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**DRAFT**

BYLAWS OF  
F.S. KEY ELEMENTARY SCHOOL PARENT-TEACHER ASSOCIATION, INC.,  
A LOCAL UNIT OF  
THE DISTRICT OF COLUMBIA  
CONGRESS OF PARENTS AND TEACHERS

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## Article I—Name

The name of this organization is the F.S. Key Elementary School Parent-Teacher Association, Inc. (Key PTA). It is a local PTA organized under the authority of The District of Columbia Congress of Parents and Teachers (DCPTA), a branch of the National Parent Teacher Association (National PTA).

## Article II—Purposes

**Section 1.** The purposes of the Key PTA are:

- a) To promote the welfare of children and youth in home, school and community;
- 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, so that parents and teachers may cooperate intelligently in the education of children and youth; and
- e) To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, social, and spiritual education.

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

**Section 3.** The Key PTA is organized exclusively for the charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (hereinafter referred to as "Internal Revenue Code").

## Article III—Basic Policies

**Section 1.** The following are basic policies of the Key PTA in common with those of the National PTA and the DCPTA:

- a) The Key PTA shall be noncommercial, nonsectarian, and nonpartisan.
- b) The name of the Key PTA or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the objects of the organization.

- c) The Key PTA shall not --directly or indirectly --participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office, or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.
- d) The Key PTA 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 Key PTA 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 organization or any of its divisions may cooperate with other organizations and agencies concerned with child welfare, but a Key PTA representative shall make no commitments that bind the group he/she represents.
- f) No part of the net earnings of the Key PTA 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 provision of these articles, the Key PTA 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 the Key PTA, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more nonprofit funds, foundations, or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

**Section 2.** The Key PTA shall adhere to the following conflict of interest policy:

- a) A conflict of interest exists when an Executive Board member would have to participate in the deliberation or decision of any issue of the Key PTA while, at the same time, the Board member and/or his/her extended family has financial, professional, business, employment, personal and/or political interests outside the Key PTA that could predispose or bias the Executive Board member to a particular view, goal, or decision.
- b) Executive Board members and/or their families shall not use their relation to the Key PTA for financial, professional, business, employment, personal, and/or political gain.
- c) Executive Board members shall declare to the officers of the Key PTA conflicts of interest (stating the nature of the conflict and pertinent information as appropriate)

between their duties of the Key PTA and their and/or their extended families' financial, professional, business, employment, personal and/or political interests.

- d) When a conflict of interest is declared, the Executive Board member shall not use his or her personal influence or position to affect the outcome of the vote and shall leave the room during deliberations and the vote.
- e) The minutes of the meeting shall reflect that a conflict of interest was declared.

#### **Article IV—Relationship with National PTA and DCPTA**

**Section 1.** The Key PTA shall be organized and chartered under the authority of the DCPTA in the area in which the Key PTA functions, in conformity with such rules and regulations, as the state PTA may in its bylaws prescribe. The DCPTA shall issue to the Key PTA an appropriate charter evidencing the due organization and good standing of the Key PTA. A local PTA in good standing is one that:

- a) Adheres to the purposes and basic policies of the National PTA and DCPTA;
- b) Remits the national portion of the dues through the DCPTA to reach the national office by dates designated by National PTA;
- c) Has bylaws approved according to the procedures of the DCPTA; and
- d) Meets other criteria as may be prescribed by the DCPTA.

**Section 2.** The Key PTA shall adopt such bylaws for the governing of the organization which must be approved by the DCPTA. Such bylaws shall not be in conflict with National PTA bylaws or the bylaws of the DCPTA.

**Section 3.** Bylaws of the Key PTA shall include an article on amendments.

**Section 4.** Bylaws of the Key PTA shall include a provision establishing a quorum.

**Section 5.** Each officer and Executive Board member shall be a member of the Key PTA.

**Section 6.** The bylaws of the Key PTA shall prohibit voting by proxy.

#### **Article V—Membership and Dues**

**Section 1.** Every individual who is a member of the Key PTA (see Appendix A) is, by virtue of that fact, a member of the National PTA and of the DCPTA by which the Key PTA is chartered, and is entitled to all the benefits of such membership.

**Section 2.** Membership in Key PTA shall be made available without regard to race, color, creed, or national origin.

**Section 3.** Each parent member of Key PTA shall pay annual dues as may be determined by the organization. The amount of the dues shall include the portion payable to the DCPTA as determined by the DCPTA, 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 PTA annual convention.

**Section 4.** The National PTA and DCPTA portions of the dues paid by each member shall be set aside and remitted to the DCPTA through such channels and at such times as the DCPTA by-laws may provide. The remittance to the DCPTA shall be accompanied by a report, in such form as may be required by the DCPTA, showing the name and address of the co-presidents of the Key PTA, the amount of dues collected during the period covered by the report, and the number of parent members of the Key PTA. The treasurer shall keep the DCPTA and National PTA portion of dues in a fund separate from the general funds of the Key PTA.

**Section 5.** The membership year for the Key PTA organized under the authority of the DCPTA shall begin on July 1 and end on June 30 of the following year.

#### **Article VI—Officers**

**Section 1.** The officers of the Key PTA shall be two co-presidents, a recording secretary, a correspondence secretary and a treasurer.

**Section 2.** Officers shall be elected at the Annual Meeting referred to in Article X Section 2.

**Section 3.** The vote shall be conducted by ballot and a majority vote shall elect. When there is only one nominee for any office that election may be held by voice vote.

**Section 4.** The following provisions shall govern the eligibility of individuals to be officers of the Key PTA:

- a) Each officer shall be a member of the Key PTA.
- b) No officer may be eligible to serve more than two consecutive terms in the same office unless nominated to another term by unanimous decision of the nominating committee established in Section 9 herein and approved by unanimous decision of the Executive Board.

**Section 5.** Officers shall assume their official duties on the first day of July following the meeting in which they are elected and shall serve for a term of two years or until their successors are elected.

**Section 6.** Any officer may resign at any time by giving written notice to the Executive Board. Any such resignation shall take effect at the date of receipt of such notice or at any later time therein specified.

**Section 7.** Any officer may be removed by a two-thirds vote of a quorum of the Executive Board whenever in its judgment the best interests of the organization would

be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

**Section 8.** A vacancy occurring in any office shall be filled for the remainder of the unexpired term by Executive Board appointment.

**Section 9.** There shall be a nominating committee composed of three members who shall be appointed by the Executive Board 30 days prior to the Annual Meeting referred to in Article X, Section 2.

- a) The nominating committee shall elect its chair.
- b) The nominating committee shall nominate an eligible person for each office to be filled and report its nominee(s) at the Annual Meeting referred to in Article X Section 2, at which time additional nominations may be made from the floor.
- c) Only those individuals who are current members of the Key PTA and who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

## **Article VII—Duties of Officers**

**Section 1.** The co-presidents shall:

- a) Preside at all meetings of the Key PTA;
- b) Serve as nominal co-chairs of the Curriculum/Staff Support Committee;
- c) Serve as nominal co-chairs of the Outreach Committee;
- d) Serve as ex officio members of all committees except the nominating committee;
- e) Coordinate the work of the officers and committees of the Key PTA in order that its purposes may be promoted; and
- f) Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the Executive Board.

**Section 2.** The recording secretary shall:

- a) Record the minutes of all meetings of the Key PTA;
- b) Be prepared to read the records of any previous meetings;
- c) File all records;
- d) Have a current copy of the bylaws;
- e) Serve as nominal co-chair of the Membership Support Committee;

- f) Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the co-presidents or the Executive Board.

**Section 3.** The correspondence secretary shall:

- a) Perform the duties of the recording secretary in the recording secretary's absence or inability to serve;
- b) Maintain a membership list;
- c) Prepare and deliver annual tax letters to the members advising them of the amounts of their tax-exempt contributions to the Key PTA;
- d) Prepare and deliver thank you letters to community donors for their contributions to the Key PTA; and
- e) Serve as nominal co-chair of the Membership Support Committee;
- f) Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the co-presidents or the Executive Board.

**Section 4.** The treasurer shall:

- a) Have custody of the funds of the Key PTA;
- b) Maintain a full account of the funds of the Key PTA;
- c) Make disbursements as authorized by the co-presidents, Executive Board, or the Key PTA in accordance with the budget adopted by the Key PTA;
- d) Perform payroll requirements for all employees of the Key PTA;
- e) Have checks or vouchers signed by two people: the treasurer and one of the co-presidents;
- f) Cause to be kept a full and accurate account of the receipts and disbursements in the books belonging to the Key PTA;
- g) Provide a written financial statement to the Executive Board at each monthly meeting;
- h) Prepare and file all annual tax returns of the Key PTA on a July 1 - June 30 fiscal year basis;
- i) Present an annual report to the membership of the financial condition of the organization;
- j) Serve as nominal chair of the Fundraising Committee;

- k) Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the co-presidents, the Executive Board or the executive committee.

## **Article VIII—Executive Board**

**Section 1.** The affairs of the Key PTA shall be managed by the Executive Board in the intervals between Key PTA general membership meetings.

**Section 2.** Each Executive Board member shall be a member of the Key PTA.

**Section 3.** The members of the Executive Board shall consist of:

- a) Elected officers;
- b) Key Extended Hours Program (KEHP) Chair(s)
- c) One LSRT parent member;
- d) Two teacher representatives; and
- e) The Principal.

**Section 4.** Duties of the Executive Board shall be to:

- a) Transact business referred to it by the membership of the Key PTA;
- b) Appoint standing committee chairs;
- c) Approve the work of the committees;
- d) Create special committees and appoint chairs;
- e) Prepare and submit an annual budget to the Key PTA's general membership for adoption;
- f) Approve payment of routine bills within the limits of the approved budget; and
- g) Act in emergencies between meetings of the membership;

**Section 5.** If any member of the Executive Board shall at any time cease to meet the qualifications or fulfill the duties of the position, that person may be removed from the board by resolution adopted by the remaining members of the Executive Board.

**Section 6.** Regular meetings of the Executive Board shall be held monthly.

**Section 7.** Special meetings of the Executive Board may be called by the co-presidents or when requested by fifteen of Key PTA members upon five days written notice to each member of the board.

**Section 8.** At all meetings of the Executive Board, a majority of the members of the board shall constitute a quorum for the transaction of business.

**Section 9.** Upon the expiration of the term of office or when individuals cease to hold the position that entitles them to be a member of the Executive Board, they shall automatically cease to be a member of the board and shall be relieved of all duties and responsibilities incident to such membership. All records, books, and other materials pertaining to the position shall be turned over to the co-presidents and all funds pertaining to the position shall be returned to the treasurer within fourteen days.

## **Article IX—Committees**

**Section 1.** Only members of the Key PTA shall be eligible to serve in any elective or appointive positions.

**Section 2.** The standing committees of the Key PTA shall include (see Appendix B):

- a) Outreach
- b) Curriculum/Staff Support
- c) Fundraising
- d) Membership Support

**Section 3.** The Executive Board may create such subcommittees and special committees as it deems necessary to promote the purposes and carry on the work of the Key PTA.

**Section 4.** The term of office of a committee chair shall be one year or until the appointment by the Executive Board of a successor.

**Section 5.** The chair of each 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.

## **Article X—General Membership Meetings**

**Section 1.** There shall be at least three General Membership Meetings of the Key PTA during the school year, namely in the fall, winter and spring. The times and dates of the meetings shall be set by the co-presidents at or before the beginning of the school year. Dates of the meetings shall be published in the Key PTA calendar which shall be provided to the membership at the beginning of the school year. Any change in meeting date must be preceded by five business days notice to the membership.

**Section 2.** The Annual Meeting of the Key PTA shall be held in May or prior to the last day of the school year. The time and date of the meeting shall be set by the co-presidents at or before the beginning of the school year. The date shall be published in the Key PTA calendar. At the Annual Meeting the membership shall elect Key PTA officers and approve the budget for the next school year.

**Section 3.** Special Meetings of the Key PTA may be called by the co-presidents or by a majority of the Executive Board or general membership, five business days notice having been given to the membership.

**Section 4.** Fifteen members shall constitute a quorum for the transaction of business in any general membership meeting of the Key PTA.

## **Article XI—Council Membership**

The District of Columbia is divided into councils, the boundaries of which shall be defined by the DCPTA board of directors. Boundaries may be adjusted by the board of directors whenever necessary.

**Section 1.** All local PTA and PTSA units of the DCPTA shall be participating members of a council. The DCPTA shall determine the eligibility of local PTA and PTSA units for membership and participation in a council. Councils shall not legislate for Local Units.

**Section 2.** The purpose of councils shall be to create public opinion in the interest of child welfare, to stimulate child welfare projects in the various units, to assist in the formation of new units, to extend training to Local Unit executive boards, and otherwise to promote the Objectives of the National PTA and the DCPTA. Councils shall be governed by the bylaws of the DCPTA.

**Section 3.** Each council director shall represent his respective council on the board of directors. In the event a council director cannot attend a meeting of the board of directors, he or she shall designate a Local Unit president to represent the council.

**Section 4.** Councils shall exercise no administrative control over constituent units. Council directors shall be active members of Local Units in good standing of the DCPTA.

**Section 5.** A council director shall serve for a term of one year or until his successor is elected. He shall not be eligible to serve more than two (2) consecutive terms in the same office.

- a) In February of each year, the nominating committee of the DCPTA shall provide outreach to Local Unit presidents or their designees, of each council whose directorship will expire that year, for the purpose of soliciting nominations for appointment of a director for the next term.
- b) Council directors shall be appointed by the DCPTA President following the annual DCPTA annual convention.

**Section 6.** The Key PTA shall be represented in meetings of the Six Schools Council by at least two delegates appointed by the Executive Board. The following shall apply:

- a) All delegates to the Six Schools Council must be members of the Key PTA.
- b) All delegates to the Six Schools Council shall serve for a term of one year.

## **Article XII— DCPTA Annual Convention**

**Section 1.** An annual convention of the DCPTA shall be held annually in May, the time and place to be fixed by the board of directors. Notice of such convention shall be sent to each member of the board of directors and to the president of each Local Unit of the DCPTA at least sixty (60) days before the convention.

**Section 2.** The annual convention shall be the governing body for the DCPTA.

**Section 3.** The annual convention of the DCPTA shall be open to all members of the DCPTA in good standing, upon the payment of a registration fee set by the board of directors. The privilege of making motions, debating, and voting shall be limited to the voting body which shall consist of the members of the board of directors and duly accredited delegates from each local PTA and PTSA in good standing as shown on the books of the treasurer of the DCPTA as of March 31 preceding the annual convention. A voting member shall have but one vote.

**Section 4.** Each Local Unit of the DCPTA in good standing as provided for in Article IV of these bylaws shall be entitled to be represented at all annual conventions of the DCPTA by its president or alternate, and by one (1) delegate, or alternate, for every twenty (20) members, or major fraction thereof, of the local PTA/PTSA of the DCPTA. These delegates or alternates are to be elected or appointed by the local PTA/PTSA or its executive board at least 30 days prior to the convention.

**Section 5.** Thirty five (35) delegates shall constitute a quorum.

#### **Article XIII—Fiscal Year**

The fiscal year of the Key PTA shall begin on July 1st and end on the following June 30th.

#### **Article XIV—Parliamentary Authority**

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

#### **Article XV—Amendments**

**Section 1.** These bylaws may be amended at any General Membership Meeting or the Annual Meeting of the Key PTA by a two-thirds vote of those present and voting, provided the amendments have been approved by the Executive Board and notice of the proposed amendments have been provided to the membership five business days prior to the meeting.

**Section 2.** The Executive Board by a majority vote may submit a revised set of bylaws as a substitute for the existing bylaws.

**Section 3.** Submission of amendments or revised bylaws for approval by the DCPTA shall be in accordance with the bylaws or regulations of the DCPTA.

These bylaws were approved by the Executive Board of the Key PTA on May 8, 2007

\_\_\_\_\_ Key PTA Co-President Catherine Stirling  
\_\_\_\_\_ Key PTA Co-President Marie Collins  
\_\_\_\_\_ Key PTA Treasurer Julie Scott  
\_\_\_\_\_ Key PTA Recording Secretary Lori Denham  
\_\_\_\_\_ Key PTA Correspondence Secretary Todd Stein  
\_\_\_\_\_ Key PTA KEHP Co-Chair Melissa Mehring  
\_\_\_\_\_ Key PTA KEHP Co-Chair Lena Nirk  
\_\_\_\_\_ Principal David Landeryou  
\_\_\_\_\_ Teacher Representative \_\_\_\_\_  
\_\_\_\_\_ Teacher Representative \_\_\_\_\_

These bylaws were approved by the General Membership of the Key PTA on May 30, 2007.

\_\_\_\_\_ Key PTA Recording Secretary Lori Denham

## **APPENDIX A**

Membership of the Key PTA shall include:

All parents or legal guardians of currently enrolled F.S. Key Elementary School students who have paid the annual Key PTA dues;

All staff teachers currently employed at F.S. Key Elementary School;

The Principal of F.S. Key Elementary School.

## APPENDIX B

### STANDING COMMITTEES:

#### I. Outreach (Co-Presidents as Co-Chairs):

##### Subcommittees:

- Community Service
- Holiday Secret Shop
- Hospitality
- July 4<sup>th</sup> Float
- Keynotes Editor
- Open House
- Public Relations
- Room Parent Coordinator
- Webmaster

#### II. Curriculum/Staff Support (Co-Presidents as Co-Chairs):

##### Subcommittees:

- After School Enrichment Program
- Book Fair
- Fillmore
- Housekeeping
- Grounds
- Information Technology
- Library Volunteers Coordinator
- LSRT
- Performing Arts
- Science Resource
- Six Schools Council
- World Family

#### III. Fundraising (Treasurer as Chair):

##### Subcommittees:

- Christmas Tree Sale
- Corporate Gifts/Grants
- Harvest Festival
- Key Extended Hours Program
- Retail Rebate Programs
- Sally Foster Gift Wrap
- Spring Auction

#### IV. Membership Support (Recording and Correspondence Secretaries as Co-Chairs):

##### Subcommittees:

- Bylaws
- Directory
- Nominating