

**LOCAL UNIT  
BYLAWS  
Wilcoxson  
Elementary School  
PTA  
Stratford, CT**

**Final Draft, June 30, 2016**

**By the Wilcoxson PTA Bylaws Committee**

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Model bylaws revised: October, 2012

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### **Article I—Name**

The name of this organization is the **Wilcoxson Elementary School PTA** Parents and Teachers Association **PTA, Stratford**, Connecticut. It is a local PTA organized under the authority of Connecticut Congress of Parents, Teachers and Students (Connecticut PTA) a branch of National Congress of Parents and Teachers (National PTA).

### **Article II—Purposes**

**Section 1** The purposes of the PTA 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, and
- 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 purposes of the PTA are promoted through an advocacy and 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 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 referred to as "Internal Revenue Code").

### **Article III—Basic Policies**

The following are basic policies of National 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. 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 II hereof.

- e. 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.
- f. 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 and whose purposes are in accordance with those of National PTA.
- g. 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 Connecticut PTA**

**Section 1** This local PTA shall be organized and chartered under the authority of the Connecticut PTA in the area in which this local PTA functions; in conformity with such rules and regulations, as the Connecticut PTA may in its bylaws prescribe. The Connecticut PTA shall issue to this local PTA an appropriate charter evidencing the due organization and good standing of this local PTA.

A local PTA in good standing is one that

- a. Adheres to the purposes and basic policies of the PTA;
- b. Remits the national portion of the dues through the state PTA to reach the national office by dates designated by National PTA;
- c. Has bylaws approved according to the procedures of its state;
- d. Have all presidents & treasurers attend a Leadership Orientation course that has been provided or approved by the CT PTA. This training must be completed by Oct. 15th or within 60 days after filling a vacancy and
- e. Meets other criteria as may be prescribed by the individual state PTA.

**Section 2** This local PTA shall adopt such bylaws for the government of the organization as may be approved by the Connecticut PTA. Such bylaws shall not be in conflict with National PTA Bylaws or the bylaws of Connecticut PTA.

**Section 3** This PTA shall include in its bylaws provisions corresponding to the Connecticut PTA Bylaws.

**Section 4** The adoption of an amendment to any provision of the Connecticut PTA Bylaws shall serve automatically and without the requirement of further action by this council PTA to amend its corresponding bylaws. This local PTA shall promptly incorporate such amendments in its bylaws.

**Section 5** Bylaws of this local PTA shall include an article on amendments.

**Section 6** Bylaws of this local PTA shall include a provision establishing a quorum.

**Section 7** Each officer or board member of this local PTA shall be a member of this local PTA.

**Section 8** The bylaws of this local PTA shall prohibit voting by proxy.

## **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 Connecticut PTA by which this local PTA is chartered, and is entitled to all the benefits of such membership.

**Section 2** Each member of this local PTA shall pay annual dues to said organization. The amount of such annual dues shall include the portion payable to the Connecticut PTA and the portion payable to National PTA.

**Section 3** Membership in PTA shall be open, without discrimination, to anyone who believes in and supports the Mission and Purposes of National PTA.

**Section 4** This local PTA shall conduct an annual enrollment of members, but may admit persons to membership at any time.

## **Article VI—Officers**

**Section 1** The officers of this local PTA shall be a president, a vice president, a secretary, and a treasurer. Two people may share elected positions.

**Section 2** Officers shall be elected in the month of May. (See Article XI, Section 3)

**Section 3** The vote shall be conducted by ballot and a majority vote shall elect. When there is only one candidate for any office that election may be held by voice vote.

**Section 4** The following provisions shall govern the eligibility of individuals to be officers of the Wilcoxson Elementary School PTA:

- a. Each officer shall be a member of this local PTA.
- b. No officer may be eligible to serve more than two consecutive terms in the same office.
- c. 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.

**Section 5** Officers shall assume their official duties following the close of the fiscal year and shall serve for a term of two year/s or until their successors are elected.

**Section 6** A vacancy occurring in the office of president shall be filled for the remainder of the unexpired term by the vice president. If the vice president is not able to fill the position, then a nominating committee is formed according to Article VI, Section 7. A vacancy in any office other than president shall be filled by the Board of Directors.

**Section 7** There shall be a nominating committee composed of no less than three members, who shall be elected by this local PTA at a regular general membership meeting at least two months prior to the election of officers, as outlined in Article VI, Section 2.

The committee shall elect its chair.

- a. The nominating committee shall nominate 1 eligible person for each office to be filled and report its nominees at the regular general membership meeting in April, one month prior to elections.
- b. Anyone wishing to run from the floor must notify the president at least two weeks before the date of the election. (See Article VI, Section 2)
- c. Only those individuals who are current members of this local PTA and who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

- d. Only those individuals who have been members of this local PTA 30 Days before the election are eligible to vote in the current election. (See Article VI, Section 2)

## **Article VII—Duties of Officers**

### **Section 1** The president shall

- a. Preside at all meetings of this local PTA;
- b. Sign all contracts;
- c. Serve as an ex officio member of all committees except the nominating committee;
- d. Coordinate the work of the officers and committees of this local PTA in order that the purposes may be promoted;
- e. Attend required training approved by the CT PTA;
- f. Shall represent the Wilcoxson Elementary School PTA at State and National conventions when available and at his or her discretion; and
- g. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the board of directors or executive committee.

### **Section 2** The vice president(s) and/or President Elect shall,

- a. Act as aide(s) to the president;
- b. In their designated order, perform the duties of the president in the president's absence or inability to serve;
- c. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president, the board of directors, or the executive committee.

### **Section 3** The secretary shall

- a. Record the minutes and attendance of all meetings of the Wilcoxson Elementary School PTA;
- b. Be prepared to read the records of any previous meetings;
- c. File all records;
- d. Have a current copy of the bylaws;
- e. Maintain a membership list;
- f. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president, the board of directors, or the executive committee.

### **Section 4** The treasurer shall

- a. Have custody of the funds of this local PTA;
- b. Maintain a full account of the funds of this local PTA;
- c. Make disbursements as authorized by the president, executive board, or this local PTA in accordance with the budget adopted by this local PTA;
- d. Have checks for \$100 and above signed by two people: the treasurer and the president/copresident;
- e. Cause to be kept a full and accurate account of the receipts and disbursements in the books belonging to the Wilcoxson Elementary School PTA;
- f. Provide a full written financial statement to the board of directors at each meeting;
- g. Present account balances at every meeting of the association;
- h. Provide full financial statements to members only;
- i. Maintain a list of members;
- j. Submit membership fees to the state office on a monthly basis;

- k. Submit the books annually for a review or audit by a review or auditing committee selected by the board of directors at least one month before the meeting at which new officers assume duties;
- l. Report the findings of the annual review or audit to the board of directors and send a copy to the state office;
- m. Report financial records annually to the IRS by November 1 of each calendar year;
- n. Attend required training approved by the CT PTA; and
- o. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president, the board of directors, or the executive committee.

## **Article VIII—Board of Directors**

**Section 1** The affairs of the Wilcoxson Elementary School PTA shall be managed by the board of directors in the intervals between local PTA general membership meetings.

**Section 2** Each board member shall be a member of this local PTA.

**Section 3** The members of the board shall be

- a. Elected officers;
- b. Standing committee chairs
- c. Teacher representatives
- d. Principal or their representative (in a non voting position)
- e. Student representative if PTA is a middle or high school
- f. The president may appoint a parliamentarian to advise on Roberts Rules (a non-voting position)

**Section 4** Parliamentarian Description

- a. The parliamentarian is a consultant, commonly a professional, who advises the president and other officers, committees, and members on matters of parliamentary procedure. The parliamentarian's role during a meeting is purely an advisory and consultative one—since parliamentary law gives to the chair alone the power to rule on questions of order or to answer parliamentary inquiries.

**Section 5** Duties of the board shall be to

- a. Carry out such business as may be referred to it by the membership of the association; b. Create special committees;
- c. Create a report at the regular general membership meetings of this local PTA;
- d. Select an auditor or an auditing committee to audit the treasurer's accounts;
- e. Prepare and submit an annual budget to this local PTA's general membership for adoption;
- f. Approve payment of routine bills within the limits of the approved budget;
- g. Approval of the expenditure of unbudgeted fund up to the amount of \$100/year.

**Section 6** If any member of the board of directors shall at any time cease to meet the qualifications or fulfill the duties of the position, that person may be removed from the board by resolution adopted by the board of directors.

**Section 7** Regular meetings of the board shall be held with the date and time to be fixed by the board at its first meeting of the year.

**Section 8** Special meetings of the board may be called by the president or when requested by 2 members upon 2 days written notice to each member of the board.

**Section 9** At all meetings of the board, a majority of the members of the board shall constitute a quorum for the transaction of business.

**Section 10** 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 14 days.

#### **Article IX—Executive Committee**

**Section 1** There shall be an executive committee of the Wilcoxson Elementary School PTA, the members of which shall be

- a. All elected officers

**Section 2** Special meetings of the executive committee may be called by the president or upon written request of 2 members with 3 days' notice to each member of the executive committee.

**Section 3** A majority of the executive committee shall constitute a quorum for the transaction of business.

**Section 4** Duties of the executive committee shall be to

- a. Transact business referred to it by the board;
- b. Appoint standing committee chairs and members;
- c. Approve the work of the committees;
- d. Act in emergencies between meetings of the board;

The executive committee shall take no action in conflict with any action taken by the board of directors.

#### **Article X—Committees**

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

**Section 2** The board of directors may create such special committees, as it may deem necessary to promote the purposes of PTA and carry on the work of this local PTA.

**Section 3** The term of office of a committee chair shall be one year or until the selection of a successor.

**Section 4** The chair of each 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.

#### **Article XI—General Membership Meetings**

**Section 1** Regular meetings of this local PTA shall be held with the date and time to be fixed by the board, unless otherwise provided by this local PTA, the board of directors, or the executive committee. Seven (7) calendar days' notice shall be given to the membership of any change of date.

**Section 2** Special meetings of this local PTA may be called by the president or by a majority of the board of directors, 72 hours notice having been given.

**Section 3** The annual meeting shall be held in May. (See Article VI, Section 2)

**Section 4** 8 PTA members shall constitute a quorum for the transaction of business in general membership meetings of this local PTA

**Section 5** The president may appoint a parliamentarian to advise on Roberts Rules (a non-voting position)

- a. Description: The parliamentarian is a consultant, commonly a professional, who advises the president and other officers, committees, and members on matters of parliamentary procedure. The parliamentarian's role during a meeting is purely an advisory and consultative one since parliamentary law gives to the chair alone the power to rule on questions of order or to answer parliamentary inquiries.

## **Article XII—Council Membership**

**Section 1** This local PTA shall be represented in meetings of the Stratford Council PTA by the president, or appointed alternate, and by Stratford Council PTA 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 in May;
- c. Delegates to the Stratford Council PTA shall serve for a term of one year;

**Section 2** This local PTA shall pay annual dues to the Stratford Council PTA as provided in the Stratford Council PTA's yearly budget.

## **Article XIII—Connecticut PTA Annual Meeting**

**Section 1** The voting power of the Annual Meeting shall be vested in the members of the Connecticut PTA Board of Directors, the local PTA presidents or their alternates, the local PTA vice-presidents or their alternates, and one delegate for every twenty-five members of each local PTA/PTA according to the books of the state treasurer as of March 15 preceding the Annual Meeting. A local PTA/PTA having less than twenty-five members shall be entitled to send one delegate in addition to its president and vice-president.

- a. All representatives to the Connecticut PTA Annual Meeting must be members of this local PTA/PTA.
- b. Delegates and their alternates shall be elected in May.

**Article XIV—Fiscal Year** The fiscal year of the Wilcoxson Elementary School PTA shall begin on July 1st and end on the following June 30th.

## **Article XV—Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern Wilcoxson Elementary School PTA in all cases in which they are applicable and in which they are not in conflict with National PTA Bylaws, the Connecticut PTA Bylaws, the Wilcoxson Elementary School PTA Bylaws, special rules of order or Articles of Incorporation.

## **Article XVI—Amendments**

**Section 1** These bylaws may be amended at any regular general membership meeting of the Wilcoxson Elementary School PTA by a two-thirds vote of those present and voting, provided the amendments have been approved by the board of directors and notice of proposed amendments has been provided to the membership thirty (30) days prior to the meeting.

**Section 2** The executive committee or the board of directors by a majority vote may authorize the Committee on Bylaws to submit a revised set of bylaws as a substitute for the existing bylaws. The revised set must still be approved by a two-thirds vote of those present and voting at any regular general membership (as per section 1).

**Section 3** Submission of amendments or revised bylaws for approval by the Connecticut PTA shall be in accordance with the bylaws or regulations of the Connecticut PTA.

### **Article XVII –Wilcoxson Elementary School PTA Continuing Affiliation**

**Section 1** All units need to be in “good standing” with the Connecticut PTA. The following Items must be sent to Connecticut PTA.

- a. Officer Information Sheet- submitted to CT PTA by July 1<sup>st</sup> of each year.
- b. Membership Fees-Monthly. Each local PTA/PTA shall pay membership fees to CT PTA The amount of such fees shall include the portion payable to National PTA.
- c. Review or Audit of Finance Records-submitted to CT PTA by September 30<sup>th</sup> of each year.
- d. Copy of IRS 990 (due to IRS by Nov 15); copy to CT PTA by Nov 30<sup>th</sup> of each year. e. Proof of Insurance by Nov 30

**Section 2** Additionally to be in “good standing” with the Connecticut PTA

- a. Bylaws need to be reviewed, updated and approved by CT PTA every 3 years.
- b. President and Treasurer must attend training that has been approved by CT PTA.

### **Article XVIII - Conflict of Interest Policy**

#### **Article I**

##### **Purpose**

The purpose of the conflict of interest policy is to protect the interests of this tax-exempt organization, (the “Organization), when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or 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.

#### **Article II**

##### **Definitions**

##### **1. Interested Person**

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

##### **2. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with any entity with which the Organization has a transaction or arrangement, or

- c. A proposal ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization 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 Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### **Article III** **Procedures**

- a. 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 directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- b. The remaining board or committee members shall decide if a conflict of interest exists.
- c. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon.
- d. An interested person may make a presentation at the governing board or committee meeting, but after presentation, he/she shall leave the meeting during the discussion of, and vote on, the transaction or arrangement involving the possible conflict of interest.

### **Article XIX – Whistle Blower Policy**

- a. **It is contrary to the values of Wilcoxson PTA for anyone to retaliate against any Board member, officer, and employee or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of Wilcoxson PTA. An employee or volunteer who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment and or rescission of membership rights**
- b. **Wilcoxson PTA has an open door policy and suggests that all Board members, officers, committee chairs and staff share their questions, concerns, suggestions or complaints with their President. If you are not comfortable speaking with your President or you are not satisfied with your President's response, you are encouraged to speak with the Secretary of Wilcoxson PTA. Board Members or officers are required to report complaints or concerns about suspected ethical and legal violations in writing to the Wilcoxson PTA's President or Secretary. If you are not satisfied with the response from your President and or Secretary, you may contact Connecticut PTA for further guidance.**
- c. **Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.**

- d. Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.**

June 30, 2016