

These revised bylaws shall take effect at Convention 2014.

1 **BYLAWS OF THE**
2 **TEXAS CONGRESS OF PARENTS AND TEACHERS**

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4 **ARTICLE I**
5 **Name**

6 The name of this nonprofit association shall be the Texas Congress of Parents and Teachers, commonly
7 known as and referred to in these bylaws as the Texas PTA.

8 **ARTICLE II**
9 **Purposes**

10 **Section 1.** The purposes of Texas PTA, in common with National PTA, are:

- 11 A. to promote the welfare of children and youth in home, school, community, and place of
12 worship;
- 13 B. to raise the standards of home life;
- 14 C. to secure adequate laws for the care and protection of children and youth;
- 15 D. to bring into closer relation the home and the school, that parents and teachers may cooperate
16 intelligently in the education of children and youth; and
- 17 E. to develop between educators and the general public such united efforts as will secure for all
18 children and youth the highest advantages in physical, mental, social, and spiritual education.

19 **Section 2.** The purposes of the PTA are promoted through an advocacy and educational program
20 directed toward parents, teachers, and the general public; developed through conferences, committees,
21 projects and programs; and governed and qualified by the basic policies set forth in Article III.

22 **Section 3.** The association is organized exclusively for the charitable, scientific, literary, or educational
23 purposes within the meaning of Section 501(c)3 of the Internal Revenue Code or corresponding section
24 of any future federal tax code (hereinafter referred to as "Internal Revenue Code").

25 **Article III**
26 **Basic Policies**

27 The following are basic policies of Texas PTA, in common with National PTA:

- 28 a. The association shall be noncommercial, nonsectarian, and nonpartisan.
- 29 b. The association shall work with the schools and community to provide quality education for all
30 children and youth, and shall seek to participate in the decision-making process establishing
31 school policy, recognizing that the legal responsibility to make decisions has been delegated by
32 the people to boards of education, state education authorities, and local education authorities.
- 33 c. The association shall work to promote the health and welfare of children and youth, and shall
34 seek to promote collaboration among parents, schools, and the community at large.
- 35 d. No part of the net earnings of the association shall inure to the benefit of, or be distributable to,
36 its members, directors, trustees, officers, or other private persons except that the association

- 37 shall be authorized and empowered to pay reasonable compensation for services rendered, and
38 to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- 39 e. Notwithstanding any other provision of these articles, the association shall not carry on any
40 other activities not permitted to be carried on (i) by an association exempt from federal income
41 tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an association, contributions
42 to which are deductible under Section 170(c)2 of the Internal Revenue Code.
- 43 f. Upon the dissolution of this association, after paying or adequately providing for the debts and
44 obligations of the association, the remaining assets shall be distributed to one or more nonprofit
45 funds, foundations, or associations that have established their tax-exempt status under Section
46 501(c)(3) of the Internal Revenue Code and whose purposes are in accordance with those of
47 National PTA.
- 48 g. The association or members in their official capacities shall not, directly or indirectly, participate
49 or intervene (in any way, including the publishing or distributing of statements) in any political
50 campaign on behalf of, or in opposition to, any candidate for public office, or devote more than
51 an insubstantial part of its activities to attempting to influence legislation by propaganda or
52 otherwise.

53 **ARTICLE IV**
54 **Membership and Dues**

55 **Section 1.Members.**

- 56 A. Membership in PTA shall be open without discrimination to anyone who believes in and
57 supports the mission, purposes and policies of National PTA and Texas PTA.
- 58 B. The members of Texas PTA shall be the individual members of Local PTAs whose names are on
59 file in the Texas PTA Office and for whom the national and state portion of dues have been paid
60 as designated herein.
- 61 C. Members shall not have the right to vote on any corporate matters or have any of the statutory
62 rights of “members” within the meaning of Chapter 9, Title 32, Tex. Rev. Civ. Stat., Non-Profit,
63 Cooperative, Religious and Charitable Corporations, which governs non-profit corporations in
64 the State of Texas, except as authorized by these bylaws.

65 **Section 2.Dues.**

- 66 A. Annual dues for members shall include an amount for the Local PTA as determined by the Local
67 PTA, state dues in the amount of \$2.25, and national dues as determined by National PTA.

68 **Section 3.Texas PTA Honorary Life Members.**

- 69 A. An honorary life membership may be granted to any deserving individual by a Local PTA, Council
70 PTA, or Texas PTA upon the payment of a fee as determined by the Texas PTA Board of
71 Directors.
- 72 B. An honorary life membership does not authorize the right to vote or hold office without
73 payment of the national and local portion of the dues.
- 74 C. Each honorary life membership grants an exemption from paying the Texas PTA portion of the
75 dues at only one Local PTA.

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ARTICLE V
Constituent Divisions

78 The constituent divisions of Texas PTA shall be the Local PTAs within the state of Texas and other
79 divisions established by the Texas PTA Board of Directors.

80 **Section 1. Local PTAs.** The Texas PTA Board of Directors shall determine procedures for the organization
81 of Local PTAs and the Standards of Continuing Affiliation to include “good standing” requirements for
82 Local PTAs.

83 **Section 2. Other Divisions.** The Texas PTA Board of Directors may determine and set requirements for
84 other divisions of Texas PTA.

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ARTICLE VI
Officers

87 **Section 1. Officers.** The officers of Texas PTA shall be president, president-elect, vice president field
88 service, vice president leadership, vice president membership, vice president programs and resources,
89 secretary, and treasurer.

90 **Section 2. Qualifications for President-Elect.** To be eligible for the office of president-elect, a member
91 must have served one term on the board of directors immediately before assuming office.

92 **Section 3. Term of Office.** The officers shall assume office at the close of the annual meeting at which
93 they are elected. These officers shall serve a term of two years or until their successors assume office.
94 The elected officers shall not serve more than one term in the same office.

95 **Section 4. Vacancy in Office.** In the case of a vacancy in the office of president, the president-elect shall
96 serve as president for the remainder of the term. A vacancy in any office other than president or
97 president-elect shall be filled by an affirmative vote of a majority of the remaining members of the
98 board of directors. The vacancy in the office of president-elect shall be filled at the next annual meeting
99 by the voting body. In the interim, duties of the president-elect shall be delegated by the president.

100 **Section 5. Removal and Resignation of Officers.** Any officer may be removed from office by the
101 affirmative vote of two-thirds of the members of the board of directors then in office. Any officer may
102 resign at any time by delivering a written resignation to the Texas PTA President and Secretary.

103 **Section 6. Duties of Officers.** The officers shall perform the duties as prescribed for the office in these
104 bylaws, by the board of directors, in applicable state statutes, and in the parliamentary authority.

- 105 A. **Duties of the President.** The president shall:
- 106 1. appoint a parliamentarian;
- 107 2. appoint the chair of each standing committee and special committee, subject to the
- 108 approval of the board of directors, unless otherwise provided in these bylaws;
- 109 3. appoint the members of each standing committee and special committee unless otherwise
- 110 provided in these bylaws; and
- 111 4. appoint the Texas PTA representative to each meeting of the National PTA Council of States.

- 112 B. **Duties of the President-Elect.** The president-elect shall:
 113 1. be the aide to the president;
 114 2. serve as the chair of the advocacy committee and strategic planning committee;
 115 3. perform other duties as directed by the president; and
 116 4. perform the duties of the president in the event the president is absent or temporarily
 117 unable to execute the duties of the office.
- 118 C. **Duties of the Vice President Field Service.** The vice president field service shall:
 119 1. serve as the chair of the field service committee; and
 120 2. perform other duties as directed by the president.
- 121 D. **Duties of the Vice President Leadership.** The vice president leadership shall:
 122 1. serve as the chair of the leadership committee; and
 123 2. perform other duties as directed by the president.
- 124 E. **Duties of the Vice President Membership.** The vice president membership shall:
 125 1. serve as the chair of the membership committee; and
 126 2. perform other duties as directed by the president.
- 127 F. **Duties of the Vice President Programs and Resources.** The vice president programs and
 128 resources shall:
 129 1. serve as the chair of the programs and resources committee; and
 130 2. perform other duties as directed by the president.
- 131 G. **Duties of the Secretary.** The secretary shall:
 132 1. record and maintain the minutes of all meetings of the members and the board of directors;
 133 2. send, or cause to be sent, notice of meetings of the members and of the board of directors;
 134 3. have custody of the corporate seal;
 135 4. affix the corporate seal on documents as authorized;
 136 5. prepare an annual narrative history for approval by the board of directors; and
 137 6. perform other duties as directed by the president.
- 138 H. **Duties of the Treasurer.** The treasurer shall:
 139 1. serve as the chair of the budget and finance committee;
 140 2. make a financial report to the board of directors at each meeting; and
 141 3. perform other duties as directed by the president.

142 **ARTICLE VII**
 143 **Directors-at-Large**

144 **Section 1. Directors-at-Large.** There shall be seven directors-at-large. Four elected directors-at-large
 145 shall be elected at the annual meeting in the even-numbered years, and three appointed directors-at-
 146 large shall be appointed by the president, subject to the approval of the board of directors, at the post-
 147 convention board of directors' meeting in even-numbered years.

148 **Section 2. Term of Office.** The four elected directors-at-large shall assume office at the close of the
 149 annual meeting at which they are elected. The three appointed directors-at-large shall assume office
 150 immediately upon the approval of their appointments by the board of directors. The directors-at-large

151 shall serve for a term of two years or until their successors assume office. The directors-at-large shall
152 not serve more than two terms.

153 **Section 3.Vacancy in Office.** A vacancy in the position of elected director-at-large shall be filled by an
154 affirmative vote of a majority of the remaining members of the board of directors, and a vacancy in the
155 position of appointed director-at-large shall be filled by appointment of the president subject to the
156 approval of the board of directors.

157 **Section 4.Removal and Resignation of Directors-at-Large.** Any director-at-large may be removed from
158 office by the affirmative vote of two-thirds of the members of the board of directors then in office. Any
159 director-at-large may resign at any time by delivering a written resignation to the Texas PTA President
160 and Secretary.

161 **Section 5.Duties of Directors-at-Large.** The directors-at-large shall perform the duties as prescribed for
162 the office in these bylaws, by the board of directors, by the president, in applicable state statutes, and in
163 the parliamentary authority.

164 **ARTICLE VIII**
165 **Nominations and Elections**

166 **Section 1.Nominating Committee.**

167 A. **Composition.** The nominating committee shall consist of five members, at least two of whom
168 shall be from the board of directors. No two members of the nominating committee may be
169 from the same geographic area of Texas PTA as defined by the board of directors. No person
170 shall serve as a member of the nominating committee for two consecutive terms. The president
171 and president-elect shall not serve as members of this committee.

172 B. **Election of Members.** The board of directors shall elect the members of the nominating
173 committee by ballot at the meeting held between September 1 and November 1 in even--
174 numbered years. The election shall be by plurality vote. A vacancy on the nominating
175 committee shall be filled by the nominee with the next greatest number of votes. The chair of
176 the nominating committee shall be elected by the nominating committee.

177 C. **Duties.** The nominating committee:
178 1. shall consider all candidates for elected positions whose submissions meet the requirements
179 set forth by the board of directors;
180 2. may consider additional candidates during its deliberations; and
181 3. shall submit only one name for each position to be filled.

182 D. **Report of the Nominating Committee.** The report of the nominating committee shall be posted
183 on the Texas PTA website no later than November 1 in odd-numbered years and included in the
184 notice of the annual meeting held in even-numbered years. The report of the nominating
185 committee shall be made at the annual meeting in even-numbered years following which
186 nominations from the floor may be made.

187 **Section 2.Nominations from the Floor.** Nominees from the floor shall give notice in writing to the Texas
188 PTA President in care of the Texas PTA Office no later than December 1 in the odd-numbered years. The
189 names of the nominees from the floor shall be included in the notice of the annual meeting held in
190 even-numbered years.

191 **Section 3.Election of Officers and Directors-at-Large.** With the exception of the president, officers and
192 elected directors-at-large shall be elected by ballot at the annual meeting in even-numbered years. If
193 there is no more than one nominee for an elected position, the nominee shall be declared elected by
194 the President.

195 **ARTICLE IX**
196 **Meetings**

197 **Section 1.Annual Meeting.** Subject to proper notice, an annual meeting of the members shall be held
198 for the purpose of electing officers in even-numbered years, receiving the financial statement of Texas
199 PTA and other reports, considering legislative positions and resolutions as determined by the Texas PTA
200 Board of Directors, and transacting such other business as specified in these bylaws and as may properly
201 come before the annual meeting.

- 202 A. In even-numbered years, the annual meeting shall be held in conjunction with convention in
203 February.
- 204 B. In odd-numbered years, the annual meeting shall be held in conjunction with the Summer
205 Leadership Seminar in July.

206 **Section 2.Notice of the Annual Meeting.** The notice of the annual meeting giving the place, date, and
207 time of the annual meeting shall be provided at least 30 days but no more than 60 days in advance of
208 the annual meeting to each member of the Texas PTA Board of Directors, past Texas PTA presidents, the
209 presidents of each constituent division, and posted on the Texas PTA website.

210 **Section 3.Voting Body.** The voting body of the annual meeting of members shall be composed of the
211 following Texas PTA members who have registered as in attendance:

- 212 A. members of the Texas PTA Board of Directors;
- 213 B. past Texas PTA presidents;
- 214 C. presidents of constituent divisions in good standing or their alternates; and
- 215 D. delegates from each Local PTA in good standing or their alternates as follows:
 - 216 1. in addition to the Local PTA President, one delegate for up to the first 50 Local PTA
217 members accredited on the books of the Texas PTA Office as of December 1 prior to the
218 annual meeting; and
 - 219 2. one additional delegate for each additional 50 Local PTA members or fraction thereof whose
220 names are on file in the Texas PTA Office as of December 1 prior to the annual meeting.

221 **Section 4.Quorum.** The quorum at the annual meeting shall be 150 voting delegates who have
222 registered with the credentials committee as in attendance provided that a majority of the geographic
223 areas of Texas PTA, as defined by the board of directors, is represented.

224 **Section 5.Voting.** No delegate shall vote in more than one capacity.

225 **Section 6.Special Meetings.** A special meeting of the members shall be called upon a two-thirds vote of
226 the Texas PTA Board of Directors with a notice giving the place, date, time and purpose of the special
227 meeting. The notice of a special meeting of the members shall be mailed to the Texas PTA Board of
228 Directors, past Texas PTA presidents and presidents of constituent divisions at least 30 days but no more
229 than 60 days prior to the meeting. The notice of a special meeting shall also be posted on the Texas PTA
230 website at least 30 days but no more than 60 days prior to the meeting. The voting body at a special
231 meeting of the members shall be those Texas PTA members who have registered as in attendance. A
232 quorum at a special meeting of the members shall be 150 members provided that a majority of the
233 geographic areas of Texas PTA, as defined by the board of directors, is represented.

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ARTICLE X
Electronic Meetings

236 **Section 1.**The Texas PTA Board of Directors is authorized to meet by telephone conference call or
237 through other electronic communications media so long as the meeting has been properly noticed in
238 accordance with these bylaws and all the members may simultaneously hear each other and participate
239 during the meeting.

240 **Section 2.**The board of directors may vote by postal or electronic mail between meetings. Any
241 action required or permitted to be taken at any meeting of the board of directors may be taken
242 without a meeting if a written consent, setting forth the action so taken, is signed by all the
243 members of the board of directors and such written consent shall have the same force and
244 effect as a unanimous vote at a meeting of the board of directors.

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ARTICLE XI
Board of Directors

247 **Section 1.Composition.** The members of the board of directors shall be the officers and the directors-
248 at-large.

249 **Section 2.Eligibility.**Eligibility requirements of directors shall be an individual who:

- 250 A. subscribes to, believes in and supports the mission, purposes and policies of National PTA and
251 Texas PTA;
- 252 B. agrees to join the association promptly, if not a current member at the time of election or
253 appointment;
- 254 C. receives no compensation or honoraria from the association except reimbursement for
255 reasonable expenses as set forth in Texas PTA policies and procedures;
- 256 D. has no financial interest, direct or indirect, in any transaction made by the association without
257 the approval of the board of directors;
- 258 E. has met the criteria or is committed to meeting the criteria of service as established by the
259 board of directors;
- 260 F. neither holds nor announces candidacy to any elected public office;
- 261 G. has not served more than 15 years on the board of directors; and
- 262 H. has not served as Texas PTA president.

263 **Section 3.Power and Authority of the Texas PTA Board of Directors.**

264 The business and affairs of the association shall be managed by or under the direction of the Texas PTA
265 Board of Directors, which may exercise all the powers of the association, subject to the restrictions
266 imposed by law, the Articles of Incorporation or these bylaws.

267 **Section 4.Meetings.**

- 268 A. **Regular Meeting.** Two regular meetings of the board of directors shall be held in each calendar
269 year, one in conjunction with the annual meeting and one between September 1 and November
270 1.Oneadditional regular meeting of the board of directors may be held each year at a time and
271 place as called by the president or five members of the board of directors with notice given in
272 writing, including electronic mail, at least 30 days but not more than 60 days before the meeting
273 to each member of the board of directors. Notice may be waived by the members of the board
274 of directors as provided by law.

275 B. **Special Meetings.** Special meetings of the board of directors may be called by the president or
276 five members of the board of directors with notice given in writing, including electronic mail, at
277 least three days before the meeting to each member of the board of directors. Notice may be
278 waived by the members of the board of directors as provided by law.

279 C. **Quorum.** A majority of the members of the board of directors shall constitute a quorum.

280 **Section 5. Notice.** Notice shall be in writing (including electronic mail, facsimile, or other means of
281 immediate communication, etc.) and shall be deemed given at the time when the same is personally
282 delivered, or delivered to a common carrier for overnight or next business day delivery, but notice shall
283 also be deemed given seven days after it is deposited in the United States Postal Service with first class
284 postage thereon prepaid. All such notices shall be directed to the director's address, facsimile number
285 or email address as shown on the records of the association. A waiver of notice in writing, signed by the
286 person or persons entitled to such notice and filed with the records of the meeting, whether before or
287 after the holding thereof, shall be equivalent to the giving of such notice. Presence at any meeting
288 without objection also shall constitute waiver of any required notice.

289 **Section 6. Vacancy.** Vacancies occurring as a result of the resignation, death or removal of a director shall
290 be filled by an affirmative vote of a majority of the remaining members of the board of directors unless
291 otherwise provided in these bylaws.

292 **Section 7. Removal and Resignation of Director.** Any director may be removed from office by the
293 affirmative vote of two-thirds of the members of the board of directors then in office. Any director may
294 resign at any time by delivering a written resignation to the Texas PTA President and Secretary.

295 **ARTICLE XII**
296 **Committees**

297 **Section 1. Standing Committees.**

- 298 A. The standing committees of Texas PTA shall be advocacy, audit, budget and finance, field
299 service, governance, leadership, membership, programs and resources, and strategic planning.
- 300 B. All standing committee chairs shall report to the board of directors and shall be responsible to
301 the president between meetings of the board.
- 302 C. The president shall be ex-officio a member of all committees except the audit committee and
303 nominating committee. The chair of each standing committee shall be ex-officio a member of
304 all subcommittees within the respective committee.
- 305 D. Committees may include non-members of Texas PTA so long as at least two committee
306 members are members of the Texas PTA Board of Directors, unless otherwise provided in these
307 bylaws.
- 308 E. The term for committee members, except for the nominating committee, shall correspond to
309 that of the officers.

310 **Section 2. Duties of Committees.**

- 311 A. **Advocacy Committee.** The committee shall:
312 1. consist of the president-elect, who shall serve as the chair, and at least four additional
313 members; and

- 314 2. review the advocacy program of Texas PTA and make recommendations concerning the
315 program to the board of directors.
- 316 **B. Audit Committee.** The committee shall:
- 317 1. consist of at least three and no more than five members of the board of directors, none of
318 whom shall be officers and each of whom shall be both independent and financially literate;
- 319 2. review significant accounting and reporting issues with the board of directors;
- 320 3. have general oversight responsibilities for:
- 321 a. the financial reporting process;
- 322 b. risk management;
- 323 c. internal and, when applicable, external audit processes including engagement of any
324 external auditing firm;
- 325 d. processes for monitoring compliance with laws, regulations and the association's ethics
326 and conflict of interest policies;
- 327 e. any special investigations for noncompliance thereof; and
- 328 f. audit committee management and reporting responsibilities.
- 329 **C. Budget and Finance Committee.** The committee shall:
- 330 1. consist of the treasurer, who shall serve as the chair; the president-elect; and three
331 additional members of the board of directors;
- 332 2. present an annual budget to the board of directors for its approval; and
- 333 3. make financial decisions between meetings of the board of directors as necessary.
- 334 **D. Field Service Committee.** The committee shall:
- 335 1. consist of the vice president field service, who shall serve as the chair, and at least
336 20members; and
- 337 2. support, guide, train and communicate with Texas PTA's constituent divisions.
- 338 **E. Governance Committee.** The committee shall:
- 339 1. consist of at least three members of the board of directors;
- 340 2. review periodically the governance of Texas PTA, including documents related to the
341 association's governance and structure, to ensure the association's efficiency and
342 accountability to its purposes;
- 343 3. review and make recommendations regarding amendments to these bylaws to the board of
344 directors; and
- 345 4. approve the bylaws for constituent divisions.
- 346 **F. Leadership Committee.** The committee shall:
- 347 1. consist of the vice president leadership, who shall serve as the chair, and at least six
348 additional members; and
- 349 2. coordinate and develop training strategies, evaluate effectiveness of leadership
350 development practices, and identify potential leaders.
- 351 **G. Membership Committee.** The committee shall:
- 352 1. consist of the vice president membership, who shall serve as the chair, and at least four
353 additional members;
- 354 2. develop and promote membership strategies and evaluate effectiveness of membership
355 development practices; and
- 356 3. determine procedures for organization, affiliation, and dissolution of PTAs.
- 357 **H. Programs and Resources Committee.** The committee shall:

- 358 1. consist of the vice president programs and resources, who shall serve as the chair, and at
359 least four additional members;
360 2. review all adult and student programs offered or supported by Texas PTA; and
361 3. make necessary recommendations to sustain and expand such programs.

362 I. **Strategic Planning Committee.** The committee shall:

- 363 1. Consist of the president-elect, who shall serve as the chair, and at least four additional
364 members; and
365 2. develop, review and evaluate the strategic plan of Texas PTA; and
366 3. make recommendations regarding that plan to the board of directors.

367 **Section 3.Special Committees.** Special committees may be created by the president or by the board of
368 directors.

369 **ARTICLE XIII**
370 **Indemnification**

371 Unless expressly prohibited by law, the association shall indemnify any person made, or threatened to
372 be made, a party to an action, suit or proceeding (whether civil, criminal, administrative or
373 investigative), whether such is an action by or in the right of the association or otherwise, by reason of
374 the fact that such person is or was a director, officer, employee or agent of the association or serves or
375 served any other enterprise at the request of the association (all of such persons being sometimes
376 referred to in this Article Fifteen as a “corporate functionary”), against all expenses (including attorneys’
377 fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person
378 in connection with such action, suit or proceeding, provided such person acted in good faith and in a
379 manner he or she reasonably believed to be in or not opposed to the best interests of the association
380 and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her
381 conduct was unlawful, except that no indemnification shall be made in relation to matters as to which
382 such person shall have been finally adjudged in such action, suit or proceeding to be liable to the
383 association.

384 Any indemnification under this Article shall be made by the association only as authorized in the specific
385 case upon a determination that indemnification of the corporate functionary is proper in the
386 circumstances because he or she has met the applicable standard of conduct set forth in this Article.
387 Such determination shall be made by the Texas PTA Board of Directors by a majority vote of all
388 disinterested directors.

389 The rights of indemnification provided for in this Article shall be in addition to all rights to which any
390 corporate functionary may be entitled under any agreement or as a matter of law or otherwise, and
391 shall inure to the benefit of the corporate functionary’s estate, heirs, executors and administrators. If
392 this Article or any portion hereof shall be invalidated on any ground by a court of competent jurisdiction,
393 the association shall nevertheless indemnify each corporate functionary to the full extent permitted by
394 any applicable portion of this Article that shall not have been invalidated.

395 The association may purchase and maintain insurance on behalf of any corporate functionary against
396 any liability asserted against him/her and incurred by him/her in any such capacity or arising out of
397 his/her status as such, whether or not the association would have the power to indemnify him/her
398 against such liability under the provisions of this Article.

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ARTICLE XIV
Parliamentary Authority

The rules contained in the current edition of *Robert’s Rules of Order Newly Revised* shall govern Texas PTA in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the Articles of Incorporation, and any other rules adopted by Texas PTA.

ARTICLE XV
Amendment of Bylaws

Section 1. Submission of Amendments.

- A. Amendments to the bylaws may be submitted by the Texas PTA Board of Directors, a standing or special committee of Texas PTA, or a constituent division or its board of directors.
- B. Amendments to be considered at an annual meeting shall be submitted to the Texas PTA Governance Committee on or before the stated deadline, with the exception of the Texas PTA Board of Directors, who may propose amendments at any time provided that the requirement for notice has been met.
 - 1. The deadline for amendments to be considered at an annual meeting to be held in an even-numbered year is August 1 preceding the annual meeting at which they will be considered.
 - 2. The deadline for amendments to be considered at an annual meeting to be held in an odd-numbered year is January 1 preceding the annual meeting at which they will be considered.
- C. Amendments to be considered at a special meeting of the members shall be submitted to the Texas PTA Governance Committee at least 45 days preceding the special meeting at which they will be considered, with the exception of the Texas PTA Board of Directors, who may propose amendments at any time provided that the requirement for notice has been met.

Section 2. Notice. Amendments to the bylaws shall be posted on the Texas PTA website no later than 30 days preceding the opening of the meeting of members at which they are to be considered and shall be included in the notice of such meeting of members.

Section 3. Vote Required. The bylaws may be amended by the voting body at an annual meeting or a special meeting of the members by a two-thirds vote provided that notice as described in Section 2 has been given and that the amendments have been approved by the Texas PTA Board of Directors. Adopted bylaw amendments shall be posted on the Texas PTA website no later than 30 days following the adjournment of the meeting at which they were adopted.