

# **INTERLAKE MUSIC PARENTS ASSOCIATION**

## **BYLAWS**

**As amended JUNE 18, 2014  
And as further amended SEPTEMBER 3, 2014  
And as Further Amended June 11, 2019  
Proposed changes: June 13, 2022**

### **ARTICLE I – ORGANIZATION**

- A. The name of the Association shall be INTERLAKE MUSIC PARENTS ASSOCIATION (“IMPA”). The composition of the Association shall be parents and/or legal guardians of the students of the Interlake High School Music Program:
- a. All Band Groups,
  - b. All Choir Groups,
  - c. All Orchestra Groups  
(collectively “The Music Program”).
- B. The Association is organized exclusively for the charitable, scientific, religious, literary or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code and any amendments to that Code.

### **ARTICLE II – PURPOSE**

- A. The purpose of the Association is to support the Music Program at Interlake High School.
- a. To further enhance the ideals of Interlake High School – Integrity, Humanity and Scholarship – through music.
  - b. To instill in high school youth an appreciation for music.
  - c. To broaden the social and emotional growth of our youth through contact with others locally, nationally and internationally who also participate in music programs.
  - d. To enhance the connection with our community through participation in community events and to provide quality music programs.
- B. The Association may organize fundraising events, solicit donations, and apply for private and public grants in order to support and provide educational opportunities for students enrolled in the Music Program.
- C. The Association may provide financing of expenditures, which are proper and necessary to the functioning of the Music Program, assuming finances are available.
- D. The Association may provide grants to students in the Music Program to participate in a music enrichment program, assuming finances are available.

## ARTICLE III - MEMBERSHIP

### A. Eligibility

- a. Parents and/or legal guardians with a student in the Music Program at Interlake High School are automatically considered to be members of the Association with full voting privileges.
- b. Former students or parents and/or legal guardians of former students who were in the Music Program may request membership in the Association by written request. The request is subject to the approval of the Board of Directors.

## ARTICLE IV - OFFICERS

### A. Officer Titles: There shall be a minimum of four officers of this Association, including

- a. President or Co-Presidents;
- b. A Vice President or Co-Vice Presidents for each defined music group (Choir, Orchestra, Band, Jazz Band);
- c. Secretary; and
- d. Treasurer

### B. Officer Qualifications: There shall be no specific qualifications for any office other than:

- a. To be a parent/guardian of a student enrolled in the Music Program; and
- b. To have a desire to ensure the Association functions properly and fulfills its mission.

### C. Term of Office and Term Limits

- a. All terms of office are for one year, and begin at the close of the school year in June.
- b. Term limits for each officer position of the association shall be **two** consecutive one-year terms.
- c. A candidate who has served the maximum number of terms, other than the Treasurer, may be elected to serve an additional term provided no other candidate is nominated and willing to serve.

### D. Appointment of Nominating Committee

- a. The President or Co-Presidents will appoint a Nominating Committee no later than April 15 of each year.
- b. The nominating committee should consist of three to five members.
- c. The majority of the committee members must come from the general Association membership.
- d. The President, subject to the approval of the Board, shall select the remaining members of the nominating committee.
- e. The nominating committee shall choose one of its members to serve as chairperson.
- f. No person employed at Interlake High School shall be eligible to serve on the nominating committee.
- g. No person who is running for office may serve as a member of the nominating committee. However, a member of the nominating committee may be nominated for an elected position, during the elections process, if nominated from the floor.

## **E. Nominating Committee Responsibilities**

- a. The nominating committee shall solicit candidates from the membership.
- b. The nominating committee is responsible for conducting the election meeting.
- c. The nominating committee's duties include the following:
  - i. Canvassing the membership for eligible candidates;
  - ii. Bringing forth a slate of officers for election in each year;
  - iii. Preparing and distributing all notices of any meeting pertaining to the nomination and election process;
  - iv. Preparing ballots, attendance sheets, a ballot box, tally sheets and all other materials pertaining to the election;
  - v. Verifying the eligibility of all interested candidates prior to the election;
  - vi. Ensuring that an opportunity for nominations, including self-nominations, to be taken from the floor and then officially closed during the elections meeting; and
  - vii. Ensuring that only eligible members vote.
- d. If a nominating committee cannot be formed, the association must proceed with an expedited election – a single meeting where all nominations are taken from the floor for all offices immediately prior to the election.

## **F. Nomination Notices**

- a. The meeting notice and agenda for the spring general membership election meeting shall be distributed in accordance with state requirements.
- b. All meeting notices and agendas shall be available in English.
- c. The distribution date shall appear on all notices.
- d. If nominations have been closed, the election meeting notice shall list all candidates in alphabetical order by surname under the office for which they are nominated.

## **G. Elections Process**

- a. The Association must elect the mandatory officers: President or co-Presidents, Vice President or co-Vice Presidents, Secretary, and Treasurer.
- b. If a President is not elected, at the first Board meeting following the election of officers, one of the newly elected officers must agree to become interim President and take on full presidential responsibility until a suitable replacement is found.
- c. A replacement for the officer taking on the role of interim President shall be elected at the earliest possible date to ensure no officer vacancies exist.
- d. A majority vote shall be necessary to elect.
- e. If an office becomes vacant, the President shall, at the earliest possible date thereafter, order a special election for the purpose of filling such office. The officer thus elected shall immediately enter upon his/her duties and shall hold office until the next regular election.

## **H. Contested Elections and the Use of Ballots:**

- a. Written ballots are required for all contested offices. Candidates must be listed on ballots in alphabetical order by last name for each office. Candidates running for co-offices must be listed together and voted for as a team.
- b. Ballots must remain in the meeting room until the election meeting has been adjourned. Ballots must be counted immediately following the conclusion of voting and in the presence of any interested members.
- c. Ballots must not be removed from the school. The Association must retain ballots on school premises for one year following the date of the election or until the

determination of any grievance filed during such year concerning the election, whichever is later.

**I. Uncontested Elections:**

- a. If there is only one candidate for an office, a member must make a motion to elect the candidate for office.
- b. A vote of the membership is required for approval of the motion.
- c. The result of the motion must be recorded in the minutes.

**ARTICLE V – DUTIES OF OFFICERS**

**A. The President or Co-Presidents**

- a. Shall preside at all meetings of the Association;
- b. May delegate duties of the president as needed;
- c. May call special meetings at his/her discretion;
- d. Shall appoint all committee chairs;
- e. Is a voting member of the board;
  - a. In the case of Co-Presidents, one will be designated as the voting member
- f. Shall carry out assignments and instructions given to him/her by vote of the Association;
- g. Shall perform such other duties as customarily pertain to the office of President;
- h. May co-sign checks, according to rules for Expenditure of Funds specified in Article X. B. d.

**B. The Vice President or Co-Vice Presidents of each defined music group**

- a. Shall be an aide to the President and, in case of the absence or disability of both the President and Co-President, shall pro tempore assume and perform the duties of the President;
- b. Shall act as liaison between the Music Directors and the Association;
- c. Is a voting member of the board;
  - a. In the case of Co-Vice Presidents, one will be designated as the voting member;
- d. May co-sign checks, according to rules for Expenditure of Funds specified in Article X. B. d.

**C. The Secretary**

- a. Shall keep a record of the proceedings of all meetings;
- b. Shall issue notices of meetings and agendas, after consultation with the President or Co-Presidents;
- c. Is a voting member of the board
- d. May co-sign checks, according to rules for Expenditure of Funds specified in Article X. B. d.

**D. The Treasurer**

- a. Shall collect all fees, reconcile the books and records to the bank statement, and render an account each month, or more often if required, of all receipts and expenditures;
- b. Make necessary state and federal filings each year (i.e., Federal Form 990, State charitable organization forms, licensing, etc.)

- c. Shall prepare a draft budget for approval before the end of the school year;
- d. Shall pay the bills of the Association;
- e. Is a voting member of the board
- f. May co-sign checks, according to rules for Expenditure of Funds specified in Article X. B. d.

**E. Bonding**

All officers shall be bonded and the Association shall carry liability insurance.

**F. Auditing**

- a. There shall be an annual financial review of the books and records to be facilitated by the Treasurer and completed no later than four months following the end of the fiscal year.
- b. The financial review committee shall consist of no fewer than two members of the Association and shall report back to the membership at the next regular meeting following completion of the audit.
- c. If, at any time, the Association income threshold becomes sufficient to warrant a third party audit to comply with IRS Federal regulations governing non-profit entities, the Association shall perform such audit.

**G. Removal of Officers**

- a. Cause for removal of an officer includes, but is not limited to:
  - i. Missing three consecutive meetings unless excused by the President or Co-Presidents.
  - ii. Nonfeasance (the omission of one or more acts which the officer agreed to perform; gross neglect, or gross negligence).
  - iii. Misfeasance (the improper performance of duties).
  - iv. Malfeasance (the performance of one or more improper, illegal, or unethical acts).
  - v. Any other conduct that is deemed to be prejudicial to or in conflict with the interests of IMPA.
- b. The means for removal of an officer is by a vote of the Board of Directors with a 2/3 vote in favor.

**ARTICLE VI – BOARD OF DIRECTORS**

**A. Board of Directors**

- a. The Board of Directors shall be comprised of the Officers.

**B. Quorum**

- a. A quorum for purposes of the Board of Directors is one more than half of the voting Board.

**C. Vote**

- a. A motion passes if approved by a majority of the Voting Board present.

**D. Standing Committees**

- a. Standing Committees may be created at the discretion of the President and/or Co-Presidents, as needed to accomplish the business of the Association.

## **ARTICLE VII - MEETINGS**

### **A. Time and Place.**

- a. At least one Board of Directors meeting shall be held every other month from September to June, inclusive.
- b. At least three General Membership meetings shall be held during the year open to all members.
- c. A General Membership meeting may qualify as a Board meeting if so desired by the President or Co-Presidents
- d. The place and hours of a meeting are to be determined by the Association President or Co-Presidents.

### **B. Nature of Meetings.**

- a. Transaction of the business of the Association.
- b. All meetings must comply with the RCW laws.

### **C. Special Meetings.**

- a. The President or Co-Presidents may initiate special meetings with reasonable notice to the members.
- b. Where possible, special meetings may be held electronically through the use of e-mail or other virtual meeting options.

## **ARTICLE VIII - MEMBER VOTING**

### **A. Quorum**

- a. A quorum is necessary in order to conduct business of the members of the Association.
- b. A quorum shall consist of 10% of the composition of the Association or 6 members, whichever is smaller.

### **B. Voting Privileges**

- a. Each member present shall have one vote on each motion put forward.
- b. Voting may be done in person or by written or email proxy.
- c. There shall be no proxy voting done by someone on behalf of a missing member, based on a phone call, or other verbal communication.

### **C. Passage of Resolutions**

- a. A resolution in its original form may be passed by a simple majority vote of the voting members present.
- b. A resolution may be amended by a two-thirds majority vote of the voting members present.

## **ARTICLE IX- PERSONAL ENRICHMENT**

No part of the net earnings of the Association shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons.

## **ARTICLE X - FINANCES**

### **A. Sources of Funds**

- a. It is not the purpose of the Association to engage in any business activity other than usual sources of funds of charitable and educational entities. The sources of funds shall be:
  - i. Contributions and grants.
    - Earmarked Funds/Restricted Funds**
      1. Funds that are earmarked for a specific purpose may be accepted at the discretion of the Board of Directors to ensure the intended use is consistent with the rules and purposes of the Association.
      2. Any funds remaining from a restricted donation, after the purpose of the donation has been fulfilled, may be moved into the Association's General Fund for future use at its discretion.
      3. The Association may choose to not accept restricted funds if it deems the restriction to be outside the scope of the Association's purview.
  - ii. Proceeds derived from rummage sales, dances, candy sales, car washes, small raffles when legally permitted, concession stand operations, and similar activities.
  - iii. Interest on funds in savings accounts.

**B. Expenditure of Funds**

- a. The annual budget must be approved by a vote of the membership.
- b. Expenditures made that are consistent with the approved budget shall be deemed to be approved by the membership.
- c. The Board of Directors has the authority to approve expenditures outside of the budget that are consistent with the purpose of the Association.
- d. Two officers shall sign all checks.
  - i. The signing officers must hold different offices and cannot be co-holders or co-VPs of any single office.
  - ii. The signing officers cannot be from the same family or household.
- e. Two officers, one of which shall be the President or a Co-President, shall sign all contracts.
- f. The expenditure of funds of the Association may be made to assist with the following purposes:
  - i. Registration fees, travel and lodging expenses associated with performances, competitions or festivals.
  - ii. Providing assistance with uniform/gown purchases where these items remain the property of Interlake High School and the school or school district does not have sufficient funds to cover all costs.
  - iii. Providing assistance for the contracting with clinician, coaches or corporations, in the fields of music that will enhance the student experience, and are outside the scope of the school's capability to fund. Any person that is paid directly by the Association at more than the IRS minimum amount for independent contractors must provide IMPA with a W-9, and IMPA must furnish a 1099 at year's end.
  - iv. Scholarships and/or grants to students to further their education in the field of music. All scholarships will be paid directly to the educational program on behalf of the student receiving the scholarship award.
  - v. Any other purposes consistent with the stated purpose of the Association.

**ARTICLE XI - LIQUIDATION**

If liquidated, the net assets of the association shall be donated to the Associated Student Body Fund of Interlake High School and designated for use toward music programs. Should that fund no longer exist, then the net assets shall be donated to any organization or organizations of similar character which qualify for exemption under Section 501(c) of the Internal Revenue Code.

#### **ARTICLE XII – POLITICAL ACTIVITIES**

- A. This Association shall not carry on propaganda, attempt to campaign on behalf of any candidate for public office, or engage in any activities or exercise any powers that are not in furtherance of the purpose of this Association.
  - a. The Association shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code; or
  - b. by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

#### **ARTICLE XIII- AMENDMENTS AND REGULAR REVIEW OF BYLAWS**

- A. These bylaws may be amended at any regular meeting of the Association members by a two-thirds vote of the members present, provided the amendment was presented in writing to the membership at the previous meeting, and appears in the notice of the meeting at which it is to be amended.
- B. Amendments are effective immediately unless otherwise specified.
- C. A thorough review of these bylaws shall be conducted every 3 years.
- D. All provisions of these bylaws must conform to Washington State guidelines and laws governing parent associations within the State of Washington.
- E. Any member may present a motion at a general membership meeting to amend a provision of the bylaws that is not in compliance with state law.
- F. Amendments that bring the bylaws into compliance must be voted on immediately after the motion is presented. A two-thirds vote of the membership present is required for approval.

These bylaws as set forth above have been voted on and approved by the membership. The most recent revision was **proposed** to the membership, in accordance with the provisions of Article XI, at the membership meeting held on ***JUNE 13, 2022.***