

**GREY CLOUD ELEMENTARY**  
**Parent-Teacher-Student Association**

Bylaws adopted December 11, 2001 and updated May 2012

**Article I: Name**

The name of this association is the Grey Cloud Elementary Parent-Teacher Association, Cottage Grove, Minnesota. It is a local PTA unit organized under the authority of the Minnesota Congress of Parents, Teachers, and Students (the Minnesota PTA), a branch of the National Congress of Parents and Teachers (the National PTA).

**\*\*Article II: Articles 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 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 Grey Cloud PTA, in common with those of the National PTA and the Minnesota PTSA 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 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 the National PTA, the Minnesota PTSA and the Grey Cloud PTA are promoted through an educational program directed 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 educational purposes within the meaning of Section 501 © (3) of the Internal Revenue Code or corresponding Section of any further Federal tax code (hereinafter "Internal Revenue Code").

**\*\*Article IV: Basic Policies**

The following are the basic policies of the Grey Cloud PTA in common with those of the National PTA and the Minnesota PTA.

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan.
- b. The organization shall work to promote the health and welfare of children and youth and shall seek to promote collaboration between parents, schools, and the community at large.
- 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 their activities to attempting to influence 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 Minnesota 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 that he/she represents.
- f. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

- g. Notwithstanding any other provisions of these articles, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or (ii) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.
- h. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more non-profit funds, foundation, or organizations which have established their tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

#### **Article V: Relationship with National PTA and State PTA**

**\*\*Section 1.** This PTA shall be organized and chartered under the authority of the Minnesota PTA in the area in which this PTA function in conformity with such rules and regulations, not in conflict with the National PTA Bylaws, as the Minnesota PTA may in its bylaws prescribe. The Minnesota PTA shall issue to the PTA an appropriate charter evidencing the due organization and good standing of this PTA.

A local PTA in good standing is one which:

Adheres to the Objects and basic policies of the PTA;

Remits the national portion of the dues through the state PTA to reach the National Office by dates designated by the National PTA;

Has bylaws approved according to the procedures of each state; and

Meets other criteria as may be prescribed by the individual state PTA.

# Section 2. A local unit not meeting any part of the criteria stated in Article V, section 1 may be considered a unit not in good standing by the Minnesota PTSA, and may be subject to withdrawal of its charter.

**\*\* Section 3.** This PTA/PTSA shall adopt such bylaws for the government of the organization as may be approved by the Minnesota PTA. Such bylaws shall not be in conflict with the Bylaws of the National PTA or the bylaws of the Minnesota PTA.

**\*\* Section 4.** This PTA/PTSA 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 Minnesota PTA. Such books of account and records shall at all reasonable times be open to inspection by an authorized representative of the Minnesota PTA or, where directed by committee on state and national relationships, by a duly authorized representative of the National PTA.

**\*\* Section 5.** The charter of the PTA/PTSA shall be subject to withdrawal and status of each organization as a PTA unit shall be subject to termination, in the manner and under the circumstance provided in the bylaws of the Minnesota PTA. (See State Bylaws, Article VI, section 17 and Article XVIII, Section 5).

**\*\* Section 6.** This local PTA/PTSA is obligated, upon withdrawal of its charter by the Minnesota PTA:

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

**\*\* Section 7.** This PTA shall collect dues from its members and shall remit a portion of such dues for the current membership year may participate in the business of that association.

**\*\* Section 9.** The members of the nominating committee for officers of a constituent organization shall be elected by the membership, Board of Directors/Managers, Executive Board, or Executive Committee.

**\*\* Section 10.** 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 11.** Local PTA/PTSA units must have a minimum of twenty (20) paid memberships to remain a branch of the Minnesota PTA and the National PTA.

**# Section 12.** Local PTA/PTSA units shall elect officers for the following school year and submit their names to the Minnesota PTSA Office before June 15.

**# Section 13.** A local PTA/PTSA may disaffiliate or dissolve from the Minnesota PTSA and National PTA and conclude its business in the following manner.

- a. The Executive Committee or other body that, under its bylaws manages the business of the local PTA/PTSA shall adopt a resolution recommending that the local PTA/PTSA be dissolved and directing that the question of such dissolution be submitted to a vote at a special meeting of members having voting rights. Written or printed notice stating that the purpose of such meeting is to consider the advisability of dissolving the local PTA/PTSA shall be given thirty (30) days prior to the date of such meeting.
- b. Written notice of the adoption of such resolution, accompanied by a copy of the notice of the special meeting of members, shall be given to the president of the Minnesota PTSA at least twenty (20) days before the date fixed for such special meeting of the members.
- c. Only those persons who were members in good standing of the local PTA/PTSA on the date of the adoption of the resolution and who continue to be members in good standing on the date of the special meeting shall be entitled to vote on the question of dissolution.
- d. Approval of dissolution of the local PTA/PTSA shall require the affirmative vote of at least two-thirds of the members present entitled to vote at the special meeting. The required quorum is that established by the local unit bylaws.
- e. E. Immediately upon adoption of a motion to disaffiliate or dissolve, the unit shall cease to be a PTA/PTSA. The Minnesota PTSA shall act immediately to withdraw the unit charter and the unit shall proceed to conclude its business according to charter withdrawal provisions in Article V, sections 5 and 6.

**# Section 14.** The Minnesota PTSA shall have the authority to withdraw the charter of a defunct local unit or council.

**# Section 15.** The Executive Committee (of the Minnesota PTSA) shall have the authority to withdraw the charter of a local unit or council which has not acted to dissolve or disaffiliate but which has become defunct. A local unit or council shall be considered to be defunct when all of the following occur:

- a. No dues have been submitted to the MN PTSA for a period of at least 18 calendar months despite requests and reminders.
- b. For a period of at least one year, there has been no president or vice-president or president-elect with whom the PTSA office is able to establish contact.
- c. There has been no official meeting of the unit or council for at least 18 months
- d. There is no body of PTA/PTSA members belonging to that unit or council who can legitimately be seen to be acting on its behalf in order to follow the usual dissolution or disaffiliation process.

When a local unit or council seems to be defunct, the Executive Committee shall take such steps as it deems appropriate to verify the status of the unit or council. If the committee determines that the unit or council is, in fact, defunct, it shall proceed to withdraw the charter and conclude its business in the prescribed manner (See State Bylaws, Article XVIII, Section 5)

## **Article VI: Membership and Dues**

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

**\*\*Section 2.** Membership in this PTA shall be made available without regard to race, color, creed or national origin, under which rules and regulation, not in conflict with the provisions of the Bylaws of the National PTA, as may be prescribed in the bylaws of this PTA/PTSA, to any individual who subscribes to the Purposes and basic policies of the National PTA.

**\*\*Section 3.** This PTA shall conduct an annual enrollment of members, but may admit persons to membership at any time.

**\*\*Section 4.** Each member of this 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 state PTA/PTSA as determined by the state, and the portion payable to the National PTA as recommended by the board of directors and approved by a two-thirds (2/3) majority of the voting body at the National PTSA Annual Convention.

**\*\*Section 5.** Changes in the amount of the state portion of each member's dues shall be recommended by the board of directors and approved by a two-thirds (2/3) majority of the voting body at the Minnesota PTSA Annual Convention.

**\*\* Section 6.** The state and national portions of the dues by each member of a local PTA/PTSA shall be set aside by the local PTA/PTSA and remitted to the Minnesota PTSA on a monthly basis.

**# Section 7.** There is no provision in the National PTA or Minnesota PTA bylaws for "family membership", local PTA units using this terminology as part of their membership drive shall submit dues according to the number of individual parent figures each "family" represents.

**# Section 8.** A person may be proposed for a Life Achievement Award from the National PTA by any constituent organization. The sponsor shall make a contribution to the National PTA in recognition of the selection of the nominee as a Life Achievement Award recipient. The amount of contribution shall be determined by the National PTA Board of Directors. The fee payable for a Life Achievement Award shall be forwarded to the National PTA treasurer for deposit in the National PTA Endowment fund. (The National PTA Life Achievement Award pin is included in the fee).

**# Section 9.** The Minnesota PTSA may, under such rules and regulations as may be prescribed by the Board of Directors, confer Minnesota Life Achievement Awards upon persons who have distinguished themselves in service to children and youth. A person may be proposed for a Life Achievement Award from any constituent organization or by the Board of Directors on its own initiative. The sponsor shall make a contribution to the Minnesota PTSA in recognition of the selection of the nominee as a Life Achievement Award recipient. The amount of contribution shall be determined by the Minnesota PTSA Board of Directors. This sum shall be paid to the Minnesota PTSA Office-one half shall be placed in the State PTSA investment fund and the other half shall be used for extension purposes. The Life Achievement Award pin is not included in the fee)

**# Section 10.** An Honorary Life Member or a Life Achievement Award recipient (either National or Minnesota) shall not have voting rights or be deemed a member of the National or Minnesota PTSA in the sense of Article VI, Section 1.

**# Section 11.** The Minnesota PTSA membership year extends from July 1 through June 30. Local units shall establish their own membership year.

## **Article VII: Officers and Their Election**

**\*\* Section 1.** Each officer shall be a member of this PTA.

**\*\* Section 2.** The officers of this organization shall consist of a president, vice-president, secretary, treasurer and a volunteer coordinator.

**Section 3.** Officers shall be elected by ballot in the month of May. However, if there is but one nominee for any office, election for that office may be by voice vote.

**Section 4.** Officers shall assume their official duties on June 30 whereupon all books shall be turned over to the new officers. Officers shall serve for a term of one year or until their successors are elected.

**\*\*Section 5. Vacancies.**

A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the executive board, notice of such election having been given. In case a vacancy occurs in the office of president, the first vice-president shall serve notice of the election. If a board member is not in attendance at two consecutive meetings, the position will be considered vacant unless there are extenuating circumstances. Likewise, if a board member's behavior is compromising the integrity of the board, the executive board has the power to vote him or her off the board by a majority vote.

**Article VIII: Duties of Officers**

**Section 1. The president shall:**

- a. Preside at all meetings of the association;
- b. Perform such other duties as may be prescribed in these bylaws or assigned by the association;
- c. Solicit ideas from the board and create the agenda.

**Section 2. The vice-president shall:**

- a. Act as aide to the president;
- b. Perform the duties of the president in the absence or inability of that officer to serve or in the case of vacancy in the office of the president.
- c. Review written checks and bank reconciliation once a month for internal control purposes.

**Section 3. The secretary shall:**

- a. Record the minutes of all membership meetings and submit them for approval at the next meeting;
- b. Have a current copy of the bylaws;
- c. Maintain a membership list;
- d. Perform other delegated duties as assigned.

**Section 4. The treasurer shall:**

- a. Have custody of all the funds of the association;
- b. Keep a full and accurate account of receipts and expenditures;
- c. Make disbursements as authorized by the president, executive board, or association in accordance with the budget adopted by the association;
- d. Have joint signing privileges on checks and vouchers
- e. Present a financial statement at every meeting of the association and at other times when requested by the executive board;
- f. Make a full report at the annual meeting;
- g. Be responsible for the maintenance of such books of account and records as conform to the requirement of Article V, Section 5 of these bylaws;
- h. Submit the books annually for an audit by an auditing committee selected by the executive board of not less than 4 people including the old and new treasurer;
- i. Shall close out and turn over the books to the new treasurer by June 30.

**Section 5. The volunteer coordinator shall:**

- a. work with the PTA, principal, teachers and staff to determine the needs for volunteer activities;
- b. assist PTA committee chairpersons and others with obtaining volunteer staffing resources;
- c. perform other delegated duties as assigned.

**Section 6. All officers shall perform the duties outlined in these bylaws and those assigned from time. Upon the expiration of the term of office or in case of resignation, each officer shall turn over to the president, without delay, all records, books, and other material pertaining to the office, and shall return to the treasurer, without delay, all funds pertaining to the office.**

## **Article IX: Executive Board**

### Section 1.

- a. The executive board shall consist of the president, vice-president, secretary, treasurer, volunteer coordinator, parliamentarian if one has been appointed, and the principal of the school or a representative appointed by him or her.
- b. Board of directors shall consist of the officers, a teacher representative, the principal, the chairpersons of standing committees, and the parliamentarian if one has been appointed.
- c. The president may appoint a parliamentarian.

\*\* Section 2. 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 3. The duties of the executive board shall:

- a. To transact necessary business in the intervals between association meetings and such other business as may be referred to it by the association;
- b. To create standing and special committees;
- c. To approve the plans of work of the standing committees;
- d. To present a report of the regular meetings of the association;
- e. To select an auditor or auditing committee to audit the treasurer's accounts; to prepare and submit to the association for adoption a budget for the year;
- f. To approve the routine bills within the limits of the budget;
- g. To adhere to a spending limit of \$500.00 without membership approval. The cap could be exceeded if approved by the school principal.

### Section 4.

The board of directors shall meet at least once during or before the school year starts and at any other time deemed necessary by the president.

A majority shall constitute a quorum at board meetings.

## **Article X: Meetings**

Section 1. Regular meetings of the association shall be held on the second Tuesday of September, November, March, and May during the school year, unless otherwise provided by the association or by the executive board, at least two days written notice having been sent to each member of the PTA or by a majority vote of the members present, provided that notice of meeting change has been given at the previous regular meeting and that a quorum has been established,

Section 2. The May meeting shall constitute the annual meeting.

Section 3. Special meetings of the association may be called by the president or by a majority of the executive board, two days written notice having been sent to each member of the PTA.

Section 4. The election of officers shall be held in May.

Section 5. Seven members at any publicized meeting shall constitute a quorum.

Section 6. The regular membership meetings of the Grey Cloud PTA shall be held at the Grey Cloud Elementary School, Cottage Grove, Minnesota.

# Section 7. Proxy voting shall not be allowed by the Minnesota PTSA or any of its constituent organizations.

## **Article XI: Committees**

Section 1. Only members of the association shall be eligible to serve in elected or appointed positions.

Section 2. The chairman of each standing committee shall present a plan of work to the executive board for approval. No committee work shall be undertaken without the consent of the executive board.

Section 3. The executive board may form special committees and appoint their members. Since a special committee is created and appointed for a specific purpose, it automatically goes out of existence when its work is finished and its final report is accepted or adopted by the members.

## **Article XII Council Organizations**

# Section 1. Where there are three or more units within a school district, county or city, or in close proximity, these units may be authorized by the Minnesota PTSA to organize into councils for the purpose of conference, leadership training and coordination of the efforts of the local PTA/PTSA units.

Each council shall adopt such bylaws for its government as may be approved by the Minnesota PTSA. Only congress units may be members of a council. Councils shall not legislate for local units.

# Section 2. The Minnesota PTSA shall have authority to withdraw the charter of a defunct council. (See State Bylaws, Article V, Section 5)

## **\*\* Article XIII: Parliamentary Authority**

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

## **Article: XIV: Amendments**

Section 1.

These bylaws may be amended at any regular meeting of the association by a two-thirds vote of the members present and voting, provided that:

Notice of the amendment has been given at the previous regular meeting or in writing thirty days prior to the meeting at which the amendment is moved,

A quorum has been established at the meeting, and

The proposed amendment shall be subject to approval by the state PTSA.

Section 2. A committee may be appointed by a majority vote of the association or by two-thirds vote of the executive board to submit a revised set of bylaws as a substitute for the existing bylaws. The requirements for adoption of a revised set of bylaws shall be the same as for an amendment.

# Section 3. Submission of amendments or revised bylaws for approval by the state PTSA shall be in accordance with the bylaws and regulations of the state PTSA.