

Rutherford Parent-Teacher Association Bylaws

BYLAWS

To be Adopted September 10, 2024

**** ARTICLE I - NAME**

The name of this organization is the Rutherford Parent-Teacher Association (PTA), Stillwater, Minnesota. It is a local not-for-profit PTA unit organized under the authority of the Minnesota Congress of Parents, Teachers, and Students, Inc. (Minnesota PTSA), a branch of the National Congress of Parents and Teachers (National PTA).

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

[For explanation of ** & #, see Article V, Section 12]

The articles of organization of a constituent organization include (a) the bylaws of such organization and (b) the certificate of incorporation or articles of incorporation of such organization (in cases in which the organization is a corporation) or the articles of association by whatever name (in cases in which the organization exists as an unincorporated association).

**** ARTICLE III - PURPOSES**

Section 1. The Purposes of the Rutherford 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, so that parents and teachers may cooperate intelligently in the education of children and youth; and
- 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 Rutherford PTA are promoted through an advocacy and educational program 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 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 referred to as "Internal Revenue Code").

**** ARTICLE IV - BASIC POLICIES**

The following are basic policies of the Rutherford PTA in common with those of National PTA and the Minnesota PTSA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization 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 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.
- c. The organization shall work to promote the health and welfare of children and youth and shall seek to promote collaboration among parents, schools, and the community at large.
- d. 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.
- e. 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.
- f. 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 nonprofit funds, foundations, or organizations that have established their tax-exempt status under Section 501(c) (3) of the Internal Revenue Code and whose purposes are in accordance with those of National PTA.

- g. 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.

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 bylaws of the National PTA, 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 VII, Section 13)

Section 2. A local unit not meeting any part of the criteria stated in Article V, 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.** Bylaws of each constituent organization shall include an article on amendments.

**** Section 5.** 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 6.** The charter of this PTA shall be subject to withdrawal and the status of such organization as a PTA 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 VII, Section 7 and Article XIX, Section 5)

**** Section 7.** This 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.

**** Section 8.** Each officer or board member of this PTA shall be a member of this PTA.

**** Section 9.** Only members of a local PTA who have paid dues for the current membership year may participate in the business of that association.

Section 10. No employee of any PTA shall serve as a voting board member to that PTA.

**** Section 11.** 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, Sections 4 and 6.

**** Section 12.** Each local PTA shall include in its bylaws provisions of the bylaws of the National PTA (double star) and the Minnesota PTSA (pound sign).

Section 13. Local PTA units must have a minimum of twenty (20) paid memberships to remain a branch of the Minnesota PTSA and the National PTA.

Section 14. Local PTA units shall elect officers for the following school year and submit their names to the Minnesota PTSA office before June 15.

Section 15. A local PTA 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 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 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 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 shall require the affirmative vote of at least 20% of the total membership.
- e. Immediately upon adoption of a motion to disaffiliate or dissolve, the unit shall cease to be a PTA. 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 6 and 7.

Section 16. The Minnesota PTSA shall have the authority to withdraw the charter of a defunct local unit or council.

Section 17. 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 Minnesota PTSA for a period of at least twelve (12) calendar months despite requests and reminders;

- b. For a period of twelve (12) months, there has been no president or vice-president or president-elect with whom the Minnesota PTSA office is able to establish contact;
- c. There has been no official meeting of the unit or council for at least twelve (12) months; and
- d. There is no body of PTA 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 VII, Section 7 and Article XIX, Section 5)

ARTICLE VI - MEMBERSHIP AND DUES

- ** Section 1.** Every individual who is a member of this PTA is, by virtue of that fact, a member of National PTA and of the Minnesota PTSA by which such local PTA 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 the dues shall include the portion payable to the Minnesota PTSA as determined by the state, and the portion payable to 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 PTA 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 shall be set aside by the local PTA and remitted to the Minnesota PTSA on a monthly basis.

Section 7. To be a local PTA unit in good standing at the state level, this PTA shall submit its fall membership dues to the Minnesota PTSA office by December 1.

Section 8. The Minnesota PTSA membership year extends from July 1 through June 30. Local units shall establish their own membership year.

ARTICLE VII - OFFICERS AND THEIR ELECTION

Section 1. The officers of this organization shall consist of a President, Vice President, Communications Secretary, Recording & Membership Secretary and Treasurer.

Section 2. Officers shall be elected by ballot in the month of May. If there is but one nominee for any office, election for that office may be by voice vote.

Section 3. Officers shall assume their official duties on July 1 and shall serve for a term of 2 year(s) or until their successors are elected.

Section 4. A person shall not be eligible to serve more than 2 consecutive term(s) in the same office.

Section 5. Nominating Committee:

- a. There shall be a nominating committee composed of 3 members who shall be elected by the PTA membership at a regular meeting at least 1 month(s) prior to the election of officers. The committee shall elect its own chairperson.
- b. The nominating committee shall nominate an eligible person for each office to be filled and report its nominations at the regular meeting in April, at which time additional nominations may be made from the floor.
- c. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to 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.

ARTICLE VIII - DUTIES OF OFFICERS

Section 1. The President shall:

- a. Preside at all meetings of the association;
- b. Serve as an *ex officio* member of all committees except the nominating committee;
- c. Coordinate the work of the officers and committees of the association in order that the purposes may be promoted; and
- d. Perform such other duties as may be prescribed in these bylaws or assigned by the association.

Section 2. The Vice President shall:

- a. Act as aide(s) to the President;
- b. Perform the duties of the President in the President's absence or inability to serve; and
- c. Perform such other duties as may be assigned by the association.

Section 3. The Communications Secretary shall:

- a. Create and distribute any materials needed or used to communicate with Rutherford parents
- b. Manage and update the PTA website and social media accounts
- c. Manage and maintain an archive of PTA event photos and flyers/collateral materials
- d. Other duties as assigned by the organization

Section 4. The Recording & Membership Secretary shall:

- a. Manage an accurate, concise, permanent record of the proceedings of all PTA meetings both past and present
- b. Prepare a list of unfinished business items and distribute to officers and/or committee members as applicable
- c. Provide any relevant documents needed to facilitate meetings including but not limited to: agendas, minutes, bylaws and membership reports
- d. Manage the PTA calendar by reserving facilities for meetings and events
- e. Maintain an accurate and up-to-date list of PTA members
- f. Other duties as assigned by the organization.

Section 5. 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 checks or vouchers signed by two authorized persons (the treasurer and one other);
- 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 5 of these bylaws and State Bylaws, Article VII, Section 5;
- 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; and
- i. Submit the books annually for an audit by an auditing committee selected by the executive board at least 4 week(s) before the meeting at which new officers assume duties.

Section 6. 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.

Section 7. When an officer has unexcused absences from a majority of the executive board meetings without adequate excuse or when an officer is not performing the duties as prescribed by these bylaws or engages in conduct which the executive board determines to be injurious to the organization or its purposes, the executive board may, by a two-thirds (2/3) affirmative vote of the executive board (not the general membership), take such action as it determines appropriate, which may include asking for the resignation of the officer. If removing the officer from office is a consideration, the executive board must conduct a formal hearing before proceeding with any action.

Procedures Concerning Removal of Officer from Office – Following a two-thirds (2/3) affirmative vote by the executive board recommending that the officer be removed from office:

- a. The officer must be given fifteen (15) days' written notice of a hearing by the executive board to remove the officer from office;
- b. The written notice shall contain the reasons for the proposed removal and shall be mailed by certified mail, return receipt requested, to the last address of the officer shown on the organization's records;
- c. At the hearing, the officer must be given an opportunity to address the executive board, either orally or in writing;
- d. If the executive board recommends removal of the officer from office, the executive board shall vote by ballot;
- e. A two-thirds (2/3) vote of the executive board shall be sufficient to remove the officer from office;

- f. The vote shall be recorded in the executive board minutes and shall specify the number of board members voting in favor of and against;
- g. The new vacancy shall be filled according to Article VII, Section 6 of these bylaws; and
- h. The Minnesota PTSA shall be notified in writing of the action by the executive board and the name of the officer filling this vacancy.

ARTICLE IX - EXECUTIVE BOARD

Section 1.

- a. The executive board shall consist of the officers of the association, the chairpersons of standing committees, and the principal of the school or a representative appointed by the principal. The chairpersons of the standing committees shall be selected by the officers of the association.
- b. The president may appoint a parliamentarian, subject to the approval of the officers of the association. If the parliamentarian is a member of the association, the parliamentarian shall retain all rights of membership including the right to vote.

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 accounts;
- f. To prepare and submit to the association for adoption a budget for the year; and
- g. To approve routine bills within the limits of the budget.

**** Section 3.** 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 4. Regular meetings of the executive board shall be held during the school year, the time to be fixed by the 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, 14 days' notice being given.

ARTICLE X - MEETINGS

Section 1. Regular meetings of the association shall be held on 2nd Tuesday of each month during the school year, unless otherwise provided by the association or by the executive board, 10 days' notice being given of change of date.

Section 2. Special meetings of the association may be called by the president or by a majority of the executive board, 10 days' notice being given.

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

Section 4. Nine members shall constitute a quorum for the transaction of business in any general membership meeting of this association.

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

Section 6. E-mail voting is not allowed for general meetings of the association.

ARTICLE XI - 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 out the work of the association. The term of each chairperson shall be 2 year(s) 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 except the nominating committee.

ARTICLE XII - MINNESOTA PTSA CONVENTION

Section 1. This local PTA shall make all reasonable efforts to be represented at the

annual meeting of the Minnesota PTSA by the president and by 1 delegate(s).

- a. All representatives to the Minnesota PTSA convention must be members of this local PTA.
- b. Delegates shall be chosen by volunteer in October.

ARTICLE XIII - 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 units.

Each council shall adopt such bylaws for its government as may be approved by the Minnesota PTSA. A council may not take a position that is in conflict with National or State PTSA positions. All officers of a council must have a local or state PTSA membership. 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 State Bylaws, Article XIX, Section 5)

ARTICLE XV - FISCAL YEAR

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

**** 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 (2/3) 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 (30) 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 committee may be appointed by a majority vote of the association or by two-thirds (2/3) vote of the executive board to submit a revised set of bylaws 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.