

**West Springfield Choral Patrons Association  
Articles of Association and Bylaws**

Adopted by Majority Vote of the General Membership  
June 11, 2003  
(As amended February 19, 2008)  
(As amended September 24th, 2013)

**ARTICLES OF ASSOCIATION**

**Article I. NAME**

The name of this organization is the West Springfield High School Choral Patrons Association (CPA). The CPA is established as an unincorporated nonprofit organization in accordance with Section 501(c)(3) of the Internal Revenue Code.

**Article II. PURPOSE AND OBJECTIVES**

The CPA is a private association organized to support the West Springfield High School (WSHS) Choral Music Program, a public school activity. The CPA has two purposes: (1) to foster team spirit and communication among its members, the choral faculty, and students in the choral program; and (2) to support the choral program's yearly educational goals by volunteering physical, material, fund-raising, and moral support over and above that provided through public appropriations.

**Article III. OFFICERS AND GOVERNING BODY**

Section 1. Officers. The President, Vice President, Treasurer, and Secretary.

Section 2. Executive Board. A permanent group consisting of the CPA officers, advised by the WSHS Choral Director.

**Article IV. FACULTY ADVICE AND GUIDANCE**

The WSHS Choral Director establishes the content, priorities, budget, and educational goals of the choral program. The Director provides advice and guidance to the CPA as it establishes its support program and budget to ensure that CPA operations do not conflict with school policies or music program priorities.

**Article V. MEMBERSHIP**

All parents and guardians of WSHS students enrolled in the choral program are automatically general members of the CPA. Each family unit is entitled to one vote for each family child enrolled in the choral program. Associate membership is open to other supporters of the WSHS Choral Program. Associate members and WSHS choral music faculty members are not eligible to hold office or to vote.

## Article VI. PROHIBITED ACTIVITIES

Section 1. No part of the net earnings of the CPA shall be distributed, or inure to the benefit of its members, trustees, directors, officers or other private persons, except the CPA shall be authorized and empowered to pay as reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

Section 2. No substantial part of CPA activities shall be involved in propaganda, or otherwise attempting to influence legislation, and the CPA shall not participate in, or intervene in (including the publishing or distribution of statements) political campaigns on behalf of any candidates for political office.

Section 3. Notwithstanding any other provision of these articles, the CPA shall not carry on any activities not permitted to be carried on: (a) by an organization exempt from Federal income tax under Section 501(c)(3)\* of the Internal Revenue Code; or, (b) by an organization, contributions to which are deductible under Section 170(c)(2)\* of the Internal Revenue Code.

Section 4. The CPA will not discriminate against any person protected from discrimination by the WSHS anti-discrimination policy.

## Article VII. MEETINGS

Section 1. A quorum must be present at a meeting to conduct official CPA business. At least 10 members or 1/20th of the voting membership (whichever is greater) are required for a quorum at any general membership meeting.

Section 2. General membership meetings will be held at least once per quarter during the school year, except as agreed by the Choral Director and President.

Section 3. Special meetings may be held at the discretion of the President. All members should be given sufficient notice of the meeting and its purpose.

## Article VIII. DISSOLUTION

Section 1. The CPA may be dissolved at a general or special meeting upon an affirmative vote of two-thirds of the membership present. Prior to action on a motion to cease operation or to dissolve the CPA, the Director will be notified of the motion in writing and advised of the reasons for why the CPA is of no further value.

Section 2. In case of dissolution of the organization, whatever funds are contained in the treasury at the time will be used to satisfy any outstanding debts, liabilities, or obligations. Any excess will be donated to the West Springfield High School Choral Music Department for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

## Article IX. BYLAWS

The CPA may approve bylaws as necessary.

**Comment [RB1]:** Do you mean two-thirds of the members present? Or just two-thirds of the members, period.

**Comment [RB2]:** Do you mean approve, or amend?

## **Article X. AMENDMENTS**

Section 1. Articles of Association. These Articles of Association may be amended at a general membership or special meeting. Motions for amending these Articles will be made at a meeting, the proposed amendment will be published, and then it will be voted on at the following general membership meeting. An affirmative vote of two-thirds of the membership present is required for adoption.

Section 2. Bylaws. The Bylaws may be amended at any general membership meeting. Motions for amending the Bylaws will be made at one meeting, the proposed amendment will be published, and then it will be voted on at the following general membership meeting. An affirmative vote of a majority of those present is required for adoption.

**Comment [RB3]:** This specifies 2/3 of membership present; the bylaws must be amended by a simple majority of the membership.

## **Article XI. ADOPTION**

These Articles of Association and Bylaws are effective immediately upon adoption by an affirmative vote of the majority of the membership.

## **BYLAWS**

### **Bylaw I. DUTIES OF BOARD AND OFFICERS**

Section 1. Executive Board. The Executive Board develops, with the advice and guidance of the Choral Director, the general fund budget, a support plan, and a calendar of projected support activities designed to augment shortfalls in the choral program's appropriated fund. The budget, support plan, and calendar will be presented to the general membership for approval. The Board coordinates the planning and execution of general fund support activities.

Section 2. President. The President presides over and provides overall direction for all CPA and Executive Committee meetings; serves as the primary point of contact with the Choral Director; ensures that CPA activities support WSHS goals; organizes and expedites business; appoints members to represent the CPA on the President's behalf to work on any project that will further CPA purposes. The President may co-sign checks from the general account and has authorized use of an account debit card.

Section 3. Vice President. The Vice President (VP) is the principal assistant to the President; acts for the President in the President's absence; and serves on the Executive Board. If the President resigns or is removed for cause, the VP serves as Acting President until a special election is held. The Vice President may co-sign checks from the general account and may be authorized use of an account debit card.

Section 4. Treasurer. The Treasurer maintains a consolidated accounting of all receipts and expenditures of CPA funds, including the amount and purpose; maintains accurate records of student accounts, regardless of whether the check is made payable to WSHS or WSHS CPA; schedules the annual audit or review; and prepares and submits a tax return reflecting all CPA transactions. The Treasurer may sign checks from the general account.

Section 5. Secretary. The Secretary keeps minutes of meetings of the Association's general membership and keeps records of decisions made during Executive Committee meetings, as appropriate.

### **Bylaw II. ELECTION AND REMOVAL OF OFFICERS**

Section 1 A nominating committee consisting of three members appointed by the President will present a proposed slate of officers to the general membership at the May meeting. Given a finding of extenuating circumstances, the Executive Board may vote to hold the vote at a June meeting. Additional nominations may be made from the floor.

Section 2. Executive Board officers will be elected by majority vote of the membership present at a general membership meeting. Elections for officers will be by secret written ballot. Officers are elected for 12 months and may not serve more than two consecutive terms in any one office unless, by a two-thirds vote of those present, the general membership votes to waive the two-term rule for a single term. Waivers may not be extended for more than three years, for a total of five years service in any one office. At the discretion of the membership, co-officers may be elected to any position. Any officer who is unable to perform the duties of the office for a period exceeding 45 days will relinquish office. The Executive Board may remove officers for cause, or act on officer resignations.

### **Bylaw III. FINANCES**

Section 1. Where required by school regulation, funds deposited with the WSHS Finance Officer will be recorded by the Treasurer and deposited in a timely manner. These funds are outside the CPA budget.

Section 2 Two bank accounts will be operated: one GENERAL FUND account for the general expenditures of the Association and one SAVINGS Account.

Section 3. Monies to meet budgeted general fund expenditures will be generated in part by a set number of pre-approved GENERAL FUND fundraisers. Funds raised, donated, collected or allocated for the purpose of meeting general expenditures shall be deposited into the GENERAL FUND account and may not be applied to another CPA purpose without the approval of the President.

Section 4. Monies to meet budgeted special fund expenditures may be generated in part by a set number of pre-approved SPECIAL FUND fundraisers.

Section 5. The financial books of the Association and its operating committees will be independently audited or reviewed every year before the first general meeting of the new school year.

Section 6. The Executive Board may approve expenditures of \$500 or less. Larger expenditure must be specifically authorized by the general membership.

Section 7. The association is tax exempt and shall make every effort to maintain its status as a tax-exempt organization.

### **Bylaw IV. INSURANCE COVERAGE**

The Association will obtain and maintain liability insurance to cover risks associated with Association activities. The Executive Committee will determine an appropriate level of coverage. This insurance is intended to supplement, not replace, any insurance or other protection provided by the school district, county government, or any other appropriate agency or activity.

We certify that the attached Articles of Association and Bylaws have been approved by the membership.

Adopted the 11th day of June, 2003.

Co-Presidents: David Best, Carol Best

I certify that the amendments to the foregoing Articles of Association and Bylaws have been approved by the membership.

Adopted this 19th day of February, 2008. And subsequently this 24<sup>th</sup> day of September, 2013

Choral Patrons Association.