

Upper St Clair

P_ARENT T_EACHER C_OUNCIL

BYLAWS

Upper St Clair, Allegheny County, Pennsylvania

ARTICLE I: NAME

The name of this association is the **Upper St. Clair Parent Teacher Council (PTC)**, located in Allegheny County, Pennsylvania, herein referred to as the PTC or Council.

ARTICLE II: PURPOSES

Section 1. The Purposes of the Upper St. Clair Parent Teacher Council are

- To promote the welfare of children and youth in home, school, and community,
- To raise the standards of home life,
- To promote financial support in accordance with the budget approved by the organization,
- To bring into closer relation the home and the school, so that parents and teachers may cooperate intelligently in the education of children and youth, and
- To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, and social education.

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

Section 3. This Council 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: BASIC POLICIES

The following are basic policies of the **Upper St. Clair Parent Teacher Council**:

- This Council shall be noncommercial, nonsectarian, and nonpartisan.
- This Council 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.
- This Council shall work to promote health and welfare of children and youth, and shall seek to promote collaboration among parents, schools, and the community at large.
- This Council shall provide communication and an exchange of ideas among the various individual Upper St Clair PTA/PTO/PTSOs. Act as liaison between individual PTA/PTO/PTSOs, School District Communications Director and Upper St Clair School District Central Office to ensure prompt posting of updated PTA/PTO/PTSO information (fundraisers, meetings, etc.) on website calendar.
- No part of the net earnings of this council shall inure to the benefit of, or be distributable to, its members directors, trustees, officers, or other private persons except that the council 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.
- Notwithstanding any other provision of these articles, this council shall not carry on any other activities not permitted to be carried on (i) by an entity exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an entity, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- Upon the dissolution of this council, after paying or adequately providing for the debts and obligations of this council, the remaining assets shall be distributed evenly amongst the units belonging to this council or to one or more nonprofit funds, foundations, or associations that have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and whose purposes are in accordance with this Parent Teacher Council.
- This council or members in their official capacities 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.
- This council will retain yearly liability insurance including general and officer liability and bond coverage, plus any other insurance deemed necessary by the executive board.

ARTICLE IV: BYLAWS

Section 1. The articles of organization of this council 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 2. These council bylaws may be revised or amended at any general membership meeting of this entity by a two-thirds vote of the members present and voting, provided that notice of the proposed amendment shall have been given at least twenty eight (28) days prior to the meeting at which the amendment is voted upon.

Section 3. Council bylaws shall be updated every three (3) years and voted on by its general membership.

ARTICLE V: VOTING

Section 1.

Only members of this council who have paid dues for the current membership year may vote on the business of this council.

Current membership must be verified for voting privileges. The bylaws of this council shall prohibit voting by proxy.

Section 2.

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

ARTICLE VI: PURPOSES OF THIS COUNCIL

Section 1.

The purposes of this Council are to:

- unify and strengthen local PTA/PTO/PTSOs comprising this Parent Teacher Council; and
- provide for the conference, leadership training, and cooperation of the local PTA/PTO/PTSOs in this council membership in order to create a public opinion favorable to the interests of children, to encourage programs and projects in the various PTA/PTO/PTSO units which will carry out the Mission and Purposes of this council.
- Oversight for the local PTA/PTO/PTSOs

This council may not legislate for any local PTA/PTO/PTSO unit.

ARTICLE VII: MEMBERSHIP & DUES

Section 1. Membership in this council shall consist of local PTA/PTO/PTSO units chartered in Upper St. Clair Township, Pennsylvania upon payment of dues as hereinafter provided. There shall be no more than one council in the Upper St Clair School District.

Section 2. Membership in this council shall be made available by this council, without regard to race, color, creed, or national origin, under such rules and regulations, as may be prescribed in the bylaws of this council.

Section 3. This council shall conduct an annual enrollment of members but may admit local PTA/PTO/PTSOs to membership at any time.

Section 4. Each PTA/PTO/PTSO member unit shall pay annual membership dues to this council in the amount of \$500, or an amount as determined by the Executive Board of this council. Dues are to be postmarked on or before December 1 each year.

Section 5. Every member in good standing of a PTA/PTO/PTSO within Upper St Clair School District during the current school year will automatically become a member of this council.

ARTICLE VIII: OFFICERS

Section 1. The officers of this council shall consist of:

- one (1) president;
- two (2) vice presidents; (the office of the second vice-president of the Upper St. Clair Parent Teacher Council shall be held by the Superintendent of Schools of Upper St. Clair;
- one (1) secretary;
- one (1) treasurer; and
- one (1) board advisor

Section 2. Officers, **with the exception of the second vice president**, shall be elected at the annual general membership council meeting in the month of **June**.

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 election.

Section 4. The following provisions shall govern the qualifications and eligibility of individuals to be officers of the **Upper St. Clair Parent Teacher Council**:

- Each officer shall be a member of a local PTA/PTO/PTSO within the Upper St Clair School District.
- 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.
- No person may serve in more than one elected position in this council simultaneously.
- No officer may be eligible to serve more than **two** consecutive terms in the same office.

Section 5. Officers shall assume their official duties on **July 1st** and shall serve for a term of **one** 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 unexpired term by the **first** vice-president. **If the first vice-president is unable to fill the vacancy, the first vice president shall serve notice of an election to the general membership. The vacancy shall be filled by the election of the general membership according to the eligibility outlined in Article VIII, Officers. If no member is eligible to fill this vacancy, or if no eligible member is willing, The Executive Board may make a recommendation to the general membership to fill the vacancy. Nominations may also be accepted from the floor.** A vacancy in any office, other than president, shall be filled by a member elected by the executive board.

Section 7. There shall be a nominating committee composed of **members of the Parent Teacher Council as follows:**

1. The Council board advisor
2. presidents of each local member unit
3. and the first vice-president of the Council, **which shall meet before January 30.**

The committee shall operate as follows;

- a. The committee chair shall be the board-advisor.
- b. The nominating committee shall nominate an eligible person for each office to be filled and **report its nominees at the monthly general membership meeting prior to** the annual election meeting, at which time additional nominations may be made from the floor.
- c. Only those individuals who have met the qualifications as outlined in Article VIII, Section 4 and who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

ARTICLE X: DUTIES OF OFFICERS

Section 1. The president shall:

- a. preside at all meetings of this council;
- b. serve as an ex-officio member of all committees except the nominating committee and the auditing committee, if authorized to sign checks;
- c. coordinate the work of the officers and committees of this council in order that the Purposes may be promoted.
- d. be authorized to cosign all orders on the treasury of this council;
- e. appoint a parliamentarian as needed; and
- f. have a current copy of this unit's bylaws available for membership review and posted on council website.

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

- a. act as aide(s) to the president;
- b. in their designated order **a-f**, perform the duties of the president in the president's absence or inability to serve;
- c. be authorized to cosign all orders on the treasury of this council; and
- d. perform other duties as may be provided for by these bylaws, prescribed by parliamentary authority, or directed by the president, the executive board, or the executive committee;
- e. serve as bylaws chairman

Section 3. The secretary shall:

- a. record the minutes of all meetings of the **Upper St. Clair Parent Teacher Council**;
- b. be prepared to read the records of any previous meetings;
- c. file all records;
- d. have a current copy of the bylaws;
- e. maintain a membership list;
- f. notify committee chairs of their appointments;
- g. conduct delegated correspondence;
- h. present a written copy of the previous meetings records at each meeting; and
- i. confirm that 12 months worth of meeting minutes are available on the council website.

Section 4. The treasurer shall:

- have custody of the funds of this council;
- maintain a full account of the funds of this council;
- make disbursements as authorized by the president, executive board, or this council in accordance with the budget adopted by this council;
- be authorized to cosign all orders on the treasury of this council;
- have checks or vouchers signed by two authorized officers (the treasurer and one other person);
- provide a written financial statement to the executive board at each meeting
- present an annual report of the financial condition of the council to the membership;

- have the accounts examined annually by an **auditor** or an auditing committee of not fewer than three members, who are not authorized to sign checks. If satisfied that the treasurer's annual report is correct, they shall sign a statement to that fact at the end of the report. The auditing committee shall be elected by the executive board at least one month before the meeting at which new officers assume duties;
- upon resignation of an officer during a term, have the accounts examined by an auditor or an auditing committee following the fiscal year end auditing procedures;
- report the findings of the annual audit in writing to the executive board;
- all audit reports shall be presented to the general membership for adoption at the first general membership meeting held after the completion of the report; and
- keep permanent books of account and records as shall be sufficient to establish the items of gross income, receipts, and disbursements of this council, including, specifically, the number of its members, and the dues collected from its members. Such books of account and records shall at all reasonable times be open to inspection by this council's voting membership.
- file the Form 990N, 990, or 990EZ as required per IRS regulations; and
- retain a signed copy of all unit's audit reports immediately following their adoption by the general
- The treasurer shall have the monthly bank statements reviewed and initialed by a member of the Executive Board who does not have the authorization to sign checks
- The Treasurer shall annually renew the Certificate of Insurance prior to the expiration date of the policy.
- retain proof each unit's 990N, 990, or 990EZ acceptance receipt from the IRS.

Section 5.

The Board Advisor shall:

- serve as parliamentarian
- serve as chair of the nominating committee.

Section 6.

All officers shall:

- perform other duties as may be provided for in these bylaws, prescribed by the parliamentary authority, or directed by the president, or the executive board.
- Appoint standing committee chairmen.

ARTICLE XI: EXECUTIVE BOARD

Section 1. The affairs of the **Upper St. Clair Parent Teacher Council** shall be managed by the executive board in the intervals between general membership meetings.

Section 2. Each board member shall be required to be a member of a local PTA/PTO/PTSO within the area of this council.

Section 3. The members of the board shall be

- a. elected officers; and
- b. the presidents of each member unit and their alternates,
- c. and the Superintendent of Schools of Upper St. Clair

Section 4. Duties of the board shall be to

- carry out business as may be referred to it by the membership of this council;
- create standing committees;
- present a report at the regular general membership meetings of this council;
- elect an auditor or an auditing committee to audit the treasurer's accounts;
- approve and submit an annual budget to this council's general membership for adoption;
- approve payment of routine bills within the limits of the approved budget;
- approve plans of work of council standing committees; and

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

Section 6. Regular meetings of the board shall be held with the date and time to be fixed by the board at its first meeting of the year.

Section 7. Special meetings of the board may be called by the president or when requested by **majority of the board** members upon **three** day(s) written notice to each member of the board.

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

Section 9. Upon the expiration of the term of office or when individuals cease to hold a position on the board, they shall automatically be relieved of all duties and responsibilities. All records, books and other materials pertaining to the position shall be turned over to the president and all funds pertaining to the position shall be returned to the treasurer within fourteen days.

ARTICLE XII: COMMITTEES

Section 1. Only members of the local units constituting this council shall be eligible to serve in any elective or appointive positions.

Section 2. The standing committees of this council shall be Arts in USC, Audit, Directory/Membership, Partners in Education, Spelling Bee, STEAM, Communications, Welcoming, and Wellness.

Section 3. The executive board may create such special committees as it may deem necessary to promote the Purposes of this council and carry on the work of this council. The executive board may also dissolve any committees. Notice must be given 28 days in advance, at a General meeting.

Section 4. The term of office of a committee chair shall be **one** year(s) or until the selection of a successor.

Section 5. The chair of each committee shall present a plan of work to at least one member of the executive board for approval. No committee work shall be undertaken without the consent of at least one member of the executive board.

Section 6. The chairmen of the standing committees shall be elected by the Council general membership at the annual meeting held in the spring.

ARTICLE XII: COUNCIL MEMBERSHIP

Section 1. The general membership of this council shall consist of the **officers of Council; the chairman of Council standing committees;** the president **and first vice-president** of each member local PTA/PTO/PTSO or their alternate; delegates or their alternates as specified in Section 2 of this article; superintendent of schools **of Upper St. Clair** or their alternate; and the **principals of the schools having units in council membership or their representatives.**

Section 2. Each member local PTA/PTO/PTSO shall be eligible to be entitled to representation of its general membership by its president and first vice-president or alternate.

Section 3. Individuals are entitled to one vote, even though they may be serving in more than one position provided they have been a member of this council for 90 days.

ARTICLE XV: MEETINGS

Section 1. General membership meetings of this council shall be scheduled by the executive board (or the executive committee) and announced at the first general membership meeting of the year. **Three** day(s) notice shall be given to the membership of any change of date. **In case of district school delay or cancellation, the meeting will be canceled. All business will be postponed until the meeting is rescheduled. Any regular meeting may be canceled if deemed necessary and proper by a majority of the executive board.**

Section 2. Special meetings of this council may be called by the president or by a majority of the executive board, **three** day(s) notice given.

Section 3. The annual meeting shall be held in **June**, at which time the budget and slate of officers for the upcoming year shall be presented to the membership for a vote.

Section 4. A quorum for the transaction of business in any meeting of this council shall consist of at least **seven members of the general membership as described in Article XI, including a majority of executive board, and representing** from a majority of the member PTA/PTO/PTSOs.

Section 5. Meetings of this council shall be open to all members of the local PTA/PTO/PTSOs holding membership in this council, but the privilege of introducing motions and voting shall be limited to the **general membership** as outlined in Article XII.

Section 6. Delegates from local PTA/PTO/PTSOs whose dues to this council are not paid or whose individual dues to the local PTA/PTO/PTSO have not been paid shall not participate in the business meetings of this council.

ARTICLE XVII: FISCAL YEAR

The fiscal year of the **Upper St. Clair Parent Teacher Council**, shall begin on **July 1** and end on the following **June 30**.

The fiscal year of a council shall be the same as its accounting year and shall be in accordance with the information provided on the SS-4 form currently filed with the IRS.

ARTICLE XVIII: Volunteer Concern Policy

The Organization Code of Conduct (the code) requires directors, key volunteers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of the organization must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

The objectives of the Volunteer Concern Policy are to establish policies and procedures for the following:

- The submission of concerns regarding questionable accounting or audit matters by officers, volunteers, and other stakeholders of the organization, on a confidential and anonymous basis
- The receipt, retention, and treatment of complaints received by the organization regarding accounting, internal controls, or auditing matters
- The protection of directors, volunteers, and employees reporting concerns from retaliatory actions

Volunteers should submit concerns in writing directly to the Audit Committee and/or the Executive Board of the Upper St Clair Parent Teacher Council.

Reports of concerns, and investigation pertaining thereto, shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

The Audit Committee and/or Executive Board of the Upper St Clair Parent Teacher Council shall be responsible for investigating and making appropriate recommendations to the Upper St Clair Parent Teacher Council Executive Board, with respect to all reported concerns.

ARTICLE XVIII: DISSOLUTION & WITHDRAWAL OF CHARTER

Section 1. A council considering dissolution must:

1. upon An Executive Board decision to recommend dissolution of the council, present the resolution to the members at the next general meeting for their information;
2. announce that a vote on the dissolution will be taken at the next general meeting. A two-thirds (2/3) vote is required to dissolve this council;
3. require each person voting to dissolve be a member of this council for at least 90 days;
4. arrange for the proper disposal of the council funds and property according to the provisions of these bylaws and applicable law; including those of the State of Pennsylvania and the IRS;
5. provide for the dissolution to take effect immediately after the dissolution is voted and not to be post-dated.
6. council is obligated, upon withdrawal of its charter to: refer to #Article III: Basic Policies, (f.).
7. surrender all of its books, records, assets, and property to be dispersed between the local units within this council;
8. cease and desist from the further use of any name **Upper St Clair Parent Teacher Council**

ARTICLE XIX: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the **Upper St. Clair Parent Teacher Council** and in all cases in which they are applicable and in which they are not in conflict with these bylaws, or the articles of incorporation.

ARTICLE XX: AMENDMENTS

Section 1. These bylaws may be revised or amended at any general membership meeting of this entity by a two-thirds vote of the members present and voting, provided that notice of the proposed amendment shall have been given at least twenty eight (28) days prior to the meeting at which the amendment is voted upon

SIGNATURE/APPROVAL PAGE

Bylaws of the: Upper St. Clair Parent Teacher Council

County: Allegheny

Approved by the general membership at its meeting on June 7, 2023. *(Date of Approval)*

_____ Attached is a copy of the minutes for the meeting when the bylaws were approved by the general membership

Signature of each unit under Council

Baker President Date

Eisenhower President Date

Streams President Date

Boyce President Date

Fort Couch President Date

High School President Date

President of USC PT Council Signature Date

President of USC PT Council PRINTED Date