

The Constitution of  
The Parent Teacher Organization  
Of the International School of Aruba

**ARTICLE I: NAME AND SEAT**

The Organization shall bear the name of: “International School of Aruba Parent Teacher Organization” (hereinafter referred to as “PTO”).

**ARTICLE II: DOMICILE AND DURATION**

The PTO is domiciled in Aruba (Dutch Caribbean) and is founded for an indefinite period of time.

**ARTICLE III: PURPOSES**

The relationships within the International School of Aruba (hereinafter referred to as “ISA”), which includes students, teachers, staff, and parents, are a vital influence on the success of our children's futures. Therefore, our purpose is to foster a sense of support, pride, and enthusiasm. Promoting positive school/community relationships that enhance our children's educational environment and bringing a closer relationship between home and school, the PTO shall support the Headmaster and governing board of ISA and policies of the school by engaging in the following services: social activities; communication; advocacy for ISA’s educational, extracurricular, and other programs; and fundraising. Such support shall be carried out through committees, conferences, and projects. Financial support will be provided to support teachers and student programs not covered by ISA budget while encouraging parent, teacher, and community involvement. The PTO shall work with the Headmaster and governing board of ISA to enhance home and school communications, including but not limited to educational opportunities, extracurricular activities, and other programs. As necessary, areas of concern will be brought to the attention of the Headmaster and/or governing board of ISA.

**ARTICLE IV: BASIC POLICIES**

The following are basic policies of the PTO:

- a. The PTO shall be an independent organization filed as a Vereniging with the Aruba Chamber of Commerce that is noncommercial, nonsectarian, and nonpartisan. The PTO is organized exclusively for the charitable, scientific, literary, or educational purposes and is not a for-profit entity.
- b. The PTO shall work with ISA, other schools, and the community to support quality education. In accordance with this Constitution, the PTO shall participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions with regard to school policy has been delegated to the Headmaster and the governing board of ISA.
- c. The PTO shall work to promote the health and welfare of ISA children and shall seek to promote collaboration between parents, ISA, and the community at large.

- d. No part of the net earnings of the PTO shall benefit, or be distributable to its members, Officers, or other private persons except that the PTO shall be authorized and empowered to reimburse actual expenses in furtherance of the purposes set forth in Article III hereof.
- e. Notwithstanding any other provision of these articles, the PTO shall not carry on any other activity that is prohibited to be carried on by such a non-profit organization.
- f. The PTO is a volunteer organization and, unless otherwise pre-approved in accordance with this Constitution, all work done by its members in furtherance of the PTO is presumed to be voluntary.

## **ARTICLE V: MEMBERSHIP AND DUES**

### **Section 1**

The following individuals are automatically members of the PTO and may attend all meetings: (1) each parent, stepparent or guardian of any current student at ISA; and (2) each teacher and administrative staff currently employed by ISA. Each member shall have one vote.

### **Section 2**

Dues shall be determined by the ISA Headmaster in consultation with the PTO President and shall be paid with the tuition annually for each student enrolled, and such dues are non-refundable. The ISA administrative office shall transfer such dues to the PTO account in a timely fashion.

### **Section 3**

In the case of withdrawal of a student from ISA enrollment, the membership of any family members (including parents, step-parents, or guardians) in the PTO shall cease immediately. Termination of employment at ISA constitutes termination of PTO membership for teachers and staff.

## **ARTICLE VI: OFFICERS**

The Officers of the PTO shall be one (1) President, at least one (1) but no more than three (3) Vice President(s), one (1) Secretary and one (1) Treasurer. If more than one Vice President, the election ballot shall determine a first, second, and third Vice-President as applicable. In no event shall more than one member of a family be an Officer in the PTO. All such positions created by this PTO, including but not limited to the Officers, are volunteer positions and no compensation will be given for services rendered. All Officers shall be twenty-one (21) years of age or older.

## **ARTICLE VII: NOMINATIONS & ELECTIONS**

### **Section 1**

The PTO Executive Committee shall elect a Nominating Chairperson no later than one month prior to the end of the school year, and this position will be announced at the following PTO meeting and via letter or e-mail. At his or her discretion, the Nominating Chairperson may select a Nominating Committee to facilitate the nominating process. The Nominating Chairperson and any members of the Nominating Committee cannot be seeking election to the Executive Committee and must be members of the PTO. Any member of the Nominating Committee may withdraw from such position within two weeks prior to the election and seek election, provided, however, there is no compromise to the election process as

determined by a unanimous decision of the Executive Committee and a three-quarters majority at a general membership meeting.

## **Section 2**

Any persons interested in nominating themselves or others for one of the positions must submit the name in writing (via letter or e-mail) to the current Nominating Chairperson at least one week before the elections. Each nomination will receive verification from the Nominating Chairperson stating receipt of the nomination. Each nominee will also receive notification of his/her nomination to insure that person is indeed aware of and in agreement to his/her nomination. The Nominating Chairperson shall present the election slate to all members in writing at least one week before the elections.

## **Section 3**

Officers shall be elected at the end of the school year at a meeting designated for this purpose; however, such election should take place no later than two weeks before the last day of school so that the transition will be facilitated. If any member of the PTO is unable to be present at this election meeting, he or she may vote by proxy ballots, which will be made available by the Nominating Chairperson at the ISA administrative office. The PTO shall take any reasonably necessary steps to insure the integrity of the election. Since such proxy ballots forego anonymity, the Nominating Chairperson shall keep such proxy votes confidential. Furthermore, all proxy ballots must be received at a reasonable time before the election as determined by the Nominating Chairperson.

## **Section 4**

The vote shall be conducted by secret ballot and a majority vote shall elect. When there is only one candidate for any office that election may be held by show of hands. The Nominating Chairperson will record the date and time of election with the election results to be signed by the Nominating Chairperson and a witness who is not running for office. This will serve as the official result, which will be sent in writing to the PTO members and shall be recorded in the PTO's official records as filed with the Chamber of Commerce.

## **Section 5**

Officers shall assume their official duties following the close of the vote and shall serve for a term of one (1) year or until the election of their successors, and can be re-elected at all times.

## **Section 6**

In case a vacancy occurs in the office of President, Vice President shall serve as proscribed in Article VIII. A vacancy occurring in any other elective position shall be filled for the un-expired term by a person elected by a majority vote of the remaining members of the Executive Committee, notice of such election having been given.

# **ARTICLE VIII: DUTIES OF OFFICERS**

## **Section 1**

The President must have been a member of the PTO for at least one (1) year and the following outlines his/her primary duties:

- a. Preside at meetings and functions of this PTO and chair meetings;
- b. Perform such other duties as assigned by the PTO;
- c. Oversee all functions of the PTO, and act as the sole spokesperson for all PTO public relations;
- d. Appoint committee Chairpersons;

- e. Ex officio member of all committees and/or the Committee Chair when no other can be found;
- f. Through the meetings and the prepared agenda, addresses issues, concerns and comments of the ISA community in accordance with this Constitution;
- g. Develop the budget with the Budget Committee and the Treasurer and oversee spending of PTO funds as decided by the Executive Committee;
- h. Coordinate the work of the Officers and Committees of the PTO, the teachers and staff of ISA, and the student body in order that the PTO purposes may be promoted;
- i. Approval of all internal and external communications of the PTO.

## **Section 2**

The following outlines the duties of Vice-President(s):

- a. Attend PTO meetings and functions;
- b. Act as an aid to the President;
- c. Perform such other duties as assigned by the President and PTO;
- d. Perform the duties of the President in the absence or inability of the President to serve;
- e. If there is more than one Vice President, such Vice President(s) shall perform their duties in conjunction with the other Vice Presidents in accordance their designated order of election as specified in Article VI.
- f. Through meetings and the prepared agenda, address issues, concerns and comments of the ISA community in accordance with this Constitution.

## **Section 3**

The following outlines the duties of the Secretary:

- a. Attend PTO meetings and functions;
- b. Perform such other duties as assigned by the PTO;
- c. In coordination with the President, prepares the meeting agenda and sends notice of all meetings within designated time frames;
- d. Distribute minutes to all PTO members within one week after each meeting;
- e. Have a current copy of this Constitution, bylaws (if any), and standing rules;
- f. Maintain a membership list;
- g. Attend to all correspondence of the PTO, at the direction of the President;
- h. Record the minutes of all meetings of the PTO Executive Committee and general meetings, and shall be custodian of the permanent file; and
- i. Through meetings and the prepared agenda, address issues, concerns and comments of the ISA community in accordance with this Constitution.

## **Section 4**

The following outlines the duties of the Treasurer:

- a. Attend PTO meetings and functions;
- b. Perform such other duties as assigned by the PTO;
- c. Through meetings and the prepared agenda, address issues, concerns and comments of the ISA community in accordance with this Constitution.
- d. Develop the budget with the Budget Committee and the President and oversee spending of PTO funds as decided by the Executive Committee;
- e. Custodian of PTO funds; make timely disbursements and reimbursements as authorized in this Constitution; and maintain a full and accurate account of the receipts and disbursements;
- f. Handle all day-to-day fiscal matters for the PTO.
- g. Present a financial statement at least two (2) times per year and at other times when requested by the Executive Committee or the President;

- h. Present an annual report of the financial condition of the PTO; and
- i. Have the accounts examined annually or upon change of Officer by an Auditor or an Auditing Committee.

### **Section 5**

All Officers shall:

Deliver to their successors all official material no later than fifteen (15) days following the election of their successor or upon resignation.

## **ARTICLE IX: FINANCIAL RESPONSIBILITIES**

### **Section 1**

The budget shall be developed by the President, the Treasurer, and the Budget Committee. As stated in Article XI, all members are eligible to be on the Budget Committee. Considering the needs of the entire school population, the Budget Committee and respective Officers shall present the annual budget to the Executive Committee for a final vote. Prior to making budget recommendations to the Executive Committee, the Budget Committee and respective officers shall consider the recommendations for allocation of the fundraising monies as set forth at 6 the general membership meetings and shall present its recommendations to the general membership for comment and the Executive Committee for vote. Although the Executive and Budget Committees must consider comments and suggestions of the members, the Executive and Budget Committees cumulatively have exclusive authority for final approval of the budget by majority vote.

### **Section 2**

All monies of the PTO shall be deposited by the Treasurer in a local bank approved by the Executive Committee. All authorized signatures of the account shall be the President and the Treasurer.

### **Section 3**

All contracts between the PTO and any person or organization must be approved by the Executive Committee and signed by the President or the Treasurer.

### **Section 4**

All expenses of the PTO shall be pre-approved by the Executive Committee or at least two (2) Officers. Any expenditure over AFL 500 must be approved by the Executive Committee.

### **Section 5**

All expenses incurred by the PTO with outside organizations or entities, must have proper documentation (i.e., approved contract, expense receipt, etc.) All expenses incurred by PTO members must have adequate documentation for reimbursement. Reimbursement of timely submitted expenses should occur within a reasonable timeframe.

## **ARTICLE X: EXECUTIVE COMMITTEE**

### **Section 1**

The Executive Committee shall consist of each Officer of the PTO (including the President; the Vice-President(s); the Treasurer; the Secretary); and the Headmaster of ISA. The members of the Executive Committee shall serve until the election of their successors.

## **Section 2**

Unless unanimously waived with regard to each meeting, notice shall be given in writing (via letter or e-mail) to each member of the Executive Committee at least three days prior to each meeting and shall include the business to be transacted at such meeting. Each member of the Executive Committee shall have one (1) vote. All decisions of the Executive Committee must be decided by majority vote; voting by written proxy is permitted. Three members of the Executive Committee shall constitute a quorum.

The duties of the Executive Committee shall be:

- a. To transact necessary business consistent with and in furtherance of the general membership meetings;
- b. To create standing committees;
- c. To approve the plans of work of the standing committees;
- d. To present a report at the regular meetings of the PTO;
- e. To appoint an Auditor or Auditing Committee to perform an annual audit of Treasurer's reports;
- f. To ensure preparation of a budget for approval for the fiscal year; and
- g. To fill vacancies in elected and appointed positions.

## **Section 3**

If any member of the Executive Committee shall at any time cease to meet the qualifications or fulfill the duties of the position or be involved in any form of gross negligence, that person may be removed from the Executive Committee by resolution adopted by a majority vote in the Executive Committee.

## **Section 4**

Meetings of the Executive Committee shall be held at least three (3) times per year during the school year, the date, time, and place to be fixed by the Executive Committee.

## **Section 5**

Special meetings of the Executive Committee may be called by the President or by a majority of the members of the Executive Committee.

## **Section 6**

At all meetings of the Executive Committee, three of the members of the Executive Committee shall constitute a quorum for the transaction of business.

## **Section 7**

Upon the expiration of the term of office or when individuals cease to hold an executive position they shall be relieved of all duties and responsibilities. All records, books, and other materials pertaining to the position shall be turned over to the President and all funds pertaining to the position shall be returned to the Treasurer within 14 days.

# **ARTICLE XI: STANDING COMMITTEES**

## **Section 1**

The Executive Committee may create such standing committees, as it may deem necessary to promote the purposes of PTO and carry on the work of the PTO. All members of the PTO are eligible to participate on any of the Standing Committees. Such committees must include but are not limited to the following: Budget Committee and Audit Committee. The Audit Committee cannot include any member of the Executive Committee; and if more than five (5) members request, a special session may be held to appoint an independent audit as decided by majority vote.

## **Section 2**

The Chairperson of each standing committee shall present a plan of work to the executive committee for approval. No committee work shall be undertaken without the consent of the Executive Committee.

## **Section 3**

Except as provided herein, the President shall be ex-officio member of all committees. For purposes of this section, an ex-officio member has the right to make motions, debate and vote but is not counted in the quorum. The President shall not be ex-officio member of the Audit Committee. Unless unanimously waived, each member of the Committee must be given reasonable notification prior to each meeting, and all resolutions shall be adopted by majority vote.

## **Section 4**

A majority of the members of a committee shall constitute a quorum. Committees are responsible for taking minutes for their meetings and for maintaining a complete record of committee activities to be given to the PTO Secretary for historical filing.

# **ARTICLE XII: GENERAL MEMBERSHIP MEETINGS**

## **Section 1**

Regular meetings of the PTO shall be held at a date, place, and time to be determined by the President or Executive Committee, unless otherwise provided a vote from the general membership. Such meetings shall be held at a date, time, and place that take into the consideration the entire membership. The PTO shall hold a minimum of six (6) meetings throughout school year, and should have a meeting each month during the school year.

## **Section 2**

Provided that each member abides by ISA's policy of first addressing all questions, concerns, comments, and issues first to the teacher/staff member involved, and then to the Headmaster of ISA, if any member requests in writing to have a certain item placed on the agenda within seven (7) days of the scheduled meeting and such person is physically present at such meeting, such item must be placed on such meeting's agenda. Furthermore, this agenda item must be in accordance with this Constitution, and such member must be aware the limitations of the PTO as set forth in Articles III and IV herein. Such requests should be directed to the President and/or the Secretary of the PTO. Notice shall be given in writing (which may include electronic means) to all PTO members at least five days prior to each meeting and shall include the business to be transacted at such meeting. Provided this section's notice requirements have been met regarding the specific issue at hand, all resolutions shall be adopted by majority vote of those present and voting. Voting by proxy is permitted.

## **Section 3**

Special meetings may be called by the following: the President at any time; a majority of the Executive Committee; or five (5) or more members of the PTO. Special meetings must be held within thirty (30) days of such requests; and three (3) days notice must be given to all PTO members for such meetings. No other business than that business which is stated in the call shall be transacted at this meeting. Furthermore, such special meetings must comply with all provisions of this Constitution, including but not limited to Section 2 herein. Any notices that must be submitted in writing to the PTO members may be sent via letter, e-mail, or through ISA's current notification process.

#### **Section 4**

Five (5) members, at least two (2) of which are Officers, shall constitute a quorum for the transaction of business in any general membership meeting.

#### **Section 5**

The Officers and Chairpersons shall submit yearly reports at the final general membership meeting.

### **ARTICLE XIII: FISCAL YEAR**

The fiscal year of the PTO shall be from July 1 and end on the following June 30.

### **ARTICLE XIV: LIQUIDATION AND DISSOLUTION**

Unless the dissolution resolution stipulates otherwise, the Executive Committee shall be charged with the liquidation of the PTO's capital. The liquidation shall be effected with due observance of the provisions in Article 1680 of the Civil Code of Aruba. Any liquidation surplus shall be employed in accordance with the relevant stipulations in the dissolution resolution.

### **ARTICLE XV: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order shall govern the PTO.

### **ARTICLE XVI: BYLAWS**

This Constitution may be worked out in further details by Bylaws to be laid down by a general membership meeting where there is a quorum of ten (10) members present and voting; such Bylaws may not be in contravention of the law or this Constitution. A copy of the Bylaws must be distributed to each member of the PTO in accordance with the notice guidelines as proscribed in Article XII.

### **ARTICLE XVII: AMENDMENTS**

#### **Section 1**

This Constitution may be amended at any general membership meeting of the PTO by two-thirds (2/3) vote of the members present and voting AND a majority of the Executive Committee, provided that notice of the proposed amendment shall have been given at the previous meeting. A copy of the current text and proposed amendment must be distributed to each member of the PTO in accordance with the notice guidelines as proscribed in Article XII.

#### **Section 2**

The PTO may appoint a committee to submit a revised set of this Constitution as a substitute for the existing Constitution only by a majority vote at a general membership meeting of the PTO, or by a majority vote of the Executive Committee. The requirement for adoption of a revised set of this Constitution shall be the same as in the case of an amendment.