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Fairfield

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PTA

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COUNCIL

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Revised: June 2018

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Voted In: _____

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Committee Members

Lisa Havey - Chair

Elaine Davis

Suzee Meehan

Clare Coyne

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(If the council has a policy and procedure document, Article XX thru XXII inclusive, may be included in that document rather than the by-laws. These Articles must be included in their entirety, are non-amendable and must be available to all council members.)

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Please make sure your page numbers match the Article # in your table of contents.
Will consider this as a housekeeping detail and will not need committee approval.

**Please Note: Everything in gray needs to be customized to your individual Council.
Do not delete any wording- required language.**

ARTICLE I: NAME

The name of this organization is the [Fairfield PTA Council] , Connecticut. It is a council PTA organized under the authority of Connecticut Congress of Parents and Teachers, Inc (Connecticut PTA), a branch of the National Congress of Parents and Teachers (the National PTA).

ARTICLE II: PURPOSES

Section 1 The purposes of the [Fairfield PTA Council] PTA, are:

- a. To promote the welfare of children and youth in home, school, community, and place of worship
- b. To raise the standards of home life
- c. To secure adequate laws for the care and protection of children and youth
- d. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth
- e. 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, social, and spiritual education

Section 2 The purposes of the [Fairfield PTA Council] are promoted through an advocacy and 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 III.

Section 3 The organization 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 PTA:

- a. The organization shall be noncommercial, nonsectarian, and nonpartisan,
- b. The organization 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,

- 119 c. The organization shall work to promote the health and welfare of children and youth and
 120 shall seek to promote collaboration between parents, schools, and the community at
 121 large,
- 122 d. No part of the net earnings of the organization shall inure to the benefit of, or be
 123 distributable to, its members, directors, trustees, officers, or other private persons
 124 except that the organization shall be authorized and empowered to pay reasonable
 125 compensation for services rendered and to make payments and distributions in
 126 furtherance of the purposes set forth in Article II hereof,
- 127 e. Notwithstanding any other provision of these articles, the organization shall not carry on
 128 any other activities not permitted to be carried on (I) by an organization exempt from
 129 federal income tax under Section 501(c)(3) of the Internal Revenue Code or (II) by an
 130 organization, contributions to which are deductible under Section 170(c)(2) of the
 131 Internal Revenue Code,
- 132 f. Upon the dissolution of this organization, after paying or adequately providing for the
 133 debts and obligations of the organization, the remaining assets shall be distributed to
 134 one or more nonprofit funds, foundations, or organizations that have established their
 135 tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and whose
 136 purposes are in accordance with those of National PTA,
- 137 g. The organization or members in their official capacities shall not, directly or indirectly,
 138 participate or intervene (in any way, including the publishing or distributing of
 139 statements) in any political campaign on behalf of, or in opposition to, any candidate for
 140 public office; or devote more than an insubstantial part of its activities to attempting to
 141 influence legislation by propaganda or otherwise.
- 142 h. Upon the dissolution of the organization, after paying or adequately providing for the
 143 debts and obligations of the organization, the remaining assets shall be distributed to
 144 one or more nonprofit funds, foundations, or organizations that have established their
 145 tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.
 146

147 **ARTICLE IV: RELATIONSHIP WITH NATIONAL PTA AND CONNECTICUT PTA**
 148

149 **Section 1** This council PTA shall be organized and chartered under the authority of the
 150 Connecticut PTA in the area in which this council functions, in conformity with such rules and
 151 regulations, as the Connecticut PTA may in its bylaws prescribe. The Connecticut PTA shall
 152 issue to this council an appropriate charter evidencing the due organization and good standing
 153 of this council.
 154

155 A council in good standing is one that:

- 156 a. Adheres to the purposes and basic policies of the PTA;
 157 b. Have all presidents & treasurers attend a Leadership Orientation course that has been
 158 provided or approved by the Connecticut PTA. This training must be completed by Oct.
 159 15th or within 60 days after filling a vacancy; and
 160 c. Meets other criteria as may be prescribed by the Connecticut PTA.
 161

162 **Section 2** This council shall adopt such bylaws for the government of the organization as
 163 may be reviewed by the Connecticut PTA. Such bylaws shall not be in conflict with the National
 164 PTA bylaws or the bylaws of Connecticut PTA.
 165

166 **Section 3** This council shall include all Articles in its bylaws provisions corresponding to the
167 Connecticut PTA Bylaws.

168
169 **Section 4** The adoption of an amendment to any provision of the Connecticut PTA Bylaws
170 shall serve automatically and without the requirement of further action by this council to amend
171 its corresponding bylaws. This council shall promptly incorporate such amendments in its
172 bylaws.

173
174 **Section 5** Bylaws of this council shall include an article on amendments, Whistle Blower
175 Policy and Conflict of Interest.

176
177 **Section 6** Bylaws of this council shall include a provision establishing a quorum.

178
179 **Section 7** Each officer or board member of this council shall be a paid member of a local
180 PTA within its area.

181
182 **Section 8** The bylaws of this council shall prohibit voting by proxy.

183
184 **Section 9** A PTA member shall not serve as a voting member of this council's board while
185 serving as a paid employee of or under contract to this council.

186
187 **Section 10** Only members of this council PTA who's local PTA has paid dues for the
188 current membership year may participate in the business of this council PTA.

189
190 **Section 11** The members of the Nominating Committee for officers of this council shall be
191 elected by the general membership or Board of Directors.

192
193 **Section 12** This council shall keep such permanent books of account and records as shall
194 be sufficient to establish the items of gross income, receipts, and disbursements of the
195 organization, Such books of account and records shall at all reasonable times be open to
196 inspection by an authorized representative of the Connecticut PTA or, where directed by the
197 committee on state and national relationships, by a duly authorized representative of the
198 National PTA.

199
200 **Section 13** The charter of this council shall be subject to withdrawal and the status of such
201 organization as a council shall be subject to termination, in the manner and under the
202 circumstances provided in the bylaws of the Connecticut PTA.

203
204 **Section 14** This council is obligated, upon withdrawal of its charter by the Connecticut PTA:

- 205 a. To yield up and surrender all of its books and records and all of its assets and property
206 to the Connecticut PTA or to such agency as may be designated by the Connecticut
207 PTA or to another council organized under the authority of the Connecticut PTA;
208 b. To cease and desist from the further use of any name that implies or connotes
209 association with the National PTA or the Connecticut PTA or status as a constituent
210 organization of the National PTA; and
211 c. To carry out promptly, under the supervision and direction of the Connecticut PTA, all
212 proceedings necessary or desirable for the purpose of dissolving the [Fairfield PTA
213 Council].
214

215 **Section 15** Council bylaws and any amendments thereto shall be submitted to the
216 Connecticut PTA council bylaws review chair for approval every three years, not to exceed 5
217 years, prior to being voted in at Council meeting
218
219

220 **ARTICLE V: PURPOSES OF THIS COUNCIL**
221

222 **Section 1** The purposes of this council are to:
223 a. Unify and strengthen local PTAs comprising the council;
224 b. Provide for the conference and cooperation of the local PTAs in the council
225 membership in order to:
226 a. create a public opinion favorable to the interests of children,
227 ii. encourage programs and projects in the various PTA affiliates which will
228 carry out the Mission and Purposes of PTA,
229 iii. and to assist in the formation of new PTAs according to the plan of the
230 Connecticut PTA; and,
231 c. Promote the interests of the National PTA and of the Connecticut PTA.
232

233 **Section 2** This council shall not legislate for local PTAs.
234
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238 **ARTICLE VI: MEMBERSHIP AND DUES**
239

240 **Section 1** Membership in this council PTA shall consist of local PTAs chartered by the
241 Connecticut PTA in **[Fairfield, Connecticut]** upon payment of dues as hereinafter provided.
242

243 **Section 2** Each member unit of this Council shall pay the annual membership fees as
244 prescribed by the organization. The date when these fees shall be due will be decided during
245 that budget approval.
246

247 **ARTICLE VII: OFFICERS**
248

249 **Section 1** The officers of this council PTA shall be President(s), **[President elect if**
250 **applicable]** Vice President(s), Secretary(s), Treasurer, **Treasurer Elect (if applicable),**
251 **Selectman Liasion, and Budget Representatives(s).**
252

253 **Section 2** Officers shall be elected at the annual meeting in the month of **[May]**.
254

255 **Section 3** The vote shall be conducted by ballot and a majority vote shall elect. When there
256 is only one candidate for any office that election may be held by a voice vote.
257

258 **Section 4** The following provisions shall govern the qualifications and eligibility of
259 individuals to be officers of the **[Fairfield PTA Council]**:
260 a. Each officer shall be a paid member of a local PTA within the area of this council.
261 b. Only members of a local PTA whose state and council dues are paid shall be eligible to
262 hold office.
263 c. No officer may be eligible to serve more than **[3]** consecutive terms in the same
264 office.

- 265 d. A person who has served in an office for more than one half of a full term shall be
266 deemed to have served a full term in such office.
267

268 **Section 5** Officers shall assume their official duties following the close of the fiscal year and
269 shall serve for a term of [1] year(s) or until their successors are elected.
270

271 **Section 6** A vacancy occurring in the office of President shall be filled for the remainder of
272 the unexpired term by the President Elect (if applicable) or the 1st Vice President (if there is no
273 President Elect). If the President elect / 1st Vice President is unable to serve, the remainder of
274 the unexpired term shall be filled by one (1) of the remaining vice presidents (according to the
275 order of succession as outlined in the standing rules.) If the President Elect / 1st Vice President
276 or any of the remaining Vice Presidents are not able to fill the position then the nominating
277 committee shall bring forward the name of a nominee(s) to fill the President(s) position. A
278 vacancy in the office of President Elect may be filled by an election held at the next council
279 meeting or it may be filed by the Board of Directors with the understanding that the appointed
280 individual will not automatically move into the position of President. The position of President in
281 the latter case would have to be put on the ballot at the next regularly scheduled election. A
282 vacancy in any office other than President or President Elect shall be filled by the Board of
283 Directors.
284

285 286 287 **ARTICLE VIII: DUTY OF OFFICERS** 288

289 **Section 1** The President shall:

- 290 a. Preside at all meetings of this council;
291 b. Serve as an ex-officio member of all committees except the nominating committee;
292 c. Coordinate the work of the officers and committees of this council in order that the
293 Purposes may be promoted;
294 d. Assist in extending PTA work into all parts of the council area, keeping it in harmony
295 with the state PTA plan;
296 e. Sign all contracts, agreements, or other obligations in the name of **[Fairfield PTA**
297 **Council]**;
298 f. Have power to sign checks in lieu of the Secretary-Treasurer;
299 g. Attend required approved Connecticut PTA training;
300 h. Serve on the Connecticut PTA Board of Directors & attend Board meetings or designate
301 an alternate; and
302 i. Perform such other duties as may be provided for by these bylaws, prescribed by the
303 parliamentary authority, or directed by the Board of Directors.
304

305 **Section 2** The Vice President(s) and/or President Elect shall:

- 306 a. Act as aide(s) to the President,
307 b. In their designated order, perform the duties of the President in the President's absence
308 or inability to serve,
309 c. Perform such other duties as may be provided for by these bylaws, prescribed by the
310 parliamentary authority, or directed by the President, the Board of Directors, or the
311 Executive Committee.
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Section 3 The Secretary shall:

- a. Record the minutes and attendance of all meetings of the **[Fairfield PTA 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. Perform such other duties as may be provided for by these bylaws, prescribed by the parliamentary authority, or directed by the President, the Board of Directors, or the Executive Committee.

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Section 4 The Treasurer **(s)** shall:

- a. Have custody of the funds of this council;
- b. Maintain a full account of the funds of this council;
- c. Make disbursements as authorized by the President, Board of Directors or this council PTA in accordance with the budget adopted by this council;
- d. Cause to be kept a full and accurate account of the receipts and disbursements in the books belonging to the **[Fairfield PTA Council]**;
- e. Provide a written financial statement to the board of directors at each meeting;
- f. File all necessary tax reports and other governmental obligations required of the Council,
- g. Send a copy of such tax reports to the Connecticut PTA;
- h. Present an annual report of the financial condition of the council;
- i. Submit the books annually for an audit by an auditing committee selected by the board of directors at least one month before the meeting at which new officers assume duties.
- j. Send copy of audit/review to the Connecticut PTA;
- k. Report the findings of the annual audit to the Board of Directors;
- l. Attend required approved Connecticut PTA training; and
- m. Perform such other duties as may be provided for by these bylaws, prescribed by the Parliamentary authority, or directed by the President or the Board of Directors

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ARTICLE IX: NOMINATIONS AND ELECTIONS

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Section 1 There shall be a Nominating Committee composed of **[5]** members who shall be elected by the voting body of this PTA Council at a regular council meeting or by the board of directors (reference to Article IV, Section 11) at least 2 months prior to the election of officers. No more than two members shall be from the same local PTA.

- a. The committee shall elect its own chair.
- b. The nominating committee shall nominate an eligible person for each office to be filled and send its report to the members of the Board of Directors and to the President of each member PTA at least thirty (30) days before the election.
- c. Only those individuals who are current members of a local PTA within the area of this council and who have signified their consent to serve if elected shall be nominated for, or elected to such office.

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- d. The President and the President-Elect or First Vice President are ineligible to serve on the Nominating Committee;
- e. No members of the Nominating Committee may be nominated for any elected position.
- f. Anyone who wishes to run from the floor must inform the President at least two weeks before the election is held.
- g. The President will inform the slated candidates if there is someone running from the floor for the same position.
- h. The President shall inform the membership of all people who will be running, slated and from the floor at least 10 days before the election.

ARTICLE X: BOARD OF DIRECTORS (THIS CAN NOT BE REMOVED...CT STATE LAW)

Section 1 The affairs of the [Fairfield PTA Council] shall be managed by the Board of Directors in the intervals between general membership meetings.

Section 2 Each board member shall be a paid member of a local PTA within the area of the council.

Section 3 The members of the Board of Directors shall be:

- a. Elected officers
- b. The President may appoint a parliamentarian, (non-voting position) The Parliamentarian is a consultant, commonly a professional, who advises the president and other officers, committees, and members on matters of parliamentary procedure. The parliamentarian's role during a meeting is purely an advisory and consultative on since parliamentary law gives to the chair alone the power to rule on questions of order or to answer parliamentary inquiries.

Section 4 Duties of the Board shall be to:

- a. Carry out such business as may be referred to it by the membership of the association;
- b. Create special committees;
- c. Present a report at the regular membership meetings of this council;
- d. Select an Review Committee to review the Treasurer's accounts;
- e. Approve and submit an annual budget to this council's membership for adoption;
- f. Approve payment of routine bills within the limits of the approved budget;
- g. Approve plans of work of council PTA standing committees;
- h. Appoint Standing Committee Chairs and members.
- i. Approve expenditures of unbudgeted items up to the amount of { 1,000 } per year.

Section 5 If any member of the Board of Directors 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 Board of Directors.

Section 6 At all meetings of the Board, a majority of the members of the Board shall constitute a quorum for the transaction of business.

Section 7 Upon the expiration of the term of office or when individuals cease to hold the position that entitles them to be a member of the Board, they shall automatically cease to be a member of the board and shall be relieved of all duties and responsibilities incident to such membership. 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.

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ARTICLE XI: COMMITTEES

Section 1 Only paid PTA members of Constituent Associations constituting **[Fairfield PTA Council]** shall be eligible to serve in any elective or appointive positions.

Section 2 The standing committees of this council shall be:
a. **[List, i.e. bylaws, legislative, membership, student enrichment, etc.]**

Health, Safety and Fitness, Awards, Community Service Grants, Tools for Schools, FAY and Reflections.

This is a change, it used to be the Presidents privilege to create or close Committees. Now there is a set list of committees for the Bylaws and the BOD is responsible for creating Special Committees. I believe that this can be addressed in the (yet to be created Policies document or as an Amendment document.

Section 3 The Board of Directors may create such special committees, as it may deem necessary to promote the Purposes of PTA and carry on the work of this council PTA.

Currently these special committees shall be Gardens and FLLP.

Section 4 The term of office of a committee chair shall be **[3]** year(s) or until the selection of a successor.

Section 5 The chair of each committee shall present a plan of work to the Board of Directors for approval. No committee work shall be undertaken without the consent of the Board.

ARTICLE XII: COUNCIL MEMBERSHIP

Section 1 The membership of the council PTA shall consist of the Board of Directors; the President of each member local PTA or their alternate; delegates or their alternates as specified in Section 2 of this article; the Superintendent of schools or their alternate; and, **[list any others]. Unit PTA President's**

- a. All representatives to the council PTA must be paid members of a local PTA.
- b. Delegates and their alternates shall be chosen according to the bylaws of the individual PTA.
- c. Delegates to the **[Fairfield PTA Council]** shall serve for a term of **[number] 1** year(s). **Delegates will serve on one PTAC Committee or Special Committee.**

Section 2 Local PTAs shall be eligible to be represented by **[number] 2** of delegates or their alternates as selected by the local PTA according to its own bylaws.

Section 3 Individuals are entitled to one vote, even though they may be serving in more than one position.

ARTICLE XIII: MEETINGS

460 **Section 1** Regular meetings of this council shall be determined by the Board of Directors at
461 their first meeting or at the beginning of the school year. [Number] -5- days' notice shall be
462 given to the membership of any change of date.
463

464 **Section 2** Special meetings of this council may be called by the President or by a majority
465 of the Board of Directors [number] -5- days' notice given.
466

467 **Section 3** The Annual Meeting shall be held in [month]. May (same as Article VII, Sec 2).
468

469 **Section 4** A quorum for the transaction of business in any meeting of this council shall
470 consist of at least [number] -7- (general rule is half plus 1) of delegates from a majority of the
471 member PTAs.
472

473 **Section 5** Meetings of this council shall be open to all members of the local PTAs in the
474 council, but the privilege of introducing motions and voting shall be limited to the voting body as
475 outlined in Article XII.
476

477 **Section 6** Delegates from local PTAs whose dues to the council are in arrears or whose
478 individual dues to the local PTA have not been paid shall not participate in the business
479 meetings of the council.
480

481 482 **ARTICLE XIV: FISCAL YEAR** 483

484 The fiscal year of the [Fairfield PTA Council] shall begin on July 1st and end on the following
485 June 30th.
486

487 488 **ARTICLE XV: PARLIAMENTARY AUTHORITY** 489

490 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall
491 govern the [Fairfield PTA Council] in all cases in which they are applicable and in which they
492 are not in conflict with these bylaws, the National PTA bylaws, the Connecticut PTA bylaws, or
493 the articles of incorporation.
494

495 **ARTICLE XVI: AMENDMENTS** 496

497 **Section 1** These bylaws may be amended at any regular meeting of the [Fairfield PTA
498 Council] by a two-thirds vote of those members present and voting, a quorum being present,
499 provided that the proposed amendments have been approved by Connecticut PTA and notice
500 of the proposed amendments has been provided to the membership thirty days prior to the
501 meeting.
502

503 **Section 2** A Bylaws Committee may be appointed by a majority vote at a membership
504 meeting of this council PTA, or by a 2/3 vote of the Board of Directors of this council, to submit
505 a revised set of bylaws as a substitute for the existing bylaws.
506

507 **Section 3** Submission of amendments or revised bylaws for approval by the Connecticut
508 PTA shall be in accordance with the bylaws or regulations of the Connecticut PTA.
509
510

511 **ARTICLE XVII: CONNECTICUT PTA ANNUAL MEETING**

512

513 **Section 1** The voting power of the Annual Meeting shall be vested in the members of the
514 Connecticut PTA Board of Directors, the Constituent Association Presidents or their alternates,
515 the Constituent Association Vice-Presidents or their alternates, and one delegate for every
516 twenty-five members of each Constituent Association according to the books of the state
517 Treasurer as of March 15 preceding the Annual Meeting. A Constituent Association having less
518 than twenty-five members shall be entitled to send one delegate in addition to its President and
519 Vice-President.

520 a. _____ **[Fairfield PTA Council]** shall be represented at the Annual Meeting of
521 Connecticut PTA, by the President or their alternate, and 1 (one) Vice President or their
522 alternate.

523 b. All representatives to the Connecticut PTA Annual Meeting must be paid members of a
524 local PTA within the area of this council.

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528 **ARTICLE XVIII- CONNECTICUT PTA BOARD OF DIRECTORS**

529

530 **Section 1** The President or a designated alternate shall be a member of the Connecticut
531 PTA Board of Directors, which shall meet at least 6 times a year. The time and place of these
532 meetings will be determined by the Connecticut PTA Executive Committee.

533 .

534 **Article XIX – [Fairfield PTA Council] COUNCIL CONTINUING AFFILIATION**

535 Councils shall follow the Connecticut PTA Standards of Affiliation to the extent that the
536 provisions are applicable to a council.

537

538 **Article XVIII: CONFLICT OF INTEREST POLICY**

539

540 **Article I -Purpose**

541 The purpose of the conflict of interest policy is to protect the interests of this tax-exempt
542 organization, (the "Organization), when it is contemplating entering into a transaction or
543 arrangement that might benefit the private interest of an officer or director of the Organization
544 or might result in a possible excess benefit transaction. This policy is intended to supplement
545 but not replace any applicable state and federal laws governing conflict of interest applicable to
546 nonprofit and charitable organizations.

547

548 **Article II-Definitions**

549 **1. Interested Person**

550 Any director, principal officer, or member of a committee with governing board delegated
551 powers, who has a direct or indirect financial interest, as defined below, is an interested person.

552

553 **2. Financial Interest**

554 A person has a financial interest if the person has, directly or indirectly, through business,
555 investment or family:

556 a. An ownership or investment interest in any entity with which the Organization has a
557 transaction or arrangement,

- 558 b. A compensation arrangement with any entity with which the Organization has a
559 transaction or arrangement, or
560 c. A proposed ownership or investment interest in, or compensation arrangement with, any
561 entity or individual with which the Organization is negotiating a transaction or
562 arrangement. Compensation includes direct and indirect remuneration as well as gifts or
563 favors that are not insubstantial.

564 A financial interest is not necessarily a conflict of interest. Under Article III, a person who has a
565 financial interest may have a conflict of interest only if the appropriate governing board or
566 committee decides that a conflict of interest exists.

567
568

Article III **Procedures**

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570

- 571 a. In connection with any actual or possible conflict of interest, an interested person must
572 disclose the existence of the financial interest and be given the opportunity to disclose
573 all material facts to the directors and members of committees with governing board
574 delegated powers considering the proposed transaction or arrangement.
575 b. The remaining Board or committee members shall decide if a conflict of interest exists.
576 c. After disclosure of the financial interest and all material facts, and after any discussion
577 with the interested person, he/she shall leave the governing board or committee meeting
578 while the determination of a conflict of interest is discussed and voted upon.
579 d. An interested person may make a presentation at the governing board or committee
580 meeting, but after presentation, he/she shall leave the meeting during the discussion of,
581 and vote on, the transaction or arrangement involving the possible conflict of interest.

582 **Section 4.** In connection with any actual or possible conflict of interest, an interested person
583 must disclose the existence of the financial interest and be given the opportunity to disclose all
584 material facts to the directors and members of committees with governing-board-delegated
585 powers considering the proposed transaction or arrangement. The following steps must be
586 taken:

- 587 e. The remaining board or committee members shall decide if a conflict of interest exists;
588 f. After disclosure of the financial interest and all material facts, and after any discussion
589 with the interested person, he/she shall leave the governing board or committee meeting
590 while the determination of a conflict of interest is discussed and voted upon;

591 An interested person may make a presentation at the governing board or committee meeting,
592 but after presentation, he/she shall leave the meeting during the discussion of, and vote on, the
593 transaction or arrangement involving the possible conflict of interest.

594
595

Article XXI: WHISTLE BLOWER POLICY

596
597

598 **Section 1.** [PTA council name] PTA requires Board members, all officers, committee chairs
599 and members to observe high standards of business and personal ethics in the conduct of their
600 duties and responsibilities. As affiliates and representatives of the [Fairfield PTA Council] we
601 must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable
602 laws and regulations.

603

604 **Section 2.** This Whistleblower is intended to encourage and enable employees and others to
605 raise serious concerns internally so that [Fairfield PTA Council] can address and correct
606 inappropriate conduct and actions. It is the responsibility of all Board members, officers,
607 employees and volunteers to report concerns about violations of [Fairfield PTA Council]'s
608 code of ethics or suspected violations of law or regulations that govern [Fairfield PTA
609 Council]'s operations.

610
611 **Section 3.** It is contrary to the values of **[Fairfield PTA Council]** for anyone to retaliate against
612 any Board member, officer, and employee or volunteer who in good faith reports an ethics
613 violation, or a suspected violation of law, such as a complaint of discrimination, or suspected
614 fraud, or suspected violation of any regulation governing the operations of **[Fairfield PTA**
615 **Council]**. An employee or volunteer who retaliates against someone who has reported a
616 violation in good faith is subject to discipline up to and including termination of employment and
617 or rescission of membership rights.

618
619 **Section 4.** **[Fairfield PTA Council]** has an open door policy and suggests that all Board
620 members, officers, committee chairs and staff share their questions, concerns, suggestions or
621 complaints with their **President**. If you are not comfortable speaking with your **President** or you
622 are not satisfied with your President's response, you are encouraged to speak with the
623 Treasurer of **[Fairfield PTA Council]**. Board Members or officers are required to report
624 complaints or concerns about suspected ethical and legal violations in writing to the **[Fairfield**
625 **PTA Council]**'s President or Treasurer. If you are not satisfied with the response from your
626 President and or Treasurer, you may contact Connecticut PTA for further guidance.

627
628 **Section 5.** The **[Fairfield PTA Council]**'s Treasurer is responsible for ensuring that all
629 complaints about unethical or illegal conduct are investigated and resolved. The Treasurer will
630 advise the **[Council name]** President of all complaints and their resolution and will report at
631 least annually on compliance activity relating to accounting or alleged financial improprieties.

632
633 **Section 6.** The **[Fairfield PTA Council]** Treasurer shall immediately notify the officers of this
634 council of any concerns or complaint regarding corporate accounting practices, internal controls
635 or auditing.

636
637 **Section 7.** Anyone filing a written complaint concerning a violation or suspected violation must
638 be acting in good faith and have reasonable grounds for believing the information disclosed
639 indicates a violation. Any allegations that prove not to be substantiated and which prove to have
640 been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

641
642 **Section 8.** Violations or suspected violations may be submitted on a confidential basis by the
643 complainant. Reports of violations or suspected violations will be kept confidential to the extent
644 possible, consistent with the need to conduct an adequate investigation.

645
646 **Section 9.** The **[PTA council]**'s President will notify the person who submitted a complaint and
647 acknowledge receipt of the reported violation or suspected violation. All reports will be promptly
648 investigated and appropriate corrective action will be taken if warranted by the investigation.

649 650 651 **XXII Code of Conduct:**

652 I. Introduction

653 What is a Code of Conduct? A code of conduct is a set of guiding principles that act as a
654 benchmark for professional behavior.

655 It is not a legal document based on enforcement and punishment. Instead, it's a promise to
656 adhere to the values we all share as PTA members such as:

657 * Honesty

- 658 * Respect
- 659 * Responsibility
- 660 * Fairness and
- 661 * Compassion

662 II. Associational values

663 As a **[Fairfield PTA Council]** Board member I promise to abide by the fundamental values that
664 underpin all the activities of this association. I will never forget that it is all about the children.

665 These are:

666 A. Integrity and honesty

667 These will be the hallmarks of all conduct when dealing with colleagues within PTA and equally
668 when dealing with individuals and institutions outside it. As a Board Member I will treat those I
669 come in contact with, with the same courtesy and consideration I expect from others.

670 B. Accountability

671 The activities I perform for the board will be able to stand the test of scrutiny by the members,
672 the general public and I.R.S. and other nonprofit regulators if applicable.

673 C. Transparency

674 PTA strives to maintain an atmosphere of openness throughout the association. Our members
675 decide the course of our association and we keep them informed at all times.

676 D. Law, mission, policies

- 677 • I will not break the law or go against charity regulations in any aspect of my role as a
678 board member.
- 679 • I will support the mission of PTA and consider myself its guardian.
- 680 • I will abide by the PTA policies as outlined in our bylaws.

681 III. Conflicts of interest

- 682 • I will always strive to act in the best interests of the PTA.
- 683 • I will declare any conflict of interest, or any circumstance that might be viewed by others
684 as a conflict of interest, as soon as it arises.
- 685 • If I am uncertain whether or not a conflict exists I will consult with the executive board
686 and abide by their decision.

687 IV. Person to person

688 • I will not break the law, go against nonprofit regulations or act in disregard of
689 associational policies in my relationships with fellow board members, school staff,
690 volunteers, fellow PTA members or anyone I come into contact with in my role as PTA
691 Board member.

692 • I will strive to establish respectful, collegial and courteous relationships with all I come
693 into contact with in my role as a PTA Board member.

694 • I will agree to disagree when necessary without anger or rancor.

695 V. Protecting the association's reputation

696 • I will not speak as a Board member of this PTA to the media or in a public forum without
697 the prior knowledge and approval of the President. However, I still maintain all rights to
698 speak as a private citizen in such forums.

699 • When prior consent has not been obtained, I will inform the President at once when I
700 have spoken as a PTA Board member to the media or in a public forum.

701 • When I am speaking as a PTA board member, my comments will reflect current
702 associational policy and positions even when these do not agree with my personal
703 views.

704 • When speaking as a private citizen I will strive to uphold the reputation of the PTA and
705 those who work in it.

706 • I will respect PTA, board and individual confidentiality.

707 • I will not share working copies of documents or other associational information until
708 those materials have been finalized and are available for release to the general public.

709 VI. Personal gain

710 • I will not personally gain materially or financially from my role as board member, nor will
711 I permit others to do so as a result of my actions or negligence.

712 • I will document expenses and seek reimbursement according to procedure.

713 • I will not accept substantial gifts or hospitality intended for my personal use.

714 • I will use PTA resources responsibly, when authorized, in accordance with procedure.

715 VII. In the boardroom

716 • I will strive to embody the principles of leadership in all my actions and live up to the
717 trust placed in me by the PTA membership.

718 • I will abide by board governance procedures and practices.

719 • I will strive to attend all board meetings, giving apologies ahead of time to the President
720 (Chair) if unable to attend.

721 • I will study the agenda and other information sent me in good time prior to the meeting
722 and be prepared to debate and vote on agenda items during the meeting.

723 • I will honor the authority of the President (Chair) and respect his or her role as meeting
724 leader.

725 • I will engage in debate and voting in meetings according to Robert's Rules, maintaining
726 a respectful attitude toward the opinions of others while making my voice heard.

727 • I will accept a majority board vote on an issue as decisive and final.

728 • I will maintain confidentiality about what goes on in the boardroom unless authorized by
729 the President (Chair) or board to speak of it.

730 • I will participate in induction, training and development activities for Board members.

731 VIII. Leaving the board

732 • I understand that substantial breach of any part of this code may result in my removal
733 from the board.

734 • Should I resign from the board I will inform the President (Chair) in advance in writing,
735 stating my reasons for resigning. Additionally, I will participate in an exit interview.

736 Note: This Code of Conduct was adapted primarily from the National Council for Voluntary
737 Associations' (NCVO) sample trustee code of conduct.

738 7/15/11
739 9/2012
740 10/2015
741 2016
742 2018