



MICHIGAN PTSA BYLAWS

FORENOTE: Provisions in these Bylaws marked with a number symbol (#) are required of councils and local units by the Michigan PTSA.

ARTICLE I - NAME

The corporate name of this organization is the Michigan Congress of Parents, Teachers and Students, a branch of the National Congress of Parents and Teachers (National PTA). It is also commonly known, and will be referred to in these bylaws as the Michigan PTSA.

ARTICLE II - ARTICLE OF ORGANIZATION

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

#ARTICLE III - PURPOSES

SECTION 1. The Objects of the Michigan PTSA in common with those of the National PTA are:

- a. To promote the welfare of children and youth in home, school, community and place of worship.
- b. To raise the standards of home life.
- c. To secure adequate laws for the care and protection of children and youth.
- d. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.
- e. To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, social and spiritual education.

SECTION 2. The Objects of the National PTA and the Michigan PTSA are promoted through an educational program directed toward parents, teachers and the general public; are developed through conferences, committees, projects and programs; and are governed and qualified by the basic policies set forth in Article IV.

SECTION 3. The organization is organized exclusively for the charitable, scientific, literary or education purposes within the meaning of Section 501 © (3) of the Internal Revenue Code or corresponding Section of any future Federal tax code (hereinafter "Internal Revenue Code").

#ARTICLE IV - BASIC POLICIES

The following are basic policies of the Michigan PTSA in common with those of the National PTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization or members in their official capacities shall not endorse a commercial entity or engage in activities not related to promoting the Objects of the organization.
- c. The organization or members in their official capacities shall not - directly or indirectly - participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities to influence to attempt legislation by propaganda or otherwise.
- d. The organization shall work with the schools to provide quality education for all children and youth, and shall seek to participate in the decision making process establishing school policy, recognizing that the legal responsibility to make decisions has been delegated by the people to boards of education, state education authorities, and local education authorities.
- e. The organization shall not enter into membership with other organizations except such international or national organizations as may be approved by the National PTA Board of Directors. The Michigan PTSA 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 represents.

- f. No part of the net earnings of the organization shall inure to the benefit, or be distributable to its members, directors, trustees, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.
- g. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (I) by an organization exempt from Federal income tax under Section 501 © (3) of the Internal Revenue Code or by an organization, contributions to which are deductible under Section 170 © (2) of the Internal Revenue Code.
- h. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligation of the organization, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations which have established their tax exempt status under Section 501 © (3) of the Internal Revenue Code.
- i. The bylaws of all constituent organizations shall prohibit voting by proxy, (unless proxy voting is specified by applicable state law.)

#ARTICLE V - RELATIONSHIP WITH NATIONAL PTA

SECTION 1. The Michigan PTSA is a branch of the National PTA and exists for the purpose of accomplishing, at the state level, the Objects of the National PTA in accordance with its policies. Within the framework of the responsibility that it shares with the National PTA for the implementation of the Objects of the National PTA and its obligations to comply with the Bylaws of the National PTA, the Michigan PTSA is a self-governing organization with independent legal existence.

SECTION 2. The relationship of the Michigan PTSA with the National PTA and its duties, obligations and responsibilities are set forth in the Bylaws of the National PTA and in the charter that is issued by the National PTA to the Michigan PTSA.

SECTION 3. The Bylaws of the Michigan PTSA and all amendments thereto shall be subject to approval by the Committee on Bylaws of the Board of Directors of the National PTA.

SECTION 4. The Michigan PTSA shall provide appropriate procedures for the organization of local PTAs within its area. The Michigan PTSA may determine the membership year for the local PTAs in its area and prescribe the form and content of the bylaws or other articles of organization of such local PTAs.

SECTION 5. The Michigan PTSA may create or establish subsidiary organizations (districts or regions) within its area to facilitate the administration of the affairs of the Michigan PTSA and for carrying out its programs and may prescribe the form and content of the bylaws or other articles of organization of such districts (or regions).

SECTION 6. The Michigan PTSA may create or establish councils in counties, cities or other areas designated by its board of managers for the purpose of conference, leadership training and coordination of the efforts of local PTA units, and may prescribe the form and content of the bylaws or other articles of organization of such council. The local PTA units that shall be eligible for membership and participation in the work of any council shall be determined by the Michigan PTSA. Councils shall not legislate for local units.

SECTION 7. In the event of surrender or withdrawal of its charter by the National PTA, in the manner provided in Article XIX of the National PTA Bylaws, the Michigan PTSA is obligated:

- a. To yield up and surrender all of its books and records and all of its assets and property to the National PTA or to such agency as may be designated by the National PTA to be held for the benefit of another branch organization established by the National PTA for the area of the Michigan PTSA.
- b. To yield up all of the books and records and all of the assets and property of any Controlled Organization and surrender them to be the National PTA or to such agency as may be designated by the National PTA to be held for the benefit of another branch organization established by the National PTA for the area of such state PTA. A Controlled Organization shall mean any corporation or other entity, whether nonprofit or for-profit, incorporated or unincorporated, that is controlled by such state PTA. For purposes of this section, control means ownership by vote or value of more than 50 percent of the organization, power to appoint individuals to the governing body of the organization representing more than 50 percent of the voting power, or ownership of more than 50 percent of the beneficial interests in the organization. The state PTA shall cause the governing documents of the Controlled Organization to reflect this obligation.
- c. To cease and desist from the further use of any name that implies or connotes association or affiliation with the National PTA or status as a branch or constituent organization of the National PTA; and
- d. To carry out promptly, under the supervision and direction of the National PTA, all proceedings necessary or desirable for the purpose of dissolving the Michigan PTSA.

SECTION 8. The Michigan PTSA is responsible for compliance by the local, council, district or region PTAs within its area with the Bylaws of the National PTA and the Bylaws of the Michigan PTSA. The provisions of the Michigan PTSA Bylaws relating to the withdrawal of the charter of a local PTA (and the termination of its status as a PTA unit) shall parallel the provisions of the Bylaws of the National PTA relating to the withdrawal by the National PTA of the charter of the Michigan PTSA and the termination of the status of the Michigan PTSA as a branch of the National PTA.

SECTION 9. The Michigan PTSA shall submit to the National PTA a report of its work and activities for inclusion in the annual report of the National PTA.

SECTION 10. The Michigan PTSA shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursement of the organization, including specifically, the number of local PTAs within its area, the national portion of membership dues collected by such local PTAs, the amounts of such dues received by the Michigan PTSA, and the amounts of dues remitted to the National PTA. Such books of account and records, including those of controlled organizations, shall at all reasonable times be open to inspection by an authorized representative of the National PTA.

SECTION 11. The Michigan PTSA shall have a representative to serve on the National Council of States as designated by the Michigan PTSA President.

ARTICLE VI - REGIONS

SECTION 1. The State shall be divided into geographic regions to be determined by the Board of Managers.

SECTION 2. A Vice President shall be elected from each Region during the Region meeting by the voting delegates from the Region for a term of two (2) years, and no Vice President shall be eligible for reelection to the same office, except in a region that has fewer than twenty-five (25) local units, in which case the Region Vice President may serve one (1) additional term.

SECTION 3. Each region shall be serviced by Field Service Representatives.

ARTICLE VII - FIELD SERVICE TEAMS

SECTION 1. The number of Field Service Representatives will be determined by the Michigan PTSA Executive Committee.

SECTION 2. The term of office for Field Service Representatives shall begin upon the convening of the post-convention meeting following the close of the annual convention of the National PTA following the State PTA Convention. The term of office for Field Service Representatives shall be for two (2) years.

SECTION 3. Field Service Representatives shall:

- a. Organize new units and councils.
- b. Follow details as outlined in the Field Service Handbook.
- c. At the expiration of their term, relinquish all field assignments and materials, and shall submit a written report to their successor and the Michigan PTSA office within fifteen (15) days.

ARTICLE VIII - COUNCILS

SECTION 1. The organization of a Council.

- a. When a city, county or other area has three (3) or more PTA units not in council membership, these may be organized by the Michigan PTSA President, President Elect, VP for Leadership, a Region Vice President, a Field Service Representative or any qualified member of the Board of Managers as assigned by the Vice President for Leadership Services, on behalf of the Michigan PTSA, into a city, county or area council, respectively.
- b. Councils become Michigan PTSA councils upon adoption of bylaws which have been approved by the Michigan PTSA Committee on Bylaws. Upon approval of bylaws a charter shall be issued.

SECTION 2. Each council shall be self-governing in accordance with the Bylaws of the Michigan PTSA and the National PTA.

#SECTION 3. The council shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of the association, including specifically, the number of its member PTAs and the dues collected from them. Such books of account and records shall at all reasonable times be open to inspection by an authorized

representative of the Michigan PTSA or, where directed by the Committee on State and National Relationships, by a duly authorized representative of the National PTA.

#SECTION 4. The charter of a council shall be subject to withdrawal and the status of the council shall be subject to termination, in the manner and under the circumstances provided in the Bylaws of the Michigan PTSA.

#SECTION 5. The council is obligated, upon withdrawal of its charter by the Michigan PTSA, to:

- a. Yield up and surrender all its books and records and all its assets and property to the Michigan PTSA or to another council organized under the authority of the Michigan PTSA.
- b. Cease and desist from the further use of any name that implies or connotes association with the National PTA or the Michigan PTSA or status as a constituent organization of the National PTA.
- c. Carry out promptly, under the supervision and direction of the Michigan PTSA, all proceedings necessary or desirable for the purpose of dissolving the council.

#SECTION 6. Procedure for voluntary disbandment:

- a. If the council is considering disbandment, the council's executive board shall meet with a Field Service Representative or the Region Vice President, prior to formal action.
- b. Written notice stating the recommendation of the council's executive board shall be given to each member unit entitled to vote at such meeting and to the President of the Michigan PTSA, to the appropriate Region Vice President and the appropriate Field Service Representative at least thirty (30) days prior to the date of such a meeting.
- c. Only those members of the voting body whose local unit is in good standing with the council and the Michigan PTSA thirty (30) days prior to date of the vote of disbandment shall be entitled to vote.
- d. Approval of disbandment of the council shall require the affirmative vote of the delegates of at least two-thirds (2/3) of the member units present and entitled to vote at the meeting, a quorum being present. The secretary shall notify the Field Service Representative and the Michigan PTSA office of the decision.
- e. Should a council fail to:
 1. a. elect officers and
b. hold at least (1) meeting prior to February 28 and
c. pay the \$25.00 council dues by February 28
the immediate past treasurer or the superintendent of schools shall notify their Field Service Representative and the Michigan PTSA Office.
 2. Activate itself before the end of the school year, its assets, funds and records shall be turned over to the Michigan PTSA to be held in escrow until the council reactivates itself, a period not to exceed two (2) years.
 3. Reactivate itself during this two (2) year period, its funds and assets shall become the property of the Michigan PTSA.

#SECTION 7. Councils shall:

- a. Promote the Objects and interests of the National PTA and the Michigan PTSA.
- b. Meet for the purpose of conference, leadership training and coordination of the efforts of local PTA units.
- c. Not legislate for the local PTA units.
- d. Act as a counseling agency for the local PTA units.
- e. Coordinate legislative action when called upon by Michigan PTSA to implement the legislative program of National/Michigan PTSA.
- f. Send the name and address of the newly elected president to the Michigan PTSA Office immediately following election.
- g. Review/revise their bylaws every three (3) years and submit three (3) copies to the Michigan PTSA Committee on Bylaws for approval.
- h. Pay annual council dues to the Michigan PTSA in accordance with these Bylaws.

SECTION 8.

- #a. Only local PTA units shall be members of a council.
- #b. Each officer or board member shall be a member of a local PTA within its area.
- #c. There shall be but one person serving in any elected office.
- #d. Bylaws shall include a provision establishing a quorum.
- #e. The members of the nominating committee for officers shall be elected by membership, Board of Directors/Managers, Executive Board, or Executive Committee.

ARTICLE IX - LOCAL PTA/PTSA UNITS

#SECTION 1. Local PTAs shall be organized and chartered under the authority of the Michigan PTSA in which the local PTA functions, in conformity with such rules and regulations, not in conflict with the Bylaws of the National PTA, as the Michigan PTSA

may in its Bylaws prescribe. The Michigan PTSA shall issue to each local PTA in its area an appropriate charter evidencing the due organization and good standing of the local PTA.

A local PTA in good standing is one which:

- a. Adheres to the Objects and basic policies of the PTA;
- b. Remits the National portion of the dues through the state PTA to reach the National Office by dates designated by the National PTA;
- c. Has bylaws approved according to the procedure of each state; and
- d. Meets other criteria as may be prescribed by the individual state PTA.

SECTION 2. A local PTA/PTSA in good standing in Michigan is one which by February 28th of each year:

- #a. Operates under bylaws which have been reviewed/revised and approved every three (3) years by the Michigan PTSA Committee on Bylaws.
- #b. Has paid per capita dues of its members and local unit dues to the Michigan PTSA by the dates required in these Bylaws.
- #c. Enrolls at least twenty-five (25) members.
- #d. Submits copies of their annual audit and budget to the MPTSA state office by February 28th of each year.

#SECTION 3. Each local PTA shall adopt such bylaws for the government of the organization as may be approved by the Michigan PTSA. Such bylaws shall not be in conflict with the Bylaws of the National PTA or the Bylaws of the Michigan PTSA.

#SECTION 4. The bylaws of each constituent organization shall include an article on amendments.

#SECTION 5. Each local PTA shall keep such permanent books of account and records as shall be sufficient to establish the items of gross income, receipts and disbursements of the organization including, specifically, the number of its members, the dues collected from its members, and the amount of dues remitted to the Michigan PTSA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Michigan PTSA, or where directed by the Committee on State and National Relationships, by a duly authorized representative of the National PTA.

#SECTION 6. The charter of a local PTA shall be subject to withdrawal and the status of each organization as a PTA unit shall be subject to termination, in the manner and under the circumstances provided in the Bylaws of the Michigan PTSA.

#SECTION 7. Each officer or board member of a local PTA shall be a member of such local PTA.

#SECTION 8. Each officer or board member of a constituent organization shall be a member of a local PTA within its area.

#SECTION 9. There shall be but one person serving in any elected office.

#SECTION 10. Each local PTA is obligated, upon withdrawal of its charter by the Michigan PTSA:

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

#SECTION 11. Bylaws shall include a provision establishing a quorum.

#SECTION 12. Only members of a local PTA who have paid dues for the current membership year may participate in the business of that association.

#SECTION 13. The members of the nominating committee for officers shall be elected by membership, Board of Directors/Managers, Executive Board, or Executive Committee.

#SECTION 14. A PTA member shall not serve as a voting member of a constituent organization's board at the local, council, district, region, state or national level while serving as a paid employee of, or under contract to, that constituent organization.

#SECTION 15. Each local PTA shall collect dues from its members and shall remit a portion of such dues to the Michigan PTSA as provided in Article XI hereof.

#SECTION 16. Each local PTA shall include in its bylaws provisions corresponding to the provisions of such of the Bylaws of the National PTA as are identified herein by a double star.

#SECTION 17. The adoption of an amendment to any provision of these Bylaws identified by a double star shall serve automatically and without the requirement of further action by the local PTA to amend correspondingly the bylaws of each local PTA. Notwithstanding the automatic character of the amending process, the local PTAs shall promptly incorporate such amendments in their respective bylaws.

#SECTION 18. A local PTA/PTSA shall be organized and chartered under the authority of the Michigan PTSA in any geographical area within the State where no local unit for the college, high school, junior high/middle school, elementary school, preschool or special education group exists. The PTA shall be known as _____ Parent, Teacher (Student) Association, in membership with the Michigan PTSA and National PTA and conform with such rules and regulations, not in conflict with the Bylaws of the National PTA as the Michigan PTSA may in its bylaws prescribe. The PTA shall be organized by the Michigan PTSA President, President Elect, VP for Leadership, a Region Vice President, Field Service Representative or any qualified member of the Board of Managers, as assigned by the Vice President for Leadership Services, and shall be self-governing in accordance with the Bylaws of the Michigan PTSA and the National PTA.

Local PTAs/PTSA's become Michigan PTSA units upon adoption of bylaws which have been approved by the Michigan PTSA Committee on Bylaws and payment of Michigan PTSA and National PTA dues. Ten (10) or more members are required to organize a local unit and twenty-five (25) or more to sustain the charter. Any unit found to be in violation of this section shall be able to appeal the withdrawing of their charter through the Committee on Local PTA/PTSA and Council Relationships.

- a. The bylaws of a local PTA/PTSA shall be deemed to be part of its articles of organization and its bylaws shall so provide. Upon approval of bylaws a charter shall be issued.
- b. Local PTAs/PTSA's shall review/revise their bylaws every three (3) years and submit three (3) copies to the Michigan PTSA Committee on Bylaws for approval.

SECTION 19. The Michigan PTSA shall maintain an "at-large" local unit which shall be known as ALL PTA (Advocate Leaders at Large). The purpose of this unit shall be to increase and promote involvement in PTA and to serve as a means of communication with those who are otherwise unable to participate in PTA.

- a. Membership shall be open to any person who supports the PTA Objects, especially to those who, for varied reasons, cannot be associated with a local unit within their home area.
- b. The President Elect of the Michigan PTSA shall serve as president of the ALL PTA. The Treasurer of the Michigan PTSA shall serve as the treasurer of ALL PTA and the Secretary of the Michigan PTSA shall serve as the secretary of the ALL PTA.
- c. Meetings of the ALL PTA will be held in conjunction with the Michigan PTSA Convention. Special meetings may be called, if deemed necessary, by the Michigan PTSA Executive Committee, with proper notice to the membership.
- d. Convention credentials shall be allocated to ALL PTA on the same membership formula used for other local units. ALL PTA members may submit a request for convention credential to the Michigan PTSA Office in writing. Such requests shall be postmarked between February 15 and February 28, inclusive. Convention credential allocated to ALL PTA shall be distributed in the order in which requests are received at the State PTA Office, beginning with those postmarked no earlier than February 15.
- e. Dues shall be determined annually by the Board of Managers, and shall include membership in both the Michigan PTSA and National PTA and a subscription to the Michigan PTSA Bulletin, with the remaining money being placed in the State PTA general fund.

#SECTION 20. Procedure for voluntary disbandment:

- a. If a local PTA/PTSA unit is considering disbandment, the local unit executive committee shall meet with the Field Service Representative or the Region Vice President, prior to formal action.
- b. After meeting with the Field Service Representative or Region Vice President, the written notice stating the recommendation of the executive board shall be given to each member entitled to vote at such meeting and to the President of the Michigan PTSA, to the appropriate Field Service Representative and council at least thirty (30) days prior to the date of such a meeting.
- c. Only those persons who were members in good standing thirty (30) days prior to the date of the vote of disbandment shall be entitled to vote. Membership enrollment shall be available at any time. (See Article X - Membership, #Section 3).
- d. Approval of disbandment of a local unit shall require the affirmative vote of at least two-thirds (2/3) of the members present and entitled to vote at that meeting, a quorum being present. The secretary shall notify their council president (if part of a council), Field Service Representative and the Michigan PTSA office of the decision.

Should a local unit fail to:

1. a) elect officers and
- b) hold at least one (1) meeting and
- c) enroll at least twenty-five (25) members prior to February 28th and
- d) pay the \$25.00 unit dues by February 28th,

the immediate past treasurer or the principal shall notify their council president (if part of a council), Field Service Representative and the Michigan PTSA Office.

2. Activate itself before the end of the school year, its assets, funds and records shall be turned over to the Michigan PTSA to be held in escrow until the unit reactivates itself, a period not to exceed two (2) years.
3. Reactivate itself during this two (2) year period, its funds and assets shall become the property of the Michigan PTSA.

SECTION 21. The purpose shall be to promote the Objects and interests of the National PTA and the Michigan PTSA, and to plan activities and programs to meet the needs of children and youth.

#SECTION 22. The name and address of the president of each local PTA/PTSA shall be sent to the Michigan PTSA Office immediately following election.

ARTICLE X - MEMBERSHIP

#SECTION 1. Every individual who is a member of a local PTA is by virtue of that fact, a member of the National PTA and of the Michigan PTSA by which such local PTA is chartered, and is entitled to all benefits of such membership.

#SECTION 2. Membership in each local PTA shall be made available by such local PTA, without regard to race, color, creed, or national origin, under such rules and regulations, not in conflict with the provisions of the Bylaws of the National PTA, as may be prescribed in the bylaws of the local PTA, to any individual who subscribes to the Objects and basics policies of the National PTA.

#SECTION 3. Each local PTA shall conduct an annual enrollment of members but may admit persons to membership at any time.

#SECTION 4. The membership year to the Michigan PTSA shall be from the 1st day of October through the 30th day of September of the following year.

SECTION 5. A person may be proposed for Honorary Life Membership by a local PTA/PTSA unit, council, region, or by the Michigan PTSA Board of Managers. The sponsor shall make a contribution of Fifty Dollars (\$50.00), which shall include the pin, in recognition of the selection of the nominee as an Honorary Life Member. This contribution shall be deposited in the Michigan PTSA Scholarship Fund. Life Membership shall be honorary and shall carry neither the right to vote nor to hold office.

SECTION 6. A person may be proposed for Honorary Life Membership in the National PTA by any constituent organization.

SECTION 7. The Board of Managers shall determine additional types of membership, which shall be granted to persons, firms or institutions who make an annual financial contribution to the Michigan PTSA.

SECTION 8. Honorary Life and additional memberships as determined from time to time by the Michigan PTSA Board of Manages shall not have voting rights or deemed to be members of the State and National PTA in the sense of Section 1 of this Article. Such honorary members shall be entitled to guest privileges at the annual convention upon payment of the convention registration fee and may be active members of the State and National PTA through membership in, and payment of dues to a local PTA/PTSA.

#SECTION 9. Privileges of making motions, debating, voting, holding office, serving as chairmen of standing or special committees or serving on committees shall be reserved for members.

ARTICLE XI - DUES

#SECTION 1. The amount of the state portion of each member's dues shall be determined by the Michigan PTSA. The national portion of each member's dues shall be one dollar, seventy-five cents (\$1.75) per annum.

#SECTION 2. The Michigan PTSA portion of each member's dues shall be two dollars (\$2.00).

#SECTION 3. The local PTA treasurer shall keep the record of the National PTA and the Michigan PTSA portions of the membership dues separate from the record of the general funds of the local PTA/PTSA.

#SECTION 4. The Michigan PTSA and the National PTA dues shall be remitted by the treasurer of the local PTA/PTSA to the Michigan PTSA State Office on a monthly basis by the 28th of each month. The remittance to the Michigan PTSA shall be accompanied by a Treasurer's Remittance Report, showing the name and address of the president and treasurer of the association, the amount of dues collected during the period covered by the report, and the number of the members of the association.

#SECTION 5. All unsold membership cards shall be returned to the State PTA office by June 1st of each year. A local unit shall be billed for any unaccounted for membership cards.

#SECTION 6. Each member of a local PTA shall pay such annual dues to said organization as may be prescribed by the organization. The amount of such dues shall include the portion payable to the Michigan PTSA (the "state portion") and the portion payable to the National PTA (the national portion").

#SECTION 7. The state and national portions of the dues paid by each member of a local PTA shall be set aside by the local PTA and remitted to the Michigan PTSA through such channels and at such times as the state bylaws may provide. Each state PTA shall pay to the National PTA the amount of the national portion of dues paid by all members of local PTAs in its area.

#SECTION 8. The Michigan PTSA shall make remittances, on a monthly basis to the National PTA of the amounts due to the National PTA. Each remittance shall be accompanied by a statement of the dues received by the Michigan PTSA from all local PTAs within its area for the month covered by the report. Such statement shall show the name and location of each local PTA, the amount paid by it to the state PTA and the number of members in each local unit.

#SECTION 9. Each council shall pay \$25.00 annual council dues to the Michigan PTSA on or before June 1 of each fiscal year. This payment will constitute payment for the following fiscal year. No council packet will be distributed until payment of council dues to the Michigan PTSA is received.

#SECTION 10. Each local PTA/PTSA shall pay \$25.00 annual unit dues to the Michigan PTSA on or before June 1 of each fiscal year. The payment will constitute payment for the following fiscal year. No unit packet shall be distributed until payment of unit dues to the Michigan PTSA is received.

ARTICLE XII - FISCAL YEAR

The fiscal year of the Michigan PTSA shall be from July 1st through June 30th.

ARTICLE XIII - OFFICERS AND THEIR ELECTION

SECTION 1. The officers of the Michigan PTSA shall be a President, President Elect, Vice President for Legislative Activity, Vice President for Leadership Services, Vice President for Programs, Vice President for Organization, eight (8) Region Vice Presidents, Secretary, Treasurer, and Student Representative.

SECTION 2. The following provisions shall govern the qualifications and eligibility of persons to be officers of the Michigan PTSA.

- a. Each officer shall be a member of a local PTA/PTSA.
- b. Only those who are serving on the Michigan PTSA Board of Managers shall be eligible for nomination to the office of President Elect, or Vice President for Legislative Activity. Only those who have served or are serving on the Michigan PTSA Board of Managers, shall be eligible for nomination or election to the office of :
 - Vice President for Leadership Services
 - Vice President for Programs
 - Vice President for Organization
 - Region Vice Presidents
 - Secretary
 - Treasurer
 - Student Representative
- c. Each officer shall be a resident of the State of Michigan.

- d. If any officer shall, at any time, cease to meet any of these qualifications, (s) he may be removed from office by resolution adopted by the Board of Managers.
- e. No one shall hold more than one elected office at a time.

SECTION 3. Except for the Office of President, the officers shall be elected at the Annual Convention by the voting body of the Convention, in the odd numbered years. Officers shall remain in office until their successors assume office.

SECTION 4. The vote shall be conducted by ballot, at the Annual Convention, under the supervision of the Committee on Elections. However, if there is only one (1) nominee for any office, the vote may be by voice at the close of nominations. A majority vote shall be required for election. Only persons nominated by the Committee on Nominations or from the floor, having notified the Chair of the Committee on Nominations 30 days before the beginning of the annual MPTSA Convention, shall be eligible for election. In the event that no candidate for an office receives a majority of the votes cast for that office, an election shall be held between the two (2) candidates receiving the highest number of votes in the regular election.

SECTION 5. The term of office for each office shall be two (2) years and no officer shall be eligible for reelection to the same office. Any part of a term in excess of twelve (12) months shall be considered a term. The term of office shall begin upon the convening of the post-convention meeting following the close of the annual convention of the National PTA following the State PTA Convention at which each officer is elected.

SECTION 6. The Region Vice Presidents shall be chosen from the region in which (s)he resides. If (s)he moves out of the region from which (s)he was elected, a vacancy shall be declared. The regions shall be designed by the Board of Managers.

SECTION 7. The Vice President for Leadership Services shall be chosen without regard to region divisions, but must have served a full term as a Field Service Representative.

SECTION 8. A vacancy occurring in office shall be filled by the Executive Committee for the unexpired term. The election shall be by majority vote.

ARTICLE XIV - DUTIES OF OFFICERS

Members of the Board of Managers shall perform all duties of a Michigan nonprofit association imposed by statute; and carry out those functions listed elsewhere in these Bylaws, as well as additional duties prescribed by the board.

ARTICLE XV - FUNDS

SECTION 1. The Michigan PTSA shall maintain separate accounts for the Memorial and Scholarship Funds.

- a. Moneys received from the Michigan PTSA Life Memberships, Distinguished Service Awards and Council Member of the Year awards shall be designated for the MPTA Scholarship Fund.
- b. Moneys received that are designated for the Memorial Fund shall be deposited in that fund.
- c. These funds shall be administered by the Michigan PTA Board of Managers.

SECTION 2. The Michigan PTSA portion of Founders Day Monies received shall be deposited in the general fund.

ARTICLE XVI - GOVERNING BODIES

The business of the Michigan PTSA shall be transacted by three (3) legislative bodies in the following order of authority:

- A. Annual State Convention.
- B. The Board of Managers.
- C. The Executive Committee.

A. ANNUAL STATE CONVENTION

SECTION 1. The Annual State Convention shall be the governing body of the Michigan PTSA in all matters not previously determined by official action of the National PTA.

SECTION 2. There shall be an annual state convention of the Michigan PTSA.

SECTION 3. The voting body shall consist of:

- a. Members of the Michigan PTSA Board of Managers.
- b. The President and a Vice President of city, county and area councils or their alternates.
- c. The President or alternate, and one delegate or alternate for each fifty (50) members or major fraction thereof, from each local unit, provided the Michigan and National portion of membership dues has been received by the Michigan PTSA Treasurer by February 28th preceding the convention.
- d. Each member of the voting body shall have only one (1) vote.
- e. A new unit chartered by the Michigan PTSA between February 28th and fifteen (15) days prior to the annual convention shall be entitled to the President or alternate, one (1) delegate or alternate for each fifty (50) members or major fraction thereof, as accredited delegate.

SECTION 4. Seventy-five (75) voting delegates registered and having picked up their packets at the opening of the convention shall constitute a quorum.

SECTION 5. The convention of the Michigan PTSA shall be open to all members of the Michigan PTSA who pay the registration fee. The privilege of making motions, debating and voting shall be limited to the members of the Board of Managers, the President and a Vice President (or President-Elect) of councils or their alternates, and accredited delegates or their alternate from local units.

SECTION 6.

- a. State policies and positions other than the legislative resolutions and platform may be brought by the delegate body to the floor of convention immediately following the legislative portion of the convention program.
- b. Other business that does not relate to policy or position may be brought up under the new business portion of the convention program.

B. BOARD OF MANAGERS

SECTION 1. The Michigan PTSA Board of Managers shall consist of the officers of the Michigan PTSA, the Field Service Representatives; Standing Committee Chairmen; and the Immediate Past President.

- a. Each member of the Board of Managers shall be a member of a local PTA/PTSA.
- b. If a member of the Board of Managers of the Michigan PTSA moves out of the State or fails to meet the obligations of their respective office, including attendance, by a majority vote of the Board of Managers, the office shall be declared vacant.

SECTION 2.

- a. Regular meetings of the Board of Managers, a minimum of three (3), shall be held at such time and place as may be determined by resolution of the Executive Committee.
- b. Special meetings may be called by the President, or upon written request of fifteen (15) members of the Board of Managers to the Secretary, who shall issue the call. The Call for a special meeting shall state the business to be transacted and no business shall be transacted except that stated in the Call. Notice of special meetings shall be given at least five (5) days in advance.

SECTION 3. A simple majority of the currently filled positions on the Board of Managers shall constitute a quorum.

SECTION 4. The Board of Managers shall:

- a. Have all power and authority over the affairs of the Michigan PTSA during the interim between Annual Conventions, except that of modifying any action taken by the convention body.
- b. Have power to adopt rules for the transactions of its business, provided they do not conflict with the Bylaws of the Michigan PTSA.
- c. Adopt the annual budget for the Michigan PTSA.

SECTION 5. No volunteer board member of this Corporation shall be personally liable to this Corporation or its members for monetary damages for a breach of fiduciary duty as a volunteer Board member, except for liability: (a) for any breach of the volunteer board members duty of loyalty to the corporation or its members; (b) for acts or omissions not in good faith which involve intentional misconduct or a knowing violation of the law; (c) resulting from a violation of 551 (1) of the Michigan Non-profit

Corporation Act; (d) for any transaction from which the director derives an improper personal profit; (e) for any acts or omissions occurring before January 1, 1988; or (f) an act or omission that is grossly negligent.

In the event the Michigan Non-profit Corporation Act P.A. 1982 No. 162, is amended after approval by the Convention of this Article to authorize corporate action further eliminating or limiting the personal liability of directors (Board Members), then the liability of a director (Board Member) or the corporation shall be eliminated or limited to the fullest extent permitted by the Michigan Non-profit Corporation Act, as so amended. Any repeal, modification or adoption of any provision in these Bylaws inconsistent with this Article shall not adversely affect any right or protection of a director (Board Member) of the Corporation existing at the time of such repeal, modification or adoption.

C. THE EXECUTIVE COMMITTEE

SECTION 1. The Executive Committee of the Michigan PTSA consists of the elected officers.

SECTION 2. The Executive Committee shall meet preceding the regular meeting of the Board of Managers, and at the call of the President. Special meetings may be called by the President, or upon a written request of five (5) members of the committee to the Secretary who shall issue the Call. The Call for a special meeting shall state the business to be transacted and no business except that stated in the Call shall be transacted. A majority of occupied or filled positions shall constitute a quorum.

SECTION 3. The Executive Committee shall:

- a. Conduct the necessary business of the Michigan PTSA between the meetings of the Board of Managers and have all power and authority over the affairs of the Michigan PTSA during the interim between regular meetings of the Board of Managers, except that of modifying any action taken by the Board of Managers.
- b. Transact all business referred to it by the Board of Managers, and shall act in emergencies.
- c. Report any action taken, with recommendation, to the Board of Managers.
- d. Approve plans of work.
- e. Approve the chairmen of standing committees, as presented by the President, and approve the appointment of Field Service Representatives.
- f. Appoint a certified accountant to audit the books of the Michigan PTSA annually, and at such other times as may be necessary.
- g. Relinquish at the expiration of their term all assignments, and materials, and submit a written report to their successor or the Michigan PTSA Office within fifteen (15) days.

ARTICLE XVII - COMMITTEES

SECTION 1. There shall be two (2) types of committees to carry on the work of the Michigan PTSA; Standing Committees appointed by the Executive Committee, for a term of one (1) year, no chairmen shall be eligible for more than four (4) one-year terms in the same chairmanship; and Special Committees, appointed by the President for some specific purpose.

SECTION 2. Standing Committees.

- a. Such standing committees shall be created by the Board of Managers as are found necessary to carry on the work of the PTA.
- b. The chairmen of the standing committees shall be approved by the Executive Committee.
- c. Vacancies in any chairmanship shall be filled by the Executive Committee.
- d. It shall be the duty of the standing committees to develop and carry out the plans designed to meet the special needs of the Michigan PTSA.
- e. Any part of a term in excess of six (6) months shall be considered a term in deciding eligibility for reappointment.

ARTICLE XVIII- COMMITTEE ON NOMINATIONS

SECTION 1. A Nominating Committee consisting of seven (7) members and five (5) alternates shall be elected bi-annually by ballot by the Board of Managers, from its own membership, at the regular fall meeting. The President, President-Elect and past presidents shall be ineligible to serve on this committee. The chair will be selected by the nominating committee at a meeting to be held immediately following the election. The consent of each nominee shall be secured before his/her name is presented. Members and alternates of the Nominating Committee shall be elected in three (3) elections.

- a. In the first election, three (3) Executive Committee members representing different regions shall be elected. The three (3) nominees from three (3) different regions receiving the highest number of votes shall be members of the Nominating Committee.
- b. In the second election, four (4) Board of Managers members, who are not members of the Executive Committee, shall be chosen from the five (5) regions not represented by members already elected. The four (4) nominees receiving the highest number of

votes from four (4) different regions shall be members of the Nominating Committee. In the event, there is no representative on the Board of Managers from a region(s) the nominee(s) receiving the next highest number of votes shall be elected. No more than two members from the same region may serve on the Committee on Nominations.

- c. In the third election, five (5) alternates shall be elected from five (5) different regions whenever feasible.
- d. Six (6) members shall constitute a quorum for the committee. A majority vote of four (4) is necessary to nominate. All voting shall be by written vote.

SECTION 2. The Committee on Nominations shall:

- a. Within sixty (60) days after their election, send a request to members of the Board of Managers and to local unit and council presidents for nominees for the offices to be elected at the following state convention. A list of current Board of Managers members is to be sent along with the request, indicating those who are not eligible to be nominated for certain positions.
- b. Nominate one (1) eligible person for each office to be filled at the annual convention.
- c. Send a list of nominees to each member of the Board of Managers and local unit and council presidents at least thirty (30) days before convention.
- d. Report to the convention before the election, its nominees and any nominees from the floor. A copy of the qualifications of any nominees from the floor must be presented to the Chair of the Committee on Nominations 30 days prior to the opening of General Session 1, as nominations will be closed at that time.

ARTICLE XIX - BUDGET AND FINANCE COMMITTEE

SECTION 1. There shall be a Budget and Finance Committee composed of five (5) members of the Board of Managers, one of whom shall be the Treasurer of the Michigan PTSA, who shall serve as chairman.

SECTION 2. The President shall name the other members with the approval of the Executive Committee.

SECTION 3. It shall be the responsibility of the Budget and Finance Committee to review past expenses, income projections and current budget requests, for the purpose of establishing a budget for presentation at the pre-convention meeting of the Board of Managers.

SECTION 4. After the budget has been approved, the committee will review anticipated expenses, which will exceed the amount designated for budget activities based on proposals submitted by individuals or a committee.

SECTION 5. The Budget and Finance Committee Chairman will report on the consequences of such excesses on the financial status of the organization to the Board of Managers and Executive Committee.

SECTION 6. The Michigan PTSA budget shall be published annually in the Michigan PTSA bulletin.

SECTION 7. The Budget and Finance Committee shall be responsible for furnishing a complete audit statement of the previous fiscal year in the convention program. This statement shall include the financial picture of the last convention.

ARTICLE XXI - COMMITTEE LOCAL PTA/PTSA AND COUNCIL RELATIONSHIPS

SECTION 1. There shall be a Committee on Local PTA/PTSA and Council Relationships consisting of five (5) members of the Board of Managers, two (2) of whom shall be the President Elect and VP for Leadership. The other three (3) shall be elected by the Executive Committee. The President Elect shall be the chairman of the committee.

SECTION 2. This committee upon authorization by the Executive Committee shall review any alleged violation by local PTAs/PTSA's and councils of these bylaws (or their own bylaws) or other practices or activities that may tend to defeat the Objects and Basic Policies of the National PTA and Michigan PTSA, and shall make prompt report to the Board of Managers of the results of such review and of its recommendations for action.

SECTION 3. The Board of Managers shall give due consideration to the report of the committee and shall accord the Local PTA/PTSA or council an opportunity to be heard and to respond to the report. If upon such consideration and hearing, the Board of

Managers finds a violation by the local PTA/PTSA or council, it may, by a two-thirds (2/3) vote, require the local PTA/PTSA or council to take appropriate action within a period of time stipulated by the Board of Managers. When such a requirement has been made by the Board of Managers and if the recommended action is not taken by the local PTA/PTSA or council within the allotted time, the Board of Managers may, by a two-thirds (2/3) vote, grant the local PTA/PTSA or council an extension of time of six (6) months on which to achieve satisfactory compliance with the action required by the Board of Managers. Failing such compliance the Board of Managers may withdraw the Michigan PTSA charter from the group and terminate its status as a local PTA/PTSA or council of the Michigan PTSA.

ARTICLE XXII - LEGISLATION

SECTION 1. The Legislative Platform of the Michigan PTSA shall consist of legislative resolutions adopted at the Annual Convention. Said legislative resolutions, upon adoption, become the policy of the Michigan PTSA.

SECTION 2. Any previously adopted Legislative Platform may be reviewed and changed by a two-thirds (2/3) vote of the voting delegates at the Annual Convention of the Michigan PTSA.

SECTION 3. Legislative action by the Michigan PTSA shall be based on the State Legislative Platform and such items of the legislative program of the National PTA as have been endorsed by the Michigan PTSA.

SECTION 4. Between annual conventions the Michigan PTSA Executive Committee shall be responsible for taking action on legislation not covered by the adopted Legislative Platform. Action on legislation taken by the Executive Committee, on issues not specified on the Legislative Platform, shall be governed by the following:

- a. Legislative measures selected for action by the Executive Committee must be of statewide significance and must fit within the Objects of the Michigan PTSA.
- b. It shall be the duty of the Vice President for Legislative Activity to notify local units and councils of specific legislative issues coming before the Executive Committee for action. All legislative action taken by the Executive Committee must be reported in the next regularly published Michigan PTSA Bulletin that is mailed to all the local units and councils.
- c. Any legislative position adopted by the Executive Committee shall be presented at the next Annual Convention for ratification or defeat.
- d. Any legislative action of the Michigan PTSA represents the official position of the organization and shall not be interpreted as representing the personal opinion or conviction of each individual PTA member.
- e. Although a local PTA/PTSA may decide not to give active support to the item, it is expected that it will refrain from active opposition.

ARTICLE XXIII - YOUTH MEMBERS' CONFERENCE

SECTION 1. The youth members of the Board of Managers shall constitute the Youth Members' Conference of the Michigan PTSA. Meetings of the Youth Members Conference shall be held in conjunction with the regular meetings of the Board of Managers and at other times as may be deemed necessary with the approval of the President and having notified the Executive Director of the dates.

SECTION 2. The elected Student Representative shall serve as chairman of the Youth Members' Conference.

ARTICLE XXIV - STATE OFFICE

SECTION 1. A State Office shall be maintained in the Greater Lansing Area, Michigan. The office shall be under the supervision of the President of the Michigan PTSA.

SECTION 2. The Executive Director employed by the Michigan PTSA shall be directly responsible to the President.

SECTION 3. There shall be a Headquarters Committee consisting of the President, President Elect, Treasurer and two (2) members of the Board of Managers, appointed by the President, and chaired by the Michigan PTSA President. This committee shall serve for a two (2) year term. The Executive Director shall annually review/revise the Michigan PTSA Office Procedures Handbook and submit recommendations to the Headquarters Committee. The Headquarters Committee will review the Executive Directors' recommendations and submit to the Executive Committee for approval. The Headquarters Committee responsibility shall be the operation, including financial procedures, of the Michigan PTSA Office and shall report to the Executive Committee and Board of Managers.

ARTICLE XXV - NATIONAL CONVENTION

#SECTION 1. The Michigan PTSA shall be entitled to accredit to the annual national convention as its delegates:

- a. The President of the Michigan PTSA.
- b. One additional delegate from among the members of the state PTA for each one thousand members, or major fraction, thereof, of the Michigan PTSA, as shown on the books of the treasurer of the National PTA as of March 31st preceding the annual convention.

SECTION 2. Delegates and alternates to the Annual Convention of the National PTA shall be determined by the Board of Managers at a regular meeting preceding the date of the National PTA Convention. The president shall be empowered by the Board of Managers to fill the quota.

SECTION 3. MPTSA will pay the expenses for the President-Elect to attend the National PTA annual Convention, pending availability of funds.

#ARTICLE XXVI - PARLIMENTARY AUTHORITY

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

ARTICLE XXVII - AMENDMENTS

SECTION 1. These bylaws may be amended at an annual convention by a two-thirds (2/3) vote of those present and voting, provided the amendments have been approved by the Board of Managers and notice of proposed amendments have been in the call to convention.

#SECTION 2. The adoption of an amendment to any provision of the National PTA Bylaws identified by a single star shall serve automatically and without requirement of further action by the Michigan PTSA to amend correspondingly to these bylaws. Notwithstanding the automatic character of the amending process, the State PTA shall promptly incorporate such amendments in their respective bylaws.

#SECTION 3. The adoption of an amendment to any provision of the National PTA Bylaws identified by a double star shall serve automatically and without requirement of further action by the constituent organization to amend correspondingly to the bylaws of each constituent organization. Notwithstanding the automatic character of the amending process, the constituent organization shall promptly incorporate such amendments in their respective bylaws.

#SECTION 4. The adoption of an amendment to any provision of the Michigan PTSA Bylaws identified by a number sign shall serve automatically and without requirement of further action by the PTA to amend correspondingly to these bylaws.

**AS AMENDED AT THE 2007 ANNUAL MICHIGAN PTSA CONVENTION IN
STERLING HEIGHTS, MICHIGAN**