

BYLAWS OF THE
DELAWARE CONGRESS OF PARENTS & TEACHERS INC.

Index

<u>ARTICLE</u>		<u>PAGE</u>
ARTICLE I	NAME	1
ARTICLE II	PURPOSES	1
ARTICLE III	BASIC POLICIES	1
ARTICLE IV	CONSTITUENT ORGANIZATIONS.....	3
ARTICLE V	STATE PTAs/PTSAs.....	4
ARTICLE VI	LOCAL PTAs/PTSAs/COUNCILS.....	6
ARTICLE VII	MEMBERSHIP AND DUES.....	8
ARTICLE VIII	GOVERNANCE.....	9
ARTICLE IX	OFFICERS.....	10
ARTICLE X	ELECTIONS.....	11
ARTICLE XI	DUTIES OF OFFICERS.....	12
ARTICLE XII	EXECUTIVE COMMITTEE.....	14
ARTICLE XIII	COMMITTEES.....	16
ARTICLE XIV	FISCAL YEAR.....	16
ARTICLE XV	CONVENTION.....	16
ARTICLE XVI	COMMITTEE ON STATE AND LOCAL RELATIONSHIPS.....	17
ARTICLE XVII	PARLIAMENTARY AUTHORITY	18
ARTICLE XVIII	AMENDMENTS	18

ARTICLE I: NAME

The name of this organization is the Delaware Congress of Parents and Teachers. It is commonly known as, does business as and will be referred to in these bylaws as the “Delaware PTA.”

ARTICLE II: PURPOSES

Section 1. The purposes of the Delaware PTA are:

- a. To promote the welfare of children and youth in home, school, places of worship, and throughout the community;
- b. To raise the standards of home life;
- c. To advocate for laws that further the education, physical and mental health, welfare, and 19 safety of children and youth;
- d. To promote the collaboration and engagement of families and educators in the education of children and youth;
- e. To engage the public in united efforts to secure the physical, mental, emotional, spiritual, and social well-being of all children and youth; and
- f. To advocate for fiscal responsibility regarding public tax dollars in public education funding.

Section 2. The purposes of the PTA are promoted through advocacy and educational programs directed toward parents, teachers, and the general public; developed through conferences, committees, projects, and programs; and governed and qualified by the basic policies set forth in Article III

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 III: BASIC POLICIES

The following are basic policies of the Delaware PTA, in common with those of the National PTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The association shall work with the schools and community to provide quality education for all children and youth, and shall seek to participate in the decision-making process
- 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 districts and schools to provide quality education for all children and youth and shall be informed and participate in the decision making process establishing education policy, recognizing the legal responsibility to make decisions has been delegated by the people to all educational and legislative authorities.
- e. 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 individuals 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 II hereof.
- f. Notwithstanding any other provision of these Articles to contrary, in no event shall a local unit carry on any other activities using the PTA name, logo or tagline, which are not permitted to be carried on (i) by an association exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code or (ii) by an association, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code.
- g. Upon the dissolution of a local unit PTA unit in Delaware, after paying or adequately providing for the debts and obligations of the unit, the remaining financial assets will be turned over to the Delaware PTA. The Executive Committee will set aside the funds for possible reinstatement of the dissolving unit. If said unit is not reinstated as a PTA unit within 18 months of the date of dissolution, the Delaware PTA Executive Committee may use the funds for the benefit of the remaining PTA units in the same region that the dissolved PTA unit was located in. The dissolving PTA unit will also file a final 990 with the IRS, marked as final, and provide the state association with proof of filing. All additional assets and materials shall be turned over to the state association.

In compliance with the State of Delaware Non Profit laws, dissolving units are required to

- Contact current accounts associated with their EIN and close them immediately. This includes accounts with other organizations such as Box Tops, General Mills, Target, Kohl's, etc. that make use of the PTA name or EIN number.
- Per IRS requirements, file a final 990-N form. Per IRS instructions, be sure to answer "YES" to the question "Has your organization terminated or gone out of business?" You must include a completed Schedule N (*Liquidation, Termination, Dissolution, or Significant Disposition of Assets*), as well as copies of your certificate of dissolution.
- The directors must file a certificate of dissolution with Delaware's Secretary of State in accordance with Section 275 of the DGCL. The certificate must state the name of the corporation, the date the dissolution was authorized, and the names and addresses of all directors. The certificate should also confirm that all members, if applicable, have agreed to the dissolution.
- The new parent group may be subject to taxation on all revenue/income unless and until

they apply for their own EIN with the IRS.

- All remaining physical assets, such as equipment or supplies, will need to be turned over to the Delaware PTA, as is required by state law as directed by the Delaware PTA Uniform Bylaws for Local Units which contain specific instructions on the disbursement of any assets of a local PTA at the time it is dissolved.
 - PTA® is a registered service mark of the National PTA, registration number 808987, issued May 24, 1966. This registration issued by the federal government may not be used by organizations that are not affiliated with the National Congress of Parents and Teachers or the Delaware PTA. All dissolving units must cease using the PTA name and/or logo immediately on any of organization materials or websites affiliated with the dissolving group.
- h. Theft in a local unit is defined as the intentional misuse, misappropriation and/or mismanagement of local unit funds that results in personal financial gain.

Fraud is defined as the intentional misrepresentation, wrongful or criminal deception intended to result in personal or financial gain. Under-reporting membership is an example of fraud.

Upon notification of confirmed or suspected theft or fraud in a local unit, Delaware PTA will provide information and guidance to ensure proper steps are taken to:

- Report theft/fraud to the local authorities
- Report theft/fraud to applicable insurance company
- Provide additional training and guidance to the local unit on treasury and other management issues.
- Upon request of the local unit, assist with PR in the school and school community
- Provide local unit with guidance on obtaining an independent audit

ARTICLE IV: CONSTITUENT ORGANIZATIONS

Section 1. The constituent organizations of Delaware PTA include

- a. Local PTAs (Parent Teacher Associations) or PTSAs (Parent Teacher Student Associations) organized under the authority of the Delaware PTA
- b. Council PTAs/PTSAs organized under the direct authority of the Delaware PTA.

Section 2. The Delaware PTA shall determine criteria for establishing constituent organizations and setting standards for continuing affiliation with the Delaware PTA and the National PTA.

Section 3. There shall be no proxy voting by any constituent organization of the Delaware PTA.

Section 4. 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).

Section 5. The purposes and basic policies of the Delaware PTA shall in every case also be the purposes and basic policies of each constituent organization.

Section 6. Each constituent organization shall adopt such bylaws for the government of the organization as may be approved by the Delaware PTA. Such bylaws shall not be in conflict with the National PTA Bylaws or the bylaws of the Delaware PTA.

Section 7. Bylaws of each constituent organization shall include an article on amendments.

Section 8. Each officer or board member of a constituent organization shall be a member of a local PTA within its area.

Section 9. A PTA member shall not serve as a voting member of a constituent organization's board at the local, council, district, or region level while serving as a paid employee of, or under contract to, that constituent organization.

Section 10. Bylaws of each constituent organization shall include a provision establishing a quorum.

ARTICLE V: STATE PTAs/PTSAs

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

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

Section 3. The Delaware PTA shall adopt such bylaws and other articles of organization as are in conformity with the National PTA Bylaws.

Section 4. The bylaws of the Delaware PTA and all amendments hereto shall be subject to approval by the Committee on bylaws of the board of directors of the National PTA.

Section 5. The Delaware PTA shall provide appropriate procedures for the organization of local PTAs within its area. The Delaware PTA may determine the membership year for the local

PTAs in its area and prescribe the form and content of the bylaws or other articles of organization of such local PTAs.

Section 6. The Delaware PTA may create or establish subsidiary organizations (districts or regions) within its area to facilitate the administration of the affairs of the Delaware PTA and for carrying out its programs and may prescribe the form and content of the bylaws or other articles of organization of such districts or regions.

Section 7. The Delaware PTA may create or establish councils in counties, cities, or other areas designated by its board of managers for the purpose of conference, leadership training, and coordination of the efforts of local PTAs and may prescribe the form and content of the bylaws or other articles of organization of such councils. The local PTAs that shall be eligible for membership and participation in the work of any council shall be determined by the Delaware PTA. Councils shall not legislate for local PTAs.

Section 8. In the event of surrender or withdrawal of its charter by the National PTA the Delaware PTA is obligated:

- a. To yield up and surrender all of its books and records and all of its assets and property to the National PTA or to such agency as may be designated by the National PTA to be held for the benefit of another branch organization established by the National PTA for the area of the Delaware PTA;
- b. To yield up all of the books and records and all of the assets and property of any Controlled Organization and surrender them to the National PTA or to such agency as may be designated by the National PTA to be held for the benefit of another branch organization established by the National PTA for the area of such state PTA. A Controlled Organization shall mean any corporation or other entity, whether nonprofit or for-profit, incorporated or unincorporated, that is controlled by such state PTA. For purposes of this section, control means ownership by vote or value of more than fifty percent of the organization, power to appoint individuals to the governing body of the organization representing more than fifty percent of the voting power, or ownership of more than fifty percent of the beneficial interests in the organization. The state PTA shall cause the governing document of the Controlled Organization to reflect this obligation;
- c. To cease and desist from the further use of any name that implies or connotes association or affiliation with the National PTA or status as a branch or constituent organization of the National PTA; and
- d. To carry out promptly, under the supervision and direction of the National PTA, all proceedings necessary or desirable for the purpose of dissolving the Delaware PTA.

Section 9. The Delaware PTA is responsible for compliance by the local, council, or district or region PTAs within its area with the National PTA Bylaws and the bylaws of the state PTA. The provisions of the Delaware PTA bylaws relating to the withdrawal of the charter of a local PTA (and the termination of its status as a local PTA) shall parallel the provisions of the National PTA Bylaws relating to the withdrawal by the National PTA of the charter of the Delaware PTA and the termination of the status of the Delaware PTA as a branch of the National PTA.

Section 10. The Delaware PTA shall submit to the National PTA a report of its work and activities for inclusion in the annual report of the National PTA.

Section 11. The Delaware PTA shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the organization, including, specifically, the number of local PTAs within its area, the national portion of membership dues collected by such local PTAs, the amounts of such dues received by the Delaware PTA, and the amounts of dues remitted to the National PTA. Such books of account and records, including those of controlled organizations, shall at all reasonable times be open to inspection by an authorized representative of the National PTA.

ARTICLE VI: LOCAL PTAs/PTSAs/ COUNCILS

Section 1. Local PTAs shall be organized and chartered under the authority of the Delaware PTA 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 Delaware PTA may in its bylaws prescribe. The Delaware PTA shall issue to each local PTA in its area an appropriate charter evidencing the due organization and good standing of the local PTA.

A local PTA in good standing is one that:

- a. Adheres to the purposes and basic policies of the PTA;
- b. Remits the state and national portion of the dues through the Delaware PTA by scheduled deadlines;
- c. Reports officers and contact information by deadline set and advertised by Delaware PTA;
- d. Annually files a copy of the IRS reporting form; audit report, final budget for the most recently completed school year, and a copy of the annual financial report to the Delaware PTA;
- e. Local unit officers participate in training offered by Delaware PTA or Councils;
- f. Sends delegates to the Delaware Annual Convention and Board of Managers meetings;
- g. Has bylaws approved every five (5) years;
- h. In order to be in good standings, a local unit must give Delaware PTA the power of attorney (IRS form 8821) to speak on their behalf to IRS; and
- i. Meets other criteria as may be prescribed by the Delaware PTA.

Section 2. Each local 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 Delaware PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Delaware PTA or, where directed by the committee on state and national relationships, by a duly authorized representative of the National PTA.

Section 3. The charter of a local PTA shall be subject to withdrawal and the status of such organization as a local PTA shall be subject to termination, in the manner and under the circumstances provided by the bylaws of the Delaware PTA.

Section 4. Each officer or board member of a local PTA shall be a member of such local PTA.

Section 5. Only members of a local PTA who have paid dues for the current membership year may participate in the business of the local PTA.

Section 6. Each local PTA shall collect dues from its members and shall remit a portion of such dues to the Delaware PTA as provided in Article VII hereof.

Section 7. Each officer or board member of a constituent organization shall be a member of a local PTA within its area or be a Delaware PTA VIP member.

Section 8. 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 9. Local PTA bylaws shall include a provision that election of officers shall be held no later than June 1 of each year.

Section 10. A local PTA may dissolve and wind up its affairs in the following manner:

- a. The Executive Committee (or other body that under its bylaws manages the affairs of the local PTA) shall adopt a resolution recommending that the local PTA 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 shall be given to each member entitled to vote at such meeting at least 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 Delaware PTA at least twenty (20) days before the date fixed for such special meeting of members.

- c. Only those persons who were members in good standing of the local PTA 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 the question of dissolution.
- d. Approval of dissolution of the local PTA shall require the affirmative vote of at least two-thirds (2/3) of the members present and entitled to vote at the special meeting, a quorum being present.

Section 12. Local Councils shall be organized;

- a. To unify and strengthen the individual associations of which the Council is composed, and to provide for the conference and cooperation of the local units. Such Council shall neither legislate nor make commitments for its members units. Only Delaware PTA units shall be members of a Council.
- b. By any group of three (3) or more local units,
- c. By adopting such bylaws as may be approved by the Delaware PTA and subject to provisions in Article VI, Section 2.

ARTICLE VII: MEMBERSHIP AND DUES

Section 1. Every individual who is a member of a local PTA organized by Delaware PTA is a member of National PTA and of Delaware PTA and is entitled to all the benefits of such membership.

Section 2. Every individual who is a member of a local PTA organized under the direct authority of National PTA is a member of National PTA and, as such, is entitled to all the benefits of such membership.

Section 3. Membership in PTA shall be open, without discrimination, to anyone who believes in and supports the mission and purposes of National PTA.

Section 4. Each local PTA shall conduct an annual enrollment of members but may admit individuals to membership at any time.

Section 5. Each member of a local PTA shall pay such annual dues to said organization as may be determined by the organization. The amount of such dues shall include the portion payable to the Delaware PTA – the “state portion” – as determined by the state and approved by a two-thirds (2/3) majority of the voting body at Delaware PTA Annual Convention and the portion payable to National PTA – the “national portion” – as recommended by the board of directors and approved by a two-thirds (2/3) majority of the voting body at the National PTA Annual Convention.

Section 6. State membership dues represent the amount of dues each local unit must submit to Delaware PTA in accordance with established membership reporting guidelines. Each local unit shall submit monthly membership dues to Delaware PTA in the amount of \$4.25 per paid PTA member, per year.

Section 7. The National PTA membership dues represents the amount of dues that Delaware PTA must send to National PTA in accordance with established membership reporting guidelines. The National portion of each member's dues shall be two \$2.25 per paid PTA member, per year.

Section 8. The state and national portions of the dues paid by each member of a local PTA shall be set aside by the local PTA and remitted to the Delaware PTA through such channels and at such times as the state PTA bylaws may provide. Each state PTA shall pay to the National PTA the amount of the national portion of dues paid by all members of local PTAs in its area.

Section 9. The Delaware PTA shall make remittances, on a monthly basis to the National PTA of the amounts due to the National PTA.

Section 10. The treasurer of each local PTA unit shall send the annual national and the state portions of the dues of each local individual member to the treasurer of the Delaware PTA on the last business day of each month. The local treasurer shall keep the record of the national and the state portions of the membership dues separate from the record of the general funds of the local unit.

Section 11. The PTA membership year shall be from July 1st through June 30th

Section 12. Delaware PTA shall have a VIP membership for the purposes of allowing those individuals interested in recognizing, supporting and participating in the mission, goals and purpose of the Delaware PTA and National PTA. The Delaware PTA Executive Committee will set the dues for VIP members. The national portion of the membership dues will be sent to National PTA.

ARTICLE VIII: GOVERNANCE

Section 1. The annual convention of the Delaware PTA shall be the governing body.

Section 2. There shall be a Board of Managers composed of:

- a. State officers
- b. Immediate Past President
- c. Chairmen of the **Delaware PTA State** standing committees
- d. Presidents of the councils
- e. Presidents of all local units or their duly appointed alternates **(with one vote per unit)**
- f. **Delaware VIP Members (with one vote from the group)**

Section 3. The Executive board shall call at least two Board of Managers meetings during the year. The President shall call special meetings of the Board of Managers upon the written request of any eight (8) members and not less than ten (10) days notice of the time and place. Ten (10) members, with at least five (5) local unit presidents or their designees, shall constitute a quorum at any meeting.

Section 4. The Board of Managers shall direct the affairs of the Delaware PTA during the interim between annual conventions. No actions shall be taken to contravene the authority vested in the Executive Committee nor shall any action be taken to modify an action of the annual convention. The Board of Managers shall have the authority to adopt rules for the transaction of its business provided they are not in conflict with the bylaws.

ARTICLE IX: OFFICERS

Section 1. The officers of the Delaware PTA shall be President, 1st VP, Vice President of Advocacy, Secretary, Treasurer, Bylaws Chair and a Region VP which the President shall appoint.

Section 2. One Regional Vice-President shall be elected from each of the following eight (8) regions:

- a. Region I - Brandywine School District,
- b. Region II - Red Clay School District,
- c. Region III - Christina School District,
- d. Region IV - Colonial School District,
- e. Region V - Appoquinimink and Smyrna School Districts,
- f. Region VI - Caesar Rodney, Capital, Lake Forest, Milford, and Polytech School Districts,
- g. Region VII - Cape Henlopen and Indian River School Districts,
- h. Region VIII - Delmar, Laurel, Seaford, Woodbridge, and Sussex Technical School Districts.

Section 3. Officers shall be elected at an annual convention by the voting body of the convention.

Section 4. The following provisions shall govern the qualifications and eligibility of individuals to be officers of the Delaware PTA:

- a. Each officer shall be a member of a local PTA in good standing chartered by the Delaware PTA or be a Delaware PTA VIP member.
- b. Each office carries a term of two (2) years.
- c. A person who has served in an office for more than one half of a full term shall be deemed to have served a full term in such office.

Section 5. When needed, at least one Deputy Regional Vice-President shall be appointed by the President from his/her own region by a current presidents within the region. They will serve a term of one year and may be re-elected for one additional term. Where more than one Deputy Vice-President is appointed, they shall be designated as First Deputy, Second Deputy, etc. Vice Presidents, with voting power being designated in that order.

Section 6. A vacancy occurring in the office of president shall be filled for a remainder of the unexpired term by the 1st Vice President. Any vacancy in any other office shall be filled by appointment by the President with confirmation by majority vote of the executive board.

ARTICLE X: ELECTIONS

Section 1. Officers

- a. The 1st Vice President, Secretary, Treasurer, Vice President of Advocacy, VP of Children at Risk and Regional Vice Presidents for Regions I, II, III, IV, V, VI, VII and VIII shall be elected at the annual convention in the odd numbered years. They shall assume their duties at the close of convention and serve until the next odd numbered year (2 years) or until a successor is elected.
- b. The President shall be elected in the even years at the annual convention. The President shall assume their duties at the close of convention and serve until the next even numbered year (2 years) or until a successor is elected.
- c. The Secretary, Treasurer, Vice President of Advocacy and Regional Vice Presidents for regions I, III, V and VII, shall be elected in even numbered years. They shall assume their duties at the close of convention and serve until the next even numbered year (2 years) or until a successor is elected.

Section 2. Nomination of Officers:

- a. Shall be made by the Nominating Committee, elected by the executive board, at least six months prior to each annual convention, from the list of names of qualified persons supplied by the Executive Board.
- b. The Nominating Committee shall consist of five (5) members; three (3) from the Board of Managers and two (2) from the membership at large.
- c. Region VPs must reside in the district they represent.

Section 3. The Nominating Committee shall prepare a list of the nominees for the state officers for presentation to the annual convention. The names of the candidates shall be provided to each member of the Board of Managers at least 30 days in advance of the annual convention.

Section 4. Additional nominations may be made for any office with a petition signed by not less than ten (10) Delaware PTA members, representing not less than two (2) local units. The

petition is valid providing, an electronic copy filed with the Nominating Committee, the Delaware PTA Executive Board and a copy is sent to the PTA Office via US mail at least (1) month in advance of the annual convention.

Section 5. In the event of two or more nominations for a single office, the Nominating Committee shall prepare a ballot for use at the annual convention.

Section 6. If there is only one (1) candidate for an office, the secretary may be instructed to cast the unanimous ballot of the convention.

Section 7. If at the annual state convention, there are open positions up for election, in which no candidates have been listed on the slate of candidates, the President shall open the positions and accept nominations from the floor.

ARTICLE XI: DUTIES OF OFFICERS

Section 1. The President shall:

- a. Preside at all meetings of the Board of Managers, the Executive Committee, Executive Board and the Convention.
- b. Have the power to appoint the chairman of standing committees in accordance with Article XII, Section 2, and shall have the power to appoint special committees in accordance with Article XII, Section 3.
- c. Act as officio member of all committees, standing and special, except the auditing committee and the nomination committee, and shall not be a chairman of any standing committee.
- d. Represent the Delaware PTA on the National Constituent Association Advisory Council (NCAAC) or the Executive Committee shall designate another officer to act as his/her alternate.
- e. Have the power to authorize the disbursement by the Treasurer of amounts not exceeding one hundred (100) dollars per month, (except that he may authorize a greater amount for the purpose of paying his expenses or his alternate's expenses to the National PTA annual convention or the PTA Board of Managers meeting).
- f. Appoint, subject to the approval of the Executive Board, an auditing committee of not less than three (3) members, none of whom shall be a member of the Executive Committee. This auditing committee shall examine the books of the Treasurer and certify the correctness thereof.

Section 2. *The 1st Vice President shall:*

- a. Act as assistant to the President,

- b. Coordinate the efforts of the state committees,
- c. Serve as program chairman,
- d. Assume the duties of the president in his absence,
- e. Become president in the event that office becomes vacant.
- f. Perform additional duties requested by the President.

Section 3. Regional Vice Presidents shall:

- a. Act as aids to the President in their respective regions and shall also perform such duties as assigned by the Board of Managers.
- b. Have the power, subject to the approval of the President, to call meetings to consider Delaware PTA work in their respective regions, and shall preside over such meetings. The Regional Vice Presidents shall report the results of all such meetings to the Executive Committee.
- c. In the temporary absence of the President and the President Elect, assume the duties of the President in order of their rank, as determined by the number of paid memberships in their respective regions.
- d. The Regional Vice-President shall have a Deputy Regional Vice-President who shall assist the Regional Vice-President in the performance of his duties and shall represent his region, with voting power, at State Executive Committee sessions in the absence of the Regional Vice-President.

Section 4. The Secretary shall:

- a. Keep the minutes of all meetings;
- b. Have custody of the books and papers necessary for the transaction of Delaware PTA business except those designated to others.
- c. Keep a record in which the charter, bylaws and standing rules are contained.
- d. Immediately deliver to the Delaware PTA state office all records in his possession at the expiration of his term of office.

Section 5. The Treasurer shall:

- a. Collect all dues, separating the national and state portions in his records;

- b. Take charge of all funds of the Delaware PTA and keep a full and accurate account of the receipts and disbursements in books belonging to the Delaware PTA;
- c. Require no authorization for the remittance to the National PTA the amount of national dues paid by the local units.
- d. Present a written report at each executive committee meeting, executive board meeting, board of managers meeting and the annual convention.
- e. Maintain books and accounts on a fiscal year basis, beginning July 1 and ending the following June 30.
- f. File the required tax returns with the federal and state governments.
- g. Maintain an accounting of payroll deductions and file the appropriate tax forms.
- h. Provide paid staff with W2 forms.

Section 6. The Vice President of Advocacy shall:

- a. Inform and educate units and members about public policy and federal and state legislative concerns in compliance with National PTA's positions.
- b. Encourages membership to join the PTA Takes Action Network.
- c. Responds to all National PTA legislative alerts and requests unit response as well.
- d. Builds and maintains a working relationship with Delaware's National Congressional delegation.
- e. Attends National PTA Legislative Conferences.
- f. Establish state legislative priorities, within the parameters of the state legislative program, from those submitted by units and
- g. Coordinates the state legislative conference.

Section 7. The VP for Children at Risk shall:

- a. Provide oversight to the Exceptional Child committee and such other committees for at risk children as the President may designate.
- b. Be responsible for focus and activates for at Risk Children:
 - Review and make recommendation to the Board on Federal regulations and programs for at Risk Children including IDEA, ADA/504, Title 1/ESEA, McKinney Vento, etc.

- Review and make recommendation to the Board on State and local legislation regulation, policy and guidance etc., primarily impacting at Risk Children.
- Review and make recommendations to the Board in collaboration and coordination with the Family Engagement Chair, on engaging families with risk children, and others who wish to assist these children and implement such approved recommendations.
- Coordinate and collaborate with the Vice President of Advocacy to ensure that boarder efforts include consideration of the needs of at Risk Children.
- Such other duties as may be assigned by the President in relationship to at Risk Children.

ATTICLE XII: EXECUTIVE COMMITTEE/EXECUTIVE BOARD

Section 1. Executive Committee

- a. Shall be composed of the President, 1st VP, Secretary, Treasurer, Vice President of Advocacy, VP for Children at Risk, Bylaws Chair and a Region VP which the President shall appoint .
- b. Transact the administrative business of Delaware PTA between Executive Board Meetings.
- c. A majority constitutes a quorum.
- d. There shall be at least six (6) meetings during the year, in person or teleconference and the President shall call other meetings as deemed necessary.
- e. The Executive Committee may remove any appointed or elected member of its body by a two-thirds vote whenever in its judgement the best interest of the Delaware PTA will be served, as outlined in the Standing Rules.

Section 2. Executive Board

- a. Shall be composed of the State officers, Immediate Past President and chairmen standing committees
- b. The Executive Board shall have the power and the responsibility to:
 - Carry out the policies established by the annual convention and the Board of Managers,
 - Transact the administrative business of the Delaware PTA,
 - Approve the appointment, by the President, of the members of the Auditing Committee, and
 - Fill any vacancy in its membership.

Section 3. There shall be at least four (4) meetings, in person and/or via teleconference, of the Executive Board during the year and the President shall call such other meetings as deemed necessary. One-half (1/2) of the membership of the committee shall constitute a quorum.

Section 4. The executive committee members shall participate in at least 4 executive committee meetings and 3 executive board meetings. The Executive Board members shall participate in at least 2 Executive Board meetings. Notice will be given by the Secretary to the people not in compliance.

Section 5. Three (3) at-large members, representing each county in Delaware, shall be appointed by the President and confirmed by the Board of Directors at the post-convention Board meeting in the odd numbered years. They shall be appointed in order to bring a particular knowledge base, skill set, or diversity to the board. They shall serve a term of two (2) years. The President may reappoint the sitting Member at Large if a successor has not been identified. They shall assume office after their confirmation by the Board of Directors. A quorum of the board of directors shall be a majority of the members of the board then in office. In the event of a vacancy for an at-large member, the balance of the term shall be filled by appointment by the President and confirmed by the Executive Committee at its next regular meeting.

ARTICLE XIII: COMMITTEES

Section 1. There shall be such standing committees as proposed by the President and approved by the Board of Managers.

Section 2. The President shall appoint the chairmen of all standing committees and such appointments shall be submitted to the next meeting of the Executive Board for confirmation. The chairman of each standing committee shall serve until the next President takes office or until his successor is appointed whichever is later.

Section 3. Special Committees shall:

- a. Be deemed necessary and appropriate by the President and approved by the Executive Committee.
- b. Have chairmen appointed by the President and serve until their committees have fulfilled the purpose for which they were created.

Section 4. The President shall be a member ex officio of all committees, standing and special, except the Auditing Committee and the Nominating Committee.

ARTICLE XIV: FISCAL YEAR

The fiscal year of the Delaware PTA shall begin on July 1 and end on the following June 30.

ARTICLE XV: CONVENTIONS

Section 1. National PTA Convention

The Delaware PTA shall be entitled to accredit to the Annual National Convention as its delegates,

- a. The President of the Delaware PTA;
- b. One additional delegate from among the members of the state PTA for each 1,000 members, or major fraction thereof, the Delaware PTA, as shown on the books of the treasurer of the National PTA as of March 31 preceding the annual convention.

The number and selection of the delegates (other than the President of the Delaware PTA, who shall be a delegate ex officio) shall be done by the Executive Board.

Section 2. Delaware PTA Convention

- a. The Delaware PTA shall hold an annual convention, the time and place to be determined by the Executive Committee. The President shall appoint a convention chairman who shall select a committee, with approval of the President, to plan and stage the annual convention.
- b. The accredited delegates to the annual convention shall be:
 - The President of each local unit,
 - One (1) delegate for each twenty (20) members of each local unit in good standing as shown on the books of the State Treasurer,
 - State Officers,
 - Immediate Past President,
 - Council Presidents,
 - State chairmen of standing committees,
 - State chairmen of special committees.
- c. Each accredited delegate shall be entitled to one (1) vote on any matter coming before the Convention. No vote shall be cast by proxy.

Section 3. A quorum shall constitute fifteen (15) delegates or more (representing four [4] or more regions) duly accredited to the convention.

ARTICLE XVI: COMMITTEE ON STATE AND LOCAL RELATIONSHIPS

Section 1. There shall be a committee on state and local relationships consisting of these seven (7) members of the Board of Managers:

- a. Immediate Past President,
- b. Two (2) state officers, and
- c. Four (4) Presidents of local units.

The Board of Managers shall elect the six (6) members other than the Immediate Past President. The Immediate Past President shall be the chairman of the committee.

Section 2. This committee, upon authorization by the Executive Committee, shall review any alleged violations by local PTAs of:

- a. The National Bylaws of the National PTA,
- b. These State bylaws,
- c. Their own bylaws, or
- d. Other practices or activities of local PTAs that may tend to defeat the Objects and basic policies of the Delaware PTA or the National PTA. This committee shall make prompt report to the Board of Managers of the results of such review and of its recommendations for action.

Section 3. The Board of Managers shall give due consideration to the report of the committee and shall accord the local PTA opportunity to be heard and to respond to the report. If, upon such consideration and hearing, the Board of Managers finds a violation by the local PTA, it may, by a two-thirds vote of all of its members then in office, require the local PTA to take appropriate action within a period of time stipulated by the Board of Managers. When such a requirement has been made by the Board of Managers, and if the recommended action is not taken by the local PTA within the allotted time, the Board on Managers may, by two-thirds vote of its members then in office, grant the local PTA an extension of time of not less than six months nor more than eighteen months in which to achieve satisfactory compliance with the action required by the Board of Managers. Failing such compliance, the Board of Managers may, subject to concurrence in such action by the next annual convention, withdraw the charter of the local PTA and terminate its status as a local PTA.

ARTICLE XVII: PARLIAMENTARY AUTHORITY

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

ARTICLE XVIII: AMENDMENTS

Section 1. These bylaws may be amended at an annual convention by two-thirds vote of those present and voting, provided the amendments have been provided to the Board of Managers at least thirty (30) days prior to the opening of convention. The amendments shall be submitted by the Executive Committee Executive Board, the committee on bylaws, or at least twenty-five (25) members of the Delaware PTA.

Section 2. The Executive Board or the Board of Managers by a majority vote may authorize the committee on Bylaws to submit a revised set of bylaws as a substitute for the existing bylaws.