



## BYLAWS

*(Amended at NYS PTA Annual Business Meeting - November 2021)*

### ARTICLE I-Name

The name of this association is the New York State Congress of Parents and Teachers, Inc. It is a not-for-profit corporation organized under the laws of New York State. It is a constituent association of the National Congress of Parents and Teachers (the "National PTA"). It is also commonly known, and will be referred to in these bylaws, as the "New York State PTA."

### \*ARTICLE II-Articles of Organization

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

### \*ARTICLE III-Purposes

**Section 1. Objectives.** The purpose or purposes (Objects) which the corporation will hereafter pursue are:

- a. To promote the welfare of children and youth in home, school, places of worship, and throughout the community;
- b. To raise the standards of home life;
- c. To advocate for 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;
- 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. Awareness.** The purposes of the National PTA are promoted through advocacy and education in collaboration with parents, families, teachers, educators, students, and the public; developed through conferences, committees, projects, and programs; and governed and qualified by the basic principles set forth in Article IV.

**Section 3. Federal Status.** National PTA 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 (referred to as "Internal Revenue Code").

### \*ARTICLE IV- Principles

The following are basic principles of the New York State PTA in common with those of the National PTA:

- a. PTA shall be noncommercial, nonsectarian, and nonpartisan.
- b. PTA shall work to engage and empower children, families, and educators within schools and communities to provide quality education for all children and youth and shall seek to participate in the decision-making process by influencing school policy and advocating for children's issues, 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. PTA shall work to promote the health and welfare of children and youth, and shall seek to promote collaboration among families, 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 PTA.

## **ARTICLE V-Relationship with National PTA and New York State PTA**

**Section 1.** The New York State PTA is a constituent association of the National PTA and exists for the purpose of accomplishing, at the state level, the Purposes of the National PTA in accordance with its principles. Within the framework of the responsibility that it shares with the National PTA for the implementation of the Purposes of the National PTA and its obligation to comply with the Bylaws of the National PTA, the New York State PTA is a self-governing association with independent legal existence.

**Section 2.** The relationship of the New York State PTA with the National PTA and its duties, obligations and responsibilities are set forth in the Bylaws of the National PTA and in the charter that is issued by the National PTA to the New York State PTA.

**Section 3.** The New York State PTA shall adopt such bylaws and other articles of organization as are in conformity with the Bylaws of the National PTA.

**Section 4.** The bylaws of the New York State PTA and all amendments thereto shall be subject to approval by the National PTA.

**Section 5.** The New York State PTA shall provide appropriate procedures for the organization of local PTAs within its area. The New York State PTA may determine the membership year for the local PTAs in its area and prescribe the form and content of the bylaws or other articles of organization of such local PTAs.

**Section 6.** The New York State PTA may create or establish subsidiary associations (regions) within its area to facilitate the administration of the affairs of the New York State PTA and for carrying out its programs and may prescribe the form and content of the bylaws or other articles of organization of such regions.

**Section 7.** The New York State PTA may create or establish councils in counties, cities or other areas designated by its Board of Directors for the purpose of conference, leadership training and coordination of the efforts of local PTA units and may prescribe the form and content of the bylaws or other articles of organization of such councils. The local PTA units that shall be eligible for membership and participation in the work of any council shall be determined by the New York State PTA. Councils shall not legislate for local units.

**Section 8.** In the event of withdrawal of its charter by the National PTA, the New York State PTA is obligated:

a. Upon the dissolution of a state constituent association, after paying or adequately providing for the debts and obligations of the association, the state constituent association's financial holdings, property, all records and all remaining assets shall be distributed to National PTA in order to establish a new entity to service the state membership.

b. To cease and desist from the further use of any name that implies or connotes association or affiliation with the National PTA or status as a branch or constituent association of the National PTA; and

c. To carry out promptly, under the supervision and direction of the National PTA, all proceedings necessary or desirable for the purpose of dissolving the New York State PTA.

**Section 9.** The New York State PTA is responsible for compliance by the local, council or region PTAs within its area with the Bylaws of the National PTA and the bylaws of the state PTA. The provisions of the New York State PTA Bylaws relating to the withdrawal of the charter of a local PTA (and the termination of its status as a PTA unit) shall parallel the provisions of the Bylaws of the National PTA relating to the withdrawal by the National PTA of the charter of the New York State PTA and the termination of the status of the New York State PTA as a branch of the National PTA.

**Section 10.** The New York State PTA shall submit to the National PTA a report of its work and activities for inclusion in the annual report of the National PTA.

**Section 11.** The New York State 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 association, including, specifically, the number of local PTAs within its area, the national portion of membership dues collected by such local PTAs, the amounts of such dues received by the New York State PTA, and the amounts of dues remitted to the National PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the National PTA.

**Section 12.** The bylaws of all constituent associations shall prohibit voting by proxy.

#### **ARTICLE VI-Local PTAs, PTSAs, SEPTAs and SEPTSAs**

**#Section 1.** Local PTAs shall be organized and chartered under the authority of the New York State PTA in the area in which the PTA functions, in conformity with such rules and regulations, not in conflict with the Bylaws of the National PTA, as the New York State PTA may in its bylaws prescribe. The New York State PTA shall issue to each local PTA in its area an appropriate charter evidencing the due organization and good standing of the local PTA. A local PTA in good standing is one which:

- a. Adheres to the Purposes and basic principles of the PTA;
- b. Remits the national portion of the dues through the state PTA to reach the national office by dates designated by the National PTA;
- c. Has bylaws approved according to the procedures of New York State PTA; and
- d. Meets other criteria as may be prescribed by New York State PTA.

**#Section 2.** Each local PTA shall adopt such bylaws for the governance of the association as may be approved by the New York State PTA. Such bylaws shall not be in conflict with the Bylaws of the National PTA or the bylaws of the New York State PTA.

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

**#Section 4.** Each 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 association, including, specifically, the number of its members, the dues collected from its members, and the amount of dues remitted to the New York State PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the New York State PTA or, where directed, by a duly authorized representative of the National PTA.

**#Section 5.** The charter of a local PTA shall be subject to withdrawal and the status of such association as a PTA unit shall be subject to termination, in the manner and under the circumstances provided in the bylaws of the New York State PTA.

**#Section 6.** Each local PTA is obligated, upon withdrawal of its charter by the New York State PTA:

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

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

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

**#Section 9.** A PTA member shall not serve as a voting member of a constituent association's board at the local, council, region, state or national level while serving as a paid employee of, or under contract to, that constituent association.

**#Section 10.** Each local PTA shall collect dues from its members and shall remit a portion of such dues to the New York State PTA as provided in Article VII hereof.

**#Section 11.** Bylaws of each constituent association shall include a provision establishing a quorum.

**#Section 12.** The members of the nominating committee for officers of a constituent association shall be elected by membership, and Executive Board.

**#Section 13.** Only members of a local PTA who have paid dues for the current membership year may participate in the business of that association.

**#Section 14.** Each local PTA shall include in its bylaws provisions corresponding to the provisions of the Bylaws of the National PTA.

**#Section 15.** The adoption of an amendment to any provision of the Bylaws of the National PTA shall serve automatically, and without the requirement of further action by the local PTA, to amend correspondingly the bylaws of each local PTA. Notwithstanding the automatic character of the amending process, the local PTAs shall promptly incorporate such amendments in their respective bylaws.

**#Section 16.** Each local PTA shall include in its bylaws provisions corresponding to the provisions of such of these bylaws as are identified by the state symbol (#).

**#Section 17.** A local PTA may dissolve and terminate its association in either of the following manners:

a. If dissolution of a local PTA is considered because the school is being closed, the unit shall hold a meeting for the purpose of dissolution. Written notice indicating the purpose of this meeting shall be sent to the region director at least thirty (30) days prior to this meeting, and the region director shall be invited to this meeting. After the meeting, the unit shall send written notice to the New York State PTA Office stating that the local PTA has been dissolved, giving the date of dissolution. Units dissolved under this paragraph are obligated to further comply with all the provisions contained in Article VI, Section 6.

b. Upon receipt of a petition recommending dissolution of the local unit signed (including their addresses) by ten (10) members or ten percent (10%) of the membership of the local unit, whichever is larger (exclusive of the members of the Executive Board), the Executive Board of that local unit shall submit the question of dissolution to a vote at a special meeting of the members. All monies shall be frozen, except for those already budgeted or approved, until the question of dissolution has been decided. If dissolution is approved, disposition of funds shall be in accordance with Article VI, Section 6 of the bylaws.

(1) Written notice stating the question of such dissolution shall be given to each member entitled to vote at such meeting, to the president of the New York State PTA, and to the region director at least thirty (30) days prior to the date of such meeting. The list of the names and addresses of the petitioners shall be given to the region director. The region director shall be invited to the meeting.

(2) Only those persons who were members of the local unit on the date of submission of the question of dissolution and who continue to be members on the date of the special meeting shall be entitled to vote on the question.

(3) Approval of dissolution of the local unit shall require the affirmative vote of at least two-thirds (2/3) of the members present and voting at the special meeting, a quorum being present.

## **ARTICLE VII-Members and Dues**

**#Section 1.** Every individual who is a member of a local PTA organized by a state PTA also is a member of National PTA and of the state PTA by which such local PTA is organized and, as such, is entitled to all the benefits of such membership.

**\*Section 2.** Membership in PTA at all levels shall be open, without discrimination, to anyone who believes in and supports the mission, purposes and principles of National PTA and meets other qualifications for membership as prescribed in these bylaws and pays dues as required in these bylaws.

**#Section 3.** Each local PTA shall conduct an annual enrollment of members. Membership is to be available throughout the year.

**#Section 4.** Each member of a local PTA shall pay such annual dues as may be determined by the association. The amount of such dues shall include the portion payable to the state PTA (the "state portion") as determined by the state, and the portion payable to the National PTA (the "national portion") as recommended by the board of directors and approved by a two-thirds (2/3) majority of the voting body at the National PTA Annual Convention. The national portion of each member's dues shall be two dollars and twenty-five cents (\$2.25) per annum.

**#Section 5.** The New York State PTA portion of each member's dues shall be one dollar and seventy-five cents (\$1.75) per annum.

**#Section 6.** Membership is purchased annually and is valid from the purchase date through September 30. Dues shall be remitted to the New York State PTA office on a monthly basis immediately following enrollment.

**#Section 7.** The state and national portions of the dues paid by each member of a local PTA shall be set aside by the local PTA and remitted to the New York State PTA. New York State PTA shall pay to the National PTA the amount of the national portion of dues paid by all members of local PTAs in its area.

#### **#Section 8. Honorary Life Membership**

a. An Honorary Life Member Award in the New York State PTA in recognition of distinguished service to children and youth may be conferred by the New York State PTA, or any of its constituent associations, upon payment of a fee established by the Board of Directors of the New York State PTA. An Honorary Life Member must pay dues annually to a local PTA to be entitled to all the rights and privileges of active status.

b. All contributions made in recognition of the selection of persons to Honorary Life Member Award in the New York State PTA shall be paid to the New York State PTA Jenkins Memorial Scholarship Fund for Teacher Education and/or to the New York State PTA Richard Gazzola Teacher Fellowship Fund as designated by the contributor.

### **ARTICLE VIII-Officers: Elections and Vacancies**

**Section 1.** Each officer shall be a member of a local PTA.

**Section 2.** The officers of the New York State PTA shall be a president, a first vice president, and three (3) vice presidents, a secretary and a treasurer.

Such officers shall, for purposes of election and tenure, be divided into two (2) groups:

- The officers elected in odd years shall be a treasurer and two (2) vice presidents. The officers elected in even years shall be a president, a first vice president, one (1) vice president and a secretary.

**Section 3.** The officers shall be elected at an annual convention by the voting body of the convention, each group being elected in alternating years. Vice presidents, with the exception of the first vice president, shall be elected at large.

**Section 4.** The vote shall be conducted by ballot. When there is but one (1) candidate for an office, the ballot for that office may be dispensed with and election held by voice vote. A plurality vote shall be required for election.

**Section 5.** The officers shall:

a. Take office following the close of the annual convention at which they were elected.

b. Serve for a term of two (2) years, or until their successors are elected.

c. Be eligible for re-election two (2) times to the same office, except the office of president who may serve only one (1) term.

d. Not be eligible for another elective office after five (5) years of service on the executive committee, except to fill the final year of an unexpired term, or to become president, or to become first vice-president. A vice-president who has been elected to a two-year term, shall not be eligible to be elected to another two-year term as vice-president until they have completed their current two-year term.

e. Be deemed to have served a full term in office if they have served in that office for more than one-half of a full term.

**Section 6.** To be eligible for election as an officer, except for the office of President, a member shall have served at least two (2) years on the Board of Directors of the New York State PTA OR shall have served at least one (1) year on the Board of Directors and at least two (2) years as a Region Director or Specialist.

**Section 7.** To be eligible for election to the office of President of the New York State PTA a member shall have served at least one (1) year on the Executive Committee of the New York State PTA and at least two (2) years on the Board of Directors OR at least two (2) years on the Executive Committee of the New York State PTA and at least one (1) year on the Board of Directors.

**#Section 8.** No person under the age of 18 years shall be eligible to serve in the office of president, (recording) secretary or treasurer.

**Section 9.** No person shall hold more than one (1) state office at the same time.

**Section 10.** Nominating Committee

a. The nominating committee shall include five (5) members and five (5) alternates. The five (5) members shall consist of two (2) members of the Executive Committee, two (2) members of the Board of Directors who are not members of the Executive Committee and one (1) member who is either a Region Director or Specialist and who is also not simultaneously Executive Committee or Board of Directors members. Two (2) alternates shall be members of the Board of Directors who are not members of the Executive Committee and shall replace one or two members from the Board of Directors category, one (1) alternate shall be a member of the Executive Committee and shall replace any member from the Executive Committee category, and two (2) alternates shall be either a Region Director or Specialist and shall replace the Region Director or Specialist committee member. If five (5) members of the nominating committee must be replaced, all five alternates shall serve.

b. The two (2) Executive Committee members, and one (1) alternate and the two (2) Board of Directors members and two (2) alternates shall be elected by ballot by plurality by the Board of Directors at the pre-Convention Board of Directors meeting. One (1) member and two (2) alternates from among Region Directors and Specialists shall be elected by ballot by plurality at a meeting of the Region Directors and Specialists held in conjunction with the pre-Convention Board of Directors meeting. A majority of the Region Directors and Specialists shall constitute a quorum of the group. All members of the nominating committee assume their duties at the close of convention.

c. The chair and alternate chair of the nominating committee shall be elected by the nominating committee at a meeting immediately following the elections of its members.

d. In order to be eligible for service on the committee, Executive Committee and Board of Directors candidates for the nominating committee shall have served at least one (1) year on the Board of Directors prior to election to the nominating committee. Region Director and Specialist candidates shall have served at least one (1) year on the Governance Team prior to election to the nominating committee.

e. Members of the nominating committee may serve no more than two (2) consecutive years on the nominating committee but are eligible to serve again after a one (1) year gap in service.

f. Members of the nominating committee may be nominees for office without resigning from the committee.

g. Only those persons who meet the foregoing qualifications and who have signified their consent to stand for election shall be nominated.

h. The nominating committee shall select one (1) candidate for each office to be filled.

i. The report of the nominating committee shall be sent to each PTA and to each member of the Board of Directors at least thirty (30) days prior to the election.

j. The proposed nominating committee's candidate slate shall be posted on the NYS PTA website by June 1. Additional nominations may be made by the membership at large, provided that written consent of the nominee has been secured. A copy of the qualifications of any candidate to be nominated by the membership at large must be received by the chair of the nominating committee by September 15. The nominating committee shall present its report at the next convention.

k. If a vacancy in office has been created by the convention, the nominating committee shall be charged with submitting to the convention the name of a candidate for the office to be filled. The election by the convention shall be by ballot from among the persons nominated by the nominating committee, or from the floor. When there is but one (1) candidate for an office, the ballot for that office may be dispensed with and election held by voice vote. The election shall take place at the annual convention.

**Section 11.** Vacancies in office which occur between conventions shall be filled by ballot by the Board of Directors. When there is but one (1) candidate for office, the ballot shall be dispensed with and elections held by voice vote. If ten (10) days' notice has been given, a majority shall elect; otherwise, a two-thirds (2/3) vote shall be necessary for election. In case a vacancy occurs in the office of the president, the first vice-president shall assume the office of the president for the unexpired term.

## **ARTICLE IX-Duties of Officers**

**Section 1.** The president shall:

a. Be the chief executive officer of the New York State PTA. Subject to the powers vested in the Board of Directors and the Executive Committee, the president shall have general charge and supervision of the business and affairs of the New York State PTA and perform the duties usually incident to the office of president of a not-for-profit corporation organized under the laws of New York State.

b. Have power to sign and execute all authorized bonds, stock certificates, mortgages, contracts, agreements or other obligations in the name of the association.

c. Preside at all annual conventions and all meetings of the Board of Directors and the Executive Committee at which the president may be present.

d. Assign duties and areas of responsibility to officers and the immediate past president, and coordinate the work of the officers, chairs of standing committees, the chairs of special committees, task forces and the New York State PTA office.

e. Be a member ex officio of all committees except shall not be an ex officio, elected or appointed member of the nominating and elections committees.

f. Engage, on behalf of the New York State PTA, a professional parliamentarian to serve at the annual convention and at such other meetings as the president may deem necessary or desirable.

g. Appoint all special committee chairs, except those for which other provision is made, and fill vacancies in the chairmanship of standing committees with the approval of the Executive Committee. The president shall appoint task forces, with approval of the Executive Committee.

\*h. Serve on National Constituent Association Advisory Council ("NCAAC"). If unable to attend, the president may designate a current elected officer to represent the president.

i. Submit a report for inclusion in the annual report of the National PTA.

**Section 2.** The first vice president shall:

a. Act as an aide to the president and perform such duties as assigned by the president and/or the Board of Directors for the promotion of the work of the New York State PTA.

b. Perform the duties of the president in the president's absence or inability to act.

**Section 3.** The vice presidents shall:

a. Act as aides to the president and perform such duties as assigned by the president and/or the Board of Directors for the promotion of the work of the New York State PTA.

b. Perform the duties of the president in the order of their precedence as determined by the Executive Committee.

**Section 4.** The secretary shall:

a. Record the minutes of all meetings of the New York State PTA, the Board of Directors, and the Executive Committee.

b. Be responsible, in conjunction with the president, for the dissemination of meeting notices, and conduct correspondence as may be directed by the Executive Committee, Board of Directors and the New York State PTA.

**Section 5.** The treasurer shall:

a. Have custody of all funds and securities of the New York State PTA as received through the state office and keep full and accurate account of receipts and disbursements of such funds in banks approved by the Executive Committee.

b. Disburse funds of the organization as may be authorized by the New York State PTA, the Board of Directors or the Executive Committee, or upon an order signed by the president or his authorized representative taking proper vouchers for such disbursements.

c. Issue written receipts for donations of seventy-five dollars (\$75) or more, indicating the portion of the donation exceeding the value of the goods or services received that is deductible.

d. Submit an annual financial statement for the previous fiscal year to the delegates at the annual convention.

e. Arrange for the bonding of the treasurer, the president, the staff of the New York State PTA Office, the region directors, the region treasurers, and any other persons authorized to handle funds for the New York State PTA and its constituent associations.

f. Serve as chair of the budget/finance committee.

g. Submit the accounts for annual audit to a certified public accountant approved by the Board of Directors. The report of the auditor shall be presented to the Board of Directors for adoption and reported at the annual convention.

h. Make remittance to the National Secretary/Treasurer in accordance with National PTA Procedures and as provided for in Article VII, Sections 4 and 7 of these bylaws.

i. Prepare the annual budget and present it for adoption to the Board of Directors at the summer meeting.

j. Serve as auditor of all bills submitted by members of the Board of Directors and all other persons whose expenses have been authorized to participate in or conduct business on behalf of New York State PTA.

k. Serve as treasurer of all New York State PTA accounts, funds, and investments, restricted and unrestricted.

**Section 6.** All officers shall:

a. Meet the fiduciary duties of careful and prudent judgment and adherence to the association's purposes and rules.

b. Perform duties as may be required and as may be delegated.

**ARTICLE X-Fiscal Year**

The fiscal year of the New York State PTA shall begin on July 1 and end on the following June 30.

**ARTICLE XI-Board of Directors**

**Section 1.** Each member of the New York State Board of Directors shall be a member of a local PTA.

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

**Section 3.** The Board of Directors shall consist of the officers, coordinators, up to two (2) Youth Members, eligible region directors, the immediate past president and members of the National PTA Board of Directors residing in New York State.

**Section 4.** The Youth Member(s) shall be 17-25 years of age and a resident of New York State in order to be appointed.

**Section 5.** The Board of Directors shall:

- a. Govern the affairs of the New York State PTA.
- b. Have full power and authority over the affairs of the New York State PTA during the interim between conventions, except that of modifying any action taken by the convention.
- c. Fill vacancies in office (except as provided in Article VIII, Section 10k of these bylaws).
- d. Create committees.
- e. Approve the budget.
- f. Elect a nominating committee as provided in Article VIII, Section 10. a. and b. of these bylaws.
- g. Attend PTA training and workshops.

**Section 6.** Regular meetings of the Board of Directors shall be held three (3) times a year: a summer meeting held before September 1, a pre-convention meeting, and a mid-year meeting to be held before March 30, and an optional post-convention meeting as determined by the president or by one-third (1/3) of the Board of Directors. Notice of the time and place of each regular meeting shall be given at least thirty (30) days prior to the date of the meeting. Additional meetings are to be determined by the Executive Committee by a two-thirds (2/3) vote.

**Section 7.** Members of the Board of Directors may participate in and act at any meeting of the Board by conference call, teleconference, or other electronic media where all participating in the meeting can communicate with each other at the same time as permitted by applicable law. Participation in such a meeting shall constitute attendance and presence in person at the meeting.

**Section 8.** A majority of the board shall constitute a quorum for the transaction of business.

**Section 9.** Each member of the Board of Directors shall submit a report to the president at the annual pre-convention meeting and the midyear meeting of the Board of Directors.

Section 10. Special meetings of the Board of Directors may be called by the president or when requested by one-third (1/3) of the members of the Board of Directors. At least five (5) days' written notice shall be given. Notice may be waived by one-third (1/3) of the members of the Board in the event of a catastrophic event or emergency.

## **ARTICLE XII-Executive Committee**

**Section 1.** The Executive Committee shall consist of the elected officers of the New York State PTA.

**Section 2.** The Executive Committee shall:

- a. Transact necessary business between the meetings of the Board of Directors and all business referred to it by the Board of Directors. It may make recommendations to the Board of Directors.
- b. Appoint region directors, coordinators, the youth member(s) and specialists.
- c. Determine the boundaries of regions.
- d. Approve the plans of the convention program committee.
- e. Approve the plans of work of the coordinators.
- f. Have general supervision of the New York State PTA office.

g. Make a report at each meeting of the Board of Directors.

h. Direct the financial management of the New York State PTA, including provision for the annual auditing of the books and records of the New York State PTA as of June 30.

i. Determine the amount and authorize payment of fidelity bonds for the treasurer and other persons authorized to handle funds for the New York State PTA and determine the local unit portion of the Fidelity Bond and Insurance fee.

**Section 3.** Each member of the Executive Committee shall submit reports requested by the president.

**Section 4.** The Executive Committee shall hold at least four (4) regular meetings a year. Special meetings may be called by the president or when requested by four (4) members of the Executive Committee with:

a. Twenty-four hours' notice.

b. A list of agenda item(s) to be addressed.

**Section 5.** A majority of the Executive Committee shall constitute a quorum for the transaction of business.

**Section 6.** Executive Committee members may participate in and act at any meeting of the Executive Committee thereof through the use of a conference telephone or other communications equipment by means of which all participating in the meeting can communicate with each other at the same time. Participation in such meeting shall constitute attendance and presence in person at the meeting.

### **ARTICLE XIII-Committees/Coordinators/Youth Members/Specialists/Governance Team**

**Section 1.** The Board of Directors shall create such standing committees as may be required to promote the Purposes and interests of the National PTA and the New York State PTA.

**Section 2.** A special committee/task force may be established by a vote of the convention delegates, the Board of Directors, the Executive Committee, or at the discretion of the President to undertake specific work or priority action programs that will be beneficial to the children of New York State and within PTA policy.

**Section 3.** Committee members may participate in and act at any meeting of any Committee of which they are a member by conference call, teleconference or other electronic media where all participating in the meeting can communicate with each other at the same time as permitted by applicable law, Participation in such a meeting shall constitute attendance and presence in person at the meeting.

**Section 4.** Committee members will be chosen from among members of the NYS PTA Governance Team, or as needed, at the discretion of the President, any member unit of NYS PTA. A grassroots member chosen for a NYS PTA Committee must provide to the President, upon request, information showing proof of their current year membership in a member unit.

**Section 5.** Coordinators shall:

a. Be appointed by the Executive Committee.

b. Serve for a term of one (1) year and shall not be reappointed to serve in the same capacity for more than three (3) consecutive terms and shall serve no more than nine (9) terms, unless a period of at least one (1) year off the Board of Directors has occurred. Service of six (6) months or more shall be considered as having served a full term.

**Section 6.** The Youth Member(s) shall:

a. Be appointed by the Executive Committee.

b. Serve for a term of one (1) year and shall not be reappointed to serve in the same capacity for more than three (3) consecutive terms. Service of six (6) months or more shall be considered as having served a full term.

**Section 7.** A vacancy in a committee, a coordinator or a youth member shall be filled by the president with the approval of the Executive Committee.

**Section 8.** The president shall be a member ex-officio of all committees of the Board of Directors except the committees on nominations and elections.

**Section 9.** Specialists shall:

- a. Be appointed by the Executive Committee.
- b. Serve for a term of one (1) year and shall not be reappointed to serve in the same capacity for more than three (3) consecutive years. Service of six (6) months or more shall be considered as having served a full term.
- c. Have special interest or expertise in a designated area.
- d. Work in conjunction with designated coordinators.
- e. Be eligible to serve on standing or special committees.

**Section 10.** The Board of Directors, Specialists and Region Directors shall comprise the Governance Team.

#### **ARTICLE XIV- Regions/Councils**

**Section 1.** Regions shall:

- a. Be established geographically by the Executive Committee of the New York State PTA.
- b. Consist of the members of the local PTAs within the region.
- c. Adopt bylaws which conform with the State and National Bylaws and are approved by New York State PTA.
- d. Elect officers except the region director.
- e. Hold an annual meeting open to all members of the region; but only accredited representatives of local PTAs and members of the region board may make motions, debate and vote.
- f. Receive funds from the State PTA based upon the NYS BOD Procedures Section 5. Duties of Officers- Treasurer #7 c. These funds shall be remitted to the region director of each region. Region directors and region treasurers shall be bonded by the New York State PTA. (See Article IX, Section 5e.)

**Section 2.** The region bylaws shall define the structure of the region board and specify the composition of the region board, which shall include the region officers and all members of the New York State PTA Board of Directors residing within the region.

**Section 3.** Region Directors shall:

- a. Be appointed by the Executive Committee.
- b. Promote the plans and purposes of the New York State PTA.
- c. Supervise the organization of new local units and councils.
- d. Assist in advancing the work of local units and councils within the region.
- e. Preside at region meetings.
- f. Serve for a term of one (1) year and shall not serve more than three (3) consecutive terms.
- g. Be eligible to serve on standing or special committees.
- h. Region Directors in the third year of appointment as Region Director shall be eligible to serve on the Board of Directors.

## COUNCILS

**Section 1.** Three (3) or more local units within a school district (city, county or community), a central high school district, or a BOCES district may unite to form a council chartered under the authority of the New York State PTA for the purpose of conference, leadership training and coordination of the efforts of local units.

**Section 2.** Only local units in membership with the New York State PTA and the National PTA may become members of a PTA council.

**Section 3.** Each council shall elect its own officers and adopt its own bylaws, provided they are not in conflict with the New York State PTA Bylaws and the National PTA Bylaws and are approved by New York State PTA.

**Section 4.** A council shall not legislate for its member units.

## ARTICLE XV-State and Local Relationships

**Section 1.** The New York State PTA is responsible for compliance by the local PTAs within the state with the Bylaws of the National PTA, the bylaws of the New York State PTA and the bylaws of the local PTAs.

**Section 2.** There shall be a committee on state and local relations appointed by the president consisting of five (5) members, one (1) of whom shall be the immediate past president, two (2) of whom shall be officers, and two (2) of whom shall be Region Directors.

a. The immediate past president shall be the chair of the committee. In the event the immediate past president is not available, the vacancy shall be filled by the Board of Directors.

**Section 3.** This committee, upon authorization by the Executive Committee, shall review any alleged violations by local PTAs of these bylaws or their own bylaws or other practices or activities of local PTAs that may tend to defeat the Purposes and basic policies of the National PTA and New York State PTA, and shall make prompt report to the Board of Directors of the results of such review and of its recommendations for action.

**Section 4.** The Board of Directors shall give due consideration to the report of the committee and shall accord the local PTA an opportunity to be heard and to respond to the report.

a. If, upon such consideration and hearing, the Board of Directors finds a violation by the local PTA, it may by a two-thirds (2/3) vote, require the local PTA to take appropriate action within a period of time stipulated by the Board of Directors.

b. If the recommended action is not taken by the local PTA within the allotted time, the Board of Directors may, by a two-thirds (2/3) vote, grant the local PTA an extension of time of not less than six (6) weeks nor more than eighteen (18) months in which to achieve satisfactory compliance with the action required by the Board of Directors.

c. If the PTA fails to comply, the Board of Directors may withdraw the charter of the local PTA and terminate its status as a local unit of the New York State PTA.

## ARTICLE XVI-State Convention

**#Section 1.** New York State PTA shall hold an annual convention in the fall, the date and place to be decided by the Board of Directors. Notice of the New York State PTA Convention shall be sent to each unit and council and to each member of the Board of Directors at least thirty (30) days before the meeting.

**Section 2.** The voting body of the convention shall be the governing body of the New York State PTA. At the convention, reports shall be received, and officers elected and installed. Resolutions and a program of legislation shall be presented to the delegates for action.

**Section 3.** A Resolutions Committee shall be appointed by the president at the post-convention Executive Committee meeting. This committee shall present the proposed resolutions with the committee's recommendations to the Executive

Committee for its recommendations, and to the Board of Directors for information before submission to the convention delegate body. Resolutions must be submitted to the Resolutions Committee in accordance with regulations as outlined in the New York State PTA Procedures.

#### **#Section 4.**

- a. Each local PTA in good standing as of September 1 shall be entitled to be represented at the annual convention by its president or alternate and one (1) delegate.
- b. Local PTAs with a membership over 100 shall be entitled to one (1) delegate for each additional 100 members or major fraction thereof as shown on the books of the New York State PTA as of June 30.
- c. Each council in good standing as of September 1 shall be entitled to be represented by its president or alternate.

#### **Section 5.**

- a. Each Region PTA shall be entitled to be represented at the annual convention by its region director or alternate.
- b. Each region shall be entitled to six (6) additional voting delegates who shall be region board members. The selection of these six (6) delegates shall be governed by the region accrediting such delegates.

**Section 6.** The convention shall be open to all members. The privilege of making motions, debating and voting shall be limited to accredited delegates present from local PTAs, councils, regions, members of the State Board of Directors present and past presidents of the New York State PTA in attendance.

**Section 7.** One hundred fifty (150) voting delegates from a majority of the regions shall constitute a quorum.

**Section 8.** In the event of an emergency such as war, disaster or epidemic, the Board of Directors shall by a two-thirds (2/3) vote determine whether or not a convention shall be held. This vote may be taken by conference call, teleconference, or other electronic media as per Article XI-Section 7 of the NYS PTA Bylaws. In the event that no convention is held, the Executive Committee with the approval of the Board of Directors shall have authority to adopt procedures for conducting all necessary business. In the event that a virtual Convention must be held, voting shall be conducted by electronic ballot to all Board of Directors members and to regions, local PTA units, and councils in good standing in accordance with NYS PTA Bylaws Article XVI – Section 4a, b & c. and Section 5a & b.

### **ARTICLE XVII-National Convention**

**Section 1.** The New York State PTA shall be entitled to accredit to the annual convention as its delegates:

a. The president of the New York State PTA;

\*b. Five (5) delegates plus one (1) delegate per one thousand (1,000) members, or major fraction thereof, of each state constituent association PTA, as shown on the books of the secretary-treasurer of National PTA as of March 31 preceding an annual meeting, and as accredited by the state constituent association PTA; and

**Section 2.** The selection of the delegates shall be made under the direction of the Executive Committee.

### **\*#Article XVIII—Operational Requirements and Dissolution**

**\*Section 1. Net Earnings.** No part of the net earnings of PTA shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons except that the association 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.

**\*Section 2. Exempt Activities.** Notwithstanding any other provision of these Articles to contrary, in no event shall PTA carry on any other activities which are not permitted to be carried on by either: (i) by an association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an association, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

**\*Section 3. Political Activities.** PTA or its 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.

**#Section 4.** Dissolution. Upon the dissolution of the PTA, after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be surrendered in accordance with Article V, Section 8 of these bylaws.

#### **#ARTICLE XIX-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 associations in all cases in which they are applicable and in which they are not in conflict with these bylaws and the Bylaws of the National PTA, or the articles of incorporation.

#### **ARTICLE XX-Twin Projects for Teacher Education**

**Section 1.** The New York State PTA Jenkins Memorial Scholarship Fund for Teacher Education:

- a. A fund derived from contributions for honorary life memberships, memorials and gifts shall be maintained by the New York State PTA for the purpose of establishing scholarships for graduates of accredited New York State public high schools who intend to teach in public schools.
- b. This fund shall be administered by a committee appointed by the Executive Committee. The treasurer of this fund shall be the treasurer of the New York State PTA.
- c. The eligibility requirements for applicants shall be determined by the Board of Directors through its procedures.

**Section 2.** The New York State PTA Richard Gazzola Teacher Fellowship Fund:

- a. A fund derived from contributions for honorary life memberships, memorials and gifts shall be maintained by the New York State PTA for the purpose of granting fellowships for graduate study to teachers in New York State.
- b. This fund shall be administered by a committee appointed by the Executive Committee. The treasurer of this fund shall be the treasurer of the New York State PTA.
- c. The eligibility requirements for applicants shall be determined by the Board of Directors through its procedures.

#### **ARTICLE XXI-New York State PTA Office**

**Section 1.** A state office shall be maintained, and such employees hired as may be needed to carry on the work of the New York State PTA.

**Section 2.** The Executive Committee shall determine the policies, procedures, locations, salaries, insurance coverage, and furnishings of the New York State PTA office. The president, or the president's authorized representative, shall be responsible for hiring employees and determining their salaries within the above authorization.

#### **ARTICLE XXII-Amendments**

**#Section 1.** These bylaws may be amended at any annual convention by a two-thirds (2/3) vote of those present and voting, provided that the following requirements have been met:

- a. The amendment(s) shall have been proposed by the Bylaws Committee, Executive Committee or Board of Directors' members and approved for submission to the convention by the Board of Directors: or the amendment(s) shall have been submitted by a local unit, council or region. The proposed amendment(s) must receive the prior approval of the members of the submitting group and be signed by the president and secretary of the local unit or council or by the region director and secretary of the region. The proposed amendment(s) shall be submitted to the New York State PTA by June 1 for approval for submission to the convention body. Bylaws amendments approved by the Board of Directors may be amended at the annual meeting by the voting delegates, scope of prior notice applies. All bylaws amendments from the floor must have been previously reviewed by the bylaws committee. Proposed amendments submitted by a local unit, council or region that are not approved by the Board of Directors for presentation to the convention body may be brought to the floor by a two-thirds (2/3) vote of the delegate body at which time sufficient copies for the entire delegate body must be made available for distribution by the submitting group after the consenting vote is obtained.

b. A copy of the proposed amendment(s) has been sent to each local unit, council and region at least thirty (30) days before the annual convention.

**\*Section 2.** The adoption of an amendment to any provision of the Bylaws of the National PTA and the New York State PTA shall serve automatically and without the requirement of further action by the constituent association to amend correspondingly the bylaws of each constituent association. Notwithstanding the automatic character of the amending process, the constituent association shall promptly incorporate such amendments in their respective bylaws.

**Section 3.** The Executive Committee or the Board of Directors, by a majority vote, may authorize the Bylaws Committee to submit for approval by the delegates at the next convention, a revised set of bylaws as a substitute for the existing bylaws.

**NOTE:** All provisions denoted with an asterisk (\*) indicate compliance with the National PTA Bylaws. Those with a hashtag (#) are common to New York State PTA and its constituent associations.