



## COUNCIL BYLAWS SUBMITTAL COVER SHEET

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Nashville, TN 38212  
(615) 383-9740  
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### Submittal Process:

- Include **two (2)** copies of this form and **two (2)** copies of bylaws
- Complete **ALL** required information
- Mail to Tennessee PTA office
- Online submittal is allowed, provided that this cover sheet is faxed to office

**All Council information MUST be completed.**

### FOR COMPLETION BY COUNCIL

Council Name _____	Council ID # _____
Council Address _____	
Federal Employer Identification Number (FEIN) _____	
Council Representative's Name _____	Phone _____
Representative's Email Address _____	
Date of General Membership Approval _____	
I certify that the information given herein is truthful and complete and that submission of falsified or non-approved bylaws shall constitute cause for charter withdrawal. The submitted bylaws of this council have been approved by the council's general membership.	
_____	_____
Council Representative's Signature	Date

### FOR TENNESSEE PTA USE ONLY

Date of Submission _____
Date of Approval _____
_____
Tennessee PTA Bylaws Chairman
Next State Review Due: _____



- 1 by the people to boards of education, state education authorities and local education authorities;
- 2 c. The association shall work to promote the health and welfare of children and youth, and shall
- 3 seek to promote collaboration among parents, schools and the community at large;
- 4 d. No part of the net earnings of the association shall inure to the benefit of, or be distributable to,
- 5 its members, directors, trustees, officers, or other private persons except that the association
- 6 shall be authorized and empowered to pay reasonable compensation for services rendered, and
- 7 to make payments and distributions in furtherance of the purposes set forth in Article II
- 8 hereof;
- 9 e. Notwithstanding any other provision of these articles, the association shall not carry on any
- 10 other activities not permitted to be carried on (i) by an association exempt from federal
- 11 income tax under Section 501 (c)(3) of the Internal Revenue Code or (ii) by an association,
- 12 contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code;
- 13 f. Upon the dissolution of the association, after paying or adequately providing for the debts
- 14 and obligations of the association, the remaining assets shall be returned to Tennessee PTA;
- 15 g. The association or members in their official capacities shall not, directly or indirectly,
- 16 participate or intervene (in any way, including the publishing or distributing of statements) in
- 17 any political campaign on behalf of, or in opposition to, any candidate for public office, or
- 18 devote more than an insubstantial part of its activities to attempting to influence legislation by
- 19 propaganda or otherwise; and
- 20 h. This council may cooperate with other associations and agencies concerned with child
- 21 welfare, but no representative shall make a commitment that binds the organization.
- 22
- 23

#### 24 # ARTICLE IV: RELATIONSHIP WITH TENNESSEE AND NATIONAL PTA

25 **Section 1.** This Council shall be organized and chartered under the authority of Tennessee PTA in the

26 area in which this Council functions in conformity with such rules and regulations which are not in

27 conflict with Tennessee PTA Bylaws or National PTA Bylaws.

28

29 **Section 2.** A Council in good standing is one that:

- 30 a. Adheres to the Purposes and basic policies of PTA;
- 31 b. Submits an Audit Report Form to Tennessee PTA by November 1<sup>st</sup>;
- 32 c. Shall submit annually to the Internal Revenue Service (IRS) the appropriate 990 form by
- 33 November 15<sup>th</sup> and shall send a copy of the appropriate 990 receipt to Tennessee PTA by
- 34 November 20<sup>th</sup>;
- 35 d. Has bylaws approved according to the procedures of Tennessee PTA;
- 36 e. Maintains a minimum of three (3) local units in good standing;
- 37 f. Submits unit membership rosters, dues, and reports with each council membership report; and
- 38 g. Meets other criteria as may be prescribed by Tennessee PTA;
- 39 h. To be eligible for any and all awards, a council membership report must be received in the
- 40 state office no later than December 1<sup>st</sup>.
- 41

42 **Section 3.** The articles of organization of this Council include (a) the bylaws of such association, (b) the

43 certificate of incorporation or articles of incorporation of such association (in cases in which the

1 association is a corporation) or the articles of association by whatever name (in cases in which the  
2 association exists as an unincorporated association), and (c) council charter.

3  
4 **Section 4.** This Council shall adopt such bylaws for the governance of the association as may be  
5 approved by Tennessee PTA. Such bylaws shall be resubmitted for review by Tennessee PTA at least  
6 once every five years. Such bylaws shall contain provisions corresponding to the provisions of state  
7 bylaws identified by the pound sign (#).

8  
9 **Section 5.** Voting by proxy is prohibited.

10  
11 **Section 6.** Only members of this Council who have paid dues for the current membership year may  
12 participate in the business of this Council, Tennessee PTA and National PTA.

13  
14 **Section 7.** This Council shall keep such permanent books of account and records as shall be  
15 sufficient to establish the items of gross income, receipts and disbursements of this Council,  
16 including specifically the number of its members, the dues collected from its members and the  
17 amounts of dues remitted to Tennessee PTA. Such books of account and records shall at all reasonable  
18 times be open to inspection by an authorized representative of Tennessee PTA.

19  
20 **Section 8.** Organization of a new local unit requires a minimum of eight (8) members. To remain a  
21 unit in good standing, a local unit must maintain a minimum of twenty (20) members and meet other  
22 requirements provided for by the Tennessee PTA.

23  
24 **Section 9.** The charter of this Council shall be subject to withdrawal and the status of such  
25 association as a council PTA shall be subject to termination, in the manner and under the  
26 circumstances provided in the bylaws of Tennessee PTA.

27  
28 **Section 10.** A council may dissolve in the following manner:

- 29 a. A council executive committee considering recommending to its general membership a  
30 resolution to dissolve must afford the region director or state PTA representative an  
31 opportunity to speak to the executive committee prior to its taking any action on such a  
32 proposal. If the executive committee then votes to present to its general membership a motion  
33 to dissolve, it must inform in writing the region director, the state president, and its general  
34 membership at least thirty (30) days prior to the general membership meeting that the  
35 resolution to dissolve will be considered. No meeting for the purpose of considering dissolution  
36 of a council shall be held during the periods of time when school is closed for vacation or  
37 holidays. The state must be afforded the opportunity to speak at that meeting to the  
38 membership prior to action being taken by them on the proposed resolution to dissolve.
- 39 b. Approval to dissolve requires a two-thirds ( $\frac{2}{3}$ ) vote by written ballot, a majority of the  
40 membership being present. Only those members, who are in good standing on the day the  
41 written notice of the proposal to dissolve is mailed, may vote.
- 42 c. Dissolution shall take effect immediately and shall not be postdated. The provisions  
43 hereinafter outlined in Article IV, Section 10, shall take effect immediately.

- d. When a council has voted to dissolve in compliance with these procedures, and later wishes to resume activities, it is necessary to reorganize the council. The same procedure as the organization for a new council would be followed.
- e. A report shall be filed with the region director or the State Office detailing the compliance with the dissolution process.

**Section 11.** This Council is obligated, upon withdrawal of its charter by Tennessee PTA or dissolution:

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

#### # ARTICLE V: PURPOSES OF THIS COUNCIL

# Section 1. The purposes of this Council are to:

- # a. Unify and strengthen local PTAs comprising this Council;
- # b. Provide for the cooperation of the local PTA/PTSA's in the Council in order to promote the interests of children, to encourage programs and projects in the various PTA/PTSA units which will carry out the Mission and Purposes of PTA, and to assist in the establishment of new PTAs according to the plan of the Tennessee PTA; and
- # c. Promote the interests of the Tennessee PTA and National PTA.

# Section 2. This Council shall not dictate to the local PTAs.

#### # ARTICLE VI: MEMBERSHIP AND DUES

Section 1. Membership in this Council shall consist of local PTAs chartered by the Tennessee PTA in \_\_\_\_\_ (county, city or area) upon payment of dues as hereinafter provided.

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

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

1 Section 4. Each member of this Council shall pay such annual dues to this Council as may be  
2 prescribed by the association.

3  
4 Section 5. The annual dues for membership in this Council shall be \$\_per member (per unit) for  
5 each local PTA/PTSA in membership and shall be payable as scheduled.

6  
7 Section 6. Delegates from local PTAs/PTSAs whose dues to the Council are in arrears shall not  
8 participate in the business of this Council.

9  
10 Section 7. Councils shall not be required to pay state or national dues. All local PTAs within the  
11 boundaries of the Council may be members of this Council.

12  
13 # Section 8. The treasurer of each local PTA/PTSA in membership with this Council shall make all  
14 required reports and shall remit to the Council Treasurer, membership dues for the state and national  
15 portions plus the per capita membership dues determined by this Council.

16  
17 # Section 9. Each local unit in membership with this Council may be represented at meetings of this  
18 Council by the president or alternate and the duly accredited delegates or alternates. Each local  
19 PTA/PTSA unit shall be eligible for an equal number of delegates regardless of the size of the unit.

20  
21 # Section 10. Each member is entitled to only one vote, even if they may be serving in more than one  
22 capacity on the council or local unit.

23  
24 # Section 11. All memberships received during the fiscal year ending June 30 shall expire no later than  
25 the following October 31<sup>st</sup>.

## 26 27 28 **ARTICLE VII: OFFICERS AND THEIR ELECTION**

29  
30 Section 1. The officers of this Council shall be a President, (*President-Elect*,) \_\_\_\_\_(*number or*  
31 "*a*") Vice President(s), a Secretary, and a Treasurer.

32  
33 Section 2. The officers shall be elected by ballot at the Council's Annual Meeting, in the month of  
34 \_\_\_\_\_(ref. Article XII, Section 3), at which time nominations may be made from the floor.

35  
36 # Section 3. The vote shall be conducted by ballot. When there is but one candidate for an office,  
37 the ballot for that office may be dispensed with and election held by voice vote. A majority vote  
38 shall elect. Written ballots shall be counted by three members selected at the election meeting.

39  
40 Section 4. The following provisions shall govern the qualifications and eligibility of individuals to be  
41 officers of this Council:

42  
43 # a. Each officer shall be a member of a local unit in good standing within the area of this Council.

1 b. No officer may be eligible to serve more than \_\_\_\_ (one or two) consecutive terms in the same  
2 office.

3 # c. A person who has served in an office for more than one half (1/2) of a full term shall be deemed  
4 to have served a full term in such office.  
5

6 Section 5. Officers shall assume their official duties following the close of the fiscal year and shall  
7 serve for a term of \_\_\_\_ year(s) or until their successors are elected.  
8

9 # Section 6. No person shall serve on the board of managers in more than one elected capacity.  
10

11 Section 7. A vacancy occurring in the office of president shall be filled for the remainder of the  
12 unexpired term by the first officer in succession. Nominations to fill a vacancy in any office other  
13 than president shall be made by the president and elected by the board of managers.  
14

## 15 **ARTICLE VIII: DUTIES OF OFFICERS**

16

17  
18 Section 1. The President shall:

- 19 a. Preside at all meetings of this Council;
- 20 b. Help to extend PTA work into all parts of the Council territory, keeping it in harmony with  
21 the state plan;
- 22 c. Serve as an ex-officio member of all committees except the Committee on Nominations and  
23 Leadership Development;
- 24 d. Be a designated signator on check and vouchers
- 25 e. Coordinate the work of the officers and committees of this Council in order that the  
26 Purposes may be prompted; and
- 27 f. Perform such other duties as may be provided by these bylaws, standing rules, parliamentary  
28 authority, or as directed by the board of managers or executive committee.  
29

30 Section 2. *The President-Elect shall:*

- 31 a. *Act as aide to the president;*
- 32 b. *Perform the duties of the president in the president's absence or inability to serve;*
- 33 c. *Assume the office of president the next term; and*
- 34 d. *Perform such other duties as may be provided by these bylaws, standing rules, parliamentary*  
35 *authority, or as directed by the board of managers or executive committee.*  
36

37 Section 3. The Vice President(s) shall:

- 38 a. Act as aide(s) to the president;
- 39 b. In their designated order, perform the duties of the president in the president's absence or  
40 inability to serve; and
- 41 c. Perform such other duties as may be provided by these bylaws, standing rules, parliamentary  
42 authority, or as directed by the board of managers or executive committee.  
43

1 *Section 4.* The Secretary shall:

- 2 a. Record the minutes of all meetings of this Council;
- 3 b. Be prepared to read the records of any previous meeting;
- 4 c. Keep a permanent record and file all records;
- 5 d. Have a current copy of the bylaws;
- 6 e. Maintain an accurate roster of the names and addresses of local PTA/PTSAs in membership and
- 7 their presidents, officers, delegates, and alternates, and the names, addresses, and Emails of the
- 8 members of the council board of directors and committees and send a copy to the state office;
- 9 f. Perform such other duties as may be provided by these bylaws, standing rules, parliamentary
- 10 authority, or as directed by the board of managers or executive committee.

11  
12 *Section 5.* The Treasurer shall:

- 13 a. Have custody of the funds of this Council;
- 14 b. Keep a full and accurate account of receipts and expenditures in the books belonging to this
- 15 Council;
- 16 c. Make disbursements as authorized by the president, board of managers of this council in
- 17 accordance with the budget adopted by this Council;
- 18 d. Have checks or vouchers signed by two bonded officers: the treasurer, the president or one
- 19 other designated officer;
- 20 e. Present a financial statement at every meeting of this Council and at other times when
- 21 requested by the board of managers;
- 22 f. Make a full report at the meeting at which new officers officially assume their duties;
- 23 g. Be responsible for the maintenance of such books of account and records as conform to the
- 24 requirements of Article IV, Section 6 of these bylaws;
- 25 h. Present an annual report of the financial condition of the association;
- 26 i. Submit the books annually for audit;
- 27 # j. Upon completion of the audit, send a signed copy of the audit report to the state PTA office;
- 28 k. Report the findings of the annual report to the board of managers; and
- 29 l. Perform such other duties as may be provided by these bylaws, standing rules, parliamentary
- 30 authority, or as directed by the board of managers or executive committee.

## 31 32 **ARTICLE IX: BOARD OF MANAGERS**

33  
34 *Section 1.* The business of this Council shall be conducted by the board of managers in the

35 intervals between the Council general membership meetings.

36  
37 *Section 2.* The members of the board shall be:

- 38 a. The elected officers;
- 39 b. The chairmen of the standing and/or special committees, the region director, the
- 40 superintendent(s) or an appointed representative;
- 41 c. A parliamentarian, appointed by the president and approved by the officers of this Council; and
- 42 d. State board members residing in the area of this council, shall serve in a (*voting/nonvoting*)
- 43 advisory capacity.



1 Section 3. The following provisions shall govern the qualifications and eligibility of individuals to be  
2 members of the board of managers:

3 # k. Each board member shall be a member of a local unit in good standing within the area of  
4 this Council;

5 # l. No person shall serve on the board in more than one elected capacity; and

6 # m. No board member shall serve as a paid employee of or under contract to this Council.  
7

8 Section 4. Duties of the board shall be to:

9 a. Carry out such business as may be referred to it by the membership of the Council;

10 b. Create standing and special committees;

11 c. Report at the general membership meetings of this Council;

12 d. Select an auditor or an auditing committee to audit the treasurer's accounts;

13 e. Approve plans of work of Council standing and/or special committees;

14 f. Prepare and submit an annual budget to this Council's general membership for adoption; and

15 g. Approve payment of routine bills within the limits of the adopted budget.  
16

17 Section 5. Regular meetings of the board shall be held with the date and time to be fixed by the board  
18 at its first meeting of the year.  
19

20 Section 6. Special meetings of the board may be called by the president or when requested by  
21 \_\_\_\_\_members upon \_\_\_days' written notice to each member of the board.  
22

23 # Section 7. A quorum of the board of managers shall be \_\_\_\_\_. Voting by proxy is prohibited.  
24

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

28 a. A resolution adopted by the executive committee;

29 b. A ten (10) day notice issued to the board member in question;

30 c. An opportunity for the member in question to address the board of managers at the next regular  
31 meeting; and

32 d. Two-thirds ( $\frac{2}{3}$ ) vote of the board of managers for removal.  
33

34 Section 9. Upon the expiration of the term of office or when individuals cease to hold the position  
35 that entitles them to be a member of the board, all records, books and other materials pertaining to  
36 the position shall be turned over to the president and all funds pertaining to the position shall be  
37 returned to the treasurer within fourteen (14) days.  
38  
39

## 40 **ARTICLE X: EXECUTIVE COMMITTEE**

41

42 Section 1. The executive committee shall be composed of the elected officers, the superintendent and  
43 the parliamentarian of the Council.  
44

45 Section 2. Special meetings of the executive committee may be called by the president or upon  
46 written request of \_\_\_members with \_\_\_\_\_days' notice given to each member of the executive  
47 committee.  
48

1 # Section 3. A quorum of the executive committee shall be a majority of the members of the  
2 committee then in office. Voting by proxy is prohibited.

3  
4 Section 4. Duties of the executive committee shall be to:

- 5 a. Transact business referred to it by the board;
- 6 b. Act in emergencies between meetings of the board; and
- 7 c. Make a report at each board meeting.

8  
9 Section 5. The executive committee shall meet as soon as the officers have been duly elected for the  
10 purposes of formulating tentative plans for their term of office and selecting chairmen of standing  
11 and/or special committees with input from the local unit presidents.

12  
13 Section 6. The executive committee shall take no action in conflict with any action taken by the board  
14 of managers or the general membership.

## 15 16 17 **ARTICLE XI: COMMITTEES**

18  
19 # Section 1. Only members of a local unit in good standing within the area of this Council shall be  
20 eligible to serve in any elected or appointed position.

21  
22 Section 2. The standing committees of this Council shall be created by the board of managers as  
23 deemed necessary and listed in the Council's standing rules.

24  
25 Section 3. The chairmen of standing/special committees shall be elected by the officers of this  
26 Council.

27  
28 Section 4. The term of office of a committee chairman shall be \_\_\_\_\_ year(s) or until the  
29 selection of a successor.

30  
31 Section 5. Each committee plan of work shall be approved by the board of managers.

32  
33 Section 6. Special committees may be created by the president with approval of the executive  
34 committee when deemed necessary.

35  
36 Section 7. The quorum of any committee shall be a majority of its members.

37  
38 Section 8. The president shall be a member ex-officio of all committees except the Committee on  
39 Nominations and Leadership Development.

## 40 41 42 **# ARTICLE XII: COMMITTEE ON NOMINATIONS AND LEADERSHIP DEVELOPMENT**

43  
44 A Committee on Nominations and Leadership Development shall be elected at least three (3) months  
45 prior to the election of officers. The committee shall be composed of \_\_\_\_(*three to five*)\_members, at least one  
46 of which shall not be a member of the council's board of managers.

- 47
- 48 a. The committee shall elect its own chair;
- 49 b. The committee shall make every reasonable effort to nominate an eligible person for each

- 1 office to be filled and send its report to the council's board of managers and the council  
2 president at least 30 days before the annual election meeting, at which time additional  
3 nominations may be made from the floor;
- 4 c. Only those individuals who have met the qualifications as outlined in Article VII, Section 4  
5 and who have signified their consent to serve if elected shall be nominated for office; and
  - 6 d. No member shall serve on this committee for consecutive terms.
- 7  
8

9 **ARTICLE XIII: GENERAL MEMBERSHIP MEETINGS**

10  
11 Section 1. Regular meetings of this Council should be held at least three (3) times each fiscal year, in  
12 addition to the required Annual Meeting. Changes to any scheduled council meetings can be voted on by  
13 this Council, or the board of managers, or the executive committee. The meeting schedule shall be  
14 announced by at least September 1<sup>st</sup>. \_\_\_\_\_ days' notice shall be given to the membership of any  
15 change of date.

16  
17 Section 2. Special meetings of this Council may be called by the president or by a majority of the  
18 board of managers, \_\_\_ days' notice having been given.

19  
20 # Section 3. The Annual Meeting shall be held in the month of \_\_\_\_\_ (*March/April/May*).

21  
22 Section 4. The voting body of this Council shall consist of:

- 23 a. The officers of this Council;
  - 24 b. Chairmen of Council standing and/or special committees;
  - 25 c. The president of each PTA/PTSA member unit or alternate;
  - 26 d. Accredited delegates or alternates;
  - 27 e. The superintendent of schools or representative; and
  - 28 f. The principals of the PTA/PTSA member schools.
- 29

30 # Section 5. \_\_\_\_\_ members shall constitute a quorum for the transaction of business in any  
31 meeting of this Council. Voting by proxy is prohibited.

32  
33  
34

35 **# ARTICLE XIV: TENNESSEE STATE PTA CONVENTION**

36  
37 Section 1. In accordance with Tennessee PTA Bylaws, the president of this Council or the  
38 elected alternate shall be a voting delegate to the annual convention.

39  
40 Section 2. Voting delegates and their alternates shall be chosen or elected in time to take advantage of  
41 pre-registration.

42  
43  
44

45 **# ARTICLE XV: FISCAL YEAR**

46  
47 The fiscal year of this Council shall be July 1 through June 30.

48  
49

1 **# ARTICLE XVI: PARLIAMENTARY AUTHORITY**

2  
3 The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern this  
4 Council in cases in which they are applicable and in which they are not in conflict with these bylaws,  
5 Tennessee PTA Bylaws, National PTA Bylaws, or the articles of incorporation.  
6

7  
8 **# ARTICLE XVII: AMENDMENTS**

9  
10 Section 1. These bylaws may be amended at any regular general membership meeting of this  
11 Council by two-thirds (2/3) vote of the members present and voting, provided that notice of the  
12 proposed amendments has been given to each member PTA and to each member of the board of  
13 managers of this Council at least 30 days prior to the date of the meeting at which action is taken. The  
14 proposed amendment shall be subject to approval of Tennessee PTA.  
15

16 Section 2. A committee may be appointed to submit a revised set of bylaws as a substitute for the  
17 existing bylaws by a majority vote at a meeting of this Council, or by a two-thirds (2/3) vote of the  
18 board of managers. The requirements for adoption of a revised set of bylaws shall be the same as in the  
19 case of an amendment.  
20

21 Section 3. Submission of amendments or revised bylaws for approval by Tennessee PTA shall be in  
22 accordance with the bylaws or procedures of Tennessee PTA.  
23

24 Section 4. The adoption of an amendment to any article of the bylaws of Tennessee PTA identified  
25 by a pound sign (#) shall serve automatically and without the requirement of further action by this  
26 council to amend their corresponding bylaws.