

BY-LAWS

POPE BAND PARENTS ASSOCIATION, INC

ARTICLE I: INCORPORATION

SECTION 1. The corporate name of the organization is POPE BAND PARENTS ASSOCIATION, INC.

SECTION 2. The principle office and place of business of said corporation shall be 3001 Hembree Road, Marietta, Georgia, 30062. The corporation may establish and maintain an office or offices at such other places, either within or without the State of Georgia, as the Board of Directors may from time to time determine.

SECTION 3. The fiscal and budget year may begin at 12:01 a.m. on the first day of July and end at midnight on June 30.

SECTION 4. The seal of the corporation shall be circular in form and shall be as follows: [SEAL].

ARTICLE II: DEFINITIONS

SECTION 1. The term band or band program shall be used to include all students who participate in any performing arts programs or activities at Pope High School under the guidance of the band directors. This shall include but not be limited to color guard, winter guard, marching band, ensembles, drum line, drum corps, and concert bands.

SECTION 2. The use of the title of an officer or director shall include all or any co-officers, assistant officer, or co-director associated with that title.

ARTICLE III: OBJECT AND PURPOSE

SECTION 1. To organize the activities of the parents of students in the Pope High School Band Program, when the activities are for the purpose of providing either financial or physical assistance to any program specifically involving the Band Program, above those supplied by the Cobb County School System. The association shall seek neither to direct the administrative activities of the band or orchestra nor control its policies.

SECTION 2. To have but not be limited to, all the rights, powers, privileges, and immunities now or hereafter given by law, or as now or hereafter may be enjoyed by a like non-profit organization, as those enumerated above, and said powers are made hereof to the extent as if they were quoted herein.

SECTION 3. This Association shall not contemplate pecuniary gain or profit or distribution of profits or dividends to the members thereof.

SECTION 4. No officer, Director or member of this Association shall be liable for any of the debts of the Association, except as such party may personally endorse or guarantee such debt of the Association.

SECTION 5. This Association shall possess all the powers granted by law to any corporation in the execution of its purposes described herein.

ARTICLE IV: MEMBERSHIP

SECTION 1. Membership & participation in the PBPA and its activities is limited to parents, grandparents, adult siblings, and legal guardians of students who are currently in the Band or Guard programs. Others may only participate at the discretion of the executive board.

SECTION 2. Members who are parents or guardians of current Band or Guard students will have voting rights and will be eligible to hold office if the application procedures and payment of activity fees as set forth by the Board of Directors have been satisfied.

SECTION 3. All other members will be classified as honorary and will be entitled to voice participation, but cannot vote or hold elective office in this organization.

ARTICLE V: BOARD OF DIRECTORS

SECTION 1. The Board of Directors shall consist of not less than nine (9), nor more than fifteen (15) members. The Board of Directors shall be elected by a plurality of the members of the Association present at the election meeting.

SECTION 2. Members of the Board of Directors shall be the officers of the Association described in ARTICLE VI of these by-laws and four (4), Directors and or Co Directors, at Large. The Band Directors, a school administrative representative, the immediate past President, the Chairman of Ways and Means and Budget and Finance Committees and the Student Band President shall be nonvoting, ex-officio members.

SECTION 3. Each member of the Board of Directors shall have one vote.

SECTION 4. A proposed annual budget with supporting Fund Raisers will be presented to the General Membership for their approval no later than the May General Meeting.

- a) Amendments to the annual budget will required a 2/3 vote by the Board of Directors and must be presented to the membership at the next General Meeting.
- b) The Board of Directors has the responsibility to disburse funds at their discretion within the approved budget categories.

- c) The annual budget may include a “contingency fund” established to respond to unbudgeted expenditures. This fund may be replenished by a vote of the (General Membership).

SECTION 5. The Board of Directors shall be elected by a plurality of the members of the Association present at the regular February meeting.

SECTION 6. At the November General Meeting the membership shall nominate three (3) voting members to serve on a nominating committee along with three (3) voting members appointed by the President for presentation of a slate of Board Members at the January General Membership Meeting. The Board of Directors shall be elected at the February General Membership Meeting at which time nominations from the floor shall be accepted.

SECTION 7. The term of office of the Board of Directors shall be for a period of fourteen (14) months, commencing March 1. The newly elected and constituted Board of Directors shall be elected at the February General Meeting of membership. The newly elected Board of Directors shall attend, without a vote, a joint February Board meeting.

- a) During the joint Board meetings in March and April, the newly elected Board will have a vote for all issues. The outgoing officers will function solely on an advisory basis.

SECTION 8. A vacancy in any office shall be filled by an election, held at the next regular meeting upon the occurrence of such vacancy, unless all of the offices become vacant by reason of a recall. In which event, the vacancy shall be filled at the same meeting by which the vacancies were created. A vacancy exists when any officer resigns his or her office or is recalled by the members. (Recall procedures described in ARTICLE X of these bylaws).

SECTION 9. At the discretion of the Board of Directors, a vacant “Co” position may remain vacant for the remainder of the term.

ARTICLE VI: OFFICERS

SECTION 1. The officers of the Association shall be President, Vice-president, Secretary, Treasurer, Assistant Treasurer, and no two such offices shall be held by the same person concurrently.

SECTION 2. All elected officers shall have a student active in the Band program at the time of their election, and anticipate having a student active in the following fiscal year.

ARTICLE VII: DUTIES OF THE OFFICERS

SECTION 1. All officers of the Association shall be responsible and accountable for their acts as such to the membership.

SECTION 2. The President shall preside at all meetings of the Pope Band Parents Association, Inc. and of the Board of Directors, shall call meetings as provided in these bylaws, and shall be ex-officio members of all committees.

- a) The President will request estimated expenses from the Band Director for consideration in the annual budget process.

SECTION 3. A Vice President shall perform the duties and exercise the powers of the President in the absence of the President and shall perform such other duties as may be assigned from time to time to him, or her, or them by the Presidents or the Board of Directors.

SECTION 4. The Secretary shall record the minutes of all meetings and proceedings of the membership and the Board of Directors, and shall perform such other duties as may be assigned to him, or her, from time to time by the President or the Board of Directors.

SECTION 5. The Treasurer shall familiarize himself, herself, or themselves with the finances of this Association, shall report at least once each month to the membership regarding the financial condition of this Association, and shall be responsible for receipt and disbursement of all funds of this Association.

- a) The Treasurer and Assistant Treasurer shall be bonded.
- b) The Treasurer(s) shall provide the President a report of disbursements on a monthly basis or the means to obtain the list of disbursements directly from the bank.

SECTION 7. The Assistant Treasurer shall familiarize himself, herself, or themselves, with the finances of this Association and shall be responsible for the collection and receipt of payments, the deposit thereof and such other duties as may be assigned by the Treasurer.

SECTION 8. The President shall review the Association's disbursements for unusual or inappropriate activity at least once a month and shall report his or her findings as part of the Treasurer's report at all Board meetings.

ARTICLE VIII: COMMITTEES

There shall be the following standing committees with chairpersons appointed by the incoming President: Chaperone, Uniforms, and Equipment. The President shall appoint such committees as may be necessary.

- a) All officers may appoint such subcommittees as may be necessary to perform their assigned functions.

ARTICLE IX: MEETINGS

SECTION 1. Regular meetings of the membership shall be held in January, February, April, May, July, September and November at the principal office on the second Tuesday of the month at 7:30 o'clock p.m. Notice of a temporary change of customary meeting time and/or place shall be set by the President.

SECTION 2. Special meetings of the membership may be called at any time by the President. Notice of the meeting shall be given to the membership not less than two days prior to such meeting, stating the time, purpose and place of the special meeting.

SECTION 3. Members present shall constitute a quorum for the transaction of business at meetings.

SECTION 4. Robert's Rules of Order, Revised, shall govern all meetings when not inconsistent with these bylaws.

SECTION 5. There shall be an annual meeting of the Board of Directors and other meetings of the Board Directors shall be held on the call of the President (or Co-Presidents), or upon the written demand of any two (2) offices (i.e., as opposed to Officers) of the Board of Directors.

SECTION 6. Fifty one percent (51%) of the Board shall be necessary to constitute a quorum for the transaction of business at the meetings of the Board of Directors. Where no quorum is present any action which might properly be taken at a meeting of the Board of Directors may be taken and shall be valid if approved and signed by the majority of the members of the Board of Directors within five (5) days after the date of such meeting, or motion.

SECTION 7. Meetings of all committees shall be held as necessary for performance of the duties of each committee.

SECTION 8. A plurality vote of the members of each committee present at a regularly called meeting shall be sufficient for transactions of business recognizing that all committee actions are subject to review by the Officers and Directors.

SECTION 9. A special meeting may be called by the general Membership by presenting a signed petition consisting of no less than 1/3 of the membership of the Association to the Secretary. The requested meeting will take place no sooner than 3 days after receipt of the petition.

ARTICLE X: RECALL

SECTION 1. In the event a petition asking for a recall of any officer and signed by, at least, one third (1/3) of the membership of the Band Association is delivered to the President, or Vice-Presidents, or Secretary, the membership shall be notified of the recall petition prior to the next regular meeting, which is, at least, seven (7) days from the date of such delivery, at which time a secret ballot vote shall be held. If the vote is affirmative by a majority of the members present and voting, the office shall be immediately recalled.

SECTION 2. In the event of a recall of the entire slate of officers, the Band Directors, as ex-officio members of the Board of Directors, shall preside over the election of a new slate of officers at the same meeting.

ARTICLE XI: EQUIPMENT AND UNIFORM OWNERSHIP

SECTION 1. Title to all equipment and uniforms purchased by the Association shall be retained by the Association until such time as the membership may elect to transfer ownership to the Cobb Board of Education.

SECTION 2. Disposal of assets must be approved by the Board of Directors.

ARTICLE XII: SPHERE OF ACTIVITY

SECTION 1. For the purpose of definition, Pope High School shall be defined as “that high school, located at 3001 HEMBREE ROAD, which academically supports the area which this school serves and which may from time to time be defined and designated by the Cobb County Board of Education.”

SECTION 2. In the event that Pope High School should be closed, or changed, from an academic curriculum, the term “POPE HIGH SCHOOL” shall automatically apply to that school, or those schools, which absorb the students that the organization is avowed to support.

SECTION 3. In the event of circumstances stated in Section 2 of this Article, equipment and moneys on hand shall be apportioned on a band student pro rata basis using a straight line method of depreciation for the purpose of computation of under-depreciated value of musical instruments on hand. If such circumstances result in the dissolution of this Association, this asset distribution will be in accord with sections of the USCA Internal Revenue Code relating to the [non-taxable] transfers of such assets.

SECTION 4. Notwithstanding any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by (a) an organization exempt from Federal income tax under Section 501(a) and 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE XIII: MISCELLANEOUS

SECTION 1. All books, minutes, and records of the Association shall be open to inspection on reasonable notice. An annual financial review shall be performed by a party, not a member of the Board of Directors, but, selected by the Board of Directors, and audits shall be conducted as required by law, or authorized by the Board of Directors.

SECTION 2. All members shall be requested to keep the Secretary informed as to their latest mailing address and telephone number.

SECTION 3. At the meeting closing the fiscal year, the annual financial report of accomplishments shall be given by the Treasurer.

SECTION 4. Standing rules direct the administration of the organization. A standing rule can be added, deleted, or changed by a majority vote at a regular meeting of the membership. A list of the current standing rules are incorporated in the Pope Band Handbook.

ARTICLE XIV: AMENDMENTS

SECTION 1. After review by the Board of Directors, the bylaws of this Association may be amended or repealed or new bylaws adopted only at a regular meeting by the affirmative vote of two thirds (2/3) of the members present and voting, and only after notice of proposed action shall have been given at a previous meeting.

SECTION 2. Since the bylaws of the Association, if valid, must not be in conflict with Federal, or State Constitutions, State or Federal Law, any amendment or revisions to these by-laws will be referred for review and approval to legal counsel as required. Any portion of these bylaws that are, or become, in conflict with applicable laws, or regulations, shall be null and void and shall not affect the validity of the remaining By Laws.

ARTICLE XV: ENTERING INTO AGREEMENTS

The President shall have the sole authority to enter into contracts or oral agreements which obligate the Association in any way.

AMENDMENT TO THE BY-LAWS APPROVED JANUARY 19, 2016

ARTICLE IV: MEMBERSHIP

SECTION 1. Membership and participation in the PBPA and its activities is limited to parents, grandparents, adult siblings, and legal guardians of students who are currently in the Band or Guard programs. Others may only participate at the discretion of the executive board.

SECTION 2. Members who are parents or guardians of current Band and Guard students will have voting rights and will be eligible to hold office if the application procedures and payment of activity fees as set forth by the Board of Directors have been satisfied.