

# Farmington Area PTA Council Bylaws

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Bylaws of the	<u>Farmington Area PTA Council</u>	Council
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City	<u>Farmington</u>	County <u>Oakland</u> Region <u>D</u>

### Article I: Name

The name of this organization is the Farmington Area PTA Council of Parents-Teacher Associations, in Region D of the Michigan Congress of Parent, Teacher and Student, (Michigan PTSA), a branch of the National Congress of Parents and Teachers (National PTA).

### # Article II: Articles of Organization

The articles of organization of a constituent organization include: (a) the bylaws of such organization and (b) the certificate of incorporation or articles of incorporation of such organization (in cases in which the organization is a corporation) or the articles of association by whatever name (in cases in which the organization exists as an unincorporated association).

### # Article III: Purposes

**Section 1.** The Objects of the Farmington Area PTA Council of Parent, Teacher (Student) Associations in common with those of the National PTA and the Michigan PTSA, are:

- a. To promote the welfare of children and youth in home, school, community, and place of worship.
- b. To raise the standards of home life.
- c. To secure adequate laws for the care and protection of children and youth.
- d. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.
- e. To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, social, and spiritual education.

**Section 2.** The Objects of the National PTA, the Michigan PTSA and this council are promoted through an educational program directed toward parents, teachers, and the general public; developed through conferences, committees, projects, and programs; and governed and qualified by the basic policies in Article IV.

**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 IV: Basic Policies

The following are basic policies of this council in common with those of the National PTA and the Michigan PTSA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to the promoting the Objects of the organization.
- c. The organization or members in their official capacities shall not – directly or indirectly- participate or intervene (in any way, including the publishing or distribution 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.
- d. The organization shall work with schools 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.
- e. The organization shall not enter into membership with other organizations except such international or national organizations as may be approved by the National PTA Board of Directors. The Michigan PTSA or any of its divisions may cooperate with the other organizations and agencies concerned with child welfare, but a PTA/PTSA representative shall make no commitments that bind the group he represents.
- f. 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 distributions in furtherance of the purposes set forth in Article III hereof.
- g. 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.
- h. 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 that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.
- i. Only Michigan PTAs/PTSAs within the geographic boundaries of **Farmington Public Schools District** shall be members of this council.
- j. The council shall meet for the purpose of conference and cooperation in matters of child welfare only. It may not legislate for the local PTAs/PTSAs.

## Article V: Relationship with National PTA and Michigan PTSA

**# Section 1.** This PTA council shall be organized and chartered under the authority of the Michigan PTSA in the area in which this PTA council functions, in conformity with such rules and regulations, not in conflict with the National PTA Bylaws, as the Michigan PTSA may in its Bylaws prescribe. The Michigan PTSA shall issue this PTA council an appropriate charter evidencing the due organization and good standing of this council.

**# Section 2.** Each constituent organization shall adopt such bylaws for its governance of the organization as may be approved by the Michigan PTSA. Such bylaws shall not be in conflict with the Bylaws of the National PTA or the Bylaws of the Michigan PTSA.

**# Section 3.** Bylaws of each constituent organization shall include an article on amendments.

**# Section 4.** Each constituent organization shall include in its bylaws provisions corresponding to the Bylaws of the National PTA as are identified by a number (#) symbol.

**# Section 5.** The adoption of an amendment to any provision of the Bylaws of the National PTA identified by a number sign (#) shall serve automatically and without the requirement of further action by the constituent organization to amend correspondingly the bylaws of each constituent organization. Notwithstanding the automatic character of the amending process, the constituent organization shall promptly incorporate such amendments in their respective bylaws.

**Section 6.** The purposes of this council are:

- a. To unify and strengthen local PTAs/PTSAs comprising this council.
- b. To provide for the conference and cooperation of the local PTAs/PTSAs in the council membership so as to create a public opinion favorable to the interests of child welfare projects in the various local units, and, to assist in the formation of new PTAs according to the plan of the Michigan PTSA.
- c. To promote the interests of the National PTA and of the Michigan PTSA within its territory.

**# Section 7.** Councils shall not legislate for local PTAs/PTSAs.

**# Section 8.** Each officer or board member of a constituent organization shall be a member of a local PTA/PTSA within its area.

**# Section 9.** Each officer or board member of a local PTA/PTSA shall be a member of such local PTA/PTSA.

**# Section 10.** Only members of a local PTA/PTSA who have paid dues for the current membership year may participate in the business of that association.

**# Section 11.** The council shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of this council, including, specifically, the number of its member PTAs/PTSAs and the dues collected from them. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Michigan PTSA or, where directed by the Committee on State and National Relationships, by a duly authorized representative of the National PTA.

**# Section 12.** Bylaws of each constituent organization shall include a provision establishing a quorum.

**# Section 13.** Voting by proxy shall be prohibited.

**# Section 14.** The members of the nominating committee for officers of a constituent organization shall be elected by membership, Board of Directors/Managers, Executive Board, or Executive Committee.

**# Section 15.** The charter of this council PTA shall be subject to withdrawal and the status of such organization as a PTA/PTSA council shall be subject to termination, in the manner and under the circumstances provided in the bylaws of the Michigan PTSA.

**# Section 16.** This council is obligated, upon dissolution by the Michigan PTSA:

- a. To yield and surrender all of its books and records and all of its assets and property to the Michigan PTSA or to such agency as may be designated by the Michigan PTSA, or to another council organized under the authority of the Michigan PTSA;
- b. To cease and desist from the further use of any name that implies or connotes association with the National PTA or the Michigan PTSA, or status as a constituent organization of National PTA; and
- c. To carry out promptly, under the supervisions and direction of the Michigan PTSA, all proceedings necessary or desirable for the purpose of dissolving this PTA/PTSA council.

**# Section 17.** There shall be but one person serving in any elected office.

## Article VI: Membership and Dues

**# Section 1.** Each council unit shall pay \$25.00 annual council dues to the Michigan PTSA office on or before June 1 of each fiscal year. This payment will constitute payment for the following fiscal year. No council packet shall be distributed until payment of council dues to Michigan PTSA is received.

**Section 2.** Membership in this council shall consist only of local units chartered by the Michigan PTSA as authorized by the National PTA within the geographic boundaries of the Farmington Public Schools District (city, county or area) upon payment of dues hereinafter provided.

**Section 3.** The annual dues for membership in this council shall be \$100.00 for each local PTA/PTSA in membership and shall be payable by June 1 of each year.

**Section 4.** Additional local units may be accepted as members at any time.

**Section 5.** Delegates from local PTAs/PTSAs whose dues to the council are in arrears shall not participate in the business meetings of the council.

**Section 6.** Each local Council shall submit a copy of their annual audit from the previous fiscal year and budget for the current fiscal year to the MPTSA state office by December 1 of each year.

## Article VII: Voting Body

**Section 1.** The voting body of this council shall consist of the officers of the council; the chairs of council standing committees; the president of each member unit or their alternate, accredited delegates or their alternates as specified in Section 2 of this article; the superintendent of schools or his/her representative; and the two principals representatives of schools having units in council membership or their representatives.

**Section 2.** Each member PTA/PTSA shall be represented by its president or alternate, and by one delegate or their alternate, selected the PTA/PTSA according to its own bylaws.

**Section 3.** Members are entitled to one vote even though they may be serving in more than one position.

**Section 4.** The quorum shall be at least one delegate from a majority of the member PTAs/PTSAs.

## Article VIII: Officers and Their Election

**Section 1.** The officers of this council shall be a president, one to three vice president(s), a secretary and a treasurer. These officers shall be elected by ballot at the annual council meeting. However, if there is only one candidate for any office, the election for that office (or offices) may be by voice vote. Officers shall assume their official duties immediately following the close of the annual meeting and shall serve for a term of two years or until their successors are elected. In the event of multiple vice presidents, specific duties and order shall be defined.

**# Section 2.** There shall be but one person serving in any elected office.

**Section 3.** Only members of a local PTA/PTSA whose state and council dues are paid and members whose individual dues to the local PTA/PTSA are paid shall be eligible to hold office, to serve on the executive board, to serve on a council committee, or to serve as delegates to the council. A person shall not be eligible to serve more than two consecutive terms in the same office. Anyone who has served more than one half (1/2) of a term shall be credited with having served that term.

**Section 4.** Nominations for officers shall be made by a nominating committee appointed by the Executive Board consisting of **three** members of the voting body of the council, no two of whom shall be from the same member unit.

- a. The committee shall be appointed not less than two months before the meeting at which the election of officers is to be held.
- b. The nominating committee shall send the list of nominees to the members of the executive board and to the president of each member association at least 30 days before the annual election meeting. The consent of each candidate must be obtained before their name is placed in nomination. Additional nominations may be made from the floor, provided the consent of each candidate has been obtained before their name is placed in nomination.

**Section 5.** A vacancy occurring in any office shall be filled for the unexpired term by a person elected by majority vote of the remaining members of the executive board.

## Article IX: Duties of Officers

**Section 1.** The president shall:

- a. Preside at all meetings of the council and its executive board/committee at which they may be present;
- b. Sign, with the treasurer or secretary, all orders on the treasury of the council;
- c. Help to extend PTA work into all parts of the council territory, keeping it in harmony with the state plan;
- d. Coordinate the work of the officers and committees, in order that the Objects may be promoted;
- e. Be a member ex officio of all committees except the nominating committee;
- f. Call a meeting within 30 days after the annual meeting as prescribed in Article X, Section 1
- g. Represent the council at district and local events;
- h. Report to the local school board(s) at least two times per school year.

**Section 2.** The vice president(s) in their designated order shall preside in the absence of the president and shall serve as aide(s) to the president.

**Section 3.** The secretary shall:

- a. Record the minutes of all meetings;
- b. Notify each committee chair of their appointment;

- c. Sign, with the president or treasurer, all orders of the treasury of the council;
- d. Conduct correspondence delegated to them;
- e. Keep an accurate roster of the names of the local PTAs/PTSAs in membership, the names and addresses of the members of the council's officers and delegates, and the names and addresses of the members of the council's executive board.
- #f. Immediately following the election, send the name and address of the newly elected president to the Michigan PTSA office.

**Section 4.** The treasurer shall:

- a. Have custody of all funds of the council;
- b. Collect and keep a full and accurate account of all monies of the council;
- c. Pay out funds as authorized by the president, executive board/committee or council;
- d. Present a financial statement at each meeting of the council,
- e. Present a written annual report of the financial condition of the organization;
- f. Submit the books annually for an audit.
- g. Forward the \$25.00 council dues to the Michigan PTSA office on or before June 1 of each fiscal year;
- h. Be responsible for the maintenance of such books of account and records as conform to the requirements of Article V, Section 11, of the Bylaws.
- i. Submit copies of the annual audit for the prior fiscal year and budget for the current fiscal year to the MPTSA state office by **December 1** each year.
- j. Prepare and submit paperwork to the IRS or other governmental agencies as required to meet statutes. This includes Form 990 tax returns and any sales tax collections and reporting that is necessary based on the activities of the council.

**Section 5.** The treasurer's accounts shall be examined annually by an auditor or an auditing committee of not less than three members, who, satisfied that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report. The auditing committee shall be appointed by the executive board at least two weeks before the end of the fiscal year.

**Section 6.** All officers shall:

- a. Perform the duties outlined in these bylaws and those assigned from time to time;
- b. Deliver to their successors all official materials within 60 days following the meeting at which the successors are elected.

## Article X: Meetings

**Section 1.** Regular meetings of the council shall be scheduled before August 1 and added to the district calendar unless otherwise provided for by the council or the executive board, five days notice shall be given of change of date.

**Section 2.** The annual meeting shall be the last regular meeting of the year and shall be for the purpose of electing officers, receiving reports of officers and committees, and conducting any other business that may arise. The meeting must be held before June 1.

**Section 3.** Special meetings of the council may be called by the president, and shall be called upon request of a majority of the members of the executive board or a majority of the local PTAs/PTSAs in membership. At least five days notice of such a special meeting shall be given.

**Section 4.** Meetings of this council shall be open to all members of the PTAs/PTSAs holding membership in the council, but the privilege of introducing motions and voting shall be limited to the voting body as outlined in Article VII.

**Section 5.** A quorum for the transaction of business shall consist of at least two officers and one delegate from a majority of the member PTAs/PTSAs.

**Section 6.** The privilege of holding office, introducing motions, debating, and voting shall be limited to members of the association whose current dues are paid. Nominees for office and persons voting at the annual election of officers shall have membership dues paid 30 days prior to election or before February 28<sup>th</sup>, whichever date occurs first in the calendar year.

## Article XI: Executive Board

**Section 1.** The executive board shall consist of the officers of the council, the chairs of the standing committees, the immediate past president and the superintendent(s) or their representative(s).

**# Section 2.** A PTA member shall not serve as a voting member of a constituent organization's board at the local, council, district, region, state or national level while serving as a paid employee of, or under contract to, that constituent organization.

**Section 3.** The executive board shall:

- a. Transact business as may be referred to it by the council;
- b. Act in emergencies between meetings of the council;
- c. Fill vacancies of office;
- d. Create standing committees;
- e. Approve plans of work of council standing committees;
- f. Approve tentative budget to be presented to membership;
- g. Plan and prepare for regular council meetings;
- h. Report at the regular meetings of the council;
- i. Select an auditing committee of three members to audit the books at the end of the fiscal year and at such times as required by the resignation of the fiscal officer.
- j. Appoint a nominations committee of three members to select and nominate candidates for elected positions;
- k. Obtain a fidelity bond and officers liability insurance for the council;
- l. Register the signature of the Treasurer, the President, and the Secretary for all accounts at the bank. All checks shall bear two of the three signatures registered with the bank;
- m. Determine the method selecting the delegates and alternates to represent the council at Michigan PTSA and National PTA conventions.

**Section 4.** Regular meetings of the executive board shall be held as designated by the board at its first meeting. Special meetings of the board may be called by the president, or upon the request of a majority of members of the board, five days notice having been given.

**Section 5.** A majority of the executive board members including two officers shall constitute a quorum.

**Section 6.** Each officer or board member of a council shall be a member of a local PTA/PTSA within its area.

## Article XII: Committees

**Section 1.** Such standing committees shall be created by the executive board as may be deemed necessary to promote the Objects and carry on the work of the council.

**Section 2.** The chairs of the standing committees shall be selected by the executive board.

**Section 3.** The term of standing committee chairs shall be one year or until the selection of their successors.

**Section 4.** The chairs of each standing committee shall present a plan of work to the executive board for approval. No committee work shall be undertaken without the consent of the executive board.

**Section 5.** Chairs of all standing committees shall be members in good standing of local PTAs/PTSAs holding council membership.

**Section 6.** Special committees may be appointed by the president when such committees are deemed necessary by the executive board or the council.

**Section 7.** The quorum for any committee shall be a majority of its members.

**Section 8.** The president shall be a member ex officio of all committees except the nominating committee.

## Article XIII: Fiscal Year

The fiscal year of this council shall begin on **July 1** and end on the following **June 30**.

## # 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 its constituent organizations in all cases in which they are applicable and in which they are not in conflict with these bylaws, the Bylaws of the Michigan PTSA, and the Bylaws of the National PTA Bylaws or the Articles of Incorporation.

## # Article XV: Disbandment

**Section 1.** If a location PTA Council is considering disbandment, the council executive committee shall meet with the Field Service Representative or the Region Vice President, prior to formal action.

**Section 2.** After meeting with the Field Service Representative or Region Vice President, the written notice stating the recommendation of the executive board shall be given to each member entitled to vote at such meeting and to the President of the Michigan PTSA, and to the appropriate Field Service Representative at least thirty (30) days prior to the date of such a meeting.

**Section 3.** Only those members of the voting body whose local unit is in good standing thirty (30) days prior to the date of the vote of disbandment shall be entitled to vote. Membership enrollment shall be available at any time. (See Article X – Membership, Section 3, Michigan PTSA Bylaws.)

**Section 4.** Approval of disbandment of the council shall require the affirmation vote of the delegates of at least two-thirds (2/3) of the member units present and entitled to vote at the meeting, a quorum being present. The secretary shall notify their Field Service Representative and the Michigan PTSA Office of the decision.

**Section 5.** Should a local unit fail to:

1.
  - a. elect officers and
  - a. hold at least one (1) meeting and
  - b. enroll at least twenty-five (25) members
  - c. pay the \$25.00 unit dues by February 28,

the immediate past treasurer or the superintendent of schools shall notify their Field Service Representative and the Michigan PTSA Office.

2. Activate itself before the end of the school year its assets, funds and records shall be turned over to the Michigan PTSA to be held in escrow until the council reactivates itself, a period not to exceed two (2) years.
3. Reactivate itself during this two (2) year period, its funds and assets shall become the property of the Michigan PTSA.

## Article XVI: Amendments

### Section 1.

- a. These bylaws may be amended at any regular meeting of this council by a two-thirds vote of the members present and voting, provided written notice of the proposed amendment shall have been given to each member PTA and to each member of the executive board at least 30 days prior to the date of the meeting at which action is taken, and provided the amendment is not in conflict with the required articles prescribed in the Bylaws of the Michigan PTSA and the National PTA.
- b. A committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws by a majority vote at a meeting of the council, or by a two-thirds vote of the executive board. The procedure for action on amendments in Section 1, a, should then be followed.
- c. #c. After adoption of these bylaws three (3) copies of the bylaws shall be sent for approval to the Michigan PTSA, 1390 Eisenhower Place, Ann Arbor, MI 48108.
- #d. After approval of any amendments three (3) copies of all approved amendments together with one (1) copy of current bylaws, shall be sent for approval to the Michigan PTSA, 1390 Eisenhower Place, Ann Arbor, MI 48108.

**# Section 2.** The adoption of an amendment to any provision of the Bylaws of the National PTA identified by a number (#) symbol shall serve automatically and without the requirement of further action by the constituent organization to amend correspondingly the bylaws of each constituent organization. Notwithstanding, the automatic character of the amending process, the constituent organization shall promptly incorporate such amendments in their respective bylaws.

**# Section 3.** The adoption of an amendment to any provision of the Bylaws of the Michigan PTSA identified by a number (#) symbol shall serve automatically and without the requirement of further action by the constituent organization to amend correspondingly the bylaws of each constituent organization. Notwithstanding, the automatic character of the amending process, the constituent organization shall promptly incorporate such amendments in their respective bylaws.