

BYLAWS OF THE KANSAS PARENTS AS TEACHERS ASSOCIATION

ARTICLE I. NAME

The name of the corporation shall be The Kansas Parents As Teachers Association (KPATA).

ARTICLE II. INCORPORATION

This organization is incorporated under the Not-for Profit Corporation Laws of the State of Kansas and operates within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE III. PURPOSE AND MISSION

Purpose KPATA is organized to provide training, networking and advocacy so that all Kansas families will have access to quality affiliated Parents As Teachers (PAT) programs.

Mission The mission of the KPATA is to be a leading force in the support, education and expansion of programs in Kansas (using the PAT curriculum), so that all Kansas children will develop to their fullest potential.

ARTICLE IV. KPATA MEMBERSHIP AND MEETINGS

Section 1. Membership

Any interested person may become a member of KPATA upon payment of dues and will then be entitled to have a vote during the annual meeting or at any other meeting open to the membership.

Section 2. Eligibility

All persons, regardless of race, religion, color, national origin, sex, age or handicap, may be members.

Section 3. Dues

Dues are determined by the Board of Directors and are payable to the corporation. The fiscal year for the organization and for payment of dues is July 1 through June 30. Dues must be current to vote.

Section 4. Annual Meeting

The Board of Directors shall call an annual business meeting of KPATA, usually in September. This meeting shall be announced at least one month in advance.

Section 5. Special Meetings

Special membership meetings, may be held within or without the state of Kansas upon not less than fifteen (15) days written or printed notice, delivered personally, or by mail or electronically to each member entitled to vote at such meeting. Special meeting notices must state the purpose or purposes for which the meeting is called.

Section 6. Voting

Each current individual member of KPATA shall be entitled to one vote on each Matter. A majority vote will determine the adoption of any matter. Voting may be by mail, electronically, or in person.

ARTICLE V. **BOARD OF DIRECTORS**

Section 1. Composition of the Board

KPATA's business shall be managed by a Board of Directors composed of the Executive Committee and Regional Representatives. The number of regions and regional representatives are determined by the Board. In addition, the immediate past president shall serve as an ex officio member of the Board and will vote only in case of a tie.

Section 2. Term of Board of Directors

Each officer and regional representative shall hold office for a period of two years.

The President, President Elect and Vice President may not serve more than one consecutive term in the same office.

The remaining officers and Regional Representatives may not serve more than two consecutive terms in the same office.

Section 3. Vacancies

Any vacancy occurring in the Regional Representatives may be filled by a current member of KPATA, who is recommended by the President, and approved by the Board. The term will be the unexpired term of his/her predecessor in office.

Any vacancy of an officer may be filled by presidential appointment from the current Board of Directors, or a former member of the KPATA Board of Directors, and an affirmative vote of the Board of Directors. In the event this is not possible, the individual must have recommendations from KPATA members and the ability to perform the duties of the office. The appointed officer shall serve the unexpired term of his/her predecessor in office.

Section 4. Compensation

The Board of Directors shall not receive remuneration or any compensation for their services as a Board member of KPATA. Officers may be reimbursed for their expenses incurred while carrying out the purposes of the corporation.

Section 5. Duties of the Board of Directors

The Board of Directors shall exercise general supervision over the affairs of KPATA. They shall be responsible for:

- A. Approving policy and overseeing the implementation of the policy.
- B. Approving policy statements issued on behalf of KPATA.
- C. Approving the annual budget.
- D. Ensuring fiscal and legal integrity of the corporation.
- E. Approving committee appointments composed of board members and members of KPATA.
- F. Regular attendance at Board meetings and Board sponsored events.
- G. Arrange for the annual membership meeting and any conferences.
- H. Planning and carrying into operation any measures they deem proper and expedient to promote the mission of KPATA.

Section 6. Duties of the Regional Representatives

The Regional Representatives shall determine the need for and then schedule and lead (or coordinate the leadership) of any regional meetings or trainings. The Regional Representatives are the link between their region and KPATA. They will assist in KPATA membership growth and help identify future Board of Director members. They oversee the management of any KPATA properties located within the boundary of their region.

Section 7. Meetings of the Board of Directors

- A. Notice
Meetings of the Board of Directors, regular or special, may be held within or without of the state of Kansas upon not less than fifteen (15) days notice to each director, either personally, by mail, telephone or electronically.
- B. Regular Meetings
Regular board meetings shall be held quarterly or as often as determined to be necessary.
- C. Special Meetings
Special meetings of the Board of Directors may be called by the President or by the written request of at least five (5) directors. The place, time and date of the meeting shall be specified on the notice of the meeting.
- D. Quorum
At all meetings of the Board of Directors a majority of the voting directors in office shall constitute a quorum.
- E. Action without a Meeting
By common consent, the Board of Directors can substitute conference calls, and/or electronic media for a face to face meeting. All persons participating need to be able to communicate with one another. Any binding actions must meet all other bylaw requirements.

Section 8. Executive Committee

- A. Authority of Executive Committee
The officers of KPATA shall constitute the Executive Committee, which may act for the Governing Board between regular meetings. Such actions shall be reported to the Governing Board at the next meeting.
- B. Officers
The officers of KPATA shall be President, President-Elect, Vice President, Past President, Secretary and Treasurer.
- C. Bond
The Board of Directors may by resolution require any officer, agent or employee of KPATA to give bond to the corporation. The corporation shall pay the premiums for all such bonds.
- D. Duties of the Officers
The duties of these officers shall be those usually performed by such officers as specifically designated by the Bylaws and the Policies of KPATA.
 - a. Duties of the President
The President presides at all meetings of the Board of Directors and the

Executive Committee. He/she is also the President of KPATA . The President shall see that all orders and resolutions of the Board of Directors are carried into effect.

b. Duties of the President-Elect

The President-Elect of the Board of Directors shall provide leadership for membership recruitment and retention of KPATA.

c. Duties of the Vice President

In the absence of the President or his/her inability or refusal to act, the Vice President will carry out the Board of Directors orders and resolutions.

d. Duties of the Secretary

The Secretary shall keep accurate record of the acts and proceedings of all meetings of the Board of Directors, the Executive Committee and of the KPATA membership. The Secretary will give all required notices and have general charge of the corporation's books and records.

e. Duties of the Treasurer

The Treasurer shall execute and/or review the disbursements of the corporation to ensure they are within the approved corporation budget and statutes governing the corporation.

Section 9. Ex Officio Members

The Board of Directors may determine from time to time that additional ex officio members, besides the past president, are invited to participate in Board meetings. These ex officio members have voice but no vote.

ARTICLE VI NOMINATIONS AND ELECTIONS

Section 1. Each year, one-half of the officers and regional representatives shall be nominated by a Nominating Committee. This slate of officers and regional representatives will be presented to the membership.

Section 2. When vacancies have caused an imbalance in electing one half of the total Board, the Nominating Committee will present to the board a plan to return to electing one half of the positions each year. Once the Board of Directors approves the plan, it will be put into action.

Section 3. The Nominating Committee shall consist of three to five members of KPATA, named by the President. A retiring member of the Board of Directors will be the Chair of this committee. In the event this is not possible, the chair will be filled by another qualifying Board of Directors member.

Section 4. The membership will have opportunity to recommend nominee(s) to the nominating chair prior to the publishing of the slate of officers. Consideration must also be given to the person's abilities for an office and/or the regional area that a director must represent.

Section 5. The membership will vote upon the nominees presented by the committee.

Opportunity for a write-in candidate(s) will be given.

Section 6. All newly elected officers and regional representatives take their position immediately following the election.

ARTICLE VII. COMMITTEES

Section 1. Standing Committees

The Board of Directors may designate Standing Committees, each of which shall include one member of the Board of Directors.

Section 2. Special Committees

Special Committees may be designated and appointed by the Board of Directors. These committees will serve until the task assigned to them has been completed.

Section 3. Committee Selection

When committee selection is considered, care needs to be taken to have members represent the diversity of the general membership of KPATA.

Section 4. Committee Meetings

Committee Meetings shall be conducted within the guidelines given by the Board of Directors.

The Board of Directors' Member on each committee shall report or provide accurate records of meetings and any actions or proceedings to the Board of Directors.

ARTICLE VIII. AMENDMENTS

These bylaws may be amended or repealed and new bylaws adopted by the affirmative vote of a majority of the members of the Board of Directors in office, provided that prior written notice has been given to all the members of the Board of Directors at least fifteen (15) days in advance of the meeting, and provided further that no such action shall be taken if it would in any way adversely affect the corporation.

ARTICLE IX. PARLIAMENTARY PROCEDURE

The current Robert's Rules of Order shall govern all KPATA meetings.

ARTICLE X. DISSOLUTION

Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

These Bylaws were revised on August 20, 2012 by the KPATA Board of Directors.