Bylaws

of the

**Massachusetts PTA**

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**ARTICLE I: NAME**

The name of this association is the Massachusetts Parent Teacher Association, Inc. It is also commonly known, and will be referred to in these bylaws, as “Massachusetts PTA.”

#### ARTICLE II: PURPOSES

Section 1. The purposes of Massachusetts PTA, in common with those of 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.

1. 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.

1. 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 PTA are promoted through an advocacy and educational pro­gram directed toward parents, t­eac­hers, and the general pub­lic; devel­oped through confer­ences, com­mittees, pro­jects, and pro­gra­ms; and governed and quali­fied by the basic pol­icies set forth in Article 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 Massachusetts PTA in common with those of National PTA:

1. The association shall be noncommercial, nonsectari­an, and non­partisan.
2. 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.
3. The association 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.
4. No part of the net ear­nings of the association shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private individuals except that the association shall be authorized and empowered to pay rea­son­able compensation for services rendered and to make payments and distributions in further­ance of the purposes set forth in Article II hereof.
5. Notwithstanding any other provision of these arti­cles, the association shall not carry on any other activi­ties not permitted to be car­ried on (i) by an association exempt from federal in­come tax under Section 501(c)(3) of the Internal Revenue Code, or (ii) by an association, contribu­tions to which are de­ductible under Section 170(c)(2) of the Internal Revenue Code.
6. Upon the dissolution of this association, after paying or ade­qua­tely providing for the debts and ob­ligations of the association, the re­maining assets shall be dis­tributed to one or more nonprofit funds, fou­ndations, or associations that have es­tablished their tax exempt status under Section 501(c)­(3) of the Inter­nal ­Revenue Code and whose purposes are in accordance with those of Massachusetts PTA.
7. The association 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.

h. The Massachusetts PTA is a self-governing association with indepen­dent legal exis­tence.

# ARTICLE IV: CONSTITUENT ASSOCIATIONS

Section 1. The constituent associations of Massachusetts PTA include local PTAs/PTSAs organized under the authority of the state PTA.

Section 2. The Massachusetts board of directors shall determine criteria for establishing constituent associations and setting standards for continuing affiliation with state and National PTA.

Section 3. There shall be no proxy voting by any constituent association of Massachusetts PTA.

Section 4. The purposes and basic policies of Massachusetts PTA shall in every case also be the purposes and basic policies of each constituent association.

Section 5. Each constituent association shall adopt bylaws for the government of the association. Such bylaws shall not be in conflict with National PTA or Massachusetts PTA Bylaws; shall include an article on amendments; shall include a provision establishing a quorum; and shallinclude those articles and sections identified by the number symbol (#) as found in Massachusetts PTA suggested local PTA/PTSA unit bylaws.TheMassachusetts PTA Bylaws Committee shall approve bylaws of each constituent association.

#### ARTICLE V: MEMBERS AND DUES

Section 1. Every individual who is a member of a local PTA chartered by Massachusetts PTA is, by virtue of that fact, a member of Nation­al PTA and of Massachusetts PTA and is entitled to all the benefits of such mem­ber­ship.

Section 2. Membership in each lo­cal PTA shall be open, without discrimination, to anyone who believes in and supports the Mission and Purposes of National PTA.

Section 3. Each member of a local PTA shall pay such annual dues as may be determined by the association. The amount of dues shall include:

* The portion payable to Massachusetts PTA as recommended by Massachusetts PTA board of directors and approved by a majority of the voting body at Massachusetts PTA Annual Convention

and

* The portion payable to National PTA as recommended by National PTA Board of Directors and approved by a two-thirds (2/3) majority of the voting body at National PTA Annual Convention.

Section 4. The Massachusetts PTA may, under such rules and regulations as may be pre­scri­bed by the board of directors, confer a Life Achievement Award upon persons who have dis­tinguished themselves in ser­vice to children and youth. Any local PTA or council or Massachusetts PTA board of directors upon its own initia­tive may recommend a person for a Massachusetts PTA Life Achievement Award.

Section 5. The board of directors may by resolution provide one or more classes of State­wide Partnership

1. These partnerships shall be granted to firms or in­stitu­tions making an annual finan­cial contribution to Massa­chu­se­tts PTA in an amount de­termined by the board of directors with respect to each such class.
2. Statewide Part­ner­ship members shall not have voting rights nor be deemed to be members of Massachusetts PTA as stated in Sec­tion 1 of this Article V. Such Statewide Partnership members shall be entitled to attend Massachusetts PTA Annual Con­vention and may be active members of Massachu­setts PTA and National PTA through mem­bership in, and payment of dues to a local PTA, PTSA or Cranber­ry PTA.

Section 6. The Cranberry PTA is hereby created in which membership is open to persons who wish to support the purposes, basic policies, and programs of Na­tio­nal PTA and Massachu­setts PTA, under such rules and regula­tions as may be pre­scri­bed by the board of directors. The Cranberry PTA members shall have voting rights and be deemed to be members of Massachu­setts PTA as stated in Sec­tion 1 of this Article V**.**

#### ARTICLE VI: OFFICERS AND THEIR ELECTIONS

Section 1.

1. The officers of Massa­chusetts PTA shall be a president, president-elect, vice president of leadership, secretary, and treasurer elected at Massachusetts PTA Annual Convention, for a term of two years or until their suc­cessors are elected.
2. A person shall not be eligible to serve consecutive terms in the same office, except in that situation where an officer has agreed to extend their term in the absence of a qualified successor and as approved by Massachusetts PTA board of directors.

Section 2. Individuals wishing to run for the office of presi­dent shall have served two years on Massachusetts PTA board of directors.

Section 3. Only a member of a local PTA or PTSA shall be eligible to hold office on Massachusetts PTA board of directors or in any of its divi­si­ons.

Section 4. The board of directors shall elect a nominating committee of at least three but no more than five members from its own body at the first regular meeting of the newly elected board of directors following officer elections. This committee shall nominate one candidate for each office to be filled at the next convention. Diversity, PTA knowledge and professional expertise shall be guiding principles when making nominations and appointments. The committee shall send the report of the nominations to the state PTA office to be forwarded to each member of the board of directors, and to each council and local PTA president, at least thirty (30) days before Massachusetts PTA Annual Convention. The committee shall report to the convention at the first general session, at which time additional nominations may be made from the floor provided the consent of the nominee has been secured in writing.

Section 5. When there is but one candidate for an office, the ballot for that office may be dispensed with and election held by voice vote. A majority vote shall be required for election. The newly elected officers shall assume their duties July 1. The time from the convention to July 1 will give outgoing officers time to get their materials together to pass along to their successors.

Section 6. The board of directors shall fill a vacancy in any office, other than president, for the un­expired term. A ten-day notice of the vacancy shall be given, which may be by way of the agenda mailed before the meeting. Election shall be by ballot if more than one candidate is nominated. If a ten-day no­tice has not been given, a two-thirds vote of the members present and voting shall be necessary for election. A person who has served one-half or more of a two-year term shall be considered to have served one complete term.

Section 7. The president-elect shall fill a vacancy occur­ring in the office of presi­dent for the remain­der of the unexpired term.

#### ARTICLE VII: DUTIES OF OFFI­CERS

Section 1. The officers shall:

1. Per­form the duties prescribed by these bylaws, prescribed by the parliamentary au­thority, or directed by the board of directors or executive committee.

b. Deliver to their successors all books, records, equipment and documents held in their possession by virtue of the office within one week of July 1st

Section 2. The president shall:

1. Pre­side at all meetings of Massachu­setts PTA board of directors.
2. Preside at Massachusetts PTA Annual Convention.
3. Appoint all standing com­mittees after consulting with president-elect and vice president for

leadership

d. Appoint person to National Council of states for National PTA.

e. Appoint all special com­mittees and assign their du­ties after consulting with president- elect and vice president for leadership.

f. Approve all mate­ri­al distribut­ed in the name of Massachu­setts PTA.

g. Submit Standards of Affiliation to National PTA.

h. Submit an annual report to Massachusetts PTA Annual Convention.

i. Submit annually the membership, extension, and diversity plans to National PTA after reviewing the plans with the board of directors.

j. Serve as an ex-officio member of all committees of Massachusetts PTA except the nominating committee.

Section 3. The president-elect shall:

1. Assist the president and be fa­miliar with the work of the association.
2. Chair the annual convention committee.
3. Be an advisor to the youth committee.

d. Perform the duties of the office of president in the president’s absence, or when the president is unable to perform these duties.

e. Perform other duties as assigned by the president, the board of directors or executive

committee.

Section 4. The vice president of leadership shall:

1. Coordinate membership activities and work with membership chair to recruit and retain members.

b. Assist with the membership chair, in the preparation of the annual Membership/Extension plan for submission to National PTA.

c CoordinateLeadership Conferences with executive committee approval.

d. Perform other duties as assigned by the president, the board of directors or executive committee

Section 5. The secretary shall:

1. At­tend and keep a correct record of all meetings of Massachusetts PTA.
2. Send minutes of Massachu­se­tts PTA meetings to board of directors.
3. Be a member of Massachusetts PTA Bylaws Committee.
4. File change of officer form and annual report with the Secretary of the Commonwealth of

Massachusetts Corporations Division.

1. Perform other duties as assigned by the president, board of directors, or executive committee.

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The secretary of Massachusetts PTA must reside in Massachusetts.

Section 6. The treasurer shall:

a. Keep permanent books of accounts and records to fulfill the legal requirements of state and federal government agencies.

b. Present a statement of ac­cou­nts at all meet­ings of the board of directors and such other times as the president may request.

c. Keep Massachusetts PTA financial records and the financial reports accurate and current for the audit and/or review. A CPA approved by the executive committee will conduct the audit and/or review of such records and reports prior to Massachusetts PTA Annual Convention for presentation at such convention. The CPA should also prepare the Form 990 or Form 990-EZ or Form 990-N for submission to the IRS annually.

d. Be the custodian of the funds of Massa­chusetts PTA and shall deposit the same in a deposito­ry approved by the board of directors. The trea­surer shall disburse funds of Massachu­setts PTA in accordance with the bud­get approved by the board of directors. All checks over the amount of $500.00 shall bear 2 (two) signatures.

e. Remit monthly to Nation­al PTA all monies due National PTA and the num­ber of members in each local PTA­. The treasurer and all other persons autho­rized to handle funds and secu­rities of the association shall be bond­ed in an amount determined by the board of directors.

f. Serve as chairman of the budget committee. The budget committee will consist of at least three members of the board of directors, appointed by the president for the term of one year.

g. Shall be responsible for sending Massachusetts PTA Form 990 to National PTA by the date required by National PTA.

h. Perform other duties as assigned by Mas­sachu­setts PTA president, board of directors, or executive committee.

#### ARTICLE VIII: BOARD OF DIRECTORS

Section 1. The board of directors of Massachusetts PTA­ shall be presi­dent, president-elect, vice president of leadership, secretary, tre­asur­er, immediate past president, extension/membership chair, regional liaisons, student members (not to exceed 2), bylaws/policies and procedures chair, reflections chair or co-chairs, state advocacy chair, federal legislation chair, program chair, diversity/inclusion chair, special education chair, health and wellness chair and communications chair.

Section 2. There shall be at least five regular meetings of the board of directors each calendar year, for the purpose of managing the affairs of Massachusetts PTA. . There shall be a 30 day notice of such meetings given to all board members either by mail or email.

Section 3.Special meetings may be called by the president or shall be called upon request of three members of the board of directors. At least four days’ notice shall be giv­en, except when a meet­ing is called during a Massachusetts PTA Annual Convention.

Section 4. A quorum of the board of directors shall be a majority of the current board members attending the meeting.

Section 5. The board of directors shall approve the budget, submitted by the budget committee prior to July 1.

Section 6. The board of directors shall have all power and authority over the affairs of Massachusetts PTA during the interim between regu­lar conventions of Massachu­setts PTA, except that of modi­fying any action taken by the convention. It may also recom­mend to conven­tion such changes in policy or adminis­tration, as the board of directors deems advis­able.

Section 7. The board of directors is authorized to adopt rules for the transaction of its business, provided such rules do not conflict with the bylaws of Massachusetts PTA.

Section 8. Each member of the board of directors shall submit a written report of PTA activities to the state president no later than thirty (30) days before Massachusetts PTA Annual Convention.

Section 9. The board of directors may remove by due pro­cess any appointed or elected member of its body by a two-thirds vote whenever in its judg­ment the best inter­ests of Massa­chusetts PTA will be served. Following an affirmative vote: (1) The officer must be given fifteen (15) days’ written notice of the hearing to remove the officer from office; (2) The written notice shall contain the reasons for the proposed removal, and shall be mailed by certified mail, return receipt requested, to the last address of the officer shown on the association’s records; (3) At the hearing, the officer must be given an opportunity to address the executive committee, either orally or in writing; (4) Not less than five (5) days following the hearing, the executive committee shall convene and vote whether the officer will be removed from office; (5) A two-thirds (2/3) vote of the executive committee shall be sufficient to remove the officer from office; (6) The removal vote shall be recorded in the executive committee minutes and shall specify the number of voting in favor of and against such removal.

Section 10. When any person ceases to hold the office, which entitles him to be a member of the board of directors, he shall automati­cally cease to be a member of the board of directors and shall be relieved of all duties and responsibili­ties.

Section 11. Members of the board of directors shall deliver to their successors all books, records, equipment and documents held within their possession by virtue of their position no later than 30 days of leaving their position.

#### ARTICLE IX: EXECUTIVE COMMIT­TEE

Section 1. Theexecu­tive committee of Massachusetts PTA shall be the presi­dent, president-elect, vice president of leadership, secre­tary and treasurer.

Section 2. Special meetings of the executive committee may be called by the president or upon written request of 3 executive committee members with 4 days notice to each member of the executive committee.

Section 3. A majority of the execu­tive committee shall con­stitute a quorum for the trans­action of

busi­ness.

Section 4. The executive com­mittee shall:

a. Approve the chairpersons for all standing and special committees. The term of each shall be two years, not to exceed that of the current president.

b. Transact business re­ferred to it by the board of directors.

c. Hold at least three meetings a year either in person or telephone conference or through other

electronic communications media so long as all the members can simultaneously hear each

other and participate during the meeting.

d. Act in emergencies between meetings of the board of directors.

e. Make a report at each meeting of the board of directors.

f. Appoint a financial secretary with approval from the board of directors.

g. Appoint student representatives (not to exceed 2) with approval from the board of directors.

h. Be responsible for the work performed by paid employees of Massachusetts PTA.

i. Fix the salaries of any em­ploy­ees who shall work under the gen­eral supervi­sion of the president.

The executive committee shall take no action in conflict with any action taken by the board of directors.

#### ARTICLE X: STANDING COMMIT­TEES

Section 1. Standing com­mittees may be created by the board of directors as are found necessary to carry on the work of Massachusetts PTA. Standing committees shall have such authority as may be delegated to them by the board of directors.

Section 2: Standing committees of Massachusetts PTA shall be, but not limited to: nominating, state advocacy, bylaws/policies and procedures, reflections, budget, health and wellness, extension/membership and diversity/inclusion.

#### ARTICLE XI: STATE AND LOCAL RELATION­SHIPS

Section 1. There shall be a committee on state and local relationships consisting of the executive committee and the bylaws chairman.

Section 2. This committee shall review alleged violations by local PTAs of National PTA Bylaws, Massachusetts PTA Bylaws, or their own bylaws or other practices or activities of local PTAs that may tend to defeat the purposes and basic policies of Massachusetts PTA and shall promptly report to the state board of directors the results of such review and its recommendations for action.

Section 3. The Massachusetts PTA board of directors shall give due consideration to the report of the committee and shall accord the local PTA an op­portu­nity to be heard and to re­spond to the report. If, upon such consid­eration and hearing, Massachusetts PTA board of directors finds a vio­lation by a local PTA, it may, by a two-thirds vote of all of its members then in office, require the local PTA to take appropriate action within a period of time stipu­lated by Massachusetts PTA board of directors; and if the recommended action is not taken by the local PTA within the allotted time, Massachusetts PTA board of directors may, by a two-thirds vote of all its members then in of­fice, grant the local PTA an extension of time not less than six (6) weeks nor more than eighteen (18) months in which to achieve satisfactory com­pliance with the action required by Massachusetts PTA board of directors. Failing such compliance, Massachusetts PTA board of directors may, by a two thirds vote of all its members then in office, with­draw the char­ter of the local PTA and terminate its status as a local PTA.

#### ARTICLE XII: STATE CONVENTION

Section 1. The Massachusetts PTA Annual Convention shall be held in the spring, the time and place to be fixed by the board of directors.

Section 2**.** Notice of such meeting shall be sent to each member of the board of directors, each PTA council pres­ident, and each local PTA president, at least thirty (30) days before the meet­ing. The annual

convention shall transact such business as may come before it**.**

Section 3. The annual conven­tion shall be the governing body of Massachusetts PTA and shall be open to all mem­bers of Massachu­setts PTA, upon payment of a regis­tra­tion fee, which shall be fixed by the board of directors. It shall be a con­dition of accred­itation of the delegates of any local PTA or PTSA that such local PTA or PTSA shall not, on the date of Massachusetts PTA Annual Convention, be in default in the payment of dues to Massa­chusetts PTA as re­quired by Massachusetts PTA Bylaws.

Section 4. The delegates of the convention shall be vested in the members of the board of directors, the presidents of PTA councils or their alter­nates, chosen by their councils, the president and one vice president of each local PTA or their alternates, and one dele­gate for every twenty-five (25) members or a major fraction the­reof, as shown on the books of the state PTA treasurer on December 31 preceding Massachusetts PTA Annual Convention.

Section 5. A delegate shall have but one vote. The privilege of mak­ing motions, debating, and voting shall be limited to the board of directors and the accredited dele­gates.

Section 6. At any convention, a quo­rum shall be a number of delegates at least one more than twice the number of board of directors’ members pres­ent and voting.

Section 7. In the event of an emer­gency the board of directors shall have authority to deter­mine whether or not a conven­tion shall be held; a two-thirds vote shall decide and the vote may be taken by mail or email.

Section 8. In the event that no convention is held, the board of directors shall have the au­thor­ity to conduct all neces­sary bus­iness (i.e. Elections, bylaw changes, etc.) by mail.

Section 9. In the event the election is conducted by mail, ballots shall be used, and each unit may cast its full vote in accordance with the provisions of Section 3 of this Article.

Section 9. The results of the election shall be reported to the board of directors at the meeting cor­responding to the post-convention board meeting. Newly elected offi­cers shall assume their duties July 1 following the National PTA Convention. Local units shall be notified of the election results within 30 days of the post-convention board meeting.

#### ARTICLE XIII: NATIONAL CONVEN­TION

Section 1. The following members of Massachusetts PTA shall be entitled to be delegates at the annual conven­tion:

a. The Massa­chusetts PTA representative to the National Council of States.

b. One additional dele­gate from among the members of the state PTA for each 1,000 members, or major fraction thereof, of Mas­sachusetts PTA, as shown on the books of the secretary/treasurer of Nation­al PTA as of March 31 preceding the annual conven­tion.

Section 2. The selection of the dele­gates, other than Massachusetts PTA representative to the National Council of States, who shall be a dele­gate by virtue of office, shall be gov­er­ned by the bylaws of Massachu­se­tts PTA.

Section 3. The president with the approval of Massachusetts PTA board of directors shall appoint delegates and al­ternates to the Na­tional PTA annual convention.

**ARTICLE XIV: FISCAL YEAR**

The fiscal year of Massachusetts PTA shall begin on July 1, and end on the following June 30.

**Article XV – Electronic Meetings and Communication**

Section 1. The Massachusetts PTA Board of Directors and all committees and subcommittees shall be

authorized to meet by telephone conference or through other electronic communications media so long as

all the members can simultaneously hear each other and participate during the meeting.

Section 2. Unless members indicate otherwise to the Massachusetts PTA, all communication required

by these bylaws, including meeting notices, may be sent electronically unless otherwise specified in these

bylaws.

**ARTICLE XVI: PARLIAMENTARY AU­THORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern Massachusetts PTA and its constituent associations in all cases in which they are applicable and in which they are not in conflict with these bylaws and National PTA Bylaws, or the articles of incorporation.

#### ARTICLE XVII: AMENDMENTS

Section 1. These bylaws may be amen­ded at an annual conven­tion by a two-thirds vote of those present and vot­ing, pro­vided the following re­quir­e­ments have been complied with:

a. The adoption of an amen­dment must be accepted by the committee on state bylaws be­fore being presented to the board of directors for their approval.

b. A copy of the amend­ment or amendments shall have been mailed or emailed to each member of the board of directors not less than thirty (30) days prior to the date of the convening of Massachusetts PTA Annual Convention.

c. The amendment or amen­dments shall have been distributed by mail or email to local units and council thirty (30) days prior to Massachusetts PTA Annual Convention.

Section 2. 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.