

# The Great Bylaws Expedition

Thursday, May 5, 2016

Workshop Part 1: # B01-Thursday-8:30

Workshop Part 2: #C01-Thursday-11:00

California State PTA  
2016 Annual Convention

## It's the California State PTA Electronic Bylaws program!

Unit PTAs all over California are discovering the fun, fast, easy way to do their bylaws. The e-bylaws program is now available to all but a few units as a service from California State PTA. Your first steps are outlined in "Easy Steps for Bylaws Review." Follow these steps to get online with the e-bylaws.

### 1. Obtain a user name and password.

Before you can use the e-bylaws program, you will need to obtain a user name and password.

- a. Visit the **www.capta.org** website and click on **e-Bylaws** on the homepage left-hand column.
- b. On the e-bylaws page, click on the **Request a Password** button in the right-hand column.
- c. On the form that opens, enter your first and last name, email address, and phone number. Select your user type. If you are not the unit parliamentarian, select **unit assistant** as the user type. Click **Next**.
- d. Select your PTA district number/name and your PTA council name. Type in your school name, city, and your California State PTA unit ID number. This number can be found on your current bylaws. If you can't find it, contact your council or district for this number.
- e. Enter a user name, all lower case, and write it down. Click **Next**, then **Done** to submit your request. You will be emailed your password in three to five days.

### 2. Begin using the e-bylaws program.

Once you have your password, go back to the e-bylaws page on the capta.org website and click on the **Build e-Bylaws** button.

When the login page opens, type in your user name and password. Your unit information will appear.

If this is your first time entering information into the e-bylaws program, you will get a message that bylaws information is incomplete. Click on **OK** to dismiss this message.

- The first screen is the **Unit Information Record**. This information can only be entered

or changed by California State PTA office staff. If the information is complete and correct, click **Next**. If the information is incorrect, contact your PTA district for assistance.

- Proceed through the each input screen and complete each blank by entering information or clicking on the "radio buttons."
- **Remember to save often so your data is not lost.**
- When finished, click on **Save** one final time, then click on **Bylaws**.
- A PDF file will be generated. Review your entries at this time.

If you see a **DRAFT** watermark across the pages, an error or missing information must be corrected. Work your way through each page, looking for a red outline on the information boxes. Move your cursor over each red box to receive directions for correcting the problem.

### 3. Complete the process.

Once you have your PDF file, make sure to review each page. Pay special attention to dues, to audit months in the bylaws and to standing committees in the standing rules.

When the bylaws are satisfactory,

- print out four back-to-back copies,
- plus an additional four back-to-back copies of the signature sheet. (Consult your council or district on the exact number of copies required.)

Keep one bylaws copy for reference, and send the remaining copies and signature sheets, along with a **Bylaws Submittal Form** available from PTA council or district.

**PRESIDENT**

\_\_\_ Appoint 3-5 members to bylaws committee

**PARLIAMENTARIAN**

\_\_\_ Set meeting date

\_\_\_ Read detailed instructions (page i): *Procedures for Bylaws Review*

\_\_\_ Read and review bylaws (current and new standard) prior to meeting

\_\_\_ Obtain necessary information from council or district PTA for Articles IV, VI and X

\_\_\_ Obtain Bylaws Submittal Form from council or district PTA

\_\_\_ Bring copy of current bylaws for each committee member

\_\_\_ Attach current Standing Rules

\_\_\_ Send one (1) original set of bylaws

\_\_\_ Send two (2) full copies and four (4) additional signature pages (verify number with council or district PTA)

\_\_\_ In-council: submit to council parliamentarian

\_\_\_ Out-of-council: submit to district parliamentarian

\_\_\_ Make required corrections as detailed by council/district/state parliamentarian

**BYLAWS COMMITTEE**

\_\_\_ Read Instructions for Completing the Standard Bylaws (page ii), #1 through #8

\_\_\_ To assist in the process, follow #9 (pages ii and iii) while reviewing articles

\_\_\_ List all proposed amendments on separate paper while reviewing; include article, section and page number.

**EXECUTIVE BOARD MEETING**

\_\_\_ Parliamentarian presents proposed amendments

\_\_\_ Executive board votes to approve (outcome recorded in minutes)

\_\_\_ Use California State PTA's **e-Bylaws** system to update bylaws or fill-in preprinted standard bylaws.

**RETURNED BYLAWS AND STANDING RULES**

**Returned unsigned by State parliamentarian**

\_\_\_ Make required changes

\_\_\_ Resubmit through channels

**Signed by State parliamentarian**

\_\_\_ Schedule association meeting to adopt the amendments to bylaws

\_\_\_ Notify members at least 30 days in advance

\_\_\_ Proposed amendments must be included with notice

\_\_\_ A two-thirds (2/3) vote of the association membership is required to adopt

\_\_\_ Adopted bylaws are now the official bylaws of the unit

**AFTER ADOPTION**

\_\_\_ Secretary and president sign and date original bylaws. The original set is kept with the Secretary's procedure files.

\_\_\_ Secretary and president sign copies and give one (1) each to president and parliamentarian

\_\_\_ **Secretary mails two signature pages to council, if in council, or one to district PTA**

**COPIES**

\_\_\_ Make a copy for all board members to be kept in their procedure files

\_\_\_ Provide copy to principal

\_\_\_ Have copies available for members, upon request



**SUBMITTING BYLAWS**

\_\_\_ Unit parliamentarian keeps one copy

\_\_\_ Attach Bylaws Submittal Form including list of proposed amendments

## Job Description for Parliamentarian

### *Principals of Parliamentary Law are*

*... justice and courtesy to all;*

*... rights of the minority protected;*

*... rule of the majority reflected;*

*... partiality to none;*

*... consideration of one subject at a time.*

The bylaws are specific rules by which the unit is governed, and they supersede any general rule of parliamentary law with which they may be in conflict. They are the “Articles of Organization.” They may not be suspended, even by a unanimous vote. Any action contrary to the unit’s bylaws is null and void and should be so stated when discovered.

The bylaws of the unit, council, district, State and National PTA state that *Robert’s Rules of Order Newly Revised* shall be the parliamentary authority. For help in understanding or interpreting “Robert’s” or the bylaws, contact the council, if in council, or district PTA parliamentarian.

The parliamentarian is an officer usually appointed by the president, subject to ratification by the executive board. A parliamentarian “pro tem” should be appointed in the absence of the parliamentarian. “Pro tem” means “for this time only.”

Duties of the parliamentarian are listed in the bylaws (Article VI, Section 10). Additional information can be found in the *California State PTA Toolkit* “Running Your PTA” section, the National PTA *Quick-Reference Guide* (available from your PTA President) and *Robert’s Rules of Order Newly Revised* (or *IN BRIEF*), latest edition.

### **ADDITIONAL RESPONSIBILITIES**

Review and study the bylaws and standing rules annually. If changes are required, ask the president to appoint a committee for this review. Proposed amendments are approved by the executive board, then submitted through council (if in council) and district PTA channels to the state parliamentarian for approval prior to adoption at an association meeting.

Use the latest version of *Bylaws for Local PTA/PTSA Units* or the free California State PTA e-Bylaws system for units at [www.capta.org](http://www.capta.org). The publication date, noted on the front cover, should not be more than two (2) years old. Instructions and procedures are included. Obtain bylaws from the California State PTA Store. Some district PTA offices have copies for sale.

Verify the PTA council (if in council) and district PTA have a current copy of the unit’s bylaws.

Ensure each member of the executive board has a current copy of the unit’s bylaws and standing rules. Any member is entitled to a copy upon request.

Become familiar with the unit’s copy of *Robert’s Rules of Order Newly Revised* (or *IN BRIEF*), latest edition.

Provide the members and the executive board with training on simple parliamentary procedures; how to state a motion, rules of debate, quorums.

Assist the president in meeting preparation, when requested.

Advise presiding officer, when requested, on questions of parliamentary procedure. Parliamentarians do not “rule.” Only the chair has the power to rule on a question of order. If the parliamentarian has expressed an opinion at the request of the chair, the chair must still make the ruling.

Assist the presiding officer by keeping track of the order of those wishing to speak, motions, amendments, voting, etc., during meetings.

Encourage attendance at trainings on parliamentary procedures and/or bylaw workshops when offered by the California State PTA, district PTA or council (if in council).

### **BYLAWS**

As a part of the national organization, the local PTA is governed by the National PTA bylaws, as well as the bylaws of the California State PTA, district PTA and the council (if in council). California State PTA bylaws contain “starred” articles and sections which must be included in the local association bylaws.

**Note:** The adoption of an amendment to any provision of the California Corporations Code, identified by a double star, or to any provision of the California State PTA bylaws, identified by a triple star, automatically amends the PTA’s bylaws and does not require a vote of the unit, council or district.

Other revisions to the bylaws may be made only as provided in the bylaws themselves (*Bylaws for Local PTA/PTSA Units*, Article XVI; *Council Bylaws*, Article XVII; *District Bylaws*, Article XVIII).

References to policies and procedures found the *California State PTA Toolkit* may not be altered.

## POLICIES AND PROCEDURES

Basic policies of the National PTA are included in all PTA bylaws as Article III. Parliamentarians often are asked to interpret these policies or give a rationale for them. The council, district and California State PTA also have policies and procedures which must be observed.

## NOMINATING COMMITTEE

The bylaws include, as a duty of the parliamentarian "...shall call the first meeting of the nominating committee...and give instructions in procedure..." These instructions include the eligibility requirements to hold office, the offices to be filled, those sections of the bylaws which pertain to the conduct of the nominating committee, committee voting procedure, etc. The parliamentarian

- conducts the election of the chairman of the nominating committee.
- does not automatically serve as a member of the committee, unless elected to it or unless the bylaws so provide.
- if not a member of this committee, should be available for any questions by telephone or at a specific location.

## CHECK BYLAWS FOR:

Date of last amendment to bylaws \_\_\_\_\_  
(Article XVI, signature page)

Date new officers assume duties \_\_\_\_\_  
(Article V, Section 8)

Quorum for executive board meeting \_\_\_\_\_  
(Article VIII, Section 7b)

Quorum for association meeting \_\_\_\_\_  
(Article VII, Section 5b)

Date to elect nominating committee \_\_\_\_\_  
(Article V, Section 3b)

Date of officer election meeting \_\_\_\_\_  
(Article V, Section 3g)

Date to elect convention delegates \_\_\_\_\_  
(Article V, Section 9)

Date to elect council delegates, if any \_\_\_\_\_  
(Article X, Section 9)

### Article XIV

California State PTA ID# \_\_\_\_\_

National PTA ID# \_\_\_\_\_

Federal Employee Identification Number (EIN) \_\_\_\_\_

Franchise Tax Board Number (FTB) \_\_\_\_\_

Charitable Trust number CT \_\_\_\_\_

Corporation number, if any \_\_\_\_\_

Fiscal year \_\_\_\_\_ to \_\_\_\_\_

## Council Parliamentarian (if in council)

Name \_\_\_\_\_

Telephone \_\_\_\_\_

E-mail \_\_\_\_\_

In addition the council parliamentarian shall:

- Remind units to use the latest version of *Bylaws for Local PTA/PTSA Units*.
- Receive, review and assist with member unit proposed bylaw changes and keep records thereof. Forward proposed changes to the district PTA parliamentarian promptly, within one to two weeks.
- Maintain a file of up-to-date bylaws for member units within the council.
- Offer bylaws and parliamentary procedure workshops for units within the council PTA.

## District PTA Parliamentarian

Name \_\_\_\_\_

Telephone \_\_\_\_\_

E-mail \_\_\_\_\_

In addition the district parliamentarian shall:

- Remind units and council to use the latest bylaws.
- Maintain a file of up-to-date bylaws for member units and councils within the district PTA.
- Receive, review and assist with proposed unit and council bylaw changes, and keep records thereof. Promptly forward proposed changes to state PTA parliamentarian. Return signed bylaws promptly.
- Maintain an up-to-date file of the district PTA's member unit and council numbers: California State PTA identification, National PTA identification, employer identification (EIN), Franchise Tax Board (FTB), Charitable Trust (CT), and, when appropriate, corporation number and/or seller's permit number.
- Offer bylaws and parliamentary procedure workshops for units and councils within the district PTA.

## REFERENCES

From the unit, council or district president:

- *California State PTA Toolkit* (includes California State PTA Bylaws, policies, parliamentary guides)
- *Bylaws for Local PTA/PTSA Units, Council Bylaws, District Bylaws*

From the California State PTA office:

- *Leadership Pocket Pal*
- *Robert's Rules of Order Newly Revised, latest edition*
- *Robert's Rules of Order, Newly Revised, IN BRIEF*
- *The a-b-c's of Parliamentary Procedure*

## **EIGHT STEPS TO A MOTION**

### **1. Obtain the floor.**

The member rises or raises his hand and waits to be recognized before speaking further.

### **2. Recognition by the chair.**

The chair grants the member the right to speak by a nod or by announcing the member's name.

### **3. Make the motion.**

The member speaks clearly, stating the motion concisely, saying, "I move ..." (Never say, "I so move," or "I motion that ...") Motions are always in the affirmative. The chair has the right to request that the motion be in writing, unless the rules indicate otherwise.

### **4. The motion is seconded.**

A second indicates that more than one person wishes to consider the subject. Another member says, "I second the motion," or simply, "Second!" If there is no second, the chair says, "Motion fails for lack of a second." Motions coming from a committee do not need a second.

### **5. Chair restates the motion.**

Only the chair can formally place a motion before the assembly. The chair repeats the exact motion, "It has been moved and seconded that..." The motion is now pending. Once stated by the chair, it cannot be changed or withdrawn without consent of the members.

### **6. Debate or discussion.**

Immediately after stating the question the chair asks, "Is there discussion?" The maker of the motion has the right to speak first. Discussion must remain relevant to the pending question. The chair should endeavor to alternate pro and con speakers. The maker of the motion may vote against the motion, but may not speak against it.

### **7. Putting the question – the vote.**

When discussion appears to be concluded, the chair asks, "Are you ready for the question?" If the discussion has been long, or amendments made, the motion should be restated as it presently stands. The chair says, "The question is on the adoption of the motion that ..." The chair then calls for the vote by saying, "All those in favor of the motion say 'Aye'" and pausing for response. "All those opposed say 'No'." Always call for the negative vote, no matter how unanimous the affirmative vote may appear.

### **8. Chair announces result.**

No motion is complete until the chair has announced the result of the vote. The chair says, "The 'ayes' have it and the motion is adopted," or, "The 'nos' have it and the motion is defeated." In a counted vote, the chair should first announce the count, then the result of the vote. The chair then states the effect of the vote.

## HOW MOTIONS MAY BE AMENDED

**MAIN MOTION:** I move that we have a parenting program at the park.

This **main motion** may be amended by making a motion:

*To strike a particular word or phrase:* I move to amend the motion by striking the words, “at the park.”

**OR**

*To insert a particular word or phrase:* I move to amend the motion by inserting “in October” after the word “program.”

**OR**

*To strike and insert a particular word or phrase:* I move to amend the motion by striking “at the park” and inserting “in November on the school grounds.”

**OR**

*To substitute the entire motion:* I move to substitute the following: “That we have an ice cream social.”

**In addition:**

A motion may be made to amend the amendment following the same procedure:

*to strike;*  
*to insert;*  
*to strike and insert; or*  
*to substitute.*

*For example, if the amendment is to insert in the substitute motion:*

I move to amend the amendment by inserting “in October in the park.”

**NOTE:** A vote must be taken on the motion to amend the amendment before any other amendments may be proposed. The main motion must be voted upon after all amendments have been addressed.

# PTA Basic Parliamentary Procedure: Did You Know?

- **Following basic parliamentary procedure** at PTA meetings ensures order, promptness and fair and impartial treatment for all.
- **The parliamentary authority for PTA** is Robert's Rules of Order, Newly Revised.
- **Bylaws provide** the basic framework for the PTA purposes and the governing structure.
- **Bylaws may never** be suspended.
- **Bylaws should be reviewed** annually to determine if any changes are needed. Follow the California State PTA procedures to amend bylaws.
- **Standing rules provide detail** regarding procedures for the PTA.
- A standing rule may be amended at any association meeting by a majority vote. (A two-thirds vote is required if no previous notice has been given.)
- **Each board member should have a copy** of the bylaws. At the beginning of a new term of office, the bylaws should be reviewed by the entire board.
- **Every board member needs to know** and understand the bylaws – “the rules of the game.”
- **A copy of the bylaws must be provided** to any member upon request.
- **The executive board should be trained** in parliamentary procedure in order to model it for the membership.
- **The parliamentarian advises the president** who rules on points of order and procedural questions.
- **A motion chart** may be laminated and placed between the president and the parliamentarian for easy reference at meetings.
- **Many district PTAs keep a supply** of standard Bylaws for Local PTA/PTSAs and Council Bylaws available for purchase.
- **Units should provide** the council and district PTA with a copy of their bylaws.
- **A PTA position may be filled by only one person.**
- **One position equals one vote.**
- **Minutes should contain** records of all actions taken by the group, including the exact wording of every motion, the maker of the motion and the actions taken on that motion.
- **The secretary or chair should request** that the motion be in writing if the motion is long or involved.

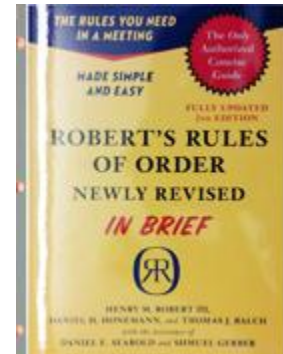
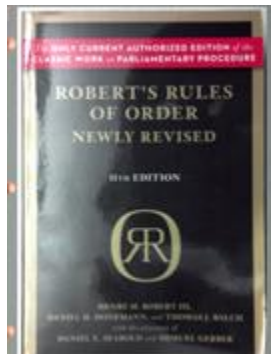
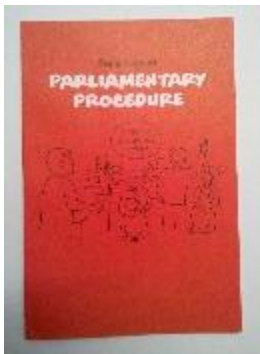
- **Only one action may be considered at a time.**
- **Any action** (spending money, adopting programs, etc.) to be taken requires a motion.
- **When several PTA members wish to speak to the same issue** during a meeting, the parliamentarian may assist the president by noting the names of those wishing to speak and the order in which they should be called.
- **Only members of the group that is meeting have the right to attend** unless the group grants permission for guests to attend. However, the right to vote cannot be granted to a guest.
- **PTA bylaws define each separate meeting group** – committee, executive board and association – and assign separate responsibilities and authority to each group.
- **A special meeting may be called** to consider one or more items of business requiring urgent action before the next regular meeting.
- **Voice vote is the regular method of voting on motions requiring a majority vote.** If the chair believes the vote will be close, he may call for the vote by a show of hands.
- **A rising vote is the regular method of voting on motions requiring a two-thirds vote.** It is also used to verify an inconclusive voice vote.
- **The chair may order** a “rising count” or “count of the house” to verify an inconclusive voice vote.
- **A two-thirds vote is required to change any action** previously adopted by the group, such as bylaws or the budget.
- **A standing rule may be adopted to limit the length of time** for any motion and to limit the number of speakers on each side of the issue and the time to be allotted for each speaker.
- **Voting by proxy is prohibited.**
- **The president protects the impartiality of the chair** by exercising the right to vote (or by abstaining) only when the vote will affect the outcome, i.e., to break a tie vote, or when the vote is by ballot.
- **Members must be given written notice** of all association meetings, along with an agenda that includes all action items to be considered, at least ten (10) days prior to the meeting.
- **Only members are legally qualified** to make motions, discuss and vote.



## ***Parliamentarian's Shopping List***

### ***Shameless Commercial: PTA Store***

<http://shop.captastore.org>



Code	Item	Unit Price
P101	Abc's of Parliamentary Procedure	\$1.05
P380	Roberts Rules of Order, 11 <sup>th</sup> Edition	\$15.00
P380b	Roberts Rules of Order, in Brief	\$6.50
P111	Unit PTA Bylaws	\$0.35
P112	Unit PTA Bylaws Spanish	\$0.35
P113	Council PTA Bylaws	\$0.35
P114	District PTA Bylaws	\$0.35
P145	Leadership Pocket Pal	\$1.00
P146	Asistente para Liderazgo	\$1.00

2016 Standard PTA Bylaws will be available after July 1, 2016