

Proposed Bylaws Changes

<i>Current Bylaws</i>	<i>Proposed Bylaws Amendment</i>
<p>Verbiage General Verbiage “/Meeting”</p>	<p><i>In all instances throughout the document, add “/Meeting” after the word “Convention”.</i></p>
<p>Rationale: <i>Changing the language allows Delaware PTA to hold either an annual meeting or a convention to conduct the business of the PTA.</i></p>	

<i>Current Bylaws Verbiage - Article III</i>	<i>Proposed Bylaws Amendment</i>
<p><i>Section 1. Governance Structure</i></p> <p>a. <i>The Voting Members at annual convention of the Delaware PTA shall be the governing body of Delaware PTA.</i></p> <p>b. <i>The Board of Directors shall at board meetings govern Delaware PTA between annual conventions, but may not override any lawful action of the voting members at the annual convention except as expressly provided in these bylaws.</i></p> <p>c. <i>An Executive Committee to the Board of Directors may make decisions, on behalf of the Board of Directors, between Board meetings when such actions must occur before a regular or special meeting of the Board of Directors could be held, and when such actions are necessary to preserve the mission, finances or compliance of Delaware PTA. All actions of the Executive Committee must be affirmed at the next Board of Directors meeting to continue to be considered board actions.</i></p> <p>d. <i>The officers and other officials of the Delaware PTA shall carry out the governance decisions enacted in the above section in accordance with the bylaws and other rules established under the authority of the bylaws</i></p> <p>e. <i>A mandatory meeting of the Board of Directors and local unit leaders will be held annually, at least 60 days prior to the Delaware PTA Convention. At least one representative from each local unit must be in attendance.</i></p> <p><i>Section 2. Delaware PTA Convention</i></p> <p>a. <i>The Delaware PTA shall hold an annual convention, the time and place to be determined by the Board of Directors. The President shall appoint a Convention Chair who shall select a committee, with approval of the President, to plan and stage the annual convention.</i></p>	<p><i>Section 1 part e is being removed.</i></p>

b. *The accredited delegates who are the voting body 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 Delaware PTA,*
- *State Officers,*
- *The Officers of the Delaware PTA,*
- *Chairs of Delaware PTA standing committees,*
- *Chairs of Delaware PTA special committees.*
- *VIP members*

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.*

d. *The Board of Directors shall determine whether the convention will be held in person or virtually.*

Section 3. *A quorum shall constitute representation of not less than 1/3 of the members of Delaware PTA. This count shall include a non-duplicated count of the State delegates and an aggregate count of the members of each affiliated unit represented at the annual convention.*

Section 4. *Convention rules shall be proposed by the Board of Directors through changes to the prior convention's rules. Such rules shall be amended and adopted by the voting body of the convention at beginning of the annual conventions.*

Section 5. *The following powers shall solely reside with the voting body:*

- a. *To determine convention rules*
- b. *To set the level of Delaware State PTA Dues*
- c. *To adopt annual legislative priorities*
- d. *To amend the bylaws of the Delaware PTA*
- e. *To elect the officers of the Delaware PTA*
- f. *To affirm the standing rules and policies of the Delaware PTA*

Section 2 part b add a bullet in front of "The President of each local unit,"

Section 2 part b change the second bullet to read "No more than one (1) delegate for each twenty (20) members of each local unit"

Section 2 part c shall be changed to include the addition of "No vote shall be cast by proxy."

Addition of Section part d, which states "The Board of Directors shall determine whether the annual convention/ meeting will be held in person or virtually.

Section 3 shall change to "A quorum shall constitute representation of not less than 2/3 of accredited delegates."

Section 4 will change to remove "through changes to the prior convention's rules." so that it reads "Annual convention/meeting rules shall be proposed by the Board of Directors. Such rules shall be amended and adopted by the voting body of the convention/meeting at the beginning of the convention/meeting."

Change Section 5 part b to "To set the level of the Delaware PTA dues"

Section 6. Board of Directors

- a. *Shall be composed of the Delaware PTA officers and chairs of standing committees.*
- b. *The Board of Directors shall have the power and the responsibility to:*
 - a. *Implement and follow these bylaws and other such duties as required by law;*
 - b. *Remove any appointed or elected member of its body by a two-thirds (2/3) vote of all board members whenever, in the Board’s judgement, the best interest of the Delaware PTA will be served;*
 - c. *Carry out the policies and priorities as established by the voting body at the annual convention;*
 - d. *Transact the administrative business of the Delaware PTA;*
 - e. *Approve by a two-thirds (2/3) vote appointments by the President;*
 - f. *Affirm the President-Elect as Acting President if the President’s position becomes vacant.*
 - g. *Appoint an auditing body.*
 - h. *Establish such standing rules and policies as are necessary for the efficient operation of the Delaware PTA.*
 - i. *There shall be at least four (4) meetings of the Board of Directors between annual conventions. These may be in person and/or via teleconference or a combination. The President shall call regular meetings and such special other meetings as deemed necessary by the President or at the request of not less than 1/2 of the board members. One-half (1/2) of the membership board shall constitute a quorum.*

Section 7. Executive Committee of the Board of Directors

- a. *Shall be composed of the President, President-Elect, Secretary, Treasurer, Vice President of Advocacy, Vice President of Membership, and a Regional Vice President which the President shall appoint.*

Change Section 6 part i to add “virtual” to this so it reads “There shall be at least four (4) meetings of the Board of Directors between annual conventions/ meetings. These may be in person, virtual and/or via teleconference or a combination thereof. The President shall call regular meetings and such special other meetings as deemed necessary by the President or at the request of not less than 1/2 of the board members. One-half (1/2) of the membership board shall constitute a quorum.”

Section 7 part a shall read “Shall be composed of the President, President-Elect, Secretary, Treasurer, Vice President of Advocacy, Vice President of Membership, and a Vice President of Regions.”

<p><i>b. Make decisions, on behalf of the Board of Directors, in-between board meetings when such actions must occur before a regular or special meeting of the Board of Directors could be held, and the actions are necessary to preserve the mission, finances or compliance of Delaware PTA.</i></p> <p><i>c. A majority constitutes a quorum.</i></p> <p><i>d. The Executive Committee shall meet at the request of the President.</i></p>	
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Rationale: Board of Managers meeting was removed from the amendments during the 2018 convention; delegates are credentialed based on good standing; all votes must be made in person; Allows for virtual conventions/meetings; Ensures understanding of current year annual convention/meeting rules rather than changes prior year; Correction of grammar and punctuation; allows for virtual meetings of Board of Directors; The change to Executive Committee composition reflects the actual operations of the Board for many years, and seeks to avoid unfilled board positions. The Vice President of Regions will commit to serving on the Executive Committee, rather than the President choosing one region to be represented at this level. Field Service Representatives will be able to focus time on supporting the units in their regions, with the Vice President of Regions supporting them. (This proposed change is further addressed in Articles VIII and VIX, where the new officer position and duties are defined.)

Current Bylaws Verbiage - Article IV	Proposed Bylaws Amendment
<p>ARTICLE IV: STATE PTAs/PTSAs</p> <p>Section 1. <i>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 association with independent legal existence.</i></p> <p>Section 2. <i>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.</i></p> <p>Section 3. <i>The Delaware PTA shall adopt such bylaws and other articles of organization as are in conformity with the National PTA Bylaws.</i></p> <p>Section 4. <i>The bylaws of the Delaware PTA and all amendments hereto shall be subject to approval by</i></p>	

the Committee on Bylaws of the Board of Directors of the National PTA.

Section 5. *The Delaware PTA shall provide appropriate procedures for the association 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 associations (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. *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 association 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 Association 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 association established by the National PTA for the area of such state PTA. A Controlled Association 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 association, power to appoint individuals to the governing body of the association representing more than fifty percent of the voting power, or ownership of more than fifty percent of the beneficial interests in the association. The state PTA shall cause the governing document of the Controlled Association to reflect this obligation;*
- c. *To cease and desist from the further use of any name that implies or connotes association or*

Change Section 5 to remove everything after the first sentence so that it reads “The Delaware PTA shall provide appropriate procedures for the association of local PTAs within its area.”

affiliation with the National PTA or status as a branch or constituent association 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 8. *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 9. *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 10. *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 association, 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 associations, shall at all reasonable times be open to inspection by an authorized representative of the National PTA.*

Rationale: *Redundant with Article VI Section 9;*

Current Bylaws Verbiage - Article V	Proposed Bylaws Amendment
<p>ARTICLE V: LOCAL PTAs/PTSAs</p> <p><i>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 association and good standing of the local PTA.</i></p> <p><i>Section 2. A local PTA shall be determined to be in good standing as per the provisions specified in the DPTA Policies and Procedures.</i></p> <p><i>Section 3. 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 association, 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.</i></p> <p><i>Section 4. The charter of a local PTA shall be subject to withdrawal and the status of such association as a local PTA shall be subject to termination, in the manner and under the circumstances provided by the bylaws of the Delaware PTA.</i></p> <p><i>Section 5. Each officer or board member of a local PTA shall be a member of such local PTA.</i></p> <p><i>Section 6. Only members of a local PTA who have paid dues for the current membership year may participate in the business of the local PTA.</i></p> <p><i>Section 7. 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 VI hereof.</i></p> <p><i>Section 8. Each officer or board member of a constituent association shall be a member of a local</i></p>	<p><i>Change Section 1 to remove “in the area in which the local PTA functions” so that it reads “Local PTAs shall be organized and chartered under the authority of the Delaware PTA, 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 an appropriate charter evidencing the due association and good standing of the local PTA.”</i></p> <p><i>Section 2 change “DPTA” to “Delaware PTA” so that it reads “A local PTA shall be determined to be in good standing as per the provisions specified in the Delaware PTA Policies and Procedures.”</i></p> <p><i>Remove Section 8 in its entirety.</i></p>

PTA within its area or be a Delaware PTA VIP member.

Section 9. *A PTA member shall not serve as a voting member of a constituent association'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 association.*

Section 10. *Local PTA bylaws shall include a provision that election of officers shall be held no later than June 1 of each year.*

Section 11. *A local PTA may dissolve and wind up its affairs in the following manner:*

- a. The local unit 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 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.*
- e. In compliance with 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 associations such as Box Tops, General Mills, Target,*

Section 9-14 become Section 8-13.

Section 11b (to be 10b): Change from 20 days to 30 days so that it reads "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 thirty (30) days before the date fixed for such special meeting of members."

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 association 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.*

f. 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.

g. Upon dissolution, 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 Delaware PTA Board of Directors 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 Board of Directors 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.

h. 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 associations 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 association materials or

Section 11g (to be 10g), change "for the benefit of the remaining PTA units in the same region that the dissolved PTA unit was located in" to "for the benefit of new or existing PTA units" so that it reads "Upon dissolution, 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 Delaware PTA Board of Directors 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 Board of Directors may use the funds for the benefit of new or existing PTA units. 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.

websites affiliated with the dissolving group.

Section 12. *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 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*

Section 13. *No part of the net earnings of the association shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private individuals except that the association 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.*

Section 14. *Notwithstanding any other provision of these Articles to the contrary, no local unit shall carry on any other activities using the PTA name, logo or tagline, which are not permitted to be carried on*

(1.) by an association exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code or

(2.) by an association, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code.

Section 13 (to be Section 12), remove 'inure to the' after the word 'shall' and 'of' after 'benefit' so that it reads "No part of the net earnings of the association shall benefit, or be distributable to, its members, directors, trustees, officers, or other private individuals except that the association 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.

Rationale: Every local PTA is chartered under state of Delaware and not under a regional PTA; Each officer is required to be a member of the unit for which they are an officer; To be consistent with advance notice given to members; Application of unused escrow funds should not be limited by geographical region and instead should be prioritized based on need; Grammatical corrections for Sections 2, 12 and 13.

<i>Current Bylaws Verbiage - Article VI</i>	<i>Proposed Bylaws Amendment</i>
<p>ARTICLE VI: MEMBERSHIP AND DUES</p> <p><i>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.</i></p> <p><i>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.</i></p> <p><i>Section 3. Membership in PTA shall be open, without discrimination, to anyone who believes in and supports the mission and purposes of National PTA.</i></p> <p><i>Section 4. Each local PTA shall conduct an annual enrollment of members but may admit individuals to membership at any time.</i></p> <p><i>Section 5. Each member of a local PTA shall pay such annual dues to said association as may be determined by the association. The amount of such dues shall include:</i></p> <ul style="list-style-type: none"> <i>a. a portion payable to the Delaware PTA – the “state portion” – as determined by the Delaware PTA Board of Directors and approved by a two-thirds (2/3) majority of the voting body at Delaware PTA Annual Convention, and</i> <i>b. a portion payable to National PTA – the “national portion” – as recommended by the National PTA Board of Directors and approved by a two-thirds (2/3) majority of the voting body at the National PTA Annual Convention.</i> <p><i>Section 6. Each local unit shall submit monthly membership dues to Delaware PTA.</i></p> <p><i>Section 7. The state and national portions of the dues paid by each member of a local PTA shall be set aside</i></p>	<p><i>Section 5 part a, add “the” before Delaware PTA and after “at” so that it reads “a portion payable to the Delaware PTA – the “state portion” – as determined by the Delaware PTA Board of Directors and approved by a two- thirds (2/3) majority of the voting body at Delaware PTA Annual Convention/Meeting, and”</i></p> <p><i>Section 6, change to “Each local unit shall submit monthly membership dues to Delaware PTA by the last business day of the month.”</i></p>

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 8. *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 9. *The PTA membership year shall be from July 1st through June 30th*

Section 10. *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 Board of Directors will set the dues for VIP members. The national portion of the membership dues will be sent to National PTA.*

Remove Section 8 in its entirety.

Sections 9 and 10 become Sections 8 and 9.

Rationale: *Grammatical corrections; Adding clarification that dues are to be paid each month by the last business day of the month; Dues are now submitted online rather than sent in; National and State portions do not need to be recorded separately.*

Current Bylaws Verbiage - Article VIII Elections	Proposed Bylaws Amendment
<p>Section 1. Officers</p> <p>a. <i>The President, President-Elect, Secretary, Treasurer, VP of Advocacy and VP of Membership shall be elected in the odd-numbered years at the annual convention. 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.</i></p> <p>b. <i>The Regional VPs for the odd-numbered regions, as numbered in Article VII, Section 2, shall be elected in the odd numbered years at the annual convention. The Regional VPs for the even-numbered regions shall be elected in even-numbered years. They shall assume their duties at the close of convention and serve for two (2) years or until a successor is elected</i></p> <p>Section 2. Nomination of Officers:</p> <p>a. <i>The Nominating Committee shall consist of five (5) members; three (3) local unit leaders, and two (2) from the membership at large.</i></p> <p>b. <i>The Nominating Committee, in soliciting for slated candidates, shall adhere to the following provisions when considering a candidate for service in Delaware PTA Governance as an elected or appointed board member:</i></p> <ul style="list-style-type: none"> <i>* All candidates shall be current PAID members of the Delaware PTA, either as a member of a local unit or as a VIP member, for consideration to hold a position on the Delaware PTA State Board of Directors.</i> <i>* Only those that have consented to serve shall be nominated or appointed.</i> <i>* Commitment to the mission of the association, PTA knowledge and/or experience and professional expertise shall be guiding principles when making nominations or appointments.</i> <i>* All Regional VPs must reside in the district they represent.</i> 	<p><i>Change Section 1 part a to read: “The President, President-Elect, Secretary, Treasurer, VP of Advocacy, VP of Membership and VP of Regions shall be elected biannually at the annual convention/meeting. They shall assume their duties at the close of convention/meeting and serve for two years or until a successor is elected.”</i></p> <p><i>Remove Section 1 part b in its entirety.</i></p> <p><i>Section 2 part b, remove the last asterisk stating “All Regional VPs must reside in the district they represent.” in its entirety.</i></p>

Rationale: Delaware PTA is replacing Regional VPs with a VP of Regions officer position, as explained in Article III, to reflect actual operations of the board, avoid unfilled board positions, and simplify elections.

Current Bylaws Verbiage - Article IX	Proposed Bylaws Amendment
<p>Section 1. The President shall:</p> <ul style="list-style-type: none"> a. <i>Preside at all meetings of the Board of Directors and the Convention.</i> b. <i>Have the power to appoint the chairs of standing committees in accordance with Article X, Section 2, and shall have the power to appoint special committees in accordance with Article X, Section 3.</i> c. <i>Act as an ex officio member of all committees, standing and special, with the exception of the Auditing Committee and the Nomination Committee, and shall not be a chair of any standing committee.</i> d. <i>Represent the Delaware PTA on the National Constituent Association Advisory Council (NCAAC), or shall designate another officer to act as his/her alternate.</i> e. <i>Have the power to authorize the disbursement by the Treasurer of amounts not exceeding one hundred (100) dollars per month, (except that he/she may authorize a greater amount for the purpose of paying expenses to the National PTA annual convention).</i> f. <i>Appoint, subject to the approval of the Board of Directors, 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.</i> <p>Section 2. The President-Elect shall:</p> <ul style="list-style-type: none"> a. <i>Act as assistant to the President.</i> b. <i>Coordinate the efforts of all committees.</i> c. <i>Serve as Program Chair.</i> d. <i>Assume the duties of the President in his/her absence.</i> e. <i>Become President in the event that office becomes vacant</i> f. <i>Perform additional duties as requested by the</i> 	<p><i>Section 2 part c, add “and Convention/Meeting Chair” so that it reads “Serve as Program and Convention/Meeting Chair.”</i></p>

President.

Section 3. Regional Vice Presidents shall:

- a. *Act as aides to the President in respective regions and shall also perform such duties as assigned by the Board of Directors.*
- 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 Board of Directors.*
- 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 Presidents may appoint a Deputy Regional Vice President, who shall assist the Regional VP in the performance of his/her duty. The Deputy Regional VP shall represent his/her region, with voting power, at Board of Directors 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/her possession at the expiration of his/her term of office.*

Section 5. The Treasurer shall:

- a. *Collect all dues, separating the national and state portions in his/her 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*

Section 3, change in its entirety to read:

Section 3: Vice President of Regions

- a. *Identify and recruit leaders in each region to act as a Field Service Representative for the respective region.*
- b. *Act as liaison between Field Service Representatives, Unit leaders and Board of Directors and shall also perform such duties as assigned by the Board of Directors.*

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 Board of Directors meeting, and at 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.*
- g. Coordinates the state legislative conference.*

Section 7. The VP of Membership shall:

- a. Be a member of the Delaware VIP unit*
- b. Serve a two (2) year term as VP of Membership*
- c. Serve as a member of the DPTA Executive Committee*
- d. Serve as Chair of the Membership Committee*
- e. Consult and collaborate with Region VP,*

