

**A.C. Reynolds High School  
Band Parents Association, Inc.  
ACRHS BPA Bylaws**

**Article I. Name**

- Section 1.01 The name of the organization is: A.C. Reynolds High School Band Parents Association, Inc. (ACRHS BPA). It is located at 1 Rocket Drive, Asheville, NC 28803, Buncombe County, and hereafter called BPA within these bylaws.
- Section 1.02 It is a local unit and does not maintain membership or affiliation with any national band parent or booster group.

**Article II. Purpose of the Organization**

- Section 2.01 The BPA exists as an incorporated organization to financially support and adapt to the changing educational needs of the entire high school band program and the objectives of its band director at A.C. Reynolds High School, Asheville, N.C.
- Section 2.02 The BPA's purpose is to organize exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding sections of any future Internal Revenue Code.
- Section 2.03 The corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes; no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual. The BPA shall be noncommercial, nonsectarian and nonpartisan.

**Article III. Objectives**

- Section 3.01 Organize fundraising to help the band director meet the financial needs and goals of the entire band program activities of A.C. Reynolds High School.
- Section 3.02 Encourage members to participate in opportunities for volunteerism at functions of the high school band program.

**Article IV. Basic Policies**

- Section 4.01 **NON-LIABILITY OF DEBTS:** The private property of the board of directors shall be exempt from execution or other liability for any debts of the corporation and no officer shall be liable or responsible for any debts or liabilities of the corporation. The corporation by action of the board of directors shall provide, at the expense of the corporation, insurance protection to the corporation, its officers and other members as appropriate, against any liability asserted against any one of them because of their acting as or status as an officer, or an appointed volunteer of the corporation.
- Section 4.02 **AMENDMENTS:** The bylaws may be amended or repealed at any regular meeting of the board of directors as may be requested to address changing

circumstances. A majority of the board of directors and members present may adopt amendments to the bylaws. Notice of the amendment shall have been given at the previous meeting or through communication to the membership ten (10) days prior to the meeting at which the amendment or repeal is voted upon.

Section 4.03 **PARLIAMENTARY AUTHORITY:** The rules contained in the current edition of Robert's Rules of Order shall govern the BPA in all cases in which they are applicable and consistent with these bylaws. Interpretation of the meaning and intent of the bylaws shall be by the presiding officer.

Section 4.04 **REMOVAL:** An officer, chairperson, coordinator or member may be removed by a majority vote of the board of directors for failure to perform duties stated herein or unprofessional conduct or actions that jeopardize a safe, positive, student-centered environment.

#### **Article V. Fiscal Management**

Section 5.01 **FISCAL YEAR:** The fiscal year shall begin on the first day of July and end on the last day of June each year.

Section 5.02 **USE OF FUNDS:** All funds received in the name of the BPA will be used to meet the financial needs and goals of the entire band program activities of A.C. Reynolds High School. In general the funds raised or filtered through the BPA accounts shall be distributed as follows:

- a) Band Director: shall provide a reimbursement requisition to BPA treasurer for approval.
- b) All proposed expenditures by chairs, committees and coordinators expected to be over one hundred dollars (\$100.00) shall be submitted to BPA treasurer for prior approval.
- c) BPA treasurer shall track distributed funds against budget funds for fiscal year and present an up to date summary at each board of directors meeting.

Section 5.03 **AUDITING:** At the close of each fiscal year, the board of directors shall decide the need for an independent auditor. However, there shall be no less than one such audit every five (5) years.

#### **Article VI. Membership**

Section 6.01 **MEMBERSHIP:** Any A.C. Reynolds High School parent, guardian, teacher or staff member who has a student enrolled in the band program in good standing, hereafter called member or members.

- a) The membership year of the BPA shall run concurrent with the fiscal year.
- b) Any members of the BPA shall be eligible to participate in its member meetings or to serve in any of its elective, appointive or volunteer positions.

- c) All members shall be eligible to vote in the election of the board of directors for the coming year and on amendments to these bylaws. Members shall have no other voting rights.
- d) The members may offer input through the board of directors but will not become directly involved in the day-to-day operation of the school band programs. The BPA serves only to support the school band programs and has no responsibility or voice in the direction of the policies established by the band director, school principal or board of directors.
- e) Members agree to adhere to these bylaws and the policies and procedures set forth or their membership may be revoked by a majority vote of the board of directors.

Section 6.02 BAND DIRECTOR: Shall be an ex-officio, non-voting, member of the BPA.

### **Article VII. Nominations and Elections**

Section 7.01 NOMINATIONS: Nomination of the board of directors shall occur during the April meeting. Any member may nominate oneself or another member for an officer position. Each nomination shall either be in writing, email, or recorded in the meeting minutes if nomination occurs during a meeting.

- a) CHAIR: The presiding BPA 1<sup>st</sup> Vice President shall serve as chair for this nomination and election procedure and shall present the final slate of nominations for voting during the May meeting of that fiscal year.
- b) CONSENT: Prior to the May meeting, the consent of each candidate must be obtained. Additional nominations may be made from the floor, provided the consent of each candidate has been obtained. A self-nomination via email or in writing shall be accepted as consent to be on the ballot for that position.

Section 7.02 ELECTIONS: Positions shall be elected annually in the month of May and newly elected officers shall assume their duties following the close of business of the June Meeting.

Section 7.03 BALLOT: Each candidate who has consented to acceptance of a nomination shall be listed on the ballot along with the position they agreed to. A paper ballot is required providing members the opportunity to confidentially indicate their preferred choice.

Section 7.04 TERM: All officers shall serve a term of one (1) fiscal year with a maximum of two (2) terms in the same position. The board of directors may vote on a one-year extension.

### **Article VIII. Officers as Board of Directors**

Section 8.01 BOARD OF DIRECTORS: Shall be comprised of the following officers:

- a) President
- b) 1<sup>st</sup> Vice President
- c) 2<sup>nd</sup> Vice President

- d) Secretary
  - e) Treasurer
- Section 8.02 **PRESIDENT:** Shall be chief executive administrative officer, shall preside at all meetings and shall perform other duties as requested by the band director or as detailed within these bylaws. Additionally:
- a) Co-sign all orders on the treasury in the amount of five hundred dollars (\$500.00) or greater.
  - b) Coordinate the work of the other officers, volunteers, chairpersons and committees in order that the objectives and basic policies are performed.
  - c) Communicate and coordinate the requested needs and number of volunteers for each of the band program activities.
  - d) At the annual meeting, communicate to the member's further matters that promote and achieve the objectives of the BPA.
  - e) Have a working knowledge of the electronic database programs used for communications and accounting.
- Section 8.03 **1<sup>ST</sup> VICE PRESIDENT:** In the absence of the President shall act as the President pro tem and perform the duties of the President, otherwise shall serve as an aide to the President. Additionally:
- a) Shall perform other duties as requested by BPA President or as detailed within these bylaws.
  - b) Be chair of the nominations and election process.
  - c) Be charged with coordinating the BPA fundraising for the Concert and Symphonic Bands.
  - d) Have a working knowledge of the electronic database programs used for communications and accounting.
- Section 8.04 **2<sup>ND</sup> VICE PRESIDENT:** In the absence of the President and 1<sup>ST</sup> Vice President shall act as the President and perform those duties. Additionally:
- a) Shall perform other duties as requested by BPA President or as detailed within these bylaws.
  - b) Be charged with coordinating the BPA fundraising for the Marching Band.
  - c) Have a working knowledge of the electronic database programs used for communications and accounting.
- Section 8.05 **SECRETARY:** Shall record the minutes of all meetings and upon approval from the President forward them to other officers and attendees. Additionally:
- a) Shall perform other duties as requested by BPA President or as detailed within these bylaws.
  - b) Conduct correspondence as delegated.
  - c) Be responsible for input of database information to maintain a roster of the names, addresses, phone numbers, and email addresses of the board of directors, coordinators, volunteers and members.
  - d) Within thirty (30) days following the election, update and file with appropriate county, state, or federal agency, any forms required after newly appointed officers assume their respective positions.
  - e) Have working knowledge of the electronic programs used for communications.

- Section 8.06 **TREASURER:** Shall supervise the keeping of the account(s) of all monies received and expended for the use of the BPA. Additionally:
- a) Shall perform other duties as requested by BPA President or as detailed within these bylaws.
  - b) Carry on any lawful banking activity calculated, directly or indirectly, to promote the interests and purposes of the BPA including but not limited to the opening and closing of BPA accounts.
  - c) Make disbursements as detailed herein.
  - d) Present a financial statement at each meeting of the BPA and make a full year end report at the June meeting.
  - e) Ensure that the proper tax forms due to the State of North Carolina and Federal IRS are submitted as required by law.
  - f) Within thirty (30) days following the election, update and file with appropriate banking institution any forms required after newly appointed officers assume their respective positions.
  - g) Have all expenditures of five hundred dollars (\$500.00) or greater approved by BPA President.
  - h) Have working knowledge of the electronic database program used for accounting.

- Section 8.07 **GENERAL TO ALL OFFICERS:** Additional to the stated duties each officer position shall include but not be limited to the following:
- a) Transact such business as may be necessary in the intervals between meetings and other business as may be referred to them by the membership.
  - b) Act in emergencies of business between meetings.
  - c) Prepare and present a budget for the fiscal year to the membership at the first fall member meeting.
  - d) **COMPENSATION:** The board of directors shall not receive any salary for their services as officers.
  - e) **PROHIBITED ACTIVITIES:** No part of the net earnings of the BPA shall inure to the benefit of or be distributed to its members, officers, or other private persons except that the BPA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth in these bylaws. No substantial part of the activities of the BPA shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the BPA shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these bylaws, the Corporation shall not carry on any other activities not permitted to be carried on:
    - i. By a Corporation exempt from federal income tax under Section 501(c)(3) of the most recent Internal Revenue Code.
    - ii. By a Corporation, contributions to which are deductible under Section 170(c)(2) of the most recent Internal Revenue Code.

- Section 8.08 **VACANCIES:** A person nominated by the President and confirmed by a majority vote of the board of directors shall fill any vacancy for the unexpired term. If the nominee fails to receive a majority vote of the Board, the President shall remove that nominee's name from consideration and nominate another person.
- a) If a vacancy occurs in the office of President, the 1<sup>st</sup> Vice President shall assume the President's duties and fill the 1<sup>st</sup> Vice President office for the unexpired term by a nominated person, confirmed by a majority vote of all the board of directors.
  - b) If a vacancy occurs simultaneously in the offices of the President and 1<sup>st</sup> Vice President, the 2<sup>nd</sup> Vice President shall become acting President until such time an election can be held for the vacant positions as set forth in Article VII Nominations and Elections.
  - c) Resignation from the board of directors must be in writing and received by the secretary.

### **Article IX. Meetings**

- Section 9.01 **BOARD OF DIRECTORS:** The board of directors shall meet at least quarterly, at a time agreed by all, during the fiscal year.
- Section 9.02 **SPECIAL MEETINGS:** The BPA President may call special meetings and shall provide seven (7) days' notice stating the purpose or agenda for the special meeting.
- Section 9.03 **ANNUAL MEETING:** The annual meeting for the purpose of elections of the board of directors shall occur in May. Failure to hold an annual meeting shall not invalidate the Corporation's existence or affect valid corporate acts.
- Section 9.04 **JUNE MEETING:** Shall be for the board of directors, chairs and coordinators to deliver all official materials and supplies to their successors; otherwise this transfer of information shall occur no later than ten (10) days following the date of this meeting.
- a) The effectiveness of the fundraising efforts of the outgoing officers and others should be summarized.
  - b) The Band Director's itemized band program needs for the upcoming fiscal year should be outlined for the incoming officers and others.
- Section 9.05 **MEMBER MEETINGS:** Aside from the annual meeting, member meetings shall be held as necessary on a formal or informal basis as scheduled by the BPA President. Although members shall have no voting rights with respect to the management of affairs of the Corporation, members shall have the right to be heard as to issues affecting the Corporation, and to adopt resolutions recommending action to be taken by the board of directors. Such action shall be solely a recommendation, and the power to manage the business and affairs of the Corporation shall remain solely with the board of directors.
- Section 9.06 **QUORUM:** The attendance of a majority of the board of directors shall constitute a quorum at any meeting.

### **Article X. Chairs, Committees and Coordinators**

Section 10.01 The BPA President, as may be deemed necessary to promote the objectives and basic policies and carry on the work of the membership, shall appoint chairs, committees and coordinators. The Band Director and BPA President shall be ex-officio members of all groups or committees.

a) **STANDING COMMITTEES:**

- i. Nominations and Elections committee: Shall be chaired by 1<sup>st</sup> Vice President. Responsibilities and procedures are as defined herein.
- ii. Fundraising Committee: Shall be chaired by 1<sup>st</sup> Vice President or 2<sup>nd</sup> Vice President. Responsibilities shall be to bring new fundraising ideas forward for consideration by the board of directors. The band director shall be consulted for all fundraising projects.
- iii. Executive committee: Shall be chaired by the BPA President and consist of the board of directors, appointed chairs and coordinators. Responsibilities include but are not limited to strategizing and planning large-scale projects or fundraisers the BPA decides to investigate and undertake.

b) **TERMS:**

- i. The chairperson of these committees shall serve the same term as the BPA president.
- ii. No chairperson shall serve more than two (2) consecutive terms in the same chairpersonship.

c) **APPROVALS:** Approval for proposals, plans and committee work shall be obtained from a majority of the board of directors prior to proceeding.

## **Article XI. Distributions Upon Dissolution**

Section 11.01 Upon dissolution of the BPA, the officers shall, after paying or making provisions for the payment of all of the liabilities of the BPA, dispose of all of the assets exclusively for the purposes of the BPA in such manner, or to one of more exempt purposes as shall at the time qualify as an exempt organization under section 5010(c)(3) of the Internal Revenue Code as the Board of Directors shall determine, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any other assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the BPA is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes, or to such government for such purposes.

The undersigned certifies that the above BYLAWS supersede all previous bylaw versions as adopted by the A.C. Reynolds Band Aid Association, Inc. and the Reynolds Band Parents Association, Inc. and the above bylaws are revised this 9<sup>th</sup> day of June, 2015 by the A.C. Reynolds High School Band Parents Association, Inc. (ACRHS BPA).

Richard Sales

Electronic Signature, Richard Sales, ACRHS BPA President

Jay Lawrimore

Electronic Signature, Jay Lawrimore, ACRHS BPA Secretary