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HAMILTON COUNTY COUNCIL BYLAWS

ARTICLE I: NAME

The name of this association is the Hamilton County Council of Parent Teacher Associations, Southeast Region of the Tennessee Congress of Parents and Teachers (Tennessee PTA), a branch of the National Congress of Parents and Teachers (National PTA). The Hamilton County Council is hereinafter referred to as “this Council”.

ARTICLE II: PURPOSES

Section 1. The Purposes of this Council, in common with those of Tennessee PTA and 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 into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth; and
- e. To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, social, and spiritual education.

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

Section 3. The 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 or corresponding section of any future federal tax code, hereinafter “Internal Revenue Code”.

ARTICLE III: BASIC POLICIES

The following are basic policies of this Council, Tennessee PTA and National PTA:

- a. The association shall be noncommercial, nonsectarian and nonpartisan;
- b. The association shall work with the schools and community to provide quality education for all children and youth, and shall seek to participate in the decision-making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities and local education authorities;
- c. The association shall work to promote the health and welfare of children and youth, and shall seek to promote collaboration among parents, schools and the community at large;
- d. No part of the net earnings of the association shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons except

1 that the association shall be authorized and empowered to pay reasonable compensation
2 for services rendered, and to make payments and distributions in furtherance of the
3 purposes set forth in Article II hereof;

- 4 e. Notwithstanding any other provision of these articles, the association shall not carry on
5 any other activities not permitted to be carried on (i) by an association exempt from
6 federal income tax under Section 501 (c)(3) of the Internal Revenue Code or (ii) by an
7 association, contributions to which are deductible under Section 170 (c)(2) of the
8 Internal Revenue Code;
- 9 f. Upon the dissolution of the association, after paying or adequately providing for the
10 debts and obligations of the association, the remaining assets shall be returned to
11 Tennessee PTA;
- 12 g. The association or members in their official capacities shall not, directly or indirectly,
13 participate or intervene (in any way, including the publishing or distributing of
14 statements) in any political campaign on behalf of, or in opposition to, any candidate for
15 public office, or devote more than an insubstantial part of its activities to attempting to
16 influence legislation by propaganda or otherwise; and
- 17 h. This local unit may cooperate with other associations and agencies concerned with child
18 welfare, but no representative shall make a commitment that binds the organization.
19
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21 # ARTICLE IV: RELATIONSHIP WITH 22 TENNESSEE AND NATIONAL PTA 23

24 **Section 1.** This Council shall be organized and chartered under the authority of Tennessee PTA
25 in the area in which this Council functions in conformity with such rules and regulations which
26 are not in conflict with Tennessee PTA Bylaws or National PTA Bylaws.
27

28 A council in good standing is one that:

- 29 a. Adheres to the Purposes and basic policies of PTA;
- 30 b. Has bylaws approved according to the procedures of Tennessee PTA;
- 31 c. Maintains a minimum of three (3) local units; and
- 32 d. Meets other criteria as may be prescribed by Tennessee PTA;
- 33 e. To be eligible for any and all awards, a council membership report must be received in
34 the state office no later than December 1st.
35

36 **Section 2.** The articles of organization of this Council include (a) the bylaws of such
37 association, (b) the certificate of incorporation or articles of incorporation of such association (in
38 cases in which the association is a corporation) or the articles of association by whatever name
39 (in cases in which the association exists as an unincorporated association), and (c) council
40 charter.
41

42 **Section 3.** This Council shall adopt such bylaws for the governance of the association as may be
43 approved by Tennessee PTA. Such bylaws shall be resubmitted for review by Tennessee PTA at
44 least once every five years. Such bylaws shall contain provisions corresponding to the
45 provisions of state bylaws identified by the pound sign (#).
46

47 **Section 4.** Voting by proxy is prohibited.
48

1 **Section 5.** Only members of this Council who have paid dues for the current membership year
2 may participate in the business of this Council, Tennessee PTA and National PTA.
3

4 **Section 6.** This Council shall keep such permanent books of account and records as shall be
5 sufficient to establish the items of gross income, receipts and disbursements of this Council,
6 including specifically the number of its members, the dues collected from its members and the
7 amounts of dues remitted to Tennessee PTA. Such books of account and records shall at all
8 reasonable times be open to inspection by an authorized representative of Tennessee PTA.
9

10 **Section 7.** Organization of a new local unit requires a minimum of eight (8) members. To
11 remain a unit in good standing, a local unit must maintain a minimum of twenty (20) members
12 and meet other requirements provided for by the Tennessee PTA.
13

14 **Section 8.** The charter of this Council shall be subject to withdrawal and the status of such
15 association as a council PTA shall be subject to termination, in the manner and under the
16 circumstances provided in the bylaws of Tennessee PTA.
17

18 **Section 9.** A council may dissolve in the following manner:
19

- 20 a. A council executive committee considering recommending to its general membership a
21 resolution to dissolve must afford the region director or state PTA representative an
22 opportunity to speak to the executive committee prior to its taking any action on such a
23 proposal. If the executive committee then votes to present to its general membership a
24 motion to dissolve, it must inform in writing the region director, the state president, and
25 its general membership at least thirty (30) days prior to the next general membership
26 meeting that the resolution to dissolve will be considered. No meeting for the purpose of
27 considering dissolution of a council shall be held during the periods of time when school
28 is closed for vacation or holidays. The state must be afforded the opportunity to speak at
29 that meeting to the membership prior to action being taken by them on the proposed
30 resolution to dissolve.
- 31 b. Approval to dissolve requires a two-thirds ($\frac{2}{3}$) vote by written ballot, a majority of the
32 membership being present. Only those members, who are in good standing on the day
33 the written notice of the proposal to dissolve is mailed, may vote.
- 34 c. Dissolution shall take effect immediately and shall not be postdated. The provisions
35 hereinafter outlined in Article IV, Section 10, shall take effect immediately.
- 36 d. When a council has voted to dissolve in compliance with these procedures, and later
37 wishes to resume activities, it is necessary to reorganize the council. The same procedure
38 as the organization for a new council would be followed.
- 39 e. A report shall be filed with the region director or the State Office detailing the
40 compliance with the dissolution process.
41

42 **Section 10.** This Council is obligated, upon withdrawal of its charter by Tennessee PTA or
43 dissolution:
44

- 45 a. To yield up and surrender all of its books and records and all of its assets and property to
46 Tennessee PTA or to such agency as may be designated by Tennessee PTA or to another
47 council PTA organized under the authority of Tennessee PTA;
- 48 b. To cease and desist from the further use of any name that implies or connotes association
49 with Tennessee PTA or National PTA; and

- 1 c. To carry out promptly, under the supervision and direction of Tennessee PTA, all
2 proceedings necessary or desirable for the purpose of dissolving this Council.
3
4

5 # ARTICLE V: PURPOSES OF THIS COUNCIL 6

7 **Section 1.** The purposes of this Council are to:
8

- 9 # a. Unify and strengthen local PTAs comprising this Council;
10 # b. Provide for the cooperation of the local PTAs/PTSAs in the Council in order to promote
11 the interests of children, to encourage programs and projects in the various PTA units
12 which will carry out the Mission and Purposes of PTA, and to assist in the formation of
13 new PTAs according to the plan of the Tennessee PTA; and
14 # c. Promote the interests of the Tennessee PTA and National PTA.
15

16 # **Section 2.** This Council shall not dictate to the local PTAs.
17
18

19 # ARTICLE VI: MEMBERSHIP AND DUES 20

21 **Section 1.** Membership in this Council shall consist of local PTAs chartered by the Tennessee
22 PTA in Hamilton County upon payment of dues as hereinafter provided.
23

24 **Section 2.** Membership in this Council shall be open, without discrimination, to anyone who
25 believes in and supports the mission and purposes of National PTA, as provided for by the
26 bylaws of Tennessee PTA, National PTA and this Council.
27

28 **Section 3.** This Council shall conduct an annual enrollment of members but may admit local
29 PTAs to membership at any time.
30

31 **Section 4.** Each member of this Council shall pay such annual dues to this Council as may be
32 prescribed by the association.
33

34 **Section 5.** The annual dues for membership in this Council shall be \$0.25 per member (per unit)
35 for each local PTA/PTSA in membership and shall be payable as scheduled.
36

37 **Section 6.** Delegates from local PTAs/PTSAs whose dues to the Council are in arrears shall not
38 participate in the business of this Council.
39

40 **Section 7.** Councils shall not be required to pay state or national dues. All local PTAs within
41 the boundaries of the Council may be members of this Council.
42

43 # **Section 8.** The treasurer of each local PTA/PTSA in membership with this Council shall make
44 all required reports and shall remit to the Council Treasurer membership dues for state and
45 national portions plus the per capita membership dues determined by this Council.
46

47 # **Section 9.** Each local unit in membership with this Council may be represented at meetings of
48 this Council by the president or alternate and the duly accredited delegates or alternates. Each
49 local PTA/PTSA unit shall be eligible for an equal number of delegates regardless of the size of
50 the unit.
51

1 # **Section 10.** All memberships received during the fiscal year ending June 30 shall expire no
2 later than the following October 31.
3

4 5 **ARTICLE VII: OFFICERS AND THEIR ELECTION** 6

7 **Section 1.** The officers of this Council shall be a President, President-Elect, Four (4) Vice
8 Presidents, a Secretary, a Treasurer, and a Parliamentarian.
9

10 **Section 2.** The officers shall be elected by ballot at the Council's Annual Meeting, in the month
11 of March (ref. Article XIV, Section 3), at which time nominations may be made from the floor.
12

13 # **Section 3.** The vote shall be conducted by ballot. When there is but one candidate for an
14 office, the ballot for that office may be dispensed with and election held by voice vote. A
15 majority vote shall elect. Written ballots shall be counted by three members selected at the
16 election meeting.
17

18 **Section 4.** The following provisions shall govern the qualifications and eligibility of individuals
19 to be officers of this Council:
20

21 # a. Each officer shall be a member of a local unit in good standing within the area of
22 this Council.

23 b. All elected officers shall be elected to a two-year term in office. All elected officers are
24 eligible to serve only one (1) two-year term in their respective office, or until their
25 successors are elected.

26 # c. A person who has served in an office for more than one half (1/2) of a full term shall
27 be deemed to have served a full term in such office.
28

29 **Section 5.** Officers shall assume their official duties on June 30.
30

31 # **Section 6.** No person shall serve on the board of managers in more than one elected capacity.
32

33 **Section 7.** A vacancy occurring in the office of president shall be filled for the remainder of the
34 unexpired term by the president-elect, or by the vice presidents in their designated order for
35 vacancies of the president and/or president-elect offices. Nominations to fill a vacancy in any
36 office other than president shall be made by the president and elected by the executive
37 committee.
38
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40 **ARTICLE VIII: DUTIES OF OFFICERS** 41

42 **Section 1.** The President shall:
43

- 44 a. Preside at all meetings of this Council;
- 45 b. Help to extend PTA work into all parts of the Council territory, keeping it in harmony
46 with the state plan;
- 47 c. Serve as an ex-officio member of all committees except the Committee on Nominations
48 and Leadership Development;
- 49 d. Be a designated signator on vouchers;

- e. Coordinate the work of the officers and committees of this Council in order that the Purposes may be promoted; and
- f. Perform such other duties as may be provided by these bylaws, standing rules, parliamentary authority, or as directed by the board of managers or executive committee.

Section 2. The President-Elect shall:

- a. Act as aide to the president;
- b. Perform the duties of the president in the president's absence or inability to serve;
- c. Assume the office of president the next term; and
- d. Perform such other duties as may be provided for by these bylaws, standing rules, parliamentary authority, or as directed by the president, board of managers or executive committee.

Section 3. The Vice Presidents shall:

- a. Act as aide(s) to the president;
- b. In their designated order as stated in the standing rules, perform the duties of the president in the president's absence or inability to serve; and
- c. Perform such other duties as may be provided for by these bylaws, standing rules, parliamentary authority, or as directed by the president, board of managers or executive committee.

Section 4. The Secretary shall:

- a. Record the minutes of all meetings of this Council;
- b. Be prepared to read the records of any previous meeting;
- c. Keep a permanent record and file all records;
- d. Have a current copy of the bylaws;
- e. Maintain an accurate roster of the names and addresses of local PTAs/PTSAs in membership and their presidents; and
- f. Perform other such duties as may be provided for by these bylaws, standing rules, parliamentary authority, or as directed by the president, board of managers or executive committee.

Section 5. The Treasurer shall:

- a. Have custody of the funds of this Council;
- b. Keep a full and accurate account of receipts and expenditures in the books belonging to this Council;
- c. Make disbursements as authorized by the president, board of managers of this local unit in accordance with the budget adopted by this Council;
- d. Have checks or vouchers signed by two bonded officers: the treasurer, the president or one other designated officer;
- e. Present a financial statement at every meeting of this Council and at other times when requested by the board of managers;
- f. Make a full report at the meeting at which new officers officially assume their duties;
- g. Be responsible for the maintenance of such books of account and records as conform to the requirements of Article IV, Section 6 of these bylaws;

- 1 h. Present an annual report of the financial condition of the association;
- 2 i. Submit the books annually for audit;
- 3 j. Report the findings of the annual report to the board of managers; and
- 4 k. Perform such other duties as may be provided for by these bylaws, standing rules,
5 parliamentary authority, or as directed by the president, board of managers or executive
6 committee.

7
8 **Section 6.** The Parliamentarian shall:

- 9
- 10 a. Advise the presiding officer of this council;
- 11 b. Perform such other duties as may be provided for by these bylaws, standing rules,
12 parliamentary authority, or as directed by the president, board of managers or executive
13 committee.

14 15 16 17 **ARTICLE IX: BOARD OF MANAGERS**

18
19 **Section 1.** The business of this Council shall be conducted by the board of managers in the
20 intervals between the Council general membership meetings.

21
22 **Section 2.** The members of the board of managers shall be:

- 23
- 24 a. The elected officers;
- 25 b. The chairmen of the standing and/or special committees; and
- 26 c. Members of the Advisory Board.

27
28 **Section 3.** The following provisions shall govern the qualifications and eligibility of individuals
29 to be members of the board of managers:

- 30
- 31 # a. Each board member shall be a member of a local unit in good standing within the area of
32 this Council;
- 33 # b. No person shall serve on the board in more than one elected capacity; and
- 34 # c. No board member shall serve as a paid employee of or under contract to this Council.

35
36 **Section 4.** Duties of the board of managers shall be to:

- 37
- 38 a. Carry out such business as may be referred to it by the membership of the Council;
- 39 b. Create standing and special committees;
- 40 c. Report at the general membership meetings of this Council;
- 41 d. Select an auditor or an auditing committee to audit the treasurer's accounts;
- 42 e. Approve plans of work of Council standing and/or special committees;
- 43 f. Prepare and submit an annual budget to this Council's general membership for adoption;
44 and
- 45 g. Approve payment of routine bills within the limits of the adopted budget.

46
47 **Section 5.** Regular meetings of the board of managers shall be held with the date and time to be
48 fixed by the executive committee at its first meeting of the term.

1 **Section 6.** Special meetings of the board of managers may be called by the president or when
2 requested by four (4) members upon five (5) days' written notice to each member of the board.
3 Written notice may be submitted by electronic communication.
4

5 **# Section 7.** A quorum of the board of managers shall be eight (8) members. Voting by proxy is
6 prohibited.
7

8 **Section 8.** If any member of the board of managers shall at any time cease to meet the
9 qualifications of fulfill the duties of the position, that person may be removed from the board in
10 the following manner:
11

- 12 a. A resolution adopted by the executive committee;
- 13 b. A ten (10) day notice issued to the board member in question;
- 14 c. An opportunity for the member in question to address the board of managers at the next
15 regular meeting; and
- 16 d. Two-thirds ($\frac{2}{3}$) vote of the board of managers for removal.
17

18 **Section 9.** Upon the expiration of the term of office or when individuals cease to hold the
19 position that entitles them to be a member of the board, all records, books and other materials
20 pertaining to the position shall be turned over to the president and all funds pertaining to the
21 position shall be returned to the treasurer within fourteen (14) days.
22
23

24 **ARTICLE X: EXECUTIVE COMMITTEE**

25

26 **Section 1.** The executive committee shall be composed of the elected officers and the chairman
27 of the advisory board.
28

29 **Section 2.** Special meetings of the executive committee may be called by the president or upon
30 written request of three (3) members with five (5) days' notice given to each member of the
31 executive committee.
32

33 **# Section 3.** A quorum of the executive committee shall be a majority of the members of the
34 committee then in office. Voting by proxy is prohibited.
35

36 **Section 4.** Duties of the executive committee shall be to:
37

- 38 a. Transact business referred to it by the board;
- 39 b. Act in emergencies between meetings of the board; and
- 40 c. Make a report at each board meeting.
- 41 d. Fix date and time of board of managers meetings (Article IX, Section 5).
42

43 **Section 5.** The executive committee shall meet as soon as the officers have been duly elected for
44 the purposes of formulating tentative plans for their term of office and selecting chairmen of
45 standing and/or special committees with input from the local unit presidents.
46

47 **Section 6.** The executive committee shall take no action in conflict with any action taken by the
48 board of managers or the general membership.
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3 **ARTICLE XI: ADVISORY BOARD**

4 **Section 1.** Advisory Board Membership

- 5 a. All active past council presidents
6 b. The immediate past council president shall serve as chairman. If not possible, the group shall
7 elect their own chairman.
8 c. Members may serve as elected officers or committee chairmen of this Council only if no other
9 candidates are available for positions.

10 **Section 2.** Each member shall be a voting member on the board of managers (Article IX.
11 Section 2c), and each member shall be a voting member at general meetings (Article XIV,
12 Section 4e).

13
14 **Section 3.** Other duties of the advisory board shall be to:

- 15
16 a. Select State and National PTA Honorary Life Membership recipients;
17 b. Select the Sigrid Stewart Friend of the PTA award recipient;
18 c. Select the Sandra Black scholarship recipient; and
19 d. Reply to requests from the Executive Committee.
20

21
22 **ARTICLE XII: COMMITTEES**

23
24 # **Section 1.** Only members of a local unit in good standing within the area of this Council shall
25 be eligible to serve in any elected or appointed position.

26
27 **Section 2.** The standing committees of this Council shall be created by the board of managers as
28 deemed necessary and listed in the Council's standing rules.

29
30 **Section 3.** The chairmen of standing/special committees shall be elected by the officers of this
31 Council.

32
33 **Section 4.** The term of office of a committee chairman shall be 2 years or until the selection of a
34 successor.

35
36 **Section 5.** The chairman of each committee shall present a plan of work to the board of
37 managers for approval. No committee work shall be undertaken without the consent of the board
38 of managers.

39
40 **Section 6.** Special committees may be created by the president with approval of the executive
41 committee when deemed necessary.

42
43 **Section 7.** The quorum of any committee shall be a majority of its members.

44
45 **Section 8.** The president shall be a member ex-officio of all committees except the Committee
46 on Nominations and Leadership Development.
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1 **# ARTICLE XV: TENNESSEE STATE PTA CONVENTION**
2

3 **Section 1.** In accordance with Tennessee PTA Bylaws, the president of this Council or the
4 elected alternate shall be a voting delegate to the annual convention.
5

6 **Section 2.** Voting delegates and their alternates shall be chosen/elected in time to take advantage
7 of pre-registration.
8
9

10 **# ARTICLE XVI: FISCAL YEAR**
11

12 The fiscal year of this Council shall be July 1 through June 30.
13
14

15 **# ARTICLE XVII: PARLIAMENTARY AUTHORITY**
16

17 The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern
18 this Council and in cases in which they are applicable and in which they are not in conflict with
19 these bylaws, Tennessee PTA Bylaws, National PTA Bylaws, or the articles of incorporation.
20
21

22 **# ARTICLE XVIII: AMENDMENTS**
23

24 **Section 1.** These bylaws may be amended at any regular general membership meeting of this
25 Council by two-thirds (2/3) vote of the members present and voting, provided that notice of the
26 proposed amendments has been given to each member PTA and to each member of the board of
27 managers of this Council at least 30 days prior to the date of the meeting at which action is taken,
28 and provided that the proposed amendment shall be subject to approval of Tennessee PTA.
29

30 **Section 2.** A committee may be appointed to submit a revised set of bylaws as a substitute for
31 the existing bylaws by a majority vote at a meeting of this Council, or by a two-thirds (2/3) vote
32 of the board of managers. The requirements for adoption of a revised set of bylaws shall be the
33 same as in the case of an amendment.
34

35 **Section 3.** Submission of amendments or revised bylaws for approval by Tennessee PTA shall
36 be in accordance with the bylaws or regulations of Tennessee PTA.
37

38 **Section 4.** The adoption of an amendment to any provision of the bylaws of Tennessee PTA
39 identified by a pound sign (#) shall serve automatically and without the requirement of further
40 action by this local unit to amend their corresponding bylaws.