

## Rationale for Thoreau PTA Bylaws Change – February 2020

The Virginia PTA requires that all local unit PTAs review and update their Bylaws every five years to ensure they accurately convey the manner in which the local unit is operating under its present conditions or situation. The Thoreau PTA is expected to review and update its Bylaws by March 2020 to be in compliance with this state requirement. ***The Thoreau PTA is using the newest Bylaws template to ensure we're fully up to date with state requirements.*** Per the state's stipulation, all sections marked with the pound (#) symbol may not be changed, deleted, or adjusted so they remain as provided by the Virginia PTA.

The Bylaws Committee appointed by the Thoreau PTA Board met to consider the particular leadership structure, duties of officers, and timelines for meetings of our PTA. In most instances, we are proposing to continue with the operational processes already in place, as they have seemed appropriate and effective for our community. ***We have made minor edits to reflect the actual timing by which we hold elections and appoint volunteers to various positions.***

***We are proposing new language in the following areas:***

### Article 6 (previously Article VIII): Officers and Their Election

- We propose changing the maximum number of consecutive terms a PTA member may serve in the same officer position from the previous two years to three years. Because students are only in middle school for two years, many parents are connected to Thoreau for only two years but some are here for a longer stretch with younger children coming through. As it would assist the Nominating Committee in presenting a full slate of candidates, we want to open the option for people to serve longer as officers if they genuinely desire and are able to do so.

### Article 10 (previously Article XIII): Committees

- We propose changing the maximum number of consecutive terms a PTA member may serve as chair of a committee from the previous two years to three years. We have been inconsistent in following the 2-year requirement previously established, and we want to recognize a balance between giving people enough time to learn a position and providing them a graceful means to move on from a position to try something new or to rest. The 3-year limit still allows for periodic turnover of committee leadership so that new ideas and energy can be brought forth.

### Article 12 (previously Article XIV): Council Membership

- We propose reducing the number of delegates from three to two to represent the PTA to our regional council, the Fairfax County Council of PTAs. With the PTA president and school principal already established as representatives to the regional council, it seems unnecessarily burdensome to locate and require additional volunteers to serve as delegates to the periodic regional council meetings. Such meetings are open to the public and may always be attended by anyone from the Thoreau community, regardless of whether they participate as an official delegate.

## HENRY D. THOREAU MIDDLE SCHOOL PTA BYLAWS INDEX

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### **#PTA Mission**

PTA's mission is to make every child's potential a reality by engaging and empowering families and communities to advocate for all children.

### **#PTA Values**

**Collaboration:** We will work in partnership with a wide array of individuals and organizations to broaden and enhance our ability to serve and advocate for all children and families.

**Commitment:** We are dedicated to children's educational success, health, and well-being through strong family and community engagement, while remaining accountable to the principles upon which our association was founded.

**Diversity:** We acknowledge the potential of everyone without regard, including but not limited to: age, culture, economic status, educational background, ethnicity, gender, geographic location, legal status, marital status, mental ability, national origin, organizational position, parental status, physical ability, political philosophy, race, religion, sexual orientation, and work experience.

**Respect:** We value the individual contributions of members, employees, volunteers, and partners as we work collaboratively to achieve our association's goals.

**Accountability:** All members, employees, volunteers, and partners have a shared responsibility to align their efforts toward the achievement of our association's strategic initiatives.

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**HENRY D. THOREAU MIDDLE SCHOOL  
PARENT TEACHER ASSOCIATION  
LOCAL UNIT BYLAWS**

**#Article 1: Name and Area**

The name of this association is the Henry D. Thoreau Middle School Parent Teacher Association located in Vienna, Virginia. It is a local PTA organized under the authority of the Virginia Congress of Parents and Teachers (referred to as “Virginia PTA”), a branch of the National Congress of Parents and Teachers (referred to as “National PTA”).

**#Article 2: Purposes**

**Section 1. Objectives.** The purpose or purposes (Objects) of Henry D. Thoreau Middle School PTA, in common with those of Virginia PTA and National PTA 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 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 3.

**Section 3. Federal Status.** The association 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 3: Principles**

47  
48 The following are basic principles of the Henry D. Thoreau Middle School PTA in common with  
49 those of Virginia PTA and National PTA:

- 50  
51 a. The association shall be noncommercial, nonsectarian, and nonpartisan.  
52  
53 b. The association shall work to engage and empower children, families, and educators  
54 within schools and communities to provide quality education for all children and youth,  
55 and shall seek to participate in the decision-making process by influencing school policy  
56 and advocating for children’s issues, recognizing that the legal responsibility to make  
57 decisions has been delegated by the people to boards of education, state education  
58 authorities, and local education authorities.  
59  
60 c. The association shall work to promote the health and welfare of children and youth,  
61 and shall seek to promote collaboration among families, schools, and the community at  
62 large.  
63  
64 d. Commitment to inclusiveness and equity, knowledge of PTA, and professional  
65 expertise shall be guiding principles for service in Virginia PTA.  
66

67 **#Article 4: Relationship with National PTA, Virginia PTA and Constituent Associations**  
68

69 **Section 1.** The articles of organization of a constituent association include (a) the bylaws of such  
70 association and (b) the certificate of incorporation or articles of incorporation of such association  
71 (in cases which the association is a corporation) or the articles of organization by whatever name  
72 (in cases in which the association exists as an unincorporated association).  
73

74 **Section 2.** Local PTA/PTSAs shall be organized and chartered under the authority of Virginia  
75 PTA in the area in which the local PTA/PTSA functions in conformity with such rules and  
76 regulations, not in conflict with the bylaws of Virginia PTA or National PTA.  
77

78 **Section 3.** Virginia PTA shall issue to each local PTA/PTSA in its area a charter evidencing the  
79 due association and good standing of this local PTA/PTSA. A local PTA/PTSA in good standing  
80 shall:  
81

- 82 a. Adhere to purposes and basic policies of the PTA.  
83  
84 b. Have a minimum of three (3) elected officers, to include one (1) president, a secretary,  
85 and one (1) treasurer.  
86  
87 c. Submit local PTA/PTSA bylaws to the Virginia PTA state office every five (5) years for  
88 approval by the Virginia PTA Bylaws Committee on behalf of the Virginia PTA Board of  
89 Directors.  
90

91 d. Submit local unit officers contact information form and verification of local unit's  
92 employer identification number (EIN) to the Virginia PTA state office immediately upon  
93 election of officers annually.

94  
95 e. Submit a copy of the fiscal year-end audit report to the Virginia PTA state office within  
96 fifteen (15) days following the adoption of the audit report by the general membership.

97  
98 f. Submit a copy of the filed 990N, 990EZ or, 990 form to the Virginia PTA state office  
99 within fifteen (15) days of filing.

100  
101 g. Remit the Virginia PTA and the National PTA portion of dues to Virginia PTA by dates  
102 designated in these bylaws.

103  
104 h. Provide information for members who have joined the association during the reporting  
105 period as prescribed by the Virginia PTA.

106  
107 i. Meet other criteria as may be prescribed by Virginia PTA.

108  
109 **Section 4.** Each local PTA/PTSA shall adopt such bylaws for the governance of the association as  
110 may be approved by Virginia PTA. Such bylaws shall not be in conflict with the bylaws of  
111 Virginia PTA or the bylaws of National PTA. Such bylaws shall include an article on amendments  
112 and shall include a provision establishing a quorum.

113  
114 **Section 5.** The adoption of an amendment to any provision of the bylaws of National PTA shall  
115 serve automatically and without the requirement of further action by the local PTA/PTSA to  
116 amend correspondingly the bylaws of the local PTA/PTSA.

117  
118 **Section 6.** Each local PTA/PTSA is required by Virginia PTA to include in its bylaws articles and  
119 sections that are identified by the pound symbol (#).

120  
121 **Section 7.** Each officer or board member of a local PTA/PTSA shall be a member of such local  
122 PTA/PTSA.

123  
124 **Section 8.** Only members of a local PTA/PTSA who have paid dues for the current membership  
125 year may participate in the business of this association.

126  
127 **Section 9.** Each local PTA/PTSA shall keep such permanent books of account and records as shall  
128 be sufficient to establish the items of gross income, receipts, and disbursements of the local unit  
129 including, specifically, the number of its members, the dues collected from its members, and the  
130 amounts of dues remitted to Virginia PTA and council (if member of a council). Such books of  
131 account and records shall at all reasonable times be open to inspection by an authorized  
132 representative of Virginia PTA or, where directed by the committee on state and local relations.  
133 Such authorized representative shall have full access in cases where account information and  
134 records are required from banks.

136 **Section 10.** There will be no proxy voting by local PTA/PTSA, nor any constituent association of  
137 National PTA.

138  
139 **Section 11.** The members of the nominating committee for officers of a local PTA/PTSA shall be  
140 elected by the general membership.

141  
142 **Section 12.** A local PTA/PTSA member shall not serve as a voting member of a constituent  
143 association's board at the local, council, district, state, or national level while serving as a paid  
144 employee of, or under contract to, that constituent association.

145  
146 **Section 13.** A local PTA/PTSA may address legislative items or issues if the position on the  
147 legislative item or issue does not conflict with that of the Virginia PTA Legislation Program. The  
148 local unit's name must be used and not that of Virginia PTA.

149  
150 **Section 14.** The local PTA/PTSA fiscal year shall begin and end as designated in the bylaws with  
151 the ending date the last day of a calendar month.

152  
153 **Section 15.** The charter of a local PTA/PTSA shall be subject to withdrawal and the status of such  
154 association as a PTA/PTSA unit shall be subject to termination, in the manner and under the  
155 circumstances provided in the bylaws of Virginia PTA.

156  
157 **Section 16.** Each local PTA/PTSA is obligated upon withdrawal of its charter by Virginia PTA to:

- 158  
159 a. Yield and surrender all of its books and records and all of its assets and property to  
160 Virginia PTA or to such agency as may be designated by Virginia PTA or to another local  
161 PTA/PTSA organized under the authority of Virginia PTA.  
162  
163 b. Cease and desist from the further use of any name that implies or connotes association  
164 with Virginia PTA, National PTA or status as a constituent association of National PTA.  
165  
166 c. Carry out promptly, under the supervision and direction of Virginia PTA, all proceedings  
167 necessary for the purpose of dissolving such local PTA/PTSA.  
168

169 **Section 17.** Any dissolution of a local PTA/PTSA and termination of its affairs shall take place in  
170 the following manner:

- 171  
172 a. The executive board shall adopt a written resolution recommending that the local  
173 PTA/PTSA be dissolved and directing that the question of such dissolution be submitted to  
174 a vote at a special meeting of the general membership having voting rights at the time of  
175 the meeting.  
176  
177 1. Only those funds approved by the general membership in the current budget year  
178 may be spent.  
179  
180 2. Written notice of the adoption of such resolution accompanied by a copy of the  
181 notice of the special meeting for the members shall be given to the president of

182 Virginia PTA at least thirty (30) days before the date fixed for such special meeting  
183 of the members.

184  
185 3. A complete membership list including contact information shall be provided to  
186 the Virginia PTA state office at least thirty (30) days before the date fixed for such  
187 special meeting of the members.

188  
189 b. Written notice stating the purpose of such meeting to consider dissolving the local  
190 PTA/PTSA shall be given to each member at least thirty (30) days prior to the date of such  
191 meeting. Such meeting shall be held only during the academic school year.

192  
193 c. A dissolution quorum must be met for the general membership of the local PTA/PTSA  
194 to consider the resolution to dissolve. The dissolution quorum includes the required  
195 quorum for general membership meetings per local PTA/PTSA bylaws plus a majority of  
196 the executive board members.

197  
198 d. Prior to the vote on dissolution, the president of Virginia PTA, or his/her designated  
199 representative, shall be permitted to attend the meeting and shall be allowed to speak for a  
200 minimum of sixty (60) minutes followed by a maximum of sixty (60) minutes question and  
201 answer session.

202  
203 e. Voting shall be by ballot.

204  
205 f. Only those persons who are members of the local PTA/PTSA on the date of adoption of  
206 the resolution and who continue to be members on the date of the special meeting shall be  
207 entitled to vote on dissolution.

208  
209 g. Upon the dissolution of this local PTA/PTSA, after paying or adequately providing for  
210 the debts and obligations of the association, the association's financial holdings, property,  
211 all records and all remaining assets shall be distributed to Virginia PTA held in escrow and  
212 if not claimed by the resolved unit within two years it remains with the Virginia PTA in  
213 order to further the mission and purpose of the Virginia PTA.

214  
215 h. Upon adoption to dissolve, the local PTA/PTSA's charter will be withdrawn by Virginia  
216 PTA in accordance with state bylaws.

217  
218 **Section 18.** Each member of a local PTA/PTSA shall pay annual dues to the association as  
219 approved by a two-thirds (2/3) vote of members present and voting after having been given at least  
220 thirty (30) days written notice. The amount of such annual dues shall include the portions payable  
221 to the local PTA/PTSA, council (if a member of council), Virginia PTA, and National PTA.

222  
223 **Section 19.** Each local PTA/PTSA shall remit a portion of such dues to Virginia PTA by dates  
224 designated in these bylaws and to council (if a member of council).

228 **#Article 5: Membership and Dues**

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**Section 1.** Every individual who is a member of this local PTA/PTSA also is a member of Virginia PTA and National PTA by which this PTA/PTSA is chartered and, as such, is entitled to all the benefits of such membership.

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

**Section 3.** This local PTA/PTSA shall conduct an annual enrollment of members but may admit persons to membership at any time.

**Section 4.** PTAs with students in secondary schools, as defined by their local school division, shall offer membership to students.

**Section 5.** A person may hold membership in one or more local PTA/PTAs upon payment of all-inclusive dues as required in each local PTA/PTAs' bylaws.

**Section 6.** Only members of this local PTA/PTSA shall be eligible to vote in the business of this local PTA/PTSA or to serve in any of its elected or appointed positions.

**Section 7.** Each member of this local PTA/PTSA shall pay annual dues as may be determined by this association. The amount of such dues shall include the portion payable to Virginia PTA (the "state portion") and the portion payable to National PTA (the "national portion").

**Section 8.** Each member of a local PTA/PTSA shall pay annual dues to the association as approved by two-thirds (2/3) vote of members present and voting after having been given at least thirty (30) days' notice. The amount of such annual dues shall include the portions payable to the local unit, Virginia PTA and National PTA.

**Section 9.** The amount of the Virginia PTA state portion of each member's dues shall be determined by the Virginia PTA. The Virginia PTA portion of each member's dues shall be one dollar and fifty cents (\$1.50) per annum. The National PTA portion of each member's dues shall be two dollars and twenty-five cents (\$2.25) per annum.

**Section 10.** Virginia PTA and National PTA portions of the dues paid by each member of this local PTA/PTSA shall be set aside by this local PTA/PTSA and remitted to Virginia PTA through such channels and at such times as Virginia PTA bylaws may provide. Each state PTA shall pay to National PTA the amount of the national portion of dues paid by all members of local PTAs in its area.

**Section 11.** The membership term is July 1 to June 30.

**Section 12.** Payment of Virginia PTA and National PTA dues:



273 a. The Virginia PTA and National PTA portions of the dues paid by each member of a local  
274 PTA/PTSA shall be the property of Virginia PTA and National PTA, respectively, and  
275 shall not be included in the local PTA/PTSA's budget.

276  
277 b. Membership dues shall be remitted to Virginia PTA at the Virginia PTA state office on  
278 or before November 1. Additional membership dues received after November 1 shall be  
279 remitted to Virginia PTA at the Virginia PTA state office on or before December 1.  
280 Membership dues received after December 1 shall be remitted to Virginia PTA at the  
281 Virginia PTA state office on or before March 1. Membership dues received after March 1  
282 shall be remitted to Virginia PTA at the Virginia PTA state office on or before June 30.

283  
284 c. A list of members who joined the association during the reporting period shall be kept  
285 by the local PTA/PTSA units and submitted as prescribed by Virginia PTA.

286  
287 **Section 13.** Virginia PTA Honorary Life Membership may be conferred for distinguished service,  
288 for which a fee shall be paid to Virginia PTA. This fee shall be deposited in the special Life  
289 Membership Scholarship Fund of Virginia PTA. Virginia PTA Honorary Life Membership  
290 entitles a recipient to attend Virginia PTA annual meeting as a non-voting participant without  
291 payment of the registration fee.

292  
293 **Section 14.** National PTA Life Achievement Award may be conferred for distinguished service,  
294 for which a fee shall be paid to the National PTA for the Endowment Fund. The National PTA  
295 Life Achievement Award provides only National Convention guest privileges upon payment of the  
296 convention registration fee.

297  
298 **Section 15.** A holder of a Virginia PTA Honorary Life Membership or National PTA Life  
299 Achievement Award may be an active member only upon payment of dues in a local PTA/PTSA  
300 unit.

## 301 **Article 6: Officers and Their Election**

302  
303 **Section 1.** The officers of this PTA/PTSA shall consist of:

304  
305 #a. One (1) president.

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307 b. One (1) vice president.

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309 #c. A secretary.

310  
311 #d. One (1) treasurer.

312  
313 **#Section 2.** Only members whose individual dues are paid to this local PTA/PTSA for the current  
314 fiscal year shall be eligible to hold office, and to serve on the executive committee, executive  
315 board, standing or special committees, or to serve as a delegate or alternate to the council or  
316 district.  
317  
318

319 **#Section 3.** Nominating committee:

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321 a. Each member of the nominating committee must be a member of this local PTA/PTSA.

322

323 b. The nominating committee shall consist of three (3) members who shall be elected by  
324 the members of this local PTA/PTSA at their regular general membership meeting at least  
325 two (2) months prior to the election of officers. The committee shall elect its own  
326 chairman.

327

328 c. The nominating committee shall nominate an eligible person for each office to be filled  
329 and report its nominees to the members at a regular general membership meeting at least  
330 thirty (30) days prior to the general membership election meeting. At the general  
331 membership election meeting, additional nominations may be made from the floor.

332

333 d. Only those persons who have signified their consent to serve, if elected, shall be  
334 nominated for or elected to such office.

335

336 **#Section 4.** Officers shall be elected by the following method:

337

338 a. Officers shall be elected at the general membership election meeting in the month of  
339 May.

340

341 b. If there is more than one nominee for office, then the voting shall be by ballot. A  
342 majority of the votes cast shall constitute which nominees are elected. However, if there  
343 is but one nominee for office, election for that office may be by voice vote. If by ballot  
344 vote, the secretary shall be responsible for destroying all ballots at the end of the general  
345 membership election meeting.

346

347 c. Officers, except the treasurer, shall assume their official duties immediately following  
348 the close of the meeting in the month of May. The treasurer shall assume his/her official  
349 duties upon the completion of the auditing process outlined in these bylaws.

350

351 **#Section 5.** Officers shall serve for a term of one (1) year or until their successors are elected. No  
352 person shall hold more than one (1) elected office at a time on this local unit board. No local unit  
353 officer shall serve more than three (3) consecutive terms, not to exceed four (4) years in the same  
354 office. Officers who have served in an office for more than one-half (1/2) of a full term shall be  
355 deemed to have served a full term in such office.

356

357 **#Section 6.** Vacancies in any office shall be filled by the following method:

358

359 a. A vacancy occurring in any office except that of president shall be filled for the  
360 unexpired term by a person elected by a majority vote of the Executive Board at their  
361 next scheduled meeting. In case of a vacancy in the office of president, the first vice  
362 president shall become president and shall hold office for the balance of the term. In the  
363 interim, the duties of the vice president shall be delegated by the president.

364  
365 b. In the event of a vacancy in the office of president, and also in the absence of a vice  
366 president, the general membership shall elect the next president.

367  
368 c. If there is more than one nominee for any office, then the voting shall be by ballot. A  
369 majority of the votes cast shall constitute which nominees are elected. However, if there  
370 is but one nominee for office, election for that office may be by voice vote. If by ballot  
371 vote, the secretary shall be responsible for destroying all ballots at the end of the meeting.

372  
373 d. When a ten (10) day notice of the election is given, a majority of votes cast shall  
374 constitute an election. Without such notice a two-thirds (2/3) vote of those present shall  
375 be required.

376  
377 **Article 7: Duties of Officers**

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379 **Section 1.** The president shall:

380  
381 a. Preside at all meetings of this local PTA/PTSA.

382  
383 b. Coordinate the work of the officers and committees of this local PTA/PTSA in order  
384 that the purposes may be promoted.

385  
386 #c. Submit this local PTA/PTSA officers' contact information form and verification of  
387 this local PTA/PTSA's employer identification number (EIN) to the Virginia PTA state  
388 office immediately upon election of officers annually.

389  
390 d. Perform such other duties as may be prescribed in these bylaws.

391  
392 #e. Serve as an ex-officio member of all committees of this local PTA/PTSA except the  
393 nominating committee.

394  
395 **Section 2.** The vice president shall:

396  
397 a. Act as aide to the president.

398  
399 b. Perform the duties of the president in the absence or inability of the officer to act.

400  
401 c. Perform other delegated duties as assigned.

402  
403 **#Section 3.** The secretary shall:

404  
405 a. Record the minutes of all meetings of the local PTA/PTSA.

406  
407 b. Keep the official copy of the local PTA/PTSA bylaws in his/her files.

408  
409 c. Maintain a membership list as required by Virginia PTA.

410  
411 d. Perform other delegated duties as assigned.  
412

413 **#Section 4.** The treasurer shall:

414 a. Have custody of all funds and finances of the local PTA/PTSA.  
415

416 b. Keep a full and accurate account of receipts and expenditures as described in these  
417 bylaws.  
418

419 c. Make disbursements as authorized by the president, executive board, or general  
420 membership in accordance with the budget adopted by the general membership.  
421

422 d. Have checks or vouchers signed by two (2) officers, preferably the treasurer and the  
423 president.  
424

425 e. Present a written financial statement at every meeting of the local PTA/PTSA and at  
426 other times when requested by the executive board.  
427

428 f. Prepare an annual financial report at the close of the fiscal year.  
429

430 g. Have the accounts examined according to the auditing procedures outlined in these  
431 bylaws.  
432

433 h. Submit a copy of the fiscal year-end audit report to the Virginia PTA state office  
434 within fifteen (15) days following the adoption of the audit by the membership.  
435

436 i. Submit a 990N, 990EZ, or 990 form per IRS regulations. A copy of this form shall be  
437 sent to the Virginia PTA state office within fifteen (15) days of filing.  
438

439 j. Remit by November 1 to the Virginia PTA state office, Virginia PTA and National  
440 PTA dues for membership received prior to November 1. Remit by December 1, dues  
441 received after November 1. Remit by March 1, dues received after December 1. Remit by  
442 June 30, all Virginia PTA and National PTA dues received after March 1.  
443

444 k. Perform other delegated duties as assigned.  
445

446 **#Section 5.** All officers shall perform the duties outlined in these bylaws. Upon the expiration of  
447 the term of office or in case of resignation, each officer shall turn over to the president, without  
448 delay, all records, books, and other materials pertaining to the office.  
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450 **Article 8: Executive Committee**  
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452 **Section 1.** The executive committee shall consist of the elected officers of the association and  
453 the principal of the school.  
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**Section 2.** The executive committee shall:

- a. Develop goals for the local PTA/PTSA for presentation to the executive board and general membership for approval.
- b. Appoint standing and special committee chairmen and members of the standing and special committees, except the nominating committee.

**Section 3.** The executive committee shall meet within thirty (30) days after their election for the purpose of appointing standing committee chairmen. Special committee chairmen shall be appointed as necessary. Members of the standing and special committees shall be appointed as soon as possible after the appointment of the committee chairmen.

**Section 4.** Meetings of the executive committee shall be held by the call of the president or a majority of the executive committee, two (2) days' notice having been given. A quorum of the executive committee shall be a majority of the members of the committee then in office.

**#Section 5.** The executive committee shall reserve the right to vote on business via electronic vote. Only the president shall have the authority to call for an electronic vote and to establish the guidelines for that vote. The established quorum of the executive committee shall prevail. Voting results must be recorded in the minutes and ratified at the next executive committee meeting.

**#Section 6.** The executive committee may hold meetings by telephone conference or through other electronic communications media so long as all the members can simultaneously hear each other and participate during the meeting. Some or all of the members may participate electronically at a meeting held at a central location so long as all the members can simultaneously hear each other and participate during the meeting.

## **Article 9: Executive Board**

**Section 1.** The executive board of this local PTA/PTSA shall consist of the elected officers and the chairmen of the standing committees. The principal of the school or his/her designee and a staff representative or his/her alternate, appointed by the principal or elected by the faculty, also may serve on the executive board. The chairmen of the standing committees shall be appointed by the officers of the association not more than thirty (30) days following the election of officers.

**#Section 2.** A PTA/PTSA member shall not serve as a voting member of a constituent association'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 association.

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

- a. Transact necessary business in the intervals between general membership meetings and such other business as may be referred to it by this local PTA/PTSA and present a report to the general membership at the general membership meetings.

501 b. Create, change or eliminate standing and special committees.

503 c. Approve the plans of work of the standing and special committees.

505 #d. Select an auditing committee, experienced auditor, or attend an external audit  
506 exchange.

508 #e. Approve the proposed budget to be presented to the general membership for adoption.

510 #f. Obtain general membership approval for any changes to the adopted budget over three  
511 hundred dollars (\$300.00) per fiscal year.

513 **#Section 4. Auditing Procedures:**

515 a. The executive board shall select an auditing committee, experienced auditor or choose  
516 to participate in an external audit exchange prior to the end of the fiscal year. An auditing  
517 committee shall consist of no fewer than three (3) members and no one with signature  
518 authority shall sit on their own auditing committee. All audit exchanges shall be  
519 coordinated with at least one (1) other PTA/PTSA unit.

521 b. The local PTA/PTSA treasurer shall submit books to the auditing committee,  
522 experienced auditor, or the external audit exchange at the end of the fiscal year. The audit  
523 report shall be submitted in writing to the executive board prior to finalization of the  
524 proposed budget for the coming school year.

526 c. The executive board of a local PTA/PTSA shall upon resignation of the treasurer during  
527 a term select an auditing committee or an experienced auditor within one (1) week of the  
528 resignation. The audit shall be performed with fiscal year-end auditing procedures and  
529 shall be complete within three (3) weeks of the resignation. This audit shall not be  
530 performed in lieu of the year-end audit.

532 d. The newly elected treasurer shall not undertake any banking responsibilities of that  
533 office with the exception of depository duties, reconciliation of bank statements, change of  
534 signatory or other clerical duties not requiring signatory until the audit is presented to the  
535 executive board.

537 e. All audit reports shall be presented to the general membership for adoption. The fiscal  
538 year-end audit report shall be presented to the membership for adoption at the first general  
539 membership meeting held after the completion of the report. A copy of the fiscal year-end  
540 audit shall be sent to the Virginia PTA state office within fifteen (15) days following the  
541 adoption of the audit by the general membership.

543 f. The local PTA/PTSA is required to file a 990N, 990EZ, or 990 form per IRS regulations.  
544 A copy of this form shall be sent to the Virginia PTA state office within fifteen (15) days of  
545 filing.  
546

547  
548 **#Section 5.** If any member of the executive board shall at any time, cease to meet the  
549 qualifications or fulfill the duties of the position, that person may be removed from the board by  
550 a majority vote of the executive board.

551  
552 **Section 6.** The executive board shall hold at least one (1) meeting during the year. The time and  
553 place of meetings shall be set at the first meeting of the executive board after their election.  
554 Special meetings of the executive board may be called by the president or by a majority of the  
555 members of the executive board, five (5) days' notice being given. A quorum of the executive  
556 board members shall be a majority of the members of the executive board then in office.

557  
558 **#Section 7:** The executive board shall reserve the right to vote on business via electronic vote.  
559 Only the president shall have the authority to call for an electronic vote and to establish the  
560 guidelines for that vote. The established quorum of the executive board shall prevail. Voting  
561 results must be recorded in the minutes and ratified at the next executive board meeting.

562  
563 **#Section 8.** The executive board may hold meetings by telephone conference or through other  
564 electronic communications media so long as all the members can simultaneously hear each other  
565 and participate during the meeting. Some or all of the members may participate electronically at  
566 a meeting held at a central location so long as all the members can simultaneously hear each  
567 other and participate during the meeting.

568  
569 **Article 10: Committees**

570  
571 **#Section 1.** Chairmen and members of all standing and special committees shall be members of  
572 this local PTA/PTSA.

573  
574 **Section 2.** The executive board may create, change or eliminate such standing committees as it  
575 may deem necessary to promote the purposes and carry on the work of the local PTA/PTSA.  
576 Standing committee chairmen and committee members shall be appointed by the executive  
577 committee, except for the nominating committee. In the absence of an executive committee then  
578 the executive board shall make the appointments. The term of each chairman shall be one (1)  
579 year or until the selection of a successor. No chairman shall be eligible to serve in the same  
580 capacity for more than three (3) consecutive terms.

581  
582 **Section 3.** The executive board may create, change or eliminate such special committees as it  
583 may deem necessary or as may be directed by the local PTA/PTSA. Special committee chairmen  
584 and committee members shall be appointed by the executive committee. In the absence of an  
585 executive committee then the executive board shall make the appointments. The term of each  
586 special committee chairman is ended upon completion of the task assigned to the committee. No  
587 special committee chairman shall be eligible to serve in the same capacity for more than two (2)  
588 consecutive terms.

589

590 **Section 4.** The chairman of each standing and special committee shall present a plan of work to  
591 the executive board for approval. No committee work shall be undertaken without the consent of  
592 the executive board.

593  
594 **#Section 5.** The committee shall reserve the right to vote on business via electronic vote. Only  
595 the committee chair shall have the authority to call for an electronic vote and to establish the  
596 guidelines for that vote. The established quorum of the committee shall prevail. Voting results  
597 must be recorded in the minutes and ratified at the next committee meeting.

598  
599 **#Section 6.** Committees may hold meetings by telephone conference or through other electronic  
600 communications media so long as all the members can simultaneously hear each other and  
601 participate during the meeting. Some or all of the members may participate electronically at a  
602 meeting held at a central location so long as all the members can simultaneously hear each other  
603 and participate during the meeting.

604  
605 **Section 7.** The quorum of any committee shall be a majority of its members.

606  
607 **Section 8.** The president shall serve as ex-officio member of all committees of this local  
608 PTA/PTSA except the nominating committee.

609  
610 **#Section 9.** Committee chairmen shall turn over to the president, without delay, all records,  
611 books and other materials pertaining to the committee at the end of the term served or when  
612 departing office.

613

#### 614 **Article 11: General Membership Meetings**

615

616 **Section 1.** Regular meetings of this local PTA/PTSA shall be held at least five (5) times during  
617 the school year, five (5) days' notice having been given.

618

619 **Section 2.** The general membership election meeting shall be held in May.

620

621 **Section 3.** Special meetings of this local PTA/PTSA may be called by the president or by a  
622 majority of the executive board, five (5) days' notice having been given.

623

624 **Section 4.** Voting on routine matters may be by voice vote; however, motions requiring a two-  
625 thirds (2/3) affirmative vote (e.g. votes on bylaws) shall be by a rising vote or show of hands by the  
626 verified members of this local PTA/PTSA.

627

628 **Section 5.** Ten (10) members shall constitute a quorum for the transaction of business in any  
629 meeting of this local PTA/PTSA.

630

#### 631 **Article 12: Council Membership**

632

633 **Section 1.** Selection of delegates:

634



635 a. This local PTA/PTSA shall be represented in meetings of the Fairfax County  
636 Council of Parent Teacher Associations by the president or alternate, and the principal or  
637 alternate.

638 b. Delegates and alternates shall be appointed in September.

639 c. Delegates to the Fairfax County Council of PTAs shall serve for a term of one (1) year  
640 or until the selection of a successor. No delegate shall serve for more than three (3)  
641 consecutive terms.  
642  
643

644 **Section 2.** This local PTA/PTSA shall pay annual dues as prescribed in council bylaws to the  
645 Fairfax County Council of PTAs.  
646

647 **Section 3.** Responsibilities of delegates:  
648

649 a. Delegates shall report activities of the council to the local PTA/PTSA and shall present  
650 to council such matters as may be referred to it by the local PTA/PTSA.  
651

652 b. Delegates shall vote on all issues as instructed by their local PTA/PTSA; but if not  
653 instructed, they shall use their own discretion, except as provided by council bylaws.  
654

### 655 #Article 13: District Membership

656 **Section 1.** This local PTA/PTSA shall be a member of the district designated by Virginia PTA.  
657 This local PTA/PTSA is in the Northern Virginia District of the Virginia PTA.  
658

659 **Section 2.** The district shall act as liaison between Virginia PTA and local units, to coordinate  
660 policies and current programs of local units with those of Virginia PTA, and shall submit votes cast  
661 by local unit members in their respective districts for the Virginia PTA Proposed Legislation  
662 Program to the Virginia PTA Legislation/Education Committee chairman for tabulation.  
663

664 **Section 3.** Local units in good standing are entitled to be represented at the Annual District  
665 Meeting and the District Legislation Workshop by the president or alternate and three (3) other  
666 voting delegates. If membership is larger than one hundred (100), there shall be one (1) additional  
667 delegate for each fifty (50) memberships or major fraction thereof.  
668

669 **Section 4.** Local PTA/PTSA delegates for the district shall report activities of the district to their  
670 local PTA/PTSA and shall present to the district such matters as may be referred to it by their local  
671 PTA/PTSA. Delegates shall vote on all issues as instructed by their local PTA/PTSA; but if not  
672 instructed, they shall use their own discretion.  
673  
674

### 675 #Article 14: Fiscal Year

676 The fiscal year of this local PTA/PTSA shall begin on July 1 and end on June 30.  
677  
678

681 **#Article 15: Parliamentary Authority**

682  
683 The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern  
684 National PTA and its constituent associations in all cases in which they are applicable and in which  
685 they are not in conflict with these bylaws, the bylaws of Virginia PTA, and the bylaws of National  
686 PTA, or the articles of incorporation.

687  
688 **#Article 16: Local Unit Bylaws Revisions and Amendments**

689  
690 **Section 1.** The bylaws of this Local PTA/PTSA shall be revised and submitted to the Virginia  
691 PTA state office every five (5) years for approval by the Virginia PTA Bylaws Committee on  
692 behalf of the Virginia PTA Board of Directors. The revision anniversary date will be five (5)  
693 years from the Virginia PTA Bylaws Committee date of approval.

694  
695 **Section 2.** Bylaws shall be reviewed and amended with the following procedures:

696  
697 a. A committee shall be appointed to submit a revise set of bylaws as a substitute for  
698 existing bylaws or to submit an amendment to current bylaws.

699  
700 b. Bylaws shall be revised or amended at a regular meeting of the local PTA/PTSA  
701 provided notice and a copy of the proposed bylaws revision or amendments are provided to  
702 the membership at least thirty (30) days prior to the meeting at which the revision or the  
703 amendments are to be voted upon. A quorum shall be established at the meeting in which  
704 voting takes place. The revision or amendments are subject to approval by the Virginia  
705 PTA Bylaws Committee on behalf of the Virginia PTA Board of Directors. The proposed  
706 bylaws revision or amendments require a two-thirds (2/3) vote of the members present and  
707 voting.

708  
709 c. Submission of amendments and revised bylaws for approval by Virginia PTA shall be in  
710 accordance with the bylaws of Virginia PTA.

711  
712 d. Each local PTA/PTSA is required by Virginia PTA to include in its bylaws articles and  
713 sections that are identified by the pound symbol (#).

714  
715 e. The adoption of an amendment to any provision of the Bylaws of Virginia PTA  
716 identified by the pound symbol (#) shall serve to automatically and without requirement of  
717 further action by the local PTA/PTSA to amend correspondingly its bylaws.

718  
719 **Section 3.** The adoption of an amendment to any provision of the Bylaws of National PTA shall  
720 serve automatically and without the requirement of further action by this local PTA/PTSA to  
721 amend correspondingly the bylaws of this local PTA/PTSA.

722  
723 **#Required by Virginia PTA in all district, council, and local unit bylaws.**