

## REVIEWING AND AMENDING PTA BYLAWS OVERVIEW

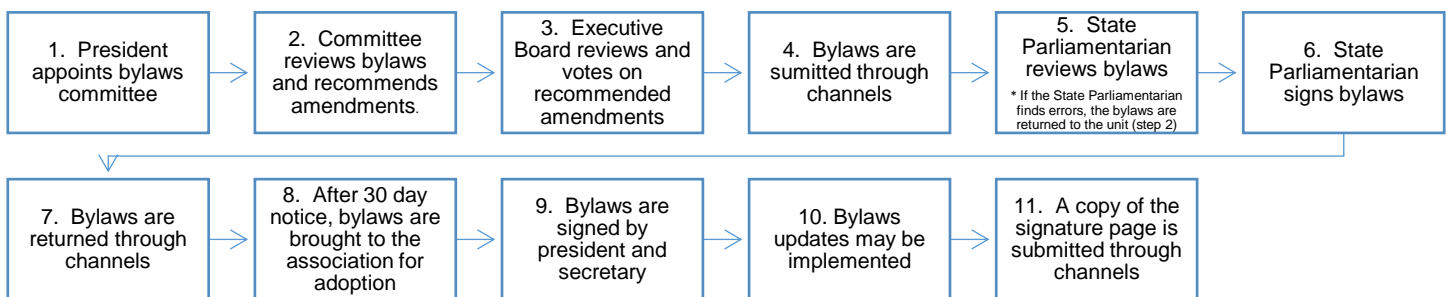
California State PTA provides up-to-date, standardized bylaws, which are compliant with law and corporate code, to be customized by each unit, council and district PTA. Every PTA is responsible for keeping its bylaws current and complying with its bylaws.

California State PTA issues a new edition of the standard bylaws annually. When submitting bylaws for approval, use only the current edition, as indicated by the date on the front cover. California State PTA issues a new edition of the standard bylaws near the start of its fiscal year (generally October).

- PTA councils and districts need to review and submit bylaws through channels at least every two years.
- PTA unit bylaws must be reviewed and submitted at least every five years, though they should be examined annually and may be amended more frequently.

Bylaws and standing rules may be modified to meet the needs of the association. Use of the [eBylaws system](#) is encouraged and preferred. Standard bylaws are available in printed form or fillable PDF. **Any version other than the standard version will not be accepted.** The bylaws are a legal document and additions and/or bylaws changes must be written legibly in blue or black ink or typed. Additional copies of the eBylaws or standard bylaws may be photocopied using the legally required double-sided format.

## BYLAWS UPDATE AND SUBMITTAL PROCESS



1. A bylaw review committee (generally 3-5 people) is appointed by the president and chaired by the parliamentarian.
2. The committee reviews the existing bylaws and standing rules and suggests amendments or recommends no changes. Amendments may include meeting date changes, the addition or reduction of officers, or ensuring the use of inclusive language. Even if no changes are recommended, the content should be transferred to the most recent version of the bylaws (see **Methods for Updating Bylaws** below).
3. The executive board considers any changes recommended by the committee. If the board votes to approve, the bylaws are prepared for submission through channels.
4. The updated bylaws and standing rules are sent through channels (unit to council, council to district, district to state).
  - a. Complete a **Bylaws Submittal Form**. A fillable Bylaws Submittal Form is available on the California State PTA [Leaders website](#) under Quick Links/Forms/RunningYourPTA/BylawsSubmittalFormforUnitsCouncilsandDistricts (Fillable).
  - b. Detail all proposed changes on page 2 of the submittal form. Create a PDF of the Bylaws Submittal Form.
  - c. Once changes have been verified and bylaws are complete, attach the saved bylaws PDF document and Bylaws Submittal Form to an email to submit through channels for approval.
    - If in council, email the downloaded bylaws document and submittal form to the council parliamentarian or other representative as designated by the council.
    - If out of council, email the downloaded bylaws document and submittal form to the district parliamentarian or other representative as designated by the district.
    - The district parliamentarian or other representative as designated by district will review and forward the bylaws document and submittal form to California State PTA.
5. The California State PTA parliamentarian will review the proposed bylaws. If bylaws are not approved by the California State PTA parliamentarian, the bylaws will be returned through channels unsigned, and must be resubmitted once changes are made.

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6. If the California State PTA parliamentarian approves the updated bylaws, the new bylaws are signed.
7. The bylaws are returned through channels to the PTA for adoption.
8. At a duly noticed meeting, the association votes to adopt the new bylaws, requiring a 2/3 vote. The notice must be provided at least 30 days in advance, and a list of proposed amendments must be included.
9. Following adoption by the association the president *and* secretary sign and date the master set of bylaws, which is kept by the secretary. Copies should also be kept by the president and parliamentarian.
10. A copy of the signature page (usually an electronic scan) shall be sent through channels.
11. Once the adoption process is completed, the newly adopted bylaws become the current legal governing document of the association.

**\*\*\* NOTE: Changes to the bylaws may not be implemented until the association adopts the changes.**

Additional copies of the bylaws and standing rules are made for each member of the executive board, including the principal, and a copy of these bylaws shall be made available to any member of this association upon request.

Throughout the update process, the council or district should be contacted for assistance if needed.

### **Standing Rules Update Process**

Standing Rules should be procedural rather than parliamentary and may not conflict with or supersede the bylaws.

1. Standing Rules may be adopted by a majority vote of the members present at any Association meeting. Amendments to Standing Rules require a two-thirds (2/3) vote of the members present without prior written notice, and a majority vote of the members present with such notice.
2. After Standing Rules have been adopted by the Association, a copy (usually an electronic scan) shall be sent through channels. Standing Rules updates do not require approval by the California State PTA parliamentarian.

Standing rules must be attached to the bylaws document. **Although standing rule changes may be made without the signature approval of the state parliamentarian, the changes may not conflict with or override any other bylaws sections, requirements, or clauses. Do not restate bylaws or *Toolkit* sections in the standing rules.**

### **METHODS FOR UPDATING BYLAWS**

There are three methods for updating bylaws:

1. e-Bylaws (this is the preferred method)
2. Fillable PDF document
3. Paper Manual Fill-In Copy

**eBylaws**, California State PTA's online system ([ebylaws.capta.org](http://ebylaws.capta.org)), is the preferred method of creating updated bylaws.

1. The unit president, parliamentarian, or other officer designated by the president, will request a login and password from California State PTA to access the eBylaws utility. Go to the Leaders website ([leaders.capta.org](http://leaders.capta.org) / Leadership / Bylaws & Standing Rules / eBylaws) to access the eBylaws login request form.
  - a. Fill in the form with your name and contact information.
  - b. Select user type. If you are not the unit parliamentarian, select **unit assistant**. Click **Next**.
  - c. 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 found in your current Bylaws. If you can't find it, contact your council or district for this number.
  - d. Enter a user name, all lower case, and write it down. Click **Next**, then **Submit** to submit your request. You will be emailed your password in three to five days.
2. Once a login and password have been issued, the user may access the system and enter proposed changes.
  - a. Click the **Build eBylaws** button and log on with your user name and password.
  - b. Your unit data will appear. If this is your first time adding data to *eBylaws*, you will get a message, 'Bylaws Incomplete'. Click on **OK** to dismiss this message.
  - c. The first screen is the **Unit Information Record**. This information can only be entered or changed by California State PTA. If the information is complete and correct, click **Next**. If it is incorrect, contact your

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PTA district for assistance.

- d. Go through each screen entering information and selecting options for your unit. Enter data or click on buttons to build your Bylaws. Press the SAVE button before moving to the next screen.
  - e. When finished, click **Save** one final time, then click on **Bylaws** to generate and download a PDF file of your Bylaws.
  - f. If there's a **DRAFT** watermark on the pages, an error or missing information, it must be corrected. Go through each screen, looking for a red outline on the information boxes. Move your cursor over any box with a red outline to get directions to correct the problem.
3. Download the completed bylaws document from the eBylaws utility by clicking "bylaws."
  4. Review the PDF document as downloaded to ensure that the bylaws are accurate, and all proposed changes are reflected as approved by the executive board.
  5. If additional changes are needed in the document, make changes in the PDF using a PDF editor or similar software.
  6. Additional standing rules should be saved to a PDF document and combined with the original bylaws document.

### Fillable PDF document issued by California State PTA

1. The unit president, parliamentarian, or other officer designated by the president will request a copy of the current fillable bylaws document from the council or district PTA. The current standard bylaws template must be used for all bylaws submissions.
2. Upon receipt, the designated officer will enter proposed changes in the spaces provided.
3. When all desired changes have been entered as approved by the executive board, the user should review the document to ensure all fields are complete and appear as intended. Verify that all areas, words, or phrases requiring strike-through reflect appropriately and are consistent throughout the entire document.
4. Using the "print" function, the user will select "print to PDF" to create a static and complete PDF document. If additional changes are needed in the document, make changes in the PDF using a PDF editor or similar software.

### Paper Manual Fill-In Copy

1. The unit president, parliamentarian, or other officer designated by the president will obtain the most recent copy of the bylaws from the council or district.
2. Upon receipt, the designated officer will manually make the proposed changes in the spaces provided. All blanks should be filled in legibly using blue or black ink or typed.
3. For items in italics, use a ruler and blue or black ink to line out the undesired optional provisions in bylaws. Do not use white out or a wide-tipped marker - a narrow line in ink is sufficient. Do not use pencil, black marker, or any other ink color. Do not use a slash or an X to strike. All blanks must be completed or lined out.
4. When using the Bilingual English/Spanish version of the bylaws, begin with one language and fill out the entire form, then complete the other language to ensure both sides match.
5. Scan the paper copy of the bylaws to an electronic document (PDF).

### INSTRUCTIONS FOR COMPLETING THE STANDARD BYLAWS

1. **Do not alter, change, or add to any articles or sections with stars except for completing blank lines.** Authority for the articles and sections marked with stars are from the California State PTA bylaws (\*\*\*) or are required by the Corporation Code of the State of California (\*\*\*) and shall be included in all unit bylaws.
2. Several sections refer to information in the *California State PTA Toolkit* and may not be altered. These are policies or procedures of California State PTA.
3. Words in *italics* indicate optional provisions and should be lined out when not applicable.
4. Fill in or line out all blanks, as applicable.
  - a. To line out, neatly draw a single, straight, horizontal line through each word and/or sentence which does not apply. Do not use a slash, an X, or a strike. Do not use correction tape or fluid, and do not use marker.
5. Words in brackets [ ] are for information or directions only. They have been pre-lined out, e.g.: [~~month~~], but the directions provided must be followed.
6. Use the association's full legal PTA or PTSA name on the cover: *Selena Sloan Butler PTA* not *Butler PTA*; or

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*Phoebe Apperson Hearst High School PTSA*, not *Hearst High PTSA*. The association name is located on the charter. Contact council or district for assistance, if needed.

7. Spell out all words; do not use abbreviations, e.g.: Sept – September; 2nd - second; VP - vice president. Use the long form for dates – February 7, 2024.
8. Write numbers as words with place figures in parentheses, e.g.: one (1); twenty (20), five dollars (\$5.00); twenty-five cents (\$0.25). Do not duplicate words already included in the printed text.
9. Consider using inclusive language such as “chair” instead of gender specific “chairman.”
10. The following articles and sections require special attention:

<b>Article I</b> Name	Use a unit’s full legal name as it appears on the bylaws cover page, e.g. Selena Sloan Butler PTA not Butler PTA. If out-of-council, line out “of the” and insert “out of” in the blank. <ul style="list-style-type: none"> <li>• To update your PTA’s name, address, grades, a Change of Status form must be submitted; contact your council or district for more information. See <i>Changes in Association Status</i> in the ToolKit.</li> </ul>
<b>Article IV, Section 4</b> Membership & Dues	Line out unused blanks. Line out “dollars and” when only cents are used. Special memberships such as faculty, student and/or family memberships or membership/donations are added here. If using eBylaws, this is manually added to the PDF with a PDF editor.
<b>Article V, Section 2</b> Officers	Minimum required officers are president, secretary and treasurer as required by California Corporations for Code Nonprofits. Parliamentarian and Historian are also included by California State PTA.  For non-standard proposed changes, please contact the council, district, or California State PTA parliamentarian.
<b>Article V, Section 4c</b> Nominating Committee	With a nominating committee of three elected members, a majority would be 2 members. Two members would be charting the course for the PTA for the coming PTA term. Consider a larger group (5-7 members) for a more representative committee.
<b>Article V, Section 7</b> Election Month	Must agree with Article VII, Section 2 and Standing Rule #6. The election must be held by the second week of April in order to allow the president-elect to attend the California State PTA Convention held in late April/early May (Article V, Section 9) and meet the council/district deadline for directory data (Standing Rules).  The month selected must agree with a month listed in Standing Rule 6 (list of Association Meeting Dates) and Article VII, Section 2.
<b>Article VI, Section 4</b> Authorized Signers	President, treasurer and at least one other elected officer should be named as an authorized signer on bank account(s). The additional authorized signer(s) may not be related by blood, marriage, or reside in same household as president, treasurer, financial secretary, or financial reviewer; the secretary or financial reviewer may not serve as authorized signers.
<b>Article VII, Section 4a</b> Special Association Meetings	It is recommended that the number of people required to call a special meeting is greater than 2 or 3.
<b>Article VII, Section 5b</b> Association Meeting Quorum	The voting power of the association is equal to all members as stated in Article VII, Section 6. The quorum must ensure general member participation beyond that of the executive board.  <b>The minimum quorum for an association meeting is the number of officers plus four (4), or eleven (11), whichever is greater.</b> Officers are listed in Article V, Section 2.  When there are ten (10) or more standing committee chairmen and/or

	appointed, voting directors or specialists that number is divided by two (2) and added to the association quorum.
<b>Article VIII, Section 1</b> Executive Board	Standing committees function all year, e.g. Hospitality, Membership, Programs, Fund Raising. They are listed in Standing Rule 17 and their chairpersons are members of the executive board.
<b>Article VIII, Section 2g</b> Financial Reviewer	If the Financial Reviewer is not elected, ratify the appointment of the Financial Reviewer at the <b>first association meeting</b> of the year.
<b>Article VIII, Section 5</b> Special Executive Board Meetings	It is recommended that the minimum number of people required to call a special meeting is greater than 2 or 3.
<b>Article VIII, Section 6b</b> Executive Board Quorum	<b>The minimum quorum for an executive board meeting is based on the number of executive board members, including the principal and teacher representative (majority = more than half) or five (5) whichever is greater.</b>  When there are ten (10) or more standing committee chairmen and/or appointed, voting directors or specialists that number is divided by two (2) and added to the executive board quorum.
<b>Article IX</b> Council Membership	Follow channels for assistance. If in council, consult with council parliamentarian to verify agreement with council bylaws. If out of council, this section will be lined out and subsequent Articles will be renumbered.
<b>Article XII</b> Incorporated Associations	Attach copy of articles of incorporation, if an incorporated association. If unincorporated, this does not apply
<b>Article XIII</b> Identification Numbers and Fiscal Year	Associations are required by law to have a federal Employer Identification Number (EIN), a state Franchise Tax Board (FTB) number, a Registry of Charitable Trust (CT) number, and are required to file annual forms with the appropriate agency. Insert the corporation number if the association is incorporated. Follows channels for assistance and contact your council or district PTA for assistance.
<b>Article XIV</b> Parliamentary Authority	<b>Incorporated Units</b> – Add the unit’s legal name in the blank line.
<b>Standing Rules</b>	
Additional Standing Rules may not conflict with, supersede or restate bylaws and they should not restate Toolkit sections. Attach additional Standing Rules.	
<b>Standing Rule #5</b> Vice Presidents	Use this section for an executive vice president, or a vice president if there is no executive vice president and only one vice president. If there are no vice presidents, line this section out.
<b>Standing Rule #6</b> Association Meeting Dates	Set the first meeting of the fiscal year early enough in the school year to ensure that the PTA program and budget are approved by the association <i>prior to beginning PTA programs or spending PTA funds.</i> (Article VII, Section 3)  One of the association meeting months must match the election month stated in Article V, Section 7 and Article VII, Section 2.
<b>Standing Rule #10</b> Executive Board Meeting Date	There must be 14 days between an executive board meeting and the general association meeting that addresses the business conducted by the executive board
<b>Standing Rule #12</b> Authorization for Expenditures	Guidelines for the expenditure of unbudgeted funds is as follows ( <i>California State PTA Toolkit</i> , Finance section, Unbudgeted Expenditures): <ul style="list-style-type: none"> <li>• Eight (8) or more association meetings per year – up to \$500.00</li> <li>• Five (5) to seven (7) association meetings per year – up to \$750.00</li> <li>• Four (4) or fewer association meetings per year – up to \$1000.00</li> </ul>
<b>Standing Rule #17</b> Standing Committees	Standing committees are those committees that meet all year long, e.g. Membership, Health and Safety, Hospitality.