

BYLAWS OF THE ALICE DEAL
JUNIOR HIGH SCHOOL
PARENT-TEACHER ASSOCIATION, INC.

ADOPTED MARCH 6, 1986
AMENDED SEPTEMBER 10, 1987

ARTICLE I: NAME

The name of the corporation is the Alice Deal Parent-Teacher Association, Inc. (PTA). It is a non-profit corporation organized under the laws of the District of Columbia and is a member of the District of Columbia Congress of Parents and Teachers (the D.C. PTA), a branch of the National Congress of Parents and Teachers (the National PTA).

ARTICLE II: ARTICLES OF ORGANIZATION

The article of organization of this PTA include (a) the bylaws of the corporation and (b) the certificate of incorporation of the corporation.

ARTICLE III: PURPOSES

The purposes of the corporation are:

1. To promote the welfare of children and youth in home, school, and community.
2. To raise the standards of home life.
3. To secure adequate laws for the care and protection of children and youth.
4. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.
5. To develop between educators and the general public such united efforts as will secure for all children and youth the highest educational advantages.
6. To promote mutual cooperation between parents, teachers, school administrators, the Board of Education, and the general public.
7. To serve in any way possible the best interests of the pupils of Alice Deal and other District of Columbia public schools.

The purposes of the corporation are promoted, in cooperation with the D.C. PTA and the national PTA, through an educational program directed toward parents, teachers, and the general public; are developed through conferences, committees, projects, and programs; and are governed and qualified by the basic policies set forth in Article IV of these Bylaws.

ARTICLE IV: BASIC POLICIES

The following are basic policies of the corporation:

1. The corporation shall be noncommercial, nonsectarian, and nonpartisan and shall operate without regard to sex race, religion, national origin, or physical handicap.

2. The name of the corporation or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interests or for any purpose not appropriately related to promotion of the purposes of the corporation.
3. The corporation 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.
4. The corporation shall work with the schools to provide quality education for all children and youth and to support the improvement of education in the schools, recognizing that the legal responsibility to make decisions has been delegated to the Board of Education.
5. The corporation may cooperate with other organizations and agencies concerned with child welfare, but persons representing the corporation in such matters shall make no unauthorized commitments that bind the corporation.
6. In the event of the dissolution of the corporation, its assets shall be distributed for one or more of the exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1954 as from time to time amended.
7. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private individuals, except that the corporation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

ARTICLE V: MEMBERSHIP AND DUES

Section 1. Every individual who is a member of this corporation is, by virtue of that fact, a member of the national PTA and of the D.C. PTA, and is entitled to all benefits of such membership.

Section 2. Membership in this PTA shall be made available without regard to race, color, creed, or national origin, under such rules and regulations, not in conflict with the provisions of the national PTA bylaws, as may be prescribed in the bylaws of this PTA, to any individual who subscribes to the purposes and basic policies of the national PTA.

Section 3. The corporation shall conduct an annual enrollment of members, but persons may be admitted to membership at any time. Membership is effective from the day when dues are paid through the following September.

Section 4. Meetings of the General Membership.

- a. The membership shall meet not less than two times during the school year. The times and dates for the meetings shall be set by the president in consultation with the Board. The membership shall be given written or

printed notice of any meeting not less than 10 nor more than 50 days before the date of the meeting.

- b. Special meetings may be called by the Board of Directors or by petition signed by at least 25 members. Written or printed notice of any special meeting, including the purpose of such meeting, shall be given to the membership not less than 10 nor more than 50 days in advance.
- c. The annual meeting may be held in May or June at the discretion of the Board of Directors.
- d. Written or printed notice of the annual meeting shall be given at least 10 and not more than 50 days in advance to all members of the corporation. Such notice may be given through the PTA newsletter, by notice delivered to the students or mailed to PTA members, or by other appropriate means.
- e. Those members present shall constitute a quorum for the transaction of business in any general membership meeting of this corporation.

Section 5. Each member of the association shall pay annual dues to the corporation in an amount determined by the Alice Deal PTA Board of Directors. Such annual dues shall include the amount per member payable to the D.C. PTA (as determined in accordance with the bylaws of the D.C. PTA) and the amount per member payable to the national PTA.

Section 6. The District of Columbia and national PTA portions of the dues paid by each member of the corporation shall be set aside by the corporation and remitted to the D.C. PTA through such channels and at such times as the D.C. PTA bylaws provide. (The D.C. PTA is responsible for payment to the national PTA of the national portion of the dues paid by members of the corporation.) The remittance to the D.C. PTA shall be accompanied by a report, in such form as may be required by the D.C. PTA, showing the name and address of the president of the corporation, the amount of dues collected during the period covered by the report, and the number of members of the corporation.

Section 7. Only members of the corporation shall be eligible to vote at the business meetings or to serve in any of its elective or appointive positions.

ARTICLE VI: OFFICERS AND THEIR ELECTION

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

Section 2. Officers.

- a. The officers of this corporation shall be a president, a first vice-president, a second vice-president, a secretary, a treasurer and the immediate past president. Any of the offices may be shared by more than one individual.
- b. The principal of Alice Deal Junior High School shall serve, *ex officio*, as an officer of this corporation.
- c. Officers shall assume their official duties on the 1st of July following their election, and shall serve for a term of 1 year or until their successors are elected.

Section 3. Nominating Committee.

- a. There shall be a nominating committee of at least three members appointed by the president with the concurrence of the Board of Directors at least one month prior to the election. The Committee shall elect a chair from among its members.
- b. The Nominating Committee shall nominate at least one eligible person for each office to be filled.
- c. Written or printed notice of the names of the nominees shall be given to the membership no less than 10 days prior to the annual meeting.
- d. Additional nominations may be made by petition of any five members of the corporation up to one week prior to the election.
- e. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.

Section 4. Elections.

- a. Officers shall be elected by ballot at the corporation's annual meeting. If there is but one nominee for any office, it shall be in order to move that the secretary cast the elective ballot of the corporation for the nominee. Officers shall assume their official duties beginning the 1st of July and shall serve for a term of one year, or until the election and qualification of a successor.
- b. The vote shall be by closed ballot.

Section 5. Resignations. Any officer may resign at any time by giving written notice to the Board of Directors or the president or the secretary. Any such resignation shall take effect at the date of receipt of such notice or at any later time therein specified, and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Removal Any officer or any agent elected or appointed by the Board of Directors may be removed by a two-thirds vote at any meeting of the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby.

Section 7. Vacancies. A vacancy occurring in an office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term, except that if a vacancy occurs in the office of president, the first vice president shall assume the vacancy and shall notify the membership thereof.

ARTICLE VII: DUTIES OF OFFICERS

Section 1. President. The president shall be the principal executive officer of the corporation and shall, in general, implement and supervise all of the business and affairs of the corporation, subject, however, to the control of the Board of Directors and of any duly authorized committee of directors. The president shall preside at all meetings of the corporation and at meetings of the Board of Directors, shall create standing and special committees and appoint chairs to them, shall coordinate the work of the officers and committees, shall ensure that the annual corporation report is filed with the District of

Columbia government, shall be a member *ex officio* of all committees, and shall perform such other duties as may be appropriate.

Section 2. Vice Presidents. The first and second vice presidents shall assist the president and perform duties delegated by the president or by the Board. In the event of the absence, disability, or vacancy in the office of the president, the first vice-president shall assume the duties of that office with notice given to the membership.

Section 3. Secretary. The secretary shall keep a record of all meetings of the corporation and of the Board of Directors, provide minutes of the meetings to Board members, send notice of meetings to the Board, prepare and send correspondence for the corporation as directed by the Board or the president or as otherwise deemed appropriate by the secretary, keep corporate records and the corporate seal, and perform other duties as delegated. In the absence of the secretary, the president shall designate a substitute. If there are two secretaries, one shall be recording secretary and one shall be corresponding secretary with appropriate duties designated by the Board or by the president.

Section 4. Treasurer. The treasurer shall receive all funds of the corporation; deposit funds as designated in the Bylaws or by the Board; disburse funds as authorized; present a financial statement at each meeting of the Board and give a full report at the annual meeting of the corporation; direct preparation of the proposed budget for the school year; perform other duties as delegated. In the absence of the treasurer, the first vice-president acts in the place of the treasurer unless otherwise directed by the president.

Section 5. Principal. The principal of Alice Deal Junior High School shall advise the corporation on matters pertaining to school administration and on policies and regulations of the Board of Education. The principal may participate at meetings of all committees as a member *ex officio*.

Section 6. Transfer of materials. All officers shall deliver to their successor all official materials not later than July 1, or 10 days after election of their successor if their office is vacated prior to July 1.

ARTICLE VIII: BOARD

Section 1. Membership. The Alice Deal PTA Board shall consist of the officers of the corporation, the chairpersons of standing committees, the newsletter editor, the principal of Alice Deal Junior High School, one or two teachers selected by the teachers, and a community representative.

Section 2. Duties. The Board shall: (a) transact necessary business in the intervals between membership meetings as well as such other business as may be referred to it by the membership; (b) review and approve the work of standing and special committees; (c) prepare and approve a budget for the fiscal year; (d) report to membership.

Section 3. Meetings of the Board. The Board shall meet at least six times a year in accordance with a schedule set by the president with the approval of the Board. Special meetings of the Board may be called by the president or by a majority of the Board. Board meetings shall be open to all members of the corporation, but only members of the Board may vote.

Section 4. Notice of Board Meetings. The secretary shall give written or printed notice of all meeting to each member of the corporation not less than 7 nor more than 50 days in advance of any meeting. Such notice may be given through the PTA newsletter, by notice delivered to the students or mailed to PTA members, or by other appropriate means.

Section 5. Quorum. Six members shall constitute a quorum at any Board meeting.

Section 6. Manner of Acting. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by law or these bylaws.

Section 7. Compensation. Directors as such shall not receive any stated salaries for their services, provided that nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefor.

Section 8. Action Without a Meeting. Any action that is required to be taken, or that may be taken, at a meeting of the Board, may be taken without a meeting with the consent of a majority of the officers.

ARTICLE IX: COMMITTEES

Section 1. Eligibility. Only members of the corporation shall be eligible to serve on any committees.

Section 2. Functions of Committees. Committees shall be created to promote purposes and interests of the corporation.

Section 3. Standing Committees. The President may establish standing committees. Chairpersons for these committees shall be recruited by the president from among the members. If a vacancy occurs in the chair during the term of office, the president shall recruit a new chairperson. Each committee chairperson shall be responsible for establishing a committee and holding meetings as needed. The chairperson will be prepared to make reports at each meeting of the Board and of the general membership. The chairperson of each standing committee, by virtue of that office, shall be a member of the Board.

Section 4. Special Committees. The Board may establish special committees, including special committees made up entirely of Board members, for any purpose. The Board shall specify the duties of the special committee, its term, and to whom it shall report.

ARTICLE X: COUNCIL MEMBERSHIP

Section 1. Membership. All local PTA units of the D.C. PTA shall be participating members of a council. The local PTA and PTSA units that shall be eligible for membership and for participation in the work of each council and the number of delegates to which each PTA and PTSA unit is entitled shall be determined by the D.C. PTA.

Section 2. Delegates

- a. The corporation shall be represented in meetings of the designated Council of Parent-Teacher Associations by the president or the president's alternate, the principal or the principal's alternate, and by the designated number of delegates or their alternates.
- b. Delegates and their alternates shall be appointed by the president.
- c. Delegates to the designated Council of PTAs shall serve for a term of one (1) year.

ARTICLE XI: NEIGHBORHOOD SCHOOL COUNCIL

The Alice Deal PTA officers and the community representative on the Board shall function as and be co-terminus with the Neighborhood School Council.

ARTICLE XII: RELATIONSHIP WITH THE NATIONAL PTA AND D.C. PTA

Section 1. Relationship. This corporation is a constituent organization of the National PTA. It is organized and chartered by the D.C. PTA under the authority of the National PTA.

Section 2. Bylaws. The bylaws of this corporation are subject to the approval of the D.C. PTA.

Section 3. Records. The corporation shall keep such permanent books and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of the corporation, including, specifically, the number of its members, the dues collected from its members, and the amount of dues remitted to the D.C. PTA. Such books of account and records shall at all reasonable times be open to inspection by the authorized representative of the D.C. PTA, or where directed by the committee on state and national relationships, by a duly authorized representative of the National PTA.

Section 4. Termination. The status of this corporation as a local PTA shall be subject to termination and its charter as a local PTA shall be subject to withdrawal, in the manner and under the circumstances provided in the bylaws of the D.C. PTA.

This corporation is obligated, upon withdrawal of its charter by the D.C. PTA:

- a. to yield up and surrender all its books and records and all of its assets and property to an organization or organizations whose purposes are to carry out one or more of the exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1954 as from time to time amended;
- b. to cease and desist from the further use of any name that implies or connotes association with the National PTA or the D.C. PTA or status as a constituent organization of the National PTA; and
- c. to carry out promptly, under the supervision and direction of the state PTA, all proceedings necessary or desirable for the purpose of dissolving this corporation.

Section 5. Dues. This corporation shall collect dues from its members and shall remit a portion thereof to the D.C. PTA as provided in Article V.

ARTICLE XIII: CONTRACT, CHECKS, DEPOSITS, AND FUNDS

Section 1. Contracts and Other Documents. The Board of Directors (except as otherwise directed by law, by the articles of incorporation, or by these bylaws) may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument or document in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Loans, Etc. All checks, drafts, loans, or other orders for the payment of money notes, or other evidence of indebtedness issued in the name of the corporation shall be signed by the treasurer or the president.

Section 3. Deposits. All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may from time to time select.

Section 4. Gifts. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or device for the general purposes or for any special purpose of the corporation.

ARTICLE XIV. BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its Board of Directors, and shall keep at the registered office a record giving the names and addresses of the Board of Directors. All books and records of the corporation may be inspected by any Director, or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE XV: FISCAL YEAR

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

ARTICLE XVI: PARLIAMENTARY AUTHORITY

Roberts Rules of Order Newly Revised shall govern the corporation in all cases in which they are applicable and in which they are not in conflict with these bylaws and those of the D.C. PTA and the national PTA, the articles of incorporation or the District of Columbia Non-Profit Corporation Act (D.C. Code 29-501 *et seq.*, 1981 ed.).

ARTICLE XVII: AMENDMENTS TO THE BYLAWS

Section 1. Procedure. These bylaws may be altered, amended, or repealed and new bylaws adopted by a two-thirds vote of the members present at any regular or special meeting of the corporation provided that notice of the proposed amendment shall have been given at the previous meeting, or a copy of said amendment sent to each member of the corporation at least ten days prior to said meeting. Inclusion of a copy of the proposed amendment either in the PTA newsletter or in a notice delivered to the students or mailed to PTA members shall be an acceptable method of sending a copy of the amendment to each member of the corporation.

Section 2. Submission. Submission of amendments or revised bylaws for approval by the D.C. PTA shall be in accordance with the bylaws or regulation of the D.C. PTA.