

BYLAWS OF
East Somerville Community School (ESCS) PTA Somerville, Massachusetts

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Region: 3

District 14

EIN: 04-2781631

School Name East Somerville Community School (ESCS)

Address 50 Cross Street

City, State, Zip Somerville, MA 02145

ARTICLE I: NAME

The name of this association is East Somerville Community School (ESCS) PTA of Somerville, Massachusetts. It is a local PTA organized under the authority of the Massachusetts Parent Teacher Association Inc. (Massachusetts PTA), a branch of the National Congress of Parents and Teachers (National PTA). For convenience, the association shall be referred to in these bylaws as the ESCS PTA.

ARTICLE II: PURPOSES

Section 1. The purposes of ESCS PTA, in common with those of National PTA and Massachusetts PTA 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. f. To advocate for fiscal responsibility regarding public tax dollars in public education funding.

Section 2. The purposes of National PTA, Massachusetts PTA and ESCS 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 principles per National PTA set forth in Article III.

Section 3. The association 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 "Internal Revenue Code").

ARTICLE III: PRINCIPLES

The following are principles of ESCS PTA, in common with those of National PTA and Massachusetts PTA:

- a. The association shall be noncommercial, nonsectarian, and nonpartisan.
- b. The association shall work with the schools and community 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.
- c. The association 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.
- d. No part of the net earnings of the association shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private individuals except that the association 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 II hereof.
- e. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (i) by an association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an association, contributions to which are deductible under
- f. Section 170(c)(2) of the Internal Revenue Code.
- g. Upon the dissolution of the association, after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to one or more nonprofit funds, foundations, organizations, or associations that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.
- h. The association or members in their official capacities shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) 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.
- i. A local PTA unit may cooperate with other associations and agencies concerned with child welfare, but PTA representatives shall make no commitments that bind the group they represent.

ARTICLE IV: RELATIONSHIP WITH NATIONAL PTA AND MASSACHUSETTS PTA

Section 1. This local PTA shall be organized and chartered under the authority of Massachusetts PTA in the area in which this local PTA functions, in conformity with such rules and regulations, not in conflict with the National PTA Bylaws, as Massachusetts PTA may in its bylaws prescribe. The Massachusetts PTA shall issue to this local PTA an appropriate charter evidencing the due association and good standing of this local PTA. A local PTA in good standing is one that:

- a. Adheres to the purposes and principles of the PTA.
- b. Remits the national portion of the dues through the state PTA.
- c. Remits the state portion of the dues to the state PTA by the dates designated by Massachusetts PTA November 1st and monthly thereafter.
- d. Remits a membership list to the State PTA with dues each month. You may send your list to the State PTA

on a disc or email in an Excel spreadsheet format. This is an IRS requirement. The Massachusetts PTA does not share its membership lists.

- e. Has a minimum of 25 members. It is expected that membership drives be held on a yearly basis for increasing members; (Exceptions to this will be reviewed on an individual basis.)
- f. Has current officer list with names, addresses, telephone numbers and email addresses on file with Massachusetts PTA.
- g. Has current bylaws (bylaws approved by the state PTA within the last four (4) years are considered current).
- h. Has Employer Identification number (EIN) on file with Massachusetts PTA.
- i. File with the IRS a 990-N, 990EZ, or 990 and form PC with Massachusetts Attorney General.

Section 2. The articles of association of this local PTA include (a) the bylaws of such association and (b) the certificate of incorporation or articles of incorporation of such association (in cases in which the association is a corporation) or the articles of association by whatever name (in cases in which the association exists as an unincorporated association).

Section 3. This local PTA shall adopt such bylaws for the government of the association as may be approved by Massachusetts PTA. Such bylaws shall not conflict with National PTA Bylaws or the bylaws of Massachusetts PTA.

Section 4. This local PTA shall include in its bylaws those articles and sections identified by the number (#) symbol as found in the Massachusetts PTA suggested local unit bylaws.

Section 5. Bylaws of this local PTA shall include an article on amendments.

Section 6. Bylaws of this local PTA shall include a provision establishing a quorum.

Section 7. The bylaws of this local PTA shall prohibit voting by proxy.

Section 8. A PTA member shall not serve as a voting member of this local PTA's board while serving as a paid employee of or under contract to this local PTA.

Section 9. The charter of this local PTA shall be subject to withdrawal and the status of such association as a local PTA shall be subject to termination, in the manner and under the circumstances provided in the bylaws of Massachusetts PTA.

Section 10. This local PTA is obligated, upon withdrawal of its charter by Massachusetts PTA:

- a. To yield up and surrender all its books and records and all its assets and property to Massachusetts PTA or

to another 501 (C) (3) association approved by Massachusetts PTA.

- b. To cease and desist from the further use of any name that implies or connotes association with National PTA or Massachusetts PTA or status as a constituent association of National PTA.
- c. To carry out promptly, under the supervision and direction of Massachusetts PTA, all proceedings necessary or desirable for the purpose of dissolving ESCS PTA.

Section 11. A local PTA may dissolve and wind up its affairs in the following manner:

- a. The executive committee (or other body that, under its bylaws, manages the affairs of the local PTA or PTSA) shall adopt a resolution recommending the local PTA dissolve and directing that a question of such dissolution be submitted to a vote at a special meeting of members having voting rights. Written or printed notice stating purpose of such meeting is to consider the advisability of dissolving the local PTA or PTSA shall be given to each member at least 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 Massachusetts PTA at least twenty (20) days before the date fixed for such special meeting of the members.
- c. Arrange for a Massachusetts PTA representative to speak to the executive committee or association prior to taking action.
- d. Only those persons who were members in good standing of the local PTA 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.
- e. Approval of dissolution of the local PTA or PTSA shall require the affirmative vote of at least two-thirds of the members present and entitled to vote at the special meeting, a quorum being present. However, before the final vote can be taken, the members must decide how to dispose of the property and assets of the unit in accordance with Section 501(C)(3) of the Internal Revenue Code (Article III f).
- f. Notify Massachusetts PTA in writing with the results of the vote. If the local PTA unit votes to disband, they must return their Charter to the Massachusetts PTA Office. The Massachusetts PTA will notify the IRS that this unit is no longer a tax-exempt association of Massachusetts PTA and will also notify National PTA that the unit has dissolved.

ARTICLE V: MEMBERS AND DUES

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

Section 2. Membership in this local PTA shall be open, without discrimination, to anyone who believes in and supports the Mission and Purposes of National PTA.

Section 3. This local PTA shall conduct an annual enrollment of members prior to November 1st but may admit

persons to membership at any time in accordance with Article 10 Section 5.

Section 4. Each member of a local PTA shall pay such annual dues as may be determined by the association. The amount of dues shall include the portion payable to Massachusetts PTA as recommended by the Massachusetts PTA board of directors and approved by a majority of the voting body at the Massachusetts PTA Annual Convention and the portion payable to National PTA as recommended by the National PTA board of directors and approved by a two-thirds (2/3) majority of the voting body at the National PTA Annual Convention.

Section 5. The state and national portion of the dues paid by each member to a local unit shall be set aside and remitted to Massachusetts PTA on or before November 1. Additional dues from members joining after November 1 should then be submitted monthly and not kept as part of the local unit's treasury.

Section 6. Each local unit shall issue, upon payment of dues, membership cards, which shall be valid for the current school year. A membership card is not interchangeable between PTAs or schools and does not confer membership on more than one individual.

Section 7. A PTA unit will not be considered a unit in good standing and therefore not eligible to participate in the Reflections Program if their dues have not been sent to the State Office by December 31st, bylaws are not current, and officers are not updated. Parents of reflections winners must be a member of the local PTA unit or Cranberry PTA.

Section 8 A PTA unit will not be considered a unit in good standing and therefore not eligible for awards (national or state) if the dues are not on the Massachusetts PTA books by December 31st and bylaws are not current and officers are not updated.

ARTICLE VI: OFFICERS

Section 1. The officers of this local PTA shall be a president, a treasurer, at least 1 vice president, and at least 1 secretary. The terms of the officers shall be staggered such that the president (1), a vice-president (1 of 2), and a secretary (1 of 2) are elected and begin in even years and the treasurer (1), a vice-president (1 of 2), and a secretary (1 of 2) are elected and begin in odd years.

Section 2. Officers shall be elected by ballot in the month of April or May.

Section 3. The vote shall be conducted by ballot. When there is but one candidate for an office, the ballot for that office may be dispensed with and election held by voice vote. A majority vote shall be required for the election.

Section 4. The following provisions shall govern the qualifications and eligibility of individuals to be officers of ESCS

PTA.

- a. Each officer shall be a member of this local PTA.
- b. No officer may be eligible to serve more than two consecutive terms in the same office, except in that situation where a qualified officer has agreed to extend their term in the absence of a qualified successor and as approved by the members of the ESCS PTA.
- c. A person who has served in an office for more than one half of a full term shall be deemed to have served a full term in such office.

Section 5. Officers shall assume their official duties following the close of the current school year and shall serve for a term of 2 year (s) or until their successors are elected.

Section 6. A vacancy occurring in the office of president shall be filled for the remainder of the un-expired term by the vice president (if more than 1 vice president, you need to indicate which vice president would fill the un-expired term). The executive committee shall fill a vacancy in any office other than the president.

Section 7. There shall be a nominating committee composed of at least three (always an uneven number, no less than three) members who shall be elected by this local PTA at a regular general membership meeting at least six months prior to the election of officers, as outlined in Article VI, Section 2.

- a. The committee shall elect its own chair.
- b. The nominating committee shall nominate at least one eligible person for each office to be filled and report its nominees at the regular general membership meeting in May, at which time additional nominations may be made from the floor. A thirty-day notice of the meeting, including the slate of officers to be presented, must be given to the membership.
- c. Only those individuals who are current members of this local PTA and who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

Section 8. When an officer fails to attend 1 consecutive meetings without adequate excuse or when an officer is not fulfilling the responsibilities of the office as prescribed in the bylaws, or engages in conduct which the executive committee determines to be injurious to the association or its purposes, the executive committee may by a two-thirds (2/3) affirmative vote, take such action as it determines appropriate, which may include: (1) asking for the resignation of the officer; (2) making a formal recommendation that the officer be removed from office following a hearing conducted in accordance with Due Process.*

***Footnote:** "Due Process' Procedures: Following the two-thirds (2/3) affirmative vote recommending that the officer be removed from office: (1) The officer must be given fifteen (15) days' written notice of the hearing to remove the officer from office; (2) The written notice shall contain the reasons for the proposed removal, and shall be mailed certified mail, return receipt requested, to the last address of the officer shown on the association's records; (3) At the hearing, the officer must be given an opportunity to address the executive committee, either

orally or in writing; (4) Not less than five (5) days following the hearing, the executive committee shall convene and vote whether the officer will be removed from office; (5) A two-thirds (2/3) vote of the executive committee shall be sufficient to remove the officer from office; (6) The removal vote shall be recorded in the executive committee minutes and shall specify the number of voting in favor of and against such removal.”

ARTICLE VII: DUTIES OF OFFICERS

Section 1. The president shall:

- a. Preside at all meetings of this local PTA.
- b. Serve as an ex-officio member of all committees except the nominating committee.
- c. Coordinate the work of the officers and committees of this local PTA in order that the purposes may be promoted.
- d. May appoint a parliamentarian, subject to the approval of the general membership of this local PTA.
- e. Forward to the Massachusetts PTA by June 30th, or if elections are held in the fall by October 31st, the names, addresses, telephone numbers and email addresses of the officers that will serve for the following school year (even if the officers do not change). Massachusetts PTA does not share this information with 3rd parties.
- f. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the executive committee.

Section 2. The vice-president(s) shall:

- a. Act as aide(s) to the president.
- b. In their designated order (list order) perform the duties of the president in the president’s absence or inability to serve
- c. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president, or the executive committee.

Section 3. The secretary shall:

- a. Record the minutes of all meetings of ESCS PTA.
- b. Be prepared to read the records of any previous meetings.
- c. File and retain all records.
- d. Have a current copy of the bylaws (bylaws approved by the state within the last four (4) years are considered current).
- e. Maintain a membership list, with names and addresses of members.
- f. Perform such duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the president or executive committee.

Section 4. The treasurer shall:

- a. Have custody of all the funds of this local PTA.
- b. Maintain a full and accurate account of receipts and expenditures of this local PTA.
- c. Make disbursements as authorized by the president or executive committee or this local PTA in accordance with the budget adopted by this local PTA.
- d. Have checks signed by two people: either the treasurer or the president and one other board member who is approved to sign on the account.
- e. Notify the Massachusetts PTA Office of its unit's Employer Identification Number (EIN). If no number is presently available, the local PTA unit must apply for one.
- f. Shall keep all records of national and state portions of the membership dues separate from the records of the general fund of ESCS PTA.
- g. Present a written financial statement at every meeting of this local PTA and at other times when requested by the executive committee or any member.
- h. Forward the state and national portion of the membership dues to the Massachusetts PTA Office on or before November 1 along with names, addresses and emails of members (IRS Regulation). Massachusetts PTA does not give out its membership lists. Additional membership dues should be submitted monthly thereafter.
- i. Present an annual treasurer's report to this local PTA at the annual meeting.
- j. Have the accounts reviewed, when a person who has signature authority leaves the board. This is to be done by an audit committee selected by the executive committee at least two weeks before the meeting at which the officers assume their duties.
- k. Complete a form 990 or 990EZ with a Schedule A. If gross receipts exceed \$50,000 annually, then you must submit the form to the IRS. If gross receipts are under \$50,000, you will now be required to file electronically Form 990-N, also known as the e-Postcard, with the IRS annually.
- m. File form PC with the Massachusetts Attorney General's Office, submitting required forms in accordance with the instructions specified on the form. File an annual report to the Massachusetts Secretary of State's Office, if incorporated.
- n. Submit annually to Massachusetts PTA by the 15th day of the 5th month the end of the local unit fiscal year a completed internal financial review form provided by Massachusetts PTA or a report from an independent auditor stating that an audit has been performed for the local PTA unit.
- o. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority or directed by the president or the executive committee.

Section 5. Accounts and records of ESCS PTA shall at all reasonable times, be open to inspection by an authorized representative of Massachusetts PTA or, where directed by the committee on state and local relationships.

Section 6. No two members of the same family may be on the signature card for this PTA's bank account.

Section 7. All officers shall deliver to their successors all official materials no later than thirty days following the election of their successor, by the close of the school year, or upon resignation.

ARTICLE VIII: EXECUTIVE COMMITTEE

NOTE: An Executive Committee or Executive Board is the group that meets between regular general membership meetings to transact business

Section 1. The executive committee shall consist of the elected officers of ESCS PTA and the principal of the school or a representative appointed by him/her.

Section 2. Special meetings of the executive committee may be called by the president or upon written request of 1 member with 3 business days' notice to each member of the executive committee. Notice may be given by means of regular mail, electronic mail, telephone, website postings, printed media or any combination thereof.

Section 3. A majority of the executive committee shall constitute a quorum for the transaction of business.

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

- a. Transact necessary business in the intervals between general PTA meetings and such other business as may be referred to it by this local PTA.
- b. Appoint standing and special committees as may deem necessary to promote the purposes of PTA and carry on the work of this local PTA.
- c. Approve the work of the committees.
- d. Make a report at the general meetings of this local PTA.
- e. Select an auditor or audit committee to be approved by the general membership of the local PTA to audit the treasurer's accounts.
- f. Prepare and submit to this local PTA for adoption a budget for the year; g. Approve routine bills within the limits of the budget.

Section 5. The executive committee shall take no action in conflict with any action taken by the general membership of this local PTA.

ARTICLE IX: COMMITTEES

Section 1. Only members of this local PTA shall be eligible to serve in any elective, volunteer, or appointive positions.

Section 2. The term of each standing committee chair shall be one year or until the selection of a successor.

Section 3. The chair of each committee shall present a plan of work to the executive committee for approval. No committee work shall be undertaken without the consent of the executive committee.

Section 4. When a chair fails to attend three consecutive meetings without an adequate excuse or when a chair is not fulfilling the responsibilities of the office as prescribed in the bylaws, or engages in conduct which the executive committee determines to be injurious to the association or its purposes, the executive committee may by a two-thirds vote (2/3) affirmative vote, take such action as it determines appropriate, which may include: (1) asking for the resignation of the chair; (2) making a formal recommendation that the chairman be removed from office.

Section 5. Upon the expiration of the term of office or in the case of the resignation or termination, each chair shall turn over to the president, without delay, all records, books and other material pertaining to the chairpersonship, and shall return to the treasurer, without delay, all funds belonging to the association.

Section 6. The chairs and members of special committees shall serve until their assignments have been completed.

ARTICLE X: GENERAL MEMBERSHIP MEETINGS

Section 1. At least 3 regular meetings of the association shall be held during the school year. Dates of the meetings shall be determined by the executive committee and announced at the first regular PTA meeting of the school year. Seven (7) days' notice shall be given to the general membership of any change of date. Notice may be given by means of regular mail, electronic mail, telephone, website postings, printed media, or any combination thereof.

Section 2. Special meetings of this local PTA may be called by the president or by a majority of the executive committee or by written request of 10 members of this PTA whose dues are paid with seven days' notice having been given. Notice may be given by means of regular mail, electronic mail, telephone, website postings, printed media, or any combination thereof.

Section 3. The annual meeting shall be in April or May and shall be for the purpose of electing officers, receiving reports of officers and committees, and conducting any other business that may arise.

Section 4. Thirteen members shall constitute a quorum for the transaction of business in any meeting of this local PTA. **(Quorum should be at least double the number of officers and should be an odd number)**

Section 5. The privilege of making motions, debating and voting at local PTA meetings shall be limited to members of the association who are present and whose dues are paid and who have been members of the association for at least 14 days.

ARTICLE XI: COUNCIL MEMBERSHIP

Section 1.

- a. This local PTA shall be represented in meetings of Somerville Council PTA by the president or appointed alternate, and/or by one delegate or their alternates. All representatives to the council must be members of this local PTA.
- b. Delegates and their alternates shall be chosen by election in June.
- c. Delegates to Somerville Council PTA shall serve for a term of one year.

Section 2. This local PTA shall pay annual dues of \$35.00 to the Somerville Council PTA as provided in the Somerville Council PTA bylaws

ARTICLE XII: FISCAL YEAR

The fiscal year of this PTA shall begin on September 1st and end the following August 31st.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

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

ARTICLE XIV: AMENDMENTS

Section 1. These bylaws may be amended at any regular general membership meeting of ESCS PTA by a two-thirds vote of the members present and voting, a quorum being present, provided that notice of the proposed amendments has been provided to the membership thirty days prior to the meeting.

Section 2. A committee may be appointed by a majority vote at a general meeting of this local PTA, or by a 2/3 vote of the executive committee of this local PTA, to submit a revised set of bylaws as a substitute for the existing bylaws.

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

Section 4. The adoption of an amendment to any provision of Massachusetts PTA suggested local PTA unit bylaws identified by a number (#) symbol shall serve automatically and without the requirement of further action by ESCS PTA to amend their corresponding bylaws. This local PTA shall promptly incorporate such amendments in its bylaws.