PTO elections, assist with identifying PTO Candidates and prepare the PTO Candidate List.

6.3.2 Membership of the Election Committee is subject to the following principles:-

(A) the Election Committee shall include at least one Parent from each division of the School;

- (B) when selecting the Election Committee, the Executive Committee shall endeavour to select individuals that represent the diversity of the School's population; and
- (C) no more than half of the members of the Election Committee shall be members of the Executive Committee.

6.3.3 The Election Committee shall determine the Application Closing Date and shall give 14 days' notice of this date to the PTO including sufficient information to assist PTO Members to consider the role, powers and duties for each of the PTO Officers' positions being advertised.

6.3.4 Following the Application Closing Date, the Election Committee shall prepare a list of PTO Candidates for presentation to the Executive Committee for their approval at a regular or special Executive Committee meeting, such meeting to be held before the end of March in the relevant election year.

6.3.5 The Executive Committee shall present the PTO Candidate List to the PTO Members at a regular or special meeting of PTO Members to be held by no later than the end of April in the relevant election year. At least 14 days' prior notice shall be given to the PTO Members of such meeting. Details of the PTO Candidates shall be presented to the PTO Members for discussion at the meeting.

6.3.6 At or following the PTO Members meeting referred to in Section 6.3.5 the PTO Members shall be invited to vote on the PTO Candidates in accordance with the voting procedure deemed appropriate by the Executive Committee pursuant to Section 7.6.

Section 6.4 Interim vacancies of PTO Officers

6.4.1 In the event of any vacancy occurring during any PTO Year, notice of the vacancy shall be given to the PTO Members such notice to include:

- (A) a solicitation for candidates to fill the vacancy; and
- (B) the date of the regular or special PTO Members meeting at which candidates shall be presented for election by the PTO, which date shall be no less than 14 days following such notice.

6.4.2 At or following the PTO Members meeting referred to in Section 6.4.1 the PTO Members shall be invited to vote on the candidates in accordance with the voting procedure deemed appropriate by the Executive Committee pursuant to Section 7.6.

6.4.3 If, in the judgment of the Executive Committee, it is necessary or desirable the Executive Committee may, by a two thirds vote, appoint a PTO Member to carry out the work of the office until such vacancy is filled pursuant to this Section 6.4. The PTO Member appointed may also be a candidate to fill the vacancy.

6.4.4 For the purposes of the restriction on re-election referred to Section 6.2.3, the period of two consecutive PTO Years shall commence from the start of the PTO Year following the PTO Year during which a PTO Officer is elected pursuant to this Section 6.4.

Section 6.5 Appointment of PTO Event Co-ordinators

6.5.1 The Executive Committee shall be responsible for the selection of the PTO Event Co-ordinators. Candidates shall be ratified by a majority vote of the Executive Committee.

- 6.5.2 A PTO Event Co-ordinator shall hold office until:
- (A) for PTO Event Co-ordinators leading Projects or the Election Committee, the expiration of three School Years; or
 - (B) for PTO Event Co-ordinators leading Events, a maximum of three Events; or
 - (C) until she resigns by notice in writing given to the Executive Committee; or
 - (D) she ceases to be a Parent.
- 6.5.3 At the end of their term of office, each PTO Event Co-ordinator shall use reasonable endeavours to work closely with and assist the incoming PTO Event Co-ordinator.
- 6.5.4 Each PTO Event Co-ordinator shall use reasonable endeavours to assist with the drafting, preparation and continued updating of such handbooks, guidance notes or codes of practice as the Executive Committee deems appropriate for the purpose of sharing good practice and to assist with continuity of PTO events.
- 6.5.5 In the event of any project specific PTO Event Co-ordinator vacancy, notice of the vacancy shall be given to the PTO Members such notice to include:
- (A) a solicitation for candidates to fill the vacancy; and
 - (B) notice of the deadline by which the Executive Committee is receiving nominations for such position, which date shall be no less than 14 days following such notice.
- 6.5.6 Following the proper posting of such notice, the filling of such vacancy shall be carried out in accordance with this Section 6.5.
- 6.5.7 If, in the judgement of the Executive Committee, it is necessary or desirable, the Executive Committee, by two thirds vote, may appoint a PTO Member to carry out the role of such PTO Event Co-ordinator until such vacancy is filled pursuant to this Section 6.5. The PTO Member so appointed may also be a candidate to fill the vacancy.
- 6.5.8 For the avoidance of doubt, PTO Event Co-ordinators shall not be PTO Officers or Executive Committee Members unless appointed as such by the Executive Committee from time to time.

ARTICLE 7 GENERAL PTO MEETINGS

Section 7.1 Regular Meetings

Regular meetings of PTO Members shall be held throughout the School Year at such times, dates and places as shall be determined by the Executive Committee and set forth on the School's annual calendar.

Section 7.2 Special Meetings

7.2.1 Special PTO Members meetings:

- (A) may be called by the President; or
- (B) shall be called by the President or Secretary at the direction of a majority of the Executive Committee Members.

7.2.2 Special PTO Members meetings shall be held at such time, date and place as may be determined by the person(s) calling or requiring the meeting pursuant to Section 7.2.1(A) or (B) as the case may be.

7.2.3 Any and all business that may be transacted at a regular PTO Members meeting may be transacted at a special meeting of the PTO Members.

7.2.4 48 hours' notice shall be given to PTO Members of such special meetings.

Section 7.3 Quorum

The quorum for the transaction of business at any PTO Members meeting shall be ten PTO Members.

Section 7.4 Adjournments

7.4.1 Any PTO Members meeting may be adjourned by the President or such other Officer presiding over the meeting or by a majority of PTO Members present, to reconvene at the same or some other place.

7.4.2 Reasonable notice of the date, time and location of the reconvened meeting shall be given to the PTO Members, together with reasons for the adjournment of the adjourned meeting.

7.4.3 At the reconvened meeting, the PTO Members may transact any business which might have been transacted at the adjourned meeting as originally noticed.

Section 7.5 Conduct of Meetings

7.5.1 The chairman of each PTO Members meeting shall be the President or, in the absence (or inability or refusal to act) of the President, such other person as shall be appointed by the President or the Executive Committee or, in the absence of such appointment, a chairman chosen at the meeting.

7.5.2 The Executive Committee may adopt such rules and regulations for the conduct of the PTO Members meeting as it shall deem appropriate. Except as otherwise specified in these Bylaws or such rules and regulations as adopted by the Executive Committee, the chairman of any PTO Members meeting shall have the right to prescribe such rules, regulations or procedures and to do all such acts as, in the judgement of such chairman, are appropriate for the proper conduct of the meeting.

Section 7.6 Voting by PTO Members

- 7.6.1 All matters shall be determined by the affirmative vote of a majority of PTO Members who take part in the vote, unless applicable law or these Bylaws require a different vote in which case such provision shall govern. In the event of a tie, the President shall have a casting vote.
- 7.6.2 The Executive Committee, acting reasonably and with the aims of achieving fairness and maximum participation of PTO Members, shall determine how the PTO Members shall be asked to vote on any particular matter. For the avoidance of doubt, voting may take place at a PTO regular meeting, PTO special meeting, in writing, by electronic ballot or by any other method by which the Executive Committee acting reasonably considers suitable and which complies with the requirements of this Section 7.6.
- 7.6.3 PTO Regulations governing voting processes approved by the Executive Committee pursuant to this Section will be prepared by the Executive Committee. Non-compliance with such PTO Regulations will render any resulting vote of the PTO Members invalid.

ARTICLE 8 EXECUTIVE COMMITTEE MEETINGS

Section 8.1 Regular Meetings

Regular meetings of the Executive Committee shall be held throughout the School Year and at such times, dates and places as determined by a majority of the Executive Committee and as set forth on the School's calendar.

Section 8.2 Special Meetings

- 8.2.1 Special meetings of the Executive Committee:
- (A) may be called by the President; or
 - (B) shall be called by the President or the Secretary at the direction of a majority of the Executive Committee Members.
- 8.2.2 Special Executive Committee meetings shall be held at such time, date and place as may be determined by the person(s) calling or requiring the meeting pursuant to Section 8.2.1(A) or (B) as the case may be.
- 8.2.3 At least 24 hours' notice of each special Executive Committee meeting shall be given to each Executive Committee Member before the meeting. Except as may be otherwise expressly provided by these Bylaws, neither the business to be transacted at, nor the purpose of, any special meeting need be specified in such notice. A special meeting may be held at any time without notice if all the members of the Executive Committee are present or if those not present waive notice of the meeting.
- 8.2.4 Any and all business that may be transacted at a regular Executive Committee meeting may be transacted at a special Executive Committee meeting.

Section 8.3 Quorum and Required Vote

- 8.3.1 A majority of the Executive Committee shall constitute a quorum for the transaction of business at any Executive Committee meeting. If a quorum shall not be present at any meeting, a majority of the Executive Committee Members present may adjourn the meeting, without notice other than announcement at the meeting, until a quorum is present.
- 8.3.2 The act of a majority of the Executive Committee Members present at a meeting at which a quorum is present shall be the act of the Executive Committee. In the event of a tie, the President shall have a casting vote.
- 8.3.3 Only Executive Committee Members may vote on issues before the Executive Committee.
- 8.3.4 Each Executive Committee Member shall have one vote. When more than one person shares the role of one Executive Committee Member, the persons sharing such role shall be entitled to one vote collectively. In the event that one person holds more than one PTO Officer role, such person shall have one vote only.

Section 8.4 Consent in Lieu of Meeting

Unless otherwise restricted by these Bylaws, any action required or permitted to be taken at any Executive Committee meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the members of the Executive Committee. For purposes of this Section 8.4, an electronic transmission by a member of the Executive Committee consenting to action to be taken is considered written and signed if the transmission contains information from which the PTO can determine that the transmission was transmitted by such person and the date on which it was sent. A signed consent from all Executive Committee Members shall have the same force and effect as a unanimous vote at a meeting, and shall be filed with the minutes of proceedings of the Executive Committee.

Section 8.5 Organization

- 8.5.1 The chairman of each Executive Committee meeting shall be the President or in the absence (or inability or refusal to act) of the President, the President may appoint any person to act as chairman of the meeting or the chairman may be elected from the Executive Committee Members present.
- 8.5.2 The Secretary shall act as secretary at all the Executive Committee meetings. In the absence (or inability or refusal to act) of the Secretary, the Secretary or the chairman of the meeting may appoint any person to act as secretary of the meeting.

Section 8.6 Attendance

Executive Committee meetings shall be open to the public unless the Executive Committee is discussing an issue which it considers should be dealt with on a confidential basis. In such circumstances, only members of the Executive Committee and invitees of the Executive Committee may attend.

ARTICLE 9
PTO BUDGET AND FINANCIAL GUIDELINES

Section 9.1 General

- 9.1.1 The PTO shall be responsible for ensuring that all property/money received by/for the PTO shall be applied towards the purposes of the PTO.
- 9.1.2 All moneys and other valuables in the name and to the credit of the PTO shall be deposited in such depositories as may be:
- (A) designated by the Executive Committee; and
- (B) approved by the financial director of the School or such other person that is designated by the School to manage the School's finances.
- 9.1.3 The School shall have custody of PTO funds for the sole benefit of the PTO. The School shall hold such funds separately within the overall accounting structure of the School and subject to standard accounting practices ensuring separation of duties and transparency.
- 9.1.4 The Treasurer shall submit requests for disbursement of PTO funds in accordance with this Article 9 and the School's policies and procedures, keeping proper records of such disbursements.
- 9.1.5 The Treasurer also shall provide the Executive Committee and the President at regular Executive Committee meetings, or whenever they may request it, an account of all transactions and financial condition of the PTO.
- 9.1.6 The Treasurer shall report on the PTO's financial situation at regular PTO Members meetings.
- 9.1.7 In the temporary absence of the Treasurer, the authority of the Treasurer shall pass to the President or such other person designated by a majority of the Executive Committee. The financial director of the School shall be notified either by electronic transmission or in writing of the Treasurer's absence and the persons empowered to conduct business on behalf of the PTO.

Section 9.2 Budget Approval

- 9.2.1 No later than 15th March each year, the Treasurer shall submit the Proposed PTO Budget to the Executive Committee for approval.
- 9.2.2 Once approved by a majority of the Executive Committee, the Proposed PTO Budget shall be submitted to PTO Members at a regular or special PTO Members meeting to be held no later than seven days before the last day of the School Year. At least seven days' prior notice shall be given of this meeting, together with a draft of the Proposed PTO Budget.
- 9.2.3 The PTO Members will be invited to approve the Proposed PTO Budget by a vote to be held in accordance with whichever voting procedure is determined appropriate by the Executive Committee pursuant to Section 7.6 by no later than the last day of the School Year each year. Approval of the Proposed PTO Budget will be by a majority of the PTO Members who take part in the vote. The approved Proposed PTO Budget will be adopted by the Executive Committee as the PTO Budget for the next following PTO Fiscal Year.

Section 9.3 PTO Funding Guidelines

9.3.1 The first priority of PTO funding shall be to cover the General Operating Expenses.

9.3.2 The PTO also shall consider requests for funds to meet:

- (A) general operating expenses of the PTO outside the PTO Budget, including the costs of PTO sponsored projects, activities and events; and
- (B) items, projects, activities and events that:
 - (i) enhance the curriculum and/or School facilities; and/or
 - (ii) further the PTO's purpose as set out in Article 3including, without limitation, capital expenditures.

9.3.3 The PTO shall not fund ordinary and recurring operating expenses and maintenance expenses on behalf of the School, including, without limitation, salaries and service contracts.

Section 9.4 Operating Expenses outside the PTO Budget

A single operating expense or a series of related operating expenses of the PTO not specified in the PTO Budget must be approved prior to being incurred as follows:

9.4.1 up to \$500 must be approved by:

- (A) the President or a Vice President; and
- (B) the Treasurer; and
- (C) one other Executive Committee Member, provided however the expense may not be authorised by the Executive Committee Member making the request;

9.4.2 from \$501 - \$5000 must be approved by a majority vote of the Executive Committee; and

9.4.3 exceeding \$5000 ("**Major Operating Expenses**") must be approved by the PTO Members by a majority vote:-

- (A) The Major Operating Expenses shall be presented to the PTO Members at a regular or special PTO Members meeting. At least seven days prior to the meeting at which the Major Operating Expenses shall be presented:
 - (i) notice shall be given to the PTO Members of such meeting, including a description of the Major Operating Expenses; and
 - (ii) the description of the Major Operating Expenses shall be presented for discussion at the meeting.
- (B) At or following the meeting referred to in this Section 9.4.3 the PTO Members shall be invited to vote on the Major Operating Expenses in accordance with the voting procedure deemed appropriate by the Executive Committee pursuant to Section 7.6.

Section 9.5 Enhancement and Project Funding and other Designations of Funds

- 9.5.1 At least annually, the disbursement of Enhancement and Project Funding shall be determined by a majority vote of the Executive Committee and presented to the PTO Members at a regular or special PTO Members meeting. At least seven days prior to the meeting at which the Enhancement and Project Funding shall be voted upon:
- (A) notice shall be given to the PTO Members of such meeting, including a description of the Enhancement and Project Funding;
 - (B) a description of the Enhancement and Project Funding shall be presented for discussion at the regular or special PTO Members meeting ; and
 - (C) at or following the meeting referred to in this Section 9.5.1 the PTO Members shall be invited to vote on the Enhancement and Project Funding in accordance with the voting procedure deemed appropriate by the Executive Committee pursuant to Section 7.6.
- 9.5.2 Notwithstanding Section 9.5.1, if a request for funds is made that was not part of the Enhancement and Project Funding (either a single request or a series of related requests) and such request meets the PTO funding guidelines set forth in Section 9.3.2(B), such request shall be approved as follows before any funds may be dispersed:
- (A) up to \$300 must be approved by:
 - (i) the President or a Vice President; and
 - (ii) the Treasurer; and
 - (iii) one other Executive Committee Member, provided however the expense may not be authorised by the Executive Committee Member making the request;
 - (B) from \$301 - \$3000 must be approved by a majority vote of the Executive Committee; and
 - (C) exceeding \$3000 (“**Major Funding Request**”) must be approved by PTO Members by a majority vote:-
 - (i) The Major Funding Request shall be presented to the PTO Members at a regular or special PTO Members meeting. At least seven days prior to the meeting at which the Major Funding Request shall be presented:
 - a) notice shall be given to the PTO Members of such meeting, including a description of the Major Funding Request; and
 - b) the description of the Major Funding Request shall be presented for discussion at the meeting.
 - (ii) At or following the meeting referred to in this Section 9.5.2 the PTO Members shall be invited to vote on the Major Funding Request in accordance with the voting procedure deemed appropriate by the Executive Committee pursuant to Section 7.6.

Section 9.6 Unawarded Funds

In the event that any funds are not awarded or money designated in the PTO Budget is not used, the PTO may carry forward such funds or excess monies to the next PTO Fiscal Year.

ARTICLE 10 MISCELLANEOUS

Section 10.1 Fiscal Year

The fiscal year for the PTO Budget (the “**PTO Fiscal Year**”) shall be fixed by the Executive Committee from time to time and shall be consistent with the fiscal year of the School.

Section 10.2 Books and Records

The PTO shall keep books, records of account and minutes of the proceedings of the PTO Members and Executive Committee, which shall be made available to the PTO Members on reasonable notice.

Section 10.3 PTO Calendar of Events

The PTO’s calendar of events shall be approved by a majority vote of the Executive Committee prior to its submission to the School for publication. Once approved, any changes to such calendar shall also require approval by a majority vote of the Executive Committee.

Section 10.4 Resignation

10.4.1 Any Executive Committee Member, PTO Officer or PTO Event Co-ordinator may resign by giving notice in writing or by electronic transmission to the Executive Committee, the President or the Secretary.

10.4.2 The resignation shall take effect:

(A) at the time specified in the notice; or

(B) at the time of receipt of the notice if:

(i) no time is specified; or

(ii) the specified time is earlier than the time of receipt.

10.4.3 Unless otherwise specified, the acceptance of resignation shall not be necessary to make it effective.

Section 10.5 Amendments of these Bylaws

10.5.1 These Bylaws may be amended or repealed or new Bylaws adopted by a two-thirds majority of PTO Members who take part in the vote.

10.5.2 The Executive Committee shall present the proposed changes to the Bylaws to the PTO Members at a regular or special PTO Members meeting. At least 14 days prior to the meeting at which the proposed changes shall be presented:

- (A) notice shall be given to the PTO Members of such meeting, including a description of the proposed changes; and
- (B) the description of the proposed changes shall be presented for discussion at the meeting.

10.5.3 At or following the meeting referred to in this Section 10.5 the PTO Members shall be invited to vote on the proposed changes in accordance with the voting procedure deemed appropriate by the Executive Committee pursuant to Section 7.6.

Section 10.6 Notices

10.6.1 The PTO may send, make available or supply any notice, ballot paper, accounts, document or other information by personal delivery, by sending it or supplying it in electronic form to an address notified by the intended recipient to the School or by making it available on a website and notifying the intended recipient of its availability in accordance with this Section. For the purposes of this Section 10.6 the term “**address**” shall include an e-mail address.

10.6.2 Any notice or other information sent, made available or supplied by or on behalf of the PTO by personal delivery shall be treated as being received on the day it was delivered.

10.6.3 Any notice or other information sent, made available or supplied by or on behalf of the PTO using electronic means shall be treated as being received on the day it was sent.

10.6.4 In the case of notices or other information available on a website, the notice or other information shall be treated as being received on the later of:

- (A) the day on which it was made available on the website; and
- (B) the intended recipient was notified of its availability in accordance with this Section.

10.6.5 Any notice, ballot paper, accounts, document, or other information required to be sent, made available or supplied by the PTO in accordance with this Section may be sent, made available or supplied by the School on the PTO’s behalf.

Section 10.7 School Board

10.7.1 The President shall serve as the PTO’s representative on the Board of Directors of the School provided, however, that if the President is unable or refuses to act as the PTO representative, a majority of the Executive Committee shall appoint a PTO Member to act as the PTO’s representative to the Board of Directors of the School. For the avoidance of doubt, Section 6.1.2 shall not apply to this Section.

10.7.2 The President, or such other PTO member as is serving as the PTO’s representative to the Board of Directors of the School pursuant to Section 10.7.1, shall make regular reports of the Board’s activities at PTO meetings and Executive Committee meetings, unless otherwise handled by the Director or her designee.

Section 10.8 Dissolution

In the event that the PTO ceases to exist any remaining funds will be passed to the School to be used for the benefit of the School (or its successor(s)) where this continues.

ARTICLE 11 DEFINITIONS

In these Bylaws, the following words shall have the following meanings:

“Application Closing Date” means the date by which applications for PTO Candidates must be received by the Election Committee;

the **“Board Policy Manual”** means the Board Policy Manual of the School for the School Year 2013-14, as amended from time to time and/or adopted for each subsequent School Year;

the **“Director”** means the Director of the School;

the **“Election Committee”** means a committee of a minimum of five PTO Members appointed by the Executive Committee to run PTO elections and assist with identifying PTO Candidates;

“Enhancement and Project Funding” means funding contained in the PTO Budget for items, projects, activities or events that meet the PTO funding guidelines set forth in Section 9.3.2(B);

“Events” means fundraising, social or other events such as but not limited to socials, fairs, sales, galas and parties;

the **“Executive Committee”** means the committee comprised of the persons specified in Section 5.3, and **“Executive Committee Member”** shall be construed accordingly;

“Faculty” means certified teaching staff, certified specialists and Administrators at the School or such other meaning as is given by the School Board from time to time;

“General Operating Expenses” means the general operating expenses of the PTO contained in the PTO Budget;

“Major Funding Request” has the meaning set out in Section 9.5.2;

“Major Operating Expenses” has the meaning set out in Section 9.4.3;

“Parent” means a parent or guardian of a student or students at the School or such other meaning as is given by the School Board from time to time;

the **“President”** means the person elected from time to time to be the President of the PTO in accordance with Section 6.3;

“Projects” means ongoing projects such as but not limited to consideration of enhancement grant proposals, the newcomers committee and arranging/co-ordinating visiting artists and speakers;

the “**Proposed PTO Budget**” means a proposed annual PTO budget for the next following PTO Fiscal Year pursuant to Section 9.2.1;

the “**PTO**” means the Parent Teacher Organization of the Anglo-American School of Moscow;

the “**PTO Budget**” means the PTO’s annual budget as approved by the PTO Members and adopted by the Executive Committee pursuant to Section 9.2.3;

the “**PTO Candidates**” means candidates for PTO Officers for the following PTO Year;

the “**PTO Candidate List**” means the list of the PTO Candidates to be prepared by the Election Committee pursuant to Section 6.3.4;

“**PTO Event Co-ordinator**” means leaders of Events, Projects and the leader of the Election Committee;

“**PTO Fiscal Year**” has the meaning set out in Section 10.1;

the “**PTO Members**” has the meaning set out in Section 4.1;

the “**PTO Officers**” means the PTO members elected by the PTO to be voting members of the Executive Committee which shall include the President, the Vice Presidents, the Secretary, the Treasurer and such PTO Event Co-ordinators as may be decided by a majority of the Executive Committee from time to time;

the “**PTO Regulations**” means rules, regulations, by-laws and standing orders governing the operation of the PTO;

the “**PTO Year**” means 15th May in each year to 14th May in the subsequent year;

the “**School**” means the Anglo-American School of Moscow, at 1 Beregovaya Street, 125367, Moscow, Russia as at the date of adoption of these Bylaws;

“**School Year**” means the School’s academic year from time to time as set out on the School’s calendar;

the “**Secretary**” means the person elected from time to time to be the Secretary of the PTO in accordance with Section 6.3;

the “**Teacher Representative**” means the person nominated by the Director from time to time to be the teacher representative for the PTO;

the “**Treasurer**” means the person elected from time to time to be the Treasurer of the PTO in accordance with Section 6.3; and

“**Vice Presidents**” means the Vice President Internal, the Vice President External and the Vice-Presidents of each division of the School elected from time to time in accordance with Section 6.3.