



To: Executive Board Officers,

Pursuant to IRS rules, every board member is responsible for completing the Conflict of Interest/Whistleblower Annual Questionnaire each year.

This document contains the following 4 items:

1. Conflict of Interest Policy
2. Whistleblower Policy
3. Professional Governance Standards
4. Conflict of Interest/Whistleblower Form & Annual Questionnaire ^{a,b}

^a An additional question confirming the receipt and review of the Professional Governance Standards has been added to Item 4.

^b An additional question confirming PTA membership in a Palo Alto unit for the current year (Bylaw Requirement) has also been added to Item 4.

Please read through these documents and sign the form on the last page. The treasurer will retain the signed forms with other permanent documents.

Conflict of Interest Policy

 toolkit.capta.org/running-your-pta/planning-organizing/conflict-of-interest-policy/

Definitions

Conflict of Interest (also Conflict) means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust. Persons in a position of trust include staff members, officers, and members of the board of a unit, council or district of the California State PTA. Board means the executive board or executive committee. Officer means an officer of the board of directors, executive board or executive committee. Staff member means a person who receives all or part of her or his income from the payroll of any unit, council or district as well as the California State PTA. Members of the board include any officer or chairman of the executive board or executive committee. Supporter means corporations, foundations, individuals, 501(c)(3) nonprofits, and other organizations that contribute to the California State PTA.

Policy and Practices

In accordance with the California State PTA Bylaws, Article IV, Section 6: A PTA member shall not serve as a voting board member of a constituent organization at the local, council, district PTA, region, state or national level while serving as a paid employee of, or under contract to, that constituent organization.

Related Party Provision. For purposes of this provision, the term “interest” shall include personal interest, Interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern and having an immediate family member related by blood or marriage or member of the same household who holds such an interest in any concern. The term “concern” shall mean any corporation, association, trust, partnership, limited liability entity, firm, person or other entity other than the organization. No officer or board member of the association shall be disqualified from holding any office in the association by reason of being related to any person that has any interest in any concern. An officer or member of the board of the association shall not be disqualified because they are a related party from dealing, either as a vendor, purchaser or otherwise, or contracting or entering into any other transaction with the association or with any entity of which the association is an affiliate. No transaction of the association shall be voidable by reason of the fact that any officer or member of the board of the association is related to a person that has an interest in the supporter with which such transaction is entered into, provided:

- a. The interest of such officer or member of the board is fully disclosed to the executive board.
- b. Such transaction is duly approved by the board of directors not so interested or connected as being in the best interests of the association.

c. Payments to the related party of the interested officer or the member of the board are reasonable and do not exceed fair market value that shall be determined by a three bid process.

d. No officer or member of the board may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such transaction may be authorized.

e. Every officer and member of the board shall complete the annual questionnaire at the beginning of each fiscal year. This document shall be maintained as provided in the document retention policy.

Following full disclosure of a possible conflict of interest, the executive board shall determine whether a conflict of interest exists and if there is a conflict, the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect the PTA's best interests. Both votes shall be by a majority vote without counting the vote of any interested board member.

An interested member of the board, officer, or staff member shall not participate in any discussion or debate of the board, or of any committee or subcommittee, in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present member of the board.

Anyone in a position to make decisions about spending the PTA's resources (i.e., transactions such as purchases and contracts) – who also stands to benefit from that decision – has a duty to disclose that conflict as soon as it arises or when it becomes apparent; he or she should not participate in any final decisions.

A copy of this policy shall be given to all members of the board, officers, and staff members upon commencement of such person's relationship with the PTA or at the official adoption of this policy. Each board member, officer, and staff member shall sign and date the policy at the beginning of his or her term of service or employment and each year thereafter. Failure to sign does not nullify the policy.

Each member of the board, officer, and staff member shall annually sign a statement which affirms such person (see Conflict/Whistleblower Form):

a. Has received a copy of this conflict of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and

d. Understands that the PTA is a constituent organization of the California State PTA as a nonprofit corporation and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

Whistleblower Policy

 toolkit.capta.org/running-your-pta/planning-organizing/whistleblower-policy/

This **Whistleblower Policy** of the California State PTA: (1) encourages directors, officers, staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the association; (2) specifies that the association will protect the person from retaliation; and (3) identifies where such information can be reported.

1. **Encouragement of reporting.** The association encourages complaints, reports or inquiries about illegal practices or serious violations of the association's policies, including illegal or improper conduct by the association itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies. Other subjects on which the association has existing complaint mechanisms should be addressed under those mechanisms, such as raising matters of alleged discrimination or harassment via the association's president or the council/district president. This policy is not intended to provide a means of appeal from outcomes in those other mechanisms.

2. **Protection from Retaliation.** The association prohibits retaliation by or on behalf of the association against employees or volunteers for making good faith complaints, reports or inquiries under this policy or for participating in a review or investigation under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. The association reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

Where to report. Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the basis of the complaints, reports or inquiries. They should be directed to the association president and the council/district PTA president; if the president is implicated in the complaint, report or inquiry, it should be directed only to the council/district PTA president. The association or council/district will conduct a prompt, discreet, and objective review or investigation. Officers, volunteers, and staff must recognize that the association may be unable to fully evaluate a vague or general complaint, report, or inquiry that is made anonymously.

Professional Governance Certificate

The California State PTA has adopted the professional governance standards. Every PTA is encouraged to adopt professional governance standards at the beginning of each term.

The California State PTA will issue a certificate to each PTA that adopts the professional governance standards.

Mission Statement of the California State PTA

The mission of the California State PTA is to positively impact the lives of all children and families by representing our members and empowering and supporting them with skills in advocacy, leadership, and communications.

California State PTA Board of Managers, July 2007

Purposes of PTA

To promote the welfare of children and youth in home, school, community, and place of worship.

To raise the standards of home life.

To secure adequate laws for the care and protection of children and youth.

To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.

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.

The California State PTA would like to recognize your PTA for its work. Please notify the California State PTA that your PTA has adopted the Professional Governance Standards. A certificate will be mailed to the PTA president and a letter of acknowledgement will be sent to your administrator.

Name of PTA _____ ID# _____

Name of Principal _____ Number of PTA Executive Board Members _____

Name of PTA President _____

Mailing Address _____

Email Address _____

Date Adopted _____ Council _____ District _____

PTA President Signature _____ Print Name _____

Mail to: California State PTA, 2327 L Street, Sacramento, CA 95816-5014
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California State
PTA[®]
everychild.one voice.

**Professional
Governance
Standards**

Professional Governance Standards

The bylaws and standing rules for each PTA provide a framework for the organization. In order to operate effectively using this framework, PTA executive boards and individual board members will benefit from adherence to professional standards of governance.

Professional governance standards specify principles involved in governing responsibly and effectively and were developed to support PTA boards in their efforts to enhance their membership's and the community's understanding about the responsibilities of the PTA board.

The Individual Board Member

A PTA board member is a person elected or appointed to serve on a PTA executive board. Individual board members bring unique skills, values and beliefs to the PTA board and in order to function effectively, individual board members must work together for the association. To be effective, an individual board member:

- Recognizes and respects differences of perspective and style among the individual board members
- Acts with dignity and understands the implications of demeanor and behavior
- Honors the confidentiality of board discussions
- Is open to new ideas and suggestions
- Is familiar with the bylaws in respect to the individual position as well as the organization as a whole
- Understands that authority rests with the board as a whole and not with individuals
- Understands that the basis for all authority rests with the membership
- Participates in opportunities for training
- Commits the time and energy necessary to be an informed and effective leader
- Assists those with less experience
- Understands the distinctions between PTA and the school staff and refrains from performing functions that are the responsibility of the school district
- Values, supports and advocates for public education
- Represents the PTA only when authorized to do so

The PTA Executive Board

The members of the PTA executive board work together as a governance team which assumes collective responsibility for building unity and creating a positive climate during term of office. To operate effectively, the executive board:

- Develops a unity of purpose by involving parents/guardians, students, staff and community
- Communicates a common vision
- Operates with trust and integrity
- Remains responsive to input from the school community
- Governs in a professional manner, treating everyone with civility and respect
- Fulfills requirements set within bylaws and standing rules
- Takes collective responsibility for the board's performance
- Proposes for adoption by the membership a fiscally responsible budget based on the organization's vision and goals
- Monitors the fiscal health of the association regularly
- Ensures that safe and appropriate activities are provided to implement the goals
- Provides community leadership on issues that affect children and youth
- Works collaboratively with other groups and agencies that share the same concerns on issues that affect children and youth
- Encourages individual board members to attend available training opportunities
- Serves as a communication link between the home, school and community
- Evaluates the activities and direction of the board on a regular basis

“With strong leadership, PTA will have the competent, committed people necessary to be effective advocates for children and youth.”
California State PTA Toolkit

CONFLICT/WHISTLEBLOWER FORM ANNUAL QUESTIONNAIRE

Instructions: Please complete this form and give to your treasurer.

Treasurer: Please collect the Conflict/Whistleblower form from every board and committee member.

File the forms with the treasurer's records.

PTA NAME _____

NAME: _____ Telephone: _____

PTA POSITION: _____

Occupation: _____

Name of Employer: _____

Employer's Address: _____

City

State

Zip

1. I have read the California State PTA Conflict of Interest Policy: _____ Sign
2. I have read the California State PTA Whistleblower Policy: _____ Sign
3. I understand that as a board member, I have a responsibility to review the tax return: _____ Sign
4. Are you currently being compensated by the PTA for services rendered to the organization (whether as a part-time or full-time employee, independent contractor, consultant or otherwise) within the previous 12 months? _____ (yes or no)
5. Do you anticipate the receipt of compensation from the PTA for the rendering of services as described in question 1 above during the upcoming 12 months? _____ (yes or no)
6. If any person related to you by blood, marriage or cohabitation is currently being compensated by the PTA for services rendered to it as described in question 4 above within the previous 12 months, please list his or her name in the following space and indicate the person's relationship to you (if no such person is being compensated, please print the word "none" in the first space):
 Name _____ Relationship _____
7. If any person bearing any relationship to you as described in question 6 above anticipates the receipt from the PTA for the rendering of services to it as described in question 4 above within the next 12 months, please list his or her name in the following space and indicate this person's relationship to you (if no such person anticipates receipt of such compensation, please print the word "none" in the first space).
 Name _____ Relationship _____
8. Are you a director, an officer, an employee or an owner in any business or entity which has done business within the previous 12 months with California State PTA, or currently is, or is contemplating doing business with the business? _____ (yes or no)
 If yes, please explain type of business, type(s) of transaction(s), relationship:

9. I have received & read the CAPTA Professional Governance Standards. _____ (sign)

10. I am a PTA member of a Palo Alto PTA unit for the current school year. _____ (sign)

Signature _____

Date: _____

Type or print name _____