

The Mansfield Band Parents Association

2023 - 2024
By - Laws

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ARTICLE I - Name of Organization

The name of the organization shall be Mansfield Band Parent Association hereinafter referred to as MBPA or the organization.

ARTICLE II - Mission Statement

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. The purposes for which MBPA are organized are exclusively within the meaning of Section 501(c) (3) 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 the applicable code section of the Internal Revenue Service.

ARTICLE III - Policies

The policies of this organization will be in accord with the policies of the school authorities.

ARTICLE IV - Fiscal Year

The fiscal year for the MBPA will run from August 1st through July 31st

ARTICLE V - Membership

1. All parents, guardians, persons with a child enrolled in Mansfield High School and Qualters Middle School bands and Varsity and Mini 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.
2. The members shall have the right and responsibility to attend meetings and events sponsored by MBPA. Voting members have the right to service on the 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. No member shall have any right or interest in any property or asset of MBPA.
4. No member shall be personally liable for debts, liabilities or obligations of MBPA.

ARTICLE VI - Meetings

1. A meeting of the Board shall be held monthly, excluding July.
2. To take action, two-thirds of the Board must be present.
3. General membership meetings shall be held monthly or more frequently at the request of 10 or more members in writing to the Board. Adequate notice for all meetings shall be made by a member of the Board to the membership.
4. A minimum of one (1) general meeting and the annual meeting (as defined) will be called by the Board.
5. At least seven voting members must be present and constitute a quorum for the transaction of business. In the absence of a quorum, any matter brought before the membership shall be discussed by those present. The Board will decide if a matter must be voted upon or can be delayed. Only such matters that must be decided, as determined by the Board, may be voted upon when no quorum is present.
6. The annual meeting shall take place on the first (1st) Thursday in June, and shall include the election of officers. At the meeting, year-end final reports of the Treasurer and final reports of the standing committees shall be presented to the membership.

ARTICLE VII - Rules of the Meetings

Robert's Rules of Order (revised) shall govern the meetings of MBPA. In cases where *Robert's Rules of Order* are inconsistent with the by-laws of MBPA, the by-laws of MBPA shall always apply.

ARTICLE VIII - The Board and their Election

1. The Board shall consist of the elected officers of MBPA and include one President, one Vice President, one Treasurer, and one Secretary.
2. Any current MBPA member is eligible to run for office. Any voting member may nominate themselves or another voting member to be an officer. Officers shall be elected and installed at the June General Meeting and begin their term on August 1st.
3. All officers, except the Treasurer, shall serve a term of one year. The Treasurer will serve a two year term. 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 Board. At the first membership meeting after such an 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. No officer shall serve in the same office for more than two (2) consecutive terms. This may be waived by two-thirds majority of the Board for only one (1) additional term.
4. In the event there is no nominee on the ballot for an office at the time of elections, any MBPA member is eligible to be nominated from the floor.
5. The term of office shall be from August 1st through July 31st. The term shall coincide with the fiscal year.
6. The Board will meet to prepare for membership meetings and to conduct the affairs of the MBPA. A quorum of the Board shall consist of a majority of the officers. An officer may participate in such meetings by telephone or other electronic means.
7. 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 IX - Duties of Officers

1. The President shall be a member of the Board 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. The President shall act as liaison, working with the Director of Music, along with the MPBA's Board, to maintain the Mansfield Music Program at its highest level. President shall review all financial expenditures and receivables each month in accordance with the Liability Insurance Policy.
2. The Vice President shall perform all the duties of the President in the absence or inability of that officer to act; and shall assist the President and committee chairs when called upon.
3. The Secretary shall keep the records, minutes of each meeting, and shall maintain a copy of the MBPA by-laws. The Secretary shall issue adequate notice of the meetings, prepare an agenda, conduct all correspondence of the organization and perform any other duties delegated to this office.
4. The Treasurer shall receive all monies of the organization, shall keep such for the benefit of the organization and keep accurate records of the receipts and expenditures. The Treasurer shall also be responsible to complete and file all Federal and State tax forms as required by law. A treasurer's report shall be available to be included with the minutes of each meeting.
5. When an elected officer or appointed person fails to attend three (3) consecutive meetings or fails to perform their duties without adequate reason for a period of 60 days, the Board may remove that person by a majority vote and declare that position vacant. Any member of the Board 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 Board. Any vacancy shall be filled according to section 9.3

ARTICLE X - Nomination

1. Notification, for the purpose of soliciting candidates for office, must be sent to the entire membership of the MBPA at least sixty (60) days,

which will coincide with the April general meeting, prior to the Annual Meeting.

2. The names of members running for each office will be posted and the membership will be notified of the candidates at least thirty (30) days, which will coincide with the May general meeting, prior to the Annual Meeting.
3. The final ballot will be voted on at the June general meeting.

ARTICLE XI - Rules of Election

1. No candidate may run for more than one office.
2. All candidates must submit their names in writing for nomination before their names can be placed on the ballot.
3. Nomination from the floor for any office can only be made if there is no nominee on the ballot.
4. Election and installation of officers shall be conducted at the Annual Meeting.

ARTICLE XII - Standing Committees

Standing Committee chairs are a self-nominating position and are asked to attend the general meetings and may attend the board meeting at their request.

1. **Scholarship:** Scholarships shall be awarded according to the guidelines approved by the Scholarship Committee and the Board. A copy of the Scholarship Policy will be made available for every member at their request and is available online at mansfieldbandparents.org.
2. **Gillette:** The co-chairs of the Gillette Fundraising committee will work with Gillette to secure the current year's contract of events, number of volunteers required for the booth, creation of the sign up genius and managing Vinyl for Gillette (with help from the Board if needed). Co-Chairs will also help to train Stand & Kitchen managers so they are able to complete beginning and end of night's stand paperwork.

3. *Uniforms:* The work of this committee will be to distribute, collect and maintain uniforms. They will also keep accurate records and with the appointed staff member, inspect and enforce proper uniform maintenance prior to each performance.
4. *Grants:* The Grants and Fundraising Coordinator is responsible for finding and completing applications for funding, including the applications to foundations, trusts or governments, as well as pre-award planning, organization, and preparation, and the post-award administration of grants.
5. *Website:* The duties of the website coordinator are to update and maintain the MBPA web page (mansfieldbandparents.org) in accordance with the procedures established by this committee.

Article XIII – Finances

1. The Board, 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 a quorum of the membership and used to guide the activities of MBPA during the year. See Article 13.4 for authorization to purchase budgeted and non-budgeted items.
2. The Board may authorize any officer to enter into contracts or agreements for the purchase of materials or services for the organization.
3. No loans shall be made by the organization to its officers, members or students.
4. All budgeted and non-budgeted purchases must be 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.
5. Budgeted items: if a purchase exceeds the budgeted line item by \$500, it must be pre-approved by the membership.
6. Non-budgeted items: if a purchase exceeds \$500, it must be pre-approved by 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). All payments shall be made as soon as practicable upon receipt of invoice and approval for payment.

7. 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 accounts.
8. The treasurer shall maintain a separate accounting for all student credits which have been earned from participating in fundraisers. With written approval from the student's parent or guardian, the student's credits may be used to offset their share of expenses related to various band or color guard functions and activities. If a student has credits remaining at the end of a school year, they shall:
 - a. 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
 - b. Revert to the operating account if the student graduates or otherwise leaves the district.
9. Financial policies and procedures are set forth in Appendix A.
10. 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.
11. Records will be retained by the treasurer as follows:
 - a. Year-end treasurer's reports and IRS and other jurisdictions' correspondence and tax filings will be kept permanently.
 - b. Periodic treasurer's reports will be kept for three years and then destroyed.
 - c. Bank statements, canceled checks, registers, invoices and related documents will be kept for seven years and then destroyed.

Article XIV – Conflicts of interest

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 Board 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 Board, excluding the interested party who is the subject of the possible conflict.
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 Board or members present any and all relevant information.
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 XV - Amendments

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 XVI - Indemnification

1. The Members of MBPA shall be defended, indemnified, and held harmless by the organization against all expenses and liabilities, suits, actions, and related damages including, without limitation, reasonable 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 they are adjudged to be

liable for negligence or willful misconduct in the performance of their duties on behalf of MBPA. In the event of a settlement, the indemnification shall only apply when the Board approves such a settlement as being in the best interest of MBPA. The indemnified party shall provide to MBPA, at MBPA's expense, all reasonable assistance in defending any claim, suit or action covered by this Section 16. The indemnified party shall have the right, at its expense, to be represented by its own counsel in any such claim, suit or action. All indemnifications will only be available and paid from insurance coverage that the Executive Committee decides to have in place.

Article XVII - Dissolution

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.
2. Upon certified dissolution of the MBPA, any assets shall be given to _____
3. 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:

President

Date

Vice President

Date