

**BYLAWS OF
WESTBROOK PROJECT GRADUATION, INC.**

ARTICLE I: Name

The official name of this corporation shall be Westbrook Project Graduation, Inc.

ARTICLE II: Purpose and Objectives

Section 1. Westbrook Project Graduation, Inc. (WPG) is established solely for the purpose of organizing and planning a drug and alcohol free graduation night celebration and other graduation activities for members of the Westbrook High School (WHS) graduating class.

Section 2. This corporation shall be incorporated as a non-profit corporation under the laws of the State of Connecticut.

Section 3. No part of the assets of the corporation shall benefit or be distributed to its Members, officers, or other private persons. WPG shall not engage in activities not permitted by tax exempt organizations under section 501(c)(3) of the Internal Revenue Code.

ARTICLE III: Membership

Voting members shall consist of parents/guardians of current year senior students at Westbrook High School. All parents/guardians of other WHS students, as well as other community members are welcome as non-voting participants.

ARTICLE IV: Officers and Elections

The Officers for WPG shall be comprised of a Chairman or Co-Chairmen, Vice Chairman, Secretary, and Treasurer.

Nominations for an elected officer shall be made by the first meeting held after the start of each school year. Election of all officers shall take place no later than the following meeting. No member shall be elected or appointed to office without their prior consent to serve. In the event of a vacancy of an elected officer, the Chairman/Co-Chairs or, in their absence, the Vice-Chairman may appoint a member to fill the vacancy. Officers will hold their positions for the fiscal year of WPG.

ARTICLE V: Duties of Officers

Section 1. The Chair/Co-Chairs shall preside at all meetings of the corporation and shall fill all committees.

Section 2. The Vice Chairman shall assist the Chair/Co-Chairs and in their absence shall perform the duties of the Chair/Co-Chairs at all meetings.

Section 3. The Secretary shall keep a permanent record of attendance and minutes of all meetings and distribute to WHS senior parents via email or USPS (if requested). Minutes must be filed and saved permanently. All minutes should be passed forward to the next Secretary.

Section 4. The Treasurer shall be the custodian of the funds of the corporation, conduct the corporation's financial business, keep records of such transactions, and prepare a financial report for the approval of the membership at the regular meetings.

ARTICLE VI: Meetings

WPG shall meet monthly, September through June, at the Westbrook High School or designated location. Officers will determine dates and times of all meetings and will distribute the schedule to all senior parents in September. At the discretion of the Officers, the meetings may be rescheduled or additional meetings added. Subcommittee meetings may be held whenever deemed necessary to carry out specific goals of said subcommittee. Subcommittees will make a report at the next regular meeting. Robert's Rules of Order shall govern in all matters not covered in the By-Laws.

ARTICLE VII: Funds and Financial Operations

a. Receipts: The Treasurer shall deposit all receipts in the Corporation's bank account promptly. The Treasurer shall maintain a listing of each deposit source and amount.

b. Disbursement: All checks require signatures of the Treasurer. Any checks over \$500 require the signature of two officers. Projects and dispersal of funds over \$500 must be approved by membership at a general meeting. All expenditures made by a member require a receipt for reimbursement.

c. Monthly Summaries: The Treasurer shall prepare a monthly report summarizing the budget including fund balances, expenses, income, and expected expenditures.

d. Annual Finance Review: Shortly before August 1 of each year, the Treasurer shall meet with the officers to review financial operations of the previous fiscal year and facilitate personnel changes for the new fiscal year.

e. Tax Returns: The Treasurer is responsible for the preparation and filing of any tax returns required for the Corporation. The Treasurer shall provide a copy of the returns to the officers.

f. Records Retention/Pass Forward: The Treasurer shall maintain current and prior year financial records. All financial records will be passed forward to the next Treasurer. The Corporation's financial records must be maintained for at least 7 years. Tax returns must be saved permanently.

ARTICLE VIII: Fiscal Year

The fiscal year of WPG shall begin August 1 and end July 31.

ARTICLE IX: Activities

All activities must conform to the aim and purpose of WPG which is planning and organizing a drug and alcohol free graduation night celebration and other graduation activities for the current graduating class of Westbrook High School.

Any member may submit a fundraising proposal at a regular meeting. Said proposal must be discussed and approved by membership before being acted upon.

All decisions regarding WPG events must be proposed, discussed, and approved by official membership at a monthly and/or special meeting.

ARTICLE X: Indemnification

To the maximum extent allowed by law, WPG will indemnify and hold harmless each past and present Officer of WPG from liability relating to actions taken in good faith by the Officer when the Officer is acting in his or her official capacity. The Members intend no Officer shall have personal liability for actions taken in good faith in the Officer's capacity.

ARTICLE XI: Amendments

The WPG By-Laws may be amended at any regular meeting of the membership by a majority vote of members present, provided such amendments have been presented to the membership at least two weeks in advance.

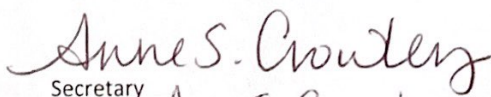
ARTICLE XII: Assets

All assets remaining in the WPG accounts at the end of the fiscal year shall go to the next year's WPG committee for use in planning their graduation night celebration and/or other graduation activities.

Should the WPG organization disband for any reason, all assets in their possession at that time shall be turned over to the Westbrook High School Activity fund, or shall be donated to the Westbrook Foundation, Inc.

Certification:

I hereby certify that these Bylaws were adopted by majority vote of the members of Westbrook Project Graduation, Inc. present at its meeting held on *Sept. 29* 2011, to take effect immediately.


Secretary *Anne S. Crowley*