

1 **National PTA Bylaws**

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3 **Article I—Name**

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5 The name of this association is the National Congress of Parents and Teachers®. This association
6 shall be referred to as “National PTA®,” and shall be governed by the District of Columbia
7 Nonprofit Corporation Act, referred to as “the Act.”
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9 **Article II—Purposes¹**

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11 **Section 1. Objectives.** The purpose or purposes (Objects) which the corporation will hereafter
12 pursue are:

- 13 **A.** To promote the welfare of children and youth in home, school, places of worship, and
14 throughout the community;
15 **B.** To raise the standards of home life;
16 **C.** To advocate for laws that further the education, physical and mental health, welfare, and
17 safety of children and youth;
18 **D.** To promote the collaboration and engagement of families and educators in the education
19 of children and youth;
20 **E.** To engage the public in united efforts to secure the physical, mental, emotional, spiritual,
21 and social well-being of all children and youth; and
22 **F.** To advocate for fiscal responsibility regarding public tax dollars in public education
23 funding.

24 **Section 2. Awareness.** The purposes of the National PTA are promoted through advocacy and
25 education in collaboration with parents, families, teachers, educators, students, and the public;
26 developed through conferences, committees, projects, and programs; and governed and qualified
27 by the basic principles set forth in Article III.

28 **Section 3. Federal Status.** National PTA is organized exclusively for the charitable, scientific,
29 literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue
30 Code or corresponding section of any future federal tax code (referred to as “Internal Revenue
31 Code”).
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33 **Article III—Principles**

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35 The following are basic principles of National PTA:

- 36 **A.** National PTA shall be noncommercial, nonsectarian, and nonpartisan.
37 **B.** National PTA shall work to engage and empower children, families, and educators within
38 schools and communities to provide quality education for all children and youth, and
39 shall seek to participate in the decision-making process by influencing school policy and
40 advocating for children’s issues, recognizing that the legal responsibility to make
41 decisions has been delegated by the people to boards of education, state education
42 authorities, and local education authorities.
43 **C.** National PTA shall work to promote the health and welfare of children and youth, and
44 shall seek to promote collaboration among families, schools, and the community at large.

¹ As stated in the Articles of Incorporation.

45 D. Commitment to inclusiveness and equity, knowledge of PTA, and professional expertise
46 shall be guiding principles for service in National PTA.
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48 Article IV—Constituent Associations 49

50 **Section 1. Constituent Associations.** Constituent associations of National PTA (referred to as
51 “constituent associations”) include:

- 52 A. State constituent associations of National PTA that have been established in the 50 states
53 of the United States, the District of Columbia, the U.S. Virgin Islands, Puerto Rico, and
54 Department of Defense education activity schools in Europe and any education activity
55 schools established by the D.O.D. in the future hereinafter called state constituent
56 associations; or
- 57 B. Local constituent associations organized under the direct authority of National PTA when
58 there is no state constituent association.
- 59 C. Local constituent associations organized under the authority of the state constituent
60 associations.

61 **Section 2. Qualifications.**

- 62 A. Constituent associations of National PTA are any group which:
63 1. meets the requirements established by the board of directors
64 2. agrees to and complies with *Standards of Affiliation*; and
65 3. is approved by the board of directors
- 66 B. Local constituent associations organized under the authority of the state constituent
67 associations shall meet the qualifications of the state constituent associations.

68 **Section 3. Purpose and Principles.** The purposes and principles of National PTA, as prescribed
69 in Articles II and III of these bylaws, shall in every case also be the purposes and principles of
70 each constituent association.

71 **Section 4. Governance.** Each state and local constituent association organized under the direct
72 authority of National PTA shall adopt bylaws for the governance of its association. Such bylaws
73 shall not be in conflict with National PTA or their state nonprofit corporate laws and are subject
74 to review by the National PTA Bylaws Committee.

75 **Section 5. Membership in Constituent Associations.** Membership in a PTA constituent
76 association shall be open, without discrimination, to anyone who believes in and supports the
77 mission, purposes, and principles of National PTA and pay dues as prescribed in Section 6 of this
78 Article.

79 **Section 6. Dues.** Members shall pay annual dues, as may be determined by the constituent
80 association, which shall include the portion payable to the local and state PTA constituent
81 association as determined by the local and state PTA constituent associations, and the portion
82 payable to National PTA as recommended by the board of directors and approved by a two-
83 thirds vote of the voting body at a National PTA Annual Meeting.

84 **Section 7. Dissolution.** Upon the dissolution of a state constituent association, after paying or
85 adequately providing for the debts and obligations of the association, the state constituent
86 association’s financial holdings, property, all records and all remaining assets shall be distributed
87 to National PTA in order to establish a new entity to service the state membership.
88

89 Article V—Membership in PTA 90

91 **Section 1. Non-discrimination.** Membership in PTA at all levels shall be open, without
92 discrimination, to anyone who believes in and supports the mission, purposes and principles of
93 National PTA and meets other qualifications for membership as prescribed in these bylaws and
94 pays dues as required in these bylaws.

95 **Section 2. Classification.** The National PTA shall have the following membership
96 classifications:

97 **A. Local/State Members.** Local members shall be as prescribed in Article IV, Section 5.
98 Upon meeting the qualifications for membership, these individuals are also automatically
99 members of their respective state PTA constituent association and National PTA.

100 **B. National Supporting Members.** Individuals who are interested in supporting the
101 mission, purposes, and principles of the National PTA shall pay dues directly to National
102 PTA. National Supporting Members may not hold office or have voting privileges.
103 National Supporting Members desiring voting privileges at state and local levels must
104 pay dues to a state or local constituent association.

105 **Section 3. Dues.**

106 **A. Annual Dues.**

- 107 1. **Local/State.** Annual dues for each constituent association shall be as established by
108 the constituent association as prescribed in Article IV, Section 6.
- 109 2. **National Supporting Member.** Annual dues for National Supporting Members shall
110 be established by the National PTA Board of Directors.

111 **B. Dues Payment.** Each member of a local PTA constituent association shall pay annual
112 dues to such local PTA constituent association.

113 **Section 4. Membership Year.** The membership year for National PTA shall be July 1 through
114 June 30.

115 **Section 5. Rights and Privileges.** Every individual who is a member of a local constituent
116 association organized under the authority of a state constituent association is also a member of
117 National PTA and of the state constituent association by which such local constituent association
118 is organized. Members of local constituent associations and National PTA shall be entitled to all
119 the benefits of such membership, which shall include the:

- 120 **A.** ability to serve in governance positions in National PTA; and
- 121 **B.** right to vote at local, state, and National PTA meetings based upon the requirements of
122 serving as a voting delegate.

123 **Article VI—National PTA Governance Structure**

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125
126 **Section 1. Structure.** The National PTA governance structure shall include the elected officers,
127 members of the board of directors, standing committee members, special committee members,
128 subcommittee members, task force members, and other positions as determined by the board of
129 directors.

130 **Section 2. Eligibility to Serve.** In order to be eligible to serve in the National PTA governance
131 structure, an individual shall:

- 132 **A.** be a current member of a constituent association;
- 133 **B.** maintain membership throughout his/her term of service;
- 134 **C.** consent to uphold and adhere to the National PTA policies and principles;
- 135 **D.** not be a paid employee of, or under contract to, National PTA; and
- 136 **E.** meet other qualifications as prescribed in these bylaws.

137 **Section 3. Term Limits.** No one shall serve more than one full term of two years in the same
138 officer position, unless otherwise permitted in these bylaws or until a successor is elected or
139 appointed.

140 **Section 4. Full Term.** Anyone who serves in a position for more than one-half (1/2) of a full
141 term shall be deemed to have served a full term in such position.

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Article VII—Officers

145 **Section 1. Elected Officers.** The officers of National PTA shall be a president, a president-elect,
146 a secretary-treasurer, a vice-president of advocacy, and a vice-president of membership.

147 **Section 2. Eligibility.** In addition to the general provisions prescribed in Article IV, Section 2
148 the following shall apply:

149 **A.** Only those who have served on the National PTA Board of Directors for at least one (1)
150 full term shall be eligible for nomination or election to office.

151 **B.** A current state constituent association president may not serve simultaneously as an
152 officer of National PTA but may retain such state presidency until the time at which they
153 are elected as an officer of National PTA.

154 **Section 3. Term of Office.** Elected officers shall take office at the close of the convention at
155 which they are elected and shall serve a term of two (2) years, or until their successors are
156 elected. Individuals may not serve in the same office for more than one (1) term. The president-
157 elect shall succeed automatically to the office of president.

158 **Section 4. Vacancy in Officer Positions.** Vacancies shall be filled as follows:

159 **A.** In case of a vacancy in the office of president, the president-elect shall become president
160 and shall hold office for the balance of the term. In filling the vacancy, the president-elect
161 shall be entitled to continue in the presidency for the following term providing not more
162 than one-half (1/2) of a full term as president has been served. The vacancy in the office
163 of president-elect shall be filled at the next annual meeting by the voting body. Notice of
164 filling such vacancy must be given no less than 30 days prior to the annual meeting. In
165 the interim, duties of the president-elect shall be delegated by the president.

166 **B.** A vacancy in the office of a vice-president or the secretary-treasurer shall be filled by a
167 two-thirds (2/3) vote of the board of directors. The vote shall be by ballot. When there is
168 only one (1) candidate for the vacancy, the election may be by voice vote. Notice of
169 filling the vacancy must be given in the call to the meeting at which the election will take
170 place.

171 **Section 5. Duties of Officers.** The elected officers shall perform the duties provided in this
172 section and such other duties as prescribed for the office in these bylaws, by the board of
173 directors, by the president, by the Act, or in the adopted parliamentary authority.

174 **A. Duties of the President.** The president shall:

- 175 1. serve as chair of the board of directors;
- 176 2. serve as an ex-officio member of all committees except the nominating and leadership
177 recruitment committee;
- 178 3. appoint chairs and members of committees not otherwise specified;
- 179 4. serve as an ex-officio member of the National Constituent Association Advisory
180 Council; and
- 181 5. preside at all annual meetings and during all conventions.

182 **B. Duties of the President-Elect.** The president-elect shall:

- 183 1. serve as a member of the board of directors;
184 2. serve as a member of the finance committee;
185 3. serve as chair of the National Constituent Association Advisory Council; and
186 4. perform the duties of the office of president in the president's absence or when the
187 president is unable to perform such duties.

188 **C. Duties of the Secretary-Treasurer.** The secretary-treasurer shall:

- 189 1. serve as a member of the board of directors;
190 2. serve as financial officer and secretary of the corporation;
191 3. serve as chair of the finance committee;
192 4. serve as chair of the endowment fund of National PTA; and
193 5. report the financial status of National PTA to the board of directors and during the
194 annual meeting.

195 **D. Duties of the Vice-President of Advocacy.** The vice-president of advocacy shall:

- 196 1. serve as a member of the board of directors;
197 2. serve as chair of the legislation committee;
198 3. facilitate and coordinate the work of the legislation committee to promote and deliver
199 the national advocacy and legislative programs and activities;
200 4. consult and collaborate on the planning of the legislative conference; and
201 5. consult and/or collaborate with other committees as needed.

202 **E. Duties of the Vice-President of Membership.** The vice-president of membership shall:

- 203 1. serve as a member of the board of directors;
204 2. serve as chair of the membership committee;
205 3. consult and collaborate on membership initiatives focused on recruitment, retention,
206 and diversification; and
207 4. consult and/or collaborate with other committees as needed.

208
209 **Article VIII—Elections and Appointments**

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211 **Section 1. Nominating and Leadership Recruitment Committee.**

212 **A. Composition.** The nominating and leadership recruitment committee shall consist of
213 seven (7) members.

214 **B. Eligibility to Serve.** Individuals holding any elected or appointed position in National
215 PTA shall not be eligible to serve on the nominating and leadership recruitment
216 committee. Members may not serve more than one (1) term. No two (2) committee
217 members shall be from the same state at the time elected or when appointed to fill a
218 vacancy.

219 **C. Election of Members.**

- 220 1. The members of the nominating and leadership recruitment committee shall be
221 elected by class annually by the voting body of the annual meeting and shall serve a
222 term of three (3) years or until their successors are elected. Class A shall consist of
223 two (2) members; Class B, two (2) members; and Class C, three (3) members.
224 2. The vote shall be conducted by ballot when there are more candidates than open
225 positions, and a plurality vote shall elect. When there is an equal number of
226 candidates to the number of open positions, the election may be held by voice vote.

227 **D. Election/Appointment of the Chair.** The committee shall elect a chair at its first
228 meeting each year following the annual convention.

- 229 **E. Term.** Elected members shall assume their duties at the close of the convention at which
230 they are elected or until their successors are elected.
- 231 **F. Vacancies.** Vacancies of the committee shall be filled as prescribed in Section 3 of this
232 Article.
- 233 **G. Duties.** In addition to the responsibilities prescribed in PTA policy, the nominating and
234 leadership recruitment committee shall:
- 235 1. identify individuals who have the characteristics and skill sets needed in the
236 leadership of National PTA;
 - 237 2. screen and evaluate individuals, and nominate one (1) eligible candidate for each of
238 the offices or positions to be elected at the annual meeting; and
 - 239 3. provide potential candidates for committee appointments to the president for
240 consideration.
- 241 **H. Committee Report.** The report of the committee shall be published no later than March
- 242 1. The nominating and leadership recruitment committee shall report its nominees to the
243 annual meeting during the convention at which time self-nominees will also be
244 announced.
- 245 **I. Self-nominations.** Members may self-nominate no later than April 1 for any position to
246 be elected at the annual meeting. Procedures for self-nomination shall be as prescribed in
247 National PTA Governance Policy Manual found at PTA.org. A list of self-nominees will
248 be published no later than 45 days prior to the annual meeting.

249 **Section 2. Officers and Board Members.**

- 250 **A. Eligibility.**
- 251 1. No member of the nominating and leadership recruitment committee shall be eligible
252 to be nominated by the committee.
 - 253 2. No name shall be placed in nomination without written consent of the nominee.
 - 254 3. A current state constituent association president shall be eligible to serve as a member
255 representative or an at-large member to the National PTA Board of Directors only if
256 the remainder of the term as president is, at the time of election or appointment, less
257 than six (6) months. If the remainder of the term is equal to or greater than six (6)
258 months, that state constituent association president shall retain that presidency until
259 the time of election or appointment to the National PTA Board of Directors.
 - 260 4. No two (2) member representatives on the board of directors shall be from the same
261 state at the time elected or when appointed to fill a vacancy.
 - 262 5. Nominees for officer positions shall meet the additional eligibility requirements
263 prescribed in Article VII, Section 2 of these bylaws.
- 264 **B. Procedures.** Nominees for elected positions must adhere to the election policies adopted
265 by the board of directors as prescribed in National PTA policy.
- 266 **C. Officers.** Except for the office of president, officers shall be elected by the voting body at
267 National PTA's annual meeting in each odd-numbered year.
- 268 **D. Member Representatives.** Each year, eight (8) member representatives on the board of
269 directors shall be nominated by the nominating and leadership recruitment committee and
270 elected by the voting body at the National PTA Annual Meeting. Member representatives
271 shall take office at the close of the convention at which they are elected. They shall serve
272 a term of two (2) years or until their successors are elected.
- 273 **E. At-Large Members.** Three (3) at-large members shall be appointed by the president and
274 approved by the board of directors each year at the first board meeting following

275 convention. They shall be appointed in order to bring a particular knowledge base, skill
276 set, or diversity to the board. They shall assume office after their approval by the board of
277 directors at the first board meeting following convention. They shall serve a term of two
278 (2) years or until their successors are appointed by the president and approved by the
279 board of directors.

280 **F. Youth Members.** Two (2) youth members, who are at least 18 years of age, but not more
281 than 22 years of age on date of appointment, shall be appointed by the president and
282 approved by the board of directors at the first board meeting following convention in the
283 odd numbered years. They shall serve a term of two (2) years or until their successors are
284 appointed by the president and approved by the board of directors.

285 **G. Term Limits.** Elected member representatives and appointed at-large members may
286 serve two terms on the board of directors in any combination of these positions.

287 **H. Voting.** Officers and board members shall be elected by ballot (electronic or paper) and a
288 majority vote shall elect officers and a plurality shall elect board members. When there is
289 only one candidate for any office, that election may be held by voice vote.

290 **Section 3. Vacancies.** Unless otherwise stated herein, if a vacancy in any elected office, elected
291 or appointed board member position, or committee position exists, the vacancy shall be filled by
292 the board of directors as follows:

293 **A. Removal.** The involuntary removal of an officer, board member, or committee member shall
294 require two-thirds vote of the National PTA Board of Directors. Any such individual who
295 fails to fulfill his or her duties or fails to abide by the National PTA's bylaws, policies, and/or
296 code of conduct shall be removed in accordance with the procedures set forth in National
297 PTA policy. A vacancy in any position other than president created by removal shall be filled
298 by the board of directors until the end of the unexpired term.

299 **B. Resignation or Death.** A vacancy in any position other than president created by resignation
300 or death shall be filled by the board of directors. Resignation from office shall require written
301 notice of that member including an explanation for resignation to the remaining members of
302 the officers, board of directors, or committee.

303 **C. At-Large Members and Youth Members.** In the event of a vacancy for an at-large member
304 or youth member, the balance of the term shall be filled by appointment by the president and
305 approved by the board of directors.

306 **D. Voting.** Elections to fill vacancies shall be conducted by ballot and a majority vote shall
307 elect. When there is only one candidate for any office, that election may be held by voice
308 vote. Notice of filling the vacancy must be given in the call to the meeting at which the
309 election will be held.

311 **Article IX—Board of Directors**

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313 **Section 1. Composition.** The members of the board of directors shall be the president, the
314 president-elect, the secretary-treasurer, the vice-president of advocacy, the vice-president of
315 membership, sixteen (16) member representatives, six (6) at-large members, and two (2) youth
316 members.

317 **Section 2. Duties.**

318 **A. Power and Authority.** The board of directors shall have full power and authority over
319 the affairs of National PTA between annual meetings except as otherwise provided in
320 these bylaws; the board shall adopt special rules of order and policies to govern its
321 proceedings and the affairs of National PTA over which it has power and authority.

322 **B. Duties of the Board of Directors.** The duties of the board of directors shall include but
323 not be limited to:

- 324 1. be responsible for the strategic direction and strategic management of the National
325 PTA;
- 326 2. make employment decisions concerning the executive director;
- 327 3. review and act on reports and recommendations of committees and staff;
- 328 4. approve the budget;
- 329 5. approve board and committee appointments as recommended by the president;
- 330 6. approve public policy and legislative priorities;
- 331 7. establish National PTA policies and strategic plan;
- 332 8. be responsive to the constituent associations' needs; and
- 333 9. exercise such other duties as are prescribed for the board of directors in these bylaws
334 or in the adopted parliamentary authority.

335 **Section 3. Meetings.**

336 **A. Regular.** Regular meetings of the board of directors shall be held at least four (4) times
337 during each calendar year as determined by the board of directors. Notice of the time and
338 place of each regular meeting shall be given in writing to each member of the board of
339 directors at least thirty (30) days prior to the date of the meeting. Notice may be waived
340 by members of the board in accordance with statutory requirements as established by the
341 Act.

342 **B. Special.** Special meetings of the board of directors may be called by the president, on
343 five (5) days written notice to each member of the board of directors. Special meetings
344 shall be called by the president or secretary-treasurer in like manner and on like notice on
345 the written request of seven (7) members of the board of directors. Notice may be waived
346 by members of the board in accordance with statutory requirements as established by the
347 Act.

348 **Section 4. Quorum.** A quorum of the board of directors shall be a majority of the members of
349 the board then in office.

350 **Section 5. Emergency Powers.** If a quorum of the board of directors cannot readily be
351 assembled because of some catastrophic event per federal definition, the exercise of emergency
352 powers is authorized as provided in the statutes of the Act.

353
354 **Article X—National Constituent Association Advisory Council**
355

356 **Section 1. Composition.** The National Constituent Association Advisory Council (“NCAAC”) shall be composed of one member from each constituent association who shall be the current
357 state constituent association president. If the current state president is unable to attend, the state
358 president-elect, vice-president or a current elected officer designee may represent the president.
359

360 **Section 2. Chair, Vice Chair, and Secretary.**

361 **A. Chair.** The National PTA president-elect shall serve as the chair.

362 **1. Duties.** The duties of the chair shall be to direct the work of the NCAAC as
363 specified under Article X, Section 3. Duties.

364 **2. Vacancy.** In the case of a vacancy in the office of NCAAC chair, the National
365 PTA president shall appoint a chair selected from among the members of the
366 board of directors to serve until such time as a new National PTA president-elect
367 is elected. The appointment shall be approved by the National PTA board of
368 directors.

369 **B. Vice Chair and Secretary.** The vice chair and secretary shall be elected by a
370 plurality vote by ballot from among the current state constituent association
371 presidents via an electronic or in-person meeting within 45 days following the close
372 of each National PTA Annual Convention. If there is only one candidate for office,
373 the election may be by voice vote.

374 **1. Duties.** The vice chair shall preside in the absence of the chair. The secretary shall
375 prepare the minutes and/or reports of the meetings.

376 **2. Vacancy.** In the case of a vacancy in the vice chair or secretary position, the
377 NCAAC shall fill the vacancy by a plurality vote by ballot unless there is only
378 one candidate in which case the election may be by voice vote.

379 **3. Term of office.** The term of office for the vice chair and secretary shall begin at
380 the conclusion of the NCAAC meeting at which they are elected and end at the
381 conclusion of the NCAAC meeting following the next National PTA Annual
382 Meeting.

383 **Section 3. Duties.** The NCAAC shall:

384 **A.** identify and prioritize topics and trends to assist the board in setting the strategic
385 direction of National PTA;

386 **B.** submit written reports and make recommendations to the board regarding emerging
387 issues, as referenced in PTA policy; and

388 **C.** participate in leadership development.

389 **Section 4. Meetings.**

390 **A. Regular.** Regular meetings of the NCAAC shall be held two times per fiscal year, one of
391 which is held in conjunction with the National PTA Annual Convention. Meetings may
392 be held electronically. Notice of the date and time of the meeting shall be given in writing
393 to each member at least thirty (30) days prior to the date of the meeting.

394 **B. Additional Meetings.** Additional meetings may be called by the chair with approval of
395 the National PTA president. Additional meetings may be held electronically.

396
397 **Article XI–Committees**
398

399 **Section 1. Standing Committees.**

400 **A. Composition, Appointment, Accountability, Ex-officio Members, Subcommittees,**
401 **and Term.** The standing committees of National PTA shall be bylaws; diversity,
402 inclusion and outreach; elections; field service; finance; historical preservation;
403 legislation; membership; resolutions; and youth engagement. In addition, the nominating
404 and leadership recruitment committee is a standing committee established elsewhere in
405 these bylaws.

406 **1.** Committee members shall be members of a PTA constituent association or National
407 PTA.

408 **a)** The bylaws committee shall be composed of not more than five (5) members, one
409 of whom shall be appointed by the president from among the members of the
410 board of directors.

411 **b)** The diversity, inclusion and outreach committee shall be composed of not more
412 than nine (9) members.

413 **c)** The elections committee shall be composed of not more than five (5) members.

- 414 d) The field service committee shall be composed of not more than seven (7)
415 members.
- 416 e) The finance committee shall be composed of not more than five (5) members as
417 follows: the secretary-treasurer, who shall be the chair, the president-elect, and
418 three (3) additional members of the board of directors.
- 419 f) The historical preservation committee shall be composed of the past national
420 presidents with the immediate past president serving as the chair. If the immediate
421 past president chooses not to serve or is unable to serve, the committee shall elect
422 the chair. A quorum of the historical preservation committee shall be three (3).
- 423 g) The legislation committee shall be composed of not more than five (5) members,
424 one of whom shall be the vice-president of advocacy, who shall serve as the chair.
- 425 h) The membership committee shall be composed of not more than seven (7)
426 members, one of whom shall be the vice-president of membership, who shall be
427 the chair.
- 428 i) The resolutions committee shall be composed of not more than seven (7)
429 members.
- 430 j) The youth engagement committee shall be composed of not more than five (5)
431 members, two (2) of whom shall be youth members to the board of directors. The
432 chair shall be from among the youth members of the board of directors. The
433 members of the committee must be at least 18 years of age but not more than 22
434 years of age on date of appointment.
- 435 k) No member shall simultaneously serve as chair of more than one standing
436 committee.
- 437 2. The president shall appoint members of the committees at the first board meeting in
438 odd-numbered years.
- 439 3. All committees shall report to the board of directors and shall be responsible to the
440 president between meetings of the board. Policy recommended by a committee shall
441 be approved by the board of directors.
- 442 4. Ex-officio members:
- 443 a) The president shall be ex officio a member of all committees except the
444 nominating and leadership recruitment committee.
- 445 b) The chair of each standing committee shall be ex officio a member of all
446 subcommittees of that committee.
- 447 5. Subcommittees may include nonmembers of a committee recommended by the chair,
448 appointed by the president, and approved by the board of directors.
- 449 6. Unless prescribed for otherwise in these bylaws, committee members shall serve a
450 term of two (2) years or until their successors are elected or appointed. Committee
451 members may serve for two (2) consecutive terms on the same committee.
- 452 **B. Bylaws Committee.** In addition to the responsibilities prescribed in PTA policy, the
453 bylaws committee shall review submitted bylaws amendments, originate proposed bylaw
454 amendments, and submit proposed amendments or revisions to the board of directors and
455 to the members together with the committee's recommendations for action.
- 456 **C. Diversity, Inclusion and Outreach Committee.** In addition to the responsibilities
457 prescribed in PTA policy, the diversity, inclusion and outreach committee shall promote
458 inclusion, engagement, and full involvement of diverse populations, in all of its aspects,
459 at all levels of National PTA.

- 460 **D. Elections Committee.** In addition to the responsibilities prescribed in PTA policy, the
 461 elections committee shall administer the election process and develop guidelines for
 462 campaigning and campaign materials.
- 463 **E. Field Service Committee.** In addition to the responsibilities prescribed in PTA policy,
 464 the field service committee shall develop and evaluate strategies for the effectiveness of
 465 service delivery to all constituent associations.
- 466 **F. Finance Committee.** In addition to the responsibilities prescribed in PTA policy, the
 467 finance committee shall prepare and present an annual budget to the board of directors for
 468 its approval and recommend an auditing firm.
- 469 **G. Historical Preservation Committee.** In addition to the responsibilities prescribed in
 470 PTA policy, the historical preservation committee shall serve as the association’s primary
 471 resource on historical and cultural preservation, make recommendations concerning
 472 archival maintenance to the board of directors, and provide guidance and assistance in
 473 securing sustainable funding for archiving acquisition and maintenance.
- 474 **H. Legislation Committee.** In addition to the responsibilities prescribed in PTA policy, the
 475 legislation committee shall review the legislative agenda of National PTA and make
 476 recommendations concerning the legislative agenda to the board of directors.
- 477 **I. Membership Committee.** In addition to the responsibilities prescribed in PTA policy,
 478 the membership committee shall provide expertise in membership development and
 479 marketing; identify overall membership development strategies for National PTA; and,
 480 recommend varied membership tools and resources.
- 481 **J. Resolutions Committee.** In addition to the responsibilities prescribed in PTA policy, the
 482 resolutions committee shall:
- 483 1. Solicit, review, and recommend proposed resolutions for consideration to the board
 484 of directors; and
 - 485 2. Review adopted resolutions and recommend to retain, amend, or rescind those
 486 resolutions.
- 487 **K. Youth Engagement Committee.** In addition to the responsibilities prescribed in PTA
 488 policy, the youth engagement committee shall work in collaboration with local, state, and
 489 national PTAs to provide education, resources, leadership training, and opportunities to
 490 increase youth participation and visibility in PTA.
- 491 **Section 2. Special Committees.** The board of directors may establish special committees as
 492 needed. The members of the special committees shall be appointed by the president and
 493 approved by the board of directors.

494
 495 **Article XII—Annual Meeting and Convention**
 496

497 **Section 1. Convention.** A convention shall convene each year at a place and date determined by
 498 the board of directors.

499 **Section 2. Annual Meeting.** An annual meeting shall be held in conjunction with the annual
 500 convention.

501 **A. Call to Annual Meeting.** Notice of the time and place of each annual meeting shall be
 502 posted on the National PTA website, or other electronic means as the board of directors
 503 may designate, not less than sixty (60) days prior to the date of the opening of the meeting.

504 **B. Voting Body.** The voting body of the annual meeting shall be composed of:

- 505 1. Members of the board of directors;

- 506 2. Members of National PTA standing committees and convention-related committees;
507 3. State constituent association presidents;
508 4. Past national presidents of the National PTA
509 5. Five (5) delegates plus one (1) delegate per one thousand (1,000) members, or major
510 fraction thereof, of each state constituent association PTA, as shown on the books of
511 the secretary-treasurer of National PTA as of March 31 preceding an annual meeting,
512 and as accredited by the state constituent association PTA; and
513 6. One (1) delegate per thousand (1,000) members, or major fraction thereof, of a local
514 constituent association PTA organized under direct authority of National PTA, as
515 shown on the books of the secretary-treasurer of National PTA as of March 31
516 preceding an annual meeting, and accredited by National PTA.
- 517 **C. Voting.** Only the members who make up the voting body at the annual meeting shall have
518 the right to introduce motions, participate in debate, or vote at such annual meeting. There
519 shall be no proxy voting.
- 520 **D. Quorum.** A quorum shall consist of one hundred and fifty (150) registered delegates
521 representing a majority of the state constituent associations.
522

523 **Article XIII—Electronic Meetings and Communication**

524

525 **Section 1. Meetings.** The National PTA Board of Directors and all committees and
526 subcommittees shall be authorized to meet by telephone conference or through other electronic
527 communications media so long as all the members can simultaneously hear each other and
528 participate during the meeting.

529 **Section 2. Communication.** Unless members indicate otherwise to National PTA Headquarters,
530 all communication required by these bylaws, including meeting notices, may be sent
531 electronically unless otherwise specified in these bylaws.
532

533 **Article XIV—Operational Requirements and Dissolution**

534

535 **Section 1. Net Earnings.** No part of the net earnings of National PTA shall inure to the benefit
536 of, or be distributable to, its members, directors, trustees, officers, or other private persons except
537 that the association shall be authorized and empowered to pay reasonable compensation for
538 services rendered, and to make payments and distributions in furtherance of the purposes set
539 forth in Article II hereof.

540 **Section 2. Exempt Activities.** Notwithstanding any other provision of these Articles to contrary,
541 in no event shall National PTA carry on any other activities which are not permitted to be carried
542 on by either: (i) by an association exempt from federal income tax under Section 501(c)(3) of the
543 Internal Revenue Code or (ii) by an association, contributions to which are deductible under
544 Section 170(c)(2) of the Internal Revenue Code.

545 **Section 3. Political Activities.** National PTA or its members in their official capacities shall not,
546 directly or indirectly, participate or intervene (in any way, including the publishing or
547 distributing of statements) in any political campaign on behalf of, or in opposition to, any
548 candidate for public office, or devote more than an insubstantial part of its activities to
549 attempting to influence legislation by propaganda or otherwise.

550 **Section 4. Dissolution.** Upon the dissolution of National PTA, after paying or adequately
551 providing for the debts and obligations of the association, the remaining assets shall be

552 distributed to one or more nonprofit funds, foundations, or associations that have established
553 their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and whose
554 purposes are in accordance with those of National PTA.

555

556 **Article XV—Parliamentary Authority**

557

558 The rules contained in the current edition of *Robert’s Rules of Order Newly Revised* shall govern
559 National PTA in all cases in which they are applicable and in which they are not in conflict with
560 Articles of Incorporation, National PTA bylaws, policies, special rules of order, or the District of
561 Columbia Nonprofit Corporation Act.

562

563 **Article XVI—Amendments**

564

565 **Section 1. Amendments.** These bylaws may be amended at the annual meeting by two-thirds
566 (2/3) vote provided that the following requirements shall first have been complied with in the
567 following order:

568 **A.** The amendments shall have been approved by the board of directors. Bylaws amendments
569 approved by the board may be amended at the annual meeting by the voting delegates.

570 **B.** Amendments shall be sent by electronic communication in accordance with Article XIV,
571 Section 2 to the board of directors and constituent associations and posted on the National
572 PTA website, or other electronic means as the board of directors may designate, no less
573 than forty-five (45) days prior to the date of the convening of the annual meeting.

574 **Section 2. Action.** Updated bylaws shall be posted on the National PTA website, or other
575 electronic means as the board of directors may designate, within 60 days following the annual
576 meeting at which they are amended.