

**Bylaws**  
**Parents Association**  
**of**  
**Walnut Hill School**  
**Natick, MA**

ARTICLE I. NAME

The name of the organization shall be the Walnut Hill Parents Association (WHPA).

ARTICLE II. PURPOSE

The purposes of this organization shall be to support the programs and activities of the Walnut Hill School (WHS) in Natick, MA, and to foster communication, participation, and fellowship among parents of WHS students. Such support shall include, but not be limited to:

- A. Encouraging attendance at performances and exhibits of the students of Walnut Hill School.
- B. Raising funds to provide financial assistance for:
  - 1. The programs, performances, exhibits and other activities of WHS,
  - 2. Scholarships, awards and the enrichment of the experience of WHS students, and
  - 3. Such other services or tangible items as the WHPA deems appropriate and consistent with the purposes of the organization.
- C. Providing input to, and acting as an advocate before, the WHS Board of Trustees, Head of School, Executive Director, and other administrations officials on matters of importance to WHS students and parents.
- D. Such other endeavors as may be appropriate to support, enhance, and expand the WHS programs

ARTICLE III. MEMBERSHIP

Membership in the organization shall be open to parents/guardians of all students of the Walnut Hill School. Annual membership dues shall be billed by WHS with the tuition bill. The amount of the dues shall be determined by the Executive Board, in consultation with WHS Head of School. Members may request WHS to waive dues due to financial hardship. Membership and fiscal years for the organization shall be July 1-June 31.

## ARTICLE IV. OFFICERS

Section 1. The officers of this organization shall be: President, Vice-President, Secretary, and Treasurer.

i. The officers shall be elected in the Spring of each school year. Eligibility for office holding status shall be limited to those individuals who are parents or guardians of: (i) currently enrolled WHS students, (ii) incoming WHS students, and (iii) graduating WHS students. Such parent/guardian shall be eligible for officer status during the time his/her child is enrolled at WHS and for the year immediately following child's graduation.

ii. Two individuals may serve as co-officers for any office, if duly elected pursuant to these by-laws. The co-officers shall each have the authority to exercise the duties of the office, but together shall have a single vote as if they were one member of the WHPA Executive Board (Executive Board).

Section 2. The President shall preside at all general membership meetings of the organization and all Executive Board meetings.

i. The Treasurer and the President shall each have the authority to sign checks for the organization if the amount is less than \$2000. Checks in the amount of \$2000 or more shall be signed by both the President and the Treasurer.

ii. The President shall assist the Treasurer in the preparation of an annual budget for approval of the Executive Board.

iii. The President shall be elected for a term of one year. The maximum number of consecutive terms of office held by the President shall be three.

Section 3. The Vice-President shall, in the event of the absence or inability of the President to exercise that office, become Acting President of the organization as if the Vice-President had been duly elected President.

i. The Vice-President shall be elected for a term of one year. The maximum number of consecutive terms of office held by the Vice-President shall be three.

Section 4. The Secretary shall keep the minutes and attendance of meetings, and the records of the organization.

i. The Secretary shall present to the President and the Executive Board any correspondence addressed to the organization.

ii. The Secretary shall attend to all correspondence of the organization and shall exercise all duties incident to the office.

iii. The Secretary maintains organization files, documents and calendars, notifies members of meetings, and publicizes meetings on the School web site.

iv. The Secretary shall be elected for a term of one year. The maximum number of consecutive terms of office held by the Secretary shall be three.

Section 5. The Treasurer shall have the care and custody of all monies belonging to the organization and be responsible for the funds of the organization, which this person shall deposit in the name of the organization in a regular bank or trust company.

i. The Treasurer and the President shall each have the authority to sign checks for the organization if the amount is less than \$2000. Checks in the amount of \$2000 or more shall be signed by both the President and the Treasurer.

ii. The Treasurer shall keep accurate books of account, which shall be at all times subject to audit by, and under the supervision of the Executive Board or, whenever required by it, render an account of all financial transactions and the financial condition of the organization.

iii. The Treasurer, in consultation with the President, shall prepare an annual budget prior to the beginning of the school year and shall present such budget to the Executive Board for approval.

iv. The Treasurer shall make a financial report at the Executive Board meetings and at all general membership meetings.

v. This person shall exercise all other duties incident to the officer of Treasurer.

vi. The Treasurer shall be elected for a term of one year. The maximum number of consecutive terms of office held by the Treasurer shall be three.

Section 6. In case of the inability or refusal of an officer to fulfill the duties of the office, it shall be within the province of the Executive Board to request the resignation of such officer and appoint a replacement to complete the term.

#### ARTICLE V. EXECUTIVE BOARD AND COMMITTEES; ELECTION OF OFFICERS; SCHOLARSHIPS

Section 1. The Executive Board shall be the governing body of the organization and shall consist of the elected officers of the organization and two Executive Board Members at Large appointed by the elected officers. Decisions of the Board shall be made by majority vote, with the President having the authority to break a tie. A quorum shall consist of three Executive Board members.

Section 2. The Executive Board shall have the authority to appoint eligible persons to fill any committee positions left unfilled during the spring election.

Section 3. The Executive Board shall, from time to time, appoint one or more designated individuals or standing committees of the organization to perform specified functions for the organization or to serve as representatives of the various WHS artistic departments.

Section 4. The Executive Board may, from time to time, appoint other committees and designated individuals who shall serve at the Board's pleasure to conduct the business of the organization. The President may attend any committee meeting and shall vote in the case of a tie.

Section 5. The Executive Board shall appoint annually an Officer Nominating Committee, consisting of three to five members (including one or more members of the Executive Board). At the Spring annual membership meeting or via electronic means as determined by the Board, the Nominating Committee shall present a slate of candidates for the officer positions of the organization. Members of the Officer Nominating Committee may be nominated for officer positions. Additional nominations for officer positions may be made by members of the organization at a time and in a manner determined by the Board. Officers shall be elected by a majority of members voting.

Section 6. The Executive Board in its discretion may determine to award one or more scholarships to WHS students. The selection process shall be determined by the Board, provided no member of the Board or the WHPA may be on the scholarship selection committee if the child of the board member or the WHPA member is an applicant for the scholarship.

## ARTICLE VI. MEETINGS

Section 1. A general membership meeting shall be held in the Fall and Spring of each school year at a time and in a manner determined by the Board. A member or members of the WHS administration may be invited to attend at the discretion of the Board.

Section 2. Additional meetings of the general membership may be called by the President or the Executive Board at anytime.

Section 3. At all general membership meetings of the organization, seven voting members (of whom no fewer than three (3) must be Executive Board members present either in person or via electronic means) shall constitute a quorum for the transaction of business, with parents/guardians of WHS students having one vote per child enrolled in WHS.

Section 4. Notice and format of the general membership meetings shall be given in a manner determined by the Executive Board.

Section 5. Executive Board meetings (in-person or electronically) shall be scheduled by the President, as necessary, to discharge the duties of the Board and to conduct the business of the organization. Meetings of the Executive Board shall be open to all members, unless otherwise determined by the Board. A member or members of the

administration may be invited to attend Executive Board meetings at the discretion of the Board. Business of the Executive Board may also be conducted via email to the Board members, provided at least three members are able to participate in the timeframe set by the President.

#### ARTICLE VII. DISPURSMENT OF FUNDS

The Executive Board shall disburse funds as necessary for the operation of the organization.

- (i) No disbursement will be made without a receipt or proper request in writing.
- (ii) Any requests for monies shall be submitted in writing to the President or Treasurer. The request shall be presented before the Executive Board for discussion and vote. After his/her presentation, the Board may request the person submitting the request to leave during the Board's discussion of the request.
- (iii) The only exceptions to the procedure set forth above in this Article VII are expenditures for emergency requests of less than \$250.00, and expenditures for necessary and appropriate expenses as determined by the Executive Board; such expenditures shall be reviewed by the Executive Board at its next meeting.

#### ARTICLE VIII. MEMBERSHIP INFORMATION

Membership information, including membership lists, shall not be used for any purpose other than to communicate with members, to ensure the privacy of member information.

#### ARTICLE IX. MANAGEMENT OF GIFTS

The Treasurer may accept monetary gifts on behalf of the association. Gifts may be spent by the organization only for their designated purpose.

#### ARTICLE X. DISSOLUTION

In the event of the dissolution of the WHPA all assets, after expenses, shall go to the WHS as a donation.

#### ARTICLE XI. MAILING ADRESS

The mailing address of the WHPA shall be the address of the President of the Association. For correspondence relating to the management of the finances, the address of the Treasurer may be used. The Executive Board may designate other addresses for these purposes.

## ARTICLE XII. RECORDS

A record of each year's mailing addresses (Treasurer and President) shall be retained with a copy of these bylaws, by the Secretary, along with copies of minutes for each membership meeting and each Executive Board meeting. Minutes shall report all votes taken and the subject matter of any discussion at the meeting. Minutes shall not become official until they have been approved by the Executive Board at its next meeting.

## ARTICLE XIII. APPROVAL OF AND CHANGES TO BYLAWS

To become effective, these Bylaws must be approved by an affirmative vote of one-half of the members of the organization voting at a general or special membership meeting, or via electronic means. The Bylaws may be altered, amended, repealed, or otherwise changed by affirmative vote of two-thirds of the members voting at a regular or special general membership meeting, or via electronic means. The time and format of such votes shall be determined by the Executive Board.

(Adopted 10/19/09)