

Jefferson School Support Organization Bylaws

Approved by the JSSO on June 1, 2026

Article I – Name

Section 1: Name - The name of the organization shall be the Jefferson School Support Organization. It is hereinafter referred to in these bylaws as JSSO.

Section 2: Description - The JSSO is located at 2200 Conger Avenue NW, Olympia, WA 98502. It is a non-profit organization that exists for charitable and educational purposes including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The organization is made up of General Members and an Executive Board.

Section 3: Purpose - The purpose of JSSO is to support the education of students attending Jefferson Middle School by fostering relationships among the school, families and the broader community; facilitating family involvement and raising and administering funds to support Jefferson Middle School.

Section 4: IRS Status - Jefferson Student Service Organization is organized exclusively for charitable and educational purposes (as a 501(c)(3) organization), including such purposes within the meaning of sections 501(c)(3) of the Internal Revenue Code or corresponding provision of any future United States Internal Revenue law (hereafter referred to as the “Internal Revenue Code”).

Article II – Membership and Dues

Section 1: Membership Membership shall be automatically granted to all parents and guardians of Jefferson Middle School students plus all staff at Jefferson Middle School.

Section 2: Dues - Dues, if any, will be established by the Executive Board.

Section 3: General Membership Meetings - A minimum of six General Membership meetings shall be held per school year to be determined by the Executive Board. Exceptions may be determined by the Executive Board due to calendaring conflicts with other school related activities and the school academic year calendar.

- A. In order to pass any motions, a quorum must be present at the monthly meeting. The quorum of a General Membership meeting is the number present at the time, as they constitute the membership at that time. It may not consist solely of the Executive Board.
- B. The President will notify the General Membership of the meetings at least one week prior to the meeting. Notification may be sent via email or posted to the JSSO website.

C. Robert's Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws.

Section 4: Voting - Each General Member in attendance at a JSSO meeting is eligible to vote. Voting shall normally be conducted in-person or real time virtual participation at General Membership meetings.

Section 5: Voting by Email - When a timely decision is necessary and a meeting of voting General Membership is not possible, voting may be permissible via email. A quorum must submit their votes in order for the vote by email to be valid.

Article III – Officers and Elections

Section 1. Executive Board - The Executive Board shall consist of the following officers: President, Vice President, Secretary and Treasurer. Only parents or guardians of the General Membership may serve on the Executive Board.

Section 2: Duties - Each officer will also perform other such duties as applicable to the office.

- A. **President** - Preside over the General Membership and Executive Board meetings, serve as the primary contact for the principal, serve as the official representative of JSSO and coordinate the work of the officers and committees.
- B. **Vice President** - Assist the President and carry out the President's duties in their absence or inability to serve.
- C. **Secretary** - Serve as record keeper for JSSO, record and take minutes of all Executive Board and General Membership meetings, record and maintain the roster of JSSO General Members present at meetings and hold historical records for JSSO.
- D. **Treasurer** - Serve as officer of JSSO finances. They shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approved budget or approval of the Executive Board. They must present a financial statement at every meeting and at other times of the year when requested by the Executive Board; make a full report at the end of the year; file and maintain articles of incorporation, charity registration and tax returns; and maintain all tax records.

Section 3. Terms of Office. The terms of office for all Executive Board Officers is one year, coinciding with the fiscal year. An officer may not serve more than two consecutive terms in the same office. Each Officer shall hold only one office at a time. Exceptions may be made for current Executive Board members who are willing to take on additional duties, when needed roles remain unfilled.

Section 4. Nominations and Elections. Elections will be held at the last General Members meeting of the school year. Candidates for each office shall be presented at the meeting prior to

the last meeting of the school year. Nominations will be announced prior to the election meeting. At the last meeting of the school year, nominations may also be made from the General Members in attendance in-person or virtually. Voting shall be by voice vote. If one or more person is running for an office, a ballot vote shall be taken. General Members who want to cast votes for the election but are unable to attend the election meeting in person may submit their vote to the President up to one day in advance of the election meeting.

Section 5. Executive Board Meetings - The Executive Board Officers shall meet at the discretion of the President. Special meetings may be called by the President or a majority of the Executive Board. Notification shall be provided to General Members at least three business days before the special meeting.

Section 6. Transitioning - Outgoing officers shall turn over all documents and reports pertaining to their position to the incoming officers at the last meeting of the school year, unless other arrangements have already been made.

Section 7. Removal - An officer can be removed from office for failure to fulfill their duties by a two-thirds vote of the General Membership with a quorum at a General Membership meeting. Previous notice must be given at a minimum of one week prior to the regular meeting.

Section 8. Vacancy - If a vacancy occurs in the office of the President, the Vice President will become the President. At the next regularly scheduled General Membership meeting, a new Vice President will be elected. If there is a vacancy in any other office, General Members will fill the vacancy through an election at the next General Membership meeting.

Article IV – Committees

Section 1: Membership - Committees may consist of General Members and Executive Board Officers. Each committee shall have a chair or co-chairs. It is the responsibility of the committee chair(s) to communicate and coordinate all activities with the Principal and Executive Board. In addition, committee chairs have a fiduciary responsibility for knowing and following the policies and procedures in these bylaws.

Section 2: Standing Committees - The following committees shall be held by the organization: Fundraising, School Store, 8th Grade Dance, Social Media and Staff Appreciation.

Section 3: Committees - The Executive Board may appoint additional committees as needed. Coordinators may be appointed to organize specific events or activities where a Committee is not necessary. A non-standing committee or coordinator must be reflected in the meeting notes of the Executive Board.

Article V– Finances

Section 1: Responsibility - The JSSO shall operate in a financially responsible manner and shall comply in all respects with all applicable provisions of the Washington Nonprofit Corporation Act, the I and Regulations and all other applicable laws.

Section 2: Fiscal Year - The fiscal year of the JSSO begins July 1 and ends June 30 of the following year.

Section 3: Budget - The approved budget gives the Executive Board authorization to spend the JSSO's funds in accordance with that budget. It shall be developed by the Executive Board. A tentative budget shall be drafted by the last meeting of the school year for the following school year and approved no later than the second General Membership meeting by a majority vote of the members present. Any unbudgeted expenditures must be approved by a majority of General Members present at the General Membership meeting. Two authorized signatures shall be required on each check over the amount of \$300. Authorized signers shall be the President, Vice President, Treasurer and Secretary.

Section 4: Financial Records - The Treasurer shall keep accurate records of any disbursements, income, and bank account information. The Treasurer shall prepare a financial statement at the end of the school year, to be presented and reviewed by the Executive Board at the first meeting of the following school year. The Treasurer shall file each year the JSSO Corporation Report with the Washington Secretary of State and Charity Registration Renewal and annual informational return with the IRS (e.g., Forms 990 series).

Section 5: Banking - The Executive Board will keep no less than \$20,000 in reserve as carryover for the next school year. The reserve amount may be kept through a certificate of deposit. JSSO will maintain both a checking and a savings account. Authorized signers of the account will be President, Vice President, Treasurer, and Secretary. Permitted investments of the JSSO's funds shall include cash and cash equivalents, and certificates of deposits. No funds shall be transferred from the existing checking and savings accounts into an investment vehicle without two-thirds approval of the Executive Board.

Section 6: Dissolution - . Upon the dissolution of JSSO any remaining funds should be used to pay any outstanding bills and, with the General Membership's approval, spent for the benefit of the school.

Article VI – Conflict of Interest Policy

Section 1. Purpose - The purpose of the conflict of interest policy is to protect the JSSO's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of any member of the Executive Board, General Membership or volunteer of the JSSO that 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.

Section 2. Definitions -

- A. **Interested Person** - Any member of the Executive Committee or General Membership or volunteer who has a direct or indirect financial interest, as defined below, is an interested person.

- B. **Financial Interest** - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family: An ownership or investment interest in any entity with which JSSO has a transaction or arrangement; a compensation arrangement with JSSO or with any entity or individual with which JSSO has a transaction or arrangement; or a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which JSSO is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 3B, a person who has a financial interest may have a conflict of interest only if the appropriate Executive Board decides that a conflict of interest exists.

Section 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 Executive Board or General Membership who are 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, they shall leave the Executive or General Membership meeting while the determination of a conflict of interest is discussed and voted upon. The Executive Board or General Membership, depending on the meeting shall decide whether a conflict of interest exists.
- C. **Procedures for Addressing the Conflict of Interest** - An interested person may make a presentation at the Executive Board or General Membership meeting, but after the presentation, they shall leave the meeting during the discussion of, and the vote on the transaction or arrangement involving the possible conflict of interest. The President shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- D. **Violations of the Conflict of Interest Policy** - If the Executive Board has reasonable cause to believe a member of the Executive Board or General Membership 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. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Executive Board or General Membership determines that the

member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article VII– Amendments

Amendments to the bylaws may be made at any General Membership or special meeting providing that previous notice was given in writing at the prior meeting and then sent to all members of JSSO by the Secretary. Notice may be given by email. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article VII– Dissolution

The JSSO may be dissolved with previous notice (30 calendar days) and a two-thirds vote of those present at the meeting.

Upon the dissolution of the corporation, assets shall be distributed to Jefferson Middle School, a Washington public school located in Olympia, Washington, for exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.