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Adapted from the National PTA Model Local Bylaws, Update effective July 1, 2014

Article I—Name

The name of this organization is the Hawley Parent and Teacher Association (PTA), Newtown, Connecticut. It is a local PTA organized under the authority of Connecticut Congress of Parents Teachers Association, a branch of National Congress of Parents and Teachers (National PTA).

Article II—Purposes

Section 1. The purposes of the PTA are

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

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

Section 3. The organization is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter referred to as "Internal Revenue Code").

Article III—Basic Policies

The following are basic policies of National PTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization shall work with the schools and community to provide quality education for all children and youth and shall seek to participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities, and local education authorities.
- c. The organization shall work to promote the health and welfare of children and youth and shall seek to promote collaboration between parents, schools, and the community at large.
- d. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

- e. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- f. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and whose purposes are in accordance with those of National PTA.
- g. The organization or members in their official capacities shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.

Article IV—Relationship with National PTA and Connecticut PTA

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

A local PTA in good standing is one that

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

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

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

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

Section 5. Bylaws of this local PTA shall include an article on amendments, Conflict of Interest Policy, and Whistle Blower Policy.

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

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

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

Article V—Membership and Dues

Section 1. Every individual who is a member of this local PTA is, by virtue of that fact, a member of the National PTA and of the Connecticut PTA by which this local PTA is chartered, and is entitled to all the benefits of such membership.

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

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

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

Article VI—Officers

Section 1. The officers of this local PTA shall be president, vice president(s), secretary, and treasurer.

Section 2. Officers shall be elected in the month of May or June.

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

Section 4. The following provisions shall govern the eligibility of individuals to be officers of the Hawley School PTA:

- a. Each officer shall be a member of this local PTA.
- b. No officer may be eligible to serve more than two consecutive terms in the same office unless no other interested party steps forth.
- c. A person who has served in an office for more than one half of a full term shall be deemed to have served a full term in such office.

Section 5. Officers shall assume their official duties following the close of the Fiscal Year in which they are elected and shall serve for a term of two years or until their successors officially take over the duties of the office

Section 6. A vacancy occurring in the office of president shall be filled for the remainder of the unexpired term by the 1ST vice president. The executive board shall fill a vacancy in any office other than president. If the vice president is unable to fill the position, then a nominating committee is formed according to article VI, section 7.

Section 7. There shall be a nominating committee composed of a minimum of three members, with at least one from the executive board and two from the general membership. The committee chair shall be a member representing the executive board. This committee will be elected by this PTA at a regular General Membership Meeting at least two months prior to election of officers as outlined in Article VI, Section 2.

- a. The nominating committee shall nominate an eligible person for each office to be filled and report its nominees via the PTA newsletter at least one month prior to elections.
- b. Anyone wishing to run from the floor must notify the president at least two weeks before the date of the election. (See Article VI, Section 2)
- c. Only those individuals who are current members of this local PTA and who have signified their consent to serve shall be nominated to such office.
- d. Only those who have been members for at least 30 days prior may vote.

Article VII—Duties of Officers

Section 1. The president shall

- a. Preside at all meetings of this local PTA;
- b. Sign all contracts.
- c. Serve as an ex officio member of all committees except the nominating committee;
- d. Coordinate the work of the officers and committees of this local PTA in order that the purposes may be promoted;
- e. Must attend CT PTA approved training annually;
- f. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the executive board.

Section 2. The vice president(s) shall

- a. Act as aide(s) to the president;
- b. Perform the duties of the president in the president's absence or inability to serve;
- c. Ensure the activities of assigned committees are in function and report to the president.
- d. Serve as the executive board representative on the membership committee;
- e. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president or the executive board.

Section 3. The secretary shall

- a. Record the minutes of all meetings of the Hawley School PTA. If absent from a meeting, find an alternate to record the minutes;
- b. Be prepared to read the records of any previous meetings;
- c. File all records;
- d. Publish approved General Meeting minutes on the website;
- e. Have a current copy of the bylaws;
- f. Maintain a membership list;
- g. Advise on questions of parliamentary law and matters of procedure according to the bylaws and the current edition of Robert's Rules of Order Newly Revised.
- h. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president or the executive board.

Section 4. The treasurer shall

- a. Have custody of the funds of this local PTA
- b. Maintain a full account of the funds of this local PTA;
- c. Make disbursements as authorized by the president, executive board, or this local PTA in accordance with the budget adopted by this local PTA;
- d. Vouchers under \$500 signed by one person: the treasurer;
- e. Vouchers of \$500 or more signed by two people: the treasurer and president. Additionally, checks of \$500 or more must be authorized in writing by the president and attached to the requisition form. E-mail authorization by the president is an acceptable form of written documentation;
- f. Cause to be kept a full and accurate account of the receipts and disbursements in the books belonging to the Hawley School PTA;
- g. Provide a written financial statement to the executive board at each meeting;
- h. Present an annual report of the financial condition of the organization;

- i. Submit the books annually for an audit by a non-affiliated Certified Public Accountant (CPA) by October 15th of the current calendar year.
- j. Report the findings of the annual audit to the executive board;
- k. Act as chairman of the Spending Committee;
- l. Must attend CT PTSA approved training annually;
- m. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president, or the executive board.

Article VIII—Executive Board

Section 1. The executive board shall manage the affairs of the Hawley School PTA in the intervals between local PTA General Membership meetings.

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

Section 3. The members of the board shall be

- a. Elected officers;
- b. The principal or an appointed representative, and a teacher representative.

Section 4. Duties of the board shall be to

- a. Carry out such business as may be referred to by the membership of the association;
- b. Create standing committees and special committees. Approve the work of the committees;
- c. Create a report at the regular general membership meetings of this local PTA;
- d. Select an auditor or an auditing committee at least one month prior to the end of the fiscal year to audit the treasurer's accounts;
- e. Prepare and submit an annual budget to this local PTA's general membership for adoption;
- f. Approve payment of routine bills that exceed approved budget;
- g. Authorize expenditures of unbudgeted funds. Expenditures exceeding \$500 shall be voted upon by the general membership.

Section 5. If any member of the executive board shall at any time cease to meet the qualifications or fulfill the duties of the position, that person may be removed from the board by resolution adopted by the executive board.

Section 6. Regular meetings of the board shall be held with the date and time to be fixed by the board at its first meeting of the year.

Section 7. Special meetings of the board may be called by the president or when requested by a majority of members upon 1 days' written notice to each member of the board.

Section 8. At all meetings of the board, a majority of the members of the board shall constitute a quorum for the transaction of business.

Section 9. Upon the expiration of the term of office or when individuals cease to hold the position that entitles them to be a member of the board, they shall automatically cease to be a member of the board and shall be relieved of all duties and responsibilities incident to such membership. All records, books, and other materials pertaining to the position shall be turned over to the president and all funds pertaining to the position shall be returned to the treasurer within 14 days.

Article IX—Committees

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

Section 2. The standing committees of this local PTA shall be created, changed, or eliminated by the executive board as deemed necessary to promote the objectives and carry on the work of the association.

Section 3. The executive board may create special committees, as it may deem necessary to promote the purposes of PTA and carry on the work of this local PTA. Since a special committee is created for a specific purpose, it automatically goes out of existence when its work is done and its final report is received.

Section 4. The term of office of a committee chair shall be 2 years or until the selection of a successor. Whenever possible, committees shall have a co-chair who will be trained to become the chairman's successor at the end of the chairman's term.

Section 5. The chair of each committee shall present a plan of work to the executive board for approval. No committee work shall be undertaken without the consent of the executive board.

Section 6. Committee chairs are authorized to spend funds within the approved budget. Amounts exceeding this limit are subject to approval as stated in Article VIII, Section 4g.

Section 8. It is recommended that a person not serve as chair or co-chair for more than one consecutive term on the same committee.

Article X—General Membership Meetings

Section 1. Regular meetings of this local PTA shall be held with the date and time to be fixed by the Executive Board. Seven calendar days notice shall be given to the membership of any change of date.

Section 2. Special meetings of this local PTA may be called by the president or by a majority of the executive board, provided 2 days' notice having been given.

Section 3. The Annual Meeting shall be held in either May or June.

Section 4. Eight (8) members shall constitute a quorum for the transaction of business in any meeting of this local PTA.

Section 5. Voting, and introducing motions, shall be limited to individuals who have been members of this local PTA for at least 30 days prior to the meeting in which the voting and/or motions are taking place.

Article XI—Connecticut PTA Annual Meeting

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

- a. All representatives to the Connecticut PTA Annual Meeting must be members of this local PTA.
- b. Delegates and their alternates shall be chosen at the executive board meeting in December.

Article XII—Fiscal Year (If required by state PTA)

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

Article XIII—Parliamentary Authority

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

Article XIV—Amendments

Section 1. These bylaws may be amended at any regular General Membership meeting of the Hawley School by a two-thirds vote of those present and voting, provided the amendments have been approved by the executive board and notice of proposed amendments has been provided to the membership seven (7) days prior to the meeting.

Section 2. Once approved by General Membership, the Committee on Bylaws will submit a revised set of bylaws to Connecticut PTA as a substitute for the existing bylaws.

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

Article XV—Hawley PTA Continuing Affiliation

Section 1 All affiliates need to be in "good standing" with the Connecticut PTA. The following items must be sent to Connecticut PTA per the current Connecticut PTA Standards of Affiliation.

- a. Officer Information Sheet- submitted to CT PTA,
- b. Membership Fees - Monthly. Each local PTA/PTSA shall pay membership fees to Connecticut PTA. The amount of such fees shall include the portion payable to National PTA,
- c. Annual Review or Audit of Finance Records,
- d. Copy of IRS 990 (due to IRS by Nov 15) copy to Connecticut PTA by October 31st of each year;
- e. Proof of Insurance.

Section 2 Additionally to be in "good standing" with the Connecticut PTA

- a. Bylaws need to be updated every 3 years. Bylaws must be reviewed by Connecticut PTA every 3 years according to Connecticut PTA Standards of Affiliation and then voted in by [name of PTA] membership.
- b. President(s) and Treasurer(s) must attend training that has been approved by Connecticut PTA.

Article XVI—Conflict of Interest Policy

Article I **Purpose**

The purpose of the conflict of interest policy is to protect the interests of this tax-exempt organization, (the “Organization), when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II **Definitions**

1. Interested Person

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

2. Financial Interest

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

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with any entity with which the Organization has a transaction or arrangement, or
- c. A proposal ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III **Procedures**

- a. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- b. The remaining Board or committee members shall decide if a conflict of interest exists.
- c. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon.

- d. An interested person may make a presentation at the governing board or committee meeting, but after presentation, he/she shall leave the meeting during the discussion of, and vote on, the transaction or arrangement involving the possible conflict of interest.

Article XVII—Whistle Blower Policy

Section 1. Hawley PTA requires Board members, all officers, committee chairs and members to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As affiliates and representatives of the Hawley PTA we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Section 2. This Whistleblower is intended to encourage and enable employees and others to raise serious concerns internally so that Hawley PTA can address and correct inappropriate conduct and actions. It is the responsibility of all Board members, officers, employees and volunteers to report concerns about violations of Hawley PTA's code of ethics or suspected violations of law or regulations that govern Hawley PTA's operations.

Section 3. It is contrary to the values of Hawley PTA for anyone to retaliate against any Board member, officer, and employee or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of Hawley PTA. An employee or volunteer who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment and or rescission of membership rights.

Section 4. Hawley PTA has an open door policy and suggests that all Board members, officers, committee chairs and staff share their questions, concerns, suggestions or complaints with their **President**. If you are not comfortable speaking with your **President** or you are not satisfied with your President's response, you are encouraged to speak with the Treasurer of Hawley PTA. Board Members or officers are required to report complaints or concerns about suspected ethical and legal violations in writing to the Hawley PTA's President or Treasurer. If you are not satisfied with the response from your President and or Treasurer, you may contact Connecticut PTA for further guidance.

Section 5. The Hawley PTA's Treasurer is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The Treasurer will advise the Hawley PTA President of all complaints and their resolution and will report at least annually on compliance activity relating to accounting or alleged financial improprieties.

Section 6. The Hawley PTA's Treasurer shall immediately notify the Audit Committee/Finance Committee of any concerns or complaint regarding corporate accounting practices, internal controls or auditing and work with the committee until the matter is resolved.

Section 7. Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Section 8. Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Section 9. The Hawley PTA's President will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.