

## **SUBMITTING YOUR BYLAWS**

1. Double-side print the bylaws with at least four additional double-sided signature pages to be signed by the state parliamentarian.
2. Check with the Council and/or District regarding any additional requirements.
3. Send the bylaws document through channels to the state parliamentarian for signature.
  - council parliamentarian, if in council - three (3) sets of bylaws with four (4) additional signature pages.
  - district parliamentarian if out of council - two (2) sets of bylaws with four (4) additional signature pages.
4. Signed bylaws will be returned through channels.

## **WHEN BYLAWS ARE RETURNED**

1. The membership must be notified of the proposed changes at least 30 days prior to the association meeting where members will vote to adopt the bylaws.
2. At the conclusion of the association meeting where the bylaws are adopted, the secretary and the president shall sign and date all copies of the bylaws on the signature page and sign the additional signature pages as necessary for district and council, if in council.
3. When this process is complete this new set of bylaws will be the current legal governing document for the association.
4. Copies of the signature page showing all signatures shall be mailed immediately to the council and district for their records.
5. The secretary keeps one original copy of the bylaws at all times. Copies are made for officers, chairman and any member upon request.

(This page is intentionally blank.)

# BYLAWS FOR LOCAL PTA/PTSA UNITS

00032119

National PTA  
Identification Number

4974

California State PTA  
Identification Number

Milpitas High School PTSA

Name of Association

Milpitas Unified Council of PTAs

Council PTA

Sixth District PTA

District PTA

1285 Escuela Parkway

Address of School - Street

Milpitas, 95035

City - Zip Code

Ninth-Twelfth Grades

Grades In School

August 30, 1993

Organization Date of This Association

## REVISED JULY 2020

**California State**  
**PTA**<sup>®</sup>  
*everychild.onevoice.*

# **BYLAWS for PARENT-TEACHER ASSOCIATIONS and PARENT-TEACHER-STUDENT ASSOCIATIONS**

These Bylaws outline the essential structure and specific regulations to govern parent-teacher associations and/or parent-teacher-student associations in the State of California. Subject to approval of the California State PTA as described herein, the Bylaws may be modified to meet the needs of the Association.

## **MISSION STATEMENT OF THE CALIFORNIA STATE PTA**

*The mission of the California State PTA is to positively impact the lives of all children and families.* – California State PTA Board of Managers, August 2013

## **BYLAWS FOR LOCAL PTA/PTSA UNITS – TABLE OF CONTENTS**

	Page
Article I Name .....	1
***Article II Purposes .....	1
***Article III Basic Policies and Principles .....	2
Article IV Membership and Dues .....	3-4
Article V Officers and Their Election .....	4-5
Article VI Duties of Officers and Chairpersons .....	5-7
Article VII Association Meetings .....	7-8
Article VIII Executive Board .....	9-10
Article IX Council Membership .....	10-11
Article X Charter Procedure .....	11-12
Article XI Relationship With National PTA And California State PTA .....	12
***Article XII Articles of Organization .....	12-13
Article XIII Identification Numbers and Fiscal Year .....	14
***Article XIV Parliamentary Authority .....	14
Article XV Amendments .....	14-15
Signature Page .....	15
Standing Rules .....	16-17

### **CALIFORNIA STATE PTA**

2327 L Street, Sacramento, CA 95816

916.440.1985 | FAX 916.440.1986 | [www.capta.org](http://www.capta.org) | E-mail: [info@capta.org](mailto:info@capta.org)

# BYLAWS

## ARTICLE I – NAME

The name of this Association is Milpitas High School PTSA, a Parent-Teacher-*Student* Association, hereinafter referred to as the “Association”, located in the city of Milpitas, a local Association *of the* Milpitas Unified Council, Sixth District of the California Congress of Parents, Teachers, and Students, Inc. (California State PTA), a branch of the National Congress of Parents and Teachers (National PTA).

## \*\*\*ARTICLE II – PURPOSES

### SECTION 1.

The purposes of this Association, in common with the purposes of the National PTA and the California State PTA, are:

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

### SECTION 2.

The purposes of this Association are promoted in cooperation with the National PTA and the California State PTA through advocacy and education in collaboration with parents, families, teachers, educators, students, and the public; developed through conferences, committees, projects and programs; and governed and qualified by the basic policies set forth in Article III.

### SECTION 3.

This Association is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding Section of any future Federal tax code (hereinafter “Internal Revenue Code”).

### **\*\*\*ARTICLE III – BASIC POLICIES AND PRINCIPLES**

The following are basic policies and principles of the National PTA, the California State PTA and this Association:

- a. The organization shall be noncommercial, nonsectarian and nonpartisan.
- b. The organization shall work to engage and empower children, families and educators within schools and communities to provide quality education for all children and youth and shall seek to participate in the decision-making process by influencing school policy and advocating for the children's issues, 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 between parents, schools and the community at large.
- d. Commitment to inclusiveness and equity, knowledge of PTA, and professional expertise shall be guiding principles for service in this organization.
- e. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private 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.
- f. 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.
- g. 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 registered and in good standing with the Internal Revenue Service (IRS), Franchise Tax Board (FTB) and California Attorney General's Registry of Charitable Trusts (AG/RCT) and whose purposes are in accordance with those of the National PTA.
- h. 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.
- i. The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting the purposes of the organization.
- j. The organization shall not enter into membership with other organizations except such international, national or state organizations as may be approved by the California State PTA. The California State 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 he or she represents.

## ARTICLE IV – MEMBERSHIP AND DUES

### \*\*\*SECTION 1.

Every individual who is a member of this Association is, by virtue of that fact, a member of the National PTA and of the California State PTA by which this local Association is chartered, and is entitled to all benefits of such membership.

### \*\*\*SECTION 2.

Membership in this Association shall be made available by such local Association, without regard to race, color, creed or national origin, under such rules and regulations not in conflict with the provisions, the Bylaws of the National PTA or the Bylaws of the California State PTA, as may be prescribed in the Bylaws of this local Association, to any individual who subscribes to the purposes and basic principles and policies of the National PTA.

### \*\*\*SECTION 3.

The Association shall conduct an annual enrollment of members but may admit persons to membership at any time.

### SECTION 4.

a. Each member of the Association shall pay annual dues of ten dollar(s) and                      cents (\$ 10.00 ) per member (also means per capita) to the Association.

b. The annual dues shall be allocated as follows:

\*\*\*1. Two dollars and twenty-five cents (\$2.25) of each member's annual dues is payable to the National PTA.

\*\*\*2. Two dollars (\$2.00) of each member's annual dues is payable to the California State PTA.

3.                      dollar(s) and fifty cents (\$ 0.50 ) of each member's annual dues is payable to Sixth District.

4.                      dollar(s) and twenty-five cents (\$ 0.25 ) of each member's annual dues is payable to Milpitas Unified Council.

5. Each Association shall remit to the council per capita dues of five dollar(s) and                      cents (\$ 5.00 ) annually.

*{Out-of-council Associations should substitute the following.}*

~~5. Each out-of-council Association shall remit to the district per capita dues of                      dollar(s) and                      cents (\$                      ) annually.~~

6. The remainder of each member's annual dues shall constitute the local portion and shall remain in this Association.

### \*\*\*SECTION 5.

The National PTA and California State PTA portions of the dues paid by each member to this Association shall be set aside by this Association and remitted to the National PTA and the California State PTA in accordance with council, district and state Bylaws.

### SECTION 6.

To qualify for state membership awards, a remittance of council, district, California State PTA and National PTA portions of the dues paid by each member to this Association shall be remitted by the council deadline of October 1 *{insert date of council deadline}.*

*{Out-of-council Associations should substitute the following.}*

~~To qualify for state membership awards, a remittance of district, California State PTA and National PTA portions of the dues paid by each member to this Association shall be remitted by the district deadline of                      *{insert date of district deadline}.*~~

## SECTION 7.

To remain in good standing, a remittance of council, district, California State PTA and National PTA portions of the dues paid by each member to this Association shall be remitted by the council deadline of October 15 *{insert date of council deadline}*.

*{Out-of-council Associations should substitute the following.}*

*To remain in good standing, a remittance of district, California State PTA and National PTA portions of the dues paid by each member to this Association shall be remitted by the district deadline of November 15.*

## SECTION 8.

If this Association fails to remit that portion of its per capita dues by November 15, it forfeits representation at *council and* district meetings until the amount has been paid.

# ARTICLE V – OFFICERS AND THEIR ELECTION

## \*\*\*SECTION 1.

Each Officer or board member of this Association shall be a member of this Association.

## SECTION 2.

The Officers of this Association shall be a president, *executive vice president*, \_\_\_\_\_ (      ) vice president(s), ~~recording~~ secretary, ~~corresponding secretary~~, treasurer, ~~financial secretary~~, ~~auditor~~, historian and parliamentarian. These Officers shall be elected annually with the exception of ~~the corresponding secretary and~~ the parliamentarian, who shall be appointed by the president subject to the ratification of the executive board.

## \*\*\*SECTION 3.

The requirements and procedures for the election and conduct of the nominating committee, which are found in the California State PTA Toolkit, must be followed by this Association. No member shall serve on the nominating committee for two (2) consecutive years. **(See: California State PTA Toolkit.)**

## \*\*\*SECTION 4.

\*\*\*a. Nominations for office shall be made by a nominating committee which shall be elected by the Association.

b. The nominating committee shall be elected at least two months prior to the annual election meeting. The committee shall serve until the annual election meeting.

c. The nominating committee shall be composed of three (3) member(s), with one (1) alternate(s).

d. Members of the nominating committee shall be members of this Association. The principal of the school, or a faculty representative appointed by the principal, if not an elected member of the committee, shall serve in an advisory capacity. The president shall not serve ex officio or be elected to the nominating committee. The committee shall elect its own chairperson.

e. The report of the nominating committee shall be submitted to the membership at least twenty-eight (28) days prior to the annual election meeting. At the annual election meeting, additional nominations must be called for from the floor.

*{Incorporated associations must also include a section on Nominations by Petition:  
See California State PTA Bylaws, Article XII.}*

## \*\*\*SECTION 5.

a. The privilege of holding office shall be limited to members of the Association whose dues are paid and who have been members of the Association for at least thirty (30) days previous to nomination.

b. Individuals who are current members in any PTA or PTSA school in good standing must pay dues to this Association upon nomination to office in order to qualify as members at the time of election.



## **SECTION 6.**

\*\*\*a. Only those persons who are eligible and who have signified their consent to serve if elected shall be nominated for or elected to office.

\*\*\*b. Nominees for the offices of president, treasurer, ~~financial secretary~~, ~~auditor~~, or any elected Officer authorized to sign checks shall not be related by blood or marriage or reside in the same household.

## **SECTION 7.**

Election shall be held by ballot at the annual election meeting in March ~~{month}~~. If there is but one nominee for any office, the ballot for that office may be dispensed with and the election held by voice vote.

## **SECTION 8.**

- a. Officers shall serve for a term of one (1) year.
- b. No Officer shall be eligible to the same office for more than two (2) consecutive terms or hold more than one elected or appointed office.
- c. Officers shall assume their duties on July 1 ~~{insert exact date}~~.
- d. No Officer shall serve past the start of the next term unless elected to serve in that term. A person who has served in an office for more than six (6) months of a full term shall be deemed to have served a full term in such office.

## **SECTION 9.**

The president-elect shall be entitled to be a delegate to the annual California State PTA Convention. An alternate and all other delegates to which the Association is entitled shall be elected at an Association meeting prior to convention. (See California State PTA Bylaws, Article XV - Annual Convention, Section 5)

## **SECTION 10.**

The president-elect may call meetings of the Officers-elect and the principal of the school, or a representative appointed by the principal, as necessary to ratify the appointments of appointed Officers and Chairpersons of committees, to fill vacancies on the board-elect and to make plans for the coming year's work.

## **SECTION 11.**

If an office remains unfilled after election, it shall be considered a vacant office to be filled by the board-elect.

## **SECTION 12.**

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by the executive board. Election to fill a vacancy shall require a majority vote of the entire executive board, with at least ten (10) days prior notice. If notice is not given, the election to fill the vacancy shall require a two-thirds (2/3) vote. The *executive vice president* ~~/first vice president~~ ~~{choose one}~~ shall notify the executive board when a vacancy occurs in the office of president.

## **SECTION 13.**

For the purposes of these Bylaws, all notices shall be in writing and shall be given personally, by mail, or by other means of written communication. If notice is provided by mail (including the U.S. Postal Service, express courier services and the like), such notice shall be addressed to the recipient at his or her address as it appears on the records of the Association, with postage prepaid, and shall be deemed to be delivered when deposited in the mail. If notice is provided by electronic mail, it shall be addressed to the recipient (who has provided unrevoked consent to use this means of transmission for communications) at the electronic mail address as it appears on the records of the Association, and shall be deemed to be delivered upon receipt by the sender of the delivery notification.

# **ARTICLE VI – DUTIES OF OFFICERS AND CHAIRPERSONS**

**\*\*\*SECTION 1.**

The Officers and Chairpersons of committees of this Association must follow and abide by the responsibilities, duties and procedures for Officers and Chairpersons as prescribed in the California State PTA Toolkit.

**\*\*SECTION 2.**

(Consult with the *council*, *if in council*, and district PTA prior to beginning this process.)

When an Officer/Chairperson fails to attend three (3) consecutive meetings without adequate excuse or when an Officer/Chairperson is not fulfilling the responsibilities of the office as prescribed in the Bylaws or Standing Rules, or engages in conduct which the unit executive board determines to be injurious to the organization or its purposes, the unit executive board may by a two-thirds (2/3) affirmative vote, of the entire executive board, take such action as it determines appropriate, which may include asking for the resignation of the Officer/Chairperson.

The Officer/Chairperson, however, cannot be removed from office, unless the unit first conducts a hearing as authorized by the *council*/~~*district*~~ ~~*choose one*~~ PTA. If removing the Officer/Chairperson from office is a consideration, the unit executive board must make a formal request through channels to the *council*/~~*district*~~ ~~*choose one*~~ PTA to determine whether a hearing should be conducted to remove the Officer/Chairperson from office before proceeding with any action. If the *council*/~~*district*~~ ~~*choose one*~~ PTA hearing panel determines, by a two-thirds (2/3) affirmative vote of the entire *council*/~~*district*~~ ~~*choose one*~~ PTA hearing panel, that it is in the best interest of the unit to conduct a hearing, the unit executive board shall follow the Notice and Hearing Procedures set forth below.

**Notice and Hearing Procedures:** Following the two-thirds (2/3) affirmative vote by the *council*/~~*district*~~ ~~*choose one*~~ PTA hearing panel recommending that the unit executive board conduct a hearing:

1. The unit PTA executive board must give the Officer/Chairperson fifteen (15) days prior written notice of the hearing to remove the Officer/Chairperson from office;
2. The written notice shall set forth the reasons for the proposed removal, and shall be mailed by certified mail, return receipt requested, to the last address of the Officer/Chairperson shown on the Association's records. The fifteen (15) day notice period shall commence when the written notice is deposited in the mail;
3. The hearing shall be held before a panel composed of at least a majority of the unit's executive board, as so designated by the unit's executive board. At the unit hearing, the Officer/Chairperson, or the Officer/Chairperson's representative, must be given an opportunity to address the unit hearing panel, either orally or in writing and the Officer/Chairperson must be permitted to offer written evidence, written witness statements and testimony by a reasonable number of witnesses. The unit hearing panel may make a recording of the hearing;
4. At the close of the hearing, the unit hearing panel shall make a recommendation to the unit executive board as to whether or not the Officer/Chairperson should be removed from office. If the unit hearing panel recommends removal from office, the unit executive board shall convene not less than five (5) days following the hearing to vote on whether the Officer/Chairperson will be removed from office;
5. A two-thirds (2/3) vote of the entire unit executive board shall be sufficient to remove the Officer/Chairperson from office;
6. The removal vote shall be recorded in the unit executive board minutes and shall specify the number of members voting in favor of and against such removal. The unit executive board shall mail notice of the removal to the Officer/Chairperson by certified mail, return receipt requested, to the last address of the Officer/Chairperson shown on the Association's records. The removal shall be effective immediately upon deposit of the written notice in the mail. A removed Officer/Chairperson may file a grievance with the State PTA according to its grievance procedures, but such submittal shall not stay the removal; and

7. The *council, if in council, and the* district PTA shall be notified in writing of the action taken by the unit executive board.

### **SECTION 3.**

All Officers/Chairpersons shall perform the duties prescribed in the current edition of **ROBERT'S RULES OF ORDER NEWLY REVISED** in addition to those outlined in these Bylaws and those assigned from time to time. Upon the expiration of the term of office or in case of resignation or termination, each Officer/Chairperson shall turn over to the president or secretary, without delay, all records, books and other material pertaining to the office and shall return to the treasurer, president or secretary, without delay, all funds belonging to the Association.

## **ARTICLE VII – ASSOCIATION MEETINGS**

### **\*\*SECTION 1.**

Association meetings are meetings of the general membership. Association meeting dates shall be identified in the Standing Rules of this Association. With the exception of the annual meeting, notice of any change in time or date of regularly scheduled meetings must be given in writing to the entire membership at least ten (10) days in advance. Whenever members are required or permitted to take any action at a meeting, a written notice of the meeting shall be given not less than ten (10) days nor more than ninety (90) days before the date of the meeting to each member who, on the record date for the notice of the meeting, is entitled to vote at such meeting. The written notice shall contain the place, date and time of the meeting and the general nature of the business that the board, at the time of the notice, intends to present for action by the members, but any proper matter may be presented at the meeting for action.

Whenever a members' meeting is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place thereof are announced at the meeting at which the adjournment is taken. No meeting may be adjourned for more than forty-five (45) days. At the adjourned meeting the Association may transact business which might have been transacted at the original meeting.

### **\*\*SECTION 2.**

The Association meeting in March *{month}* shall be the annual election meeting at which time officers shall be elected. At least thirty (30) days prior written notice of the annual election meeting must be given.

### **SECTION 3.**

The year's proposed program and budget, which includes all programs, projects and expenditures, require approval by the membership. The year's proposed programs and budget shall be presented to the Association for approval at the first Association meeting of the year. This Association shall not assume financial obligation in any one term of office that will be carried over into the succeeding term. All approved programs, projects and expenditures **MUST** be recorded in the Association minutes, the legal record of this Association. (**See: California State PTA Toolkit**)

### **\*\*SECTION 4.**

- a. Special meetings may be called by the president.

The president must call a special meeting upon the written request of four ( 4 ) *{number}* member(s) of the executive board. Special meetings requested by the executive board must be held within fourteen (14) days of receipt of the written request.

All Association members must be notified of any special meetings at least ten (10) days prior to the meeting. Only business mentioned in the notice of a special meeting can be transacted at that meeting.

- b. Upon request in writing for a special meeting by five (5) percent or more of the members, the president shall, within twenty (20) days of receipt of such request, cause notice to be given to the members entitled to vote that a meeting will be held at a time fixed by the executive board, not less than thirty-five (35) nor more than ninety (90) days after the president's receipt of the request.

- c. The notice shall contain the place, date and time of the meeting and the general nature of the business that the executive board, at the time of the notice, intends to present for action by the members and no other business may be transacted.

**SECTION 5.**

\*\*\*a. This Association shall establish a quorum for the transaction of business in any meeting of this Association.

\*\*b. Eleven ( 11 ) *{number}* member(s) shall constitute a quorum. If this Bylaw provision authorizes a quorum of less than one-third (1/3) of the voting power, then only those matters the general nature of which was contained in the notice of the meeting may be voted upon at such meeting.

\*\*\***SECTION 6.**

The privilege of making motions, debating and voting shall be limited to members of the Association who are present and whose dues are paid and who have been members of the Association for at least the previous thirty (30) days.

\*\*\***SECTION 7.**

Voting by proxy is PROHIBITED.

**SECTION 8.**

Members of the Association may participate in and act at any meeting of the Association via teleconferencing using equipment with which all association members participating in the meeting can communicate with each other at the same time. Participation in such meetings shall constitute attendance and presence in person at the meeting. Quorum shall be established by roll call and identification of individual members.

## ARTICLE VIII – EXECUTIVE BOARD

### SECTION 1.

The executive board shall consist of Officers of the Association, the Chairpersons of standing committees, the teacher representative and the principal of the school, or a representative appointed by the principal, all of whom shall be members of this Association. The principal of the school or designated representative and the teacher representative, although not elected officers, serve in an advisory capacity with full voting privileges.

### \*\*\*SECTION 2.

The executive board is subject to the orders of the Association and none of its acts shall conflict with action taken by the Association. Members of the executive board shall:

- a. Transact necessary business between meetings of the Association and such other business as may be referred by the Association.
- b. Authorize the payment of Association bills within the limits of the budget adopted by the Association. Such action must be ratified at the next Association meeting and must be recorded in the Association minutes.
- c. Be responsible for keeping such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of the Association, including specifically, the number of members, the dues collected from the members and the amount of dues remitted to the California State PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the California State PTA.
- d. Forward copies of the adopted budget to the *council*/district PTA.
- e. Be responsible for filling out and forwarding all necessary report forms required by the California State PTA for insurance, and for filing all tax returns and other forms required by government agencies. This includes employee reporting forms, if this Association pays employees; and independent contractor reporting forms, if this Association hires independent contractor(s). Copies of all government filings shall be submitted to the *council*/district PTA.
- f. Be responsible for audits of the financial records of the Association to be conducted at mid-year, at the end of each fiscal year, and at the resignation of any financial officer or authorized check signer. These audits must be reviewed by the executive board and considered, approved and adopted by a vote of the general membership at an Association meeting. Copies of adopted audits shall be submitted to the *council*/district PTA.
- g. *Appoint an auditor, to be ratified by the Association, at the September {month} meeting. The auditor shall not be an Officer of the Association or a member of the executive board. [For use by units that do not include an auditor among the elected officers in ARTICLE V, Section 2]*
- h. Appoint an audit review committee, ratified by the Association, to review the required audits and review the financial records. The audit review committee shall be composed of the auditor and, at least, one other member of the unit, council, or district PTA. The majority of the audit review committee members may not be check signers.

Audits may be conducted by an elected auditor, appointed auditor, or council/district PTA.

Alternatively, the board may authorize, subject to the ratification of the Association, that required audits be conducted by a qualified accountant (paid or volunteer).

If the audit is conducted by a qualified accountant (paid or volunteer), the requirement of appointing an audit review committee does not apply.

- i. Appoint a member or members of the unit, ratified by the Association, who is/are not a check signer to review the monthly bank statements and reconciliation.

- j. Create committees as are deemed necessary to promote the purposes and to carry on the work of the Association, the California State PTA and the National PTA and approve a committee's plan of work.
- k. Fill all vacancies in office, including that of president.

*{Associations that are not incorporated should line out the following.}*

- l. ~~Act as the Board of Directors of a nonprofit public benefit corporation, as defined by the California Corporations Code.~~

### \*\*\*SECTION 3.

An Association member shall not serve as a voting member of this executive board while serving as a paid employee of or under contract to this Association.

### \*\*SECTION 4.

The executive board shall meet at least once a month during the school year and a minimum of fourteen (14) days prior to Association meetings, unless otherwise ordered by the executive board. No later than the first month of the school year, the executive board shall schedule the day, week and place for the monthly executive board meetings. (See: California State PTA Toolkit)

### SECTION 5.

Special meetings of the executive board may be called by the president. The president must call a special meeting upon the written request of two ( 2 ) *{number}* member(s). Special meetings must be held within fourteen (14) days of receipt of a written request. All executive board members must be notified of special meetings at least seven (7) days prior to the meeting. Only business mentioned in the notice of a special meeting can be transacted at that meeting.

### SECTION 6.

\*\*\*a. This Association shall establish a quorum for the transaction of business in any meeting of the executive board.

- b. Five ( 5 ) *{number}* member(s) shall constitute a quorum.

### \*\*\*SECTION 7.

Voting by proxy is PROHIBITED.

### SECTION 8.

*Members of the executive board may participate in and act at any meeting of the executive board via teleconferencing using equipment with which all board members participating in the meeting can communicate with each other at the same time. Participation in such meetings shall constitute attendance and presence in person at the meeting. Quorum shall be established by roll call and identification of individual executive board members.*

## ~~ARTICLE IX – COUNCIL MEMBERSHIP~~ *{Applies only to associations holding membership in a council of PTAs}*

### SECTION 1.

- a. This Association shall be represented in meetings of the Milpitas Unified Council of Parent-Teacher Associations by its president or alternate, *the principal or alternate, and by one* ( 1 ) *{number}* delegate(s) or alternate(s) selected by the Association prior to the first meeting of the council, except at the election of council officers when an alternate delegate system outlined in Article V, Section 2 of **Council Bylaws** shall be used **(MUST CORRESPOND WITH COUNCIL BYLAWS)**
- b. *Such delegate(s) and their alternate(s) shall be* appointed *{state method, elected or appointed}* by the Association in September *{month}*.
- c. *Such delegate(s) to the* Milpitas Unified Council of Parent-Teacher Associations shall serve for a term of two ( 2 ) year(s).

## **SECTION 2.**

For the election of council officers this Association, if in good standing, shall be entitled to be represented by the president or his or her alternate *and one delegate for every ten ( 10 ) ~~number~~ members or fraction thereof.* **(MUST CORRESPOND WITH COUNCIL BYLAWS, ARTICLE V, SECTION 2.)** Delegates shall be appointed ~~{state method, elected or appointed}~~ at an Association meeting at least thirty (30) days prior to the Council election meeting.

## **ARTICLE X – CHARTER PROCEDURE**

### **\*\*\*SECTION 1.**

Local PTAs shall be organized and chartered under the authority of the California State PTA in the geographic area in which this Association functions, in conformity with such rules and regulations, not in conflict with the National PTA Bylaws, as the California State PTA may in its Bylaws prescribe. The California State PTA shall issue to each local Association in its geographic area an appropriate charter evidencing the organization is in good standing.

A local Association in good standing is one which:

- a. Adheres to the purposes and basic policies of the National PTA and California State PTA;
- b. Remits the national portion of the dues through the California State PTA to reach the national office by dates designated by the National PTA;
- c. Has Bylaws approved according to the procedures of the California State PTA; and
- d. Meets other criteria as may be prescribed by the California State PTA.

### **\*\*\*SECTION 2.**

A local Association in good standing in California is one which also:

- a. Pays dues to and actively supports all branches of the National PTA and California State PTA;
- b. Pays insurance premiums to the California State PTA;
- c. Is composed of not less than fifteen (15) members of whom at least three (3) shall serve in the offices of president, secretary and treasurer, respectively; and
- d. Complies with the legal filing requirements of state and federal government agencies.

### **\*\*\*SECTION 3.**

This Association shall receive a charter as a constituent organization of the National PTA:

- a. After its Bylaws have been approved by the California State PTA parliamentarian;
- b. After the California State PTA office has received the “Application for Acceptance As A Unit of the California State PTA” with the charter membership dues;
- c. After an application for an Employer Identification Number (EIN) as a “subordinate” (constituent organization) (exempt letter dated November 18, 1943) under the name “PTA California Congress of Parents, Teachers, and Students, Inc.,” has been submitted to the Internal Revenue Service; and
- d. Upon a majority vote of the California State PTA Board of Managers.

### **\*\*\*SECTION 4.**

The charter of this Association shall be subject to withdrawal and the status of such organization as a PTA/PTSA shall be subject to termination by a two-thirds (2/3) vote of the California State PTA Board of Managers, in the manner and under the circumstances provided in the Bylaws of the California State PTA.

**\*\*\*SECTION 5.**

This Association is obligated, upon withdrawal of its charter by the California State PTA:

- a. To surrender all of its books and records and all of its assets and property to the California State PTA or to another PTA or PTSA selected by the California State PTA that is organized under the authority of the California State PTA;
- b. To cease and desist from further use of any name that implies or connotes association with the National PTA or the California State PTA or status as a constituent organization of the National PTA; and
- c. To carry out promptly, under the supervision and direction of the California State PTA, all proceedings necessary or desirable for the purpose of dissolving this Association.

**\*\*\*SECTION 6.**

Upon the withdrawal of this Association's charter, the California State PTA shall have the right to collect and transfer any funds, including funds deposited by the Association with a financial institution, over which the Association or its officers have or had signature authority or control. (See: **California State PTA Toolkit**.)

**\*\*\*SECTION 7.**

Each Association shall, upon withdrawal of its charter by the California State PTA immediately cease and desist from any further use of the Association's Internal Revenue Service Employer Identification Number (EIN) as a constituent organization under the group exemption number issued to the California State PTA.

**SECTION 8.**

THE *COUNCIL AND* DISTRICT SHALL BE CONSULTED AT LEAST SIXTY (60) DAYS PRIOR TO ANY VOTE BEING TAKEN TO DISBAND THIS ASSOCIATION. (See: **California State PTA Toolkit**)

## **ARTICLE XI – RELATIONSHIP WITH NATIONAL PTA AND CALIFORNIA STATE PTA**

**\*\*\*SECTION 1.**

The Bylaws of this Association shall not conflict with the Bylaws of the National PTA and the California State PTA. These Bylaws shall be approved by the California State PTA parliamentarian when this Association is organized and when there is a change in its association status.

**\*\*\*SECTION 2.**

This Association shall include in its Bylaws provisions corresponding to the provisions of the Bylaws of the California State PTA identified by a triple star.

**SECTION 3.**

The **California State PTA Toolkit** published by the California State PTA contains policy statements of the PTA not found in the Bylaws or standing rules. As a local association of the California State PTA, this Association is obligated to follow those policy statements.

## **\*\*\*ARTICLE XII – ARTICLES OF ORGANIZATION**

The "Articles of Organization" of this Association comprise these Bylaws, as from time to time amended, and the "Articles of Association," if any. In the absence of separate Articles of Association, these Bylaws shall be deemed to be the Articles of Association. In the event of any conflict between these Bylaws and the Articles of Association, these Bylaws shall govern.

*[Associations that are incorporated should substitute the following.]*



~~This Association is a nonprofit public benefit corporation organized under the laws of the State of California. Its “Articles of Organization” comprise the Articles of Incorporation and these Bylaws as from time to time amended. In the event of any conflict between the Articles of Incorporation and these Bylaws, the Association shall take prompt action to amend the Articles of Incorporation to conform to the provisions of these Bylaws. The Articles of Incorporation for the Association shall be submitted to the California State PTA as part of the organizational papers and at other times as requested by the California State PTA, in accordance with Article VI, Section 12 of California State PTA Bylaws.~~

## ARTICLE XIII – IDENTIFICATION NUMBERS AND FISCAL YEAR

### SECTION 1.

The California State PTA Identification (ID) Number for this Association is

4974 {number}

### SECTION 2.

The National PTA Identification (ID) Number for this Association is

00032119 {number}

### SECTION 3.

The Internal Revenue Service Employer Identification Number (EIN) for this Association is

3 2 - 0 2 6 6 9 0 2 {number}.

### SECTION 4.

The entity number for this Association assigned by the Franchise Tax Board (FTB), is

8019530 {number}

### SECTION 5.

The charitable trust number for this Association, as assigned by the California State Office of the Attorney General, is CT0188046 {number}

### SECTION 6.

~~If incorporated, the corporation number for this Association, as assigned by the Secretary of State, is~~

~~\_\_\_\_\_ {number}~~

### SECTION 6.

The fiscal year of this Association shall begin July 1 {month and day} and end June 30 {month and day} (Once a fiscal year has been established and on file with the Internal Revenue Service, consult the California State PTA treasurer for the procedure required to change the fiscal year.)

## \*\*\*ARTICLE XIV – PARLIAMENTARY AUTHORITY

The rules contained in the current edition of **ROBERT’S RULES OF ORDER NEWLY REVISED** shall govern the National PTA and this Association in all cases in which they are applicable and in which they are not in conflict with these Bylaws, the Bylaws of the California State PTA and the National PTA, the Articles of Incorporation of the \_\_\_\_\_ {if incorporated, insert name of the PTA unit} and the California Nonprofit Corporation Law.

## ARTICLE XV – AMENDMENTS

### \*\*\*SECTION 1.

Bylaws for this Association shall be reviewed annually and updated at least every five (5) years by the Bylaws committee of this Association.

### \*\*\*SECTION 2.

Before adoption, all proposed amendments accompanied by the Bylaws shall be submitted through channels to the California State PTA parliamentarian for approval. The Bylaws must also be approved by the California State PTA parliamentarian when there is a change of status (e.g., PTA changing to PTSA or when combining/dividing).

### SECTION 3.

After the California State PTA parliamentarian has approved and signed the amended Bylaws, the process of adoption by the Association must be completed. The Association shall by a two-thirds (2/3) vote of the members present adopt amended Bylaws at any Association meeting provided written notice of the meeting was given at least thirty (30) days prior to the date of the meeting to each member who, on the record date for the notice of the meeting, is entitled to vote at such meeting. (Note: If notice is provided by mail and the notice is not mailed by first-class, registered, or certified mail, such notice shall be given not less than twenty (20) days before the meeting.) The notice shall contain the place, date and time of the meeting and the general nature of the business that the board, at the time of the notice, intends to present for action by the members, but any proper matter may be presented at the meeting for action.

### \*\*\*SECTION 4.

The adoption of an amendment to any provision of the Bylaws of the California State PTA identified by a triple star (\*\*\*) shall serve automatically and without the requirement of further action by this Association to amend correspondingly the Bylaws of this Association. Notwithstanding the automatic character of the amending process, this Association shall promptly incorporate such amendments in its Bylaws.

### \*\*\*SECTION 5.

The adoption of an amendment to any provision of the Bylaws required by California Corporations Code and identified by a double star (\*\*) by the California State PTA shall serve automatically and without the requirement of further action by this Association to amend correspondingly the Bylaws of this Association. Notwithstanding the automatic character of the amending process, this association shall promptly incorporate such amendments in its Bylaws.

## SIGNATURES

**BYLAWS OF:** Milpitas High School PTSA

(Full Legal Name of Association)

Milpitas Unified Council of PTAs

Sixth District PTA

### APPROVED BY:

\_\_\_\_\_  
California State PTA Parliamentarian

\_\_\_\_\_  
Date

### ADOPTED BY THE ASSOCIATION:

\_\_\_\_\_  
Association Secretary

\_\_\_\_\_  
Date of Adoption by the Association

\_\_\_\_\_  
Association President

## STANDING RULES

1. **Bylaws** – At the beginning of the term of office, each member of the executive board shall be given a copy of these Bylaws and shall be responsible for making a thorough study of them. A copy of these Bylaws shall be made available to any member of the Association upon request.
2. **Membership List** – The membership list/directory of this Association shall be for the exclusive use of the organization and shall not be available for distribution or purchase by any other organization or commercial entity.
3. **Board Roster** – The president shall prepare the list of Association Officers and Chairmen required for directory data and submit as directed by the *council/district {choose one}*. The deadline for directory data to the *council/district {choose one}* is May 1 *{council deadline if in council, district deadline if out-of-council}*.
4. **Annual Report** – The *president/historian {choose one}* shall be responsible for the preparation of the Association's Annual Report of volunteer hours required by the California State PTA.
5. **Vice Presidents** – The *executive vice president/first vice president {choose one}* shall serve as the primary aide to the president and perform the duties of the president in the absence or disability of that officer to act.  
  
The *additional vice president(s)* shall act as aide(s) to the president and *executive vice president* and shall, *in their designated order*, perform the duties of the president and executive vice president in the absence or disability of that officer to act.  
  
*The first vice president shall serve as* \_\_\_\_\_.  
*The second vice president shall serve as* \_\_\_\_\_.  
*The third vice president shall serve as* \_\_\_\_\_.  
*The fourth vice president shall serve as* \_\_\_\_\_.  
*The fifth vice president shall serve as* \_\_\_\_\_.  
*The sixth vice president shall serve as* \_\_\_\_\_.
5. **Check Signers** – All disbursements of the Association must be signed by two (2) authorized signers. Authorized signers are: president, treasurer and Executive Vice President *{elected officer other than the secretary or auditor}*. The authorized signers and any individuals counting cash shall not be related by blood or marriage nor reside in the same household.
6. **\*\*Association Meeting Dates** – Association meetings are meetings of the general membership and shall be held on the third Wednesday *{insert week and day in the month, e.g., second Tuesday}* of  
September, October, November,  
January, February, March,  
April, \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_, and May \_\_\_\_\_ of the school year unless otherwise ordered by the Association or the executive board.
7. **\*\*Association Meeting Agenda** – At least fourteen (14) days notice, in writing, must be given to the president in order to have an item of business or an announcement placed on the Association meeting agenda. (This allows the president time to prepare the agenda and provide written notice to the members at least ten (10) days prior to the meeting).
8. **Association Meeting Business Items** – When a recommendation for an item of business or an announcement that has not had prior consideration by the executive board is brought to an Association meeting, it shall be referred to a committee and/or the executive board for study.
9. **Approving Material for Association Meetings** – Any non-PTA material to be distributed at an Association meeting must be approved by the executive board prior to the meeting.

- NOTE:** Standing Rules may be adopted by a majority vote of the members present at any Association meeting. Amendments to Standing Rules require a two-thirds (2/3) vote of the members present without prior written notice, and a majority vote of the members present with such notice. Standing Rules should be procedural rather than parliamentary and may not conflict with or supersede the Bylaws.