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## National PTA Bylaws

### Article I—Name

The name of this association is the National Congress of Parents and Teachers®. This association shall be referred to as “National PTA®,” and shall be governed by the District of Columbia Nonprofit Corporation Act, referred to as “the Act.”

### Article II—Purposes<sup>1</sup>

**Section 1. Objectives.** The purpose or purposes (Objects) which the corporation will hereafter pursue are:

- A. To promote the welfare of children and youth in home, school, places of worship, and throughout the community;
- B. To raise the standards of home life;
- C. To advocate for laws that further the education, physical and mental health, welfare, and safety of children and youth;
- D. To promote the collaboration and engagement of families and educators in the education of children and youth;
- E. To engage the public in united efforts to secure the physical, mental, emotional, spiritual, and social well-being of all children and youth; and
- F. To advocate for fiscal responsibility regarding public tax dollars in public education funding.

**Section 2. Awareness.** The purposes of the National PTA are promoted through advocacy and education in collaboration with parents, families, teachers, educators, students, and the public; developed through conferences, committees, projects, and programs; and governed and qualified by the basic principles set forth in Article III.

**Section 3. Federal Status.** National 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 (referred to as “Internal Revenue Code”).

### Article III—Principles

The following are basic principles of National PTA:

- A. National PTA shall be noncommercial, nonsectarian, and nonpartisan.
- B. National PTA shall work to engage and empower children, families, and educators within schools and communities to provide quality education for all children and youth, and shall seek to participate in the decision-making process by influencing school policy and advocating for children’s issues, 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.
- C. National PTA shall work to promote the health and welfare of children and youth, and shall seek to promote collaboration among families, schools, and the community at large.

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<sup>1</sup> As stated in the Articles of Incorporation.



91 **Section 1. Non-discrimination.** Membership in PTA at all levels shall be open, without  
92 discrimination, to anyone who believes in and supports the mission, purposes and principles of  
93 National PTA and meets other qualifications for membership as prescribed in these bylaws and  
94 pays dues as required in these bylaws.

95 **Section 2. Classification.** The National PTA shall have the following membership  
96 classifications:

97 **A. Local/State Members.** Local members shall be as prescribed in Article IV, Section 5.  
98 Upon meeting the qualifications for membership, these individuals are also automatically  
99 members of their respective state PTA constituent association and National PTA.

100 **B. National Supporting Members.** Individuals who are interested in supporting the  
101 mission, purposes, and principles of the National PTA shall pay dues directly to National  
102 PTA. National Supporting Members may not hold office or have voting privileges.  
103 National Supporting Members desiring voting privileges at state and local levels must  
104 pay dues to a state or local constituent association.

105 **Section 3. Dues.**

106 **A. Annual Dues.**

107 1. **Local/State.** Annual dues for each constituent association shall be as established by  
108 the constituent association as prescribed in Article IV, Section 6.

109 2. **National Supporting Member.** Annual dues for National Supporting Members shall  
110 be established by the National PTA Board of Directors.

111 **B. Dues Payment.** Each member of a local PTA constituent association shall pay annual  
112 dues to such local PTA constituent association.

113 **Section 4. Membership Year.** The membership year for National PTA shall be July 1 through  
114 June 30.

115 **Section 5. Rights and Privileges.** Every individual who is a member of a local constituent  
116 association organized under the authority of a state constituent association is also a member of  
117 National PTA and of the state constituent association by which such local constituent association  
118 is organized. Members of local constituent associations and National PTA shall be entitled to all  
119 the benefits of such membership, which shall include the:

120 **A.** ability to serve in governance positions in National PTA; and

121 **B.** right to vote at local, state, and National PTA meetings based upon the requirements of  
122 serving as a voting delegate.

123  
124 **Article VI—National PTA Governance Structure**

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126 **Section 1. Structure.** The National PTA governance structure shall include the elected officers,  
127 members of the board of directors, standing committee members, special committee members,  
128 subcommittee members, task force members, and other positions as determined by the board of  
129 directors.

130 **Section 2. Eligibility to Serve.** In order to be eligible to serve in the National PTA governance  
131 structure, an individual shall:

132 **A.** be a current member of a constituent association;

133 **B.** maintain membership throughout his/her term of service;

134 **C.** consent to uphold and adhere to the National PTA policies and principles;

135 **D.** not be a paid employee of, or under contract to, National PTA; and

136 **E.** meet other qualifications as prescribed in these bylaws.

137 **Section 3. Term Limits.** No one shall serve more than one full term of two years in the same  
138 officer position, unless otherwise permitted in these bylaws or until a successor is elected or  
139 appointed.

140 **Section 4. Full Term.** Anyone who serves in a position for more than one-half (1/2) of a full  
141 term shall be deemed to have served a full term in such position.

## 142 143 **Article VII—Officers** 144

145 **Section 1. Elected Officers.** The officers of National PTA shall be a president, a president-elect,  
146 a secretary-treasurer, a vice-president of advocacy, and a vice-president of membership.

147 **Section 2. Eligibility.** In addition to the general provisions prescribed in Article IV, Section 2  
148 the following shall apply:

149 **A.** Only those who have served on the National PTA Board of Directors for at least one (1)  
150 full term shall be eligible for nomination or election to office.

151 **B.** A current state constituent association president may not serve simultaneously as an  
152 officer of National PTA but may retain such state presidency until the time at which they  
153 are elected as an officer of National PTA.

154 **Section 3. Term of Office.** Elected officers shall take office at the close of the convention at  
155 which they are elected and shall serve a term of two (2) years, or until their successors are  
156 elected. Individuals may not serve in the same office for more than one (1) term. The president-  
157 elect shall succeed automatically to the office of president.

158 **Section 4. Vacancy in Officer Positions.** Vacancies shall be filled as follows:

159 **A.** In case of a vacancy in the office of president, the president-elect shall become president  
160 and shall hold office for the balance of the term. In filling the vacancy, the president-elect  
161 shall be entitled to continue in the presidency for the following term providing not more  
162 than one-half (1/2) of a full term as president has been served. The vacancy in the office  
163 of president-elect shall be filled at the next annual meeting by the voting body. Notice of  
164 filling such vacancy must be given no less than 30 days prior to the annual meeting. In  
165 the interim, duties of the president-elect shall be delegated by the president.

166 **B.** A vacancy in the office of a vice-president or the secretary-treasurer shall be filled by a  
167 two-thirds (2/3) vote of the board of directors. The vote shall be by ballot. When there is  
168 only one (1) candidate for the vacancy, the election may be by voice vote. Notice of  
169 filling the vacancy must be given in the call to the meeting at which the election will take  
170 place.

171 **Section 5. Duties of Officers.** The elected officers shall perform the duties provided in this  
172 section and such other duties as prescribed for the office in these bylaws, by the board of  
173 directors, by the president, by the Act, or in the adopted parliamentary authority.

174 **A. Duties of the President.** The president shall:

- 175 1. serve as chair of the board of directors;
- 176 2. serve as an ex-officio member of all committees except the nominating and leadership  
177 recruitment committee;
- 178 3. appoint chairs and members of committees not otherwise specified;
- 179 4. serve as an ex-officio member of the National Constituent Association Advisory  
180 Council; and
- 181 5. preside at all annual meetings and during all conventions.

182 **B. Duties of the President-Elect.** The president-elect shall:

- 183 1. serve as a member of the board of directors;  
184 2. serve as a member of the finance committee;  
185 3. serve as chair of the National Constituent Association Advisory Council; and  
186 4. perform the duties of the office of president in the president's absence or when the  
187 president is unable to perform such duties.

188 **C. Duties of the Secretary-Treasurer.** The secretary-treasurer shall:

- 189 1. serve as a member of the board of directors;  
190 2. serve as financial officer and secretary of the corporation;  
191 3. serve as chair of the finance committee;  
192 4. serve as chair of the endowment fund of National PTA; and  
193 5. report the financial status of National PTA to the board of directors and during the  
194 annual meeting.

195 **D. Duties of the Vice-President of Advocacy.** The vice-president of advocacy shall:

- 196 1. serve as a member of the board of directors;  
197 2. serve as chair of the legislation committee;  
198 3. facilitate and coordinate the work of the legislation committee to promote and deliver  
199 the national advocacy and legislative programs and activities;  
200 4. consult and collaborate on the planning of the legislative conference; and  
201 5. consult and/or collaborate with other committees as needed.

202 **E. Duties of the Vice-President of Membership.** The vice-president of membership shall:

- 203 1. serve as a member of the board of directors;  
204 2. serve as chair of the membership committee;  
205 3. consult and collaborate on membership initiatives focused on recruitment, retention,  
206 and diversification; and  
207 4. consult and/or collaborate with other committees as needed.  
208

209 **Article VIII—Elections and Appointments**

210

211 **Section 1. Nominating and Leadership Recruitment Committee.**

212 **A. Composition.** The nominating and leadership recruitment committee shall consist of  
213 seven (7) members.

214 **B. Eligibility to Serve.** Individuals holding any elected or appointed position in National  
215 PTA shall not be eligible to serve on the nominating and leadership recruitment  
216 committee. Members may not serve more than one (1) term. No two (2) committee  
217 members shall be from the same state at the time elected or when appointed to fill a  
218 vacancy.

219 **C. Election of Members.**

- 220 1. The members of the nominating and leadership recruitment committee shall be  
221 elected by class annually by the voting body of the annual meeting and shall serve a  
222 term of three (3) years or until their successors are elected. Class A shall consist of  
223 two (2) members; Class B, two (2) members; and Class C, three (3) members.  
224 2. The vote shall be conducted by ballot when there are more candidates than open  
225 positions, and a plurality vote shall elect. When there is an equal number of  
226 candidates to the number of open positions, the election may be held by voice vote.

227 **D. Election/Appointment of the Chair.** The committee shall elect a chair at its first  
228 meeting each year following the annual convention.

- 229 **E. Term.** Elected members shall assume their duties at the close of the convention at which  
230 they are elected or until their successors are elected.
- 231 **F. Vacancies.** Vacancies of the committee shall be filled as prescribed in Section 3 of this  
232 Article.
- 233 **G. Duties.** In addition to the responsibilities prescribed in PTA policy, the nominating and  
234 leadership recruitment committee shall:
- 235 1. identify individuals who have the characteristics and skill sets needed in the  
236 leadership of National PTA;
  - 237 2. screen and evaluate individuals, and nominate one (1) eligible candidate for each of  
238 the offices or positions to be elected at the annual meeting; and
  - 239 3. provide potential candidates for committee appointments to the president for  
240 consideration.
- 241 **H. Committee Report.** The report of the committee shall be published no later than March
- 242 1. The nominating and leadership recruitment committee shall report its nominees to the  
243 annual meeting during the convention at which time self-nominees will also be  
244 announced.
- 245 **I. Self-nominations.** Members may self-nominate no later than April 1 for any position to  
246 be elected at the annual meeting. Procedures for self-nomination shall be as prescribed in  
247 National PTA Governance Policy Manual found at PTA.org. A list of self-nominees will  
248 be published no later than 45 days prior to the annual meeting.
- 249 **Section 2. Officers and Board Members.**
- 250 **A. Eligibility.**
- 251 1. No member of the nominating and leadership recruitment committee shall be eligible  
252 to be nominated by the committee.
  - 253 2. No name shall be placed in nomination without written consent of the nominee.
  - 254 3. A current state constituent association president shall be eligible to serve as a member  
255 representative or an at-large member to the National PTA Board of Directors only if  
256 the remainder of the term as president is, at the time of election or appointment, less  
257 than six (6) months. If the remainder of the term is equal to or greater than six (6)  
258 months, that state constituent association president shall retain that presidency until  
259 the time of election or appointment to the National PTA Board of Directors.
  - 260 4. No two (2) member representatives on the board of directors shall be from the same  
261 state at the time elected or when appointed to fill a vacancy.
  - 262 5. Nominees for officer positions shall meet the additional eligibility requirements  
263 prescribed in Article VII, Section 2 of these bylaws.
- 264 **B. Procedures.** Nominees for elected positions must adhere to the election policies adopted  
265 by the board of directors as prescribed in National PTA policy.
- 266 **C. Officers.** Except for the office of president, officers shall be elected by the voting body at  
267 National PTA's annual meeting in each odd-numbered year.
- 268 **D. Member Representatives.** Each year, eight (8) member representatives on the board of  
269 directors shall be nominated by the nominating and leadership recruitment committee and  
270 elected by the voting body at the National PTA Annual Meeting. Member representatives  
271 shall take office at the close of the convention at which they are elected. They shall serve  
272 a term of two (2) years or until their successors are elected.
- 273 **E. At-Large Members.** Three (3) at-large members shall be appointed by the president and  
274 approved by the board of directors each year at the first board meeting following

275 convention. They shall be appointed in order to bring a particular knowledge base, skill  
276 set, or diversity to the board. They shall assume office after their approval by the board of  
277 directors at the first board meeting following convention. They shall serve a term of two  
278 (2) years or until their successors are appointed by the president and approved by the  
279 board of directors.

280 **F. Youth Members.** Two (2) youth members, who are at least 18 years of age, but not more  
281 than 22 years of age on date of appointment, shall be appointed by the president and  
282 approved by the board of directors at the first board meeting following convention in the  
283 odd numbered years. They shall serve a term of two (2) years or until their successors are  
284 appointed by the president and approved by the board of directors.

285 **G. Term Limits.** Elected member representatives and appointed at-large members may  
286 serve two terms on the board of directors in any combination of these positions.

287 **H. Voting.** Officers and board members shall be elected by ballot (electronic or paper) and a  
288 majority vote shall elect officers and a plurality shall elect board members. When there is  
289 only one candidate for any office, that election may be held by voice vote.

290 **Section 3. Vacancies.** Unless otherwise stated herein, if a vacancy in any elected office, elected  
291 or appointed board member position, or committee position exists, the vacancy shall be filled by  
292 the board of directors as follows:

293 **A. Removal.** The involuntary removal of an officer, board member, or committee member shall  
294 require two-thirds vote of the National PTA Board of Directors. Any such individual who  
295 fails to fulfill his or her duties or fails to abide by the National PTA's bylaws, policies, and/or  
296 code of conduct shall be removed in accordance with the procedures set forth in National  
297 PTA policy. A vacancy in any position other than president created by removal shall be filled  
298 by the board of directors until the end of the unexpired term.

299 **B. Resignation or Death.** A vacancy in any position other than president created by resignation  
300 or death shall be filled by the board of directors. Resignation from office shall require written  
301 notice of that member including an explanation for resignation to the remaining members of  
302 the officers, board of directors, or committee.

303 **C. At-Large Members and Youth Members.** In the event of a vacancy for an at-large member  
304 or youth member, the balance of the term shall be filled by appointment by the president and  
305 approved by the board of directors.

306 **D. Voting.** Elections to fill vacancies shall be conducted by ballot and a majority vote shall  
307 elect. When there is only one candidate for any office, that election may be held by voice  
308 vote. Notice of filling the vacancy must be given in the call to the meeting at which the  
309 election will be held.

## 311 **Article IX—Board of Directors**

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313 **Section 1. Composition.** The members of the board of directors shall be the president, the  
314 president-elect, the secretary-treasurer, the vice-president of advocacy, the vice-president of  
315 membership, sixteen (16) member representatives, six (6) at-large members, and two (2) youth  
316 members.

### 317 **Section 2. Duties.**

318 **A. Power and Authority.** The board of directors shall have full power and authority over  
319 the affairs of National PTA between annual meetings except as otherwise provided in  
320 these bylaws; the board shall adopt special rules of order and policies to govern its  
321 proceedings and the affairs of National PTA over which it has power and authority.

322 **B. Duties of the Board of Directors.** The duties of the board of directors shall include but  
323 not be limited to:

- 324 1. be responsible for the strategic direction and strategic management of the National  
325 PTA;
- 326 2. make employment decisions concerning the executive director;
- 327 3. review and act on reports and recommendations of committees and staff;
- 328 4. approve the budget;
- 329 5. approve board and committee appointments as recommended by the president;
- 330 6. approve public policy and legislative priorities;
- 331 7. establish National PTA policies and strategic plan;
- 332 8. be responsive to the constituent associations' needs; and
- 333 9. exercise such other duties as are prescribed for the board of directors in these bylaws  
334 or in the adopted parliamentary authority.

335 **Section 3. Meetings.**

336 **A. Regular.** Regular meetings of the board of directors shall be held at least four (4) times  
337 during each calendar year as determined by the board of directors. Notice of the time and  
338 place of each regular meeting shall be given in writing to each member of the board of  
339 directors at least thirty (30) days prior to the date of the meeting. Notice may be waived  
340 by members of the board in accordance with statutory requirements as established by the  
341 Act.

342 **B. Special.** Special meetings of the board of directors may be called by the president, on  
343 five (5) days written notice to each member of the board of directors. Special meetings  
344 shall be called by the president or secretary-treasurer in like manner and on like notice on  
345 the written request of seven (7) members of the board of directors. Notice may be waived  
346 by members of the board in accordance with statutory requirements as established by the  
347 Act.

348 **Section 4. Quorum.** A quorum of the board of directors shall be a majority of the members of  
349 the board then in office.

350 **Section 5. Emergency Powers.** If a quorum of the board of directors cannot readily be  
351 assembled because of some catastrophic event per federal definition, the exercise of emergency  
352 powers is authorized as provided in the statutes of the Act.

353  
354 **Article X—National Constituent Association Advisory Council**  
355

356 **Section 1. Composition.** The National Constituent Association Advisory Council (“NCAAC”)  
357 shall be composed of one member from each constituent association who shall be the current  
358 state constituent association president. If the current state president is unable to attend, the state  
359 president-elect, vice-president or a current elected officer designee may represent the president.

360 **Section 2. Chair, Vice Chair, and Secretary.**

361 **A. Chair.** The National PTA president-elect shall serve as the chair.

- 362 1. **Duties.** The duties of the chair shall be to direct the work of the NCAAC as  
363 specified under Article X, Section 3. Duties.
- 364 2. **Vacancy.** In the case of a vacancy in the office of NCAAC chair, the National  
365 PTA president shall appoint a chair selected from among the members of the  
366 board of directors to serve until such time as a new National PTA president-elect  
367 is elected. The appointment shall be approved by the National PTA board of  
368 directors.





- 414 d) The field service committee shall be composed of not more than seven (7)  
415 members.
- 416 e) The finance committee shall be composed of not more than five (5) members as  
417 follows: the secretary-treasurer, who shall be the chair, the president-elect, and  
418 three (3) additional members of the board of directors.
- 419 f) The historical preservation committee shall be composed of the past national  
420 presidents with the immediate past president serving as the chair. If the immediate  
421 past president chooses not to serve or is unable to serve, the committee shall elect  
422 the chair.
- 423 g) The legislation committee shall be composed of not more than five (5) members,  
424 one of whom shall be the vice-president of advocacy, who shall serve as the chair.
- 425 h) The membership committee shall be composed of not more than seven (7)  
426 members, one of whom shall be the vice-president of membership, who shall be  
427 the chair.
- 428 i) The resolutions committee shall be composed of not more than seven (7)  
429 members.
- 430 j) The youth engagement committee shall be composed of not more than five (5)  
431 members, two (2) of whom shall be youth members to the board of directors. The  
432 chair shall be from among the youth members of the board of directors. The  
433 members of the committee must be at least 18 years of age but not more than 22  
434 years of age on date of appointment.
- 435 k) No member shall simultaneously serve as chair of more than one standing  
436 committee.
- 437 2. The president shall appoint members of the committees at the first board meeting in  
438 odd-numbered years.
- 439 3. All committees shall report to the board of directors and shall be responsible to the  
440 president between meetings of the board. Policy recommended by a committee shall  
441 be approved by the board of directors.
- 442 4. Ex-officio members:
- 443 a) The president shall be ex officio a member of all committees except the  
444 nominating and leadership recruitment committee.
- 445 b) The chair of each standing committee shall be ex officio a member of all  
446 subcommittees of that committee.
- 447 5. Subcommittees may include nonmembers of a committee recommended by the chair,  
448 appointed by the president, and approved by the board of directors.
- 449 6. Unless prescribed for otherwise in these bylaws, committee members shall serve a  
450 term of two (2) years or until their successors are elected or appointed. Committee  
451 members may serve for two (2) consecutive terms on the same committee.
- 452 **B. Bylaws Committee.** In addition to the responsibilities prescribed in PTA policy, the  
453 bylaws committee shall review submitted bylaws amendments, originate proposed bylaw  
454 amendments, and submit proposed amendments or revisions to the board of directors and  
455 to the members together with the committee's recommendations for action.
- 456 **C. Diversity, Inclusion and Outreach Committee.** In addition to the responsibilities  
457 prescribed in PTA policy, the diversity, inclusion and outreach committee shall promote  
458 inclusion, engagement, and full involvement of diverse populations, in all of its aspects,  
459 at all levels of National PTA.

- 460 **D. Elections Committee.** In addition to the responsibilities prescribed in PTA policy, the  
461 elections committee shall administer the election process and develop guidelines for  
462 campaigning and campaign materials.
- 463 **E. Field Service Committee.** In addition to the responsibilities prescribed in PTA policy,  
464 the field service committee shall develop and evaluate strategies for the effectiveness of  
465 service delivery to all constituent associations.
- 466 **F. Finance Committee.** In addition to the responsibilities prescribed in PTA policy, the  
467 finance committee shall prepare and present an annual budget to the board of directors for  
468 its approval and recommend an auditing firm.
- 469 **G. Historical Preservation Committee.** In addition to the responsibilities prescribed in  
470 PTA policy, the historical preservation committee shall serve as the association’s primary  
471 resource on historical and cultural preservation, make recommendations concerning  
472 archival maintenance to the board of directors, and provide guidance and assistance in  
473 securing sustainable funding for archiving acquisition and maintenance.
- 474 **H. Legislation Committee.** In addition to the responsibilities prescribed in PTA policy, the  
475 legislation committee shall review the legislative agenda of National PTA and make  
476 recommendations concerning the legislative agenda to the board of directors.
- 477 **I. Membership Committee.** In addition to the responsibilities prescribed in PTA policy,  
478 the membership committee shall provide expertise in membership development and  
479 marketing; identify overall membership development strategies for National PTA; and,  
480 recommend varied membership tools and resources.
- 481 **J. Resolutions Committee.** In addition to the responsibilities prescribed in PTA policy, the  
482 resolutions committee shall:
  - 483 1. Solicit, review, and recommend proposed resolutions for consideration to the board  
484 of directors; and
  - 485 2. Review adopted resolutions and recommend to retain, amend, or rescind those  
486 resolutions.
- 487 **K. Youth Engagement Committee.** In addition to the responsibilities prescribed in PTA  
488 policy, the youth engagement committee shall work in collaboration with local, state, and  
489 national PTAs to provide education, resources, leadership training, and opportunities to  
490 increase youth participation and visibility in PTA.

491 **Section 2. Special Committees.** The board of directors may establish special committees as  
492 needed. The members of the special committees shall be appointed by the president and  
493 approved by the board of directors.

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**Article XII—Annual Meeting and Convention**

497 **Section 1. Convention.** A convention shall convene each year at a place and date determined by  
498 the board of directors.

499 **Section 2. Annual Meeting.** An annual meeting shall be held in conjunction with the annual  
500 convention.

- 501 **A. Call to Annual Meeting.** Notice of the time and place of each annual meeting shall be  
502 posted on the National PTA website, or other electronic means as the board of directors  
503 may designate, not less than sixty (60) days prior to the date of the opening of the meeting.
- 504 **B. Voting Body.** The voting body of the annual meeting shall be composed of:
  - 505 1. Members of the board of directors;

- 506 2. Members of National PTA standing committees and convention-related committees;  
507 3. State constituent association presidents;  
508 4. Past national presidents of the National PTA  
509 5. Five (5) delegates plus one (1) delegate per one thousand (1,000) members, or major  
510 fraction thereof, of each state constituent association PTA, as shown on the books of  
511 the secretary-treasurer of National PTA as of March 31 preceding an annual meeting,  
512 and as accredited by the state constituent association PTA; and  
513 6. One (1) delegate per thousand (1,000) members, or major fraction thereof, of a local  
514 constituent association PTA organized under direct authority of National PTA, as  
515 shown on the books of the secretary-treasurer of National PTA as of March 31  
516 preceding an annual meeting, and accredited by National PTA.
- 517 **C. Voting.** Only the members who make up the voting body at the annual meeting shall have  
518 the right to introduce motions, participate in debate, or vote at such annual meeting. There  
519 shall be no proxy voting.
- 520 **D. Quorum.** A quorum shall consist of one hundred and fifty (150) registered delegates  
521 representing a majority of the state constituent associations.  
522

### 523 **Article XIII—Electronic Meetings and Communication**

524

525 **Section 1. Meetings.** The National PTA Board of Directors and all committees and  
526 subcommittees shall be authorized to meet by telephone conference or through other electronic  
527 communications media so long as all the members can simultaneously hear each other and  
528 participate during the meeting.

529 **Section 2. Communication.** Unless members indicate otherwise to National PTA Headquarters,  
530 all communication required by these bylaws, including meeting notices, may be sent  
531 electronically unless otherwise specified in these bylaws.  
532

### 533 **Article XIV—Operational Requirements and Dissolution**

534

535 **Section 1. Net Earnings.** No part of the net earnings of National PTA shall inure to the benefit  
536 of, or be distributable to, its members, directors, trustees, officers, or other private persons except  
537 that the association shall be authorized and empowered to pay reasonable compensation for  
538 services rendered, and to make payments and distributions in furtherance of the purposes set  
539 forth in Article II hereof.

540 **Section 2. Exempt Activities.** Notwithstanding any other provision of these Articles to contrary,  
541 in no event shall National PTA carry on any other activities which are not permitted to be carried  
542 on by either: (i) by an association exempt from federal income tax under Section 501(c)(3) of the  
543 Internal Revenue Code or (ii) by an association, contributions to which are deductible under  
544 Section 170(c)(2) of the Internal Revenue Code.

545 **Section 3. Political Activities.** National PTA or its members in their official capacities shall not,  
546 directly or indirectly, participate or intervene (in any way, including the publishing or  
547 distributing of statements) in any political campaign on behalf of, or in opposition to, any  
548 candidate for public office, or devote more than an insubstantial part of its activities to  
549 attempting to influence legislation by propaganda or otherwise.

550 **Section 4. Dissolution.** Upon the dissolution of National PTA, after paying or adequately  
551 providing for the debts and obligations of the association, the remaining assets shall be

552 distributed to one or more nonprofit funds, foundations, or associations that have established  
553 their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and whose  
554 purposes are in accordance with those of National PTA.

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#### Article XV—Parliamentary Authority

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558 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern  
559 National PTA in all cases in which they are applicable and in which they are not in conflict with  
560 Articles of Incorporation, National PTA bylaws, policies, special rules of order, or the District of  
561 Columbia Nonprofit Corporation Act.

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#### Article XVI—Amendments

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565 **Section 1. Amendments.** These bylaws may be amended at the annual meeting by two-thirds  
566 (2/3) vote provided that the following requirements shall first have been complied with in the  
567 following order:

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A. The amendments shall have been approved by the board of directors. Bylaws amendments  
569 approved by the board may be amended at the annual meeting by the voting delegates.

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B. Amendments shall be sent by electronic communication in accordance with Article XIV,  
571 Section 2 to the board of directors and constituent associations and posted on the National  
572 PTA website, or other electronic means as the board of directors may designate, no less  
573 than forty-five (45) days prior to the date of the convening of the annual meeting.

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**Section 2. Action.** Updated bylaws shall be posted on the National PTA website, or other  
576 electronic means as the board of directors may designate, within 60 days following the annual  
meeting at which they are amended.