

# Bylaws

Oregon  
**PTA**<sup>®</sup>

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Revised April 2008

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# OREGON PTA BYLAWS

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## Table of Contents

<b>Article: Title</b>	<b>Page</b>
I: Name .....	3
II: Articles of Organization .....	3
III: Purposes .....	3
IV: Basic Policies .....	3
V: State PTAs/PTSAs .....	4
VI: Fiscal Year.....	5
VII: Local PTA/PTSA Units .....	5
VIII: Membership.....	7
IX: Officers' Elections and Vacancies .....	8
X: Duties of Officers .....	10
XI: Executive Committee.....	12
XII: Board of Directors.....	12
XIII: Committees and Appointed Positions.....	13
XIV: Councils.....	14
XV: State and Local Relations.....	15
XVI: Oregon PTA Newsletter.....	15
XVII: Teacher Education Scholarships.....	15
XVIII: State Convention .....	16
XIX: National Convention .....	16
XX: National Council of States .....	17
XXI: Parliamentary Authority .....	17
XXII: Amendments .....	17
XXIII: Resolutions.....	18

**ARTICLE I: Name**

The name of this organization is the Oregon Congress of Parents and Teachers, a branch of National Congress of Parents and Teachers. It is also commonly known, and will be referred to in these bylaws, as "Oregon PTA".

**ARTICLE II: Articles of Organization**

The articles of organization of a constituent organization include (a) the bylaws of such organization and (b) the certificate of incorporation or articles of incorporation of such organization (in cases in which the organization is a corporation) or the articles of association by whatever name (in cases in which the organization exists as an unincorporated association).

**\*ARTICLE III: Purposes**

**SECTION 1.** The Purposes of Oregon PTA, in common with those of National PTA, are:

- a. To promote the welfare of children and youth in home, school, community, and place of worship.
- b. To raise the standards of home life.
- c. To secure adequate laws for the care and protection of children and youth.
- d. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.
- 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 National PTA and Oregon 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 IV.

**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 "Internal Revenue Code").

**\*ARTICLE IV: Basic Policies**

The following are basic policies of Oregon PTA in common with those 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 III 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 V: State PTAs/PTSAs**

**SECTION 1.** Oregon PTA is a branch of National PTA and exists for the purpose of accomplishing, at the state level, the Purposes of National PTA in accordance with its policies. Within the framework of the responsibility that it shares with National PTA for the implementation of the Purposes of National PTA and its obligation to comply with the Bylaws of National PTA, Oregon PTA is a self-governing organization with independent legal existence.

**SECTION 2.** The relationship of Oregon PTA with National PTA and its duties, obligations, and responsibilities are set forth in the Bylaws of National PTA and in the charter that is issued by National PTA to Oregon PTA.

**SECTION 3.** Oregon PTA shall adopt such bylaws as required by National PTA. A single star shall identify these bylaws.

**SECTION 4.** The adoption of an amendment, by National PTA, to any single starred bylaws shall serve automatically and without the requirement of further action by Oregon PTA to change such bylaws. Oregon PTA shall promptly incorporate such amendments in its bylaws.

**SECTION 5.** The bylaws of Oregon PTA and all amendments thereto shall be subject to approval by the Committee on Bylaws of the Board of Directors of National PTA.

**SECTION 6.** Oregon PTA shall provide appropriate procedures for the organization of local PTA/PTSA within its area. Oregon PTA may determine the membership year for the local PTA/PTSA in its area and prescribe the form and content of the bylaws or other articles of organization of such local PTA/PTSA.

**SECTION 7.** Oregon PTA may create or establish subsidiary organizations (districts or regions) within its area to facilitate the administration of the affairs of Oregon PTA and for carrying out its programs, and may prescribe the form and content of the bylaws or other articles of organization of such districts (or regions).

**SECTION 8.** Oregon PTA may create or establish councils in counties, cities, or other areas designated by its Board of Directors for the purpose of conference, leadership training, and coordination of the efforts of local PTA/PTSA units, and may prescribe the form and content of the bylaws or other articles of organization of such councils. The local PTA/PTSA units that shall be eligible for membership and participation in the work of any council shall be determined by Oregon PTA. Councils shall not legislate for local PTA/PTSA units.

**SECTION 9.** In the event of surrender or withdrawal of its charter by National PTA, Oregon PTA is obligated:

- a. To yield up and surrender all of its books and records and all of its assets and property to National PTA or to such agency as may be designated by National PTA, to be held for the benefit of another branch organization established by National PTA for the area of Oregon PTA.
- b. To yield up all books and records and all of the assets and property of any Controlled Organization and surrender them to National PTA or to such agency as may be designated by National PTA to be held for the benefit of another branch organization established by National PTA for the area of such state PTA. A Controlled Organization shall mean any corporation or other entity, whether nonprofit or for-profit, incorporated or unincorporated, that is controlled by such state PTA. For purposes of this section, control means ownership by vote or value of more than 50 percent of the organization, power to appoint individuals to the governing body of the organization representing more than 50 percent of the power, or

ownership of more than 50 percent of the beneficial interest in the organization. The state PTA shall cause the governing documents of the Controlled Organization to reflect this obligation:

- c. To cease and desist from the further use of any name that implies or connotes association or affiliation with National PTA or status as a branch or constituent organization of National PTA; and
- d. To carry out promptly, under the supervision and direction of National PTA, all proceedings necessary or desirable for the purpose of dissolving Oregon PTA.

**SECTION 10.** Oregon PTA is responsible for compliance by the local, council, district or region PTAs within its area with the Bylaws of National PTA and the bylaws of the state PTA. The provisions of Oregon PTA Bylaws relating to the withdrawal of the charter of a local PTA/PTSA (and the termination of its status as a PTA unit) shall parallel the provisions of the Bylaws of National PTA relating to the withdrawal by the National PTA of the charter of Oregon PTA and the termination of the status of Oregon PTA as a branch of National PTA.

**SECTION 11.** Oregon PTA shall submit to National PTA a report of its work and activities for inclusion in the annual report of National PTA.

**SECTION 12.** Oregon 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 organization including, specifically, the number of local PTA/PTSA within its area, the national portion of membership dues collected by such local PTA/PTSA, the amounts of such dues received by Oregon PTA, and the amounts of dues remitted to National PTA. Such books of account and records, including those of controlled organizations, shall at all reasonable times be open to inspection by an authorized representative of National PTA.

## ARTICLE VI: Fiscal Year

The fiscal year shall be from July 1<sup>st</sup> through June 30<sup>th</sup>.

## ARTICLE VII: Local PTA/PTSA Units

**SECTION 1.** Local PTA/PTSAs shall be organized and chartered under the authority of Oregon PTA in the area in which the local PTA/PTSA functions, in conformity with such rules and regulations, not in conflict with the Bylaws of the National PTA, as Oregon PTA may in its bylaws prescribe. Oregon PTA shall issue to each local PTA/PTSA in its area an appropriate charter evidencing the due organization and good standing of the local PTA/PTSA.

**SECTION 2.** Oregon PTA requirements of a local PTA/PTSA unit:

- a. Each local PTA/PTSA unit must have current copies of the following items on file at Oregon PTA office annually
  1. Current officers list due by Nov. 1<sup>st</sup>
  2. Standing rules due by Nov. 1<sup>st</sup>
  3. Approved annual budget due by Nov. 1<sup>st</sup>
  4. Membership lists first list due by Nov. 1<sup>st</sup> there after monthly
  5. Federal Employer Identification Number (EIN) new units only
  6. Year-end financial statement due by Nov. 1<sup>st</sup>
  7. Copy of Annual Audit Report due by November 1<sup>st</sup>
  8. Copy of IRS 990 (if required to file) due by Nov. 30<sup>th</sup>
  9. Copy of CT-12 (if required to file) due by Nov. 30<sup>th</sup>
  10. National PTA identification number (new units only)
  11. Local PTA/PTSA units are required to purchase general liability and bonding insurance through Oregon PTA or provide proof of equivalent coverage annually by November 30<sup>th</sup>.

- b. Each local PTA/PTSA practices responsible financial procedures as referenced in National PTA and Oregon PTA *Money Matters*.
- c. Local PTA/PTSA units shall avail itself of the workshops, conferences, resources and opportunities for leadership development offered by the region, state and national levels of the PTA, with a minimum of three (3) elected officers or their designees attending one (1) leadership training session annually. Leadership training is defined as:
  - 1) Designated convention workshops.
  - 2) Oregon PTA sponsored officer training.
  - 3) Council sponsored officer training.
  - 4) Other training as pre-authorized by the Oregon PTA Leadership Committee.
- d. Each local PTA/PTSA unit shall attain a minimum of 25 members as of December 31<sup>st</sup> of the current membership year. Newly organized units shall have until December 31<sup>st</sup> of their second membership year to attain the minimum.
- e. A local PTA/PTSA unit may apply to the Oregon PTA Board of Directors for a waiver of the time limitation in Article VII: Section 2d, in the event of hardship.

**SECTION 3.** Oregon PTA procedures when local PTA/PTSA units fail to comply with requirements:

- a. If all documents required under Article VII, Section 2, subsection (a) are not submitted by November 1<sup>st</sup>, the local unit shall receive a written notice by indicating missing items and the Region Director shall contact local PTA/PTSA officers.
- b. If all documents required under Article VII, Section 2, subsection (a) are not submitted by November 1<sup>st</sup> of the second year, Oregon PTA may withdraw the charter of the local PTA/PTSA unit.

**+SECTION 4.** Each local PTA/PTSA shall adopt such bylaws for the government of the organization as may be approved by Oregon PTA. Such bylaws shall not be in conflict with the bylaws of National PTA or the bylaws of Oregon PTA.

**\* SECTION 5.** Bylaws of each constituent organization shall include an article on amendments and shall include a provision establishing a quorum.

**SECTION 6.** In addition, each local PTA/PTSA unit shall adopt a set of Standing Rules to be used in conjunction with the Unified Local PTA/PTSA Bylaws in the governing of its unit. Such standing rules shall not be in conflict with National PTA Bylaws, the Oregon PTA Bylaws or the Unified Local PTA/PTSA Bylaws. These Standing Rules shall be reviewed annually by the local PTA/PTSA unit executive committee/board. Proposed amendments or additions shall be presented to the general membership of this PTA/PTSA unit for adoption.

**+SECTION 7.** Each local PTA/PTSA shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization, including, specifically, the number of its members, the dues collected from its members, and the amounts of dues remitted to Oregon PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of Oregon PTA or, where directed by a duly authorized representative of National PTA.

**+SECTION 8.** The charter of a local PTA/PTSA shall be subject to withdrawal and the status of such organization as a PTA unit shall be subject to termination, in the manner and under the circumstances provided in the Bylaws of Oregon PTA.

**+SECTION 9.** Each local PTA/PTSA is obligated, upon withdrawal of its charter by Oregon PTA:

- a. To yield up and surrender all of its books and records and all of its assets and property to Oregon PTA or to such agency as may be designated by Oregon PTA or to another local PTA/PTSA organized under the authority of Oregon PTA;

- b. To cease and desist from the further use of any name that implies or connotes association with National PTA or Oregon PTA or status as a constituent organization of National PTA; and
- c. To carry out promptly, under the supervision and direction of Oregon PTA, all proceedings necessary or desirable for the purpose of dissolving such local PTA/PTSA.

**+SECTION 10.** A PTA member shall not serve as a voting member of a constituent organization's board at the local, council, district, region, state or national level while serving as a paid employee of, or under contract to, that constituent organization.

**SECTION 11.** Each local PTA/PTSA shall adopt such bylaws as required by National PTA. A single star shall identify these bylaws. Each local PTA/PTSA unit shall adopt such bylaws as required by Oregon PTA. These bylaws shall be identified by a plus (+) sign.

**SECTION 12.** A local PTA/PTSA unit shall be dissolved according to the procedures outlined in the *Dissolution/Disaffiliation of a Local PTA/PTSA Unit*<sup>1</sup> that includes, but is not limited to:

- a. The executive committee, board or general membership shall adopt a resolution recommending that the local PTA/PTSA unit shall be dissolved and directing that the question of such dissolution be submitted to a vote at a special meeting of members having voting rights as of the date that the resolution is adopted. Written or printed notice, stating the date, time, place and that the purpose of such a meeting is to consider the advisability of dissolving the local PTA/PTSA unit shall be given to each member entitled to vote at such a meeting at least forty-five (45) days prior to the date of such meeting.
- b. Written notice of such resolution, accompanied by a copy of the notice of the special meeting of members, shall be given to the president of the Oregon PTA, at least thirty (30) days before the date set for such a special meeting of members.
- c. Only those persons who were members in good standing of the local PTA/PTSA unit on the date and time of the meeting that the resolution to dissolve is approved shall be eligible 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 ( $\frac{2}{3}$ ) of the eligible membership, present and voting.
- e. Upon dissolution/disaffiliating, each local PTA/PTSA unit, after adequately providing for the debts and obligations of the organization, must surrender all remaining assets and property to Oregon PTA or to another local PTA/PTSA unit organized under the authority of Oregon PTA.

**SECTION 13.** The charter of the local PTA/PTSA unit shall be withdrawn and membership terminated after completion of steps in Article VII, Section 12.

## ARTICLE VIII: Membership

**SECTION 1.** Oregon PTA membership consists of every individual who is a member of a PTA/PTSA unit in Oregon.

**+SECTION 2.** The amount of the national portion of each member's dues shall be determined by National PTA. The national portion of each member's dues shall be one dollar and seventy-five cents (\$1.75) per annum.

**+SECTION 3** The amount of the state portion of each member's dues shall be determined by Oregon PTA. The Oregon PTA portion of each member's dues shall be seven dollars and twenty-five cents (\$7.25) per annum.

**SECTION 4.** Membership dues will be forwarded to Oregon PTA on a monthly basis.

<sup>1</sup> A copy of the full set of dissolution procedures contained in *Dissolution Disaffiliation of a Local PTA/PTSA Unit* may be obtained by written request to the Oregon PTA office (4506 SE Belmont, Suite 108B, Portland OR, 97215).

**SECTION 5.** Oregon PTA shall make remittances, on a monthly basis, to National PTA of the amounts due to National PTA. Each remittance shall be accompanied by a statement of the dues received by Oregon PTA from all local PTA/PTSA within its area for the month covered by the report. Such statement shall show the name and location of each local PTA/PTSA, the amount paid by it to Oregon PTA, and the number of members in each local unit.

**SECTION 6.** Local PTA/PTSA units with no dues recorded in the Oregon PTA office by December 31<sup>st</sup> are in arrears. Service mailings to these units may be discontinued as of December 31<sup>st</sup> until dues are remitted.

**SECTION 7.** Any local PTA/PTSA units with no dues paid by November 1<sup>st</sup> of the second year has failed to maintain status as a local PTA/PTSA and may have their charter withdrawn by Oregon PTA.

**SECTION 8.** The membership card of Oregon PTA shall be valid upon payment of dues through October 31<sup>st</sup> of the following school year.

**SECTION 9.** Honorary Members: Life Achievement Awards are provided as follows:

- a. National PTA Life Achievement Awards may be conferred for distinguished service for the current National fee and shall be paid to National PTA.
- b. Oregon PTA Life Achievement Awards may be given to any person upon payment of current fee to the treasurer of the Oregon PTA. All contributions for a Life Achievement Award shall be placed in the Teacher Education Scholarship Fund.

**SECTION 10.** The Board of Directors may, by resolution, provide for one (1) or more classes of annual honorary memberships that shall be granted to person(s), firm(s) or institution(s) that make an annual financial contribution to Oregon PTA in an amount determined by the Board of Directors with respect to each such class of annual honorary memberships.

**SECTION 11.** An honorary member shall not have voting rights or be deemed to be a member of Oregon PTA in the sense of Section 1 in this article. An honorary member shall be entitled to guest privileges at annual convention upon payment of the convention registration fee and may become an active member of Oregon PTA through membership in, and payment of dues to, a local PTA/PTSA unit.

## **ARTICLE IX: Officers' Elections and Vacancies**

**SECTION 1.** Recommendations for officers may be made by any member or constituent body of Oregon PTA and postmarked by January 15<sup>th</sup>.

### **SECTION 2. Nominating Committee**

- a. The nominating committee shall be composed of five (5) members and three (3) alternates chosen from different regions of the state. They shall be elected by the Board of Directors from their own members and Oregon PTA standing committee chair persons, no later than its summer board meeting. Persons elected to serve on the nominating committee shall serve for a period of one (1) year with the exception of up to two individuals chosen from among the nominating committee itself. These two self-selected individuals shall be eligible to serve one additional year to insure continuity of a nominating committee's intent for leadership. These two people shall be named in the final report of the nominating committee to the Board of Directors at the winter BOD meeting. The remaining nominating committee members and alternates who actually served, as signified by their signatures on the final report of the committee, shall not be eligible to serve again on the nominating committee until at least two (2) years have elapsed from the date of their election.
- b. Submit the names of one (1) or more candidates for each office to be filled. Additional nominations may be made from the floor at convention. Nominees from the floor must have given fourteen (14) days notification before the beginning of the annual convention of their intent to run. Notification must be in writing to the Oregon PTA president and the nominating committee chair. Only those who have

consented to serve if elected shall be eligible for nomination, either by the nominating committee or from the floor.

- c. Give a final report at the winter Board of Directors meeting.
- d. Present the slate of officers on the first day of convention.
- e. Perform duties as outlined in the standing rules of Oregon PTA.

### **SECTION 3. Elected Officers**

- a. The elected officers of Oregon PTA shall be a president, a president elect, a vice president for leadership, a vice president for legislation, a vice president for membership, a vice president for programs, a secretary, a treasurer, and the region directors. The officers shall be divided into two (2) groups: Group I shall consist of the president, a president elect, the vice president for programs, the secretary and the region directors from the odd numbered regions. Group II shall consist of the vice president for leadership, the vice president for legislation, the vice president for membership, the treasurer and the region directors from the even numbered regions.
- b. Group 1 shall be elected in odd-numbered years and Group 2 shall be elected in even-numbered years.
- c. In accordance with the parliamentary authority adopted by Oregon PTA, the president-elect shall assume the office of president at the end of his or her term as president-elect; no balloting for the office of president is necessary unless filling a vacancy as described in Section 4.
- d. All elected officers of Oregon PTA shall maintain their legal residence within the state of Oregon for the duration of their term of office or, upon change of legal residency outside the state of Oregon, be considered immediately resigned.
- e. Officers shall be elected by ballot vote by the voting delegates at the annual Oregon PTA Convention. A majority of the votes cast shall constitute an election.
- f. In the event that more than two candidates are running for a single office a plurality of votes shall constitute an election.
- g. A region director from each of the regions designated by the Board of Directors shall be nominated through the regular Nominating Committee process, or if nominated from the convention floor by another member of said region. Region directors shall be elected by ballot by the voting delegates from their respective region at the annual Oregon PTA convention. In the event that a region director moves out of the region from which they were elected, this shall constitute a vacancy in the office.
- h. The term of office for any elected office shall not exceed one (1) term. No elected office, except the Vice President for Legislation shall be held by the same person for consecutive terms. The term of office for the Vice President for Legislation shall not exceed two (2) consecutive terms.
- i. No person shall serve on the Board of Directors at the same time in more than one (1) elected office.
- j. To be considered for the office of President Elect, the nominee must have served in at least one (1) other elected position on Oregon PTA Board of Directors prior to serving as President Elect.
- k. Each officer of Oregon PTA shall be a member of a local PTA/PTSA unit within Oregon.
- l. A PTA member shall not serve as a voting member of Oregon PTA Board of Directors while serving as a paid employee of, or under contract to, Oregon PTA.
- m. The officers, except the treasurer, shall assume office June 1<sup>st</sup> in the year in which they are elected. The term of the treasurer shall begin the first day of the new fiscal year.

### **SECTION 4. Vacancies**

- (a) Vacancies in elective offices, except those of 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 immediately become the president and shall hold office for the balance of the term. In filling the vacancy, the president-elect shall continue in the presidency for the following term provided not more than half of a full term as president has been served. If the office of president-elect is also vacant, the vacancy in the office of president shall be filled by a special election at the next annual convention, and the elected president shall assume office immediately.

- (c) A vacancy in the office of president-elect shall be filled by special election at the next annual convention. The president-elect shall assume office immediately. A special election to fill a vacancy does not preclude a regular election at the same convention for the same office for the following term.

**SECTION 5. Removal from Office**

- a. Two (2) unexcused absences from required meetings shall be deemed equivalent to a resignation.
- c. Three (3) consecutive absences from required meetings, excused or unexcused, shall be deemed equivalent to a resignation.

<b>ARTICLE X: Duties of Officers</b>
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**SECTION 1. The President shall:**

- a. Preside at all meetings of Oregon PTA, the Executive Committee, and the Board of Directors.
- b. Submit an annual report to the state convention body and to National PTA.
- c. Be an ex-officio member of all committees, except the nominating committee.
- d. Together with the treasurer or president elect, approve disbursement of funds within the approved budget or as authorized by the Board of Directors. A minimum of one of the signatures on association checks shall be that of the president, the president elect, or the treasurer.
- e. In consultation with the treasurer, delegate the authority to disburse funds of Oregon PTA to one or more persons approved by the Executive Committee, provided such persons disburse funds only upon authorization of the president or the treasurer.
- f. Be responsible for seeing that the National PTA portion of the local dues be sent monthly to National PTA, accompanied by a statement giving the name, location, and number of members in each local PTA/PTSA unit from which dues have been received.
- g. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 2. The President Elect shall:**

- a. Act as an aide to the president.
- b. In the absence of the president, or their inability to act, the president elect shall temporarily perform the duties and exercise the powers of the president.
- c. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 3. The Vice President for Leadership shall:**

- a. Act as an aide to the president.
- b. In the absence of the president and the president elect, or their inability to act, the vice president for leadership shall temporarily perform the duties and exercise the powers of the president.
- c. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 4. The Vice President for Legislation shall:**

- a. Act as an aide to the president.
- b. In the absence of the president, the president elect, and the vice president for leadership or their inability to act, the vice president for legislation shall temporarily perform the duties and exercise the powers of the president.
- c. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 5. The Vice President for Membership shall:**

- a. Act as an aide to the president.

- b. In the absence of the president, the president elect, the vice president for leadership, and the vice president for Legislation or their inability to act, the vice president for membership shall temporarily perform the duties and exercise the powers of the president.
- c. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 6. The Vice President for Programs shall:**

- a. Act as an aide to the president.
- b. In the absence of the president, the president elect, the vice president for leadership, the vice president for legislation, and the vice president for membership or their inability to act, the vice president for programs shall temporarily perform the duties and exercise the powers of the president.
- c. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 7. The Secretary shall:**

- a. Keep a record of all meetings of Oregon PTA, the Board of Directors, the Executive Committee, and at other times as directed by the president.
- b. Handle correspondence of Oregon PTA as directed by the president.
- c. In the absence of the president, the president elect, the vice president for leadership, the vice president for legislation, the vice president for membership, and the vice president for programs or their inability to act, the secretary shall temporarily perform the duties and exercise the powers of the president.
- d. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 8. The Treasurer shall:**

- a. The treasurer shall, together with the president, approve disbursement of funds within the approved budget or as authorized by Board of Directors. A minimum of one of the signatures on association checks shall be that of either the treasurer or the president.
- b. Send Oregon PTA accountant's annual financial report to each local PTA/PTSA.
- c. Present written statements of accounts at meetings of the Executive Committee, the Board of Directors, and at other times when requested to do so by the president.
- d. Serve as chairman of the budget committee.
- e. Have their duties delegated to one or more persons designated by the Executive Committee as needed in their absence.
- f. In the absence of the president, the president elect, the vice president for leadership, the vice president for legislation, the vice president for membership, the vice president for programs, and the secretary or their inability to act, the treasurer shall temporarily perform the duties and exercise the powers of the president.
- g. Perform other duties as outlined in the standing rules of Oregon PTA.

**SECTION 9. The Region Directors shall:**

- a. Act as aides to the president.
- b. Act as liaisons between the Board of Directors and local PTA/PTSA units and/or councils in their respective regions.
- c. Provide services to aid local PTA/PTSA units and/or councils in their respective regions.
- d. In the absence of the president, the president elect, the vice president for leadership, the vice president for legislation, the vice president for membership, the vice president for programs, the secretary, and the treasurer or their inability to act, the region director with the largest membership shall temporarily perform the duties and exercise the powers of the president.
- e. Perform other duties as outlined in the standing rules of Oregon PTA.

## **ARTICLE XI: Executive Committee**

### **SECTION 1. Membership**

The Executive Committee of Oregon PTA shall consist of the President, President Elect, Vice President for Leadership, Vice President for Legislation, Vice President for Membership, Vice President for Programs, Secretary and Treasurer.

### **SECTION 2. Meetings**

- a. The Executive Committee shall meet as needed in the interim between meetings of the Board of Directors. Notice of Executive Committee meetings shall be postmarked at least 20 days prior to the meeting.
- b. Special meetings may be called by the president or shall be called upon written request of five (5) members of the Executive Committee.
- c. \*Proxy voting is prohibited.

### **SECTION 3. Quorum**

Five (5) members of the Executive Committee shall constitute a quorum.

### **SECTION 4. Duties**

The Executive Committee shall:

- a. Have authority over the affairs of Oregon PTA during the interim between Board of Directors meetings, except that of modifying any action taken by the convention body or the Board of Directors.
- b. Grant charters to local PTA/PTSA units.
- c. Create new standing committees, with approval of the Board of Directors, and appoint their chairs. Appoint the chairs of established standing committees by June 15th.
- d. Create special committees and appoint their chairs as needed.
- e. Fill vacancies to all elected and appointed positions according to procedures outlined in Article IX.
- f. Report, within fourteen (14) days, all actions taken, to the Board of Directors.
- g. Perform additional duties as delegated by the Board of Directors and as stated elsewhere in these bylaws.
- h. Perform duties as outlined in the standing rules of Oregon PTA.

## **ARTICLE XII: Board of Directors**

### **SECTION 1. Membership**

The Board of Directors of Oregon PTA shall consist of the Executive Committee and the region directors.

### **SECTION 2. Meetings**

- a. The Board of Directors shall meet at the pre-convention, post-convention, summer, fall, and winter meetings of the board. Notice of regularly scheduled Board of Directors meetings shall be postmarked or electronically notified at least twenty (20) days prior to the meeting.
- b. Special meetings may be called by the president or upon written request of thirteen (13) members provided five (5) days notice is received.
- c. \*Proxy voting is prohibited.

### **SECTION 3. Quorum**

A majority of the members of the Board of Directors shall constitute a quorum.

## **SECTION 4. Duties**

The Board of Directors shall:

- a. Have authority over the affairs of Oregon PTA during the interim between conventions, except that of modifying any action taken by the convention body.
- b. Adopt and/or amend Oregon PTA Standing Rules, provided they do not conflict with National and/or Oregon PTA Bylaws or modify any action taken by the convention body.
- c. Adopt the annual calendar of Oregon PTA activities no later than the summer board meeting.
- d. Adopt the annual budget of Oregon PTA.
- e. Approve the formation of standing committees by the Executive Committee.
  - f. Adjust the number of region directors and realign their boundaries as needed to provide cost-effective service and representation for all members of Oregon PTA.
  - g. Deliver to their successors in office all books, records, and documents held in their possession by virtue of the office not later than June 1<sup>st</sup> following the election of their successors, except the treasurer.
- h. Perform additional duties as delegated by the Executive Committee and as stated elsewhere in these bylaws.
- i. Perform duties as outlined in the standing rules of Oregon PTA.

# **ARTICLE XIII: Committees and Appointed Positions**

## **SECTION 1. Appointed Officers**

- a. Two (2) Student Representatives shall be appointed to serve a term of two (2) years.
- b. There shall be no more than one (1) Student Representative from any one region.
- c. The appointment of Student Representative I shall coincide with the election of officers in Group I. The appointment of Student Representative II shall coincide with the election of officers in Group II.

## **SECTION 2. Standing Committees**

- a. Standing committees shall be created by the Executive Committee, with the approval of the Board of Directors, as deemed necessary to promote the Purposes and carry on the work of Oregon PTA.
- b. Standing committee chairs shall:
  1. Be recommended by any member or constituent body of Oregon PTA. A request for recommendations shall be sent to local PTA/PTSA units at least thirty (30) days prior to the opening day of convention.
  2. Be appointed at a meeting of the Executive Committee called not later than June 15<sup>th</sup>.
  3. Be appointed for a two (2) year term, in odd numbered years, and shall not exceed two (2) consecutive terms.
  4. Upon request, attend convention, training sessions, and meetings of the Executive Committee and/or the Board of Directors.

## **SECTION 3. Special Committees**

- a. Special committees shall:
  1. Be created by the Executive Committee as deemed necessary to promote the Purposes and carry on the work of Oregon PTA.
  2. Cease to exist when their assignment is completed and their final written report is received.
- b. Special committee chairs shall:
  1. Be recommended by any member of the Board of Directors.

2. Be appointed at a meeting of the Executive Committee.
3. Upon request, attend convention, training sessions, and meetings of the Executive Committee and/or the Board of Directors.

#### **SECTION 4. Newsletter Editor**

- a. A newsletter editor may:
  1. Be appointed by the Executive Committee with the approval of the Board of Directors.
  2. Serve a term of one (1) year and may be eligible for reappointment with approval of the Board of Directors.
- b. The newsletter editor shall:
  1. Publish a newsletter following the guidelines in the standing rules of Oregon PTA.
  2. Upon request, attend convention, training sessions, and meetings of the Executive Committee and/or the Board of Directors.

#### **SECTION 5. Parliamentarian**

- a. A registered parliamentarian may be appointed by the president as deemed necessary.
- b. The parliamentarian shall:
  1. Act as an advisor on parliamentary procedure.
  2. Upon request, attend convention, training sessions, and meetings of the Executive Committee and/or the Board of Directors.

#### **SECTION 6. Region Director Assistants**

- a. The region director assistants shall:
  1. Be recommended by the respective region director for approval by the Board of Directors.
  2. Serve a term of one (1) year and may be eligible for reappointment with approval of the Board of Directors.
  3. Serve as assistants to the region directors.
  4. Upon request, attend convention, training sessions, meetings of the Executive Committee and/or Board of Directors, and such other meetings as may be required by the region director.

## **ARTICLE XIV: Councils**

#### **SECTION 1.** A council consisting of:

- a. Three (3) or more local PTA/PTSA units within one county may organize a county council.
- b. Three (3) or more local PTA/PTSA units within more than one county may organize an area council.
- c. Three (3) or more local PTA/PTSA units within one school district may organize a school district council.
- d. Ten (10) or more local PTA/PTSA units within an urban community may organize a city council.

#### **SECTION 2.** Councils shall:

- a. Be governed by Unified Bylaws for Council.
- b. Promote PTA programs.
- c. Not legislate for local PTA/PTSA units.

**SECTION 3.** Each Council shall adopt such bylaws as applicable by National PTA. A single star shall identify these bylaws. Each Council unit shall adopt such bylaws as applicable by Oregon PTA. These bylaws shall be identified by a plus (+) sign.

**SECTION 4.** The council president or alternate shall:

Attend convention and upon request attend meetings of the Executive Committee and/or Board of Directors, and such other meetings as may be required by the President/Executive Committee of Oregon PTA.

**SECTION 5.** Oregon PTA shall provide each Council an operating grant of one dollar (\$1.00) for each member of each PTA in that Council that paid Oregon PTA dues during the previous fiscal year. The grant shall be distributed to the Council between July 1 and August 31 of each year. The board of directors may withhold part or all of a Council's grant if one or more of the following conditions are not met:

- a. For every 1000 PTA members a council has, one council member shall attend the annual Oregon PTA Convention, at the council's expense;
- b. Council officers' list filed with the state office no later than July 15 of each fiscal year;
- c. The Council President or their designee attends all Oregon PTA Board of Director's meetings requested by the Board of Directors.

*Proviso:* That this grant shall take effect on July 1, 2007, and only if Oregon PTA dues are no less than \$6.50 per member per year, as provided in Article VIII, Section 3.

## **ARTICLE XV: State And Local Relations**

**SECTION 1.** A Committee on state and local relations shall:

- a. Review any alleged violations by local units or councils of National PTA Bylaws, Oregon PTA Bylaws or other practices or activities that may tend to defeat the Purposes and basic policies of National PTA or Oregon PTA.
- b. In the case of local units, the committee shall be composed of the Executive Committee, the respective Region Director and if applicable, the respective Council President.
- c. In the case of a council, the committee shall be composed of the Executive Committee and the respective Region Director.

**SECTION 2.** The committee shall accord the local PTA/PTSA unit/council an opportunity to be heard and to respond to the report. If, upon such consideration and hearing, the committee finds a violation by a local PTA/PTSA unit/council, it may, by a two-thirds (2/3) vote of all its members, require the local PTA/PTSA unit/council to take appropriate action within a period of time stipulated by the committee. When such a requirement has been made by the committee, and if the recommended action is not taken by the local PTA/PTSA unit/council within the allotted time, the committee may, by a two-thirds (2/3) vote of all its members, grant the local PTA/PTSA unit/council an extension of time in which to achieve satisfactory compliance with the action required by the committee. Failing such compliance, the committee shall instruct Oregon PTA president to withdraw the charter of the local PTA/PTSA unit/council.

## **ARTICLE XVI: Oregon PTA Newsletter**

The Oregon PTA shall publish a newsletter.

## **ARTICLE XVII: Teacher Education Scholarships**

**SECTION 1.** Oregon PTA shall offer a limited number of scholarships for tuition to outstanding students preparing to teach at the elementary or secondary school level. The scholarships may be used to attend any state supported college or university in Oregon that prepares teachers. The scholarships are limited to residents of Oregon who are holders of a high school diploma, or Equivalency Certificate (GED).

**SECTION 2.** This project shall be supported by voluntary contributions from local PTA/PTSA units, councils, individuals and Oregon Life Achievement Awards funds.

**SECTION 3.** The Board of Directors shall be authorized to administer this project as outlined in the standing rules of Oregon PTA.

## **ARTICLE XVIII: State Convention**

**SECTION 1.** A convention shall be held annually at a date not earlier than April 1<sup>st</sup> nor later than April 30<sup>th</sup>, except under conditions stated below in Sections 11 & 12. The place shall be recommended by the Executive Committee and approved by the Board of Directors. The call for the annual convention shall be mailed at least thirty (30) days before the convention to each member of the Board of Directors, councils, and to each president of a local PTA/PTSA unit whose name has been filed in the Oregon PTA office.

**SECTION 2.** The annual convention shall be the governing body of Oregon PTA.

**SECTION 3.** Each local PTA/PTSA unit shall be entitled to be represented at the annual convention by its president or alternate and one (1) delegate per membership of 25 or less and one (1) additional delegate for each twenty-five (25) thereafter, this number to be determined by the membership records in the Oregon PTA office as of March 1. New PTA/PTSA units organized on, or after, March 1<sup>st</sup> shall be entitled to representation as described above, with the number of delegates to be determined by dues received from March 1<sup>st</sup> through forty-eight (48) hours prior to the opening of convention. The selection of the delegates and their alternates shall be made according to the standing rules of the local PTA/PTSA unit. A delegate must be a member of the local PTA/PTSA unit at the time he/she is elected to be a delegate.

**SECTION 4.** Each active PTA/PTSA council within the state organization shall be entitled to be represented at the annual convention by its president or alternate and up to three (3) additional delegates. The selection of the delegates and alternates shall be made according to the standing rules of the PTA/PTSA council. A delegate must be a member of a local PTA/PTSA unit within the council at the time they are elected to be a delegate for the council.

**SECTION 5.** The annual convention of Oregon PTA shall be open to all members of Oregon PTA upon payment of the registration fee that shall be approved by the Board of Directors at their fall meeting.

**SECTION 6.** The privilege of making motions, debating, and voting shall be limited to the Oregon PTA Board of Directors and appointed chairs, past Oregon PTA presidents, council delegates, and to the delegates representing each local PTA/PTSA unit. No member shall be entitled to vote in more than one capacity.

**\*SECTION 7.** A quorum for the transaction of convention business shall be a majority of the number of delegates as adopted in the credential report during each general session.

**SECTION 8.** Approval of convention minutes: The Board of Directors shall review and make any needed corrections to the convention minutes and accept them at their summer Board of Directors meeting.

**SECTION 9.** A legislative platform, as well as a legislative action program, shall be adopted by the convention preceding a regular session of the Oregon Legislature. The legislative platform shall define the fields of legislation that are within the scope of the Oregon PTA program.

**SECTION 10.** The legislative program of National PTA shall be presented to the Board of Directors annually. If the Board Directors deems it necessary, this legislative program shall be presented to the convention body.

**SECTION 11.** In the event of national emergency, epidemic, or other disaster, the Board of Directors shall have authority to determine by a two-thirds (2/3) vote whether or not a convention shall be held.

**SECTION 12.** In the event that a convention is not held, the Board of Directors shall plan procedures for conducting all necessary business by mail, which shall include the election of officers.

**SECTION 13.** \*Proxy voting is prohibited.

## **ARTICLE XIX: National Convention**

**SECTION 1.** Oregon PTA shall be entitled to accredit to the annual convention of National PTA as its delegates:

- a. The National Council of States Representative.
- b. One additional delegate from among the members of Oregon PTA for each one thousand members, or major fraction thereof, of Oregon PTA, as shown on the books of the treasurer of National PTA as of March 31<sup>st</sup> preceding the annual convention.

**\*SECTION 2.** The selection of the delegates (other than the president and president elect of Oregon PTA who shall be delegates) shall be determined by the Executive Committee in time to meet the National Convention registration deadline.

## **\*ARTICLE XX: National Council of States**

**SECTION 1.** Oregon PTA is allocated one membership on the National Council of States.

**SECTION 2.** Oregon PTA Representative

The president-elect shall serve as the representative to the National Council of States or the Executive Committee may appoint an alternate.

## **+ARTICLE XXI: Parliamentary Authority**

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

## **\*ARTICLE XXII: Amendments**

**SECTION 1. Submitting Process:**

- a. Any member or constituent body of Oregon PTA may submit suggested amendments, including rationale, to the Oregon PTA Bylaws Committee postmarked by January 15<sup>th</sup>.
- b. The submitted amendment will be reviewed by the Bylaws Committee, which will determine whether to present it to the Board of Directors at their winter meeting for approval. If presented and approved, the submitted amendment becomes the proposed amendment.
- c. These bylaws may be amended at any general meeting of the Oregon PTA Convention by a two-thirds (2/3) vote of its delegates present and voting, provided that thirty (30) days written notice of the proposed amendment, in its entirety, has been given in the call to convention.
- d. Submitted amendments, if not approved by the Board of Directors, may be brought to the convention body providing those delegates present and voting approve of its consideration by a three-fourths (3/4) vote. Notice of intention to submit an amendment shall be sent to the Oregon PTA president and the Oregon PTA office by March 1<sup>st</sup> preceding the convention.

**SECTION 2.** The adoption of an amendment, by National PTA, to any single starred bylaws shall serve automatically and without the requirement of further action by Oregon PTA to change such bylaws. Oregon PTA, Councils, and local PTA/PTSA units shall promptly incorporate such amendments in its bylaws.

**SECTION 3.** The adoption of an amendment by Oregon PTA, to any bylaw identified with a plus (+) sign shall serve automatically and without further action by the council/local PTA/PTSA unit to change such bylaws. Councils and local PTA/PTSA units shall promptly incorporate such amendments in their respective bylaws.

**SECTION 4.** The Executive Committee or the Board of Directors by a majority vote, may authorize the committee on bylaws to submit a revised set of bylaws as a substitute for the existing bylaws.

**SECTION 5.** Approved amendments and the revised Oregon PTA bylaws shall be sent for review by the National PTA Bylaws Committee.

## **ARTICLE XXIII: Resolutions**

**SECTION 1.** Definition:

- a. State resolutions are a call for action regarding problems, situations or concerns that affect children and youth statewide. A resolution is a motion, which, because of its importance, is submitted in writing. A resolution shall consist of two parts: a preamble, the whereas clause(s) and a request for action, the resolved clause(s).

**SECTION 2.** Submitting Process:

- a. Resolutions shall originate only from local PTA/PTSA units, councils, or Oregon PTA Board of Directors, their appointed committee chairs or Executive Committee. In each case, the Resolution shall be signed by the president and the secretary of the submitting local PTA/PTSA unit or council, or chair of the State committee.
- b. Resolutions from local PTA/PTSA units and councils shall be forwarded to Oregon PTA postmarked by December 31<sup>st</sup>.
- c. All resolutions will be reviewed by the Resolutions Committee. The committee will submit all resolutions to the Executive Committee, and submit to the Board of Directors those resolutions it considers pertinent and within the scope of National PTA and Oregon PTA Policies and Program.
- d. With the approval of the Board of Directors, the Resolutions Committee will submit to the convention delegates all resolutions recommended for consideration.
- e. Rejected Resolutions
  1. The Resolutions Committee shall notify, by March 1<sup>st</sup>, the group that submitted said resolution of the rejection and the reasons for the rejection.
  2. A rejected resolution may be brought to the convention floor with a two-thirds (2/3) affirmative vote of the convention delegates to consider the resolution, providing notice of such intention to submit the resolution has been presented to Oregon PTA no later than March 15<sup>th</sup>.
- h. Emergency Resolutions
  1. The urgency of the subject matter shall have arisen after the deadline for submission of a resolution.
  2. Emergency resolutions shall conform to all established criteria for other resolutions.
  3. Six (6) copies of the emergency resolution must be submitted to the state president prior to the opening of the first general session.
  4. Sufficient copies for the entire delegation must be furnished by the end of the first general session by the delegate presenting the resolution.
  5. A two-thirds (2/3) affirmative vote of the delegate body is necessary before an emergency resolution shall be considered.