

Updating and amending your bylaws

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Why I think you're here

- You don't feel your current bylaws reflect how your unit operates today.
- You think some changes are needed to your bylaws or standing rules.
- You've had some issues in the past which necessitate a bylaws change.
- You're doing a regular review of your bylaws

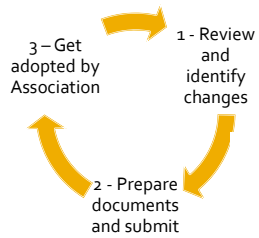
Why are you here?



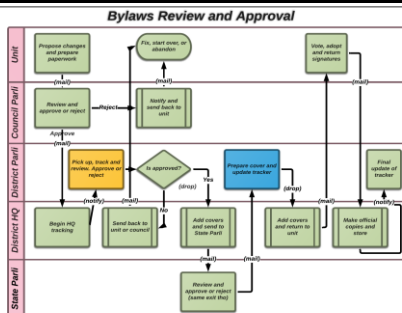
Agenda

- Who, what, where, when, why, and how of amending your bylaws.
- Audience:
 - Parliamentarians
 - Presidents, VP's and Secretaries
 - Board members and other interested parties
- Build a checklist as we go
- No experience with Robert's Rules required
- Ask questions anytime you wish!

Three main phases



Our actual process...



Why amend your bylaws?

- Bylaws are a living document. Standing Rules even more so, since they are more procedural in nature. **Review both annually.**
- Bylaws will need to be updated every 2-3 years, even if no changes.
- Bylaws should always accurately reflect how your unit operates on a daily basis. If not, then they should be updated to match.

More reasons why

- Operational changes:
 - dues changes
 - meeting date changes
 - standing committee changes
 - structural or title changes
- Changes of status:
 - name (including PTA->PTSA, for example)
 - grade range
 - fiscal year
 - council

Checklist – step 1

Bylaws Amendment Checklist

☐ Are any changes needed or warranted?

- Are changes needed? Common scenarios:
 - President creates committee to review and decide
 - As Parliamentarian, you notice that the bylaws don't match the practice of the unit. *Make a motion.*
 - Your unit has an operational or status change
 - Has it been more than 3 years?
- Is there a need? If not, **stop here.**

When should you attempt this?

- **Start early!**
- In the fall, turn-around time is usually quicker than in spring, just due to CAPTA workload.

Fall turn-around time (avg)	Spring turn-around time (avg)
3-6 weeks	5-8 weeks

- That's only for the physical paper movement, and assuming there are no issues or concerns.
- Trying to get bylaws revised and approved in spring is usually not successful. **Why?**

When...continued

- A typical schedule could be:



2 – 3 months for worst case scenario

Checklist – step 2

Bylaws Amendment Checklist

- ☐ Are any changes needed or warranted?
- ☐ Are we starting early enough to finish successfully?

- Plan to start early in new school year
- Allow sufficient time to get adopted
- Is there enough time? If not, refer to **Plan B:**
 - Delay until next year, -or-
 - If possible, schedule a special meeting for adoption

[illegible]

Checklist – step 3

Bylaws Amendment Checklist

- ☐ Are any changes needed or warranted?
- ☐ Are we starting early enough to finish successfully?
- ☐ Are all the right people engaged?

Make sure everyone knows their part in the upcoming effort



Where should you start?

- From within the Unit:
 - Initiated by President, Executive Board (anyone) or Parliamentarian
 - President can convene a Bylaws Review Committee
 - Executive Board can move to create a committee or review
 - Parliamentarian can initiate a review and make a motion
 - Once a motion is before the Board, it must vote
 - On each motion, or as a group, if no objection
 - Majority adopts the motion
 - Each motion is to *forward the proposal to amend*

Example wording to get started

I move to *forward to the California State PTA Parliamentarian for approval, a proposal* to amend Article VI, Section 5, inserting the section describing the duties of the Financial Secretary, as provided by the California State PTA bylaws.

I move to *forward to the California State PTA Parliamentarian for approval, a proposal* to amend the Standing Rules, #10, striking out "third" and inserting "first".

Where do you go next?

- Parliamentary
 - Use eBylaws to make changes
 - Prints out new bylaws
 - Fills out all required paperwork
 - Submits through channels
- Council/District/CAPTA
 - The infamous "Black Hole"
- Association meeting (regular or special)
 - Final adoption of the amended bylaws (**2/3 vote**)
 - Signed by President and Secretary, and one returned



Checklist – step 4

Bylaws Amendment Checklist

- ☐ Are any changes needed or warranted?
- ☐ Are we starting early enough to finish successfully?
- ☐ Are all the right people engaged?
- ☐ Am I following the correct process?

- Follow the process. Steps listed in your bylaws, Preamble section, pages *i* through *iv*.

How do I make the changes?

- Executive Board adopts proposed amendments
 - Again, follow pages *i-iv*, and process from cover sheet
 - Use a paper copy to write in changes if needed
 - There is a Spanish version of paper bylaws
 - **Best tool: Use eBylaws!**
- Submit
 - Fill out cover sheet, change list, attach COS (if used)
 - Print out one double-sided copy, 5 signature pages
 - Send packet to council with \$4 check

Forms – Cover Sheet

60411 Lees Ferry Road, Suite A San Diego, CA 92121-5710 (619) 584-4077 Fax (619) 584-4077 officerep@nptca.org

Bylaws Review Request
One copy of this form must be attached to all bylaws submitted

Date: _____ Sent Via: _____ (R/S, E/F, etc.)

PTA Name: _____ Council: _____

Contact Person: _____ Phone No.: _____ E-Mail: _____

- Bylaws should be reviewed annually and updated at least every three years.
- The blank bylaws form, 6/2012 (2013 or later) OR the California State PTA bylaws system (highly recommended and strongly encouraged). Current North District PTA allow for some blank bylaws, if needed, at (310-388-8877).
- Read pages 1 and 2 of the bylaws – Providing for Bylaws Review and Enforcement for Complying the District Bylaws, and submit an attachment to:
- The block in blue ink to complete any blank. Visit www.nptca.org and download the "Bylaws" tab to create the bylaws using the online format. An original, double-sided document must be printed and sent through electronic following the rest of these instructions. If blue ink is not printed with "RECAP" on the page, it is NOT complete. Complete the current performance or future performance for each item.
- Include a list of the desired amendments. This is very important! On the attached second page, if you wish, send amendments, modified original bylaws, with the bylaws. Signatures to your council or representative.
- Do not include any blank space on the bylaws or the PTA bylaws.
- Include at least three (3) copies of the signature page; page 13.28 to be signed after CAPTA approval.
- Include a check for 60411 by printing, copy, and providing to: North District PTA.
- After the council performance review, bylaws are sent to North District PTA for performance review.
- After the California State PTA performance review, bylaws, North District PTA will return to the council president or the current person named.
- The bylaws are then adopted by your association or council, if submitting council bylaws, and signed and dated by the council and president. A 11 revision agreement bylaws are an alternative model document.
- Return one signature page, with signature and date of adoption, to the North District PTA office, after adoption.

☐ Reviewed by Council Representative (name): _____ (date): _____

Check all items that apply:

☐ Newly organized unit: date of organization: _____

☐ Name change: former name: _____ new name: _____

☐ PTA to PTA: ☐ PTA to PTA: ☐ Address Change: ☐ Grade Change: ☐ Councilhead: ☐ Divided

☐ Fiscal year change: current year: _____ to: _____

☐ Council change: from: _____ to: _____

☐ Updated to meet current conditions WITH/ WITHOUT Council year changes. Remember to include a list of changes.

☐ Other: _____

Forms – Changes Sheet/List

Page #	Article #	Section #	Proposed changes (Please attach additional pages if necessary.)

Forms – Change of Status

3001 F Street, Sacramento, CA 95833-0204 (916) 440-1000 FAX (916) 440-1000 form@nptca.org www.nptca.org

CHANGE OF STATUS
(Not to be used for dissolution)

California State PTA Unit Identification # _____ District PTA _____

National PTA Unit Identification # _____ Council: _____

Current Name of unit/council: _____

Physical street address, city, ZIP code: _____

Fiscal year ending: _____ (month and day) C/PN: _____ (Internal Revenue Service)

Name and address of president: _____

THIS FORM IS BEING SUBMITTED FOR A CHANGE THAT WENT INTO EFFECT ON _____
ALL OF THE FOLLOWING REQUIRE THE BYLAWS BE REVISED TO REFLECT THE CHANGE and are not official until the bylaws are approved.

*Requires registration of one or more new units. Unit retaining original name and bylaws does not require change although a minor name change may be required. Needs clear explanation of action being taken.

NEW STATUS Complete fully with details: Units continuing: _____ and _____

☐ **Councilhead** From: _____ to: _____

☐ **Grade Change** From: _____ to: _____

☐ **Fiscal Year change** From: _____ to: _____

☐ **Name change** New name to: _____

☐ **Address Change** New address to: _____

☐ **Divider** _____

Signature: _____ Date: _____

District President

SEND THIS ORIGINAL FORM ALONG WITH AN ORIGINAL SET OF BYLAWS TO THE CALIFORNIA STATE PTA OFFICE. KEEP A COPY FOR DISTRICT PTA FILES.

How do I make the changes?

- **eBylaws**
 - Getting us into the 20th century...
 - Despite some flaws, it is the best route to success
 - Does about 90% of the work for you
- Access from capta.org site
 - If you don't know account details, request an account from the same page (1-3 days).
 - Use the system and fill in where you want changes
 - Let eBylaws guide you and let it **correct** you
 - **Make sure final copy does NOT say "DRAFT"**

Where eBylaws won't help

- If you want to do anything unusual, or want to change some pre-written bylaws element.
 - Add another named board member (emeritus)
 - Have tiered dues structure
 - Add unique responsibilities for some roles
- **To go out of the box, you'll need to mark up bylaws after printing. Or use Standing Rules.**
- **eBylaws does NOT file/submit your changes!**

Recommendations

- Stay as much "in" the box as possible. Just like with an IRS audit, your chances of rejection go up the more you deviate from the standard California State format.
- Where you have unusual requirements, put those in the Standing Rules if possible.
- Add additional pages/write-ins as needed

Screenshots from eBylaws

Bylaws - Shoal Creek PTA

Unit Information

Unit Name

Shoal Creek PTA

Fiscal Year Start

July 1

(Article XIV)

FileMaker ID

OK22019

Fiscal Year End

June 30

(Article XIV)

PTA

PTSA

In Council

Out Of Council

Grades In School

Kindergarten-Fifth Grades

District PTA

Ninth

National PTA ID

00034841

Council PTA

Palomar

California State PTA ID

5350

School Address

11775 Shoal Creek Drive

IRS Federal EIN

330808825

(Article XIV)

City, Zip Code

San Diego 92128

FTB Entry Number

8026987

(Article XIV)

Organization Date

June 4, 1998

Charitable Trust Number

CT0181841

(Article XIV)

Corporation Number

(Article XIV)

Bylaws Information is Complete

Save

Restore

Bylaws

Previous

Next

Screenshots from eBylaws

Article VII - Association Meetings

Meetings Held On

First Wednesday

Of

September

February

And

April

Annual Election Meeting Month

April

Board Members to Call a Special Meeting

5

Number of Members in a Quorum

15

Screenshots from eBylaws

Article VI - Duties Of Officers

Officers' Reports Filed With

President

Historian

Vice President

First VP Shall Serve As

Chairman of Programs

Second VP Shall Serve As

Chairman of Membership

Third VP Shall Serve As

Chairman of Ways & Means

Fourth VP Shall Serve As

Chairman of Volunteers

Fifth VP Shall Serve As

Sixth VP Shall Serve As

Treasurer

Additional Check Signers (Any Two)

Executive VP

First VP

Second VP

Third VP

Fourth VP

Fifth VP

Sixth VP

Financial Secretary

Historian

Financial Secretary

Remit Monies Received to Treasurer?

Yes

No

10

Worksheet (capta.org)

Unit Bylaws Worksheet for E-Bylaws

Items to discuss are listed on the first E-Bylaws program using unit, council and district information records.

If your records differ or a change must be made, contact your council or district PTA participation.

List Local Name _____
 Name of officer _____
 Name of council _____
 School address (street name) Street _____
 City _____ ZIP _____
 Organization Date (first meeting) _____
 Fiscal Year begins (p. 21) _____ ends _____
 Credits in school (last year) _____
 (p. 21-22) National CFA _____ California CFA _____
 PTA Indexer EWB _____ CT No. _____ PTA No. _____
 Individually recommended and Corporate No. _____

Membership dues (p. 7-8) _____ per member in Bylaws unit \$5 in the last \$2.25 National
 \$2.25 California \$ _____ Council \$ _____ members in unit

Officers: President, secretary, treasurer, and (check if you have listed)

____ Executive VP
 Does the CFA name holder of a vacancy in the presidency? ____ Yes ____ No. No VP does it

____ Vice Presidents - how many? ____
 ____ Corresponding Secretary
 ____ Financial Secretary

Is the Auditor an officer? ____ Yes ____ No

Nominating Committee (p. 5-6)
 Number of members _____ Number of alternates _____
 Does officers assume duties (p. 6) _____

Association Meetings (p. 10)
 Week and Day of Month (p.g. second Tuesday) _____
 Month _____

____ (must include nominating committee election month, election month, audit approval month)

____ Annual meeting month _____
 Special meetings can be called upon the written request of _____ board members

____ (within the limits of 15 or number of officers -14)

Executive Board Meetings (p. 14-15)
 Meets once per month during school year. Week and day of month _____
 Amount authorized for extended/longer term between association meetings \$ _____

Paper worksheet (capta.org)

Question the greater of 5 or majority of officers + 10 _____ (majority = more than half)

If your auditor is appointed, appointment is ratified in the month of _____

Committee _____
 Reports of committees filed with _____ president _____ historian (choose one)

Council Membership _____
 Number of additional delegates for regular meeting _____
 _____ (check) _____ (appointed) (in choice and the _____ (association meeting month))

Length of term _____ weeks _____
 Number of additional delegates for annual election meeting _____

Council endorsement of any (p. 24) _____ due to council on _____

Reports of officers filed with _____ president _____ historian (choose one) (p. 10)

____ First Vice President also serves as _____
 ____ Second Vice President also serves as _____
 ____ Third Vice President also serves as _____
 ____ Fourth Vice President also serves as _____
 ____ Fifth Vice President also serves as _____
 ____ Sixth Vice President also serves as _____

NOTES: Be sure to add the file changes, election coordinator etc. to the function above

Example: First vice president also serves as programs director or programs vice president.

Signature Authority _____ (initials) (officer)
 Signed by president, treasurer, and _____
 (printed the members or auditor, cannot reside in the same household as the president,
 treasurer, financial secretary, or auditor)

Deposits _____
 If you have a financial secretary, does the financial secretary send funds to the treasurer? (i.e.,
 the financial secretary does not make deposits) ____ Yes, handled by treasurer ____ No

Audits (months) _____
 Most recent Completed _____ to Board _____ Adopted _____

____ Fiscal Year end Completed _____ to Board _____ Adopted _____

____ Term End Completed _____ to Board _____ Adopted _____

Standing Committee(s) using fiscal committees are listed, updated the ones you need (p. 25)

Membership _____ Steps and Means _____ (programs)

____ Other (fill) _____

NOTES _____

1. If you have ten or more standing committees, increase your maximum board and association

governors to half that number (e.g., 15 standing committees then increase governors to 15)

2. Specimens (e.g., volunteer coordinator, newsletter editor, webmaster) are not committees and

should not appear in the list of committees.

Checklist – step 5

Bylaws Amendment Checklist

- ☐ Are any changes needed or warranted?
- ☐ Are we starting early enough to finish successfully?
- ☐ Are all the right people engaged?
- ☐ Am I following the correct process?
- ☐ Did I complete all changes properly and record in the proper place?

- Follow all procedures, submit!

What can you change?

- Any fill-in field
 - Has to be an appropriate value, though
 - Can't use "TBD" or vague names ("chairperson")
- Strike or eliminate sections that don't apply
- Use numbers or titles appropriate for unit
- Pick dates and times that work best for you

Must comply with rules on pages ii-iv

What shouldn't you change?

- First page of important account numbers
 - Most should be protected anyhow
- Suggested dates from eBylaws (*gap spacing*)
- Dues structure breakdown for all Units, Councils and Districts.
- Standard California State bylaws wording, especially "***" or "****" elements.

Must comply with rules on pages ii-iv

What are some examples?

- Quorum requirements are calculated by eBylaws and cannot be set below minimum.
- Secondary check signers must be only from an approved list of options.
- Dates between audit reports must be within a minimum number of days.
- Elections must occur on an Association meeting date, and provide ample time for delivery of report.
- Special meetings require no less than 3

What are some examples?

- Put non-standard staff, faculty or student dues right below regular dues.
- Put “should” and “aid/assist” type procedures in Standing Rules document.
- Refer to additional duties for officers in Standing Rules document.

What to do when done?

- Print final version; make sure it's not a DRAFT
 - eBylaws automatically saves it
- **Must be printed double-sided**
- Attach additional Standing Rules, if any
- Prepare cover sheet and COS, if used
- **Prepare list of amendments made**
- Print 5 signature pages. Include check.

What next?

- Send entire packet to Council for review
- Wait for processing cycle to complete
- **When received back, schedule special Association meeting (30 day notice), or use next regularly scheduled meeting date.**
- **Association adopts amendments (2/3 vote)**
- Sign all marked sections, return one copy

Tracking progress

- <http://helpdesk.parliamentarypro.com>

Registration	Registration Type	Source	CAPTA ID	Submission Request	Next Action	Date Submitted	Date Closed/Resolved
4-1: Received and incoming							
<input type="radio"/> Action Date	Standing PTA	Completed	4319	Request Update Review	Review meeting		18 May 2016
<input type="radio"/> Legislative Package	PTA	Legislation	1515	Request Update Review	Next to review		05 Apr 2016
<input type="radio"/> New Bill	Leg PTA	Legislation	1586	Request Update Review	Next to review		
4-2: Approved - sent to CAPTA							
<input type="radio"/> Action Date	Standing PTA	Completed	4353	Request Update Review	Next to CAPTA	17 May 2016	17 May 2016
<input type="radio"/> Legislative Package	PTA	Legislation	4327	Request Update Review	Next to CAPTA	17 May 2016	17 May 2016

- Shows status of all bylaws coming through Ninth District PTA, and where they are headed next. Shows dates of various stages involved.
- Won't help you when things go to CAPTA, but at least you'll have some idea of where things are.

If there are issues, I'll first try to email or call you to resolve. If that doesn't work, they'll get returned to your Council for re-submission/modification.

Resources / References

- CAPTA Toolkit:
 - <http://toolkit.capta.org/running-your-pta/meetings/parliamentary-procedure/>
 - <http://toolkit.capta.org/job-descriptions/parliamentarian/>
 - <http://toolkit.capta.org/running-your-pta/bylaws/>
 - <http://toolkit.capta.org/running-your-pta/bylaws/changing-bylaws/>
 - <http://toolkit.capta.org/running-your-pta/nominations-and-elections/>
 - <http://toolkit.capta.org/running-your-pta/bylaws/violations-of-pta-bylaws-policies-or-procedures/>
- CAPTA Website:
 - <http://capta.org/pta-leaders/run-your-pta/bylaws-and-standing-rules/>
 - <http://capta.org/pta-leaders/run-your-pta/parliamentary-procedure/>
 - <http://capta.org/pta-leaders/services/ebylaws/> ← IMPORTANT!
- External Websites:
 - <http://www.parliamentarians.org/>
 - <http://www.ca-parliamentarian.org/>
 - <http://www.ninthdistrictpta.org/pta-leaders/running-pta/parliamentarian/>
 - <http://www.parliamentarypro.com>

Contact Information

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Q&A