

Preamble

The French American School of Denver brings together families, educators, and staff in support of its students and its mission of bilingual education. The Parent-Teacher Organization exists to make FASD a more joyful place by coordinating activities that benefit and center our students, including fundraising on behalf of the school, supporting our leadership, teachers and staff, and providing a welcoming and collaborative community.

Article I: Name

The name of this organization is the “French American School of Denver Parent-Teacher Organization,” referred to in these Bylaws as the “PTO.” In these Bylaws, the “School” or “FASD” means the French American School of Denver; the “Board” means the FASD Board of Directors; and the “Executive Director” means the person employed by the Board as the single school Administrative Officer and Leader, under whatever title the Board designates from time to time.

Article II: Purpose

The PTO exists to support the School and to strengthen the financial standing and educational attainment of FASD, while elevating and celebrating the School culture and community. Operating under the supervision and direction of the Executive Director, and in furtherance of the School’s mission, the PTO empowers our volunteer community to:

- A. Conduct fundraising for purposes approved in advance by the Executive Director and, where required, the Board, and contribute supplemental resources (often in the form of volunteer hours) in support of the School;
- B. Encourage and facilitate programs that benefit the children's education through parent and guardian volunteerism in support of the School, including through the **Room Parent Program** organized under Article IX;
- C. Foster a welcoming, inclusive, and joyful atmosphere across the broader school community;
- D. Promote communication and engagement; and
- E. Organize volunteer efforts, social events, and community-building and enrichment activities that the Executive Director has approved;

The PTO serves in a vital support and volunteer capacity. It is not a governing body and has no management, operational, financial-control, or policymaking authority over the School. The role of the PTO is limited as set forth in Article III, which controls over any other provision of these Bylaws in the event of conflict.

Article III: Relationship to the School and Limitations on Authority

- A. **Recognition by the Board.** The PTO is a school-recognized parent-teacher organization that exists pursuant to the Board’s authority to recognize and exercise appropriate powers in relation to organizations formed to benefit the School. The PTO exists only so long as the Board continues to recognize it. The Board may modify the terms of that recognition, suspend the PTO, withdraw recognition, or direct that the PTO be reorganized or dissolved.
- B. **Calendar and Budget.** The School operates most effectively when volunteers are working in conjunction with the School Administration. To achieve that without disrupting School operations, the PTO Executive Team and the Executive Director shall collaborate annually at a time mutually selected before the start of each school year to approve a calendar of PTO events, fundraisers, and initiatives, together with the annual budget under Article X.

C. Supervision and Control by the Executive Director. The PTO operates under the supervision, direction, and control of the Executive Director or the Executive Director's designee. The Executive Director may attend or send a designee to any PTO or committee meeting; review and approve, modify, condition, or decline any PTO activity, event, program, communication, fundraiser, solicitation, partnership, or expenditure before it occurs; place items on or remove items from any PTO agenda; set conditions on the use of the School's name, marks, facilities, communication channels, and any student or family information; and direct the PTO to cease any activity. A determination of the Executive Director under these Bylaws is final within the School and binding on the PTO, subject only to the authority of the Board.

D. Reservation of Authority to the School. All authority over the governance, management, and operation of the School is reserved to the Board and the Executive Director. The PTO has no authority over, and shall not direct, decide, or interfere with, any of the following, each of which is reserved exclusively to the School:

1. The educational program, curriculum, instruction, assessment, or academic standards;
2. The hiring, assignment, supervision, evaluation, compensation, discipline, or termination of any employee or contractor, or any other personnel or human-resources matter;
3. Student admissions, enrollment, the DPS School Choice process, placement, promotion, or student discipline;
4. The School's budget, finances, accounting, contracts, debts, or other legal obligations;
5. School policies, the charter contract, governance, or compliance matters;
6. School facilities, property, technology, or safety and security operations; and
7. Any matter reserved by law, the charter contract, the Articles of Incorporation, or the Board's Bylaws to the Board, the Executive Director, or the School Accountability Committee.

On any such matter, the PTO may, when invited by the Executive Director or the Board, offer input or recommendations. Such input is advisory only; the Executive Director and the Board may accept, reject, or modify it in their sole discretion, and it creates no obligation on the School.

D. One Voice for the School. The PTO is a separate, supporting organization and is not an agent of the School. The PTO shall not enter into any contract or commitment on behalf of the School, pledge the credit of the School, incur any obligation in the School's name, or otherwise bind the School. No officer, member, committee, Room Parent, or representative of the PTO may represent that the PTO speaks for the School, the Board, or the Executive Director, or that the PTO's positions are those of the School. PTO communications shall clearly identify the PTO as their source and shall not be presented as official communications of the School without the Executive Director's prior written approval. So that the community hears one clear voice, the PTO works as a single, unified organization through shared channels rather than through competing, parallel, or splinter groups; all sub-groups, committees, and Room Parents operate within and report up through the PTO, and the PTO in turn coordinates with the Executive Director.

E. Distinct from the School Accountability Committee. The PTO is separate from the School Accountability Committee ("SAC") and exercises none of the SAC's statutory functions. The PTO shall not duplicate, direct, or override the work of the SAC and shall coordinate any overlapping interest through the Executive Director.

F. Compliance with Law and School Policies. The PTO and its officers, members, volunteers, Room Parents, and committees shall comply with all applicable law and with all applicable School policies and procedures, including those governing volunteers, background checks, conflicts of interest, grievances, financial controls, nondiscrimination, student privacy, and the use of School facilities and communication channels. Nothing in these Bylaws subjects the School to any obligation it does not otherwise have.

G. Cooperative, Unified Collaboration. The School places a premium on cooperative, unified, and non-fragmented collaboration, and the PTO embraces that commitment. The PTO shall work in partnership with the School through established and shared channels; communicate and act as one organization rather than through competing or parallel groups; refrain from creating splinter, shadow, or unaffiliated bodies that purport to act for parents or the School; and resolve any differences constructively and through the channels provided by these Bylaws and School policy. All sub-groups, committees, and Room Parents operate within and report up

through the PTO, and the PTO in turn reports through the Executive Director, so that the School community speaks and acts in a coordinated and unified way.

H. No Surveys or Independent Data Collection; Open-Records Protection. To protect the privacy of families and staff and to avoid entangling the School in open-records, data-handling, or related obligations, the PTO shall not conduct surveys, polls, questionnaires, or other systematic solicitations of opinion or information from parents, guardians, students, staff, or the community. Further, the PTO shall not independently collect, compile, or maintain databases of personal information. Any proposal to gather information from the School community must be submitted to the Executive Director, who may decline it entirely or direct that the School conduct it through the School's own processes, and at no time shall the PTO be involved. The PTO shall not create or maintain records in any manner intended to circumvent, or that would create unnecessary obligations under, the Colorado Open Records Act or the School's records policies.

I. Reporting to the Board. At least quarterly and may occur more often, the PTO shall report to the Board, through the Executive Director, on its activities, events, fundraising, and finances. The President, Co-Presidents, or their designee, prepares the report and may be invited by the Executive Director or the Board to present it at a Board meeting. From time to time the Board Chair, or a Board member the Chair designates, may convene the PTO President or Co-Presidents for coordination and information meetings, and the President or Co-Presidents make themselves reasonably available for up to three such meetings each school year. The Executive Director is informed of, and may attend, any such meeting. These meetings and reports are for coordination and information only; they confer no authority on the PTO, create no entitlement to direct any School matter, and do not alter the supervisory role of the Executive Director or the Board.

Article IV: Membership

A. Membership. Every parent or legal guardian of a currently enrolled student, and every teacher and staff member of the School, is automatically a member of the PTO by virtue of that status. Membership ends automatically when a person ceases to hold the status that qualifies them such as when their child is no longer enrolled at FASD or when their employment with FASD ends..

B. No Dues. There are no membership dues or fees, and no payment may be required or collected as a condition of membership.

C. Rights of Members. Members not otherwise prohibited by other School policy or decisions, nor otherwise prohibited as a matter of law, may participate in PTO activities, attend general meetings, and vote on matters properly before the membership as provided in these Bylaws.

Article V: Officers and the Executive Team

A. Officers. The officers of the PTO are a President, a Vice-President, a Secretary, and a Treasurer. An Officer position may be shared by no more than three co-officers and may be filled by only one person. Each position including co-officers may vote. With the Executive Director's approval, the PTO may add coordinator and liaison positions (for example, Volunteer Coordinator, Events Coordinator, Communications Coordinator, or Room Parent Coordinator) as needed. The Coordinator positions are not Officers and are not part of the Executive Team.

B. Executive Team. The officers constitute the "Executive Team," which manages the affairs of the PTO between general meetings, consistent with these Bylaws and subject to the supervision and control of the Executive Director. The Executive Team shall take no action in conflict with these Bylaws, School policy, or any direction of the Executive Director or the Team. The Executive Director or the Executive Director's designee serves as a non-voting member of the Executive Team and may participate in all PTO and committee meetings.

D. Eligibility. Officers must be members in good standing. All Officers must be a parent or legal guardian of a currently enrolled student and may not be an employee or contractor of the School, in order to maintain clear lines of supervision and financial integrity. A School employee or Contractor may *not* hold a role of authority in the PTO including room parent or Event Coordinator, though they may participate in all PTO-related events.

E. Background Checks. Any Officer, Room Parent, or PTO Volunteer whose role involves contact with students, handling of funds, or access to student information must satisfy the background-check and clearance requirements the School applies to comparable volunteers. Failure to pass, or refusal to consent to, any such check renders the position immediately vacant. Additional or renewed background checks or clearances may be required by the Executive Director at any time. Failure to pass, or refusal to consent to, any required check or clearance renders the position immediately vacant.

Article VI: Election, Terms, Vacancies, Resignation, and Removal

A. Nomination and Election. Officers are nominated and elected annually by the members. Nominations are announced to the membership at least four weeks in advance through a School-approved communication channel. **Each candidate must, before being placed on the ballot or considered for election by acclamation, consent to and initiate any background check or clearance the School requires for the position; a candidate who fails to pass, or declines to consent to, a required check is ineligible and shall not appear on the ballot or be seated.** The election is held in the spring for the following school year and may be conducted electronically, provided the method ensures one vote per eligible member. Officers are elected by a majority of the members voting. Where there is a single candidate for a position, the presiding officer may declare election by acclamation. No person may assume office until all required checks and clearances have cleared.

B. Terms. Officers assume their duties on July 1 and serve a one-year term, or until a successor is elected and assumes office. The period between the election and July 1 serves as a transition period.

C. Term Limits. No person may serve more than two consecutive terms in the same office, except that, if no other candidate is available after a good-faith search, the members may, with the Executive Director's approval, return an officer for one additional year. Service of more than half a term counts as a full term.

D. Vacancies. A vacancy in any office other than President is filled for the unexpired term by majority vote of the Executive Team, subject to the Executive Director's approval. A vacancy in the office of President is filled by the Vice-President for the unexpired term.

E. Resignation. An officer may resign by written notice to the President or the Executive Director, effective on receipt or on a later date stated in the notice.

F. Removal. An officer may be removed at any time, with or without cause and without prior notice, by (i) a two-thirds vote of the other members of the Executive Team, (ii) the Executive Director, or (iii) a simple majority of the Board. No grounds, cause, or finding are required. Without limiting that authority, conduct that may prompt removal includes failure to meet the qualifications or duties of the position; absence from two consecutive meetings without valid cause; violation of these Bylaws or School policy; conduct that materially impairs the work of the PTO; persistent conflict or disruptive conduct that impairs the functioning of the PTO or its working relationship with the School; conduct that disrupts the School or imposes an undue or unreasonable demand on the administrative time and attention of the Executive Director, staff, or Board; failure to raise and pursue concerns through the channels provided in these Bylaws and School policy; discovery at any time that the officer would not have satisfied, or no longer satisfies, the School's background-check or eligibility requirements; conduct that the School, on advice of counsel, determines creates legal, financial, reputational, or safety risk or liability for the School; or removal that the Executive Director or the Board determines to be in the best interests of the School. Upon removal or the end of a term, the departing officer shall promptly deliver all PTO records, funds, and property as provided in Article XII.

Article VII: Duties of Officers

A. President. Presides at PTO and Executive Board meetings; sets agendas in coordination with the Executive Director; serves as the principal liaison between the PTO and the Executive Director; oversees the work of the officers, committees, and Room Parents; prepares the quarterly report to the Board under Article III; ensures the

PTO operates within these Bylaws and School policy; and performs other duties prescribed by the Executive Director or the Board.

B. Vice-President. Acts for the President when the President is absent or unable to serve; assists the President; commonly oversees Room Parents and volunteer coordination; and performs duties assigned by the President, the Executive Director, or the Board.

C. Secretary. Records and maintains the minutes and records of PTO and Executive Board meetings; maintains a current copy of these Bylaws and any standing rules; provides notice of meetings; safeguards the official files of the PTO under Article XII; and makes PTO records available to the Executive Director and the Board on request.

D. Treasurer. Keeps accurate records of PTO funds in coordination with School administration as provided in Article X; presents a financial report at each Executive Board meeting and periodically to the membership; assists in preparing the annual PTO budget and the financial portion of the quarterly Board report; and makes all financial records available to the School on request.

E. Other Duties. All officers perform such additional duties as these Bylaws provide or as the Executive Director or the Board may prescribe or request.

Article VIII: Meetings and Voting

A. General Meetings. The PTO holds at least six general membership meetings each school year, on dates set by the PTO's Executive Team with the Executive Director's approval and published to the membership in advance through a School-approved channel including the School's website and calendar function.

B. Executive Team Meetings. The Executive Team meets as needed to conduct PTO business. The President, or the Executive Director, may call a meeting on reasonable notice to the officers.

C. Quorum and Voting. A quorum of the Executive Team is a majority of its members listed in Article VII. A quorum at a general meeting is the members present, provided notice was given. Each officer present has one vote. Action is taken by majority vote of those present and voting, except where these Bylaws require otherwise. Voting by proxy is not permitted.

D. Electronic Participation. Meetings may be held, and voting conducted, in person or by electronic means, provided each participant can be identified and can participate.

E. Confidentiality. General meetings are open to members. Because the PTO operates within the School community, confidential matters concerning identifiable students, families, or employees shall not be discussed, and any such matter shall be referred to the Executive Director.

Article IX: Committees and Room Parents

A. Committees. The Executive Team may establish standing or special committees to carry out approved PTO purposes. No committee may be formed, and no committee activity may be undertaken, without the approval of the Executive Team and the Executive Director.

B. Operation of Committees. Each committee presents a plan of work for Executive Team approval before undertaking activity. Committee chairs are members in good standing appointed by the President or Co-Presidents with the Executive Director's approval. No committee has authority beyond that expressly granted, and no committee may act inconsistently with Article III.

C. Room Parents. With the approval of the Executive Director and in coordination with classroom teachers, the PTO may organize Room Parents (also called Class Parents) to support individual classrooms. Appropriate examples of support include coordinating volunteers, relaying School-approved information to families, and assisting teachers in coordinating Family Support for approved classroom events and celebrations. Room Parents are volunteers of the PTO and the School who serve under the supervision of the classroom teacher and the Executive Director and who report up through the PTO. Room Parents have no independent authority, do not

speak for the School or any teacher, follow all School volunteer and privacy policies, use only School-approved communication channels, and may not conduct surveys or collect personal information. The PTO coordinates Room Parents so that classroom support is unified and consistent across the School rather than fragmented. Room Parents may be removed at any time with or without cause or in the best interest of the School.

Article X: Finances

A. Funds Held Under School Oversight. All PTO funds are held and administered under the oversight of the School. Unless the Board expressly authorizes a separate arrangement in writing, PTO funds shall be maintained within the School's financial structure (for example, as a budget line item administered by School administration), and the PTO shall not maintain independent bank accounts or hold itself out as a separate financial or legal entity.

B. Budget and Approvals. The Treasurer, together with the President, prepares an annual PTO budget for approval by the Executive Director and, where required, the Board. All fundraising, solicitations, and expenditures must be approved in advance as required by School policy and the Executive Director. PTO funds shall be used only for purposes that support the School and that the Executive Director has approved.

- PTO funds held within FASD accounts and administered by the school may be accessed by a method designated by the Executive Director for school-issued payments such as a school credit card or debit card. The PTO shall have an earmark as designated funds of up to 10% of the net funds raised by the PTO in the prior year through major PTO-led events including but not limited to Winter Event or Winter Market, Gala, Fun-Run, Boulevard des Parents, Read-A-Thon, Bootastic, Swag Sales, School Store, Movie Night, or similar. The Executive Director will set the amount each year. Unspent earmarked funds will roll over to the following year. Expenditure of PTO funds must be in alignment with the PTO budget agreed upon each year by the Executive Director.

C. Records and Accounting. The PTO maintains complete and accurate financial records, follows the School's financial controls, and makes its books and records available to the School at any reasonable time on request. The Treasurer provides regular financial reports to the Executive Board and to School administration.

D. No Private Benefit. No part of the PTO's funds or net earnings may inure to the benefit of any officer, member, or private individual, except for reasonable reimbursement of approved expenses. The PTO shall not engage in partisan political activity or in any activity inconsistent with the School's tax-exempt status.

E. Tax Status. The PTO does not hold independent tax-exempt status and shall not apply for, or represent that it holds, such status.

F. Staff Appreciation and Gifts. Any staff appreciation, recognition, or gift activity organized by the PTO shall comply with School policy and applicable gift and ethics rules, shall be coordinated with the Executive Director or their designee, and shall be conducted equitably across staff so as not to create the appearance of favoritism or improper benefit.

Article XI: Conflicts of Interest and Standards of Conduct

A. Duty of Loyalty. Officers, committee members, Room Parents, and volunteers shall act in the best interests of the School and the PTO and shall comply with the School's conflict-of-interest policy.

B. Disclosure and Recusal. A person with a financial or personal interest in a proposed PTO transaction shall disclose the interest, shall not vote on the matter, and shall leave the discussion. The disclosure shall be recorded in the minutes.

C. No Misuse of Position. PTO officers and members shall not use their PTO roles for private gain, including financial gain, nor to influence any School matter reserved to the Board or the Executive Director.

Article XII: Communications, Records, and Transition

A. Approved Channels and Use of the School Name. So the PTO can reach every family easily and with maximum visibility, FASD provides the PTO with access to appropriate established communication platforms and commits to regular, predictable access so PTO initiatives reach the whole parent body. Working through these School-provided platforms gives the PTO a ready-made audience while protecting family privacy, keeping the community's branding consistent, and sparing families from communication fatigue. PTO communications to the School community shall only use School-approved channels including FASD Email, Class Dojo, PikMyKid or similar school-designated channels, and shall comply with the School's communications and branding policies. The PTO shall not create independent email lists, websites, social-media accounts, WhatsApp channels, nor use the School's name, logo, or marks, without the Executive Director's prior approval; any such channel remains subject to School oversight and must be discontinued at the School's direction.

B. Records Management and Ownership. The official records of the PTO, including these Bylaws, standing rules, minutes, budgets, financial records, and any approved rosters, belong to the PTO and the School, not to any individual, and are maintained under the School's oversight and records policies. Records shall be kept in School-approved systems where required, handled in accordance with applicable privacy obligations, and made available to the Executive Director and the Board on request. Officers and volunteers shall not store official PTO records solely in personal accounts or on personal devices, and shall keep only the records reasonably necessary to the PTO's purposes and routinely delete those that are outdated or inaccurate.

C. Consolidation and Transition of Files. At the end of each officer's term, and upon any resignation or removal, the departing officer shall consolidate all official PTO files, records, funds, accounts, credentials, and property in their possession and transfer them, in good order, to their successor and to School administration within fourteen days. **Each outgoing Executive Team shall provide an orderly transition to the incoming Executive Team so that files, access, and institutional knowledge pass cleanly and the PTO continues without disruption or fragmentation.**

Article XIII: Amendments

A. Proposal by the Membership. These Bylaws may be amended only by a two-thirds vote of the Board of Directors of FASD. The Executive Director and the PTO Executive Team may propose amendments to the Board of Directors, which may choose to take action or not at their sole discretion. The Board may amend, suspend, or repeal these Bylaws, or any provision, at any time.

Article XIV: Dissolution

The PTO may be dissolved by either the Board or the Executive Director at any time and for any reason in furtherance of the School's mission, vision, or good order and discipline. On dissolution, after satisfying or providing for its obligations, all remaining PTO funds, records, and property shall be delivered to the School. No funds or assets shall be distributed to any member or private individual.

Article XV: General Provisions

A. Fiscal Year. The fiscal year of the PTO is the same as for FASD.

B. Standing Rules. The Executive Board may adopt standing rules for the operational details of the PTO, provided they are consistent with these Bylaws and School policy and are approved by the Executive Director. Standing rules may neither amend nor circumvent these Bylaws.

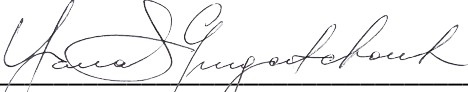
C. Volunteer Status. Officers, members, and Room Parents serve as uncompensated volunteers. Nothing in these Bylaws creates any employment relationship with, or imposes personal liability beyond that provided by law on, any volunteer, and all volunteers act within the School's volunteer policies.

D. Nondiscrimination. The PTO shall not discriminate on any basis prohibited by applicable law or School policy in its membership, leadership, programs, or activities.

E. Severability. If any provision of these Bylaws is held invalid, the remaining provisions remain in full force and effect. Article and section headings are for convenience only and do not affect interpretation.

Adoption and Certification

These Bylaws were reviewed by the Executive Director and adopted by the Board of Directors of the French American School of Denver on the 24th day of June, 2026. They supersede any prior bylaws or rules of the PTO. We adopt them in a spirit of celebration and partnership, grateful for the families and educators who make this community what it is.



FASD Board of Directors, Board Secretary

Yana Grigortchouk