

Grafton High Band Parents Association

BY-LAWS

(Revised: August 2017)

ARTICLE I

ORGANIZATION:

Section 1 Duties and responsibilities of the GHBPA Executive Board (see Constitution, Figure 1).

A. The President shall:

1. Preside over all meetings of the GHBPA.
2. Participate in an annual budget in coordination with the Executive Board, using the Band Director's annual prioritized list of requests as a baseline goal for the year's acquisitions.
3. Coordinate the actions of the Executive Committee members through the appropriate GHBPA Executive Board member to meet the Association objectives.
4. Ensure the GHBPA Executive Board acts in accordance with the approved Constitution and By-Laws.
5. Ensure members of the GHBPA are kept informed of activities and meetings.
6. Be responsible for the following committees: Financial Review Committee, Budget Committee, Nominating Committee, Scholarship Committee, Historian, Tri-M Advisors and Code of Conduct Committee.
7. Be an ex-officio member of all committees, except the Nominating Committee.
8. Appoint a Parliamentarian as needed.
9. Be responsible to collect volunteer hours from each committee chair and report them to the First Vice President (adult hours) and/or the Student Volunteer Hours Coordinator (student hours).

B. The First Vice President shall:

1. Assume the duties of the President in his or her absence.

2. Be responsible to the President for, and chair the Support Committees.
3. Be responsible to collect volunteer hours from each committee chair and maintain them (adult hours) and report the student volunteer hours to the Student Volunteer Hours Coordinator (student hours).

C. The Second Vice President shall:

1. Assume the duties of the First Vice President and President in their absence.
2. Be responsible to the President for, and chair the Fundraising Committee.
3. Be responsible to collect volunteer hours from each committee chair and report them to the First Vice President (adult hours) and/or the Student Volunteer Hours Coordinator (student hours).

D. The Secretary shall:

1. Keep a written record of all GHBPA Executive Board, Executive Committee, and General Membership meetings.
2. Provide copies of these records to the Executive Board prior to the next meeting.
3. Forward electronic copies of the minutes within seven (7) days to the Webmaster for inclusion on the Band Website.
4. Be custodian of the records of the GHBPA and the Annual Reports of the GHBPA Executive Board and Executive Committee.
5. Maintain the official and current copy of the GHBPA Constitution and By-Laws.
6. Be responsible to the President for, and chair the Communications Committee.
7. Be responsible to collect volunteer hours from each committee chair and report them to the First Vice President (adult hours) and/or the Student Volunteer Hours Coordinator (student hours).

E. The Treasurer shall:

1. Pay bills upon direction of the GHBPA Executive Board.
2. Collect, deposit, and dispense all monies in accordance with the approved budget.
3. Prepare and present a written report at each GHBPA Executive Board and General Membership meeting.

4. Ensure that all students have paid non-optional band fees (Marching Fee, Uniform Fee, Shoe Fee, Concert Fee) at the beginning of band camp and/or school year, and maintain the appropriate records. Coordinate payment arrangements of non-optional band fees for families with financial hardship and may authorize free Feed the Band meals to students on free and reduced lunch plan at the school, and shall maintain the appropriate records.
5. Receive payments and maintain payment records for optional band fees (Feed the Band, Spring Trip) to include all spring trip deposits and final spring trip payments. Ensure that all payment arrangements of non-optional band fees, to include Hardship Account payments, are repaid in full prior to accepting a spring trip deposit.
6. Provide and make available for review to the Financial Review Committee all monetary transactions made since the previous review when required by the GHBPA Executive Board. Provide a financial report of all the accounts the Treasurer is responsible for, to the President and incoming Treasurer, when a change of office occurs in order to conduct a review of aforementioned records.
7. Consolidate the accounting records for all GHBPA accounts for review purposes and in preparation for tax filing, including: the GHBPA General Operations account, the Student Hardship Account, the Band Uniform Reserve, the Equipment Reserve and Scholarship Accounts.
8. File annual Internal Revenue Service (IRS) reports, such as IRS Form 990 and IRS Form 1099-MISC at appropriate times.

Section 2 Duties and Responsibilities of The Committee Chairs (see Constitution, Figure 2).

A. The following Committee Chairs are responsible directly to the President.

1. The Visual Ensemble Committee Chair shall:
 - a) Ensure uniforms and necessary equipment are ordered and delivered in due time.
 - b) Make arrangements for additional equipment as needed.
 - c) Ensure that Data Entry & Weekly message chair has updated Guard information to be included in the complete Student Roster. Obtain an updated Guard Roster from the Data Entry & Weekly message Committee member database.
 - d) Maintain the Guard bag to accompany Guard on trips to competitions, games and performances with supplies such as hairspray, glitter, extra uniform parts, stoppers and tape for flags, etc.

- e) Give the visual ensemble equipment to the Equipment Manager for transport to games, competitions, and festivals as required. For expediency, the Visual Ensemble Chair should coordinate directly with the Equipment Manager for specific requirements.
 - f) Coordinate with the Band Director(s) and Guard Instructor for specific performance requirements.
 - g) Coordinate with the President/Treasurer and coaches to submit a written report for specific budgetary requirements.
 - h) Complete an equipment inventory, to include flag poles and uniforms of past and present team members to be completed by June 30th. A written report will be submitted to the guard coaches, band director(s), president and treasurer.
2. The Historian shall:
- a) Photograph/videotape yearlong band activities.
 - b) Coordinate parental photo contributions.
 - c) Work with webmaster to upload photos to the GHBPA website.
 - d) Create an original DVD, coordinate duplication and sales of DVD.
 - e) Work with Publicity Chair to publish pictures and information on band website.
3. The Financial Review Committee Chair shall:
- a) Annually review the Treasurer's books for accuracy, presenting results to the President by June 30th.
 - b) Provide the President with a financial statement prior to the transfer of the books to the new Treasurer.
4. The Budget Committee Chair shall:
- a) Develop a budget in the June time frame for the next school year.
 - b) Develop the budget in consultation with the GHBPA Executive Board, Executive Committee and the Band Director(s).
 - c) Consist of the Treasurer (present and future), Band Director(s), and two (2) volunteers at large.

- d) Present the proposed budget for the next school year, to be approved before the end of the current GHBPA Executive Board's term.
5. The Nominating Committee shall:
- a) Be appointed by the President and consist of any three (3) GHBPA members. The committee will be formed no later than 60 days prior to the Spring Trip General Membership Meeting.
 - b) Solicit volunteers and make recommendations for potential officer positions with the utmost concern for including all interested GHBPA members.
 - c) Send the slate, and/or list of nominees, to each member of the GHBPA Executive Board and the band director(s), then publish on the Grafton Band Website thirty (30) days preceding the elections. The Nominating Committee will distribute the slate of nominees to all GHBPA members at the meeting where voting will occur.
 - d) Submit the slate of officers at the Spring Trip General Membership Meeting. Nominations may be made from the floor with the consent of the proposed nominees. After the Nominating Committee slate of nominees has been presented, the slate of nominees will be closed, and elections will be held.
6. The Scholarship Committee shall:
- a) Review each Scholarship program on an annual basis prior to the Spring Trip General Membership meeting.
 - b) Provide recommendation and/or changes to the GHBPA Executive Board for review and approval.
7. The Tri-M Advisors shall:
- a) Coordinate with band director(s).
 - b) Attend monthly Tri-M meetings.
 - c) Work with students to set up and supervise service projects.
 - d) Keep track of student service hours and report to Student activities manager.
 - e) Coordinate with the director(s) and guidance department to screen potential Tri-M applicants and ensure sustained academic progress of current members.
- B. 1st Vice President (Support) shall:

1. Ensure that support for the band is accomplished through the members of the Support Committee.
2. Be responsible for adult volunteer hours.
 - a) Maintain a record of adult volunteer hours and provide this record to Band Director(s) for Spring Trip chaperone selection.
 - b) Maintain a record of adult volunteer hours and provide this record to the PTSA liaison and/or the PTSA Volunteer Coordinator/school staff activities coordinator.
3. Be responsible to the President for, at a minimum, the following committees: Uniform Committee, Equipment Committee, Chaperone Committee, Hospitality Committee, Decorations Committee, Student Volunteer Hours Coordinator, Band Camp Committee, and Feed the Band Committee.
 - a) The Uniform Committee Chair shall:
 - i. Maintain an accurate record of the issuance of marching and concert uniforms.
 - ii. Issue, disburse and collect plumes at each performance.
 - iii. Maintain an emergency repair kit and have it available at performances.
 - iv. Order and distribute uniform items such as shirts, shoes, bow ties, etc.
 - v. Have uniforms cleaned and repaired as needed.
 - vi. Keep an updated copy of the inventory of the marching and concert uniforms purchased for the band. Submit a yearly inventory report by June 30th to the GHBPA.
 - vii. Coordinate with student Uniform Manager(s)
 - b) The Equipment Committee Chair shall:
 - i. Ensure the equipment is transported to games, competitions, and festivals as required by the Band Director(s). Ensure that proper support is attained of Pit Crew volunteers for performance events. For expediency, the Equipment Committee Chair should coordinate directly with the Band Director(s) for specific requirements.
 - ii. Maintain physical control of equipment prior to and following performances, practices, games and competitions.

- iii. Keep an updated copy of the inventory of equipment and other items purchased for the Band by the GHBPA. Submit a yearly inventory report by June 30th to GHBPA.
 - iv. Coordinate with the Student Equipment Manager.
- c) The Chaperone Committee Chair shall:
- i. Collect and maintain a Medical Form for every band and guard student (include non-marching band students) and will carry the forms to all events that involve travel throughout the school year.
 - ii. Maintain a static bus assignment list for all students for the season. The Chaperone Committee Chair or the 1st Vice President, in the absence of Chaperone Chair, shall approve deviations.
 - iii. Compile a list of chaperones, selected from members of the GHBPA Executive Committee and from the general membership at large. Chaperones do not include the Band Director(s), staff, their spouses or guests.
 - iv. Maintain a minimum ratio, if possible, of one (1) chaperone per each ten (10) students participating in activities to ensure the utmost in safety, behavior, and assistance to the Band Director(s).
- d) The Hospitality Committee Chair shall:
- i. Perform the function of host/hostess at special GHS Band events as coordinated through and approved by the President (for example, the Spring Awards Banquet and District Auditions, etc.).
 - ii. Coordinate, acquire, and set up refreshments at the above events.
- e) Decorations Committee Chair shall:
- Coordinate decorations for the Senior Dinner during Marching Season, District band auditions in January and for the Spring Concert and Awards Reception.
- f) The Student Volunteer Hours Coordinator shall:
- Keep record of student volunteers and their volunteer hours and submit them to the Band Director(s) and the Webmaster.
- g) The Band Camp Manager shall:
- i. Solicit donations for band camp supplies, such as cups, food items, power drinks, etc.

- ii. Solicit and schedule volunteers to assist in morning, afternoon and evening shifts of Band Camp.
- iii. Bring a well-stocked first aid kit, paper towels, wet wipes, garbage bags, crackers and feminine supplies.
- iv. Ensure the Student Medical Forms are accessible in case of an emergency.

h) The Feed the Band Manager shall:

- i. Coordinate/delegate (to include ordering, serving and clean up) evening meals during the second week of Band Camp.
- ii. Coordinate/delegate (to include ordering, serving and clean up meals for regular home seasonal football games.
- iii. Coordinate/delegate volunteers to help set up, cook/pick up, serve and clean up food at the annual pool party.
- iv. As required, coordinate and transport coolers and water / Gatorade to and from home seasonal football games.

C. 2nd Vice President (Fundraising) shall:

- 1. Be responsible to the President for all fundraising activities of the GHBPA.
- 2. Maintain accurate records of all income and expenses incurred in fundraising activities.
- 3. Expeditiously transfer records and funds received to the Treasurer as appropriate.
- 4. Be responsible to the President for the following committees: TAG Day Committee, Concessions Committee, Spirit Sales, Fruit Sales, Scrip Sales and any additional fundraising committees.

a) TAG Day Committee Chair shall:

- i. Form TAG Day Support Committee in July, choose date and rain date, verify dates with director(s) and GHS main office and delegate the various TAG Day duties.
- ii. Form TAG-a-thon as a sub-committee to TAG Day.
- iii. Communicate to all parents and students the importance of full participation – especially vital for incoming freshmen class.
- iv. Prepare and print, TAGs, envelopes and all communication for students and parents.

- v. Coordinate with Data Entry & Weekly message chair to ensure all families are receiving communication.
- vi. Coordinate with First Vice President for scheduling of parent volunteers.
- vii. Communicate with director(s) on all aspects of this effort.
- viii. Coordinate with Treasurer for continual monitoring of incoming monies in weeks following TAG Day.
- ix. Send thank you letters to all donors over \$50 for duration of fundraising campaign.
- x. Maintain accurate records and follow on report to ensure continuity.

b) Concessions Committee Chair shall:

- i. Run the concession activities during any GHBPA or Band Director-sponsored activities.
- ii. Maintain accurate records of all income and expenses incurred in fundraising activities.
- iii. Expeditiously transfer records and funds received to the Treasurer.

c) The Spirit Sales Committee Chair shall:

- i. Be responsible for the ordering and sales of band related paraphernalia at various events throughout the year.
- ii. Maintain accurate records of all income and expenses incurred in fundraising activities.
- iii. Expeditiously transfer records and funds received to the Treasurer.
- iv. Research and recommend various items for sale.

d) Fruit Sales Committee Chair shall:

- i. Contact Fruit Vendor to arrange fruit sale fundraiser.
- ii. Distribute sales material to participating students.
- iii. Collect and catalog sales.
- iv. Arrange for volunteers to assist with distribution of fruit.

- v. Maintain records of volunteer hours and sales. Report adult volunteer hours to 2nd Vice President. Student volunteer hours are reported to Student Volunteer Hours Coordinator.
 - vi. Expeditiously transfer records and funds received to the Treasurer.
- e) Scrip Committee Chair shall:
- i. Work directly with Scrip vendor to order gift cards.
 - ii. Provide updated information to Webmaster and update order forms as necessary.
 - iii. Establish order due dates throughout the year.
 - iv. Collect orders, generate master order form and work with Treasurer to expedite depositing checks/cash from orders.
 - v. Set up distribution system for orders.
 - vi. Work closely with Treasurer to ensure proper oversight when ordering.
 - vii. Follow grocery store ordering procedures.
 - viii. Maintain a list of scrip on hand when pre-purchasing for concerts, etc.
 - ix. Expeditiously transfer records and funds received to the Treasurer.

D. The Secretary (Communication) shall:

1. Ensure that information on GHBPA and Band activities is communicated to the GHBPA members through the Communications Committees.
 2. Be responsible to the President for, at a minimum, the following committees: Remembrance Committee, Publicity Committee, Data Entry & Weekly Message Committee, and Webmaster.
- a) The Remembrance Committee Chair shall:
- i. Coordinates individual and full band photos.
 - ii. Ensure flowers are provided for the seniors and Band Director(s) at the appropriate occasions. Arrange and coordinate Senior Recognition during the fall football season.

- iii. Coordinate with the Band Director(s), President, and Treasurer for end-of-year awards, ensuring that the budget limits are maintained.
- b) The Publicity Committee Chair shall:
- i. Coordinate with local media for advertising event information.
 - ii. Coordinate all audio or visual support required, to include photos, video clips, sound bites, etc., for all media releases and on Grafton Band Website.
- c) The Data Entry & Weekly Message Committee Chair shall:
- i. Establish, maintain, and update a comprehensive roster of band and visual ensemble student and parental information to include names, addresses, phone numbers, and email addresses, etc. This list will be provided to the GHBPA Executive Board members and those committee chairs that require the information.
 - ii. Use email to electronically inform membership of news as needed.
 - iii. Online votes to be emailed to the board per president's request only. Online votes will only be used for time sensitive issues. Voting results are to be given to the president when voting is complete per end vote date.
- d) The Webmaster shall:
- i. Establish, maintain, and update the GHPBA Website to include input from the director(s) and committee chairs.
 - ii. Provide web based email connectivity for the email addresses from the Executive Board and committee chairs.
 - iii. Receive meeting minutes from the Secretary and include on the Website.

Section 3 Term limits for Executive Board and Committee positions

A. Volunteers are critical to the success of the GHPBA. It is the strong desire of the Band Directors to allow as many general members as is practical to have the opportunity to support the band, its activities, and their kids. To support that desire the following term limits are enacted:

- 1. Executive Board Officer positions – Per Article VII, section 4 of the GHBPA Constitution – Officers shall not be eligible for election to the same position for more than two consecutive terms.

2. Executive Committee Positions - Committee Chairs/Co-chairs shall serve no more than three consecutive years in the same position. If the incumbent has served in their position for 3 consecutive years, the position will be advertised to the GHBPA General Membership as "available" and if no one expresses interest then the incumbent may continue to serve.

3. It is highly desired that Committee Chairs and Co-chairs not have band members in the same graduation year group. This provides a natural overlap of knowledge in the position and duties.

ARTICLE II

AMENDMENTS:

Section 1 The By-Laws may be amended by vote of two-thirds (2/3) majority of the GHBPA Executive Board.

Section 2 Proposed amendments to the Constitution shall not be presented and voted on at the same General Membership meeting. A proposed amendment must be presented to the General Membership at least 30 days prior to the designated meeting for voting.

Section 3 Amendments to both Constitution and By-Laws shall be effective upon adjournment of the meeting at which they were adopted, unless a different effective date is included in the revision.

Section 4 An Ad Hoc Constitution and/or By-Laws Committee will be formed if a review of the Constitution and/or By-Laws is requested by a majority of the General Membership, by a majority of the GHBPA Executive Board, or if they have not been updated in three years.

ARTICLE III

ELECTIONS:

Section 1 Officers shall be elected annually during the Spring Trip General Membership Meeting.

Section 2 An individual serving in the "Acting" capacity of an elected officer shall have all the rights and responsibilities of the position. A Nominating Committee will be appointed, in accordance with Article I, Section 2, Paragraph A5. Once the Nominating Committee determines a slate of nominees, the General Membership will be notified in accordance with Article I, Section 2, Paragraph A5c. Elections will then occur at the next General Membership meeting.

ARTICLE IV

FINANCIAL POLICY:

Section 1 A Financial Review Committee of three (3) GHBPA members will be appointed by the President to review the books of the Treasurer. The Financial Review Committee will consist

of one (1) outgoing Executive Committee member (excluding the incoming and/or outgoing Treasurer and 2nd Vice President) and two (2) members at-large. If at-large members cannot be appointed, Executive Committee members may be used. This review will be completed by the 2nd Tuesday of June each year.

Section 2 The GHBPA Executive Board will file for tax-exempt status. The Executive Board will complete the Internal Revenue Service (IRS) Package 1024, Application for Recognition of Exemption. To file the exemption, documentation justifying nonprofit status will be provided, to include: Constitution and By-Laws; list of elected officers; programs for the year and the projected budget. The GHBPA will file an annual Form 990, Return of Organization Exempt from Income Tax.

Section 3 A minimum balance of \$250.00 shall be maintained in the GHBPA treasury at all times. Any deviation from this policy requires unanimous approval of the GHBPA Executive Board.

Section 4 The President shall establish a Budget Committee to develop the next year's budget. The Committee will consult with the GHBPA Executive Board, the Band Director(s) and members of the Executive Committee to formulate a comprehensive plan for expected income and proposed expenditures. The Budget Committee will develop the proposed budget in the June timeframe and will present the budget to the GHBPA Executive Board for their consideration not later than July. The GHBPA Executive Board will amend the proposed budget as needed and present the final proposed budget to the General Membership as required in Article VIII, Section 5 of the Constitution.

Section 5 All Scholarships shall be awarded annually. The GHBPA Executive Board shall set limits for scholarships as guided by the budget. The amount decided by the GHBPA Executive Board shall be guided by the budget. The GHBPA Executive Board reserves the right to suspend the disbursement of funds for the Scholarships due to insufficient funds.

Section 6 A copy of the year-end financial statements will be posted on the GHBPA band website.

Section 7 Whistleblower Policy: This organization has adopted a Code of Conduct that requires directors and officers to observe high standards of ethics in the conduct of their duties and responsibilities. It is the responsibility of all directors, officers and members to report violations or suspected violations of the Code in accordance with this Whistleblower Policy. No director, officer or employee who in good faith reports a violation of the Code shall suffer harassment or retaliation.

A. Code of Conduct

The directors, officers and members of this organization are expected to adhere to high standards of ethical conduct. Although it is impossible to describe all conduct that is to be addressed, this policy specifically requires the following:

1. Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest within the organization.
2. Full, fair, accurate, and timely disclosure of relevant facts in all reports and documents dealing with matters of program services, governance and administration.
3. Compliance with all applicable governmental laws, rules and regulations.
4. Prompt internal reporting of code violations to an appropriate person or persons within the organization.
5. Personal accountability for adherence to the Code.

B. Reporting Violations

Members who suspect that the Code of Conduct has been violated shall report their concerns to someone who can address them properly. In most cases, a member of the executive board is in the best position to address an area of concern. Where the reporter is not comfortable speaking with an executive board member or is not satisfied with the response, he/she may direct their concerns to the Band Director.

C. Code of Conduct Committee

The President or Executive Board shall appoint a Code of Conduct Committee to investigate complaints and allegations concerning suspected violations of the Code of Conduct. The committee shall advise the board when, in his/her discretion, the complaint entails a significant risk to the organization. In the event that a reported concern involves accounting practices or internal controls the Code of Conduct committee shall immediately notify the executive board of the complaint and work with the board until the matter is resolved.

Section 8 Conflict of Interest Policy: The Directors, Officers and members of this organization shall avoid the appearance or actuality of private benefit to persons who are in a position of substantial authority. When an actual or potential conflict of interest arises, this policy shall direct the decision of the governing body. This policy is intended to supplement but not replace state laws governing conflicts of interest in nonprofit charitable corporations. An Interested Person is a director, principal officer, or member of a committee with board delegated powers, who has a direct or indirect Financial Interest, as defined below.

A person has a Financial Interest if the person has, directly or indirectly, through business, investment or family (blood or marriage):

1. An ownership or investment interest in any entity with which the organization has a transaction or arrangement, or
2. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement, or
3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement.
4. Compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature.
5. Not every Financial Interest creates an actionable conflict of interest. A Financial Interest is a conflict of interest only if the board or committee decides that a conflict exists.

A. Procedure:

In the event that an executive board member or committee member with board delegated powers has a direct or indirect Financial Interest in a transaction or arrangement, the following procedure shall be used:

1. Duty to Disclose. The interested person shall disclose the existence of his or her financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with board delegated powers considering the proposed transaction or arrangement.
2. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, the interested person shall leave the board or committee meeting while the potential conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
3. Procedures for Addressing the Conflict of Interest. If the board or committee members determine that a conflict of interest exists, the interested person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that involves the conflict of interest.
 - a. The President or committee chairperson shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - b. After exercising due diligence, the board or committee shall determine whether the organization can obtain a more advantageous transaction or arrangement with

reasonable efforts from a person or entity that would not give rise to a conflict of interest.

- c. If a more advantageous transaction or arrangement is not reasonably attainable, the board or committee shall determine by a majority vote of disinterested directors whether the transaction or arrangement is in the organization's best interest and is fair and reasonable to the organization, and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.
4. Violations of the Conflicts of Interest Policy. If the board or committee has reasonable cause to believe that an Interested Person has failed to disclose actual or possible conflicts of interest, it shall inform the person of the basis for such belief and afford the person an opportunity to explain the alleged failure to disclose. If, after hearing the response and making such further investigation as may be warranted in the circumstances, the board or committee determines that the person has in fact failed to adequately disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action, up to and including removal from the Board.
5. Minutes. The minutes of the board and all committees with board delegated powers shall contain:
 - a. The names of persons who disclosed or were found to have a Financial interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the board's or committee's decision as to whether a conflict of interest in fact existed.
 - b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

B. Special Procedures For Compensation Issues:

1. A voting member of the board of directors who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to his/her compensation.
2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
3. Persons who receive compensation, directly or indirectly, from the organization are precluded from membership on any committee whose jurisdiction includes

compensation matters. No person, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE V

MEETINGS:

Section 1 General Membership meetings will generally occur once in the fall, winter and spring. Any votes taken at a General Membership meeting will use a simple majority vote of those present.

Section 2 GHBPA Executive Board meetings may be called at any time at the discretion of the President or at the request of any two (2) elected officers. Executive Committee meetings will normally be held once a month during the academic year. A minimum quorum of fifty (50) percent of the GHBPA Executive Board must be present in order to conduct business.

Section 3 Executive Committee meetings may be called at any time at the discretion of the President or at the request of any two (2) elected officers. Executive Committee activity reports/requests can be made during Executive Committee meetings.

Section 4 Committee meetings shall be at the request of the committee chair who shall make a record of such meetings and include as part of their normal report of activities during GHBPA Executive Committee meetings.

Section 5 Certain time critical events/short notice issues may require executive committee action but may not allow time for a face-to-face meeting. If/when these events arise the president or their representative can elect to convene an email meeting/vote. For such a case the following general procedure shall be followed:

- a. Emails must be sent to all committee members
- b. Meeting is called to order with message from the chair containing a “subject” line stating “Call to order” and body beginning with “the email meeting will come to order”. If a vote is required subject line should also include the term “ballot attached”
- c. The call to order message should explain why the meeting is being called to order and should explain the issue to be addressed, time sensitive nature of the issue and what decision is requested of the membership.
- d. If a vote is required the Ballot portion of the message should state exactly what is to be voted on and contain at the beginning a clearly designated place for the member to mark a vote: e.g I vote _____ (fill in Yes, no or leave blank)
- e. For vote to be valid a quorum of ballots must be returned

- f. For the purposes of minutes collection, a copy of the original call to order and all email votes should be collected and given to the Secretary for recording.

ARTICLE VI

PARLIAMENTARY AUTHORITY:

Section 1 The rules contained in Robert's Rules of Order, Revised, shall govern and take precedence in all cases in which they do not conflict with the rules of the GHBPA.

Section 2 All policies set and actions taken must be in accordance with Grafton High School and York County School Board regulations.

ARTICLE VII

ANNUAL REPORTS:

Each Executive Committee Member shall make an annual report to be filed through the appropriate GHBPA Executive Board Member with the Secretary, prior to the final General Membership Meeting of the year. These reports shall be made available for General Membership access at that time.

ARTICLE VIII

DOCUMENTATION DISPOSITION:

Section 1 Documentation Retention and Destruction Policy: The Sarbanes—Oxley Act makes it a crime to alter, cover up, falsify, or destroy any document with the intent of impeding or obstructing any official proceeding. This policy provides for the systematic review, retention, and destruction of documents received or created by this agency. This policy covers all records and documents, regardless of physical form, contains guidelines for how long certain documents should be kept, and how records should be destroyed (unless under a legal hold, as hereinafter defined). It is designed to ensure compliance with federal and state laws and regulations, to eliminate accidental or innocent destruction of records, and to facilitate operations by promoting efficiency and freeing up valuable storage space.

Section 2 Document Retention: This organization shall follow the document retention procedures outlined below. Documents that are not listed, but are substantially similar to those listed in the schedule, will be retained for the appropriate length of time. "Document" includes any record within the following categories in whatever form it is stored; hard copy or digitally. Records shall be placed in the custody of specific directors or committee chairs according to

their job descriptions and administrative needs of the organization. All storage methodologies shall be tamper-proof and searchable and shall be available in a central location.

The following table provides minimum requirements. To the extent applicable laws or regulations are changed to require a different retention period, such law or regulations shall take precedence.

A. Corporate Records

Articles of Incorporation and Bylaws	Permanent
IRS Application for Tax-Exempt Status (Form 1023)	Permanent
IRS Determination Letter	Permanent
State Sales Tax Exemption Letter	Permanent
Annual Reports to Secretary of State/Attorney General	Permanent
Board Meeting and Board Committee Minutes	Permanent
Board Policies/Resolutions	Permanent
Other Corporate & Operational Policies	Permanent

B. Accounting and Corporate Tax Records

Annual Audits and Financial Statements	Permanent
Fixed Assets and Asset Depreciation Schedules	Permanent
IRS Form 990 Tax Returns	Permanent
Business Expense Records and Expense Reports	7 years
IRS Forms 1099	7 years
General Ledgers and Journal Entries	7 years
Invoices	7 years
Sales Records (service fees, receipts, gift shop)	5 years
Petty Cash Vouchers, Cash Receipts, Credit Card Receipts	3 years

C. Bank Records

Checks for important payments and purchases	Permanent
Check Registers	7 years
Bank Deposit Slips	7 years
Bank Statements and Reconciliation	7 years
Electronic Fund Transfer Documents	7 years

D. Legal, Insurance, and Safety Records

Legal Correspondence	Permanent
Insurance Policies	Permanent
Leases	7 years after expiration
General Contracts	7 years after expiration
Correspondence (general)	3 years

E. Electronic Documents and Records

Electronic documents will be retained as if they were paper documents. Therefore, any electronic files, including records of donations made online, that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an email message, the message should be printed in hard copy and kept in the appropriate file or moved to an "archive" computer file folder. Backup and recovery methods will be tested on a regular basis.

Section 3 Emergency Planning: Records must be stored in a safe, secure, and accessible manner. Documents and financial files essential to keeping this organization operating in an emergency must be duplicated or backed up at least every week and maintained off-site.

Section 4 Document Destruction: Each person whose job description includes the custody and/or maintenance of the above documents is responsible for the ongoing process of identifying records which have met the required retention period and overseeing their destruction. Destruction of financial information will be accomplished only by document shredding.

ARTICLE IX

DISSOLUTION:

Section 1 An Ad Hoc Dissolution Committee will be formed if dissolution of the GHBPA is requested by a majority of the General Membership or by a majority of the GHBPA Executive Board.

Section 2 The Ad Hoc Dissolution Committee will set a date for a General Membership vote on the dissolution. Notification of the meeting must be made at least two (2) weeks prior to the meeting.

Section 3 The Ad Hoc Dissolution Committee will present a recommendation for dissolution at the General Membership Meeting. In presenting their recommendation, they will consider the reason, timing, and actions needed to be taken for dissolution (for example, financial review reports, inventories, etc.)

Section 4 After presenting their recommendation, the President shall call for a vote on the recommendation to dissolve. If the committee's recommendation is to "not dissolve the GHBPA", and the recommendation is defeated, the GHBPA will be dissolved.

Section 5 The GHBPA may be dissolved by the Band Director, with the support of the GHS school administration.

Section 6 The Band Director shall appoint a person or persons to maintain and hold all records and accounts of all previous GHBPA activities until a new organization can be established, if applicable.