

## INSTRUCTIONS FOR COMPLETING THE COUNCIL UNITS FIVE YEAR BYLAWS REVISION PROCESS

### Before you begin, you will need to do the following:

- Form a committee of at least three to work on the bylaws.
- Obtain a copy of your current unit bylaws.
- Obtain a copy of the November 2009 “Council Bylaws” template and the “2009 Council Cover sheet”. **If you are inserting or have a unit that utilizes the office of president-elect, please make sure that you have the “Council Bylaws with president-elect” template.**
- Make copies of each for all members of your Bylaws committee.

There are three things that can ensure the success and ultimate approval of your bylaws revision: **read and follow these instructions, DO NOT RETYPE/REFORMAT the template, and work only from the current edition of the Council Bylaws (the November 2009).**

Read through the November 2008 Council Bylaws template and become familiar with the required Articles and Sections, which are designated with the pound (#) symbol. If council bylaws are rejected, it is often because of conflicts between the required language (#) and the language that is not required. There have been amendments on the national or state level that impact sections once approved by the Virginia PTA but now conflict with state or National PTA bylaws (for example, all nominating committees must be elected, only one treasurer may be responsible for local PTA/PTSA funds and finances). Avoid these types of conflicts. **Read all # areas.**

Any amendments that have been approved by the Virginia PTA Bylaws Committee since your last 5 year review should be incorporated into the body of your bylaws with this revision and are already incorporated in the November 2009 template.

We strongly suggest that you **DO NOT RETYPE but simply print the document template and fill in the blanks by hand or electronically.** If you decide to retype any portion of your bylaws, proofread very carefully. *Required (#) language must be verbatim in your bylaws, including those # items found within Articles VIII to Article XIX.* **If wording is altered in any # area, the Virginia PTA/PTSA Bylaws Committee must reject your bylaws.** We suggest that you and the members of your committee proofread your copy. **Check also that the pound (#) symbols are not deleted or changed.** They also must be included in your bylaws.

**Once you have completed the revision process you will need to get the approval of your general membership. You MUST give the general membership at least thirty (30) days to review your bylaws and amendments before you can get them approved at a general membership meeting. After you have the general memberships’ approval please send the original with the cover sheet and a copy to the following address.**

**VIRGINIA PTA  
1027 WILMER AVENUE  
RICHMOND, VA 23227-2419**

**Bylaws may not be retyped or altered after they are approved by the Virginia PTA Bylaws Committee. Any changes after approval should be completed through the amendment process or another bylaws revision.**

## **COVER SHEET**

Insert the complete name of your unit on line one. The date of the general membership meeting where the bylaws revision was approved must be entered on line two. Obtain the required signatures of the president and secretary. If these signatures are missing, the State PTA Office will return your bylaws immediately, as they cannot even be reviewed until these signatures are present. The bylaws chairman also should sign. **It is important to give both AM and PM numbers, and, if available, e-mail address, for the council president. If there is a question during the review, the state Bylaws Committee member must contact the council president (the official spokesman for the association) for clarification. If we cannot contact the council president, bylaws will have to be rejected.**

### **PAGE 1, #ARTICLE I: NAME AND AREA**

If you are not sure which district and/or region in which your council is located, call the state office (804) 264-1234, 1-866-4vakids, or e-mail [info@vapta.org](mailto:info@vapta.org) to obtain this information.

### **PAGE 1, #ARTICLE III: PURPOSES, SECTIONS 1 AND 2**

In the blank of both sections, insert the name of your council.

### **PAGE 2, #ARTICLE IV: BASIC POLICIES**

On the first line, insert the name of your council in the blank. Same as Article III, Sections 1 and 2.

### **PAGE 6, ARTICLE VII: MEMBERSHIP AND DUES, SECTION 1**

Insert the city, county or area your council serves.

On line one of Section 5, insert the amount of dues paid to the council by your local units in membership (insert the words “per member” if applicable). On line two, insert the deadline date for the payment of council dues.

**EXAMPLE: Section 5. The annual dues for membership in this council shall be \$25.00 for each local PTA/PTSA in membership and shall be payable by December 15 of each year.**

### **PAGE 7, ARTICLE VIII: VOTING BODY, SECTIONS 1 AND 2**

Insert the number of delegates other than the president and principal in the blank. Councils who do not include the principal as a delegate should delete the unnecessary language in both Sections 1 and 2.

## PAGE 7, ARTICLE IX: OFFICERS AND THEIR ELECTION

**Not more than one person may occupy each separate office.** Note that the subsection on the president is a # section and cannot be changed. Please advise your local units that co-presidents are prohibited by the Virginia PTA. You may not circumvent your bylaws by placing co-presidents in your standing rules. **Standing rules may not conflict with your bylaws.** Also, the office of president-elect should not be used to circumvent the prohibition on co-presidents, but can be used effectively to share the workload and to train for the office of president. Associations with co-presidents are not considered “units in good standing” and may not participate in National PTA or Virginia PTA programs or projects (Reflections, membership awards, grants, etc.). Additionally, the office of treasurer is now required (#). Local units, councils and districts may have only one treasurer who is responsible for the funds and finances of the PTA/PTSA. **Include the pound sign (#) preceding the office of president and the office of treasurer as shown.**

Fill in the blank with the appropriate number of vice-presidents (though not required to be listed here, note that each vice-president should have his/her own designation, i.e., first vice-president, second vice-president, and so forth). Councils that use the office of Corresponding Secretary would insert that office in the section immediately following Recording Secretary as item #4. Treasurer would then be renumbered as item #5. **The office of parliamentarian is never an elected office and should not appear in this article (*Robert’s Rules of Order, Newly Revised*).**

**If you are using the office of president-elect or considering adding the office of president-elect, please note the following and accommodate in the appropriate sections of your bylaws:** The individual elected as president-elect is making a commitment to serve as president at the end of the current president’s term (often a two year commitment). Duties of the president-elect should be defined in your bylaws. In addition, you will need to specify how the nominating committee deals with this office and how a vacancy in the office of president (the president-elect would assume that office in case of a vacancy) is changed when there is a president-elect. See the information below under Section 4 for information on the impact of president-elect on term of office. For guidance in developing these sections, refer to the National PTA bylaws or contact the state bylaws chairman ([bylaws@vapta.org](mailto:bylaws@vapta.org)).

In **Section 2**, the month entered in the blank here must be the same month entered in Article XIII: General Membership Meetings, Section 3. If the time of your election varies, it is permissible to list both months, e.g., **“May or June”, but not “May-June.”**

In **Section 3**, fill in the blank with the appropriate month making sure that it does not proceed the month of the election noted in Section 2. It is permissible, however, to have the same month as listed in Section 2.

In **Section 4**, fill in the blank to indicate the term of office, usually one or two years. If you are using the office of president-elect, the term of office for the president and the president-elect must be identical and only one term. Due to the fact that the office of president is no longer a part of the election, the option of serving an additional consecutive term is eliminated.

## **PAGE 8, ARTICLE IX: OFFICERS AND THEIR ELECTION, SECTION 6**

National PTA now requires that all nominating committees be elected. Fill in the blank with the number of individuals on your committee being sure that it is an odd number (3, 5, etc.) and no less than three. Councils should include their general membership in the election of this important committee. The language in the current Council Bylaws for this area requires that the general membership elect all members of the nominating committee. Suggested language for having a portion of the members elected by the executive board would be:

EXAMPLE: There shall be a nominating committee composed of five (5) members who shall be elected by this council. Two (2) members shall be elected by the executive board from their body at a meeting at least two months prior to the election. The remaining three (3) members shall be elected by the general membership at an association meeting at least two months prior to the election. The committee shall elect its own chairman.

## **PAGE 8, ARTICLE X: DUTIES OF OFFICERS**

Councils are encouraged to define the duties of their officers. Individuals should have knowledge of what duties are required of them before they agree to run for office. If your unit has a president-elect, that description of duties would fall as Section 2 (renumbering the remaining sections) following the duties of the president. The duties of the vice-presidents should also be defined.

**EXAMPLE: c. The first vice-president shall serve as programs chairman.  
d. The second vice-president shall serve as membership chairman.  
(Existing subsection c would then become subsection e.)**

Note that the language in Section 4, subsection d is now pounded (#) and requires that only officers sign checks (“preferably the treasurer and the president”) as adopted by the voting delegates at the 2004 Virginia PTA Annual Convention. Only elected officers have fiduciary responsibility, and National and the Virginia PTA policy requires that officers sign checks and that there be two signatures on checks. **Councils must remember that they serve as role models for the local units in their membership.**

Section 4, item g is a pounded (#) subsection. An audit of the treasurer’s accounts is done to protect the treasurer. It is the only means of assuring everyone that the accounts are accurate, and it relieves the treasurer of responsibility except in the case of fraud.

## **PAGE 9, ARTICLE XI: EXECUTIVE COMMITTEE**

The term “executive committee” has caused some confusion in many of our constituent associations. *Robert’s Rules of Order, Newly Revised* explains that the executive committee (generally the elected officers) is the smaller body of the executive board. As an example, the executive committee of the Virginia PTA consists of the elected officers, the immediate past president, district director representatives and standing committee chair representatives. The Virginia PTA Board of Managers is similar to your executive board and is made up of the elected officers, district directors, assistant directors, and standing committee chairmen.

This Article has been added to the Council Bylaws because many constituent associations utilize an executive committee and have requested assistance in defining their duties. Use this format

as your guide for recommended language. Be sure the duties of the executive committee do not conflict with those of your executive board. In **Section 4**, insert the number of days' notice required for the call of an executive committee meeting (because this is a smaller group, you may only need to give two or three days notice). This number may be designated as an either/or, but not as a range. For example, you may require two or three days' notice but not two – three days' notice.

If your council does not use an executive committee, you would eliminate this Article and change the number of your Articles accordingly (Article XI would be Executive Board, and so forth).

## **PAGE 10, ARTICLE XII: EXECUTIVE BOARD**

**Section 1** defines the makeup of your executive board. Standard language provides for the elected officers, the standing committee chairs and the superintendent of the school division. If the immediate past president serves on your council board, that should be listed here, too, if you desire them to be members of your board and have a vote. If your council utilizes a parliamentarian, that position may be listed here as well, but a parliamentarian has the duty to maintain a position of impartiality, and, therefore, must forego his right to vote (*Robert's Rules of Order, Newly Revised*). For any appointed position, you must include, in the appropriate place, who has the responsibility for the appointment (president, executive committee, or executive board).

Review the duties of your executive board to be sure that there are no conflicts with the duties of the president, the association, or the executive committee. For example, you have under duties of the executive board the ability to “create standing and special committees” and under the executive committee “to appoint standing and special committee chairmen.” One body determines the committees needed and the other appoints the chairmen and members of the committees. The association (your general membership) should always have the ability to create standing and special committees when the majority of your membership decides there is a need. In **Section 4**, insert the number of days' notice needed for special executive board meetings. This should be a reasonable number (at least 5 days) so that the majority of your board members may attend.

If your council has the immediate past president serving on your executive board and they have specific duties that are necessary to be listed in the bylaws, a new section should be added under this Article to define those duties. The immediate past president is no longer an officer but is serving by virtue of their past service. Their duties are not appropriate to be listed under Article X: Duties of Officers.

## **PAGE 11, ARTICLE XIII: GENERAL MEMBERSHIP MEETINGS**

This Article applies only to meetings with your general membership. In the first blank of **Section 1**, insert the number of meetings to be held in your fiscal year. At least five (5) days' notice is recommended for the second blank in this section. The same is true for days' notice in **Section 4**.

Note that **Section 2** is pounded—Councils are required by Virginia PTA Bylaws to hold a minimum of four (4) council general membership meetings each year.

**Section 3**—This should be the same month(s) as inserted in Article IX, Section 2. National PTA now requires that a defined quorum for all meetings be in the bylaws of constituent associations. **When the word “majority” is used in these bylaws it refers to a simple majority defined as 50% plus 1.**

#### **PAGE 11, ARTICLE XIV: COMMITTEES**

This Article addresses two types of committees: **standing** and **special**. A standing committee is one that performs a continuing function and remains in existence. A special committee is one that is appointed as the need arises to carry out a specified task, at the completion of which it automatically ceases to exist.

**Section 3** - We recommend that the term of office for your appointed committee chairmen be the same as that for your elected officers.

#### **PAGE 12, ARTICLE XV: FISCAL YEAR**

Fill in the first blank with the beginning and the second blank with the ending date of your fiscal year. The Virginia PTA and the IRS require that your fiscal year end on the last day of a calendar month. It must cover an entire year. Be sure the dates are numbers, not ordinals (July 1 not July 1<sup>st</sup>, June 30 not June 30<sup>th</sup>.)

**After you have finished the revision, you will need to get the approval of your general membership. You MUST give the general membership at least thirty (30) days to review your bylaws and amendments before you can get them approved at a general membership meeting. After you have the general memberships' approval please send the adopted bylaws & the signed cover sheet and a copy to the following address.**

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