

**BYLAWS
of
MASSACHUSETTS ASSOCIATION
OF
PUPIL TRANSPORTATION**

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Table of Contents

Article Number	Title	Page
Article I	NAME	3
Article II	PURPOSE	3
Article III	MEMBERSHIP	3
	Types of membership	3
	Voting Rights	3
Article IV	ELECTIONS	4
Article V	BOARD OF DIRECTORS	4
Article VI	OFFICERS	4
	President	5
	Vice-President/President-Elect	5
	Immediate Past-President	5
	Treasurer	6
	Secretary	6
Article VII	COMMITTEES	6
	Audit Committee	6
	Nominating Committee	6
	Program Committee	6
	Other Committees	6
Article VIII	VACANCIES	7
Article IX	TERMS OF OFFICE	7
Article X	DUES	7
Article XI	MEETINGS	7
	Location	7
	Parliamentary Authority	7
	Quorum	8
	Notice	8
Article XII	FISCAL YEAR	8
Article XIII	DISSOLUTION & LIQUIDATION	9

ARTICLE I
NAME

The name of the association shall be:

MASSACHUSETTS ASSOCIATION OF PUPIL TRANSPORTATION

ARTICLE II
PURPOSE

1. To promote the highest standards of ethics and practices in pupil transportation.
2. To increase awareness of and disseminate information pertaining to all aspects of pupil transportation and to make these freely available to its members and the interested public.
3. To provide leadership for the improvement and advancement of pupil transportation and professional development of its members.
4. To serve as a state wide voice for school district personnel engaged in the management of pupil transportation.
5. To work with educational associations and with governmental organizations in developing and improving pupil transportation management and administration.

ARTICLE III
MEMBERSHIP

A. Active Membership:

Any person shall be eligible for active membership who is employed by a public or non-public school in the management of pupil transportation.

B. Associate Membership:

Any person who is actively interested in, engaged in, or associated with any phase of pupil transportation but does not otherwise qualify for active membership may become an associate member.

C. Honorary Membership:

The Board of Directors shall have the right to confer honorary memberships.

Voting Rights

Section 1-Active members of the Association shall be entitled to all the rights and privileges of the Association including the right to vote and hold office. All other classifications of membership shall be entitled to the rights and privileges of the Association except the right to vote, hold office or receive special benefits which may be available only to active members of the association.

Section 2-The Board of Directors shall have the power to approve applicants for membership except that no individual may be denied membership on the basis of race, national origin, religion or sex.

ARTICLE IV
ELECTIONS

Any active member in good standing is eligible for nomination to office, subject to the provisions herein stated.

Nominees for the office of Vice-President/President-Elect, Treasurer and Secretary shall be chosen and elected on a state wide basis. Nominees for the office of Director shall be chosen and elected on a regional basis.

Any person having served in the position of Director shall be eligible for an additional term as a Director if a period of twelve (12) months has passed following the expiration of the most recent term as Director.

Any person having served in the position of Immediate Past President shall be eligible for re-election to the position of President-elect or election to any office or directorship twelve (12) months following the conclusion of the term as Immediate Past President.

Any person serving in the position of Treasurer or Secretary may serve for more than one term.

All elections shall occur at the annual meeting of the Association.

All elections shall be by secret ballot. In the event of a tie vote for any position, a sufficient number of subsequent ballots shall be taken until one candidate has a plurality.

ARTICLE V
BOARD OF DIRECTORS
Membership

The Board of Directors shall consist of nine members to include the following:

President.
Vice-President/President-Elect.
Immediate Past-President.
Four (4) regional Directors.
Secretary
Treasurer

The regions shall be composed of the following county groupings:

Region 1: Berkshire, Franklin, Hampden and Hampshire.

Region 2: Worcester.

Region 3: Essex, Middlesex and Suffolk.

Region 4: Barnstable, Bristol, Dukes, Nantucket, Norfolk and
Plymouth.

Duties

The duties of the Board of Directors shall be to establish Association policy and such other duties as may be defined elsewhere in the bylaws.

Quorum

The majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Board of Directors are present at said meeting, a majority of the Board members present may adjourn the meeting without further notice.

ARTICLE VI OFFICERS

The Elected Officers shall be:

- President
- Vice-President/President-Elect
- Immediate Past-President
- Secretary
- Treasurer

PRESIDENT

The President shall hold office for a period of two years. It shall be the duty of the President to preside or to arrange for presiding officers at all meetings and, in conjunction with the Board of Directors, to prepare the program for the Annual Meeting of the Association. The President shall be chairperson of the Board of Directors; shall call meetings of the Board whenever the President deems it necessary, or whenever the President is requested to do so by a majority of the members of the Board; shall serve as an ex-officio, non-voting member of all standing committees; and shall perform all other duties normally pertaining to the office.

VICE-PRESIDENT/PRESIDENT-ELECT

Vice-President/President-Elect shall hold office for a period of two years beginning at the close of the Annual Meeting and shall become President of the Association beginning two years from the close of the Annual Meeting. The Vice-President/President-Elect shall serve as acting chairperson of the Board of Directors in the absence of the President; shall act as Program Committee Chairperson and perform such other duties as may be assigned by the President.

IMMEDIATE PAST-PRESIDENT

Following the term as President, the Immediate Past-President shall serve two terms as an officer and voting member of the Board of Directors. The Immediate Past-President shall also serve as a member of the Program Committee and Chairperson of the Nominating Committee.

TREASURER

The Treasurer shall receive and collect all money due the Association, giving a receipt for the same and shall hold in safe keeping all Association funds. The Treasurer shall send an invoice for dues in the amount

approved by resolution to each member prior to the start of each fiscal year; shall keep a correct ledger account of all receipts and disbursements supported by proper vouchers; and shall close and balance the books as of April 30th of each year. An annual statement in writing of the receipts and disbursements of the Association shall be submitted at the Annual Meeting. At the expiration of the term of office, the Treasurer shall transfer to the successor all money, papers, other records and property of the Association, following a favorable audit by the Audit Committee.

SECRETARY

The secretary shall keep an accurate record of all general meetings of the Association and of the Board of Directors in a format acceptable to the Board of Directors; give all notices in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of the corporation; affix the seal of the corporation to all documents; keep a register of the post office address of each member; and in general perform all duties incident to the office of secretary and such other duties as may be assigned by the President or by the Board of Directors. At the expiration of the term of office, the Secretary shall transfer to the successor all records and property of the Association.

ARTICLE VII COMMITTEES

The standing committees of the Association shall consist of an Audit Committee of three at-large members, a Nominating Committee composed of the Immediate Past-President of the Association and an additional member from each of the director regions, a Program Committee consisting of the Vice-President/President-Elect, the Immediate Past-President and five additional at-large members.

The Audit Committee- shall annually arrange for an audit of all financial records by a certified public accountant, review the findings and report to the business session of the Annual Meeting.

The Nominating Committee- shall actively seek out qualified candidates for nomination to the various elected positions and assist the Board of Directors in locating qualified candidates for appointment to committee positions.

The Program Committee- shall be responsible for working with the President and Board of Directors in the preparation of the Annual Meeting; be responsible for developing and implementing additional workshops and programs of interest for the benefit of the membership.

Other Committees- may be authorized by the Board of Directors. All committee positions not otherwise provided for in the bylaws shall be filled by appointment of the Board of Directors. Chairpersons not otherwise provided for in the bylaws shall be appointed by the President.

ARTICLE VIII VACANCIES

If a vacancy occurs in the office of President, the Vice-President/President-Elect shall succeed to office. If a vacancy occurs in the office of Vice-President/President-Elect, and if such vacancy occurs more than sixty (60) days prior to the Annual Meeting, the Board of Directors may appoint an acting Vice-President. If they do so it shall be from the current Directors.

If a vacancy occurs in the office of Secretary of Treasurer, and if such vacancy occurs more than sixty (60) days prior to the Annual Meeting, the Board of Directors may appoint an acting Secretary of Treasurer from the general membership.

Directors who, without satisfactory explanation, have failed to attend three or more consecutive Board meetings shall be considered as having vacated the office of Director.

In the case of a vacancy in the office of Director, and if such vacancy occurs more than sixty (60) days prior to the Annual Meeting, the Board of Directors may appoint an acting Director from the membership at large of the area in which the vacancy has occurred.

Each of the above appointments shall remain effective only until the close of the fiscal year.

ARTICLE IX TERMS OF OFFICE

All terms of officers shall be for a period of two years except that of Treasurer and Secretary which shall be for three years. Regional Directors shall serve for three years.

All terms shall commence immediately following the Annual Meeting at which the officers were elected or at the time of appointment by the Board of Directors.

ARTICLE X DUES

Dues shall be established by the Board of Directors and approved by the membership. All dues shall be for a period of one year beginning May 1.

ARTICLE XI MEETINGS

There shall be an Annual Meeting of the active membership which shall be held within thirty (30) days of the close of the fiscal year.

Location

The Annual Meeting and any regular or special meeting of the general membership shall be held at a place determined by the Board of Directors.

Parliamentary Authority

All meetings of the Association, its Board of Directors and Committees shall be governed in accordance with the most recently published edition of Robert's Rules of Order, Revised.

Quorum

Twenty (20) or 33% of the active members, whichever is smaller, shall constitute a quorum for the transaction

of business at the Annual Meeting, and any regular or special business meeting of the Association.

Notice

The Secretary shall provide written notification to each member in good standing not less than thirty (30) days prior to each business meeting of the Association, stating the date, time and location of said meeting.

ARTICLE XII FISCAL YEAR

The fiscal year of the Association shall begin on May 1 and end on April 30.

ARTICLE XIII AMENDMENTS TO BYLAWS

An amendment to the bylaws may be proposed by an active member at the Annual Meeting of the Association provided that the proposed amendment shall have been submitted to the Secretary of the Association not less than sixty (60) days prior to the Annual Meeting. The Secretary shall then be required to distribute the proposal to each member in good standing not less than thirty (30) days prior to the Annual Meeting.

An amendment shall take effect after approval by a two-thirds vote of the active membership attending and voting at and upon adjournment of the business session of the Annual Meeting.

ARTICLE XIV DISSOLUTION & LIQUIDATION

In the event of the dissolution and liquidation of the corporation and prior to the completion thereof, all of the assets, property, income and all other funds of the corporation not owned or held upon a condition requiring return, transfer or conveyance by reason of dissolution shall be expended for or applied to the purchases of the corporation, or one or more of such purposes by transferring or conveying such assets, property, income and funds to one or more corporations or organizations, organized and operated exclusively for charitable, scientific, literary or educational purposes, to which exemption from income taxes has been granted under Section 501(c)(6) of the Internal Revenue Code of 1954 or comparable provisions of the prior or subsequent Federal Income Tax Laws, and no part of such remaining assets, property, income or funds, shall be distributed to members or to any other person whatsoever.