

Mansfield Band Parents Association, Inc.
Bylaws

Article I – Name

1.1 The name of the organization shall be Mansfield Band Parents Association, Inc., hereinafter referred to as MBPA or the organization.

Article II – Purpose

2.1 The purpose of MBPA is to provide support for the Mansfield School District bands and color guards. The MBPA support shall consist of operating funds, volunteer services and organizational coordination as requested by the Band Director.

2.2 The purposes for which MBPA are organized are exclusively within the meaning of Section 501 (c) (4) of the Internal Revenue Code or any related Internal Revenue law or code. MBPA will not carry on any activities not permitted by an organization exempt from federal income tax under applicable code section of the Internal Revenue Service.

Article III – Membership

3.1 All parents, guardians, persons with a child enrolled in Mansfield School bands and color guards shall be considered voting members of the organization. The band and color guard directors shall be non-voting advisory members. Both voting and non-voting advisory members are hereinafter referred to as members or membership, except as provided for voting. Any person wishing to serve the Association without a child participating in the band or color guard may do so at the discretion of the band director.

3.2 The members shall have the right and responsibility to attend meetings and events sponsored by MBPA. Voting members have the right to serve on committees and be nominated and elected to office. Voting members shall have the right to vote for the officers, review and approve the annual budget and approve amendments to these bylaws.

3.3 No member shall have any right or interest in any property or assets of MBPA.

3.4 No member shall be personally liable for debts, liabilities or obligations of MBPA.

Article IV – Meetings

4.1 The voting members present at any membership meeting of MBPA, provided at least seven voting members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum, any matter brought before the membership ~~at a meeting at which a quorum is not present shall be discussed and decided by those present, if such matter must be~~

~~decided before the next meeting.~~ The Executive Committee will decide if a matter must be voted ~~on~~ upon or can be delayed. Only such matters that must be decided, as determined by the Executive Committee, may be voted upon when no quorum is present.

4.2 There shall be at least one annual membership meeting in June at which the officers are elected. Regular business membership meetings may be held ~~the first Wednesday within the first week~~ of each month as determined by the Executive Committee or at the request of 10 or more members in writing to the Executive Committee. Adequate notice for all meetings shall be made by a member of the Executive Committee to the membership.

Article V – Executive Committee

5.1 The Executive Committee shall consist of the elected officers of MBPA.

5.2 The affairs, activities and operation of MBPA shall be managed by the Executive Committee who shall transact necessary business during intervals between membership meetings as may be referred to it by the membership or these bylaws.

5.3 The Executive Committee may meet to prepare for membership meetings and to conduct the affairs of the MBPA.

5.4 A quorum of the Executive Committee shall consist of a majority of the ~~at least three~~ officers. An officer may participate in such meetings by telephone or other electronic means.

5.5 Officers shall serve without compensation with the exception that expenses incurred in connection with the organization's business are allowed to be reimbursed with proper documentation and approval.

Article VI – Officers and their Election

6.1 The officers shall include one president, one vice-president, one secretary and one treasurer.

6.2 Any voting member may nominate themselves or another voting member to be an officer. Only those who have consented to serve shall be eligible for nomination. Officers shall be elected at the ~~June last~~ meeting of the fiscal year by voting members present. This is expected to be in June of each year. A quorum ~~shall~~ must be present to elect the officers. Officers shall assume official duties at the conclusion of the meeting at which they are elected.

6.3 Officers shall serve a term of one year. Officers may be elected for up to two consecutive terms in the same office. A vacancy occurring in any office shall be filled until the next membership meeting by a person elected by a majority vote of the remaining members of the Executive Committee. At the first membership meeting after such appointment, the

membership shall vote to confirm the appointment. In the event the appointment is not confirmed, the officer will be replaced following the nominating and election process.

Article VII – Duties of Officers

7.1 The president shall be a member of the Executive Committee and the principal executive officer of the organization and, in general, supervise and control all activities of MBPA. The president shall select and appoint the chairpersons of all standing committees, members to head special projects and liaisons to bands and color guards. The president shall be an ex-officio member of all committees.

7.2 The vice-president shall be a member of the Executive Committee and, in the absence of the president, shall perform the duties of the president. The vice-president shall perform other duties as may be assigned by the president or Executive Committee.

7.3 The secretary shall be a member of the Executive Committee. The secretary shall keep the minutes of membership and Executive Committee meetings and see that all notices of meetings are adequately made. The secretary will perform all duties incident to the office and such other duties as may be assigned by the president or Executive Committee.

7.4 The treasurer shall be a member of the Executive Committee. The treasurer shall have charge of and be responsible for all funds ~~including student accounts~~ of MBPA in accordance with the organization's policies. The treasurer shall present a written financial report, prepared in accordance with the organization's policies, at each membership meeting (no more than monthly) or at other times as requested by the Executive Committee. The treasurer shall also be responsible for the timely preparation of (or for retaining an appropriate person to prepare) all required tax and informational filings required by all jurisdictions.

7.5 When an elected officer or appointed person fails to attend three consecutive meetings or fails to perform their duties without adequate reason for a period of 60 days, the Executive Committee may remove that person by a majority vote and declare that position vacant. Any member of the Executive Committee that does not perform their duties or conduct themselves consistent with the core values of the organization may be removed by a majority vote of the Executive Committee. Any vacancy shall be filled according to section 6.3.

Article VIII – Finances

8.1 The Executive Committee, with input from the band and color guard directors, shall present to the membership at the first membership meeting after officers have been elected, or as soon as practicable, a budget of anticipated revenues and expenses for the year. The budget shall be voted on by the membership and used to guide the activities of MBPA during the year. See Article 8.4 for authorization to purchase budgeted and non-budgeted items. ~~Any substantial deviation from a budgeted expense line item must be approved in advance by the membership.~~

~~For these purposes, a substantial deviation may mean \$200 or more than a 20% increase from the budgeted line item.~~

8.2 The Executive Committee may authorize any officer to enter into contracts or agreements for the purchase of materials or services for the organization.

8.3 No loans shall be made by the organization to its officers, members or students.

8.4 ~~All payments budgeted and non-budgeted purchases must be authorized pre-approved (evidenced by signature – manual or electronic) by an officer. If an officer initiates a purchase, it must be pre-approved by another officer, the president.~~

- ~~Budgeted items: if a purchase exceeds the budgeted line item by \$250, it must be pre-approved by the membership.~~
- ~~Non-budgeted items: if a purchase exceeds \$250, it must be pre-approved by the membership. For non-budgeted expenditures less than \$250, the expenditure must be pre-approved by the president. For non-budgeted expenditures of \$250 or greater, the expenditure must be pre-approved by a vote of the membership.~~

~~After confirming above approvals, all payments of money (checks or electronic transfers) on behalf of MBPA shall be signed or executed by the treasurer (or, in the treasurer's absence, the president) after approval by the president. All payments signed and executed by the president must be pre-approved by the vice president. All payments shall be made as soon as practicable upon receipt of invoice and approval for payment.~~

8.5 The treasurer shall receive and give receipts for monies paid to MBPA from all sources and shall deposit, as soon as practicable, such funds in the MBPA operating ~~and student bank~~ accounts.

8.6 ~~The treasurer shall maintain a separate listing accounting bank account for all student funds credits which have been earned from participating in food services fund raisers. With written approval from the student's parent or guardian, the~~ Each student's balance credits may only be used to offset their share of expenses related to various band or color guard functions and activities. ~~With written approval from the student's parent or guardian, the treasurer will transfer the approved amount from the student account to the MBPA operating bank account.~~

~~If a student has credits Funds remaining in a student account upon at the end of a school year, they shall:~~

- Be retained for the student or the student's sibling if the student or sibling is expected to return or participate in the bands or color guards within one academic year, or
- ~~Be gifted to another student's account, gifted to a band or color guard for a specific purpose or gifted to the operating account, or~~
- Revert to the operating account if the student graduates or otherwise leaves the district without specifying either of the above.

8.7 Financial policies and procedures are set forth in Appendix A.

8.8 The fiscal year of MBPA shall be as set forth in the articles of incorporation and may be changed by a resolution of the Executive Committee.

8.9 Records will be retained by the treasurer as follows:

- Year-end treasurer's reports and IRS and other jurisdictions' correspondence and tax filings will be kept permanently.
- Periodic treasurer's reports will be kept for three years and then destroyed.
- Bank statements, canceled checks, registers, invoices and related documents will be kept for seven years and then destroyed.

Article IX – Conflicts of interest

9.1 Officers and members shall refrain from any actions or activities that impair, or appear to impair, their objectivity in the performance of their duties on behalf of MBPA. A conflict of interest may exist when the direct, personal financial or other interests of any officer or member competes or appears to compete with the interests of MBPA. If any such conflict arises, the interested person shall call it to the attention of the Executive Committee for resolution. If the conflict relates to a matter requiring a vote, such person shall not vote on the matter. When there is a doubt as to whether any conflict of interest exists, the matter shall be resolved by a vote of the Executive Committee, excluding the interested party who is the subject of the possible conflict.

9.2 A person having a conflict shall not participate in the final deliberations or decision or vote regarding the matter under consideration and shall retire from the room in which it is being discussed. However, the person may be permitted to provide the Executive Committee or members present any and all relevant information.

9.3 The minutes of the meeting shall reflect that the conflict was disclosed and the interested person was not present during the final discussion or vote and did not vote on the matter.

Article X – Amendments

10.1 – These bylaws may be amended at any membership meeting by a majority of the members present, provided at least a 30 day notice of the proposed amendment(s) has been made to the membership. The membership may waive the required notice. All amendments duly made and passed will be filed with the Commonwealth of Massachusetts and attached to this document.

Article XI – Indemnification

The members of MBPA may be indemnified by the organization against all expenses and liabilities, including legal fees, reasonably incurred or imposed upon such members in connection with any threatened, pending or completed action, suit or proceeding to which they may become involved by reason of being a member of MBPA, unless adjudged to be liable for negligence or misconduct in the performance of their duties on behalf of MBPA. In the event of a settlement, the indemnification shall only apply when the Executive Committee approves such a settlement as being in the best interest of MBPA. All indemnifications will only be available and paid from insurance coverage that the Executive Committee decides to have in place.

Article XII – Dissolution

12.1 – The dissolution of MBPA shall require the affirmative vote of two-thirds (2/3rds) of the members present at a membership meeting. Any member wishing to bring a motion to dissolve MBPA must inform the secretary at least 30 days in advance of such a motion being made. The secretary’s notice for the meeting must include mention of the party intending to bring a motion to dissolve.

Certification – We hereby certify that the foregoing bylaws, including Appendix A and Appendix B, constitute the bylaws of Mansfield Band Parents Association, Inc. adopted by the voting members of this organization as indicated below:

Kevin Brown, President

Date

~~Cheryl Duffy~~ Linda Thompson, Vice President

Date

APPENDIX A – FINANCIAL POLICIES AND PROCEDURES

Annual Budget – An annual budget with line items showing the amount of each expected income and expense item shall be developed by the Executive Committee ~~shortly when practicable after their election,~~ and presented to the membership for their review and approval. The annual budget may be amended from time to time by a vote of the membership as needed.

Bank Accounts:

- All bank accounts shall be opened in an FDIC insured institution approved by the Executive Committee. Such accounts shall be in the legal name of MBPA using the organization's EIN (employer identification number). Only the president and treasurer shall be the authorized signers and have online access to all bank accounts.
- MBPA shall not engage in any investing activities, except, that from time to time, cash in excess of operating needs may be deposited in a higher yielding money market account in insured FDIC institutions.
- Bill payments shall be made from the organization's bank account. Online payments are permitted, however all payments must follow the policies and procedures regardless of the method of payment used. Additional policies and procedures are as follows:
 1. All checks shall be numbered and held in the custody of the treasurer.
 2. All payments shall correlate to an approved invoice or receipt. If a receipt or invoice is not available, a member shall write and the president shall approve a description of what was purchased.
 3. Pre-signing blank checks is prohibited.
 4. Bank statements and related reconciliations shall be prepared by the treasurer and reviewed by at least one other officer or designee (without signature authority) to ensure financial oversight and control. The review shall take place no less frequently than twice a year.
- A debit or credit card may be established in the name of MBPA and will be in the physical custody of the treasurer or president. The Executive Committee will authorize members eligible to use the debit or credit card. The use of the debit or credit card requires preapproval of the expected expenditure by the president or vote of the membership if appropriate. The use of the debit or credit card is governed by the policies for all expenditures.

Cash

- All cash must be kept in a secure location until its timely deposit in the bank.
- For all events or activities in which cash is collected, the cash should be evidenced by a receipt indicating the date, event, amount and signature of the preparer. The cash should be counted by a second person and the receipt should bear the signature of the second counter. The cash must be deposited as soon as practicable with evidence of the deposit (deposit slip) bearing a reference to the cash receipt that was prepared.

Financial Reports and Documents:

The treasurer shall provide a financial report at membership meetings (at most monthly) or to the Executive Committee as requested that includes;

1. Statement of year to date and month to date receipts and disbursements (statement of activities) as compared to annual budget. Significant variances from budget will be explained.
2. Aggregate beginning balance, receipts, transfers and ending balance of the student ~~bank account~~ credits.
3. Copy of ~~operating and student account~~ bank statements and reconciliations, if needed.
4. A detailed list of outstanding expenses, purchase orders and contractual obligations.

Organizational Documents:

Each member of the Executive Committee will be responsible to be in possession of the following documents and such others as they deem necessary to maintain control over the operating activities of MBPA:

- Articles of incorporation and bylaws, including all amendments
- Current budgets as approved and amended
- Insurance policies
- Executed contracts
- Tax status determination letter

Each outgoing officer is responsible to transfer such documents to their successor as necessary to carry on the affairs of MBPA. In addition, they are expected to inform their successor on how to execute the duties and responsibilities of their office.

APPENDIX B – SAMPLE FINANCIAL REPORTS AND SCHEDULES

Mansfield Band Parents Association
Statement of Month and Year to date Activity
Month being reported

October, 20XX

	Previous Month's Year to Date	Current Month Activity	Year to Date	Most Recent Annual Budget	Actual Spending less (greater) than Budget	Comment
Available Cash Balance, Beginning	4,012.00	6,847.70	4,012.00			
Interest	6.84	0.44	7.28			
Net Receipts:						
Gross Revenues Gillette	1,183.04	3,443.50	4,626.54			
Gross Revenues Deutsche Bank	3,200.00		3,200.00			
Family Fun Night	895.32		895.32			
Canning/Car Wash	815.00		815.00			
Pointsettias	-		-			
Home Show	-		-			
Payments from Students	-		-			
Payments from Students' Credits (see separate analysis)	-		-			
xxxx						
Budgeted expenditures:						
Percussion budget	(489.00)	(68.00)	(557.00)	(7,800.00)	7,243.00	Mallets
Varsity Color Guard budget	(700.00)	(77.00)	(777.00)	(6,250.00)	5,550.00	Rifles
JV Color Guard budget				(3,274.00)	3,197.00	Supplies
Winter activities copyright budget				(2,450.00)	2,450.00	
Marching Band budget	(90.00)	(88.00)	(178.00)	(1,000.00)	822.00	Supplies
Disbursements:						
Insurance expense	(688.00)		(688.00)			
Band Camp expenses		(363.37)	(363.37)			Bls food, supplies for cookout, getorade for camp
Supplies	(312.50)		(312.50)			
Deposit Big E Bus		(625.00)	(625.00)			
Busses to Dayton						
Hotel in Dayton						
Credits to Students (see separate analysis)	(985.00)	(825.00)	(1,810.00)			
xxxx						
xxxx						
Available Cash Balance, Ending	6,847.70	8,245.27	8,245.27	(20,774.00)		
Current Balance, Student Credits			4,828.00			
Total Cash, Ending			13,073.27			
Cash Balance per bank			13,073.27			
Difference			-			
<hr/>						
Near Term known/expected Receipts and Disbursements	Expected Date	Expected Amt				Comment
Receipts:						
Gillette	11/15/20XX	2,200.00				2 Games, 10/12 and 10/19
Student Payment for Dayton	11/1/20XX	15,000.00				First Dayton payment
Disbursements:						
Band Shoppe	11/5/20XX	(560.00)				Color Guard supplies
Total		16,540.00				

Mansfield Band Parents Association
 Statement of Month and Year to date Activity
 Student Credits (in the aggregate)
 Month being reported

October, 20XX

	Previous Month's Year to Date	Current Month activity	Year to Date	Comment
Student Credits, Beginning	3,018.00	4,003.00	3,018.00	
Transfers in:				
Gillette	425.00	825.00	1,250.00	
Deutsche Bank	560.00		560.00	
xxxxx				
xxxxx				
Transfers out:				
Dayton			-	
Other/Forfeiture			-	
xxxxx			-	
xxxxx			-	
Student Credits, Ending	<u>4,003.00</u>	<u>4,828.00</u>	<u>4,828.00</u>	