

**Janney PTA Bylaws**

Revision as of June 21, 2018

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**Article I: Name**

The name of this association is the Janney Elementary School Parent-Teacher Association (“PTA”), based in Washington, D.C.

**Article II: Articles of Organization**

The articles of organization of PTA include (a) the bylaws of the organization and (b) the articles of incorporation of the organization.

**Article III: Purposes**

Section 1. The objectives of PTA are:

- a. To bring into closer relation the home and the school, so that Janney parents, guardians, teachers, and staff may cooperate in the education of children;
- b. To develop between educators and the general public united efforts that give all Janney students the best possible physical, mental, social, and emotional education;
- c. To promote the welfare of Janney students in home, school, and community; and
- d. To raise funds to provide enhanced opportunities for Janney students at school.

Section 2. The objectives of this organization are developed through conferences, committees, projects, and programs; promoted through an educational program directed toward students, parents, teachers, and the general public; and governed and qualified by the policies set forth in Article IV.

Section 3. The organization is organized exclusively for charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding Section of any future Federal Tax Code (hereinafter "Internal Revenue Code").

**Article IV: Basic Policies**

The following are policies of PTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The name of the organization or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern, or in connection with any partisan interest, or for any purposes not appropriately related to promotion of the objects of the organization.

c. The organization shall work with Janney Elementary School to provide quality education for all its students, and will contribute to the decision-making process establishing school policy, as needed.

d. The organization may cooperate with other organizations and agencies concerned with elementary-age education.

e. 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 III hereof.

f. Notwithstanding any other provision of these articles, the organization shall not carry on any activities not permitted to be carried out by an organization (i) exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (ii) contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

g. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organizations, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code and whose purposes are concerned with elementary-age education.

h. Except as otherwise defined, a PTA representative shall make no commitments that bind the group she/he represents, absent a vote by the executive board, as appropriate, to approve it. Only members who have been formally assigned by the executive board are authorized to speak on behalf of the PTA.

i. The organization or members in their official capacities shall not, directly nor indirectly, participate or intervene (in any way, including 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 legislations by propaganda or otherwise.

## **Article V: Membership**

Section 1. Membership in PTA shall be open to any parents or guardians of Janney Elementary School students, and any teachers and staff of Janney Elementary School, who support the purposes of PTA. The PTA celebrates diversity and is committed to being inclusive of all members.

Section 2. At the beginning of each school year, the PTA shall receive a copy of the school directory listing parents, guardians, teachers, and staff, and all of those parties will be considered members of the PTA for that school year, unless an individual chooses to opt out through a written notice.

Section 3. Unless otherwise approved by the executive board and two-thirds vote of members present and voting after having been given at least 30 days' notice, there are no annual dues.

Section 4. Only members of PTA shall be eligible to vote in the business meetings of PTA or to serve in any of its elected or appointed positions.

## **Article VI: Officers and Their Election**

Section 1. Each officer of the PTA shall be the parent or guardian of a child enrolled in the school, or shall be connected with the school by way of employment.

### Section 2. Officers and Their Election

a. The officers of this organization shall consist of two or three co-presidents, two co-vice presidents/presidents-elect, two past-presidents, two secretaries, three treasurers, two faculty/staff representatives, and the principal.

b. Officers shall be elected by electronic, physical or voice ballot within the final 30 days of the school year prior to the start of their term. The outgoing co-vice presidents/president-elects shall succeed automatically to the office of co-presidents. The outgoing co-presidents shall succeed automatically to the office of co-past-presidents. Nominees for co-offices must run as a slate. If there is only one slate for any co-office, election for that office may be by voice vote, otherwise a ballot will be conducted. A majority of votes cast shall constitute an election.

c. All officers shall assume their official duties at the beginning of the PTA fiscal year (July 1st). Officers elected as vice presidents/presidents-elect for their first year, will serve as presidents for their second year, and past presidents for their third year. All other officers will serve for two-year terms, preferably staggered, with the exception of the treasurers who will serve for three-year terms, also staggered.

d. A person shall not be eligible to serve more than two consecutive terms in the same office, unless two-thirds of the members present at any regular meeting vote to permit the officer to serve an additional term.

### Section 3. Nomination Process

a. Nominations for the executive board can be assembled through one or more of the following methods:

i. A nominating committee can be assembled, comprised of the presidents, the Janney principal, and three at-large members. The at-large members shall be elected at a general membership meeting at least one month prior to the election of officers. The committee shall elect its chairperson. The nominating committee shall strive to nominate at least two eligible people for each office to be filled, and report its nominees to the general membership.

ii. Current executive board members can nominate, ideally at least two eligible people for each office to be filled, and report its nominees to the general membership.

ii. Self-nomination, with support of any five members, through submission of a petition at any time up to one week prior to the election; self-nominees that submit a petition with the support of at least five members by the deadline specified will be reported to the general membership.

b. Nominees for co-offices must run in slates.

c. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office. It is understood that the vice presidents/presidents-elect by accepting the nomination are agreeing to automatically succeed to the office of president at the end of their term as vice president/president-elect and thereafter as past-presidents.

#### Section 4. Vacancies

a. Vacancies of non-presidential offices: A vacancy occurring in any office, other than president or vice president/president-elect, may be filled for the unexpired term by an individual elected by a majority vote of the executive board.

b. Vacancies of presidential offices: If there is a vacancy for the president or vice-president/president-elect, then the proposed slate(s) shall be identified using the nomination methods described in Section 3. The vacancy may be filled in one of the following ways:

1. If the vacancy occurs in June, July or August, the nominated slate(s) shall be voted upon by electronic membership vote (see Section 5 for electronic voting procedures).

2. If the vacancy occurs in any month that is not June, July or August, then the nominated slate(s) shall be voted upon during a regular or special membership meeting; however, if holding a membership meeting is not practical within 30 days of the vacancy occurring, then an electronic membership vote is also acceptable.

## Section 5. Electronic Voting Procedures

If an electronic vote or ballot among the membership is required, seven days notice shall be provided for regular matters, and three days notice shall be provided for special matters. The notice shall announce the voting start time and end time. Each member of the PTA can vote only once using the electronic method specified in the announcement. Electronic voting must be open for a minimum of 48 hours.

## **VII: Duties of Officers**

Section 1. The co-presidents shall:

- a. preside at PTA meetings;
- b. be a member ex officio of all committees;
- c. coordinate the work of the officers and committees of the PTA in order that its objectives may be promoted; and
- d. perform such other duties as may be prescribed in these bylaws or assigned by the PTA.

Section 2. The co-vice presidents/presidents-elect shall:

- a. assist the presidents in carrying out their duties and responsibilities;
- b. perform the duties of the presidents in the absence or inability of those officers to act;
- c. maintain a roster of room parents, and advise on room parent activities and communications; and
- d. perform other duties as assigned.

Section 3. The secretaries shall:

- a. record the minutes of all general membership meetings of the PTA and the executive board;
- b. make available to the public for review the approved minutes of the general membership meetings and the approved minutes of the executive board meetings;

- c. ensure that the executive board has access to a roster of current Janney parents, guardians, teachers, and staff for the purposes of defining membership;
- d. have a current copy of the bylaws;
- e. ensure maintenance of documents necessary for legal operations, e.g. 501(c)3 designation and certificate of good standing; and
- f. perform other duties as assigned.

Section 4. The treasurers shall:

- a. have custody of all the funds of the PTA;
- b. keep a full and accurate account of receipts and expenditures;
- c. make disbursements as authorized by the co-presidents and in accordance with the budget adopted by the PTA;
- d. review income and expenses monthly;
- e. if a bookkeeper is hired by the co-presidents and approved by the executive board, review the work of the bookkeeper monthly;
- f. present a financial statement at every meeting of the PTA and whenever the executive board requests;
- g. make a full report on PTA's finances at the meeting at which new officers officially assume their duties, and provide general education to all board members at the beginning of the school year regarding the fiduciary responsibility of board members;
- h. be responsible for the maintenance of such books of account and records as conform to the requirements of Article XII, Section 3, of these bylaws;
- i. maintain a Financial Procedures Manual and adhere to it; and
- j. perform other duties as assigned.

Section 5. The past-presidents shall:

- a. be PTA liaisons to the LSAT and attend and participate in meetings of the LSAT. If they cannot attend, the PTA liaisons shall be the PTA co-vice presidents/presidents-elect if they are able. If that is not the case, it shall be any other two members of the PTA executive board;
- b. make regular reports to and maintain active communication with the executive board; and
- c. perform other duties as assigned.

Section 6. Upon the expiration of the term of office or otherwise upon vacating the office, each officer shall turn over to the presidents, without delay, all records, books, and other materials pertaining to the office, and shall return to the treasurers, without delay, all funds pertaining to the office.

### **Article VIII. Executive Board**

#### Section 1.

- a. The executive board shall consist of the officers of the PTA as laid out in Article VI section 2.a.
- b. The co-presidents may appoint a parliamentarian, subject to the approval of the officers of the PTA.

#### Section 2. The duties of the executive board shall be to:

- a. transact necessary business in the intervals between PTA meetings and such other business as may be referred to it by the PTA;
- b. appoint any audit committee or hire any independent external auditor;
- c. create standing and special committees;
- d. approve the plans of work of the standing committees;
- e. present a report at the regular meetings of the PTA;
- f. prepare and submit to the PTA for adoption a budget for the year; and
- g. approve expenditures in accordance with Article XII.



Section 3. Meetings of the executive board shall be held during the school year at times to be fixed by the board. A majority of the executive board members shall constitute a quorum. Special meetings of the executive board may be called by the co-presidents or by a majority of the members of the board, with one day's notice. Non-members of the executive board may be invited to attend a meeting by the co-presidents or a majority vote of the board.

### **Article IX: General Membership Meetings**

Section 1. Regular meetings of the general membership of the association shall be held a minimum of two times a year unless otherwise provided by the association, seven days' notice having been given.

Section 2. Special meetings of the general membership may be called by the co-presidents or by a majority of the executive board, three days' notice having been given. An announcement in a newsletter or a notice delivered to the students present at school on any given day shall constitute sufficient notice.

Section 3. The final meeting of each year shall be held in June before the end of the academic year.

Section 4. The members present at any meeting shall constitute a quorum for the transaction of business in any meeting of the PTA.

Section 5. Voting on routine matters may be by voice vote; however, actions requiring a two-thirds affirmative vote (e.g., votes on bylaws) shall be by a rising vote, show of hands, or physical or electronic ballots by verified members of PTA.

### **Article X: Committees**

Section 1. Only members of PTA shall be eligible to serve in any elective or appointed positions. Only current members of PTA shall serve as a member of a standing or special committee.

Section 2. The executive board may create such standing committees as it may deem necessary to promote the objectives and carry on the work of the PTA. Unless otherwise provided for in these Bylaws, the elected officers shall appoint standing committee chairpeople and committee members. The term of each chairperson shall be one year or until the selection of a successor. Chairperson may serve more than one consecutive term.

Section 3. No committee work shall be undertaken without the consent of the executive board.

Section 4. The power to form special committees and appoint their members rests with the executive board. The elected officers shall appoint special committee chairpeople and committee members. The term of each special committee chairperson is ended upon completion of the task assigned to the committee.

Section 5. The quorum of any committee shall be a majority of its members.

Section 6. The co-presidents shall be ex-officio members of all committees.

### **Article XI: Parliamentary Authority**

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

### **Article XII: Financial Procedures**

#### Section 1. General Financial Procedures

a. The treasurers shall maintain a Financial Procedures Manual (“Manual”) that details all steps regarding the responsible stewardship of PTA funds in accordance with the PTA bylaws. The Manual shall be reviewed by the executive board annually as part of the duty of the co-treasurers to provide general education to the executive board regarding its fiduciary responsibilities. Changes to the Manual must be approved by the co-presidents and co-treasurers.

b. At each executive board meeting, the treasurers, with support from the PTA bookkeeper, shall present a balance sheet, as well as a profit-and-loss statement, showing credits and debits by major line item.

#### Section 2: Budget

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

b. Each spring, the executive board shall draft a proposed Annual PTA Budget (“Budget”).

c. The executive board approved Budget for the following school year as defined by the Manual shall be presented to the general membership prior to the final general membership meeting of the year for approval.

d. The approved Budget shall be made available to the general membership.

e. The PTA executive board is responsible for operating within the approved Budget.

### Section 3. Expenditures

a. All expenditures of PTA funds shall be associated with specific line items in the approved Budget. As such, a statement of the line item from which it is to be drawn shall accompany each request for disbursement of funds, and no funds shall be disbursed in the absence of such a link.

b. All requests for disbursements of funds must be made in writing using a Check Request Form, which should be delivered to the co-presidents or treasurers for approval by the appropriate party, and copies of those requests shall be retained at least until the next review by an external auditor.

c. All Check Requests for expenditures of funds totaling \$2,500 or more require approval by a treasurer or president, regardless of whether or not such requests fall within the approved Budget.

d. The PTA bookkeeper or the co-treasurers shall verify that each request for disbursement of funds conforms to the Budget and the co-treasurers' guidance for the current budget year, and seek guidance from the approving authority and/or the presidents concerning any apparent inconsistencies in the persons, purpose, or amounts requested before proceeding with disbursement. The PTA bookkeeper or the co-treasurers shall notify the presidents and treasurers prior to making any disbursement if a request exceeds the amount allocated to that line item in the approved Budget.

e. Executive board members have authority to expend funds consistent with the budget. In addition, the executive board may designate volunteers the authority to expend funds consistent with the budget, and those designated volunteers must submit a proposed activity-level budget conforming to the constraints of the relevant line item(s) in the Annual PTA Budget to the co-presidents outlining any expected income and expenses for the given fundraising activity.

### Section 3. Risk Management

a. The executive board will hire an external professional auditor at least every three years. The auditor shall review the budget and budget processes; evaluate consistency between the approved budget as presented to the membership, on the one hand, and its execution, on the other; and consider improvements in the PTA's financial risk management approach. The auditor shall produce a written report detailing the conclusions of the audit, and present the conclusions to the executive board. The executive board shall ensure that the auditor's report is available to all PTA members upon request.

b. The PTA must maintain directors' and officers' liability insurance.

#### Section 4. Maintaining 501(c)3 Status

a. The treasurers are responsible for all communications with and submissions to the Internal Revenue Service (IRS) concerning the PTA, including filing PTA's Form 990 or equivalent as required.

b. The secretaries shall maintain documentation verifying the organization's 501(c)3 status, and shall maintain other records required by local, state, or federal law for continuing operations, such as the certificate of good standing.

### **Article XIII: Amendments**

#### Section 1.

a. These bylaws may be amended in one of two ways

1. at any regular meeting of the PTA by a two-thirds vote of the members present and voting, provided that notice of the amendment and a copy of the proposed amendments have been given at either the previous general membership meeting or at least 14 days prior to the meeting at which the amendments are to be voted upon; or

2. by electronic vote of the members, using the same procedures as specified in Article VI, Section 5, provided that notice of the amendment and a copy of the proposed amendments have been given at least 7 days prior to the electronic vote commencing.

b. A committee may be appointed to submit a revised set of bylaws as a substitute for the existing bylaws by a majority vote at a meeting of the PTA, or by a two-thirds vote of the executive board. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.