



## BYLAWS

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Note: Throughout this document, Arizona PTA uses the single star symbol (\*) to identify bylaw Articles and Sections that are required by Arizona PTA to be in local unit and council bylaws and Arizona PTA uses the double star symbol (\*\*) to identify bylaws that are required by National PTA to be in local unit and council bylaws.

## **ARTICLE I: NAME**

The name of this association is the Arizona Congress of Parents and Teachers, Inc., a non-profit corporation organized under the laws of Arizona. It is commonly known and will be referred to in these bylaws as the "Arizona PTA."

## **\*\*ARTICLE II: PURPOSES**

**Section 1.** The Purposes of the state PTA, (hereinafter referred to as Arizona PTA) held in common with those of the National PTA, are:

- a. To promote the welfare of children and youth in the 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 untied efforts as will secure for all children and youth the highest advantages in physical, mental, social and spiritual education.<sup>1</sup>

**Section 2.** The Purposes of the National PTA and the Arizona PTA are promoted through an advocacy and educational program directed toward parents, teachers, and the general public; developed through conferences, committees, projects, and programs; and governed and qualified by the basic policies set forth in Article III.<sup>2</sup>

**Section 3.** 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").<sup>3</sup>

## **\*\*ARTICLE III: BASIC POLICIES**

The following are basic policies of the Arizona PTA, in common with those of the National PTA:

- a. The association shall be noncommercial, nonsectarian, and nonpartisan.
- b. The association shall work with the schools and community to provide quality education for all children and youth, and shall seek to participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities and local education authorities.
- c. The association shall work to promote the health and welfare of children and youth and shall seek to promote collaboration among parents, schools and the community at large.

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<sup>1</sup> National PTA bylaws Article II Purposes Section 1.

<sup>2</sup> National PTA bylaws Article II Purposes Section 2.

<sup>3</sup> National PTA bylaws Article II Purposes Section 3.

- d. No part of the net earnings of the association shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons except that the association shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- e. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried out on (i) by an organization exempt from federal income tax under the Section 501 (c) (3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.
- f. Upon dissolution of this association, after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations that have established their tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code and whose purposes are in accordance with those of National PTA and Arizona PTA.
- g. The association or members in their official capacity 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.<sup>4</sup>
- \*h. The association shall not enter into membership with other organizations except such international or national organizations as may be approved by the National PTA Board of Directors. The Arizona PTA or any of its local PTA/PTSA units and PTA councils may cooperate with other organizations and agencies concerned with child welfare, but a PTA/PTSA representative shall make no commitments on behalf of the group they represent.

## **\*\*ARTICLE IV: CONSTITUENT ASSOCIATION (LOCAL PTAs/PTSAs AND PTA/PTSA COUNCILS)**

**Section 1.** The constituent association of the Arizona PTA include:

- a. Local PTAs (Parent Teacher Associations) or PTSAs (Parent Teacher Student Associations) organized under the authority of Arizona PTA in organized areas; and
- b. PTA Councils (Parent Teacher Associations) or PTSA Councils (Parent Teacher Student Associations) organized under the authority of Arizona PTA in organized areas.<sup>5</sup>

**Section 2.** The National Board of Directors (National PTA) and the Arizona PTA Board of Directors/Managers shall determine criteria for establishing constituent association and setting standards for continuing affiliation with National PTA and Arizona PTA.<sup>6</sup>

**Section 3.** There shall be no proxy voting by any constituent association of National PTA or Arizona PTA.<sup>7</sup>

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<sup>4</sup> National PTA bylaws Article III Basic Policies a. thorough g.

<sup>5</sup> National PTA bylaws Article IV Constituent Association, Section 1. a. and b..

<sup>6</sup> National PTA bylaws Article IV Constituent Association, Section 2.

<sup>7</sup> National PTA bylaws Article IV Constituent Association, Section 3.

**Section 4.** The purposes and basic policies of National PTA and Arizona PTA shall in every case also be the purposes and basic policies of each constituent association.<sup>8</sup>

**Section 5.** Each constituent association shall adopt such bylaws for the government of the association as may be approved by Arizona PTA. Such bylaws shall not be in conflict with the National PTA Bylaws or Arizona PTA Bylaws. Such bylaws shall include an article on amendments and shall include a provision establishing a quorum.<sup>9</sup>

**Section 6.** Each officer or board member of a constituent association shall be a member of a local PTA/PTSA unit within its area.<sup>10</sup>

**Section 7.** A PTA/PTSA member shall not serve as a voting member of a constituent association's board at the state, council or local level while serving as a paid employee of, or under contract to, that constituent association.<sup>11</sup>

**Section 8.** The bylaws of all constituent associations are subject to review by the National PTA Bylaws and Policy Committee.<sup>12</sup>

**Section 9.** The adoption of an amendment to any provision of the National PTA bylaws, identified by a double star (\*\*) symbol or adoption of an amendment to any provision of Arizona PTA bylaws, identified by a single star (\*) symbol, shall serve automatically and without the requirement of further action by the constituent associations. The constituent associations shall promptly incorporate such amendments in their respective bylaws.

**Section 10.** Each constituent association shall include in its bylaws provisions corresponding to National PTA bylaws that are identified by a double star symbol (\*\*) and to the Arizona PTA bylaws that are identified by a single star symbol (\*) identified herein.

## **ARTICLE V: ARIZONA PTA**

**Section 1.** The Arizona PTA is a branch of the National PTA and exists for accomplishing, at the state level, the Purposes of the National PTA. The Arizona PTA is a self-governing association with independent legal existence.

**\*\*Section 2.** The relationship of the Arizona PTA with the National PTA and its duties, obligations, and responsibilities are set forth in the National PTA Bylaws and in the charter that is issued by the National PTA to the Arizona PTA.<sup>13</sup>

**\*\*Section 3.** The bylaws of the Arizona PTA and all amendments hereto shall be subject to approval by the Bylaws and Policy Committee of the National PTA Board of Directors.<sup>14</sup>

**Section 4.** The Arizona PTA shall provide appropriate procedures for the organization of local PTA/PTSAs within its area. The Arizona PTA may determine the membership year for the local

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<sup>8</sup> National PTA bylaws Article IV Constituent Associations, Section 4.

<sup>9</sup> National PTA bylaws Article IV Constituent Associations, Section 5.

<sup>10</sup> National PTA bylaws Article VI Provisions for Service in the National PTA Governance Structure

<sup>11</sup> National PTA bylaws Article VI Provisions for Service in the National PTA Governance Structure

<sup>12</sup> National PTA bylaws Article XIII Bylaws and Policy Committee, Section 5.

<sup>13</sup> National PTA bylaws in complete document.

<sup>14</sup> National PTA bylaws Article XIII Bylaws and Policy Committee Section 5.

PTA/PTSA units in its area and prescribe the form and content of the bylaws for such local PTA/PTSA units.

**Section 5.** The Arizona PTA may create or establish subsidiary associations within its area to facilitate the administration of the affairs of the Arizona PTA.

**Section 6.** The Arizona PTA may create or establish councils in counties, cities, or other areas designated by its Board of Managers. The local PTAs/PTSAs that shall be eligible for membership and participation in the work of any council shall be determined by the Arizona PTA. PTA/ PTSA Councils shall not legislate for local units.

**\*\*Section 7.** The National PTA Board of Directors shall determine criteria for setting standards for continuing affiliation with Arizona PTA.<sup>15</sup>

**\*\*Section 8.** The Arizona PTA is responsible for ensuring compliance of the local PTAs/PTSAs and PTA/PTSA Councils with the National PTA bylaws and the Arizona PTA bylaws.<sup>16</sup>

**Section 9.** The Arizona PTA shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the association. This includes, the number of local PTAs/PTSAs within its area, the national portion of membership dues collected by such local PTAs/PTSAs, the amounts of such dues received by the Arizona PTA, and the amounts of dues remitted to the National PTA. Such books of account and records, including those of constituent associations, shall at all reasonable times be open to inspection by an authorized representative of the National PTA.

## **\*ARTICLE VI: LOCAL PTAs/PTSAs**

**Section 1.** Local PTAs/PTSAs shall be organized and chartered under the authority of the Arizona PTA in the area in which the local PTAs/PTSAs functions, in conformity with such rules and regulations, not in conflict with the National PTA bylaws, as the Arizona PTA may in its bylaws prescribe. The Arizona PTA shall issue to each local PTA/PTSA a charter evidencing the due association and good standing of such local PTA/PTSA unit.

A local PTA/PTSA unit in good standing is one that:

- a. Adheres to the Purposes and basic policies of the National PTA and Arizona PTA; and
- \*\*b.** Remits the National PTA portion of the dues through the Arizona PTA to reach the national office by dates designated by the National PTA; and<sup>17</sup>
- c. Has bylaws approved according to the procedures of the Arizona PTA; and
- \*\*d.** Remits the state and national portions of each member's dues; and<sup>18</sup>
- e. Submits a membership list; and
- f. Submits an officers' list; and
- g. Remits an annual insurance fee; and
- h. Meets other criteria as may be prescribed by the Arizona PTA.

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<sup>15</sup> National PTA bylaws Article IV Constituent Associations Section 2.

<sup>16</sup> National PTA bylaws Article IV Constituent Associations Sections 1. through Section 5.

<sup>17</sup> National PTA bylaws Article V Members and Dues Section 4.

<sup>18</sup> National PTA bylaws Article V Members and Dues Section 4.

**Section 2.** Each local PTA/PTSA unit shall keep such permanent books of accounts and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the association, including, specifically, the number of its members, the dues collected from its members, and the amount of dues remitted to the Arizona PTA. Records shall at all reasonable times be open to inspection by an authorized representative of the Arizona PTA or by a duly authorized representative of the National PTA.

**Section 3.** The charter of a local PTA/PTSA unit may be subject to withdrawal and the status of such association as a local PTA/PTSA unit shall be subject to termination, in the manner and under the circumstances provided by the Arizona PTA.

**Section 4.** Each local PTA/PTSA unit is obligated, upon withdrawal of its charter by the Arizona PTA:

- a. To surrender all of its books and records, all of its assets and property to the Arizona PTA or an agency designated by the Arizona PTA;
- b. To cease and desist from the further use of any name that implies or connotes association with the National PTA or the Arizona PTA or status as a constituent association of the National PTA or the Arizona PTA; and
- c. To carry out promptly, under the supervision and direction of the Arizona PTA, all proceedings necessary for dissolving such local PTA/PTSA unit.

**Section 5.** Each officer or board member of a local PTA/PTSA unit shall be a member of such local PTA/PTSA unit.

**Section 6.** Only members of local PTAs/PTSAs who have paid dues for the current membership year may participate in the business of the local PTA/PTSA unit.

**Section 7.** Each local PTA/PTSA unit shall collect dues from its individual members and shall remit the National PTA and the Arizona PTA portion of such dues to the Arizona PTA as provided in Article VII hereof.

**Section 8.** Each local PTA/PTSA unit shall include in its bylaws provisions corresponding to the provisions of the Arizona PTA bylaws identified by the single star (\*) symbol.

#### **Section 9. DISSOLUTION**

A local PTA/PTSA unit shall dissolve its association with the Arizona PTA (and the National PTA) and finalize its affairs in the following manner:

- a. The Executive Committee (or other body that, under its bylaws manages the affairs of the local PTA/PTSA unit) shall make a recommendation during a meeting of that body that the local PTA/PTSA unit be dissolved and draft a written motion of such dissolution to be voted on at a special meeting of the local PTA/PTSA unit's members. Written or printed notice stating that the purpose of such special meeting is to consider the advisability of dissolving the local PTA/PTSA unit shall be provided to each member entitled to vote at the meeting at least forty-five (45) days prior to date of that meeting.
- b. A written notice of the proposed dissolution, and a copy of the proposed motion, accompanied by a copy of the notice of the special meeting given to the local PTA/PTSA unit members, shall be given to the President of the Arizona PTA at least

forty-five (45) days before the date of the special meeting of the local PTA/PTSA unit members.

- c. Only those persons who were members in good standing of the local PTA/PTSA unit on the date of the adoption of the proposed motion and who continue to be members in good standing on the date of the special meeting shall be entitled to vote on the question of dissolution.
- d. Approval of dissolution of the local PTA/PTSA unit shall require the affirmative vote of at least two-thirds (2/3) of the local PTA/PTSA unit members present and entitled to vote at the special meeting, a quorum being present.

#### **Section 10. REINSTATEMENT**

In all cases of reinstatement of local PTA/PTSA units, formal application in writing to the state office shall be required. Such reinstatement shall be done upon recommendation of the local PTA/PTSA unit's region director or other member of the Arizona PTA Board of Managers.

### **\*ARTICLE VII: MEMBERS AND DUES (WITH THE EXCEPTION OF SECTION 12)**

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

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

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

**Section 4.** Each member of a local PTA/PTSA unit shall pay annual dues as may be determined by the association. The amount of the dues shall be payable to the Arizona PTA and shall include the portion payable to Arizona PTA.

**Section 5.** The amount of the Arizona PTA portion of each member's dues shall be determined by the Arizona PTA. The Arizona PTA portion of each member's dues shall be two dollars and twenty-five cents (\$2.25) per annum. The National PTA portion of each member's dues shall be two dollars and twenty-five cents (\$2.25) per annum. The total amount remitted to the Arizona PTA shall be four dollars (\$4.50) for each member.

**Section 6.** The state and national portions of the dues paid by each member of a local PTA/PTSA unit shall be set aside by the local PTA/PTSA unit and remitted to the Arizona PTA as defined in Article 7, Section 8. Each state PTA shall pay to the National PTA the amount of the national portion of dues paid by all members of local PTAs/PTSAs in its area.

**Section 7.** The Arizona PTA shall make remittances, on a monthly basis, to the National PTA of the amounts due to the National PTA.

**Section 8.** The state and national portions of the dues are paid by each member to a local PTA/PTSA and remitted to the Arizona PTA located at 2721 North Seventh Avenue, Phoenix, Arizona 85007-1102, on or before November 1<sup>st</sup>, January 15<sup>th</sup>, and March 1<sup>st</sup>.



**Section 9.** The final deadline for receipt of membership in order to qualify for voting privileges at local unit PTA/PTSA elections and at the annual Arizona PTA convention shall be March 1<sup>st</sup> of each year.

**Section 10.** The membership year for Arizona PTA and local PTAs/PTSAs shall be November 1<sup>st</sup> through October 31<sup>st</sup>.

**Section 11.** An Arizona PTA Honorary Life Membership may be awarded to any person subscribing to the policies of the Arizona PTA. The life membership is solely honorary and does not entitle the holder to make motions, vote, or hold office. An Honorary Life Member may become an active member upon payment of all inclusive dues in a local PTA/PTSA. Funds received from Honorary Life Memberships shall be placed in the Arizona PTA scholarship fund.

**Section 12.** Supporting Memberships shall be granted to individuals, institutions, commercial firms, and other organizations upon payment of the annual dues determined by the Arizona PTA Board of Managers. A Supporting Member may or may not be a member of a local PTA/PTSA unit. Supporting Memberships do not convey the right to make motions, vote, or hold office in the local PTA/PTSA unit, except by holding local PTA/PTSA unit membership.

## **ARTICLE VIII: ARIZONA PTA OFFICERS AND THEIR ELECTION**

**Section 1.** The officers of the Arizona PTA shall be a President, a President-Elect or a 1st Vice-President (whenever applicable), a Vice-President, a Region Director from each region, a Secretary, and a Treasurer elected for a term of two (2) years or until their successors are elected. The officers shall begin their term of office July 1st following the annual meeting at which they were elected. These officers shall reside in the state of Arizona.

- a. State officers shall be divided into two (2) groups:
  - (1) Group I shall consist of the President, President-Elect, the Vice-President, as well as one-half (1/2) of the Region Directors and they shall be elected in odd-numbered years.
  - (2) Group II shall consist of the Secretary, the Treasurer, as well as one-half of the Region Directors and they shall be elected in even-numbered years.
- b. The officers (except for the President) shall be elected by ballot at the annual Arizona PTA convention. The candidate receiving the most votes shall be elected. A President-Elect shall be declared elected to the position of President at the end of a full two (2) year term with not vote being taken.
- c. Each officer shall be a member of a local PTA/PTSA within the area of the Arizona PTA.
- d. Region directors shall be elected by the delegates from their respective regions at the annual Arizona PTA convention. If after election, a region director moves out of the region from which they are elected, that office automatically becomes vacant.
- e. Election shall be by ballot if there is more than one (1) nominee for the position. In the case where there is only one (1) nominee, election may be by voice vote for any uncontested position.
- f. Any member planning to run from the floor for a position must advise the Arizona PTA President ten (10) calendar days before the first general session of the annual Arizona PTA convention.



**Section 2.** The eligibility of candidates for election to office shall include the following provisions (A year shall be defined as twelve (12) months of service from the date of assuming office or appointment by the President.):

- a. To be eligible for nomination to the office of President, President-Elect or 1<sup>st</sup> Vice-President, a person must have experience serving as an officers for at least one (1) year on a local PTA/PTSA unit or council and at least two (2) years of Arizona PTA Board of Managers experience upon assuming office July 1<sup>st</sup>.
- b. To be eligible for nomination for the office of Vice-President a person must have a experience serving as an officer at local PTA/PTSA unit or council and at least one (1) year of Arizona PTA Board of Managers experience upon assuming office July 1<sup>st</sup>.
- c. The Secretary, the Region Directors and the Treasurer are exempt from the requirement of the Arizona PTA Board of Managers experience. However, to be eligible for nomination as a Secretary or Region Director, a person must have a background of at least two (2) years accumulated PTA/PTSA experience. To be eligible for nomination as Treasurer, a person must have a background in bookkeeping or finance.

**Section 3.** No member shall hold more than one office at a time and no member shall be eligible to serve more than two consecutive terms in the same office. A member chosen to fill an unexpired term shall be eligible for two additional consecutive terms, providing that not more than half of a full term in that office has been served.

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

- a. Vacancies in elective offices, except that of the President and President-Elect, shall be filled by a vote of the Executive Committee for the remainder of the unexpired term.
- b. In the event of a vacancy of the President, the President-Elect shall become the President and shall hold office for the balance of the terms. In filling the vacancy, the President-Elect shall be entitled to continue the presidency for the following term providing not more than half of a full term as President has been served.
- c. In the event of a vacancy in the office of the President-Elect, the Executive Committee shall elect a member who shall be called the 1<sup>st</sup> Vice-President and shall perform the duties of the President-Elect for the remainder of that term. The vacancy in the office of President-Elect shall then be filled at the next annual Arizona PTA convention by the voting body.

#### **Section 5. LINE OF SUCCESSION**

In the event of the absence or disability of the President to act, the line of succession shall be ordered as follows:

- (1) the President–Elect or the 1<sup>st</sup> Vice-President (whenever applicable),
- (2) the Vice-President,
- (3) the Secretary,
- (4) the Treasurer.

## **ARTICLE IX: DUTIES OF OFFICERS**

### **Section 1. The PRESIDENT shall:**

- a. Have general responsibility of, and shall have the general supervision over the work of the association; and
- b. Preside at all meetings of the Arizona PTA, the Board of Managers, and the Executive Committee; and
- c. Appoint a parliamentarian, if needed, to serve at the annual Arizona PTA convention, meetings of the Board of Managers, and at such other meetings as the President may designate; and
- d. Perform all the duties applicable to Presidents of non-profit corporations organized under the laws of the State of Arizona and those delegated to him or her by the Board of Managers as well as the Executive Committee; and
- e. With the approval of Executive Committee:
  - (1) Appoint Chairmen and all members of Standing and Special Committees not otherwise specified in the Arizona PTA Bylaws and/or the Arizona PTA Board of Managers Standing Rules; and
  - (2) Fill vacancies occurring in appointive offices; and
- f. Submit appointments for ratification by the Board of Managers at its next scheduled meeting; and
- g. Represent the Arizona PTA as a delegate to the National PTA convention, and perform any duties assigned by the National PTA Board of Directors; and
- h. Serve as an ex-officio member of all committees except the nominating and election committees; and
- i. Give notice of the annual Arizona PTA convention, all meetings of the Board of Managers and the Executive Committee, and any other notices or communications that may be required by the Arizona PTA under these bylaws.

### **Section 2. The PRESIDENT- ELECT or 1st VICE - PRESIDENT (whenever applicable) shall:**

- a. Act as an aide to the President and perform other duties as may be assigned by the President; and
- b. Serve as a member of the Executive Committee and the Board of Managers; and
- c. Serve as a member of the Office Management Team; and
- d. Perform the duties of the office of the President in the President's absence or when the President is unable to perform his/her duties; and
- e. Perform other duties as may be assigned by the Board of Managers and/or the Executive Committee.

### **Section 3. The VICE - PRESIDENT shall:**

- a. Act as an aide to the President and perform other duties as may be assigned by the President; and
- b. Serve as a member of the Executive Committee and the Board of Managers; and
- c. Coordinate the activities of the Region Directors; and

- d. Coordinate all the activities of the following committees: Bylaws, Field Service, State and Local Unit Relations and as may be assigned by the Board of Managers and the Executive Committee.
- e. Perform other duties as may be assigned by the Board of Managers and/or the Executive Committee.

**Section 4. The REGION DIRECTORS shall:**

- a. Serve as a member of the Board of Managers; and
- b. Serve as the Arizona PTA representative and liaison for a respective geographical region; and
- c. Support current local PTAs/PTSAs and shall organize new local PTAs/PTSAs and PTA/PTSA Councils; and
- d. Perform other duties as may be assigned by the President, the Executive Committee and/or the Board of Managers.

**Section 5. The SECRETARY shall:**

- a. Serve as a member of the Executive Committee and the Board of Managers; and
- b. Serve as Secretary of the corporation; and
- c. Attend the annual Arizona PTA convention, all meetings of the Board of Managers and of the Executive Committee, and shall act as clerk thereof and record all votes and the minutes of all proceedings; and
- d. Perform other duties as may be assigned by the President, the Executive Committee and/or the Board of Managers.

**Section 6. The TREASURER shall:**

- a. Serve as a member of the Executive Committee and the Board of Managers; and
- b. Collect and receive all money due the National PTA and the Arizona PTA and deposit the same in a depository approved by the Executive Committee; and
- c. Disburse the funds of the Arizona PTA only upon order of the Board of Managers or in accordance with the budget approved by the Board of Managers; and
- d. Present a statement of account at all meetings of the Board of Managers and at other times when requested to do so by the President; and
- e. Shall make a full financial report during the Arizona PTA convention at the annual meeting; and
- f. Remit monthly to National PTA all money due to the National PTA; and
- g. Shall serve as the chairman of the Budget Committee; and
- h. Give a surety bond for the faithful performance of duty in such amount as shall be determined by the Board of Managers. The fee for such bond shall be paid by the Arizona PTA; and
- i. Perform such other duties as may be assigned by the President, the Executive Committee and/or the Board of Managers.

**Section 7. ANNUAL AUDIT**

The accounts of the association shall be reviewed annually by a certified public accountant appointed by the Board of Managers upon the recommendation of the Executive Committee.

The report of the Certified Public Accountant shall be presented to the Arizona PTA convention body. The fee for such a review shall be paid by the Arizona PTA.

## **ARTICLE X: BOARD OF MANAGERS**

**Section 1.** The Board of Managers shall have all powers and authority over the affairs of the Arizona PTA during the interim between annual conventions, except that of modifying action taken by the Arizona PTA convention body or that authority vested in the Executive Committee.

**Section 2.** The members of the Board of Managers shall be:

- a. All elected officers, including the first (1<sup>st</sup>) Vice-President if applicable; and
- b. The chair of the following standing committees: Arts in Education, Budget, Bylaws, Convention, Education, Field Service, Health and Safety Issues, Leadership Development, Legislative Issues, Marketing, Membership, Parent Involvement, Public Relations and State and Local Unit Relations; and
- c. Council President(s) from PTA/PTSA Councils in good standing; and
- d. Two (2) youth member(s) appointed by the President; and
- e. The immediate past President of the Arizona PTA; and
- f. Members of the National PTA Board of Directors and/or (National PTA) National Council of States residing in Arizona, whom are not currently serving as a voting member of the Arizona Board of Managers shall be non-voting members privileged to participate in discussions.

**Section 3.** Each member of the Arizona PTA Board of Managers shall be a member of a local PTA/PTSA in good standing.

### **Section 4. MEETINGS**

- a. There shall be at least three (3) regular meetings of the Arizona PTA Board of Managers each year. One shall be held at the annual Arizona PTA convention, to be known as the Convention Meeting; the other shall be held at such time after the convention as best meets the needs of the Arizona PTA.
- b. Special meetings may be called by the President or shall be called upon written request of a majority of the Board of Managers. The purpose of such meetings shall be stated in the notice. Ten (10) days notice of special meetings shall be given except in cases where, in the opinion of the President, an emergency exists and immediate action is necessary to maintain the standards and further the policies of the Arizona PTA. In such cases, a meeting may be held at the earliest possible time, and only such business shall be transacted as has been specified in the notice of said meeting.
- c. A majority of the current members of the Board of Managers shall constitute a quorum at any meeting of that group.
- d. The Board of Directors, known as the Board of Managers and the Executive Committee of the Arizona Congress of Parents and Teachers, Inc. shall hold the annual Board of Directors meeting proceeding the opening session of the scheduled annual Arizona PTA convention. The minutes of the annual Board of Directors meeting shall be filed per the requirements of the Arizona Corporation Commission.

**Section 5.** The Board of Managers may, for the good of the association, remove from office an elected officer who has failed to perform his or her duties. Such action shall require a two-thirds (2/3) vote of the Board of Managers.

**Section 6.** The Board of Managers may employ office personnel who will, under the direction of the President and other members of the state office management team have charge of the state office. Office personnel employed by the Arizona PTA shall be bonded.

## **ARTICLE XI: EXECUTIVE COMMITTEE**

**Section 1.** There shall be an Executive Committee of the Arizona PTA and the members shall be:

- a. The President, President-Elect or first (1<sup>st</sup>) Vice-President, Vice-President, Secretary, and the Treasurer; and
- b. Two (2) representatives or their alternates elected from among the standing committee chairs excluding the Legislative Issues Chair. These representatives and their alternate shall be elected by this group prior to the summer Executive Committee meeting, (these representatives shall serve a term of one year on the Executive Committee); and
- c. Two (2) Region Director representatives or their alternates elected by all region directors at the continuation of the convention Board of Managers meeting following the close of the annual convention, (these representatives shall serve a term of one year on the Executive Committee); and
- d. The Chair of the Legislative Issues Committee.

**Section 2.** The Executive Committee shall meet to expedite the business of the Board of Managers.

**Section 3.** A special meeting of the Executive Committee may be called by the President or upon the request of five (5) of its members with ten (10) day's notice to each member of the Executive Committee. If the President determines that an emergency exists, a meeting shall be held at the earliest possible time, and only such business shall be transacted as has been specified in the notice of said meeting.

**Section 4.** A quorum of the Executive Committee shall be a majority of its members.

**Section 5.** The Executive Committee shall have general supervision of the affairs of the Arizona PTA between the business meetings of the Board of Managers. The Executive Committee shall specifically:

- a. Transact business referred to it by the Board of Managers; and
- b. Act in emergencies between meetings of the Board of Managers; and
- c. Report all action taken at meetings to the Board of Managers; and
- d. Fill vacancies in elective offices and submit appointments for ratification by the Board of Managers at the next meeting of that body.

## **ARTICLE XII: COMMITTEES**

**Section 1. THE BOARD OF MANAGERS MAY:**

- a. Create such committees, as it may deem necessary or desirable with the intent of promoting the PTA Purposes and carrying on the work of the Arizona PTA.

**Section 2.** The Executive Committee may create special committees as deemed necessary to promote the PTA Purposes and to carry on the work of the Arizona PTA.

**Section 3.** The term of office for each standing committee chair shall be two (2) years, coinciding with the Group I elections. No chair shall serve more than two (2) consecutive terms in the same capacity.

#### **Section 4. BUDGET COMMITTEE**

The Budget Committee is composed of the state Treasurer, the President-Elect, or first (1<sup>st</sup>) Vice-President and three (3) members of the Board of Managers elected at the Board of Managers Convention Meeting. The elected members shall serve for one (1) year. This committee shall:

- a. Prepare a budget for the fiscal year to submit to the Board of Managers at the first Board of Manager meeting following the annual convention; and
- b. Submit amendments to the budget for the current fiscal year, which may be adopted by a majority vote of the Board of Managers.

#### **Section 5. BYLAWS COMMITTEE**

Promptly after the annual Arizona PTA convention the President shall appoint five (5) current and or former Board of Managers members to the Bylaws committee, one of whom shall be appointed the Chair. With the exclusion of the Bylaws Chair the committee members shall serve for a term of one (1) year. The committee shall:

- a. Review the Arizona PTA bylaws annually and submit proposed amendments to the Board of Managers; and
- b. Review and determine the acceptability of the bylaws of the Arizona PTA constituent associations.

#### **Section 6. CONVENTION COMMITTEE**

The Convention Committee shall be responsible for the management of the convention.

#### **Section 7. NOMINATING COMMITTEE**

The Nominating Committee, consisting of seven (7) members of the Board of Managers, no more than two (2) of whom shall reside in the same region, shall be elected by ballot by the Board of Managers at their first Board meeting following the annual convention. When only seven (7) persons are nominated, the election may be by voice vote. It shall be the duty of this committee to nominate one eligible person for each state office to be filled at the next convention. Region Directors shall be nominated by a member residing in their respective regions.

- a. The Nominating Committee shall meet before the adjournment of the Board of Managers meeting at which it was elected to select its chair.
- b. Any member of the Arizona PTA may submit nominations for consideration by the Nominating Committee. Such nominations must be submitted to the chair by January 15<sup>th</sup>.
- c. After written consent of the nominees has been secured, the Nominating Committee chair shall, by March 1<sup>st</sup>, send a list of the nominees to the Arizona PTA President for publication to the Board of Managers and all local PTA units at least (60) days prior to the election.

- d. The Nominating Committee shall report to the convention on the first day, at which time additional nominations may be named from the floor, provided the consent of the nominee has been secured and twenty-one (21) days notice of intent to nominate has been given to the Arizona PTA State President.

#### **Section 8. ELECTION COMMITTEE**

The Election Committee shall be composed of three (3) members of the Board of Managers who shall be elected by the Board of Managers at the regular meeting preceding distribution of the call to convention. No candidate for any office at the convention shall serve on the Election Committee. This committee shall serve from the date of its election until the convention adjourns. This committee shall notify each candidate about the rules for distribution of campaign materials as soon as possible after February 1. The committee shall conduct the election in accordance with these bylaws, the Arizona PTA Board of Manager's standing rules and the parliamentary authority.

#### **Section 9. COMMITTEE on STATE and LOCAL UNIT RELATIONS**

The Committee of State and Local Unit Relations shall consist of five (5) members of the Board of Managers, at least two (2) of whom shall be Region Directors. The Arizona PTA shall be responsible for compliance of the local PTA/PTSA units within its area with the bylaws of the National PTA, the bylaws of the Arizona PTA, and the bylaws of the local PTAs/PTSAs.

- a. This committee shall review any alleged violations by local PTAs/PTSAs of the National Bylaws, the Arizona PTA Bylaws, their own bylaws or other practices and activities of local PTAs/PTSAs that may tend to defeat the Purposes and Basic Policies of the Arizona PTA or the National PTA, and shall make a prompt report to the Board of Managers of the results of such review and of its recommendations for action.
- b. The Board of Managers shall give due consideration to the report of the committee and shall accord the local PTA/PTSA unit an opportunity to be heard and to respond to the report. If upon such consideration and hearing the Board of Managers finds a violation by the local PTA/PTSA unit, it may, by two-thirds (2/3) vote of all its members then in office, require the local PTA/PTSA unit to make appropriate action within a period of time stipulated by the Board of Managers. When such a requirement has been made by the Board of Managers and the recommended action is not taken by the local PTA/PTSA unit within the allotted time, the Board of Managers may, by a two-thirds (2/3) vote of all of its members then in office, grant the local PTA/PTSA unit an extension of time of not more than six (6) months in which to achieve satisfactory compliance with the action required by the Board of Managers.

#### **Section 10. LEGISLATIVE ISSUES COMMITTEE**

The Legislative Issues Committee shall include the Legislative Issues Chair, the President-Elect or first (1<sup>st</sup>) Vice-President (whenever applicable), and others as stated in the Board of Managers Standing Rules.

- a. A local PTA/PTSA unit may bring matters that require legislative action to the attention of the Legislative Issues Committee or the Legislative Issues Chair.
- b. The standing legislative program of the Arizona PTA shall consist of those proposals of the legislative program of the National PTA which have been approved by the Board of Managers, and annually by the convention body or by a poll of the local units; those resolutions requiring legislative action which have been adopted by the convention body; and the Arizona PTA legislative Platform Priorities presented for adoption at the annual convention.



- c. The Legislative Issues Chair shall be empowered to speak on issues requiring action but not indicated among the action items or on the legislative platform, following a poll of the Legislative Issues Committee (the majority responding favorably), provided said issue is not in conflict with the standing legislative program, adopted resolutions or the Purposes and policies of the PTA. The Legislative Issues Chair is empowered to designate a representative if unable to speak on an issue requiring action.
- d. Resolutions Subcommittee: The Legislative Issues Chair, with approval of the state President, shall appoint no less than three (3) members to the Resolutions Subcommittee. This subcommittee shall implement the provisions of Article XVI. of these bylaws.

## **ARTICLE XIII: REGIONS AND COUNCILS**

### **Section 1. REGIONS**

The state shall be divided geographically into such regions as may seem advisable for effective development of the association throughout the state. All members of local PTAs/PTSAs within the region's boundaries are members of the region association. Region work shall be governed by rules adopted by the Board of Managers.

### **Section 2. COUNCILS**

County, city, or area councils may be organized by the Arizona PTA wherever such council is found to be needed for service to local PTAs/PTSAs.

- a. A minimum of three (3) local PTAs/PTSAs shall be required to organize a council association.
- b. Councils shall be governed by written bylaws adopted by their membership provided such bylaws are not in conflict with those of the Arizona PTA or the National PTA. Council shall have bylaws approved by the Arizona PTA Bylaws Committee.
- c. Only local PTAs/PTSAs may be members of a council.
- d. A Council may invite non-affiliated parent groups to take part in its proceedings but only local PTAs/PTSAs may be members and entitled to vote.
- e. Councils may not legislate for local PTAs/PTSAs.
- f. Each Council President may serve as a member of one (1) committee and perform such duties as may be assigned by the committee chairman. Expenses for such participation shall be paid by the Arizona PTA.
- g. A PTA/PTSA Council shall be in good standing if it has on file by November first (1<sup>st</sup>) in the Arizona PTA Office:
  - 1) A current list of Officers; and
  - 2) Approved Bylaws; and
  - 3) A list of participating member local PTAs/PTSAs.
- h. An expense-paid training session for Council Presidents shall be held annually by Arizona PTA.

## ARTICLE XIV: STATE CONVENTION

**Section 1.** The annual convention shall be the governing body of the Arizona PTA.

**Section 2.** The convention body shall elect officers in accordance with these bylaws and transact such other business as may properly come before the convention delegates.

**Section 3.** A regular convention of the Arizona PTA shall be held annually, as specified in the articles of incorporation, the location to be designated by the Board of Managers. A call to convention shall be sent from the Arizona PTA office to each member of the Board of Managers, each Council President, and each local PTA/PTSA unit President at least sixty (60) days before the annual convention.

**Section 4.** Each local unit shall be entitled to be represented at the annual convention of the Arizona PTA by four (4) of its officers or their alternates, and by one additional delegate per fifty (50) members or major fraction thereof as shown on the books of the state Treasurer on March first (1<sup>st</sup>).

**Section 5.** The conventions of the Arizona PTA shall be open to all members of the Arizona PTA; but the privileges of making motions, debating, and voting shall be limited to the members of the Board of Managers, to accredited delegates from local PTA/PTSA units, and to past state Presidents of the Arizona PTA with current membership. A voting member shall have but one vote, even though accredited in more than one capacity.

**Section 6.** Ten percent (10%) of the accredited registered delegates shall constitute a quorum at any meeting of the convention. When a quorum is present at any meeting of the convention, the vote of the persons comprising the voting body present in person shall decide any questions brought before the convention, unless the question is one that by statute or by express provision of the articles of incorporation or by these bylaws requires a different vote, in which case such provision shall govern and control the decision of such question.

**Section 7.** No registration fee shall be paid by members of the Board of Managers or by past Presidents of the Arizona PTA.

**Section 8.** In the event that a national or state emergency should prevent holding the Arizona PTA annual convention, the Board of Managers shall have the authority to plan procedures for transacting necessary business by mail or by special meeting of the Board of Managers. Election of officers in such emergency may be conducted by mail under the direction of the Executive Committee.

## ARTICLE XV: NATIONAL CONVENTION

**Section 1.** The Arizona PTA shall be entitled to accredit to the National PTA annual convention as its delegates:

a. The President of the Arizona PTA; and

**\*\*b.** One (1) delegate per one thousand (1,000) members of the state PTA (Arizona PTA), or major fraction thereof, of the state PTA (Arizona PTA), as shown on the books of the Secretary-Treasurer of the National PTA as of March 31<sup>st</sup> preceding the annual National PTA convention, and as accredited by the state PTA (Arizona PTA).<sup>19</sup>

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<sup>19</sup> National PTA Bylaws Article XXII Annual (National) Convention Section 3. d.

**\*Section 2.** Any current member of Arizona PTA may apply for delegate status at the annual National PTA Convention by making a request to the Arizona PTA President.

**Section 3.** The Arizona PTA shall be represented at National PTA meetings by the President or in the absence of the President, the President-Elect or first (1<sup>st</sup>) Vice-President (when applicable), or in the absence of both, by a state officer authorized as an alternate by the Executive Committee. \*\* The State President shall not serve as the National Council of States representative.<sup>20</sup>

## **Article XVI: Resolutions**

**Section 1.** A local PTAs/PTSAs, PTA/PTSA Council, committee, commission, or the Board of Managers may propose a resolution providing it is within the scope of the PTA Purposes. Resolutions may suggest consideration of a new issue or change one already in effect. Resolutions to be considered by the convention body shall be submitted in written form to the Resolutions Subcommittee in care of the state office postmarked or delivered by December 15<sup>th</sup>.

**Section 2.** A resolution or an emergency resolution proposed by a local unit shall be signed by their current President and Secretary and must carry the date of its passage by the voting members of the submitting local unit. The resolution should be signed by the local PTA/PTSA unit President and Secretary in office at the time of its passage by the PTA/PTSA if different than the current local unit administration.

**Section 3.** The Resolutions Subcommittee shall publish the resolutions in an Arizona PTA publication and send copies of the resolutions to each local PTA/PTSA unit President, PTA/PTSA Council President, and members of the Board of Managers at least sixty (60) days prior to the opening of the convention. Should similar resolutions be submitted, the Resolutions Subcommittee may, with the written approval of each submitting unit, edit, and combine such resolutions.

**Section 4.** Once published, resolutions may not be withdrawn from consideration by the convention body except at the written request of the submitting group's full delegation at the convention and providing two-thirds (2/3) of the delegates present and voting at the convention concur with the withdrawal action.

**Section 5.** Resolutions shall be presented to the convention body with the name of the submitting group.

**Section 6.** An approved emergency resolution may be presented from the floor of the convention provided copies are available for all delegates' consideration and a copy of the resolution has been filed with the state Secretary by the maker of the resolution. The copy filed with the Secretary must be signed by the maker of the resolution and by one (1) delegate from each region represented at convention. Such resolutions shall be reviewed for approval by the Resolutions Subcommittee at the convention to determine the appropriateness of the emergency.

**Section 7.** Resolutions passed by the convention body become the official position of the Arizona PTA. Five (5) years after adoption, resolutions shall be reviewed by the Resolutions Subcommittee and Legislative Issues Chair. The Resolutions Subcommittee and Legislative

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<sup>20</sup> National PTA Bylaws Article X National Council of States Section 1. line two  
The state president shall not serve as the national council of states representative.

Issues Chair may recommend that the resolution be renewed by the convention body. All resolutions not recommended for renewal shall be retired.

## **\*ARTICLE XVII: FISCAL YEAR**

The fiscal year of the Arizona PTA shall begin on July 1st and end on the following June 30th.

## **\*ARTICLE XVIII: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Arizona PTA and its constituent organizations in all cases in which they are applicable and in which they are not in conflict with these bylaws, and the National PTA Bylaws, or the articles of incorporation.

## **ARTICLE XIX: INDEMNIFICATION**

To the fullest extent permitted by law, members, directors, officers, employees, and agents of the Corporation shall be indemnified by the Corporation in accordance with the provisions of the Arizona Revised Statutes, Section 10-1005, as the same exists or may hereinafter be amended.

## **ARTICLE XX: AMENDMENTS**

**Section 1.** These bylaws may be amended at an Arizona PTA annual convention by a two-thirds (2/3) vote of those present and voting, provided the amendments have been approved by the Board of Managers and notice of proposed amendments has been in the call to convention.

**\*\* Section 2.** The adoption of an amendment to any provision of the National PTA Bylaws shall serve automatically and without the requirement of further action by the Arizona PTA to amend their corresponding bylaws. State PTAs/PTSAs shall promptly incorporate such amendments in their respective bylaws.<sup>21</sup>

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

**\* Section 4.** An invitation to submit recommendations for amendments to the Arizona PTA bylaws shall be sent to local PTAs/PTSAs prior to October 31st of each year. Such recommendations must be received at the Arizona PTA Office no later than November 30th.

## **\*\* ARTICLE XXI: NATIONAL COUNCIL OF STATES**

**Section 1.** The national council of states shall be composed of one (1) member from each of the state congresses. The state president shall not serve as the national council of states representative. The national president and the resolutions committee chair shall serve as ex-officio members.

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<sup>21</sup> National PTA Bylaws Article IV Constituent Associations Section 5. and Article XIII Bylaws and Policy Committee Section 5.

**Section 2.** The general provisions for eligibility for service are described in Article VI (of the National PTA Bylaws). In addition, the members of the national council of states should understand the mission, vision, and value of National PTA, and should have skills, ability, and willingness to debate, deliberate, and make recommendations on issues affecting the association.<sup>22</sup>

**Section 3.** The president-elect and secretary-treasurer of National PTA shall serve as chair and vice chair of the national council of states.

**Section 4.** The members from state congresses shall be appointed from within their states in accordance with each state's bylaws for a term as indicated by each state's bylaws.

**Section 5.** The national council of states shall:

- a. Identify and prioritize trends to guide the board in setting strategic direction,
- b. Review and recommend issues related to association policy, and
- c. Identify and recommend action on strategic direction, emerging issues, policies, and legislative trends.

**Section 6.** The national council of states shall meet annually at the call of the chair. Special meetings may be called by the chair with the approval of the national president.

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<sup>22</sup> National PTA Bylaws Article VI Provisions for Service in the National PTA Governance Structure