

By-Laws Wellesley POPS

Adopted April 15, 2010

Revised September 22, 2010

Revised February 2018

Article I

Name

The name of this organization shall be Wellesley Parents of Performing Students, Inc. and may be referred to as Wellesley POPS.

Article II

Purpose

The POPS mission is to enrich and invest in Performing Arts in the Wellesley Public Schools, to support staff as they maintain excellence in programs and to stimulate broad community interest in Performing Arts.

Article III

Policies

Section 1.

Wellesley POPS is a non-commercial non-sectarian organization and shall not be partisan to, or endorse any political candidate or party.

Section 2.

Wellesley POPS may cooperate with Wellesley Public Schools' PTOs, the Central Council of Wellesley PTOs, or other community organizations or groups (such as The Wellesley Education Foundation), whenever it is in the best interests of the Purpose.

Section 3.

The Executive Committee may accept on behalf of the organization any contribution, gift, bequest, or devise to utilize for the Purpose.

Section 4.

Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501(c) (3) of the Internal Revenue Code (IRC) of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC Section 501(c) (3) or corresponding provisions of any subsequent Federal tax laws.

Section 5.

No part of the net earnings of the organization shall inure to the benefit of any member or officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member or officer of

the organization, or any private individual shall be entitled to share in the distribution of the organization's assets on dissolution of the organization.

Section 6.

No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC Section 501(h), and the organization shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Section 7.

In the event of dissolution, all of the remaining assets and property of the organization shall, after necessary expenses thereof, be distributed to the Wellesley Public Schools for use by the Performing Arts Department.

Section 8.

The organization's fiscal year shall be from July 1 to June 30th of each calendar year. In any taxable year in which the organization is a private foundation as described in IRC Section 509(a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC Section 4942, and the organization shall not: a) engage in any act of self-dealing as defined in IRC Section 4941(d), b) retain any excess business holdings as defined in IRC Section 4943(c), or c) make any investments in such manner as to subject the organization to tax under IRC Section 4944, or 4945(d) or corresponding provisions of any subsequent Federal tax laws.

Section 9.

POPS shall establish a Grants Protocol that is reviewed and revised from time to time to disperse funds to meet targeted program needs as requested by Wellesley Public Schools Performing Arts staff.

Article IV

Executive Committee

Section 1.

The Executive Committee shall be comprised of one Presidents or two co-Presidents, one or two Vice President (s), the Secretary, the Treasurer, the immediate past President(s) and other members as might be deemed necessary by the Executive Committee. All members of the Executive Committee must complete and sign a conflict of interest statement prior to the first board meeting. Each term of office shall be for one year.

Section 2.

The Executive Committee shall manage the affairs, activities and finances of the organization. The Director of the Performing Arts Department for the Wellesley Public Schools may participate in an advisory capacity and shall be invited to present a report

with recommendations for the upcoming school year at the annual meeting.

Section 3.

The Executive Committee may authorize the expenditure of funds on behalf of the organization, provided that a report of the disbursement is presented to the General POPS Membership at the next regularly scheduled meeting of the Board.

Section 4.

Any vacancy occurring on the Executive Committee may be filled by the General POPS Membership Board for the unexpired portion of the term.

Section 5.

The Executive Committee may authorize any officer or officers, agent or agents of the organization, in addition to the officers so authorized by these by-laws, to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 6.

The Executive Committee may establish an advisory committee or such title as it deems appropriate to further the goals of Wellesley POPS. Such committee shall serve at the call of the Executive Committee and shall be chaired by the President(s) or their designee. The members of the committee shall serve solely at the pleasure of the Executive Committee.

Article V Membership

Section 1.

Membership is open to all parents and/or guardians of children who are or were enrolled in the Wellesley Public Schools.

Section 2.

There shall be a Wellesley POPS Board of Directors comprised of members of the Executive Committee, POPS Teacher Representatives and volunteers appointed by the Executive Committee.

Section 3.

The President(s) shall preside at all meetings of the organization and shall be the general executive officer(s) of the organization. The President(s) shall be empowered to sign contracts as authorized by the Executive Committee, shall be an ex officio member of all committees, and shall perform all other duties as are incident to the office and such other duties as may be prescribed by the Executive Committee.

Section 3.

Vice President(s), as designated by the President(s) shall assume the duties of a President in the case of absence of the President(s) and shall assist the President(s) with the operations of Wellesley POPS.

Section 4.

The Secretary shall keep a record of all meetings of the organization, conduct the correspondence of the organization, issue all notices, keep a list of the membership and compile a report of the organization's activities for the annual meeting.

Section 5.

The Treasurer shall have the care and custody of the money, funds and financial documents of the organization; disburse funds for operational expenses as is necessary, provided, however, that such disbursements are related to programs approved by the Executive Committee or are authorized as provided in Article IV, Section 3; keep an account of all receipts and disbursements; and file required tax documents. The Treasurer shall render a statement of the financial condition of the organization at regular Board meetings, at the annual meeting and/or at the request of the Executive Committee. Once per calendar year, at a date to be determined by the Executive Committee, the Treasurer will submit all financial documents to a person approved by the Executive Committee for an annual review.

Article VI Meetings

Section 1.

An annual meeting of the members shall be held on or before June 25 of each academic year for the purpose of electing officers, and for the transaction of such other business as may come before the meeting.

Section 2.

There shall be at least two additional meetings of the general POPS membership during the course of the academic year.

Section 3.

Special meetings of the members may be called by the President(s), a majority of the Executive Committee, or not less than twenty members.

Section 4.

Written notice stating the place, day and hour of any meeting shall be given to each member at least five days before the date set for the meeting on the Wellesley POPS website and/or by email.

Section 5.

At all general meetings, 5 eligible members shall constitute a quorum, and a simple

majority vote of those present shall decide. At Executive Committee meetings, one third (1/3) of members shall constitute a quorum, and a simple majority vote of those present shall decide.

Section 6.

Electronic voting will be permissible by the Executive Committee and the POPS Board of Directors.

Section 7.

During the intervals between meetings, the Executive Committee may handle any business brought to the organization.

Article VII

Election of Officers

Section 1.

A nominating committee, consisting of two members shall be responsible for proposing a slate of Officers for presentation to the membership at the annual meeting.

Section 2.

The nominating committee shall be appointed by the Executive Committee.

Section 3.

Officers shall be elected by a majority vote of those in attendance at The Annual Meeting. If the slate of officers is not approved, nominations may be made from the floor.

Article VIII

Amendments

These by-laws may be amended at any regular meeting of the organization by a two-thirds vote of members present and voting, providing that notice of the proposal to amend has been included in the announcement of the meeting at least 14 days prior to the meeting.

Article IX

Parliamentary Authority

Except as otherwise provided in these by-laws, the parliamentary procedures of this organization shall be governed by Robert's Rules of Order Revised.