

# Mulberry Band Parent Association, Inc.

## BYLAWS

### ARTICLE I

#### NAME

The name of the organization shall be **MULBERRY BAND PARENT ASSOCIATION a/k/a MBPA**, a non-profit organization. For the purposes of these bylaws and clarification, Mulberry Band Parent Association shall be referred to as **MBPA**.

### ARTICLE II

#### PURPOSE

##### Section 1: GENERAL PURPOSES

The organization is organized and operated for the following general purpose:

- Exclusively for educational and charitable purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1986 (as amended) or the corresponding provision of any future United States internal revenue law.

##### Section 2: SPECIFIC PURPOSES

The specific purposes of the organization include, without limitation, the following:

- To assist in the financial support and operations of the Mulberry instrumental music programs. • To strengthen the Mulberry instrumental music program by supporting their goals and objectives.
- To assist the director, the staff, and the students with administrative and logistical support as requested.
- To be an advocate in all matters pertinent to the Mulberry instrumental music programs, while remaining within the jurisdiction of the School Board of Polk County and the Mulberry High School administration.
- To build and maintain an organization of people who will help promote a positive image of the Mulberry instrumental music programs throughout the community.
- To work with the director to provide a positive communication network between the director, parents, and students participating in the Mulberry instrumental music programs.

### ARTICLE III

#### MEMBERSHIP

##### Section 1: ENROLLMENT

There shall be two types of members in this association.

- Parent Membership: Parent membership shall consist exclusively of the parents or legal guardians of the participating students of the Mulberry instrumental music programs supported by MBPA.
- Director Membership: All instrumental music directors shall be deemed members of the association.

##### Section 2: QUALIFICATIONS OF MEMBERSHIP

- Parent Membership: Shall be open to the parent(s) or legal guardian(s) of any student participating in any MBPA supported programs. Only members in good standing of the organization shall be eligible to participate in its business meetings, or to serve on any of its elected or appointed positions. Membership in good standing shall include:

1. Current payment of fees according to the fee schedule and as determined by the Instrumental Music Director.
2. Student(s) maintain good standing in the Mulberry instrumental music program through requirements determined by the band manual or Mulberry High School administration. B. Director Membership: The Instrumental Music Director and contracted staff members shall be members of the association. The Instrumental Music Director and contracted staff members must be employed by Polk County Schools and/or be contracted with MBPA and must have a current volunteer form on file with both Polk County Schools and MBPA.

### Section 3: VOTING

- A. Parent Membership: Each parent member shall have a vote in all matters as provided for in these bylaws.
- B. Director Membership: The Instrumental Music Director shall have voting rights, while other contracted staff of MBPA shall have non-voting membership rights.

### Section 4: TERM

- A. General membership runs from July 1<sup>st</sup> – June 30<sup>th</sup>.

## **ARTICLE IV** **BOARD OF DIRECTORS**

### Section 1: DUTIES AND POWERS

- A. The Board shall set the date, time, and location of meetings.
- B. The Board shall have general charge and control of the meetings, funding, and property of MBPA.
  - C. The Board shall present to the Membership all proposed major program activities and fundraising projects as requested and/or agreed upon by the Instrumental Music Director.

### Section 2: REMOVAL, RESIGNATION

- A. Any Board member may resign from the office at any time by giving written notice to an officer of the organization.
- B. Any director may be removed with or without cause by a two-thirds vote of all of the other directors then in office, at a meeting of the Board of Directors, provided the notice of the meeting states that the purpose, or one of the purposes, of the meeting is the removal of the director.
- C. Cause for removal exists (without limiting other causes for removal) whenever a director:
  1. Fails to attend three (3) consecutive regular meetings of the Board of Directors;
  2. Is convicted of a felony;
  3. Has committed a material breach of his or her fiduciary duty;
  4. Has committed an act of moral turpitude; or
  5. Ceases to be a member in good standing of the organization while in office as a director.

### Section 3: VACANCIES

- A. The Board shall fill any vacancies that occur during a term year by a vote of the majority of the remaining directors, which shall be in effect until the next general membership meeting, when the appointment shall be ratified.
- B. The director so chosen shall serve for the balance of the unexpired term of the vacant office.

## **ARTICLE V** **OFFICERS**

### Section 1: TITLES AND CLASSIFICATIONS

- A. The “**Board**” shall consist of the following officers of MBPA and shall perform the duties as defined in these bylaws: Instrumental Music Director, Mulberry High School Principal (ex-officio member, non-voting), President, Vice President of Band, Vice President of Guard, Secretary,

Treasurer, Fundraising Chairperson, Communications Officer, Volunteer Coordinator, and Assistant Music Directors (non-voting). (Others to be determined as needed).

- B. The “**Executive Committee**” shall consist of the following officers of MBPA and shall perform the duties as defined in these bylaws: Instrumental Music Director, President, Vice President of Band, Vice President of Guard, Secretary and Treasurer.

## Section 2: ELECTION

- A. The election of the officers constituting the Board shall be by ballot vote of members present at the annual meeting of the school year. If a candidate is unopposed, a voice vote shall be used. B. A minimum of three (3) members of the Executive Committee not on the current ballot shall be present to count the ballots and validate the results. If unable to meet this requirement, the Instrumental Music Director shall first appoint other members of the Board and if necessary, parent members to count and validate the results.

## Section 3: LENGTH OF TERM

- A. The length of term shall be from June 1<sup>st</sup> – May 31<sup>st</sup>.

## Section 4: NUMBER OF TERMS

- A. There shall be no term limits for officers. However, all officers must be slated at the end of each term.

## Section 5: POWER AND DUTIES OF OFFICERS

### A. **Instrumental Music Director**

- A. Works with the President to establish the agenda for the regular Board meetings.  
B. With the approval of the Board, is authorized to execute in the name of MPBA, all contracts and other documents, either generally or specifically on behalf of MBPA.  
C. Shall be an ex-officio member of all standing and ad hoc committees.  
D. In consultation with the MBPA President, shall have the authority to disperse funds, not to exceed \$500, to assist students demonstrating a financial need. The definition of financial need shall encompass, but not be limited to, the following fees: t-shirt, instrument rental, travel, and any such other fees as determined by the Instrumental Music Director, within the established budget.  
E. Shall act as the liaison for the Mulberry High School Administration to MBPA.  
F. Has the ultimate responsibility to override any decision made by the Board if, in his/her opinion, the decision does not meet the specific purposes set forth in Article II, Sections 1 & 2 of these bylaws.

### B. **President**

1. Works with the Instrumental Music Director to establish the agenda for the regular Board meetings.
2. Shall, when present, preside over all meetings of the Board, the Executive Committee, Special Meetings and the General Membership.
3. With the approval of the Board, is authorized to execute in the name of MBPA, all contracts and other documents, either generally or specifically on behalf of MBPA.
4. Shall oversee the Executive Committee.
5. Shall be an ex-officio member of all standing and ad hoc committees.
6. In consultation with the Instrumental Music Director, shall have the authority to disperse funds, not to exceed \$500, to assist students demonstrating a financial need. The definition of financial need shall encompass, but not be limited to, the following fees: t-shirt, instrument rental, travel, and any such other fees as determined by the Instrumental Music Director, within the established budget.

7. Shall cast the tie breaking vote in the event of a tie vote of the Board or the Executive Committee.
8. Shall act as the liaison for MBPA to the Mulberry High School administration.

#### **C. Vice President(s)**

**There shall be 2 Vice Presidents: VP of Band, and VP of Guard** 1. Shall serve as an aide to the President.

2. In the event of a temporary absence of the President, shall preside over meetings as requested.

3. In case of extended absence, disability, or resignation of the President, one of the Vice Presidents shall assume the duties of the President as decided by a majority vote of the Board. 4.

Vice presidents of band and guard shall work with the fundraising chairman and volunteer coordinator to run and staff events and fundraisers for their applicable programs.

#### **D. Secretary**

1. Shall take accurate minutes of all meetings and keep a book of minutes of all meetings of the directors. This book shall be maintained in the office of the Instrumental Music Director. 2. Shall send the webmaster meeting minutes to be posted on the MBPA website after Board approval.

3. Shall keep an updated membership roster, which shall be maintained in the book of minutes located in the office of the Instrumental Music Director.

4. Shall coordinate with school officials on filling legal "public record" requests. 5. Shall send out thank you notes and/or other necessary correspondence as requested by the President, Instrumental Music Director, or the Board.

6. Shall perform all such other duties as may be delegated by the Board.

7. Maintains all data information for current program participants and their families.

8. Ensures all required forms are submitted and kept on file.

9. Ensures all required forms are submitted to the school and available for trips.

10. Ensures the required information is entered into CHARMS.

11. Creates and maintains a database of parent contact information.

12. Sends out mass emails to parents at the request of the Board and/or Instrumental Music Director.

13. Sets up a phone tree for last minute/emergency phone calls.

14. Makes sure the parents have all the paperwork they need.

15. Sends email notifications to volunteers at the request of the Volunteer Coordinator.

16. Maintains the MBPA Facebook page/Instagram.

17. Maintain media contacts and sends out media notifications as requested.

18. Sends out meeting notifications.

19. Maintains a list of approved chaperones.

20. Assists the vice presidents of band and auxiliary to coordinates chaperones needed for each event.

#### **E. Treasurer**

1. Shall receive and log all monies received by MBPA.

2. Shall pay out funds only as authorized by the Board and approved in the annual budget.

3. Shall keep full and accurate accounts of all receipts and expenditures.

4. Shall disburse funds, collect payments of fees, prepare the monthly and year-end financial statement, and other financial duties as requested and/or authorized by the President or Board.

5. Shall deposit all money in such depositories as designated by the Board of Directors.

6. Shall keep an up-to-date balanced accounting of fees owed and paid by each student.

7. The office of the Treasurer may be bonded in an amount determined by the Board.

8. Shall present a Statement of Account at every regular meeting of the Board and at other times

as requested by the Board and make a full report at the annual meeting. The Statement of Account shall be given to all members of the Board and Principal of Mulberry High School. 9. Shall submit documentation annually to maintain the 501(c) (3) status.

10. Is responsible for reviewing the requests for ID and Passwords for access to any and all online computer programs involving student accounts and financial information, including but not limited to maintenance of such programs as CHARMS.

#### **F. Fundraising Chairperson**

1. Coordinates and oversees the Fundraising Committee.
2. Coordinates sales of advertisement
3. Coordinates with Volunteer Coordinator to staff merchandise tables at events.
4. Presents potential fundraising ideas to the Instrument Music Director and then to the Board and coordinates plans for the year.

#### **G. Volunteer Coordinator**

1. Obtain volunteers for all events including the concession stand.
2. Ensure all volunteers are approved by Polk County Schools or have an application pending. 3. Responsible for giving a list of volunteers for each event to the band director, the president, and the athletic booster club designee during football season.
4. Submit hour sheets monthly to volunteer coordinator in the office for recording.
5. Maintain records in volunteer manual.
6. Assists the vice presidents of band, and auxiliary to coordinate chaperones needed for events.

### **ARTICLE VI** **MEETINGS**

#### **Section 1: GENERAL MEMBERSHIP MEETINGS**

- A. There will be a minimum of three (3) general membership meetings of MBPA annually. The dates of these meetings shall be determined by the Board.
- B. A meeting of the general membership must be announced at least seven (7) days prior to the meeting date.
- C. A majority of members present at any general membership meeting shall constitute a quorum.

#### **Section 2: ANNUAL MEETING**

- A. A general membership meeting held in the month of April shall be known as the Annual Meeting and shall be for the purpose of electing officers, receiving proposals from assistant directors/instructors, receiving reports from officers and committees, and for any other business that may arise.
- B. The Annual Meeting of the general membership must be announced at least seven (7) days prior to the meeting date.
- C. A majority of members present at the annual meeting shall constitute a quorum.

#### **Section 3: BOARD MEETINGS**

- A. The Board shall meet a minimum of six (6) times during the school year.
- B. Meetings of the Board shall be called by the President.
- C. All members of the Board must be provided a minimum of five (5) days' notice of all Board meetings.
- D. A majority of members present of the Executive Committee, shall constitute a quorum. E. A report of the Board meetings shall be presented to the Membership at the next general meeting.

#### **Section 4: SPECIAL MEETINGS**

A. Special meetings of the Board of Directors for any purpose(s) may be called at any time by the

President, or, if the President is absent, or unable or refuses to act, by one-third of the directors then in office.

B. Notice of the time and place of special meetings of the Board shall be given personally to the directors or sent by mail or other form of communication at least three (3) days in advance. C. A majority of members present at a special meeting shall constitute a quorum.

#### Section 5: EXECUTIVE COMMITTEE MEETINGS

A. In an emergency situation, a meeting of the Executive Committee may be called for the purpose of doing business.

B. Meetings of the Executive Committee shall be called by the President.

C. All members of the Executive Committee must be provided at least three (3) days' notice of all Executive Committee meetings.

D. A majority of Executive members present of the Executive Committee shall constitute a quorum.

E. A report of an Executive Committee meeting shall be presented at the next Board meeting with all voting items to be ratified by the Board.

#### Section 6: ACTION BY UNANIMOUS WRITTEN CONSENT

A. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting and with the same force and effect as if taken by a majority vote of directors, if authorized in writing, including all forms of electronic communication, signed individually or collectively by a majority of all directors. Such consent shall be filed with the regular minutes of the Board.

#### Section 7: NOMINATING

A. A ballot for the new Board shall be presented for review no later than the last general membership meeting prior to the Annual Meeting.

### **ARTICLE VII** **COMMITTEES**

#### Section 1: COMMITTEE CHAIRPERSON(S)

A. The Chairperson of each standing committee is responsible for scheduling and running a standing committee meeting and reporting to the Board.

B. Committee Chairpersons shall represent their committee at the Board meetings and General Membership meetings as requested by the Board.

C. The Committee Chairperson does not have legal authority to enter into any contracts on behalf of **MBPA** without the explicit written authority of the Board.

D. Committee Chairpersons do not have voting privileges on the Board.

#### Section 2: COMMITTEE NAMES AND DUTIES

A. Standing Committee(s) of MBPA

##### 1. Fundraising Committee

a. Members shall include Fundraising Chairperson, President, Instrumental Music Director, and all Vice Presidents of MBPA.

b. Monitors all fundraising activities.

c. Researches and recommends fundraising opportunities and timelines for implementation.

d. Prepares proposal for each fundraiser with the Treasurer's input for the Board.

e. Develops and implements fundraising plan with approval from the Board.

##### 2. Nominating and Legislative Committee

a. Members shall include President, Instrumental Music Director, and all Vice Presidents of MBPA.

- b. Oversees all elections of MBPA.
- c. Reviews the bylaws annually and recommends proposed changes to the Board.
- d. Reviews member submitted bylaw changes to ensure consistency with the Articles of Incorporation.
- e. Chairperson shall serve as parliamentarian during any meeting.
- f. Receives nominations and oversees election, commencing January 5<sup>th</sup> of each year until March 31<sup>st</sup> of the same calendar year.
- g. Ensures eligibility of any parent/guardian member in good standing to hold office on this committee.
- h. Ensures each candidate understands the responsibilities of the position for which they are being nominated.
- i. Ensures each candidate's desire to hold office upon nomination.
- j. Presents a ballot for review at the first General Membership Meeting in March.
- k. Accepts any other nominations from the floor at the General Membership Meeting in March.

**B. Ad Hoc Committee(s) of MBPA**

- 1. The Board may appoint an ad hoc committee(s) to work on specific and time-restraint issues that are of interest and benefit to MBPA.
- 2. An ad hoc committee(s) shall only possess those duties and responsibilities explicitly stated in their formative resolution and shall be dissolved upon completion of the specific task.
- 3. An ad hoc committee must have at least one (1) member of the Executive Committee in membership.
- 4. Ad Hoc committee chairpersons do not have voting privileges on the Board.

**ARTICLE VIII  
FUNDS AND EXPENDITURES**

**Section 1: ASSOCIATION FUNDS**

- A. Derived from, but not limited to: donations, gifts, fees and income from various projects and/or activities sponsored by MBPA in compliance with the Polk County School Board administration and policies.
- B. All monies received by MBPA must be verified at the time of collection by two (2) members of MBPA.
- C. Must be deposited in a Board-approved bank in the name of Mulberry Band Parent Association **(MBPA)**.

**Section 2: EXPENDITURES**

- A. The Instrumental Music Director has the authority to make expenditures in accordance with the itemized line items in the approved budget without additional Board approval.
- B. The Board shall be made aware of all contracts prior to execution, which may only be executed by the Instrumental Music Director or the President.
- C. If events arise between Board meetings, expenditures in excess of the itemized line items in the approved budget may be authorized by a four/fifths vote of the Executive Committee and shall be discussed at the next scheduled meeting.
- D. The Board shall ratify the Executive Committee's expenditures at the next Board meeting. E. Disbursements from the MBPA bank account will require the signature of two of the following members of the Executive Committee.

**Section 3: FEES**

- A. The Board of Directors shall have the authority to require an annual minimum participation fee as a condition precedent to participating in any band or related events throughout the year. The annual minimum fee includes, without limitation, the rental and cleaning cost (if applicable) of

- uniforms, possible transportation to and from events, performance expenses, festival entry fees, custom t-shirt, polo shirt (Jazz Band only), instructor's fees, master class fees, and/or any other expense deemed necessary by the Instrumental Music Director.
- B. Any prorated refunds will be upon the discretion of the Board only if paid for out of pocket. All other funds collected through fundraising or sponsorships will be transferred to a scholarship account.

## **ARTICLE IX**

### **PROHIBITED ACTIVITIES**

#### Section 1: ACTIONS JEOPARDIZING TAX STATUS

- A. This organization shall not carry on any activities not permitted by an organization exempt from federal income taxes under 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law.

#### Section 2: LOBBYING AND POLITICAL ACTIVITIES

- A. MBPA shall not engage in political activities, either via propaganda or otherwise attempt to influence legislation. MBPA shall not participate in any political campaign on behalf of any candidate for public office. However, MBPA does have the right and the obligation, in concurrence with the Mulberry High School Instrumental Music Director, to speak to the School Board of Polk County on matters which directly pertain to the band and MBPA activities.

#### Section 3: PRIVATE INUREMENT

- A. No part of the net income of this organization shall inure to the benefit of, or be distributable to, its directors, officers, members or other private persons. However, MBPA is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes set forth in these bylaws.

#### Section 4: CONFLICT

- A. Board members shall not be involved in decisions directly impacting their child as an individual. (e.g. scholarship nominations).
- B. MBPA shall take no action that is in conflict with the policies of the School Board of Polk County, as specifically identified by the Instrumental Music Director, Principal of Mulberry High School or agent thereof.

## **ARTICLE X**

### **OTHER FINANCIAL MATTERS**

#### Section 1: FISCAL YEAR

- A. The fiscal year of the organization shall run from July 1 through June 30<sup>th</sup>.

#### Section 2: PROPERTY

- A. All equipment and supplies, including musical instruments and uniforms, purchased by the organization, for the exclusive use of Mulberry instrumental music programs, shall become property of Polk County Schools for the exclusive use of the Mulberry instrumental music programs.

#### Section 3: DISSOLUTION OF ORGANIZATION

- A. If at any time, this organization should stray from the purposes set forth in these bylaws, it will be decided upon by a majority vote of the Board of Directors if dissolution of the organization is the appropriate course of action.
- B. In the event of the dissolution of the organization, its assets shall be given to the Mulberry instrumental music program's internal school accounts at Mulberry High School.



Section 4: LIABILITY OF DIRECTORS AND OFFICERS

- A. No director or officer of the organization shall be personally liable to its creditors or for any indebtedness or liability and any and all creditors shall look only at the organization's assets for payment. Further, neither any officer, the Board, nor any individual members shall be liable for acts, neglects or defaults of an agent or representative selected with reasonable care, nor for anything the same may do or refrain from doing in good faith, including the following done in good faith: errors in judgment, acts done or committed on advice of counsel, or any mistakes of fact or law.

Section 5: AUDIT

- A. The Treasurer's accounts shall be examined annually by an independent auditor licensed as a certified public accountant or by an auditing committee of not less than three (3) members who shall sign a statement of that fact at the end of the report. The Board shall appoint an ad hoc auditing committee at least two (2) weeks before the annual meeting, for an audit to take place in May or June.

Section 6: LIABILITY INSURANCE

- A. The organization will carry general liability insurance with a minimum amount of one million dollars (\$1,000,000) to protect the entity against claims resulting from damage or injury resulting from any act or omission of any school-supported entity. The organization will name the school district as an additional insured and provide the Principal of copy of proof of insurance.

**ARTICLE XI**  
**AMENDMENT**

Section 1: AMENDMENT OF BYLAWS

- A. Proposed amendments to the Bylaws shall be presented at a scheduled Board meeting for discussion and approval where there is a quorum present. The proposed changes must then be approved at a General Membership meeting with at least a majority vote of those in attendance.