

# **WSPTA Bylaws**

**2011-12 Washington State PTA Leadership Packet**

*All PTA/PTSA local units and councils affiliated with the Washington State PTA are required, as a condition of their affiliation, to abide by and conform to these Uniform Bylaws.*

## **TABLE OF CONTENTS**

Article 1 PURPOSES	3	Article 7 REGION	18
Article 2 BASIC POLICIES	3	Nominating Committee	18
Article 3 CONSTITUENT ORGANIZATIONS	4	Election	18
Local PTAs/PTSAs/Councils	5	Duties	19
Dissolution of a Local Unit/Council	5	Region Director Election	19
Article 4 MEMBERSHIP AND SERVICE FEES	6	Region Director Duties	19
Open Membership	6	Article 8 STATE	20
Year-round Enrollment	6	Name	20
Membership Service Fees	6	State and National Membership	20
Associate Members	6	Nominating Committee	20
Article 5 LOCAL UNIT	7	Election	20
Name	7	Duties	20
Basic Policies	7	Officers and Their Election	20
Membership and Voting	7	Duties of Officers	21
Membership and Service Fees	8	President	21
Nominating Committee	9	Vice President	22
Election	9	Secretary	22
Duties	9	Finance Officer	22
Officers and Their Election	9	Leadership Director	22
Duties of Officers	10	Legislative Director	22
General	10	Membership Director	22
President	10	Program Director	22
Vice President	10	Outreach Director	22
Secretary	10	Executive Committee	22
Treasurer	11	Board of Directors	23
Executive Committee	11	Article 9 WSPTA EXECUTIVE DIRECTOR	24
Board of Directors	11	Article 10 WSPTA CONVENTION	24
General Membership Meetings	12	Voting Delegates	24
Financial Review	12	General	24
Article 6 COUNCIL	13	Local Unit	24
Name	13	Council	25
Basic Policies	13	Quorum	25
Membership and Voting	13	Resolutions	25
Membership and Service Fees	14	Rules	25
Nominating Committee	14	Cancellation	26
Election	14	Article 11 NATIONAL PTA CONVENTION	26
Duties	15	Article 12 LEGISLATION PROGRAM	26
Officers and Their Election	15	Article 13 LEGISLATIVE ASSEMBLY	26
Duties of Officers	15	Meeting	26
General	15	Voting Delegates	27
President	16	Quorum	27
Vice President	16	Cancellation	27
Secretary	16	Resolutions	27
Treasurer	16	Article 14 AMENDMENTS TO THE UNIFORM BYLAWS	28
Executive Committee	17	Article 15 PARLIAMENTARY AUTHORITY	28
Board of Directors	17	Article 16 ARTICLES OF ORGANIZATION	28
General Membership Meetings	17		
Financial Review	18		

*If you have any questions about the WSPTA Uniform Bylaws, contact your region director or the WSPTA Office.*

# **Article 1 PURPOSES**

## **Section 1**

The purposes of the local unit, the council, the WSPTA, and the National PTA are:

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

## **Section 2**

The purposes of the WSPTA and the National PTA are promoted through an educational and advocacy program directed at parents, teachers, and the general public; are developed through conferences, committees, projects and programs; and, are governed and qualified by the basic policies set forth in Article 2.

## **Section 3**

The corporation is organized exclusively for charitable and educational purposes, including such purposes within the meaning of Section 501(c) ( ) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

## **Section 4**

The WSPTA is a branch 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 policies.

# **Article 2 BASIC POLICIES**

## **Section 1**

The following are the basic policies of the WSPTA and the National PTA:

- (a) The organization shall be noncommercial, nonsectarian, and nonpartisan;
- (b) The organization or members in their official capacities shall not – directly or indirectly – participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise if the organization is tax-exempt under Section 501(c) (3) of the Internal Revenue Code of 1986 as from time to time amended;
- (c) The organization shall work with the schools and community to provide quality education for all children and youth and shall seek to participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities, and local education authorities. The organization shall also work with appropriate policymakers and/or lawmakers to promote the health, safety, and welfare of children;

(d) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons except that the organization shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 1 hereto. PTA members, board members or officers may not benefit personally or privately as a result of their relationship with the PTA unit or council;

(e) The organization shall not enter into membership with other organizations except such international or national organizations as may be approved by the National PTA Board of Directors. A state branch or any of its divisions may cooperate with other organizations and agencies concerned with child welfare, but PTA representatives shall make no commitments that bind the group they represent;

(f) In the event of dissolution of the organization, its assets shall be distributed for one or more of the exempt purposes specified in Section 501(c) (3) or (4) of the Internal Revenue Code of 1986 as from time to time amended;

(g) Notwithstanding any other provisions of these Uniform Bylaws, the organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under this organization's tax exempt status. The WSPTA and its constituent organizations shall not engage in any activity or action which harms or places in legal jeopardy the National PTA or its constituent organizations, including any activity or action which would jeopardize the 501(c) (3) tax status of National PTA or its constituent organizations; and

(h) The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting of the purposes of the organization.

## **Section 2**

The following are basic policies of the WSPTA:

(a) Without discrimination, membership in the organization shall be open to all people;

(b) PTA/PTSA membership lists shall not be released to outside interests;

(c) The WSPTA Board of Directors reserves the right to revoke the charter should a local unit/council violate the ethics, policies, or principles of PTA;

(d) PTA's relationship with the National PTA shall be governed by Article IV of the National PTA Bylaws;

(e) Because each constituent organization of the WSPTA must adopt these Uniform Bylaws, such Bylaws shall not be in conflict with the Bylaws of the National PTA;

(f) The use of the WSPTA logo and/or trademark shall be limited to the official business of the organization. No individual or outside interest shall be allowed to use the WSPTA logo or trademark without endorsement or authorization from the WSPTA executive director or president.

## **Article 3 CONSTITUENT ORGANIZATIONS**

### **Section 1**

The constituent organizations of the WSPTA include:

(a) Local PTAs (Parent Teacher Associations) or PTSAs (Parent Teacher Student Associations) organized under the direct authority of WSPTA; and

(b) Council PTAs/PTSAs organized under the direct authority of the WSPTA.

## **Section 2**

### **Local PTAs/PTSAs/Councils**

(a) Local PTAs shall be organized and chartered under the authority of the WSPTA in the area in which the local PTA functions, in conformity with such rules and regulations, not in conflict with the Bylaws of the National PTA, as the WSPTA may in its Bylaws prescribe. The WSPTA shall issue to each local PTA and council in its area an appropriate charter evidencing the due organization and to confirm the good standing of the local PTA or council.

A local PTA or council in good standing is one which:

- (1) Adheres to the purposes and basic policies of the PTA;
- (2) Remits the state and national portion of the dues to reach the WSPTA Office by the designated dates;
- (3) Has standing rules approved according to the procedures of the WSPTA;
- (4) Immediately after elections, identifies its elected officers to the WSPTA Office; and
- (5) Meets other criteria as may be prescribed by the WSPTA.

(b) Each local PTA and council shall adopt standing rules for the government of the organization. Such standing rules shall not be in conflict with the Bylaws of the National PTA or the Bylaws of the WSPTA.

(c) Each local PTA and council shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization, including, specifically, the number of its members, the membership service fees collected from its members, and the amount of membership service fees remitted to the WSPTA. Such books of account and record shall at all reasonable times be open to inspection by an authorized representative of the WSPTA or by a duly authorized representative of the National PTA.

(d) The charter of a local PTA or council shall be subject to withdrawal and the status of such organization as a PTA unit or council shall be subject to termination, in the manner and under the circumstances provided in the Bylaws of the WSPTA.

(e) Each local PTA or council is obligated, upon withdrawal of its charter by the WSPTA:

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

## **Section 3**

### **Dissolution of a Local Unit/Council**

(a) Upon consideration of dissolution by a local unit/council, notice shall be given in writing to the WSPTA Office. A public meeting must be held with thirty (30) days prior notice, at which a quorum of membership must be present to vote. The region director, a representative of the council involved, or designated alternate shall be present.

(b) In the event of the dissolution of a local unit/council, the assets of the organization shall be distributed for one or more of the exempt purposes specified in Section 501 (c)(3) or (4) of the 1986 Internal Revenue Code as from time to time amended, and as approved by a vote of the general membership. This meeting shall be presided over by the region director or designee.

(c) A local unit/council shall be considered dissolved when the membership has approved the dissolution and distribution of assets or when it fails to submit annual membership service fees to the WSPTA for two (2) consecutive years. When no longer affiliated with the WSPTA, the local unit/council shall cease and desist from further use of any name that implies or connotes association with the WSPTA and National PTA.

(d) Each local unit/council is obligated, upon dissolution, to yield and surrender all financial books and records of its assets and property to the region director who shall submit it to the WSPTA Office.

#### **Section 4**

There shall be no proxy voting by any constituent organization of the WSPTA.

#### **Section 5**

The purposes and basic policies of the WSPTA shall in every case also be the purposes and basic policies of each constituent organization.

#### **Section 6**

Annually, each constituent organization shall review the Uniform Bylaws of the WSPTA for the government of the organization and shall also adopt standing rules that are not in conflict with state or National PTA Bylaws and that include a provision establishing a quorum.

## **Article 4 MEMBERSHIP AND SERVICE FEES**

#### **Section 1**

##### **Open Membership**

Without discrimination, membership in each local PTA shall be open to all people, under such rules and regulations, not in conflict with the provisions of the Bylaws of the National PTA, as may be prescribed in the standing rules of the local PTA, to any individual who subscribes to the purposes and basic policies of the National PTA.

#### **Section 2**

##### **Year-round Enrollment**

Each local PTA shall conduct an annual enrollment of members but may admit persons to membership at any time.

#### **Section 3**

##### **Membership Service Fees**

The WSPTA per capita membership service fee shall be five dollars and twenty-five cents (\$5.25) for the 2009-10 membership year; five dollars and fifty cents (\$5.50) for the 2010-11 membership year; and five dollars and seventy-five cents (\$5.75) thereafter, plus the National PTA per capita assessment which effective July 1, 2011 is two dollars twenty-five cents (\$2.25). Increases to the WSPTA's membership service fees shall be determined by the WSPTA Convention. National PTA assessment increases shall be automatic according to changes made by National PTA.

In support of the Outstanding Local Unit of the Year attending National PTA Convention, each local unit will pay \$5.00 with their October submittal of membership service fees. In the event that the Outstanding Local Unit of the Year award is not presented the fees collected will be held over in a restricted fund called Outstanding Local Unit and used to offset the cost of sending future Outstanding Local Units to NPTA convention.

#### **Section 4**

##### **Associate Members**

The WSPTA Board may create a class of membership in the WSPTA for people or organizations who wish to main-

tain a connection with PTA without actively participating. The Board shall determine the contribution levels and associated benefits for such members who shall have no voice or vote in the activities of the Association.

## **Article 5**

### **LOCAL UNIT**

#### **Section 1**

##### **Name**

The name of this local unit shall be \_\_\_\_\_ Parent Teacher Association (PTA), a unit of the Washington Congress of Parents and Teachers. Local units with student memberships may be named Parent, Teacher, Student Associations (PTSA).

#### **Section 2**

##### **Basic Policies**

(a) A local PTA in good standing is one which:

- (1) Adheres to the purposes and basic policies of the PTA;
- (2) Remits the state and national portion of the membership service fees to reach the WSPTA Office by the designated dates;
- (3) Has standing rules approved according to the procedures of the WSPTA;
- (4) Immediately after elections, identifies its elected officers to the WSPTA Office; and
- (5) During the PTA year, at least one member of the executive committee attend PTA & the Law, and all elected executive committee members attend at least one training which could include, but not be limited to, WSPTA Spring or Fall Region Conference, PTA & the Law, WSPTA Convention, WSPTA Leadership Conference, or WSPTA Legislative Assembly, WSPTA Emerging Leaders Conference, or onsite training provided by a region service delivery team member. Convention training counts towards the next year's executive committee members' training for the next year's requirements. [Editorial Note: This means that training received at the WSPTA Convention shall be counted toward the training requirement for the PTA year following the Convention.]
- (6) Meets other criteria as may be prescribed by the WSPTA.

(b) A PTA/PTSA local unit shall not enter into any financial obligations extending beyond the fiscal year (July 1 – June 30) except as approved by the general membership. The organization shall operate in a fiscally responsible and appropriate manner.

(c) PTA/PTSA membership lists shall not be released to outside interests.

(d) Each local unit shall be self-governing in the areas not in conflict with the Washington State PTA Uniform By-laws.

(e) Because each constituent organization of the WSPTA must adopt these Uniform Bylaws, such Bylaws shall not be in conflict with the Bylaws of the National PTA.

(f) Local unit standing rules shall not be in conflict with the Washington State PTA Uniform Bylaws.

#### **Section 3**

##### **Membership and Voting**

(a) Any group desiring the services available and provided by the WSPTA, willing to promote the purposes of the

National PTA, and willing to uphold the policies and subscribe to the Uniform Bylaws of the WSPTA, may become an affiliated unit of the WSPTA upon payment of per capita membership service fees. A charter shall be granted by the WSPTA Board of Directors.

(b) Twenty-five (25) or more members are required to organize or continue as an affiliated local PTA/PTSA unit. An annual waiver to the twenty-five (25) member minimum requires WSPTA Executive Committee and region director approval.

(c) Any individual supporting the purposes of PTA may become a member of a local unit by paying such membership service fees as are established by the local unit.

(d) Upon payment of membership service fees, members are considered in good standing through October of the ensuing year.

(e) Persons joining at the organizational meeting of a new unit shall be entitled to all privileges of membership, including voting and election to office. The local unit shall forward per capita service fees with names and addresses of the charter members and officers to the WSPTA Office immediately following an organizational meeting.

(f) Only members of a local unit who have paid membership service fees for the current membership year shall be entitled to a voice and one (1) vote on each matter in the business of the local unit.

(g) To be elected to office a person must be a member of a PTA unit, but not necessarily the unit being elected to, at least thirty (30) days preceding the election, except as specified in Article 5, Section 3 (e) for newly formed local units and councils.

(h) Absentee, mail or electronic ballots are prohibited with two (2) exceptions: election of officers and election of nominating committee positions. (1) The standing rules of the local unit may provide that voting for officer or nominating committee positions be by mail or by electronic transmission if the name of each candidate is contained in the notice of meeting or set forth in a record accompanying the notice. (2) Any vote cast by electronic transmission must indicate the name of the member submitting the vote, be sent by email from the email address on file with the local unit, and be received at the email address set forth in the notice of meeting. (3) Votes cast by mail or by electronic transmission must be received no later than the date set forth in the notice of the meeting. (4) The local unit standing rules may provide that members voting by mail or electronic transmission are deemed present for all purposes of quorum, count of votes and percentages of total voting power present, or only for the purposes of the election(s) conducted at the meeting.

## **Section 4**

### **Membership and Service Fees**

(a) Local unit membership service fees for PTA/PTSA members shall be determined by each local unit, the total to include the National PTA and the WSPTA assessments, and council assessment where applicable.

(b) Local units affiliated with a council shall pay the per capita membership service fees to the council which shall forward them to the WSPTA Office.

(c) Local units not affiliated with a council shall send the per capita membership service fees directly to the WSPTA

(d) A local Unit may NOT use their own funds to pay for or purchase PTA/PTSA Memberships. This includes using PTA funds for partial or full membership scholarships.

(e) A local unit MAY setup a restricted line item in their budget specific to membership scholarships, which is funded solely by donations. These funds may be used to pay for partial for full assistance of PTA memberships. Unused funds in the membership scholarship budget may carry over year to year but may only be used to cover the cost of PTA memberships.

## **Section 5**

### **Nominating Committee**

#### **(a) ELECTION**

(1) The nominating committee shall be elected at a general membership meeting of the local unit at least thirty (30) days preceding the election of officers and shall consist of at least three (3) members and two (2) alternates. The nominating committee members shall be elected by voice vote if there are no more than three (3) nominees and by ballot if there are more than three (3) nominees. The nominating committee alternates shall be elected by voice vote if there are no more than two (2) nominees and by ballot if there are more than two (2) nominees. A plurality vote shall elect. The designated number of candidates receiving the highest number of votes shall be declared the nominating committee. The committee shall select its chair at its first meeting.

(2) The members of the nominating committee shall have been members in good standing for at least thirty (30) days preceding their election. Alternates to serve on the nominating committee shall be named in order of the number of votes received.

(3) No person shall be eligible to serve two (2) consecutive years on this committee.

(4) Neither the president nor the school principal is eligible to be elected to serve on the nominating committee.

(5) Only members of the local unit shall be eligible to vote for or serve on the nominating committee.

#### **(b) DUTIES**

The nominating committee shall submit to the membership a written and signed report at least fifteen (15) days prior to the election of the name of one (1) or more candidates for each office to be filled. Additional nominations may be made from the floor with the consent of the nominee.

## **Section 6**

### **Officers and Their Election**

(a) Each elected officer of a local unit shall be a member of that local PTA unit prior to taking office and be at least eighteen (18) years of age.

(b) There shall be at least four (4) elected officers: president, vice president, secretary, and treasurer, with the recommendation that the legislative chair may be an elected officer. There may be other officers as designated in the standing rules.

(c) The officers shall be elected at a general membership meeting prior to April 30 for a term of one (1) year or until their successors are elected. No person shall serve in the same office for more than two (2) consecutive terms. An officer having served eight (8) or more months shall be considered to have served a full term. Officers shall assume their duties on July 1.

(d) A quorum being present, a majority of all votes is necessary to elect. Voting may be by voice if only one (1) candidate is nominated for an office. Except as provided in Article 5, Section 3(h), absentee or mail ballots are prohibited. Consistent with the National PTA Bylaws, proxy voting is not allowed.

(e) If a vacancy occurs in an office, the executive committee may fill the vacancy until the next general membership meeting at which time nominations shall be made from the floor with the consent of the nominee. A quorum being present, a majority of all votes cast is necessary to elect. Voting may be by voice if only one (1) candidate is nominated for office. Except as provided in Article 5, Section 3(h), absentee or mail ballots are prohibited. Consistent with the National PTA Bylaws, proxy voting is not allowed.

## **Section 7**

### **Duties of Officers**

#### **(a) GENERAL**

- (1) Upon assuming office, the officers shall be empowered to honor expenditures that have been provided for in the approved budget. All books, funds, and supplies belonging to the PTA/PTSA shall be relinquished to the new officers by the retiring officers immediately upon leaving office.
- (2) All financial matters and binding agreements shall require two (2) signatures; only elected officers shall have the authority to sign.
- (3) WSPTA requires two (2) signatures on every check. Use of a PTA debit card, credit card, ATM card and online banking to disburse PTA funds is not permitted.
- (4) In the event two (2) or more members of the same household hold offices in the same local unit or council, only one (1) shall co-sign financial matters.
- (5) An office shall be declared vacant if an officer is absent three (3) consecutive meetings, unless previously excused by the presiding officer.

#### **(b) PRESIDENT**

The president shall:

- (1) Preside at all meetings;
- (2) Serve as spokesperson for the local unit;
- (3) Make appointments to positions and committees as designated in the standing rules, with approval of the executive committee, for a term of one (1) year;
- (4) Be an ex-officio member of all committees except the nominating committee;
- (5) Disseminate and communicate all information received pertinent to PTA/PTSA programs;
- (6) Perform all duties pertaining to the office such as specified in these Uniform Bylaws and the standing rules;
- (7) Send to the WSPTA Office the names and addresses of the newly elected officers for the upcoming year immediately upon election but no later than May 1;
- (8) Participate in the election of the region director; and
- (9) Assure local unit representation at council meetings if the local unit is a member of a council.

#### **(c) VICE PRESIDENT**

The vice president shall perform the duties of the president in the absence or inability of that officer to serve, and shall assist the president when called upon. In the case of a vacancy in the office of president, the first vice president or vice presidents in their order shall temporarily assume the duties until the vacancy is filled.

#### **(d) SECRETARY**

The secretary shall:

- (1) Keep accurate records of all meetings;
- (2) Notify the president of any unfinished business;
- (3) Be responsible for correspondence as designated by the president;
- (4) Keep a complete roster of the membership of all standing and special committees;
- (5) Perform such other duties as provided for in the WSPTA Bylaws or standing rules; and
- (6) Maintain a complete roster of all members.

(e) **TREASURER**

The treasurer shall:

- (1) Serve as chair of the budget committee; present the budget to the membership; keep accurate records at all times; receive, issue receipts, and deposit promptly in an authorized account all monies and disburse same according to the approved yearly budget;
- (2) Present a written financial statement at each regular meeting and such other times as required by the president; provide all financial records if requested by the president or board of directors members; close the books on June 30 and submit the books and records for financial review;
- (3) Perform such other duties as may be provided for in the standing rules; and
- (4) Keep a record of membership service fees, transmitting same accompanied by membership lists bearing the names and addresses of members to the council treasurer. Units not affiliated with a council shall transmit same to the WSPTA Office. A duplicate membership list shall be provided to the local unit secretary.

**Section 8**

**Executive Committee**

- (a) The executive committee shall consist of the elected officers. A majority of those on the committee shall constitute a quorum.
- (b) The executive committee shall:
  - (1) Appoint members of the board of directors for a term of one (1) year;
  - (2) Appoint a non-signer to review and sign the monthly bank statement;
  - (3) Review the standing rules annually; and
  - (4) Refer recommendations to the board of directors and/or general membership for action.

**Section 9**

**Board of Directors**

- (a) Each board member of a local PTA unit shall be a member in good standing of that local PTA unit prior to assuming the roles and responsibilities of the position.
- (b) The board shall:
  - (1) Consist of the executive committee and appointed positions as specified in the local unit standing rules;
  - (2) Review the budget prior to its annual submittal to the general membership;
  - (3) Approve committee plans on an ongoing basis based on current budget forecasts and financial conditions.
  - (4) Transact necessary business between meetings of the membership and other such business as may be referred to it by the membership; and
  - (5) Present recommendations to the general membership for action.
- (c) A majority of those currently serving on the board shall constitute a quorum.
- (d) Special meetings of the board may be called by the president(s) or upon written request of the majority of all members of the board. Written notice stating date, time place and purpose of the meeting shall be delivered to each member of the board at least ten (10) days prior to the special meeting. If less than 10 days notice is given, documentation of each member's consent to conduct business must be obtained in writing or via email. A quorum of the board must be present to conduct business.

## **Section 10**

### **General Membership Meetings**

- (a) There shall be meetings of the general membership as established by the local unit standing rules to conduct business; adopt the budget; approve the standing rules; elect the nominating committee; and to conduct other business.
- (b) There shall be an annual meeting of the members to be held at a time and place fixed by the board of directors for the purpose of electing officers and conducting any other business which may properly come before the annual meeting. The unit president or secretary shall deliver written notice of the place, day and time of the annual meeting not less than ten (10) nor more than fifty (50) days prior to the date of the annual meeting to each member of the local unit.
- (c) Notice of regular meetings shall be made by providing each member with an adopted schedule of the regular meetings at any time after the annual meeting and before ten (10) days prior to the next succeeding regular meeting, and at any time requested by a member, or by such other notice as may be prescribed in the standing rules.
- (d) Special general membership meetings may be called by the president, a majority of the board of directors, or by five (5%) percent of the local unit membership enrolled in the WSPTA membership database. The person calling a special meeting shall provide notification in accordance with state law to all members of the local unit, not less than ten (10) nor more than fifty (50) days before the date of the special meeting, stating the place, date, time, and purpose of the special meeting. Upon receipt of a request for special meeting from person(s) authorized to call a special meeting under this section, the WSPTA staff shall provide information necessary for the required notice.
- (e) A quorum shall be specified in the unit's standing rules but shall be no less than ten (10). Except as provided in Article 5, Section 3(h), absentee or mail ballots are prohibited. Consistent with the National PTA Bylaws, proxy voting is not allowed.
- (f) Local unit general membership meetings may be open to all interested persons, but the privilege of making motions, debating, or voting shall be limited to the voting body of the unit as defined in Article 5, Section 3 (f).
- (g) The standing rules of the local unit may provide that members and any committee of members of the local unit may participate in a meeting by conference telephone or similar communications equipment so that all persons participating in the meeting can hear each other at the same time. The standing rules may also provide that participation by that method constitutes presence in person at a meeting.

## **Section 11**

### **Financial Review**

- (a) Each member of the board of directors has the fiduciary responsibility to make sure a Financial Review is done at the end of the PTA fiscal year. The Treasurer shall close the books on June 30 and submit the books and records for financial review to a financial review committee or a qualified accountant.
- (b) The financial review committee shall consist of no fewer than three (3) members appointed by the president. The financial review committee shall not include the people who were authorized to sign or individuals living within the same household as those authorized to sign on the bank account for the period being reviewed.
- (c) No member shall serve on the financial review committee for more than 2 consecutive years.

# Article 6 COUNCIL

## Section 1

### Name

The name of this council shall be \_\_\_\_\_, a branch of the Washington Congress of Parents and Teachers.

## Section 2

### Basic Policies

(a) A council in good standing is one which:

(1) Adheres to the purposes and basic policies of the PTA;

(2) Remits the state and national portion of the membership service fees to reach the WSPTA Office by the designated dates;

(3) Has standing rules approved according to the procedures of the WSPTA;

(4) Immediately after elections, identifies its elected officers to the WSPTA Office; and

(5) During the PTA year, at least one member of the executive committee attend PTA & the Law, and all elected executive committee members attend at least one training which could include, but not be limited to, WSPTA Spring or Fall Region Conference, PTA & the Law, WSPTA Convention, WSPTA Leadership Conference, or WSPTA Legislative Assembly, WSPTA Emerging Leaders Conference, or onsite training provided by a region service delivery team member. Convention training counts towards the next year's executive committee members' training for the next year's requirements. [Editorial Note: This means that training received at the WSPTA Convention shall be counted toward the training requirement for the PTA year following the Convention.]

(6) Meets other criteria as may be prescribed by the WSPTA.

(b) A PTA council shall not enter into any financial obligations extending beyond the fiscal year (July 1 – June 30) except as approved by the general membership. The organization shall operate in a fiscally responsible and appropriate manner.

(c) PTA/PTSA membership lists shall not be released to outside interests.

(d) Each council shall be self-governing in the areas not in conflict with the Washington State PTA Uniform Bylaws.

(e) Because each constituent organization of the WSPTA must adopt these Uniform Bylaws, such Bylaws shall not be in conflict with the Bylaws of the National PTA.

(f) Council standing rules shall not be in conflict with the Washington State PTA Uniform Bylaws.

(g) All councils shall offer a Reflections Program to the local units within the council.

## Section 3

### Membership and Voting

(a) The purpose of a council is to promote the purposes of the National PTA through creating public opinion favorable to the interests of children and youth; provide services, information, support, and leadership training for member units; promote cooperation among the member units; and, encourage child welfare projects in local units and the community.

(b) The membership of a PTA/PTSA council shall consist of local PTA/PTSA units within an area defined by the

WSPTA Board of Directors, recorded in the WSPTA Office, to serve a defined area. Public school associated local units shall be members of councils whenever a council exists. All other units may become members of a council with mutual agreement. Units shall apply to the WSPTA Board of Directors for authority to organize a council.

(c) Councils will be created at the request of the local units to be served, with the approval of the WSPTA Board of Directors.

(d) The voting body of a council shall consist of the members of the council board of directors, and representative(s) from each member local unit as specified by the council standing rules.

(e) To be elected to office, a person must be a member of a unit within the council service area at least thirty (30) days preceding the election.

(f) Representatives from PTA/PTSA units whose fees are delinquent shall not participate in the business or activities of the council.

(g) Absentee, mail or electronic ballots are prohibited with two (2) exceptions: election of officers and election of nominating committee positions. (1) The standing rules of the Council may provide that voting for officer or nominating committee positions be by mail or by electronic transmission if the name of each candidate is contained in the notice of meeting or set forth in a record accompanying the notice. (2) Any vote cast by electronic transmission must indicate the name of the member submitting the vote, be sent by email from the email address on file with the council, and be received at the email address set forth in the notice of meeting. (3) Votes cast by mail or by electronic transmission must be received no later than the date set forth in the notice of the meeting. (4) The Council standing rules may provide that members voting by mail or electronic transmission are deemed present for all purposes of quorum, count of votes and percentages of total voting power present, or only for the purposes of the election(s) conducted at the meeting.

## **Section 4**

### **Membership and Service Fees**

Councils shall determine next year's annual council fees before the end of the current fiscal year by a date determined by council standing rules.

## **Section 5**

### **Nominating Committee**

#### **(a) ELECTION**

(1) The nominating committee shall be elected at a general membership meeting of the council at least thirty (30) days preceding the election of officers and shall consist of at least three (3) members and two (2) alternates. The nominating committee members shall be elected by voice vote if there are no more than three (3) nominees and by ballot if there are more than three (3) nominees. The nominating committee alternates shall be elected by voice vote if there are no more than two (2) nominees and by ballot if there are more than two (2) nominees. A plurality vote shall elect. The designated number of candidates receiving the highest number of votes shall be declared the nominating committee. The designated number of candidates receiving the highest number of votes shall be declared the nominating committee. The committee shall select its chair at its first meeting.

(2) The members of the nominating committee shall have been members in good standing for at least thirty (30) days preceding their election. Alternates to serve on the nominating committee shall be named in order of the number of votes received.

(3) No person shall be eligible to serve two (2) consecutive years on this committee.

(4) The president is not eligible to serve on the nominating committee. No school or district administrator can serve on the nominating committee for the council within the district where he or she is employed.

(5) Only voting delegates of the council shall be eligible to vote for or serve on the nominating committee.

(b) DUTIES

The nominating committee shall submit to the membership a written and signed report at least fifteen (15) days prior to the election of the name of one (1) or more candidates for each office to be filled. Additional nominations may be made from the floor with the consent of the nominee.

**Section 6**

**Officers and Their Election**

(a) Each elected officer of a council shall be a member of a local unit in that council and be at least eighteen (18) years of age.

(b) There shall be at least four (4) elected officers: president, vice president, secretary, and treasurer, with the recommendation that the legislative chair may be an elected officer. There may be other officers as designated in the standing rules.

(c) The officers shall be elected at a general membership meeting prior to April 30 for a term of one (1) year or until their successors are elected. No person shall serve in the same office for more than two (2) consecutive terms. An officer having served eight (8) or more months shall be considered to have served a full term. Officers shall assume their duties on July 1.

(d) To be eligible for election to an office, a person must be a member of a local PTA/PTSA unit of the council and must have been a member of the board of directors of a local unit or council for at least a one (1) year term.

(e) A quorum being present, a majority of all votes is necessary to elect. Voting may be by voice if only one (1) candidate is nominated for an office. Except as provided in Article 6, Section 3(h), absentee or mail ballots are prohibited. Consistent with the National PTA Bylaws, proxy voting is not allowed.

(f) If a vacancy occurs in an office, the executive committee may fill the vacancy until the next general membership meeting at which time nominations shall be made from the floor with the consent of the nominee. A quorum being present, a majority of all votes cast is necessary to elect. Voting may be by voice if only one (1) candidate is nominated for office. Except as provided in Article 6, Section 3(h), absentee or mail ballots are prohibited. Consistent with the National PTA Bylaws, proxy voting is not allowed.

**Section 7**

**Duties of Officers**

(a) GENERAL

(1) Upon assuming office, the officers shall be empowered to honor expenditures that have been provided for in the approved budget. All books, funds, and supplies belonging to the PTA/PTSA shall be relinquished to the new officers by the retiring officers immediately upon leaving office.

(2) All financial matters and binding agreements shall require two (2) signatures; only elected officers shall have the authority to sign.

(3) WSPTA requires two (2) signatures on every check. Use of a PTA debit card, credit card, ATM card and online banking to disburse PTA funds is not permitted.

(4) In the event two (2) or more members of the same household hold offices in the same local unit or council, only one (1) shall co-sign financial matters.

(5) An office shall be declared vacant if an officer is absent three (3) consecutive meetings, unless previously excused by the presiding officer.

(b) PRESIDENT

The president shall:

- (1) Preside at all meetings;
- (2) Serve as spokesperson for the council;
- (3) Make appointments to positions and committees as designated in the standing rules, with approval of the executive committee, for a term of one (1) year;
- (4) Be an ex-officio member of all committees except the nominating committee;
- (5) Disseminate and communicate all information received pertinent to PTA/PTSA programs;
- (6) Perform all duties pertaining to the office such as specified in these Uniform Bylaws and the standing rules;
- (7) Send to the WSPTA office the names and addresses of the newly elected council officers for the upcoming year immediately upon election but no later than May 1;
- (8) Coordinate the council's programs and activities;
- (9) Attend the region meetings or send designated alternates;
- (10) Participate in the election of the region director; and
- (11) Cooperate, when requested, with the region director in establishing new units.

(c) VICE PRESIDENT

The vice president shall perform the duties of the president in the absence or inability of that officer to serve, and shall assist the president when called upon. In the case of a vacancy in the office of president, the first vice president or vice presidents in their order shall temporarily assume the duties until the vacancy is filled.

(d) SECRETARY

The secretary shall:

- (1) Keep accurate records of all meetings;
- (2) Notify the president of any unfinished business;
- (3) Be responsible for correspondence as designated by the president;
- (4) Keep a complete roster of the membership of all standing and special committees;
- (5) Perform such other duties as provided for in the Bylaws or standing rules; and
- (6) Maintain an up-to-date roster of local units in the council membership with names and addresses of their officers.

(e) TREASURER

The treasurer shall:

- (1) Serve as chair of the budget committee; present the budget to the membership; keep accurate records at all times; receive, issue receipts, and deposit promptly in an authorized account all monies and disburse same according to the approved yearly budget;
- (2) Present a written financial statement at each regular meeting and such other times as required by the president; provide all financial records if requested by the president or board of directors members; close the books on June 30 and submit the books and records for financial review to a financial review committee;
- (3) Perform such other duties as may be provided for in the standing rules; and
- (4) Remit WSPTA and National PTA portions of the membership service fees to the WSPTA Office no later than the specified postmark deadline dates.

## **Section 8**

### **Executive Committee**

- (a) The executive committee shall consist of the elected officers. A majority of those on the committee shall constitute a quorum.
- (b) The executive committee shall:
- (1) Appoint members of the board of directors for a term of one (1) year;
  - (2) Appoint a non-signer to review and sign the monthly bank statement;
  - (3) Review the standing rules annually; and
  - (4) Refer recommendations to the board of directors and/or general membership for action.

## **Section 9**

### **Board of Directors**

- (a) Each board member of a PTA council shall be a member in good standing of a local PTA unit within that PTA council before assuming the roles and responsibilities of the position.
- (b) The board shall:
- (1) Consist of the executive committee and appointed positions as specified in the council standing rules;
  - (2) Review the budget prior to its annual submittal to the general membership;
  - (3) Approve committee plans on an ongoing basis based on current budget forecasts and financial conditions;
  - (4) Transact necessary business between meetings of the membership and other such business as may be referred to it by the membership; and
  - (5) Present recommendations to the general membership for action.
- (c) A majority of those currently serving on the board shall constitute a quorum.
- (d) Special meetings of the board may be called by the president(s) or upon written request of the majority of all members of the board. Written notice stating date, time place and purpose of the meeting shall be delivered to each member of the board at least ten (10) days prior to the special meeting. If less than 10 days notice is given, documentation of each member's consent to conduct business must be obtained in writing or via email. A quorum of the board must be present to conduct business.

## **Section 10**

### **General Membership Meetings**

- (a) There shall be meetings of the general membership as established by the council standing rules to conduct business; adopt the budget; approve the standing rules; elect the nominating committee; and to conduct other business.
- (b) There shall be an annual meeting of the members to be held at a time and place fixed by the council board of directors for the purpose of electing officers and conducting any other business which may properly come before the annual meeting. The council president or secretary shall deliver written notice of the place, day and time of the annual meeting not less than ten (10) nor more than fifty (50) days prior to the date of the annual meeting to each member of the council.
- (c) Notice of regular meetings shall be made by providing each member with an adopted schedule of the regular meetings at any time after the annual meeting and before ten (10) days prior to the next succeeding regular meeting, and at any time requested by a member, or by such other notice as may be prescribed in the standing rules.

(d) Special general membership meetings may be called by the president, a majority of the board of directors, or by ten (10%) percent of the voting body as defined in Article 6, Section 3(d). The person calling a special meeting shall provide notification as per the guidelines set forth in RCW 24.03.075 to all members of the council's voting body, not less than ten (10) nor more than fifty (50) days before the date of the special meeting, stating the place, date, time, and purpose of the special meeting. Upon receipt of a request for special meeting from person(s) authorized to call a special meeting under this section, the WSPTA staff will provide information to the person(s) calling a special meeting so that the required notice can be provided to all members.

(e) One-tenth (1/10) of the voting delegates shall constitute a quorum. Except as provided in Article 6, Section 3(h), absentee or mail ballots are prohibited. Consistent with the National PTA Bylaws, proxy voting is not allowed.

(f) Council general membership meetings may be open to all interested persons, but the privilege of making motions, debating, or voting shall be limited to the voting body of the council as defined in Article 6, Section 3 (d).

(g) The standing rules of the council may provide that members and any committee of members of the council may participate in a meeting by conference telephone or similar communications equipment so that all persons participating in the meeting can hear each other at the same time. The standing rules may also provide that participation by that method constitutes presence in person at a meeting.

## **Section 11**

### **Financial Review**

(a) Each member of the board of directors has the fiduciary responsibility to make sure a Financial Review is done at the end of the PTA fiscal year. The Treasurer shall close the books on June 30 and submit the books and records for financial review to a financial review committee or a qualified accountant.

(b) The financial review committee shall consist of no fewer than three (3) members appointed by the president or be completed by a qualified accountant. The financial review committee shall not include the people who were authorized to sign or individuals living within the same household as those authorized to sign on the bank account for the period being reviewed.

(c) No member shall serve on the financial review committee for more than 2 consecutive years.

## **Article 7 REGION**

### **Section 1**

#### **Nominating Committee**

##### **(a) ELECTION**

(1) The nominating committee shall consist of at least three (3) members and two (2) alternates residing within the region from a list of five (5) or more nominated from the floor. A plurality vote shall elect. The election shall be held at region meetings as designated by the WSPTA Board of Directors. Each unit and council in attendance shall have one (1) vote. The committee shall select its chair at its first meeting.

(2) The members of the nominating committee shall have been members in good standing for at least thirty (30) days preceding their election. Alternates to serve on the nominating committee shall be named in order of the number of votes received.

(3) No person shall be eligible to serve two (2) consecutive times on this committee.

(4) The current region director may not serve on the region director nominating committee.

(b) DUTIES

The nominating committee shall nominate one (1) or more candidates for the office of region director. A signed report and a resume for each candidate shall be mailed to the WSPTA Office by a date designated by the WSPTA Board of Directors.

**Section 2**

**Region Director Election**

(a) The state shall be divided into regions, boundaries of which shall be determined by the WSPTA Board of Directors.

(b) To be eligible for election to the position of region director, a person must be a member of a local PTA/PTSA unit, shall reside within the region to be represented, and have served:

- (1) As a local unit or council officer for two (2) years; or
- (2) On the region service delivery team for two (2) years; or
- (3) On the region service delivery team for one (1) year and a local unit or council officer for one (1) year; or
- (4) On the WSPTA Board of Directors for at least one (1) year.

(c) Region directors shall be elected for a term of two (2) years or until their successors are elected. A region director having served sixteen (16) or more months shall be considered to have served a full term. Region directors shall not be eligible for two (2) consecutive terms in the same office. Region directors from odd-numbered regions shall be elected in odd-numbered years, and region directors from even-numbered regions shall be elected in even-numbered years.

(d) The region director shall be elected by the local units and councils within the boundaries of the geographically designated regions. Each local unit shall have one (1) vote; each council shall have one (1) vote. The method of determining this vote shall be left to the discretion of the local unit or council. All votes shall be cast by mail or electronically transmitted ballot administered by the WSPTA Office. Any electronic vote must be sent by the president (or designee) of the entity entitled to vote, indicate the name of the person submitting the vote, be sent by email from the email address on file with the WSPTA Office, and be received at the email address set forth in the notice of election no later than the date set forth in the notice.

(e) The WSPTA Office shall tally and ratify all votes for the region. The results of the vote shall be reported to all local units and councils in that region.

(f) The election must be completed by a date determined by the WSPTA Board of Directors.

(g) The person receiving the majority of votes shall be elected and assume office on June 1.

(h) Twenty-five (25) per cent of all local units and councils in good standing in a region shall constitute a quorum.

(i) If a vacancy occurs, the WSPTA president shall appoint an acting region director until the vice president calls a meeting of the council presidents and presidents of local units not affiliated with a council to elect a nominating committee. Elections shall be held within forty-five (45) days. The unexpired term shall be filled by a majority vote of the local units and councils.

**Section 3**

**Region Director Duties**

(a) Region directors shall:

- (1) Attend all WSPTA Board of Directors' meetings;
- (2) Preside at the region director nominating committee election;

(3) Be responsible for annual officers' leadership workshops for the councils and local units in that region. The appropriate WSPTA officer is authorized to call for a workshop in the event the region director fails to fulfill those responsibilities; and

(4) Hold at least two (2) region meetings during the year to which local unit and council officers and members are invited.

## **Article 8 STATE**

### **Section 1**

#### **Name**

The name of the state organization shall be the Washington Congress of Parents and Teachers, hereinafter the WSPTA, an affiliated branch of the National PTA.

### **Section 2**

#### **State and National Membership**

Each individual who is a member of a local PTA is a member of the National PTA and of the WSPTA by which such local PTA is chartered, and is entitled to all the benefits of each membership.

### **Section 3**

#### **Nominating Committee**

##### **(a) ELECTION**

(1) Two (2) members of the WSPTA Nominating Committee shall be elected by the WSPTA Board of Directors. Three (3) members shall be elected from the membership at large at the annual WSPTA Convention. The WSPTA Nominating Committee shall select the committee chair. A list of alternates in order of votes received shall be maintained to fill vacancies as needed, in the event that those elected cannot serve.

(2) The members of the WSPTA Nominating Committee shall have been members in good standing for at least thirty (30) days preceding their election.

(3) No person shall be eligible to serve two (2) consecutive years on this committee.

##### **(b) DUTIES**

The WSPTA Nominating Committee shall nominate one (1) or more candidates for each elective office to be filled at the next WSPTA Convention. The Nominating Committee shall send a written and signed report of those nominated to the executive director who shall send a copy to each member of the WSPTA Board of Directors and the presidents of councils and local units at least sixty (60) days prior to Convention. A call for self-declared candidates will be sent with the Nominating Committee report. Self-declared candidates have 30 days after the posting of the Nominating Committee's report to declare their candidacy. Notification must be given in writing to the WSPTA President and the Nominating Committee chair. The Nominating Committee shall report on the first day of Convention.

### **Section 4**

#### **Officers and Their Election**

(a) The elected officers of the WSPTA shall be president, vice president, secretary, finance officer, leadership director, legislative director, membership director, program director, outreach director, and the region directors.

(b) The president, vice president, secretary, finance officer, leadership director, legislative director, membership director, program director, and outreach director shall be elected at the annual WSPTA Convention for a term of two

(2) years or until their successors are elected. The president, vice president, membership director and legislative director shall be elected in odd-numbered years; the secretary, finance officer, leadership director, program director and outreach director shall be elected in the even-numbered years. The majority of all votes cast is necessary to elect. In the event of the tie vote, the tie shall be broken by lot, using a method determined by the Elections Oversight Committee and the Parliamentarian. If only one (1) candidate is nominated, voting may be by voice. Absentee or mail-in or proxy ballots are prohibited.

(c) To be eligible for election, a person must be a member of a local PTA/PTSA unit. For the offices of president and vice president, the candidate shall have served at least one (1) year on the WSPTA Board of Directors; for the offices of secretary and finance officer, the candidate shall have served at least one (1) year on the WSPTA Board of Directors or as a local unit or council officer for three (3) separate PTA fiscal years; for the office of leadership director, the candidate shall have served at least one (1) year on the WSPTA Board of Directors or at least one (1) year on the WSPTA Leadership Committee or as a local unit or council officer for two (2) separate PTA fiscal years; for the office of membership director the candidate shall have served at least one (1) year on the WSPTA Board of Directors or at least one (1) year on the WSPTA Membership Committee or as a local unit or council officer for two (2) separate PTA fiscal years; for the office of program director, the candidate shall have served at least one (1) year on the WSPTA Board of Directors or as a local unit or council officer for two (2) separate PTA fiscal years; for the office of legislative director, the candidate shall have served at least one (1) year on the WSPTA Board of Directors or at least one (1) year on the WSPTA Legislation Committee or at least two (2) separate PTA fiscal years as a local unit or council legislation chair. For the office of Outreach Director, the candidate shall have served one (1) year on the WSPTA Board of Directors or at least one (1) year on the Region Outreach Committee or at least two (2) years as a local unit or council outreach or diversity chair.

(d) To be nominated for office, to run for office or to be elected to office, a currently sitting member of the WSPTA Board of Directors must resign from that Board position effective May 31st of the year in which the election is held.

(e) Officers shall not be eligible for two (2) consecutive terms in the same office. An officer having served sixteen (16) or more months shall be said to have served a full term. Officers shall assume duties of office on June 1.

(f) If an officer elected at the annual WSPTA Convention is unable to serve, that office shall be filled until the next annual Convention by a majority vote of the WSPTA Board of Directors. Recommendations for candidates for the vacated office shall be solicited from the general membership prior to the Board meeting at which the election is held.

## **Section 5**

### **Duties of Officers**

#### **(a) PRESIDENT**

The president shall:

- (1) Preside at all WSPTA Board and general meetings;
- (2) Serve as spokesperson for the WSPTA;
- (3) Make appointments to positions and committees as designated in these Uniform Bylaws for a term of one (1) year;
- (4) Sign checks if the executive director is unable to carry out his or her duties;
- (5) Approve all editorial content of WSPTA publications;
- (6) Represent the WSPTA at the National PTA Convention; and
- (7) Appoint a WSPTA Board member to represent the WSPTA for each National Council of States event.

(b) VICE PRESIDENT

The vice president shall:

- (1) Coordinate leadership education of the WSPTA Board of Directors;
- (2) Act as assistant to the president;
- (3) Perform such other duties as delegated by the president; and
- (4) Perform the duties of the president, as designated by the WSPTA Board of Directors, in the absence or inability of that officer to serve.

(c) SECRETARY

The secretary shall keep accurate records of WSPTA Executive Committee, Board of Directors, Convention, and Legislative Assembly meetings.

(d) FINANCE OFFICER

The finance officer shall:

- (1) Be chair of the WSPTA Corporate Finance Committee and serve as the Association's Whistleblower Compliance Officer;
- (2) Submit a proposed budget to the Pre-Convention meeting of the WSPTA Board of Directors for adoption; and
- (3) Sign checks if the president or executive director is unable to carry out his or her duties.

(e) LEADERSHIP DIRECTOR

The leadership director shall be chair of the Convention classes committee; coordinate the WSPTA Leadership Conference; and help develop, review, and update WSPTA leadership resources.

(f) LEGISLATIVE DIRECTOR

The legislative director shall be chair of the WSPTA Legislation Committee and coordinate the WSPTA Legislative Assembly and the activities of the WSPTA legislation training program.

(g) MEMBERSHIP DIRECTOR

The membership director shall be chair of the WSPTA Membership Committee, coordinate membership activities of WSPTA and review and update program publications and resources.

(h) PROGRAM DIRECTOR

The program director shall coordinate the activities of WSPTA programs, help develop, review and update program publications and resources and provide oversight for the WSPTA Reflections program.

(i) OUTREACH DIRECTOR

The outreach director shall be chair of the WSPTA Outreach Committee, coordinate outreach activities of WSPTA, and review and update outreach publications and resources.

## **Section 6**

### **Executive Committee**

(a) The Executive Committee will function as a committee on national, state and local relationships when needed. This Committee shall review any alleged violations by local units or councils of the National PTA Bylaws, the WSPTA Bylaws, or their own standing rules which cannot be resolved with the assistance of the region director, and shall promptly report to the WSPTA Board of Directors the results of such review and its recommendations for action.

(b) The Executive Committee shall consist of the president, vice president, secretary, finance officer and one (1) Board representative (who shall be either a region director or state director) elected by the region directors and state

directors at the first regularly scheduled board meeting following the Convention to serve for the current PTA year term until May 31st. A majority of those on the Committee shall constitute a quorum.

(c) The Executive Committee, with input from the WSPTA Board of Directors, shall conduct an annual evaluation of the executive director and present a summary of this evaluation by the Pre-Convention WSPTA Board of Directors' meeting.

## **Section 7**

### **Board of Directors**

(a) The Board shall consist of the Executive Committee, leadership director, legislative director, membership director, program director, outreach director, and region directors and shall serve as the Board of Directors of the corporation of the Washington Congress of Parents and Teachers; extend guest seats to all regular meetings of the Board as determined by Board policy.

(b) The Board shall hold Board meetings at least four (4) times a year. Special meetings may be called by the president or upon written request of fifteen (15) members of the Board. Written notice stating the date, time, place, and purpose of the meeting shall be delivered to each member of the board at least ten (10) days prior to the special meeting. If less than 10 days notice is given, documentation of each member's consent to conduct business must be obtained in writing or email. A majority of all members of the Board shall constitute a quorum. Courtesy seats at WSPTA Board meetings will be provided to any WSPTA member in good standing, based on the order of requests received. To obtain a courtesy seat the PTA member must notify the president, in writing (email or postal mail) at least seven (7) days but no more than thirty (30) days prior to the meeting date. At least ten (10) courtesy seats will be available for each WSPTA Board of Directors meeting.

(c) The Board shall have authority over the business of the WSPTA during the interim between annual WSPTA Conventions, including new areas of legislation affecting the business of the Association that are not covered by the legislation program, except that of modifying any action taken by Convention. No debt or liability shall be incurred by the Board that has not been provided for by the adopted yearly budget.

(d) The Board shall approve the format of the annual WSPTA Convention; determine committees and approve plans for action; endeavor to carry out the programs of the National PTA; authorize the publication and distribution of WSPTA publications.

(e) The Executive Committee shall review any alleged violations by local units or councils of the National PTA Bylaws, the WSPTA Bylaws, or their own standing rules and shall promptly report to the WSPTA Board of Directors the results of such review and its recommendations for action. The WSPTA Board of Directors shall give due consideration to the report of the Executive Committee and shall accord the local unit or council an opportunity to be heard and to respond to the report. If, upon such consideration and hearing, the WSPTA Board of Directors finds a violation by a local unit or council, it may, by a two-thirds (2/3) vote, require the local unit or council to take appropriate action within a stipulated period of time. When such a requirement has been made by the WSPTA Board of Directors and if the recommended action is not taken by the local unit or council within the allotted time, the WSPTA Board of Directors may, by a two-thirds (2/3) vote, withdraw the charter of the local unit or council and terminate its status as a local unit or council.

## **Article 9**

### **WSPTA EXECUTIVE DIRECTOR**

#### **Section 1**

The executive director shall be hired by the WSPTA Board of Directors.

#### **Section 2**

The executive director shall:

- (a) Perform those duties set forth in the employee contract and policies;
- (b) Receive and disburse all monies of the organization; provide a monthly financial report to the president and finance officer; be required to give a commercial bond, paid for by the WSPTA, for performance of his/her duties; quarterly send to National PTA the per capita assessments on hand accompanied by a statement giving names, locations, and membership of each unit; and have the accounts of the WSPTA audited by a certified public accountant who is approved by the WSPTA Corporate Finance Committee; and
- (c) Prepare a report for each meeting of the WSPTA Board of Directors; send out necessary notices of meetings of the WSPTA Board of Directors, Convention, and others at the direction of the president; and maintain a complete file of minutes and reports of the WSPTA.

#### **Section 3**

Signature authority may be delegated by the Executive Committee to a designated staff member.

## **Article 10**

### **WSPTA CONVENTION**

#### **Section 1**

The annual meeting of the members of the WSPTA shall be known as the WSPTA Convention. The time, place, and registration fee for each Convention delegate shall be fixed by the WSPTA Board of Directors. The Convention shall be the governing body of the WSPTA. Written notices of the place, date, and time of the WSPTA Convention shall be mailed, not less than ten (10) nor more than fifty (50) days prior to the opening day of Convention to the WSPTA Board of Directors, the presidents of each local unit in good standing, and the presidents of each council in good standing.

#### **Section 2**

##### **Voting Delegates**

##### **(a) GENERAL**

The voting delegates at Convention shall be the WSPTA Board of Directors and accredited delegates from local units and councils in good standing. Payment of membership service fees shall entitle the authorized delegates' representation. Each voting delegate is only entitled to cast one (1) vote on each matter before the assembly. All voting delegates must be registered at the Convention. If the WSPTA Board of Directors authorizes volunteers to register at the Convention without payment of a fee, no more than one (1) such delegate per local unit and one (1) such delegate per council shall be a voting delegate.

##### **(b) LOCAL UNIT**

- (1) The method for selecting voting delegates and alternates to the WSPTA Convention shall be specified in the standing rules.

(2) Units shall be entitled to have the number of voting delegates as shown in the following chart, based on the remitted service fees as of January 25th of the current year:

Up to 299 memberships: 2 voting delegates

300-499 memberships: 3 voting delegates

500-699 memberships: 4 voting delegates

700-899 memberships: 5 voting delegates

Over 899 memberships: 1 voting delegate for each additional 200 memberships

(3) New units admitted to membership after February 1 of the current year shall be allowed representation at the Convention on the basis of membership recorded in the WSPTA Office fifteen (15) days prior to the opening day of Convention.

(4) A local unit may have as many non-voting delegates as desired.

#### (c) COUNCIL

The method for selecting voting delegates and alternates to the WSPTA Convention shall be specified in the council standing rules. Each council shall be entitled to have two (2) voting delegates. A council may have as many non-voting delegates as desired.

#### (d) QUORUM

Two hundred (200) voting delegates, with at least three-fourths (3/4) of the regions represented, present at any general business session shall constitute a quorum.

### **Section 3**

#### **Resolutions**

Resolutions approved by local units, councils, or WSPTA committees, to be submitted to the WSPTA Convention for action, shall be submitted to the WSPTA Office postmarked no later than the annually established deadline for consideration by the WSPTA Resolutions Committee.

#### (a) Resolutions

(1) Must not be in conflict with WSPTA or National PTA Bylaws or Policy.

(2) Must be statewide in scope.

(3) May supplement but not conflict with the WSPTA Legislative Platform.

(b) Emergency resolutions at Convention are new business and may not concern items already on the Convention agenda.

(c) Any position taken by the Board (“Board Position”) and listed in the “Resolutions/Board Positions” document must be submitted as a resolution and approved at the WSPTA Convention within one (1) year of adoption or be removed from the “Resolutions/Board Positions” document.

### **Section 4**

#### **Rules**

(a) Convention rules shall not be in conflict with these Uniform Bylaws.

(b) Only those publications approved by the WSPTA president or executive director shall be displayed, distributed, or offered for sale at Convention.

**Section 5**  
**Cancellation**

In the event of an emergency, the WSPTA Board of Directors shall have the authority to determine if a Convention shall be held; a two-thirds (2/3) vote shall decide. Should no Convention be held, the WSPTA Board of Directors shall have the authority to plan procedures for conducting all necessary business.

- (a) The WSPTA Election Oversight Committee shall have charge of the election, which shall be conducted in accordance with procedures adopted by the WSPTA Board of Directors. In the event the election is conducted by mail, a plurality vote shall elect. The results of the election shall be reported to the Board of Directors at its next meeting.
- (b) Existing Uniform Bylaws shall govern until Convention meetings are resumed.

**Article 11**  
**NATIONAL PTA CONVENTION**

The WSPTA shall be entitled to be represented at the annual Convention of the National PTA by the president and one (1) voting delegate for every one thousand (1000) memberships as shown on the books of the National PTA secretary/treasurer as of March 31. The selection of these delegates shall be made or authorized by the WSPTA Board of Directors. Voting delegates from the WSPTA at-large to the National PTA Convention must comply with current criteria. In case of emergency, the WSPTA president shall be authorized to appoint delegates to the National PTA Convention.

**Article 12**  
**LEGISLATION PROGRAM**

The WSPTA legislative advocacy program shall include:

- (a) Issues selected at the Legislative Assembly which shall form the priority focus of the legislation platform;
- (b) Resolutions adopted by the WSPTA membership;
- (c) Advocacy Topics; and
- (d) Positions adopted by the WSPTA Board of Directors.

**Article 13**  
**LEGISLATIVE ASSEMBLY**

**Section 1**  
**Meeting**

- (a) An annual Legislative Assembly shall be held for the purpose of determining legislative priorities of the WSPTA, educating and mobilizing advocates and advancing the WSPTA's legislative advocacy program.
- (b) The date, place, and registration fee shall be fixed by the WSPTA Board of Directors.

(c) Standing rules shall be adopted annually and must not be in conflict with these Uniform Bylaws.

## **Section 2**

### **Voting Delegates**

(a) Local unit voting delegates at the Legislative Assembly shall be members of the unit they represent. Council unit voting delegates must be members of a unit within the council service area.

(b) The voting delegates at the Legislative Assembly shall include the following:

(1) Units shall be entitled to have the number of voting delegates as shown in the following chart, based on the previous year's end of the year membership.

Up to 299 memberships: 2 voting delegates

300-499 memberships: 3 voting delegates

500-699 memberships: 4 voting delegates

700-899 memberships: 5 voting delegates

Over 899 memberships: 1 voting delegate for each additional 200 memberships

(2) New units admitted to membership after June 30th of the current year shall be allowed representation at Legislative Assembly on the basis of membership recorded in the WSPTA Office fifteen (15) days prior to the opening day of Legislative Assembly.

(3) Two (2) delegates from each council.

(4) The region legislation chairs.

(5) WSPTA Legislative Director or designated alternate.

(6) Each voting delegate is only entitled to cast one (1) vote on each matter before the assembly.

## **Section 3**

### **Quorum**

One hundred fifty (150) voting delegates, with at least three-fourths (3/4) of the regions represented, shall constitute a quorum.

## **Section 4**

### **Cancellation**

In the event of an emergency, a two-thirds (2/3) vote of the WSPTA Board of Directors shall have the authority to cancel the Legislative Assembly. The WSPTA Legislation Committee will submit a proposed legislation program to the WSPTA Board of Directors for its approval. The approved legislation program will remain in effect until the next Legislative Assembly or until an annual review changes it.

## **Section 5**

### **Resolutions**

Resolutions approved by local units, councils or WSPTA committees, to be submitted to the WSPTA Legislative Assembly for action, shall be submitted to the WSPTA Office postmarked no later than the established deadline for consideration by the WSPTA Resolutions Committee.

(a) Resolutions

(1) Must not be in conflict with WSPTA or National PTA Bylaws or Policy

(2) Must be statewide in scope

(3) May supplement but not conflict with the WSPTA Legislative Platform.

(b) Emergency resolutions at Legislative Assembly are considered new business (Business that has not already been submitted to either the Legislative Committee and or the Resolutions Committee.)

## **Article 14 AMENDMENTS TO THE UNIFORM BYLAWS**

Section (1) Uniform Bylaws may be amended annually by a two-thirds (2/3) vote at WSPTA Convention, provided the amendments have been approved by the WSPTA Board of Directors. A copy of the proposed amendments shall be sent to each member of the WSPTA Board of Directors, council presidents, and local unit presidents at least fifty (50) days prior to the opening day of Convention.

Section (2). Following adoption of amendments to the Bylaws, WSPTA staff shall prepare and publish an updated copy of the Bylaws. In preparing the published version, staff may make minor corrections in spelling, numbering and other non-substantive matters necessary to align the amendment(s) to the existing version of these Bylaws.

## **Article 15 PARLIAMENTARY AUTHORITY**

The current edition of “Robert’s Rules of Order Newly Revised” shall govern the WSPTA in all cases in which they are applicable and in which they are not in conflict with these Uniform Bylaws, the Articles of Incorporation, or the Washington Nonprofit Corporation Act.

## **Article 16 ARTICLES OF ORGANIZATION**

These Uniform Bylaws of this organization shall be deemed to be part of its articles of organization.

---

## **Glossary of Terms**

The definitions in the following glossary have not been approved by the delegates at a Washington State PTA Convention, and are not officially part of the Bylaws. The glossary has been developed by previous Bylaws Committees as an aid to interpreting the Bylaws, and edited by WSPTA Staff. To the extent there may be a difference between a definition in the glossary and a provision in the Bylaws, the Bylaws provision should be followed.

501(c) 3— donations are tax deductible by the donor; may not engage in any activities in support of or in opposition to any candidate for public office; may not devote more than an insubstantial part of its activities to influence legislation.

501(c) 4— donations are not tax deductible by the donor, allows a larger percentage of advocacy work, and may not engage in any activities in support of or in opposition to any candidate for public office.

Ad Hoc Committee—a committee formed to accomplish a specific objective and usually for a limited period of time.

Advocacy—is the foundation of the PTA. Advocacy means to speak up; to plead a cause; to make a case for another.

Board of Directors—elected officers and appointed positions as defined in the local unit/council standing rules and WSPTA Uniform Bylaws.

Charter—the authorization from WSPTA to establish a local unit or council and the agreement outlining the organization, privileges and purposes.

Charter Member—any of the original members of a local unit who joined during the charter membership period.

Constituent—individual associations contributing to a whole. Local units and councils are constituents of WSPTA.

Convention—annual General Membership meeting of WSPTA.

Council—a group of local PTA units organized under the authority of the WSPTA within a defined area. A council provides service to local units and addresses needs larger than can be met by a local unit.

Delegate—a member representing a local unit, council or the WSPTA acting on behalf of its members.

Dissolution—the termination of the affiliation with WSPTA and National PTA and the authority to exist and operate in any capacity as a PTA.

Emergency Resolutions—A formal position statement brought forward to the members to take action on.

Ensuing—to happen as a consequence.

Executive Committee—elected officers and others as defined in the local unit/council standing rules and WSPTA Uniform Bylaws.

Ex-Officio—a member of a board or committee by nature of their position (such as a school principal). With the exception of the president, they have voice and vote unless stated otherwise in standing rules. For more details, see Robert's Rules of Order Newly Revised, 10th Edition, p. 466.

Fiscal Year—WSPTA fiscal year is the 12-month period from July 1 through June 30.

General Consent—unanimous approval of the group.

Gross Income—all income from every source.

Inure—to receive a personal private benefit as an individual.

Leadership Conference—WSPTA advanced leadership training held in the summer.

Legislative Assembly—annual event that through a process of discussion, debate, caucus and vote, the legislative platform of the WSPTA is built and advance the legislative program of the WSPTA.

Majority—more than half.

Membership Service Fees—fees paid to join a local unit PTA, WSPTA and National PTA to become a PTA member.

Nominating Committee—consists of at least three members from a list of five or more nominated from the floor whose task is to nominate the most qualified candidates for each office elected for leadership of a local unit/council/region.

Noncommercial—work that values other considerations above and beyond that of making a profit.

Nonpartisan—not influenced by nor having a formal alignment with a political group.

Nonsectarian—not associated with nor restricted to a particular religious denomination.

Non-voting Delegate—a PTA member without the right to voice or vote.

One Time Required Fee—\$5.00 fee paid with each local unit’s first membership payment. This fee pays for the outstanding local unit to attend the National PTA Convention.

Organizing Meeting—a meeting at which a group formally decides to affiliate with the WSPTA and WSPTA accepts the group as a member unit.

Outreach—engaging underserved and underrepresented communities, broadening our membership diversity, and strengthening our inclusiveness efforts.

Per Capita Membership Service Fee—per person amount paid to join State and National PTA (\$1.75 NPTA + \$5.50 WSPTA = \$7.25 + any council fees).

Plurality Vote—the largest number of votes when there are three or more choices; the largest number of votes has a plurality; not a majority.

Policy—official rules that guide decisions of an organization.

Procedure—the established method and practices of conducting business.

Proxy Voting—a power of attorney given to one person to cast a vote on another’s behalf; WSPTA does not allow proxy voting of any kind.

Quorum—the minimum number of members that must be present to conduct business. The quorum for each body covered by the Bylaws is set forth in the relevant section of the Bylaws, and may be set at a higher level by a local unit or council.

Local Unit General Membership Meeting—10 members of the unit – local units may choose to set their quorum higher, however it may never be lower than 10.

Lot—by a method determined by the Elections Oversight Committee. A method of Deciding a question by chance.

Council General Membership Meeting—One tenth (1/10) of the voting delegates of the council shall constitute a quorum. A council may choose to set quorum higher, however it may never be lower than one tenth.

Ratify—to approve or validate.

Reflections—National PTA themed arts recognition and achievement program.

Region--WSPTA is divided into areas so that a closer working relationship with local PTA units and councils may be achieved. A region is the focal point for leadership education, training, networking, service and coordination of all PTA units and councils within that area.

Region Director (RD)—elected regionally and serves as member of the WSPTA Board of Directors representing the entire membership and the best interest of the WSPTA .

Region Legislation Chair (RLC)—a member of the service delivery team. Communicates legislative action/information as needed to the local units and council leaders. Serves on the WSPTA Legislation Committee.

Region Membership Chair (RMC)—a member of the service delivery team. Communicates membership action/information to local units and council leaders. Serves on the WSPTA Membership Committee.

Region Outreach Chair (ROC)—a member of the service delivery team. Promotes programs to attract inclusiveness

in our diverse communities. Serves on the WSPTA Outreach Committee.

Resolution—a formal position statement adopted by members on an issue.

Service Delivery Team (SDT)—the region director and appointed team members (including RLC, RMC, ROC, Service Specialists and Council Representatives) providing service to units in the region served.

State Director (SD)—leadership, legislative, membership & program state directors serve as elected members of the WSPTA Board of Directors and represent the entire membership and the best interests of the WSPTA.

Standing Committee—performs a continuing function necessary for the ongoing operation of a local unit/council. (Example, membership, newsletter, legislative, health and fitness, safety).

Standing Rules—the specific rules a local unit/council chooses to impose upon itself outlining the procedures of the organization not included in the WSPTA Uniform Bylaws.

Tax Exempt—exemption from paying Federal Income Tax on the money earned by the organization.

Term Limit—limit of time an individual may serve in an elected office or appointed position.

Uniform Bylaws—written rules and regulations governing an organization. The WSPTA Uniform Bylaws govern the WSPTA, and are amended at the WSPTA Convention in May.

Voting Delegate—a PTA member with full authority to voice and vote.



**Washington State PTA Office**  
2003 65th Avenue West  
Tacoma, Washington 98466  
1-800-562-3804 or 253-565-2153  
Fax: 253-565-7753  
E-mail: [wapta@wastatepta.org](mailto:wapta@wastatepta.org)

Bylaws Amended April 29, 2011