

WOODLAND PTA
AMENDED AND RESTATED BYLAWS
Adopted May 15, 2006

ARTICLE I -NAME

The name of this organization is the Woodland Parent-Teacher Association (PTA), Brooklyn Park, Minnesota. It is a local PTA unit organized under the authority of the Minnesota Congress of Parents, Teachers, and Students (the Minnesota PTSA), a branch of the National Congress of Parents and Teachers (the National PTA.)

****ARTICLE II - ARTICLES OF ORGANIZATION**

The articles of organization of 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 Woodland PTA in common with those of the National PTA and the Minnesota PTSA 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 National PTA, the Minnesota PTSA, and the Woodland PTA are promoted through advocacy and educational programs 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 Woodland PTA in common with those of the National PTA and the Minnesota PTSA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. 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.
- 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 their 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 Minnesota 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 that he/she 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 distributions 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 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.
- 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 STATE AND NATIONAL

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

A local PTA in good standing is one which:

- a. Adheres to the Purposes and basic policies of the PTA;
- b. Remits the national portion of the dues through the state PTSA to reach the national office by dates designated by the National PTA;
- c. Has bylaws approved according to the procedures of each state; and
- d. Meets other criteria as may be prescribed by the individual state PTSA. (See State Bylaws, Article VI, section 13)

#Section 2. A local unit not meeting any part of the criteria stated in Article VI, section 1 may be considered a unit not in good standing by the Minnesota PTSA, and may be subject to withdrawal of its charter.

****Section 3.** This PTA shall adopt such bylaws for the government of the organization as may be approved by the Minnesota PTSA. Such bylaws shall not be in conflict with the Bylaws of the National PTA or the bylaws of the Minnesota PTSA.

****Section 4.** This 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 its members, the dues collected from its members, and the amounts of dues remitted to the Minnesota PTSA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Minnesota PTSA or, where directed by the committee on State and National relationships, by a duly authorized representative of the National PTA.

****Section 5.** The charter of this PTA 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 Minnesota PTSA. (See State Bylaws, Article VI, section 17 and Article XVIII, section 5)

****Section 6.** This local PTA is obligated, upon withdrawal of its charter by the Minnesota PTSA:

- a. To yield up and surrender all of its books and records and all of its assets and property to the Minnesota PTSA or to such agency as may be designated by the Minnesota PTSA, or to another local PTA/PTSA organized under the authority of the Minnesota PTSA;
- b. To cease and desist from the further use of any name that implies or connotes association with the National PTA or the Minnesota PTSA or status as a constituent organization of the National PTA; and
- c. To carry out promptly, under the supervision and direction of the Minnesota PTSA all proceedings necessary or desirable for the purpose of dissolving such local PTA/PTSA.

****Section 7.** This PTA shall collect dues from its members and shall remit a portion of such dues to the Minnesota PTSA as provided in Article VI , Section 6.

****Section 8.** Only members of a local PTA/PTSA who have paid dues for the current membership year may participate in the business of that association.

****Section 9.** 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 10.** Each local PTA/PTSA shall include in its bylaws provisions of the bylaws of the National PTA (double star) and the Minnesota PTSA (Pound sign).

#Section 11. Local PTA/PTSA units must have a minimum of twenty (20) paid memberships to remain a branch of the Minnesota PTSA and the National PTA.

#Section 12. Local PTA/PTSA units shall elect officers for the following school year and submit their names to the Minnesota PTSA Office before June 15.

#Section 13. A local PTA/PTSA may disaffiliate or dissolve from the Minnesota PTSA and National PTA and conclude its business in the following manner:

- a. The Executive Committee or other body that, under its bylaws manages the business of the local PTA/PTSA shall adopt a resolution recommending that the local PTA/PTSA 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 that the purpose of such meeting is to consider the advisability of dissolving the local PTA/PTSA shall be given thirty (30) days prior to the date of such meeting.
- 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 Minnesota PTSA at least twenty (20) days before the date fixed for such special meeting of the members.
- c. Only those persons who were members in good standing of the local PTA/PTSA on the date of the 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 the question of dissolution.
- d. Approval of dissolution of the local PTA/PTSA shall require the affirmative vote of at least two-thirds of the members present and entitled to vote at the special meeting. The required quorum is that established by the local unit bylaws.
- e. Immediately upon adoption of a motion to disaffiliate or dissolve, the unit shall cease to be a PTA/PTSA. The Minnesota PTSA shall act immediately to withdraw the unit charter and the unit shall proceed to conclude its business according to charter withdrawal provisions in Article V, sections 5 and 6.

#Section 14. The Minnesota PTSA shall have the authority to withdraw the charter of a defunct local unit or council.

#Section 15. The Executive Committee (of the Minnesota PTSA) shall have the authority to withdraw the charter of a local unit or council which has not acted to dissolve or disaffiliate but which has become defunct. A local unit or council shall be considered to be defunct when all of the following occur:

- a. no dues have been submitted to the MN PTSA for a period of at least 18 calendar months despite requests and reminders

- b. for a period of at least one year, there has been no president or vice-president or president-elect with whom the PTSA office is able to establish contact
- c. there has been no official meeting of the unit or council for at least 18 months
- d. there is no body of PTA/PTSA members belonging to that unit or council who can legitimately be seen to be acting on its behalf in order to follow the usual dissolution or disaffiliation process.

When a local unit or council seems to be defunct, the Executive Committee shall take such steps as it deems appropriate to verify the status of the unit or council. If the committee determines that the unit or council is, in fact, defunct, it shall proceed to withdraw the charter and conclude its business in the prescribed manner (See State Bylaws, Article XVIII, section 5.)

ARTICLE VI - MEMBERSHIP AND DUES

- **Section 1.** Every individual who is a member of this PTA/PTSA is, by virtue of that fact, a member of the National PTA and of the Minnesota PTSA by which such local PTA/PTSA is chartered and is entitled to all the benefits of such membership.
- **Section 2.** Membership in PTA shall be open, without discrimination, to anyone who believes in and supports the mission and purposes of National PTA.
- **Section 3.** This PTA shall conduct an annual enrollment of members but may admit persons to membership at any time.
- **Section 4.** Each member of this PTA shall pay annual dues as may be determined by the organization. The amount of dues shall include the portion payable to the state PTSA as determined by the state, and the portion payable to the National PTA as recommended by the board of directors and approved by a two-thirds (2/3) majority of the voting body at the National PTSA Annual Convention.
- **Section 5.** Changes in the amount of the state portion of each member's dues shall be recommended by the board of directors and approved by a two-thirds (2/3) majority of the voting body at the Minnesota PTSA Annual Convention.
- **Section 6.** The state and national portions of the dues paid by each member of a local PTA/PTSA shall be set aside by the local PTA/PTSA and remitted to the Minnesota PTSA on a monthly basis.

#Section 7. The Minnesota PTSA membership year extends from July 1 through June 30. Local units shall establish their own membership year.

Section 8. The Woodland PTA membership year extends from July 1 through June 30.

ARTICLE VII- OFFICERS AND THEIR ELECTION

****Section 1.** Each officer and board member shall be a member of this PTA.

Section 2. The officers of this organization shall consist of a president, vice-president, a secretary, and a treasurer. One or more officer positions may be shared by two individuals with membership approval and vote. No more than two individuals may share any one position. The duties of any officer position shared by two individuals shall be split as determined by the individuals holding that position, with Board oversight and approval of the division of duties.

Section 3. Officers shall be elected by ballot in the month of April or May (as determined by the Executive Board). If there is but one nominee for any office, election for that office may be by voice vote.

Section 4. Officers shall assume their official duties following the close of the meeting in June and shall serve for a term of one year or until their successors are elected.

Section 5. A person shall not be eligible to serve more than two consecutive terms in the same office.

Section 6. 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. In case a vacancy occurs in the office of president, the vice-president shall serve notice of the election and succeed said office.

ARTICLE VIII- DUTIES OF OFFICERS

Section 1. The president shall:

- a. preside at all meetings of the association;
- b. perform such other duties as may be prescribed in these bylaws or assigned by the association;
- c. be an *ex officio* member of all committees except the nominating committee;
- d. coordinate the work of the officers, executive board members and committees of the association in order that the Purposes may be promoted.
- e. Communicate with school officials frequently.
- f. Oversee the bonding of the treasurer.

Section 2. The vice-president shall:

- a. act as aide to the president;
- b. perform the duties of the president in the absence or inability of that officer to serve;
- c. perform such other duties as may be assigned by the association.

Section 3. The secretary shall:

- a. record the minutes of all meetings of the association;
- b. have a current copy of the bylaws;
- c. maintain an up-to-date membership list;
- d. perform other duties as assigned.

Section 4. The treasurer shall:

- a. have custody of all the funds of the association;
- b. keep a full and accurate account of receipts and expenditures;
- c. make disbursements as authorized by the president, executive board, or association in accordance with the budget adopted by the association
- d. have all checks or vouchers signed by two authorized persons (the treasurer the President, and/or the school Principal);
- e. present a financial statement at every meeting of the association and at other times when requested by the executive board;
- f. make a full report at the meeting at which new officers officially assume their duties (usually the annual meeting);
- g. be responsible for the maintenance of such books of account and records as conform to the requirements of Article V, Section 7 of these Bylaws;
- h. have the accounts examined annually or upon change of officers by an auditor or an auditing committee of not fewer than three members, who, satisfied that the treasurer's annual report is correct, shall sign a statement of that fact at the end of the report;
- i. submit the books annually for an audit by an auditing committee selected by the executive board at least two weeks before the meeting at which new officers assume duties.

Section 5. 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, and shall return to the treasurer, without delay, all funds pertaining to the office.

ARTICLE IX - EXECUTIVE COMMITTEE AND THEIR ELECTION

Section 1. Each Executive Committee member shall be a member of this PTA.

Section 2. The "Executive Committee" shall consist of the following positions:
Fundraising Coordinator, Public Relations Officer/Membership Director, Event

Coordinator, District Planning Advisory Council (DPAC) Representatives, Site Council Representative, Community Education Planning Advisory Council (CEPAC) Representatives, volunteer coordinator employed by Woodland Elementary, and two or more teachers or staff members employed by Woodland Elementary. Members of the Executive Committee, except for teachers or staff representatives, shall be selected by voice vote by the members of the association in April or May (as determined by the Executive Board) of each year and shall serve a term of one year. Teacher or staff representatives will be appointed by the Executive Board, and may serve a term of less than one year with substitution of alternative staff members or teachers confirmed by the Executive Board of the association at any board meeting of the association held throughout the year.

Section 3. Executive Committee members shall assume their official duties following the close of the meeting in June, or for teacher or staff representatives serving a term of less than one year, shall assume their official duties immediately following appointment or confirmation by the Executive Committee.

Section 4. A vacancy occurring on the Executive Committee shall be filled for the unexpired term by a person selected by the then Executive Board of the association.

ARTICLE X- DUTIES OF THE EXECUTIVE COMMITTEE MEMBERS

Section 1. The fundraising coordinator shall:

- a. investigate details of any new fundraiser for possible proposal to the PTA;
- b. assist the Executive Board in finding chairpersons for fundraisers;
- c. meet with chairpersons of specific fundraisers and oversee and coordinate details connected to each fundraiser; and
- d. work with the Treasurer to summarize and report the financial results of each fundraiser.

Section 2. The public relations director/membership director shall:

- a. be responsible for communicating information regarding PTA events, including meetings, to the PTA members and the community through newsletters and any other PTA approved media;
- b. enroll and keep an accurate record of new PTA members; and
- c. work with the Treasurer to submit membership dues and membership records to the state and national PTA/PTSA.

Section 3. The event coordinator shall:

- a. investigate details for any newly proposed events;
- b. assist the Executive Board in finding chairpersons for all PTA sponsored events;
- c. coordinate details of each event with the chairperson of that event; and

- d. work with the Treasurer to summarize and report the financial results of each event.

Section 4. District Planning Advisory Council (DPAC) Representatives shall:

- a. attend the meetings of this advisory council throughout the school year to share information and formulate recommendations to the School Board regarding areas of achievement and evaluation, program assessment and student services; and
- b. report the actions/decisions of the council to the PTA at its regular meetings.

Section 5. The Site Council Representative shall:

- a. attend meetings of the Woodland Site Council throughout the school year; and
- b. report the actions/decisions of the Woodland Site Council to the PTA at its regular meetings.

Section 6. Community Education Planning Advisory Council (CEPAC) Representative shall:

- a. attend district meetings of this advisory council throughout the school year; and
- b. report the actions/decisions of the council to the PTA at its regular meetings.

Section 7. Teacher or Staff Representatives shall:

- a. communicate actions/decisions of the PTA to Woodland staff; and
- b. share ideas and opinions of the Woodland staff with the PTA.

ARTICLE XI- EXECUTIVE BOARD

Section 1.

- a. The "Executive Board" shall consist of the officers of the association, the Executive Committee and the principal of the school and/or a representative or representatives appointed by the principal.

Section 2. The duties of the Executive Board shall be:

- a. to transact necessary business in the intervals between association meetings and other such business as may be referred to it by the association;
- b. to create standing and special committees;
- c. to approve the plans of work of the standing committees;
- d. to present at the regular meetings of the association a report of business undertaken by the executive committee;
- e. to select an auditor or an auditing committee to audit the treasurer's account;
- f. to prepare and submit to the association for adoption a budget for the year;
- g. to approve routine bills within the limits of the budget.

****Section 3.** 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 4. Regular meetings of the Executive Board shall be held during the school year, the time to be fixed by the Executive Board at its first meeting of the year. A majority of the executive board members shall constitute a quorum. Special meetings of the executive board may be called by the president or by a majority of the members of the board, 3 days' notice being given.

ARTICLE XII--MEETINGS

Section 1. Regular meetings of the association shall be held during the school year, the dates and times to be fixed by the Executive Board at its first meeting after being duly elected. Fourteen days notice shall be given to the association of any meeting date change.

Section 2. Special meetings of the association may be called by the president or by a majority of the Executive Board, fourteen days notice having been given.

Section 3. The election meeting shall be held in May.

#Section 4. Seven members shall constitute a quorum for the transaction of business in any meeting of this association.

#Section 5. Proxy voting shall not be allowed by the Minnesota PTSA or any of its constituent organizations.

ARTICLE XIII--COMMITTEES

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

Section 2. The Executive Board may create or eliminate such standing committees as it may deem necessary to promote the Purposes and carry on the work of the association. The term of each chairperson shall be one year or until the selection of a successor.

Section 3. The chairperson of each standing committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the board.

Section 4. The president shall be an *ex officio* member of all committees.

ARTICLE XIV - COUNCIL ORGANIZATIONS

#Section 1. Where there are three or more units within a school district, county or city, or in close proximity, these units may be authorized by the Minnesota PTSA to organize into councils for the purpose of conference, leadership training and coordination of the efforts of the local PTA/PTSA units.

Each council shall adopt such bylaws for its government as may be approved by the Minnesota PTSA. Only congress units may be members of a council. Councils shall not legislate for local units.

#Section 2. The Minnesota PTSA shall have authority to withdraw the charter of a defunct council. (See Article V, Section 22.)

ARTICLE XV--FISCAL YEAR

The fiscal year of this association shall begin on July 1st and end on the following June 30th.

**ARTICLE XVI - 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 and the Bylaws of the National PTA, or the articles of incorporation.

ARTICLE XVII--AMENDMENTS

#Section 1. These bylaws may be amended at any regular meeting of the association by a two-thirds vote of the members present and voting, provided that:

- a. notice of the amendment has been given at the previous regular meeting or in writing thirty days prior to the meeting at which the amendment is moved,
- b. a quorum has been established at the meeting, and
- c. the proposed amendment shall be subject to approval by the state PTSA.

Section 2. A special committee may be appointed by a majority vote Executive Board to submit a revised set of by laws as a substitute for the existing bylaws. The requirements for adoption of a revised set of bylaws shall be the same as for an amendment.

#Section 3. Submission of amendments or revised bylaws for approval by the state PTSA shall be in accordance with the bylaws and regulations of the state PTSA.

CERTIFICATE

The foregoing Bylaws were adopted by Woodland Parent-Teacher Association,
at a regular meeting of the association held on May 15, 2006

WOODLAND PARENT-TEACHER ASSOCIATION

By: Wendy Ehlert
Its: Secretary