

# **NEW JERSEY PTA BYLAWS**

**Local PTAs and County Councils are required to have their bylaws approved every three years by the state chairman of procedures and bylaws.**

December 2009

These bylaws are presented for the use of parent-teacher associations that are in membership with the National Congress of Parents and Teachers and the State branch. Articles marked with a double (\*\*) star are mandatory and must be included as stated (No changes may be made).

(\*\*) State Congress requirement

# INDEX

<u>ARTICLE</u>		<u>PAGE</u>
ARTICLE I	Name .....	1
**ARTICLE II	Purposes .....	1
**ARTICLE III	Basic Policies .....	1
**ARTICLE IV	Constituent Organizations.....	1
**ARTICLE V	State PTAs/PTSAs.....	2
**ARTICLE VI	Local PTAs/PTSAs.....	2
ARTICLE VII	Membership and Dues .....	3
ARTICLE VIII	Nominations and Elections .....	4
ARTICLE IX	Duties of Officers.....	5
ARTICLE X	Board of Directors .....	6
ARTICLE XI	Executive Committee.....	7
ARTICLE XII	Fiscal Year .....	8
ARTICLE XIII	Fiscal Administration.....	8
ARTICLE XIV	Business Administration .....	8
ARTICLE XV	Services – Committees.....	9
ARTICLE XVI	Regions .....	9
ARTICLE XVII	County Councils – Conference Groups .....	10
ARTICLE XVIII	State and Local Relationship .....	11
ARTICLE XIX	National Convention .....	13
ARTICLE XX	State Convention.....	13
**ARTICLE XXI	Parliamentary Authority .....	13
ARTICLE XXII	Amendments .....	13
ARTICLE XXIII	Indemnification.....	14

## ARTICLE I – Name

The name of this organization is the New Jersey Congress of Parents and Teachers, Inc. It is commonly known and will be referred to in these bylaws as the “New Jersey PTA”. The New Jersey PTA is a nonprofit organization organized under the laws of New Jersey.

## \*\*ARTICLE II – Purposes

**Section 1:** The Objects of the New Jersey PTA, in common with those of the National PTA, 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 in closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.
- E. To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, social and spiritual education.

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

**Section 3:** The organization is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501c(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 New Jersey PTA in common with those of the National PTA:

- A. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- B. The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting the Objects of the organization.
- 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 schools to provide quality education for all children and youth and shall seek to participate in the decision making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities, and local education authorities.
- E. The organization shall not enter into membership with other organizations except such international or national organizations as may be approved by the National PTA Board of Directors. The New Jersey PTA or any of its divisions may cooperate with other organizations and agencies concerned with child welfare, but a PTA/PTSA representative shall make no commitments that bind the group they represent.
- F. No part of the net earnings of the organization shall insure 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 II hereof.
- G. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from Federal Income Tax under Section 501c(3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170 c(2) of the Internal Revenue Code.
- H. Upon 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 which have established their tax exempt status under Section 501c(3) of the Internal Revenue Code.

## \*\*ARTICLE IV – Constituent Organizations

Section 1. The constituent organizations of New Jersey PTA include:

- A. Local PTAs (Parent Teacher Associations) or PTSAs (Parent Teacher Student Associations organized under the authority of the New Jersey PTA in organized areas.
- B. County Councils in each county in New Jersey composed of Local PTA/PTSAs within the county.
- C. County Council Presidents Conference Group composed of the county presidents within New Jersey.

Section 2. The New Jersey PTA Board of Directors shall determine criteria for establishing constituent organizations

and setting standards for continuing affiliation New Jersey PTA.

Section 3. There shall be no proxy voting by any constituent organization of New Jersey PTA.

Section 4. The purposes and basic policies of National and New Jersey PTA shall in every case also be the purposes and basic policies of each constituent organization.

Section 5. Each constituent organization shall adopt bylaws for the government of the organization. Such bylaws shall not be in conflict with National or New Jersey PTA bylaws. Such bylaws shall include an article on amendments, a provision establishing a quorum, and provisions corresponding to the New Jersey PTA Bylaws as are identified herein by a double star.

Section 6. The adoption of an amendment to any provisions of the New Jersey PTA Bylaws identified by a double star shall serve automatically and without the requirement of further action by the constituent organization to amend correspondingly the bylaws of each constituent. Notwithstanding the automatic character of the amending process, the constituent organization shall promptly incorporate such amendments in their respective bylaws.

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

Section 8. 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.

#### **\*\*ARTICLE V – National and State PTA Relationships**

**Section 1:** The New Jersey PTA is a branch of the National PTA and exists for the purpose of accomplishing, at the state level, the Objects 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 Objects of the National PTA and its obligation to comply with the Bylaws of the National PTA, the New Jersey PTA is a self-governing organization with independent legal existence.

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

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

**Section 4:** The adoption of an amendment to any provision of the Bylaws of the National shall serve automatically and without the requirement of further action by the New Jersey PTA to amend, correspondingly, the bylaws of the New Jersey PTA. Notwithstanding the automatic character of the amending process, the New Jersey PTA shall promptly incorporate such amendments in its bylaws.

**Section 5:** The bylaws of the New Jersey PTA are subject to review by the National PTA Bylaws and Policy Committee.

**Section 6:** The New Jersey PTA is responsible for compliance by the local, council, district or region PTAs within its area with the Bylaws of the National PTA and the bylaws of the New Jersey PTA.

**Section 7:** The New Jersey 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 8:** The New Jersey PTA shall keep such permanent books of accounts and records; including those of controlled organizations, 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 amount of such dues received by the New Jersey PTA, and the amount of dues remitted to the National PTA. Such books of accounts 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 or PTSAs**

**Section 1:** Local PTAs shall be organized and chartered under the authority of the New Jersey PTA 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 New Jersey PTA may in its bylaws prescribe. The New Jersey 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 which:

- A. Adheres to the Objects and basic policies of the PTA;
- B. Remits the national portion of the dues through the state PTA 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 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 New Jersey PTA.

Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the New Jersey 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 in the bylaws of the New Jersey PTA.

**Section 4:** Each local PTA is obligated, upon withdrawal of its charter by the New Jersey PTA:

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

**Section 5:** Failure to comply with \*\* Section 4 requirements or the provisions of Title 15 A of the New Jersey Revised Statutes will result in notification to the New Jersey Attorney General's office.

**Section 6:** Each officer or board member of a local PTA shall be a member of such local PTA.

**Section 7:** 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 8:** Each local PTA shall collect dues from its members and shall remit a portion of such dues to the New Jersey PTA as provided in Article VII hereof.

**Section 9:** Each local PTA shall include in its bylaws provisions corresponding to the provisions of State bylaws identified by double stars.

**Section 10:** The adoption of an amendment to any provision of the New Jersey PTA identified by double stars (\*\*), shall serve automatically and without the requirement of further action by the local PTA to amend correspondingly the bylaws of each local PTA. Notwithstanding the automatic character

of the amending process, the local PTAs shall promptly incorporate such amendments in their respective bylaws.

## ARTICLE VII – Membership and Dues

**\*\*Section 1:** Every individual who is a member of a local PTA is, by virtue of that fact, a member of the National PTA and of the New Jersey PTA 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:** Each local PTA shall conduct an annual enrollment of members but may admit persons to membership at any time.

**\*\*Section 4:** Each member of a local PTA shall pay such annual dues to said organization as may be prescribed by the organization. The amount of such dues shall include the portion payable to the New Jersey PTA (the "state portion") and the portion payable to the National PTA (the "national portion").

**\*\*Section 5:** The amount of the state portion of each member's dues shall be determined by the New Jersey PTA. The national portion of each member's dues shall be one (1) dollar and seventy-five (75) cents per annum.

**\*\*Section 6:** The amount of the New Jersey portion of each member's dues shall be one dollar and seventy-five cents (\$1.75).

**\*\*Section 7:** 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 New Jersey PTA through such channels and at such times as the state bylaws may provide. Each state PTA shall pay to the National PTA the amounts of the national portion of dues paid by all members of local PTAs in its areas.

**\*\*Section 8:** The New Jersey PTA shall make remittances on a monthly basis to the National PTA of the amounts due to the National PTA. Each remittance shall be accompanied by a statement of the dues received by the New Jersey PTA from all local PTAs within its area for the month covered by the report. Such statements shall show the name and location of each local PTA, the amount paid by it to the New Jersey PTA and the number of members in each local PTA.

**\*\*Section 9:** The treasurer of each local PTA shall:

- A. Send the portion of national and state dues of its individual members to the state office as follows:

On or before November 1<sup>st</sup>.  
On or before January 1<sup>st</sup>.  
On or before March 1<sup>st</sup>.  
On or before June 1<sup>st</sup>.

- B. Payment of national and state membership dues must be made to be in Good Standing.

**\*\*Section 10:** Members in good standing in a local PTA are those who abide by their bylaws and who have paid their current dues.

**\*\*Section 11:** Members who are under the age of 18 years are prohibited under New Jersey law from signing contracts that bind the members of a local PTA, county council or the New Jersey PTA.

**Section 12:** Membership shall be divided into three classes, active, life and state.

- A. Active members shall be those who are members of a local PTA and who have paid their current per capita dues to the New Jersey PTA and National PTA. Only active members shall hold office and serve on standing committees.
- B. Life members shall be those upon whom this honor has been conferred in recognition of service in local, county or New Jersey PTA work or upon interested educators and personnel who have distinguished themselves in service to children and youth. The sponsoring local PTA, county or state PTA shall pay an application fee of \$75.00 to the New Jersey PTA. Life members shall be entitled to attend the annual state convention as an accredited delegate upon payment of the registration fee. Life members may become or continue as active members of a local PTA upon the payment of current dues at the local level.
- C. State members shall be those who are members of the Garden State PTA and who have paid their current per capita dues of \$10.00 to the New Jersey PTA and National PTA. The national portion of each member's dues shall be one (\$1.75) dollar and seventy-five cents per annum. The state portion of each member's dues shall be twenty-eight (\$8.25) and twenty-five cents dollars per annum. State members shall be entitled to attend the annual state convention as an accredited delegate upon payment of the registration fee.

**\*\*Section 13:** The local membership year shall be from October 1 through September 30.

- A. Reactivated PTAs, having sent dues and a copy of their proposed bylaws to the state office shall be recognized in membership for the current membership year.

- B. The fiscal year followed by a local PTA may differ from the membership year.

## ARTICLE VIII – Nominations & Elections

**Section 1:** Officers of the New Jersey PTA shall be a President, a President-Elect, an Executive Vice President, two Vice Presidents of Services, a Secretary and a Treasurer.

**Section 2:** Terms of Office: Officers shall serve for a term of two (2) years or until their successors are elected. They shall take office at the close of the convention at which they are elected.

**Section 3:** For the purpose of nominations and elections, the officers shall be divided into two groups. The officers in Group I shall be elected in the odd-numbered calendar years. The officers in Group II shall be elected in the even-numbered years.

- A. The officers in Group I shall consist of the President-Elect and the Vice President of Education Services.
- B. The officers in Group II shall consist of the Executive Vice President, the Vice President of Health and Welfare Services, the Secretary and the Treasurer.

**Section 4:** Qualifications and Eligibility: Each candidate for office shall be a member in good standing of a local PTA and shall have served at least two (2) years on the State Board of Directors. Each candidate for the office of President-elect shall have served at least two (2) years on the Executive Committee.

- A. No officer shall serve for more than two (two-year) terms in the same office, except the President and President-elect who shall serve for only one (two year) term.
- B. An officer having served less than one year shall be eligible for re-election to the same position.
- C. Officers shall be eligible for another office before their term is completed, but upon election must immediately resign their office.
- D. State committee chairmen are eligible for election to a state office but upon election must immediately resign their chairmanship.
- E. County council presidents whose terms of office expire within seven months after the state convention, may serve as a state officer. An elected alternate for his position as county president shall sit on the board and carry full board privileges.
- F. Each officer shall be at least 18 years of age as of the date of the election.
- G. No person shall hold more than one office at a time.

**Section 5:** The Nominating Committee: Shall be elected by the State Board of Directors from among the members of the Board of Directors.

- A. Elections for the State Nominating Committee shall take place at the March Board of Directors meeting.
- B. It shall consist of five (5) members of the Board of Directors representing three (3) different regions and five (5) different counties.
- C. Two (2) alternates for the Nominating Committee shall be from the other regions/counties not represented on the nominating committee (the alternates shall not be from the same county).
- D. The first member elected shall call the committee together, and the committee shall elect its own chairman.
- E. The nominating committee shall select one nominee for each office to be filled at convention. Nominees selected shall provide the committee with written consent to have their names placed on the ballot.
- F. The committee shall report its slate of nominees immediately to the president, as a courtesy, and to the members of the Board of Directors at its September Board meeting and local PTAs no later than 30 days prior to convention and shall at the first business meeting of the annual convention, report its nominees to the delegates.
- G. Nominees from the floor shall have given twenty (20) days notice before the beginning of the annual convention of their intent to run. Notification must be given in writing to the State PTA President, Secretary and nominating committee chairman.
- H. No candidate shall be nominated for more than one office.

**Section 6: Elections**

- A. The officers shall be elected at the annual convention by the voting body of the convention.
- B. A committee to supervise the elections shall be appointed by the president and composed of three (3) members including the chairman.
- C. Election shall be by ballot. The official ballot shall list the names of all nominees.
- D. A plurality vote shall elect.
- E. If there is but one nominee for each office, the election may be by voice vote immediately following the report of the nominating committee.

**ARTICLE IX – Duties of Officers**

**Section 1:** President: Shall preside at all meetings of the New Jersey PTA, the Board of Directors and the Executive Committee and shall perform the duties prescribed in these bylaws and the parliamentary authority adopted by the New Jersey PTA. Shall:

- A. Assign a designee on the National Council of States.
- B. Appoint a parliamentarian at the organization meeting, subject to the approval of those authorized to be in attendance at the meeting. The

- parliamentarian shall attend convention and such other meetings as may be deemed necessary.
- C. Assign such duties to the president-elect and vice presidents as will assist him/her in performing the work of his office.
- D. Appoint annually the Convention Chairman as the third member-at-large (with full privileges and responsibilities of a New Jersey PTA board member) with the approval of the executive committee.
- E. Appoint, in collaboration with the Convention Chairman, the Convention Planning Committee and no later than the January/February Executive Committee meeting.
- F. Appoint State Standing Committees as prescribed in these bylaws not later than the January/February Executive Committee meeting.
- G. Appoint special committees with the exception of the Nominating Committee and the Committee on Chairmen.
- H. Assign such duties to appointed chairmen, appointed and elected committees and special committees that may be deemed necessary to the management of the New Jersey PTA.
- I. Assign a representative from the Board of Directors to be responsible for the legislative activities of national concern.
- J. Subject to the approval of the Executive Committee, appoint up to two (2) members-at-large for special issues and projects to the Board of Directors with full board privileges and responsibilities. These appointments shall be reviewed every six months to determine the advisability of continuance.
- K. Appoint leaders to conduct state training programs.
- L. Be a member ex-officio of all committees, with the exception of the Nominating Committee, Internal Audit Committee and the Committee on Chairmanships.
- M. Submit an Annual Report to the National PTA.
- N. Engage such employees as may be necessary to carry on the work of the New Jersey PTA on a 90-day trial period. Make recommendations to the Executive Committee for employment and termination of services.
- O. Hire temporary employee(s) on an as-needed basis.

**Section 2: President-Elect**

- A. Shall act as an aide to the President who shall assign duties.
- B. Shall serve as President in the absence or inability of the president to fulfill responsibilities.
- C. Shall automatically become President upon the completion of the term of the current President.
- D. Shall be responsible for job descriptions, work plans, and board development.
- E. Shall perform such other duties as assigned by the Executive Committee or the Board of Directors.

**Section 3: Executive Vice President**

- A. Shall act as an aide to the President who shall assign duties.
- B. Shall serve as President in the absence or inability of the President and President-Elect to fulfill responsibilities.
- C. Shall be responsible for Field Service.
- D. Shall perform such other duties as assigned by the President, Executive Committee, or the Board of Directors.

**Section 4: Vice Presidents of Services**

- A. Shall supervise activities of designated Chairmen and report activities to the Executive Committee.
- B. Shall perform such other duties as assigned by the Executive Committee or the Board of Directors.

**Section 5: Secretary**

- A. Shall record the minutes of the annual meeting of the New Jersey PTA, all meetings of the Board of Directors, the Executive Committee, and special meetings and shall send copies of same within two weeks to the President, auditor and office for distribution to members of the Board of Directors and/or the Executive Committee.
- B. Shall maintain at the state office a record book of all official minutes taken at any meeting of the association. All minutes should be on file within 30 days of respective meeting. Shall supervise the filing of the annual report or any report due the Secretary of State with regard to incorporation.
- C. Shall conduct such correspondence of the New Jersey PTA as the President, the Board of Directors and the Executive Committee shall direct.
- D. Shall perform such other duties as assigned by the Executive Committee or the Board of Directors.

**Section 6: The Treasurer shall:**

- A. Be custodian of all funds and investments of the New Jersey PTA.
- B. Over see the disbursement of funds of the New Jersey PTA in accordance with the budget and these bylaws.
- C. Oversee the collection and deposit of all monies due the New Jersey PTA.
- D. Oversee the receipt of per capita dues from the treasurer of each local PTA or PTSA.
- E. Oversee on a monthly basis the remittance to the National PTA the national portion of membership dues collected.
- F. Present the financial statements at all meetings.
- G. Present the audited financial statements at convention.
- H. Be the Chairman of the Advisory Committee on Finance.

- I. Notify the bank in writing of the names of the persons authorized by the Board of Directors to disburse funds in accordance with these bylaws.
- J. Perform such other duties as assigned by the Executive Committee or the Board of Directors.

**ARTICLE X – Board of Directors**

**Section 1:** The Board of Directors shall manage the affairs of the New Jersey PTA between its conventions, except that of modifying any action taken by the convention.

**Section 2:** The Board of Directors shall be known as the trustees for the New Jersey PTA, with the exception of those members carrying honorary titles.

**Section 3:** Each member of the Board of Directors shall be a member of a local PTA.

**Section 4:** The members of the Board of Directors shall be: the elected officers, the immediate past president, region directors, county presidents, elected standing committee chairmen, members at large (as from time to time appointed), and two (2) youth members who shall sit ex-officio and serve conditional upon the non-profit laws of the State of New Jersey addressing those under 18 years of age, if applicable. The officer manager shall serve without a vote.

- A. No person shall serve on the Board in more than one capacity.
- B. A county council president whose term of office expires within seven (7) months after the state convention, may advance to an elected position. An elected alternate for his position as county president shall sit on the board and carry full board responsibilities and privileges.
- C. A state chairman elected as a county president may remain in office until the next convention. An elected alternate for his position as county president shall serve on the Board of Directors and carry full board responsibilities and privileges.

**Section 5: Vacancies:** In the case of a vacancy in the office of President, the President-Elect shall become President and shall hold office for the balance of the term. In filling the vacancy, the President-Elect shall be entitled to continue in the presidency for the following term providing not more than one-half (1/2) of a full term as president has been served. The vacancy in the office of President-Elect shall be filled at the next convention by the voting body. In the interim, the duties of the President-Elect shall be delegated by the President to a member of the current Board of Directors. Other vacancies in officers shall be filled by the Board for the unexpired term.

- A. In filling vacancies, a vote by ballot shall be taken, if more than one candidate is nominated.

- B. A majority vote shall be necessary to elect, provided a ten-day notice of the election has been given to all members of the Board of Directors. Otherwise it shall require a two-thirds vote.
- C. After the second ballot, a plurality vote shall elect.

**Section 6: Powers**

- A. To create such state committees as are necessary to carry on the work of the New Jersey PTA.
- B. To remove, upon recommendation of the Executive Committee, any member of the Board who neglects to fulfill his responsibilities other than the President. Action for removal requires a two-thirds vote at any meeting of the board, the vote shall be by ballot, prior notice of such action to be given to all members of the board.
- C. To fill vacancies occurring with standing committee chairmen and student representative. Notice of such action to be given to all members of the board.
- D. Confer honorary titles, as outlined in Article VII Section 14 of these bylaws.
- E. Provide for the organization of a county council within each county of the state.
- F. To provide for the organization of regions within the state.
- G. Approve at the June meeting, the budget of estimated expenses for the ensuing year.
- H. Be responsible for supervising the funds of the New Jersey PTA with the advice of the Advisory Committee on Finance.
- I. To develop and implement policies consistent with the Objects and resolutions of the National PTA and the New Jersey PTA.
- J. To take positions on behalf of the organization consistent with its Objects and resolutions between the annual convention.

**Section 7: Duties**

- A. Elect the state Nominating Committee in accordance with Article VIII, Section 5.
- B. Elect the Committee on Chairmanships to seek nominations for elected standing committee chairmen.
  - (1) Committee to be composed of five (5) members elected from the Board of Directors representing five (5) different counties and at least three (3) different regions at the March board meeting.
  - (2) Shall nominate one (1) nominee for each vacancy to be filled and report to the Board of Directors at the September board meeting.
- C. Elect two (2) official delegates and two (2) alternates to represent the New Jersey PTA at the National Convention. Delegates will be selected according to the Standing Rules.
- D. Elect an Internal Auditing Committee according to Standing Rule 4C.

- E. Keep ballots for all elections in the state office for 30 days and then destroy.

**Section 8: Meetings**

- A. Organization and Reorganization Meetings shall be held as a post convention meeting or within 15 days following the close of convention.
  - (1) Organization meetings are held following the election of officers from Group I.
  - (2) Reorganization meetings are held following the election of officers from Group II.
  - (3) Those obligated to attend are the newly elected officers, continuing officers, region directors, continuing standing committee chairmen (reorganization meeting), county council presidents and the immediate past president.
  - (4) Elect Standing Committee Chairmen as outlined in Article XV, Section 2.
  - (5) Elect two (2) youth members for a two year term.
  - (6) All elections shall be by ballot if more than one candidate is nominated. After a second ballot a plurality shall elect.
  - (7) Ballots for all elections shall be kept in the state office for 30 days then destroyed.
  - (8) Fifteen members shall constitute a quorum.
- B. Regular Meetings: Shall be post convention, March, June, and September. The time and place to be determined by the President and announced at least three weeks in advance of the meeting.
- C. Special Meetings: May be called by the President or shall be called by a written request of a majority of the board. Seven (7) days notice of a special meeting shall be given to all board members and shall state the purpose of the meeting.

**Section 9: Quorum:** Twenty-five (25) members of the Board of Directors shall constitute a quorum at all meetings of the Board of Directors except the organization/reorganization meeting.

**ARTICLE XI – Executive Committee**

**Section 1:** The Executive Committee shall consist of the elected officers, region directors, chairman of County Council Presidents Conference Group, Procedure and Bylaw Chairman, and the Legislative Activities Committee chairman. The immediate past president shall serve ex-officio. The office manager shall serve without a vote.

**Section 2:** The Executive Committee shall perform the duties of the Board of Directors between meetings of the board, shall act in emergencies and shall transact business referred to it, provided, however, that the action of the committee shall not conflict with that of the Board of Directors. In addition it shall

- A. Fill a vacancy occurring in an office, as an acting officer, other than the President and President-Elect, until the vacancy is filled by an election at the next meeting of the Board of Directors.
- B. Fill a vacancy occurring in a chairmanship and region director position, as acting position, until the vacancy is filled by an election at the next meeting of the Board of Directors.
- C. Appoint annually prior to the start of the fiscal year a certified public accountant to audit the accounts of the New Jersey PTA and submit a report for the annual convention.
- D. Determine the salaries of the office manager and other employees upon recommendation of the Advisory Committee on Finance.
- E. Upon recommendation of the Office Committee engage the office manager and other employees as may be necessary to carry on the work of the New Jersey PTA and terminate such services when they are no longer required. In an emergency, the President has the authority to hire an employee on an interim basis.
- F. Approve the Employee Manual and subsequent revisions to it.
- G. Approve, upon recommendation of the President, the state standing committees which will serve at the discretion of the Executive Committee.
- H. Approve, upon recommendation of the President, two members-at-large, who will serve at the discretion of the Executive Committee.
- I. Make a report at each meeting of the Board of Directors.
- J. Approve the date and place of the convention.

**Section 3:** Meetings: Shall be in January/February, April/May, and October/November, the date and location to be set by the President with the approval of the Executive Committee. Special meetings of the Executive Committee may be called upon written request of a majority of the Executive Committee. Seven (7) days notice of a special meeting shall be given to all Executive Committee members and shall state the purpose of the meeting.

**Section 4:** Quorum: A majority of the members of the Executive Committee shall constitute a quorum.

#### **ARTICLE XII – Fiscal Year**

The fiscal year of the New Jersey PTA shall be from the first day of July to the last day of June, inclusive.

#### **ARTICLE XIII – Financial Administration**

**Section 1:** The financial management of the funds of the New Jersey PTA is the responsibility of the Board of Directors with the advice of the Advisory Committee on Finance.

**Section 2:** The New Jersey PTA shall keep such permanent books of accounts and records as shall be sufficient to establish the items of gross income, receipts and disbursements of the organization. Other records as specified by Article V, Section 12, shall be maintained and shall be open for inspection by an authorized representative of the National PTA and upon request and compliance with the not-for-profit laws of New Jersey (15:5-14) by any member of the New Jersey PTA.

**Section 3:** Dues collected by the New Jersey PTA representing the “national” and “state” portions shall be deposited into the general account of the New Jersey PTA. Dues collected under the “national” portion shall be disbursed as prescribed under Article VII, Section 9.

**Section 4:** The general fund of the New Jersey PTA shall be used for the current expenses of the New Jersey PTA.

**Section 5:** The convention fund shall be maintained from fees collected for convention and shall be used for convention expenses. Convention fees shall be recommended by the convention committee and approved by the Board of Directors.

**Section 6:** Life Membership fees shall be deposited in the general fund.

**Section 7:** All monies donated for maintenance of the New Jersey PTA headquarters shall be deposited in the Building and Site Fund and shall be used to defray costs associated with the building as per the finance code.

**Section 8:** Funds of the New Jersey PTA may be invested into certificates of deposit, government securities or bank money markets by the treasurer upon recommendation of the Advisory on Finance Committee.

**Section 9:** Audit: An audit of the books of the New Jersey PTA shall be made by a certified public accountant and the report made to the members at the state convention.

#### **ARTICLE XIV – Business Administration**

**Section 1:** The activities of the New Jersey PTA shall be managed by the Board of Directors as prescribed in these bylaws.

**Section 2:** State Office: A state office shall be maintained in a place chosen by the Board of Directors. Official records and archives of the New Jersey PTA shall be kept in a secure environment off-site in Trenton. The office shall be under the general supervision of the President with its address published in the New Jersey Parent-Teacher.

**Section 3:** The New Jersey PTA shall keep such books containing (1) member PTA information (2) financial records as prescribed in Article V, Section 12, and a record of minutes of meeting proceedings on file at the state office.

**Section 4:** Such records shall be open to inspection by authorized representatives of the National PTA and by request and compliance of the New Jersey not-for-profit laws (15A:5-14) by any member of the New Jersey PTA.

**Section 5:** Business by mail, e-mail or Telephone – All business, with the exception of voting for officers and chairmen may be transacted by mail, e-mail or telephone, if necessary. All members of the Executive Committee and Board of Directors shall be polled.

**Section 6:** Publications:

- A. The official bulletin of the New Jersey PTA shall be the New Jersey Parent-Teacher.
- B. Such publications as authorized by the State Executive Committee shall be published from time to time.
- C. Printed materials from cooperating organizations, placed on sale or distributed by New Jersey PTA to any local, county or at state meetings shall first have been approved by the State Executive Committee or the State President.
- D. Local, county and state officers shall keep a current file of the New Jersey Parent-Teacher, the New Jersey Handbook, the National Annual Resources, the State Bylaws and such other National and State publications as the Board of Directors shall direct.

#### **ARTICLE XV – Services – Committees**

The New Jersey PTA shall have two Services and State Standing Committees as deemed necessary to promote the Objects, interests and management of the association. Each committee shall fulfill its duties as outlined in the Standing Rules of the New Jersey PTA.

**Section 1:** The Services shall be as follows: Education Services, Health and Welfare Services. Each Service shall be directed by a delegate-elected vice president.

**Section 2:** Elected Standing Committee Chairmen shall be those as listed in the New Jersey PTA Standing Rule 4A. and must include those chairmen as stated in ARTICLE XI – Executive Committee Section 1 of these bylaws. The total number of chairmen shall not exceed twenty-five (25).

- A. The Chairman shall be elected by the Board of Directors at its organization meeting.
- B. Shall serve for a term of two (2) years, or until their successors are elected. Shall be eligible for re-election but shall not serve for more than two terms.
- C. Vacancies shall be filled by the Board of Directors.

**Section 3:** State Appointed Standing Committees

- A. State Appointed Standing Committees shall be those listed in the Standing Rules of The New Jersey PTA.
- B. Shall serve for a term of one (1) year .
- C. Vacancies occurring in these committees shall be filled by the president with Executive Committee approval.

**Section 4:** Special committees are those established by these bylaws or may be created by the president, Executive Committee or the Board of Directors to fulfill a specific assignment.

- A. Special committees shall fulfill their obligations as prescribed by these bylaws or as directed by the creating body and shall go out of existence upon completion of their assignments.
- B. The first person assigned/elected to the committee shall call the first meeting of the committee. Unless directed by these bylaws, the chairman for a special committee shall be elected by the committee at its first meeting.
- C. A majority of those listed as serving on the committee shall constitute a quorum for all meetings of the committee.

#### **ARTICLE XVI – Regions**

**Section 1:** The State of New Jersey shall be divided into regions for the purpose of integrating and promoting the activities of the New Jersey PTA. Regions shall be composed of the counties within a designated boundary as established by the Board of Directors.

**Section 2:** Each region shall hold an annual meeting at the New Jersey Convention for the purpose of electing its Region Director or such other business as may come before it.

**Section 3:** Region Directors shall serve on the Executive Committee and the Board of Directors with full privileges and responsibilities:

- A. Region Directors shall serve for a term of two (2) years, or until their successors are elected and shall be eligible for re-election.
- B. No Region Director can serve for more than two (2) terms.
- C. Region Directors shall have served at least two years on a county council board.
- D. Region Directors must reside within their designated region unless in the position of filling a vacancy.
- E. Region Directors shall fulfill their duties as outlined in the Standing Rules of the New Jersey PTA.

**Section 4:** Nominations – Nominations for Region Directors shall be made by a regional nominating committee composed of two (2) delegates elected by each county in that region.

The Region Director shall call the committee together, but shall not serve as a member.

- A. At the first meeting of the regional nominating committee a chairman shall be elected from among the members.
- B. The committee shall follow the procedures outlined for regional nominating committees as prescribed in the standing rules. See Standing Rule 12 C.
- C. The nominating committee shall select one nominee for Region Director and shall report at the regional meeting held at the annual convention.
- D. The name and written consent of the nominee elected by the nominating committee shall be reported to the President and Executive Committee by August 15. All nominees shall be reported to the Board of Directors and local PTAs 30 days prior to the annual meeting.
- E. The nominating committee shall give its report at the annual regional meeting at which time nominations may be taken from the floor. Nominations from the floor must be accompanied by the nominees' written consent to serve.
- F. Nominees from the floor shall have given twenty (20) days notice before the annual meeting of their intent to run. Notification must be given in writing to the NJPTA President, the Region Director, and the Nominating Committee Chairman.
- G. Vacancies shall be filled by the Board of Directors.

#### **Section 5: Elections**

- A. For the purpose of elections, the Region Directors shall be divided into two groups: Group I being Regions III and IV and VI; Group II shall be Regions I, II, and V.
- B. The directors of Group 1 shall be elected in the odd-numbered calendar years, the directors in Group II shall be elected in the even-numbered calendar years.
- C. Elections shall be held at the annual meetings of the regions, held at convention.
- D. A committee to supervise the elections shall be appointed by the Region Director and composed of three (3) members including the chairman.
- E. The Region Directors shall be elected by the Local PTA members of their respective regions.
- F. Elections shall be by ballot immediately following the close of nominations. A plurality vote shall elect.
- G. If there are no nominations from the floor, elections for directors shall be done by voice vote immediately following the report of the nominating committee.
- H. The elections committee shall report, in writing, the results of the election to the President immediately following the annual meeting.

A.

## **ARTICLE XVII – County Councils – Conference Groups**

**Section 1:** County Councils – There shall be a County Council in each county in the State of New Jersey composed exclusively of Local PTA/PTSAs within the county.

- A. The purpose of a County Council is to:
  - (1) Improve communications and better understanding between the local PTAs and State PTA.
  - (2) Work with local PTAs for the improvement of conditions affecting the welfare of children and youth of the county.
  - (3) Coordinate the activities of the local PTAs in relationship with the State PTA programs and projects.
  - (4) Disseminate information regarding the policies, plans and programs of the State PTA and the National PTA.
  - (5) Organize new local PTAs.
  - (6) Cooperate with educational, civic and governmental organizations and agencies approved by the State PTA.
  - (7) Provide leadership training, workshops and conferences for local PTAs.

\*\*B. County Council shall be governed by bylaws and any amendments thereto, approved by the State Chairman of Procedures and Bylaws or such person as the State President shall delegate. Bylaws shall be approved by the state once in every three years

\*\*C. A County Council shall include in its bylaws, provisions corresponding to the bylaws of the State PTA as identified by double stars (\*\*).

\*\*D. The adoption of an amendment to any provision of the bylaws identified by a double star shall serve automatically and without the requirement of further action by the county council to amend correspondingly their bylaws. Notwithstanding the automatic character of the amending process the county council shall promptly incorporate such amendments in their respective bylaws.

C. Activities of the county council shall be under the supervision of the Region Director of each region.

D. Each county council shall elect its own county president who shall serve as a member of the State Board of Directors with full privileges and responsibilities of a state board member.

- (1) A county council shall elect an alternate to serve on the State Board in the absence of the president, and shall send name, address, and phone of said alternate to the State President and County Presidents Conference Group.

H. Financial management of a county council shall be designated in the county bylaws. Each council is obligated to keep such permanent books of accounts and records as shall be sufficient to establish the items of gross income, receipts and disbursements of

the council, including especially, the number of PTAs and the dues collected from each. Such books shall at all reasonable times be open to inspection by an authorized representative of the New Jersey PTA. The accounts shall be examined annually by an auditor (CPA) or an auditing committee of not less than three (3) members.

- I. The status of a council shall be subject to termination and its charter as a council shall be subject to withdrawal by the New Jersey PTA Board of Directors if found in violation of the State Bylaws, National Bylaws, or the County Bylaws, or other practices or activities that tend to defeat the Objects and Basic Policies of the New Jersey PTA or the National PTA.
  - (1) Termination procedures will be the same as for a local PTA as described under Article XIX State and Local Relationship.
  - (2) If termination proceedings are founded the county council is obligated to follow the procedures for voluntary or involuntary dissolution as described under Article VI, Section 6 of these bylaws.

**Section 2:** In the event a county is unable to form and sustain a county council, the local PTAs in membership of said county will be under the direction of a County Advisor. A County Advisor shall:

- A. Be appointed by the New Jersey PTA Executive Board. The only requirement will be that the County Advisor be a member of a New Jersey PTA local PTA.
- B. Perform duties as listed under this ARTICLE Section 1 A (1) through (7).
- C. Represent the County on the New Jersey PTA Board of Directors with the full privileges and responsibilities of a state board member.
- D. Be reimbursed for expenses incurred while serving said county by the New Jersey PTA.

**Section 3:** County Council Presidents Conference Group:

- A. Shall be composed of the county presidents within the State of New Jersey.
- B. Its purpose is to coordinate the efforts of county council presidents and to assist with problem solving or leadership training.
- C. The conference shall hold an annual meeting in the spring for the election of a chairman and a secretary / treasurer for the coming year.
  - (1) A county president shall be ineligible to serve in an elected position on that conference if his term of office expires before the date of the next conference.
- D. Expenses for conference meetings, except when in conjunction with State Board meetings shall be paid by the county councils.

- E. The conference shall adopt rules for the conduct of its business and elections, subject to the approval of the Executive Committee.
- F. The elected chairman shall serve on the New Jersey PTA Executive Committee.

**Section 4:** Community Conference Groups – Shall be composed exclusively of PTA/PTSA representatives located within their community. Membership is voluntary.

- A. The purpose of a community conference group is to serve as a vehicle in which local PTAs in a school district can work together to solve problems and coordinate efforts beyond the scope of a single PTA/PTSA.
- B. A list of local PTAs and a registration fee of \$30.00 shall be paid annually to the New Jersey PTA by the group to cover costs of mailings.
- C. A registered Community Conference Group will be sent the same mailings, to their chairman/contact person, as New Jersey PTA sends to local PTA presidents, excluding membership cards.
- D. There must be a direct liaison between the county council and community conference group with the method of representation to be mutually agreed upon.
- E. Community conference groups shall be governed by their own rules of procedures which will be reviewed once in every three years by the State.

## ARTICLE XVIII – State and Local Relationship

**Section 1:** A local PTA/PTSA is a branch of the National PTA and the New Jersey PTA and exists for the purpose of accomplishing at the local level the Objects and Purposes of the National PTA.

**\*\*Section 2:** A local PTA in good standing with the New Jersey PTA is one that:

- A. Has paid per capita dues of its members to the National PTA and the New Jersey PTA in accordance with ARTICLE VII \*\* Section 8 of these bylaws.
- B. Operated under bylaws which shall be approved at least once in every three years by the New Jersey PTA.
- C. Submitted to the New Jersey PTA within 15 days of the annual audit, a copy of the audit report to verify that the local PTA treasurer's books have been audited.

**\*\*Section 3:** Each local PTA shall adopt such bylaws for the government of their organization as may be approved by the New Jersey PTA. Such bylaws shall not be in conflict with the bylaws of the New Jersey PTA.

**\*\*Section 4:** Each local PTA shall include in its bylaws provisions corresponding to the provisions of the New Jersey PTA Bylaws as identified by double stars (\*\*).

**\*\*Section 5:** The adoption of an amendment to any provision of the bylaws identified by double stars (\*\*) shall serve automatically and without the requirement of further action by the local PTA to amend correspondingly their bylaws. Notwithstanding the automatic character of the amending process the local PTA shall promptly incorporate such amendments in their respective bylaws.

**\*\*Section 6:** Criticism of any person shall not be voiced in open meetings.

**Section 7:** The charter of a local PTA may be subject to withdrawal if the local PTA is found to be in violation of the bylaws of the local PTA, Bylaws of the National PTA, bylaws of the New Jersey PTA or other practices or activities that may tend to defeat the Objects and basic Policies of the National PTA.

**Section 8:** Charges of alleged violations should be sent, in writing, to the State Executive Committee. The Executive Committee, with recommendations, shall forward the issue to the State and Local Relationship Committee for review and investigation. After completion of their investigation the State and Local Relationship Committee shall report to the Board of Directors their findings.

**Section 9:** If upon finding the charges of the alleged violations to be valid, the Board of Directors shall:

- A. Offer the local PTA an opportunity to respond to the alleged violation.
- B. Upon responses and if required, by a two-thirds vote of the Board of Directors, require the local PTA within a stipulated period of time to correct their violation.
- C. When such recommendations have been made and action has not been taken by the local PTA within their stipulated time period, the Board of Directors may grant an extension time not less than six weeks nor more than eighteen months in which to achieve satisfactory compliance.
- D. Failing such compliance, the Board may, subject to concurrence of such action by the next annual convention, withdraw the charter of the local PTA in violation and terminate its status as a local PTA.
- E. Upon withdrawal of a charter, the local PTA shall follow the procedures for dissolution as outlined in Article VI, Section 5, of these Bylaws.

**Section 10:** If a local PTA is considering disaffiliation the following procedures must be followed:

- A. A local PTA executive board considering recommending to its general association a resolution

to disaffiliate must afford the County President and/or another state representative an opportunity to speak to the executive board prior to its taking any action on such a proposal.

- B. If the executive committee then votes to present to its general membership a motion to disaffiliate, it must inform, in writing, the county president, the state president and its general membership at least 30 days prior to the next general membership meeting that the resolution to disaffiliate will be considered.
- C. The County President and/or State PTA President and/or another State PTA representative must be afforded the opportunity to speak at the local PTA meeting, to the membership, prior to action being taken by the local PTA on the proposed resolution to disaffiliate.
- D. Approval to disaffiliate requires a two-thirds vote, by written ballot, a quorum being present. Only those members who are in good standing on the date the written notice of the proposal to disaffiliate is mailed may vote.
- E. Disaffiliation and dissolution shall take affect immediately and shall not be postdated.
- F. The provision hereinafter outlined in Article VI, Section 5 shall take affect immediately.
- G. Failure to comply with ARTICLE VI \*\* Section 4 requirements or the provisions of Title 15 A of the New Jersey Revised Statutes will result in notification to the New Jersey Attorney General's Office.

**\*\*Section 11:** The New Jersey PTA is required by law to notify immediately the New Jersey Sales Tax Bureau, the Internal Revenue Service, the Secretary of State, the Charities Registration and Gaming Commission, and the Postal Authorities that a disaffiliated PTA is no longer eligible for tax exemption under the New Jersey Congress Employer's Identification Number.

**\*\*Section 12:**

Members of each local PTA shall be entitled to be represented at the State PTA Convention as prescribed under Article XX of these bylaws.

- A. Each local PTA must be a member of the National PTA and the New Jersey PTA for at least 15 days prior to State Convention.
- B. At least 15 days prior to convention, the local PTA should issue the all-inclusive membership card for the membership year to all members.

**\*\*Section 13:** All local PTAs that have paid state and national dues shall be eligible for membership in a county council. County councils shall not legislate for local PTAs.

**Section 14:** The New Jersey PTA shall provide leadership training under the supervision of the Executive Vice President to local PTAs to assist in the management of that PTA. A local PTA may make a request for leadership training by sending the request, in writing, to the State PTA office.

**Section 15:** The Region Directors may assist a PTA with troubleshooting with the approval of the president.

### **ARTICLE XIX – National Convention**

**\*\*Section 1:** The New Jersey PTA shall be entitled to accredit to the annual convention as its delegates:

- A. The President of the State PTA.
- B. One additional delegate from among the members of the State PTA for each one thousand members, or major fraction thereof, of the New Jersey PTA, as shown on the books of the treasurer of the National PTA as of March 31 preceding the annual convention.

**Section 2:** Two official delegates and two official alternates representing the Board of Directors shall be elected by the Board of Directors.

**Section 3:** The selection of the official delegates to represent the State Board of Directors and their alternates shall be authorized by the Board of Directors of the New Jersey PTA in accordance with the standing rules.

- A. Only those who have served at least one year on the Board of Directors, at the time of the National Convention shall be eligible to serve as an official delegate.
- B. Only those who have not served as an official delegate in the past five years shall be eligible.
- C. A county council president whose term of office expires by June will be ineligible to serve as an official delegate.

### **ARTICLE XX – State Convention**

**Section 1:** The state convention for the purpose of electing officers, adopting or affirming the State and National Legislative Programs, hearing reports and such other business as may properly come before it shall be held annually in the State of New Jersey. The date and place of the convention shall be approved by the Executive Committee.

Notice of this meeting shall be sent to each member of the Board of Directors and to the presidents of the local PTAs at least 30 days before the meeting.

- A. All members who are members in good standing are eligible to attend state convention.
- B. Voting: The privilege of making motions, debating and voting shall be limited to the accredited delegates.

- C. Accredited delegates shall be the members of the NJ PTA Board of Directors, the President Emeritus, the State Honorary President, the State Honorary Vice Presidents, the State Life Members, the members of the Garden State PTA (the State Membership Unit) and local PTA members in good standing.
  - a. Accredited delegates shall have been members for at least 15 days prior to the start of the convention, pay the registration fee and present a signed current NJPTA membership card at convention on-site registration.
  - b. Life Members may present their life membership card in lieu of a current membership card.
  - c. Members of the Garden State PTA (the State Membership Unit) may present a current Garden State membership card.
  - d. No delegate shall have more than one vote.
- D. Non-voting registrants shall be those convention attendees who pay a registration fee but have not been members for at least 15 days or who do not present a current membership card at convention on-site registration. They may attend all convention activities but may not make motions, debate or vote.
- E. Visitors – may attend convention upon payment of the registration fee, but without the privileges of debating making motions or voting.
- F. Quorum: One hundred (100) voting delegates from at least 70 local PTAs shall constitute a quorum.

### **\*\*ARTICLE XXI – 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 in which they are not in conflict with these bylaws, and the Bylaws of the National PTA, or the articles of incorporation.

### **ARTICLE XXII – Amendments**

**Section 1:** These bylaws may be amended at an annual convention by a two-thirds vote of those present and voting, provided the amendments have been approved by the Board of Directors and notice or proposed amendments have been in the call to convention.

- A. An amendment may be proposed by any one of the following:
  - (1) A local PTA
  - (2) A county council
  - (3) A standing committee
  - (4) A commission
  - (5) The Board of Directors
  - (6) The Executive Committee

- (7) An officer of the New Jersey PTA
- (8) A committee authorized by the New Jersey PTA.
- B. Proposed amendments shall be sent to the chairman of Committee on Procedure and Bylaws at least six (6) months prior to convention at which it is to be presented.
- C. The Committee on Procedure and Bylaws shall consider all amendments proposed and shall make recommendations to the Board of Directors. Copies of such proposed amendments shall be sent to each Board member at least seven days before the meeting of the Board of Directors.
- D. Upon approval of the Board of Directors, a copy of the proposed amendments shall be sent to each president of each local PTA, bylaws chairmen of each county and State PTA Board of Directors at least twenty-five (25) days prior to convention.

As amended by National PTA Convention **6/2008**

As amended by New Jersey PTA Convention **12/2009**

**\*\*Section 2:** The adoption of an amendment to any provision of the Bylaws of the State PTA shall serve automatically and without the requirement of further action by the constituent organization to amend correspondingly the bylaws of each constituent organization. Notwithstanding the automatic character of the amending process, the constituent organization shall promptly incorporate such amendments in their respective bylaws.

**Section 3:** The Executive Committee or the Board of Directors, by a majority vote, may authorize the committee on Bylaws to submit a revised set of bylaws as a substitute for the existing bylaws.

**ARTICLE XXIII – Indemnification**

The New Jersey PTA shall have the power to indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a representative of the New Jersey PTA, or is or was serving at the request of the New Jersey PTA directly or as a representative of another organization against expenses (including attorney’s fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him or her in connection with the action, suit or proceeding, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the New Jersey PTA, and, with respect to any criminal action or proceedings, had no reasonable cause to believe his or her conduct was unlawful. Indemnification of the officers and members of the Board of Directors and advancement of expenses by the counsel to such officers and directors shall be to the greatest extent possible under N.J.S.A. Section 15A:3-4 and other applicable New Jersey laws.