BYLAWS

- BYLAWS
- Carla Wiese
- President Elect

Bylaws

Without bylaws, meetings could be chaotic and unproductive as board members make up the rules as they go along.

bylaws

- One fact is sure: a PTA`s bylaws are considered a legal document that dictates how the organization must be governed.

- Failure by a board to follow the stipulations outlined in the bylaws can have devastating consequences to the organization…and potentially even to the board members themselves.

Bylaws

The purpose of bylaws is to lay out the rules of conduct and authority for your board of directors and officers, and, as a nonprofit, you need to have them.

For many PTA`s, their bylaws are just some forgotten document, full of legalese, gathering dust in a file cabinet somewhere.

No one on the current board of directors knows who prepared them, nor what any of the provisions mean. They certainly are not referring back to them for any reason.

bylaws

Bylaws

- Set up your bylaws with clear rules and simple language so that any member or board member can easily understand and follow them.
- The board members' duties should be spelled out plainly now to avoid confusion later.

Bylaws

- Bylaws are also invaluable in defining:
  - the purpose of your organization,
  - how often you will conduct meetings,
  - how the meetings will be conducted,
  - The terms of the board members,
  - elections,
  - what constitutes a quorum,
  - how to handle vacancies,
  - finances

Do you know what is in your bylaws?

Bylaw requirements

Sections that have a # in front of them cannot be changed at the Unit level.

These are National and State PTA requirements.

- **# ARTICLE II: PURPOSES**
-
- **Section 1**. The Purposes of the **(local PTA name)**, in common with those of the National PTA and the Missouri PTA are:
- a. To promote the welfare of children and youth in home, school, community, place of worship, and throughout the community;
- b. To raise the standards of home life.
- c. To secure adequate laws that further the education, physical and mental health, welfare and safety of children and youth;
- d. To promote the collaboration and engagement of families and educators in the education of children and youth; and
- e. To engage the public in united efforts to secure the physical, mental, emotional, spiritual, and social well-being of all children and youth; and
- f. To advocate for fiscal responsibility regarding public tax dollars in public education funding.

Section 2. The Purposes of the National PTA, the Missouri PTA, and the **(local PTA name)** are promoted through an advocacy and educational program directed toward parents, teachers, and the general public; are developed through conferences, committees, projects, and programs; and are governed and qualified by the basic policies set forth in Article III.

Section 3. The organization is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter "Internal Revenue Code").

Bylaw requirements

Article I

- **The organization's name.** Article I should state the PTA/PTSA's name.
- Make certain that it's written the same way throughout your bylaws.

ARTICLE I: NAME

The name of this organization is the (local PTA name) Parent Teacher (Student) Association (PTA/PTSA), (region name) Region, (town), Missouri. It is a local PTA under the authority of the Missouri Congress of Parents and Teachers (the Missouri PTA), a branch of the National Congress of Parents and Teachers (the National

Bylaw requirements

Articles II, III, and IV

- **Object or purpose (mission statement).** Article II should state the mission statement; that is, the object of or purpose for the group.
- **Basic Policies.** Article III states the basic policies of the unit, in common with those of National PTA and Missouri PTA.
- **Relationship with National PTA and Missouri PTA.** Article IV states the relationship with National PTA and Missouri PTA.
  - Good Standing
  - Unit bylaws may not conflict with National PTA and Missouri PTA
  - Permanent records
  - Procedure to dissolve

ARTICLE II: PURPOSES

Section 1. The Purposes of the **(local PTA name)**, in common with those of the National PTA and the Missouri PTA are:

a. To promote the welfare of children and youth in home, school, place of worship, and throughout the community;
b. To promote the welfare of children and youth in home, school, place of worship, and throughout the community;
c. To raise the standards of home life.
d. To advocate for laws that further the education, physical and mental health, welfare and safety of children and youth;
e. To promote the collaboration and engagement of families and educators in the education of children and youth; and
f. To engage the public in united efforts to secure the physical, mental, emotional, spiritual, and social well-being of all children and youth; and
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Section 2. The Purposes of the National PTA, the Missouri PTA, and the **(local PTA name)** are promoted through an advocacy and educational program directed toward parents, teachers, and the general public; are developed through conferences, committees, projects, and programs; and are governed and qualified by the basic policies set forth in Article III.

Section 3. The organization is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter "Internal Revenue Code").

ARTICLE III: BASIC POLICIES

The following are basic policies of the **(local PTA name)**, in common with those of the National PTA and the Missouri PTA:

a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
b. The organization shall work with the schools and community to provide quality education for all children and youth and shall seek to participate in the decision making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities, and local education authorities.
c. The organization shall work to promote the health and welfare of children and youth and shall seek to promote collaboration between parents, schools, and the community at large.
d. Commitment to inclusiveness and equity, knowledge of PTA, and professional expertise shall be guiding principles for service in Missouri PTA.

e. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article II hereof.

f. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

g. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code and whose purposes are in accordance with those of Missouri PTA.

h. The organization or members in their official capacities shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

ARTICLE IV: RELATIONSHIP WITH NATIONAL PTA AND MISSOURI PTA

Section 1. The local PTA shall be organized and chartered under the authority of the Missouri PTA, in conformity with such rules and regulations, not in conflict with the National PTA Bylaws, as the Missouri PTA may in its bylaws prescribe. The Missouri PTA shall issue to this local PTA an appropriate charter evidencing the due organization and good standing of this local PTA.

A local PTA is in good standing when it does all of the following. If a local PTA becomes “not in good standing” as soon as it has fulfilled the necessary requirements, it is again considered “in good standing.”

a. Adheres to the Purposes and basic policies of the PTA;
b. Remits national and state dues to the state PTA by dates required (Article V Section 4);
c. Has bylaws approved every three (3) years according to the procedures of the state PTA;
d. Submits a copy of the unit’s fiscal year-end report to the state PTA by December 1st of each year;
e. Submits a copy of the unit’s annual financial review to the state PTA by December 1st of each year;
f. Submits a copy of the required IRS tax form to the state PTA by December 1st of each year;
g. Submits the names and addresses of officers to the state PTA by March 31st of each year; and
h. Meets other criteria as may be prescribed by the state PTA.

Section 2. This local PTA shall adopt such bylaws for the government of the organization as may be approved by the Missouri PTA. Such bylaws shall not be in conflict with the bylaws of the National PTA or the bylaws of the Missouri PTA and shall include verbatim any required language as stated in the model bylaws approved by the Missouri PTA Executive Committee and identified by the number symbol (#).

Section 3. Bylaws of this local PTA shall include an article on amendments.

Section 4. Bylaws of this local PTA shall include a provision establishing a quorum.

Section 5. There shall be no voting by proxy by any constituent organization of National PTA.

Section 6. Local units shall submit one (1) electronic copy of their bylaws to the state office for approval by the procedures and bylaws chairman once every three (3) years. Amendments shall be sent immediately after adoption for approval. Bylaws and amendments shall become effective upon receipt of state approval.

Section 7. This local PTA shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization, including, specifically, the number of its members, the dues collected from its members, and the amounts of dues remitted to the Missouri PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Missouri PTA, or where directed by the committee on state and national relationships, by a duly authorized representative of the National PTA.

Section 8. The books of the treasurer shall be reviewed annually and upon the resignation or removal of the treasurer or any other authorized bank signatory, by an auditor, reviewer or reviewing committee whose report shall be submitted to the local PTA general membership for adoption; a copy must be submitted to Missouri PTA.

Section 9. The charter of this local PTA shall be subject to withdrawal and the status of such organization as a local PTA shall be subject to termination, in the manner and under the circumstances provided by the bylaws of the Missouri PTA.

Section 10. This local PTA is obligated, upon withdrawal of its charter by the Missouri PTA, to carry out promptly, under supervision and direction of the Missouri PTA, all proceedings necessary or desirable for the purpose of dissolving the **(local PTA name)**.

Section 11. A local PTA may dissolve in the following manner:

a. The executive committee (or other body that, under its bylaws manages the affairs of the local PTA) shall adopt a resolution recommending that the local PTA be dissolved and directing that the questions of such dissolution be submitted to a vote at a special meeting of members having voting rights. Written or printed notice stating that the purpose of such meeting is to consider the advisability of dissolving the local PTA shall be given to each member entitled to vote at such meeting at least thirty (30) days prior to the date of such meeting.
b. Written notice of the adoption of such resolution, accompanied by a copy of the notice of the special meeting of members, shall be given to the president of the Missouri PTA at least thirty (30) days before the date fixed for such special meeting of its members.

c. Only those persons who were members of the local PTA on the date of the adoption of the resolution and who continue to be members in good standing on the date of the special meeting shall be entitled to vote on the question of dissolution.

d. Approval of dissolution of the local PTA shall require the affirmative vote of at least two-thirds of the members present and entitled to vote at the special meeting, a quorum being present.

e. If this local PTA votes to dissolve, it must yield up and surrender all of its books and records and all of its assets and property to the Missouri PTA or to such agency as may be designated by the Missouri PTA or to another local PTA organized under the authority of the Missouri PTA. It must also cease and desist from the further use of any name that implies or connotes association with the National PTA or the Missouri PTA or status as a constituent organization of the National PTA.

Bylaw requirements

Article V

- **Membership.** Article IV should detail what types of members (individual, family, business) and what the cost of membership dues are annually.
- Note: If your unit has family memberships, Section 7 must state that family memberships will have membership cards issued to each individual and the unit must pay the $4.25 for National and State dues for each individual.

1. ARTICLE V: MEMBERSHIP AND DUES

 # Section 1. Every individual who is a member of this local PTA is, by virtue of that fact, a member of the National PTA and of the Missouri PTA by which this local PTA is chartered, and is entitled to all the benefits of such membership.

 # Section 2. Membership in this local PTA shall be open, without discrimination, to anyone who believes in and supports the mission and purposes of National PTA.

 # Section 3. This local PTA shall conduct an annual enrollment of members but may admit individuals to membership at any time. The membership year shall be July 1 through June 30.

 # Section 4. Each member of this local PTA shall pay such annual dues to said organization as may be determined by the organization. The amount of such dues shall include the portion payable to the Missouri PTA (the state portion) and the portion payable to the National PTA (the national portion).

Section 5. The National PTA portion of each member's dues shall be two dollars and twenty-five cents ($2.25) per annum.

Section 6. The Missouri PTA portion of each member's dues shall be two dollars ($2.00) per annum.

Section 7. Each member of this local PTA shall pay annual dues set by the Executive Board annually to said organization. The amount of such dues shall include the portion payable to the Missouri PTA and the portion payable to the National PTA.

Section 8. Local units may enroll business members. The amount of such dues shall include five dollars and fifty cents ($5.50) per business member, which includes the state portion, national portion and service fees.

Section 9. Each business member of this local PTA shall pay business membership dues set by the Executive Board annually to said organization.

Bylaw requirements

Article VI

- **Officers.** Article VI should detail the officers, as well as state how they are nominated and elected.
- Will all members be eligible to serve as officers?
- What is the term of office?
- How will vacancies, should they occur, be filled?
- What are the grounds for removing an officer? (Filling a vacancy and removing an officer are much the same, so these actions should require a two-thirds vote.)

- **ARTICLE VI: OFFICERS**
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- **# Section 1**. Each officer shall be a member of this local PTA. No person shall hold any elective or appointive position in any local PTA who is not a member in good standing of such local PTA.
-
- **# Section 2**. All local PTAs shall elect officers before March 31, and shall send to the state office by that date, the names of officers who shall serve the ensuing year.
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- **Section 3**. The officers of this local PTA shall be a president, **(number *OR* title of)** vice president(s), secretary, and a treasurer **(list any other officers)**.
-
- **Section 4**. Officers shall be elected by the general membership, by ballot, in the month of **(insert name of month, should be March or before)**.
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Section 5. The vote shall be conducted by ballot, a majority shall elect. When there is only one (1) candidate for an office, the election may be held by voice vote.

Section 6. The following provisions shall govern the eligibility of individuals to be officers of the **(local PTA name)**:

a. No officer may be eligible to serve more than **(one/two)** consecutive terms in the same office. A person who has served in an office for more than one half of a full term shall be deemed to have served a full term in such office.

b. (any other qualifications for office)

Section 7. Officers shall assume their official duties following the close of the school year, except the treasurer who shall assume that officer's duties at the close of the fiscal year. Officers shall serve for a term of **(number)** year(s) or until their successors are elected.

Section 8. Nominating committee:

#a. The nominating committee shall be elected.

b. There shall be a nominating committee composed of **(select and odd number, ie three or five members)** members who shall be elected by this local PTA at a regular general membership meeting at least **(number)** months prior to the election of officers, as outlined in Article VI, Section 4.

c. The committee shall elect its own chairman.

d. The committee shall nominate an eligible person for each office to be filled and report its nominees **(determine when the committee reports, at the time of the election or specify a number of days prior to the election)**, at which time additional nominations may be made from the floor of the general membership meeting when the election is held.

e. Only those individuals who are current members of this local PTA (or from a "feeder school") and who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

Section 9. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the board, notice of such election having been given. In case a vacancy occurs in the office of president, the first vice president shall serve notice of the election.

Bylaw requirements

- **Duties of Officers.** Article VII specifies the duties of the officers.
- Roberts Rules of Order state if there is more than one VP then they must be listed as First VP, Second VP etc. they can have other administrative duties (like our VPs at the state level) but that is not a requirement.
- Be specific but not too specific.
- Co presidents are not allowed
- Note: Treasurer section includes many # items.

1. ARTICLE VII: DUTIES OF OFFICERS

Section 1. The president shall:

a. preside at all meetings of this local PTA;
b. serve as an ex-officio member of all committees except the nominating committee;
c. coordinate the work of the officers and committees of this local PTA in order that the Purposes may be promoted; and
d. appoint a parliamentarian, if desired.

Section 2. The vice president(s) shall:

a. serve as aide(s) to the president; and
b. perform the duties of the president in the president's absence or inability to serve; if more than one vice president they will preside in the order of 1st vice president, 2nd vice president, etc.
c. The first vice president shall **(list any other duties)**.
d. The second vice president shall **(list any other duties)**.

Section 3. The secretary shall:

a. record and preserve the minutes of all meetings of the **(local PTA name)**;
b. be prepared to read the records of any previous meetings;
c. preserve all records;
d. have a current copy of the bylaws;
e. maintain a current membership list; and
f. forward names and addresses of newly elected officers to the state office no later than March 31.

Section 4. The treasurer shall:

#a. submit the books for an annual financial review and upon the resignation or removal of the treasurer or any other authorized bank account signatory;

#b. keep the record of the state and national portions of the membership dues separate from the record of the general funds of the local unit and remit all state and national portions of the membership dues to the state office. All state and national portions are payable to the state office the first of each month;

#c. submit a copy of the unit's fiscal year-end report to the state PTA by December 1st of each year;

#d. submit a copy of the unit's annual financial review to the state PTA by December 1st of each year;

#e. submit a copy of the required IRS tax form to the state

f. have custody of the funds of this local PTA;
g. maintain a full account of the funds of this local PTA:
h. make disbursements as authorized by the president, board, or this local PTA in accordance with the budget adopted by this local PTA;
i. have checks signed by the treasurer and **(another officer this is a PTA best practice procedure)**;
j. have vouchers signed by the chairman and the president before presenting to the treasurer for payment;
k. cause to be kept a full and accurate account of the receipts and disbursements in the books belonging to the **(local PTA name)**;
l. provide a financial statement at each meeting;
m. present an annual report of the financial condition of the organization; and
n. be responsible for preparing or having prepared IRS forms at the proper time.

Section 5. All officers shall:

a. meet within **(___)** days of **(installation of *OR* assuming)** office for the purpose of appointing committee chairmen and begin planning for the ensuing year.

b. perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president, the executive committee or association; and

c. turn over to the president, without delay, all records, books, and other materials pertaining to their office, and shall return to the treasurer, without delay, all receipts and funds pertaining to their office upon the expiration of their term or in case of resignation.

Bylaw requirements

Article VIII

- **Executive board.** Article VIII should discuss the executive board of your group.
- What's the composition of the board?
- When will it have meetings?
- What's the policy for removal from office and filling vacancies?
- What are the executive board's duties?

1. ARTICLE VIII: EXECUTIVE BOARD

 # Section 1. Each board member shall be a member of this local PTA. No person shall hold any elective or appointive position in any local PTA who is not a member in good standing of such local PTA.

 # Section 2. A PTA member shall not serve as a voting member of this local PTA's board while serving as a paid employee of or under contract to this local PTA.

Section 3. The members of the board shall be:

a. elected officers; and
b. standing committee chairs, council delegates, teacher representatives, principal or their representative, and student representatives. ***[Modify as appropriate for your unit.]***

Section 4. The affairs of the **(local PTA name)** shall be managed by the executive board in the intervals between local unit PTA general membership (unit) meetings. Duties of the board shall be to:

#a. select an auditor, a reviewer, or financial review committee to review the treasurer's accounts whose report shall be submitted to the general membership for adoption; a copy must be submitted to Missouri PTA.

b. carry out such business as may be referred to it by the membership of the association;

c. create standing and special committees;

d. approve the plan of work presented by committee chairmen;

e. present a report at the regular general membership meetings of this local PTA;

f. prepare and submit an annual budget to this local PTA's general membership for adoption;

g. approve payment of routine bills within the limits of the approved budget;

h. **(list any other duties your board might perform)**.

Section 5. Regular meetings of the board shall be held **(as set by the board at its first meeting of the year)**.

Section 6. Special meetings of the board may be called by the president or when requested by **(number)** members upon **(number)** days' notice to each member of the board.

Section 7. At all meetings of the board, **(number *OR* a majority of the)** members of the board shall constitute a quorum for the transaction of business.

Section 8. If any officer shall cease to meet the qualifications or fulfill the duties of the position, that person may be removed by a two-thirds (2/3) vote of the executive board.

Section 9. Upon the expiration of the term of office, or when individuals cease to hold the position that entitles them to be a member of the board, they shall automatically cease to be a member of the board and shall be relieved of all duties and responsibilities incident to such membership. 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 fourteen (14) days.

(Optional article on Executive Committee can be inserted here)--(Delete this note.)

Bylaw requirements

Article IX

- **Committees.** Article IX should state what committees the group will have, such as social, membership, budget, and so on, and the duties of committee members. Who appoints the committees? Can they spend money? Remember any provisions outlined in your bylaws will have to be voted on to change. Try to keep these descriptions broad.

ARTICLE IX: COMMITTEES

 # Section 1. Only members of this local PTA shall be eligible to serve in any elective or appointive positions.

Section 2. Standing committees are those that perform a continuing function and serve all year. Such standing committees may be created by the board to promote and carry out the Purposes and the work of the PTA. The standing committees of this local PTA shall be: ***(List your committees such as bylaws, legislative, programs, membership, hospitality, etc.)***

Section 3. Special committees are created for a special purpose and automatically cease to exist when their work is done and the final report is received. The board may create such special committees as it may deem necessary.

Section 4. The chairmen of committees shall be selected by the officers of the association and shall serve for a term of **(number)** year(s) or until the selection of a successor.

Section 5. The chair of each committee shall present a plan of work to the executive board for approval. No committee work shall be undertaken without the consent of the board.

Section 6. The president shall be a member ex officio of all committees except the nominating committee. The president shall be notified of all committee meetings.
Our bylaws simply state - that we call have committees as necessary to carry out the business of MOPTA. What those committees are and their specifics are in our standing rules.

Bylaw requirements

Article X

- **General Membership Meetings.**
- When meetings are held.
- What constitutes a quorum.
- All units are required to hold an annual meeting.

ARTICLE X: GENERAL MEMBERSHIP (UNIT) MEETINGS

Section 1. In general membership (unit) meetings the right to offer motions, make nominations, speak in debate, and vote, shall be limited to members of this association whose dues are paid.

Section 2. Regular meetings of the general membership (unit) of the local PTA shall be held**(on dates specified by the Executive Board at the first meeting of the year)**, unless otherwise provided by this local PTA, the board or executive committee. **(Number)** days' notice shall be given to the membership of any change of date

Section 3. Special meetings of this local PTA may be called by the president or by a majority of the board **(number)** days' notice having been given.

Section 4. **(Insert a number cannot use majority)** members shall constitute a quorum for the transaction of business in any general membership meeting of this local PTA.

Section 5. The annual meeting shall be the last general membership (unit) meeting of the year, at which time annual reports shall be received and new officers installed**.** The annual meeting shall be held in **(month)**.

Bylaw requirements

Article XI

- **Council Membership.** This only applies to units connected to a council.
- Who will represent the unit at Council meetings
- Dues of the Council.

1. ARTICLE XI: COUNCIL MEMBERSHIP

- ***(This article only applies to units connected to a council.***
- ***The following sections must correspond to the council PTA bylaws.***
- ***Please delete this article/sections if it does not apply to your unit and renumber accordingly.)***
- ***(Delete this note.)***

Section 1. This local PTA shall be represented in meetings of the **(name)** Council PTA by the president, or appointed alternate, and by **(number)** delegate(s) or alternate(s).

#a. All representatives to the council PTA must be members of this local PTA.

b. Delegates and their alternates shall be chosen by **(election /appointment)** in **(month)**.

c. Delegates to the **(name)** Council PTA shall serve for a term of **(number)** years**(s)**.

Section 2. This local PTA shall pay annual dues of **($ amount)** to the **(name)** Council PTA as provided in the **(name)** Council PTA bylaws.

Bylaw requirements

Article XII

- **Missouri PTA Convention**. Article XII should state who will represent the unit at the annual meeting of the Missouri PTA, how and when it is decided.

ARTICLE XII: MISSOURI PTA CONVENTION

This local PTA shall be represented at the annual meeting of the Missouri PTA by the president, or appointed alternate, and by the number of delegates the unit is allowed to send.

#a. All representatives to the Missouri PTA convention must be members of this local PTA.

#b. The number of voting delegate cards this local unit is entitled to is based on membership of the previous year.

c. Delegates and their alternates shall be chosen **(how)** no less than thirty (30) days prior to the convention registration deadline.

Bylaw requirements

Article XIII

- **Fiscal Year.**
- A period of 12 months over which a PTA budgets its spending is called a fiscal year. It may run over any period of 12 months not necessarily January to December.
- The fiscal year is filed with the IRS and cannot be changed in bylaws unless the IRS is also notified. MO PTA office has to notice the IRS of any date changes.
- Most PTA's fiscal year are July 1st – June 30th or August 1st – July 31st. Not a calendar year.

1. ARTICLE XIII: FISCAL YEAR

The fiscal year of the **(local PTA name)** shall begin on **(month and day)** and end on the following **(month and day)**.

Bylaw requirements

- **Article XIV**

- **Parliamentary authority.** Article XIV should state that Robert's Rules of Order Newly Revised shall be the bible to be consulted regarding questions of parliamentary procedure.

ARTICLE XIV: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the National PTA and the **(local PTA name)** in all cases in which they are applicable and in which they are not in conflict with these bylaws, the bylaws of the National PTA, the Missouri PTA Bylaws or the Articles of Incorporation

Bylaw requirements

- **Amendments.** Article IX covers amending the bylaws. It should state how these bylaws (which have been so carefully thought out and written up) may be changed (certainly not quickly or easily, or without previous notice and a two-thirds vote!).

1. ARTICLE XV: AMENDMENTS

 # Section 1. These bylaws may be amended at any general membership (unit) meeting of the **(local PTA name)** by a two-thirds (2/3) vote of those members present and voting, a quorum being present, provided that the proposed amendments have been provided to the membership at the previous meeting or **(specify a number)** ***[5 or more]*** days prior to the meeting.

Section 2. If a complete revision of the bylaws is needed, a committee may be appointed by a majority vote at a general membership (unit) meeting of this local PTA, or by a two-thirds (2/3) vote of the board of this local PTA, to submit a revised set of bylaws as a substitute for the existing bylaws. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.

 # Section 3. Submission of amendments or revised bylaws for approval by the state PTA shall be sent, in duplicate, to the state office and shall become effective upon approval by the state procedures and bylaws chairman.

 # Section 4. The bylaws of local PTAs shall not conflict with any provision of the National PTA bylaws or the Missouri PTA bylaws. The adoption by Missouri PTA of any changes in required language in the model bylaws identified by a number symbol (#) shall serve automatically and without the requirement of further action by the local PTA to amend correspondingly the bylaws of the local PTA. Notwithstanding the automatic process, the local PTA shall promptly incorporate such amendments into their respective bylaws.

Please remove the underline, **bold**, and color if any from the fill-in –the blanks. Also check that the # signs were not deleted if automated formatting was used. (Delete this note.)

COUNCIL CHANGES

- Any changes made in Unit bylaws are also reflected in Council bylaws including submission, dues and meeting schedule.
- Executive Board is changed to Executive Committee. This is inline with current best practices. It also helps to ease potential confusion with Executive Committee and Executive Board.

Bylaw requirements

Dos and Don’ts

Bylaw – dos and don’ts

DO: Stick to the basics.

- Organizational purpose, board structure, officer position descriptions and responsibilities, terms of board service, officer/board member succession and removal, official meeting requirements, membership provisions, voting rights, conflict-of-interest policy and any other non-negotiables that your unit deems necessary.

Bylaw – dos and don’ts

DO: Know what is in your bylaws.

- As a board member, you have a duty to understand what each and every provision means. If there are provisions you do not understand, ask another board member or consult a professional.

Bylaw – dos and don’ts

DO: Follow the provisions religiously.

- You not only have a duty to understand your bylaws, you are legally accountable for following them. This is not optional. A court of law will side with your bylaws in any dispute brought by another board member, member, volunteer or recipient of services who may have a grievance.

Bylaw – dos and don’ts

DON’T: Fail to review the bylaws.

- At least annually, all board members should re-familiarize themselves with the provisions. This will go a long way toward preventing costly errors. New board members should be provided with a copy immediately upon installation.

Bylaw – dos and don’ts

DO: Keep your bylaws relevant.

- Times and circumstances change…and your governing document should reflect those changes. If your bylaws need to be amended to reflect current realities, do it. Make sure the changes make long-term sense and follow the amendment procedures as outlined.

Bylaw – dos and don’ts

DON’T: Treat your bylaws as a policy manual.

- Bylaws are procedural, while standing rules and procedure manuals are specific and administrative.
- The parliamentary procedure guide "Robert's Rules of Order" explains that bylaws "should include all the rules that are of such importance that they cannot be changed in any way without previous notice,"

Bylaw – dos and don’ts

DON’T: Include provisions that tie the hands of future boards.

- Do not require four (4) people to sign a single check. Future boards may not have four people available to sign each check.
- Do not require a quorum of 25, if you normally only have 10 people attend your PTA meetings.

Remember….

Bylaws submitted without a cover letter will be returned to the Unit until a cover letter is attached.

Bylaws are accepted as a .doc (word) only.

Make sure you are really reviewing your bylaws not just sending in he latest copy for approval.

Bylaws are a legal document that can either help or hurt your Unit. Make sure they HELP!

Bylaws are not scary remember Missouri PTA is here to help!

Contact:

bylaws@mopta.org

Procedures and Bylaws Chair

Missouri PTA

Missouri PTA
Board of Managers - Rules E-mail Voting

1. An e-mail ballot may be originated by a majority vote of the Executive Committee if the motion requires action by the Board of Managers prior to its next scheduled meeting.

2. Within 48 hours of receipt of a request for an e-mail ballot, the President shall distribute the motion to the members of the Board of Managers by e-mail.

3. No second shall be required.

4. When distributing the motion to the members of the Board of Managers, the President shall indicate that each member has 72 hours in which to ask questions or offer points of view on the pending motion. These should be done by e-mail to each of the other members of the Board of Managers using the “reply to all” feature.

5. After the 72 hour debate time has expired, the President shall send a second e-mail to all members of the Board of Managers asking for their vote on the pending question.

6. Voting shall be open for 48 hours. Members wishing to vote shall do so by sending their vote to the President with a copy to all other members of the Board of Managers. Any votes received after the end of the 48 hour voting period shall not be counted.

7. The vote required to adopt a motion by e-voting shall be a majority of the entire Board of Managers membership.

8. The results of the vote together with the text of the motion shall be reported formally to the next Board of Managers meeting and included in the minutes of that meeting.

9. Any action taken by an e-vote shall be subject to the motion to reconsider at the next Board of Managers meeting and any members of the Board of Managers shall be eligible to move reconsideration regardless of whether or not they voted on the motion when it was adopted originally.