

# ARLINGTON COUNTY COUNCIL BYLAWS

## #ARTICLE I: NAME AND AREA

The name of this association is the Arlington County Council of Parent-Teacher Associations, of the Fairfax District, in the Northern Region of the Virginia PTA/PTSA, a branch of the National Congress of Parents and Teachers (National 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 the Arlington County Council of Parent-Teacher Associations in common with those of the Virginia PTA/PTSA and the 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 the Virginia PTA/PTSA, the National PTA and the Arlington County Council of PTAs are promoted through an educational program directed toward parents, teachers, and the general public; are developed through conferences, committees, projects, and programs; and are 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 the Arlington County Council of PTAs in common with those of the Virginia PTA/PTSA and the National PTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting the Purposes of the organization.
- c. 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.
- d. The organization shall work with the schools 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.
- e. The organization shall not enter into membership with other organizations except such international or national organizations as may be approved by the National PTA Board of Directors. The Virginia PTA/PTSA or any of its divisions may cooperate with other organizations and agencies concerned with child welfare, but a PTA/PTSA representative shall make no commitments that bind the group he represents.
- f. 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 distribution in furtherance of the purposes set forth in Article III hereof.
- g. Notwithstanding any other provision of these articles, the organization shall not carry on any 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.
- h. 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 non-profit funds, foundations, or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE V: RELATIONSHIP WITH NATIONAL PTA AND VIRGINIA PTA/PTSA**

**#Section 1.** The council shall be organized and chartered under the authority of the Virginia PTA/PTSA in the area in which this council PTA functions, in conformity with such rules and regulations, not in conflict with the bylaws of the National PTA, as the Virginia PTA/PTSA may in its

bylaws prescribe. The Virginia PTA/PTSA shall issue to this council PTA an appropriate charter evidencing the due organization and good standing of this council.

A council in good standing is one which:

- a. Adheres to the Purposes and basic policies of the PTA;
- b. Has bylaws approved according to the procedures of the Virginia PTA/PTSA; and
- c. Submits council officers form and verification of council's employer identification number (EIN) to the state office immediately upon election of officers and no later than June 15 annually; and
- d. Meets other criteria as may be prescribed by the Virginia PTA/PTSA.

**#Section 2.** The purpose of a council shall be to promote the Purposes and interests of the National PTA and the Virginia PTA/PTSA, to strengthen the local units in its membership, and to provide for conference and cooperation among the member units on matters of mutual concern within the council boundaries.

- a. The council shall assist the district in the formation of new PTA/PTSAs according to the plan of the Virginia PTA/PTSA.
- b. A council may not legislate for local units in its membership.

**#Section 3.** Each council shall adopt such bylaws for the government of the organization as may be approved by the Virginia PTA/PTSA. Such bylaws shall not be in conflict with the bylaws of the National PTA or the bylaws of the Virginia PTA/PTSA.

**#Section 4.** Bylaws of each constituent organization shall include an article on amendments.

**#Section 5.** Each council 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 council including, specifically, the number of its members, the dues collected from its members, and the amounts of dues remitted to the Virginia PTA/PTSA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Virginia PTA/PTSA or, where directed by the committee on state and national relationships, by a duly authorized representative of the National PTA.

**#Section 6.** The charter of the council shall be subject to withdrawal and the status of such organization as a PTA/PTSA unit shall be subject to termination, in the manner and under the circumstances provided in the bylaws of the Virginia PTA/PTSA.

**#Section 7.** This council is obligated upon withdrawal of its charter by the Virginia PTA/PTSA:

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

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

**#Section 8.** Each officer or board member of a local PTA/PTSA shall be a member of such local PTA/PTSA.

**#Section 9.** Each officer or board member of a constituent organization shall be a member of a local PTA/PTSA within its area.

**#Section 10.** A PTA/PTSA 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.** Only members of a local PTA/PTSA who have paid dues for the current membership year may participate in the business of the association.

**#Section 12.** Bylaws of each constituent organization shall include a provision establishing a quorum.

**#Section 13.** The members of the nominating committee for officers of a constituent organization shall be elected by the membership, Board of Directors/Managers, Executive Board, or Executive Committee.

**#Section 14.** The bylaws of all constituent organizations shall prohibit voting by proxy, (unless proxy voting is specified by applicable state law).

**#Section 15.** Each council shall include in its bylaws provisions corresponding to the provisions of such of these bylaws as are identified by the state symbol #.

**#Section 16.** Councils may address legislative items or issues if the position on the legislative item or issue does not conflict with that of the Virginia PTA/PTSA Legislation Program. The council's name must be used and not that of the Virginia PTA/PTSA.

**#Section 17.** Any dissolution of a council and termination of its affairs shall take place in the following manner:

- a. The executive committee (or other body that, under its bylaws, manages the affairs of the council) shall adopt a resolution recommending that the council be dissolved and directing that the question of such dissolution be submitted to a vote at a special meeting of members having voting rights. Written or printed notice stating the purpose of such meeting is to consider the advisability of dissolving the council shall be given to each member entitled to vote at such meeting at least thirty (30) days prior to the date of such meeting. Such meeting shall be held only during the academic year of the school involved.
- b. Written notice of the adoption of such resolution accompanied by a copy of the notice of the special meeting of members shall be given to the president of the Virginia PTA/PTSA

at least twenty (20) days before the date fixed for such special meeting of the members. The president of the Virginia PTA/PTSA, or his/her designated representative, shall be permitted to attend the meeting and shall be accorded the courtesy of being allowed to speak for at least fifteen (15) minutes if he/she so desires, prior to the vote on dissolution.

- c. Only those persons who were members of local units in good standing with the council on the date of adoption of the resolution and who continue to be members in good standing on the date of the special meeting shall be entitled to vote on dissolution.
- d. Approval of dissolution of the council shall require the affirmative vote of at least two-thirds of the members present and entitled to vote at the special meeting, a quorum being present.

**#Section 18.** One president shall preside over PTA councils as prescribed in its bylaws.

**#Section 19.** One treasurer shall be responsible for all funds and finances of the council.

**#Section 20.** The council fiscal year shall begin and end as designated in the bylaws with the ending date the last day of a calendar month.

## **#ARTICLE VI: AUDITING PROCEDURES**

**Section 1.** An auditing committee or a professional auditor shall be selected by the executive board prior to the end of the fiscal year. An auditing committee shall consist of no fewer than three members and no one with signature authority shall sit on the auditing committee.

**Section 2.** The council treasurer shall submit the books to the auditing committee or the professional auditor at the end of the fiscal year. The audit report shall be submitted in writing to the executive board prior to finalization of the proposed budget for the coming school year.

**Section 3.** The executive board of the council shall, upon resignation of the treasurer during a term, select an auditing committee or a professional auditor within one week of the resignation. The audit shall be performed with fiscal year end auditing procedures and shall be completed within three weeks of the resignation. This audit shall not be performed in lieu of the year-end audit.

**Section 4.** The newly elected treasurer shall not undertake any banking responsibilities of that office with the exception of depository duties, reconciliation of bank statements, change signatory or other clerical duties until the audit is presented to the executive board.

**Section 5.** All audit reports shall be presented to the general membership for adoption. The fiscal year-end audit report shall be presented to the membership for adoption at the first general membership meeting held after the completion of the report. A copy of the fiscal year-end audit shall be sent to the state office within thirty (30) days following the adoption of the audit by the membership.

**Section 6.** When a council is required to file a 990 or 990EZ per IRS regulations, a copy of the 990 or 990 EZ report filed shall also be forward to the state office upon its completion.

## **ARTICLE VII: MEMBERSHIP AND DUES**

**Section 1.** Membership in this council shall consist only of local units chartered by the Virginia PTA/PTSA as authorized by the National PTA in Arlington County upon payment of dues as hereinafter provided.

**#Section 2.** Membership in this council PTA shall be made available by this council PTA, without regard to race, color, creed, or national origin, under such rules and regulations, not in conflict with the provisions of the National PTA Bylaws or the Virginia PTA/PTSA Bylaws, as may be prescribed in the bylaws of this council PTA, to any local PTA/PTSA who subscribes to the Purposes and basic policies of the National PTA.

**#Section 3.** This council PTA shall conduct an annual enrollment of members but may admit local PTA/PTSAs to membership at any time.

**#Section 4.** Each member of this council PTA shall pay such annual dues to said organization as may be prescribed by the organization.

**Section 5.** The annual dues for membership in this council shall be twenty-five (25) cents for each member of a local unit. A member is defined as one individual person. Dues shall be payable December 1 for members received before December 1, March 1 for members received after December 1, and June 30 for members received after March 1. A unit shall be in arrears sixty (60) days after December 1 for failure to pay dues and shall be notified by the council treasure in writing that the unit is not considered in good standing. A unit may be reinstated upon payment of current dues.

**Section 6.** Only delegates from local units in good standing with the Virginia PTA/PTSA and National PTA may participate in the business of the council.

**#Section 7.** Only members of this council shall be eligible to vote in the business meetings of this council or to serve in any elected or appointed positions.

**Section 8.** Delegates from a local unit whose dues to the council are in arrears shall not participate in the business of the council.

**#Section 9.** Honorary Life Membership in the Virginia PTA/PTSA may be conferred for distinguished service, for which a fee shall be paid to the treasurer of the Virginia PTA/PTSA. This fee shall be deposited in the special Life Membership-Scholarship Fund of the Virginia PTA/PTSA. Honorary Virginia Life Membership entitles a recipient to attend the State Convention as a non-voting participant without payment of the registration fee.

**#Section 10.** Honorary National Life Membership may be conferred for distinguished service, for which a fee shall be paid to the treasurer of the National PTA for the Endowment Fund of the National PTA. Honorary National Life Membership provides only National Convention guest privileges upon payment of the convention registration fee.

**#Section 11.** A holder of an Honorary National or State Life Membership may be an active member only upon payment of dues in a local PTA/PTSA unit.

### **ARTICLE VIII: VOTING BODY**

**Section 1.** The voting body of this council shall consist of the officers of the council; the chairmen of council standing committees; the president of each member unit or his alternate; accredited delegates or their alternates specified in Section 2 of this article; the superintendent of schools or his representative; and the principals of the schools having units in council membership or their representatives.

**Section 2.** Each member PTA/PTSA shall be represented by its president or alternate, school principal or alternate, and by one (1) delegate or alternate, selected by the PTA/PTSA according to its own procedure.

**Section 3.** Members are entitled to one vote even though they may be in more than one position.

**Section 4.** The voting body shall vote on routine matters, budget, adoption of projects, adoption of bylaws, adoption of amendments, position statements and election of officers.

**Section 5.** All members of the voting body shall be members of local units in good standing with the council, Virginia PTA/PTSA and the National PTA.

### **ARTICLE IX: OFFICERS AND THEIR ELECTION**

**Section 1.** The officers of the council shall consist of:

- a. #One (1) president;
- b. One (1) vice president;
- c. A secretary;
- d. #One (1) treasurer ;
- e. One (1) communications coordinator;
- f. Two (2) special projects coordinators.

**Section 2.** The officers shall be elected by ballot at the annual meeting in April. However, if there is only one candidate for any office, the election for that office may be by voice vote. A majority of the votes cast shall constitute an election.

**Section 3.** Officers, except the treasurer, shall assume their official duties immediately following the close of the meeting in May. The treasurer shall assume his/her duties upon completion of the auditing process outlined in Article VI.

**Section 4.** Officers shall serve for a term of one (1) year or until their successors take office. A person shall not be eligible to serve more than two consecutive terms in the same office. Anyone who has served more than one-half of a term shall be credited with having served a whole term.

**Section 5.** Only members of a local PTA/PTSA whose state and council dues are paid and members whose individual dues to the local PTA/PTSA are paid shall be eligible to hold office, to serve on the executive board, to serve on a council committee, or to serve as delegates to the council or district.

**Section 6.** Nominating committee:

- a. 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. No two members of the nominating committee shall be from the same member unit. The committee shall elect its own chairman.
- b. The nominating committee shall nominate an eligible person for each office to be filled and report its nominees to the members of the executive board and to the president of each member association at least thirty (30) days before the election meeting. At the election meeting, additional nominations may be made from the floor.
- c. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.

**Section 7.** A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the executive board, notice of such election having been given as prescribed in Article XII, Section 6. In case a vacancy occurs in the office of president, the first vice-president shall automatically become president and serve notice of the election to fill the vacancy of the office of first vice-president.

## **ARTICLE X: DUTIES OF OFFICERS**

**Section 1.** The president shall:

- a. preside at all meetings of the association.
- b. help to extend PTA/PTSA work into all parts of the council territory, keeping it in harmony with the Virginia PTA/PTSA plan;
- c. coordinate the work of the officers and committees of the association, in order that the Purposes may be promoted;
- d. be a member ex-officio of all committees except the nominating committee.

**Section 2.** The vice-president shall:

- a. act as aide to the president;
- b. in their designated order, perform the duties of the president in the absence or inability of that officer to act;
- c. perform other delegated duties as assigned.

**Section 3.** The secretary shall:

- a. record the minutes of all meetings of the association;
- b. keep the official copy of the council bylaws in his/her files;
- c. keep an accurate roster of the names of the local PTA/PTSA's in membership, the names and address of local PTA/PTSA officers and delegates, and the names and addresses of the members of the council executive board;
- d. conduct delegated correspondence;
- e. perform other delegated duties as assigned.

**Section 4.** The treasurer shall:

- a. have custody of all funds of the council;
- b. keep a full and accurate account of all monies of the council as described in Article V, Section 5;
- c. make disbursements as authorized by the president, executive board, or association in accordance with the budget adopted by the association;
- #d. have checks or vouchers signed by two officers, preferably the treasurer and the president;
- e. present a written financial statement at each meeting of the association and at other times when requested by the executive board;
- f. prepare an annual financial report at the close of the fiscal year;
- #g. have the accounts examined according to the auditing procedure outlined in Article VI;
- h. perform other delegated duties as assigned.

- Section 5.** The communications coordinator shall:
- a. carry out the duties assigned by the president to foster timely, effective communications with members;
  - b. perform other delegated duties as assigned.

- Section 6.** The special projects coordinators shall:
- a. carry out duties assigned by the president, including analysis and in-depth evaluation and communication of special and long-range school system activities;
  - b. perform other delegated duties as assigned.

**Section 7.** All officers shall perform the duties outlined in these bylaws and those assigned from time to time. Upon the expiration of the term of office or in case of resignation, each officer shall turn over to the president, without delay, all records, books, and other materials pertaining to the office.

## **ARTICLE XI: EXECUTIVE BOARD**

**Section 1.** The executive board shall consist of the elected officers of the council, the chairs of standing committees, three (3) principals (one elementary, one middle and one high school), the president of two (2) units at large, the Superintendent of Schools or his/her representative and the immediate past president of the council.

**#Section 2.** 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 3.** The president, with approval of the elected officers, shall select two (2) unit presidents to serve as members-at-large. The Superintendent of Schools shall select the three (3) principals to serve as members of the executive board.

**Section 4.** The executive board shall meet within thirty (30) days after their election for the purpose of appointing standing committee chairmen. Special committee chairmen shall be appointed as necessary. Members of the standing and special committees shall be appointed as soon as possible after the appointment of the committee chairmen.

- Section 5.** The duties of the executive board shall be:
- a. to develop goals for the association for presentation to the council membership for approval;
  - b. to create standing and special committees and to appoint standing and special committee chairmen and members of the standing and special committees;

- c. to transact necessary business in the intervals between association meetings and such other business as may be referred to it by the association;
- d. to approve plans or work of the standing and special committees;
- e. to present a report at the regular meetings of the association;
- #f. to select an auditing committee or professional auditor as outlined in Article VI;
- g. to prepare and approve the proposed budget to be presented to the membership for adoption;
- h. to approve routine bills within the limits of the budget and to present budget amendments exceeding \$500.00 to the general membership for approval.

**Section 6.** Regular meetings of the executive board shall be held, the time to be fixed by the board at its first meeting of the year. Special meetings of the board may be called by the president or by a majority of the members of the board, five (5) days' notice being given. A majority of the executive board members shall constitute a quorum.

## **ARTICLE XII: GENERAL MEMBERSHIP MEETINGS**

**Section 1.** Regular meetings of the association shall be held at least seven (7) times during the school year, unless otherwise provided by the association or by the executive board, five (5) days' notice having been given.

**#Section 2.** A minimum of four council meetings a year is required.

**Section 3.** The annual meeting shall be in April and shall be for the purpose of electing officers, receiving reports of officers and committees and conducting the business of the council.

**Section 4.** Special meetings of the council may be called by the president, and shall be called upon the request of a majority of the executive board or a majority of the local PTA/PTSAs in membership, five (5) days' notice having been given of the special meeting.

**Section 5.** Meetings of this council shall be open to all members of PTA/PTSAs holding membership in the council, but the privilege of introducing motions and voting shall be limited to the voting body as described in Article VIII.

**Section 6.** A quorum for the transaction of business in general meetings of this council shall consist of at least one delegate each from a majority of the member PTA/PTSAs.

## **ARTICLE XIII: COMMITTEES**

**#Section 1.** Only members of this association shall be eligible to serve in any elected or appointed positions.

**Section 2.** Chairmen and members of all standing and special committees shall be current members of a local PTA/PTSA in good standing holding council membership.

**Section 3.** The Committee on Scholarship is a permanent standing committee of the council. This committee shall consist of three (3) members appointed by the president, with the approval of the executive board. One member shall be appointed each year for a three-year-term to serve as director of the Committee on Scholarship.. The term of appointment expires in December. Appointments to fill vacancies shall be made only for the unexpired term.

**Section 4.** The executive board may create such standing committees as it may deem necessary to promote the Purposes and carry on the work of the association. Standing committee chairmen and committee members shall be appointed by the elected officers. The term of each chairman shall be one (1) year or until the selection of a successor. No chairman shall be eligible to serve in the same capacity for more than two (2) consecutive terms.

**Section 5.** The executive board may create such special committees as it may deem necessary or as may be directed by the association. Special committee chairmen and committee members shall be appointed by the elected officers. The term of each special committee chairman is ended upon completion of the task assigned to the committee.

**Section 6.** The chairman of each standing and special committee shall present a plan of work to the executive board for approval. No committee work shall be undertaken without the consent of the executive board.

**Section 7.** The quorum of any committee shall be a majority of its members.

**Section 8.** The president shall be an ex-officio member of all committees except the nominating committee.

**Section 9.** Committee chairmen shall turn over to the president, without delay, all records, books and other materials pertaining to the committee at the end of the term served or when departing office.

#### **#ARTICLE XIV: FISCAL YEAR**

The fiscal year of this council shall begin on August 1 and end on July 31.

#### **#ARTICLE XV: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order—Newly Revised* shall govern the 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 the Virginia PTA/PTSA and the bylaws of the National PTA, or the articles of incorporation.

## **ARTICLE XVI: COUNCIL BYLAWS REVISIONS AND AMENDMENTS**

**#Section 1.** Bylaws shall be reviewed and amended with the following procedures:

- a. A committee shall be appointed to submit a revised set of bylaws as a substitute for existing bylaws or to submit an amendment to current bylaws.
- b. Bylaws shall be revised or amended at a regular meeting of the association provided notice and a copy of the proposed bylaws revision or amendments are provided to the membership at least thirty (30) days prior to the meeting at which the revision or the amendments are to be voted upon. A quorum shall be established at the meeting in which voting takes place. The revision or amendments are subject to approval by the Virginia PTA/PTSA Bylaws Committee. The proposed bylaws revision or amendments require a two-thirds vote of the members present and voting.
- c. Submission of amendments and revised bylaws for approval by the State PTA shall be in accordance with the bylaws or regulations of the Virginia PTA/PTSA. (Reference Virginia PTA/PTSA Bylaws, Article VI, Section 24.)
- d. Each local PTA shall include in its bylaws provisions corresponding to the provisions of such of the bylaws of the Virginia PTA/PTSA as are identified by the state symbol #.
- e. The adoption of an amendment to any provision of the Bylaws of the Virginia PTA/PTSA identified by the number symbol (#) shall serve automatically and without requirement of further action by the local PTA to amend correspondingly its bylaws. Notwithstanding the automatic character of the amending process, the local PTA shall promptly incorporate such amendments in its respective bylaws.

**#Section 2.** The adoption of an amendment to any provision of the Bylaws of the National PTA shall serve automatically and without the requirement of further action by the local PTA to amend correspondingly the bylaws of each local PTA. Notwithstanding the automatic character of the amending process, the local PTAs shall promptly incorporate such amendments in their respective bylaws.

## **#ARTICLE XVII: APPROVAL OF BYLAWS**

The bylaws of this council shall be submitted to the state office every five (5) years for approval by the Virginia PTA/PTSA Bylaws committee on behalf of the Virginia PTA/PTSA Board of Managers.

**# Required by the Virginia PTA/PTSA**