



Business Professionals of America, Massachusetts Association

Constitution & Bylaws

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Business Professionals of America, Massachusetts Association

Constitution & Bylaws

Preamble

With the identification of Business, Management, Information Technology, Digital Communication & Design, Finance, Marketing, Health Administration, and Office related occupations as an area of career and technical education, it has become necessary to provide student group experiences for students enrolled in business education programs.

Leadership development through student groups can be effective in strengthening career and technical education for Business, Management, Information Technology, Digital Communication & Design, Finance, Marketing, Health Administration, and Office related occupations. It is deemed essential that:

1. There be established a career technical student organization to serve the needs of those students enrolled in initial, refresher, or upgrading Business, Management, Information Technology, Digital Communication & Design, Finance, Marketing, Health Administration, and Office related occupations
2. This organization is an integral part of the career and technical education curriculum, preparing students for careers in Business, Management, Information Technology, Digital Communication & Design, Finance, Marketing, Health Administration, and Office related occupations
3. The organizational pattern facilitates the use of existing student groups as an integral part of the education pattern for Business, Management, Information Technology, Digital Communication & Design, Finance, Marketing, Health Administration, and Office related occupations as established in law and regulation.
4. This organization provides a means for individual state groups to participate as members of a national student group serving the career and technical educational needs of students enrolled or interested in Business, Management, Information Technology, Digital Communication & Design, Finance, Marketing, Health Administration, and Office related occupations.

Mission Statement

Our mission at Business Professionals of America, Massachusetts Association is to develop and empower student leaders to discover their passion and change the world by creating unmatched opportunities in learning, professional growth, and service.

Vision Statement

Business Professionals of America, Massachusetts Association is committed to being the premier intra-curricular career and technical student organization. Members will demonstrate success by becoming highly skilled and competent professionals contributing to the evolving global market.

ARTICLE I: NAME

The name of this organization shall be Business Professionals of America, Massachusetts Association, may be referred to as MABPA or MA BPA, and shall be associated with Business Professionals of America, Inc.

ARTICLE II: PURPOSE

The purposes of this organization are:

- To provide opportunities for members in leadership and development
- To unite in a common professional bond without regard to race, creed, sex, disability, age, sexual orientation, or national origin of students enrolled in classes with business employment as their objective
- To develop leadership abilities through participation in career and technical education, civic, recreational, and social activities
- To assist students in establishing realistic employment objectives
- To create enthusiasm for learning
- To promote high standards in ethics, workmanship, professionalism, and scholarship
- To develop the ability of students to plan together, organize, and carry out worthy activities and projects through the use of the democratic processes
- To foster an understanding of the functions of labor, entrepreneurial, and management organizations in the American free enterprise system
- To develop competent, assertive leaders in a world class workforce
- To develop and strengthen members' confidence in themselves and their work
- To provide satisfactory social and recreational activities
- To foster practical application of Business, Management, Information Technology, Digital Communication and Design, Finance, Marketing, Health Administration, and Office related occupational skills through competition.

ARTICLE III: ORGANIZATION

Section 1. Business Professionals of America, Massachusetts Association

Business Professionals of America, Massachusetts Association is an organization consisting of local and virtual chapters, each operating in accordance with a charter granted by Business Professionals of America, Inc.

Section 2. Administrative Authority

The administration of Business Professionals of America, Massachusetts Association will be vested in the Board of Directors of Business Professionals of America, Massachusetts Association.

Section 3. Student Officers

Student Officers for the Secondary and Post-secondary Divisions of Business Professionals of America, Massachusetts Association will be elected annually by their respective voting delegates as outlined in the State Officer Election Handbook.

ARTICLE IV: MEMBERSHIP

Section 1. Divisions

Business Professionals of America, Massachusetts Association is composed of three divisions including: Secondary, Post-secondary, and Alumni. All members shall be governed by the Board of Directors and the State Director.

Section 2. Chapter Classification

A. Local Chapters

A Local Chapter of Business Professionals of America, Massachusetts Association is chartered through an educational institution following the procedures outlined by Business Professionals of America, Inc.

B. Virtual Chapters

A Virtual Chapter of Business Professionals of America, Massachusetts Association is for any student who attends an educational institution without a local chapter. These chapters hold meetings virtually, rather than at educational institutions.

Section 3. Membership Classification

A. Student Members

To qualify for student membership, a member must be part of a local or virtual chapter, pay dues as established by the local, state, and national associations of Business Professionals of America, and shall be eligible to hold office, participate in award programs, serve as a voting delegate, or otherwise an individual member shall be a member of one of the following divisions:

1. Secondary Division

Students enrolled in a high school or equivalent program and hold an interest in business, finance, management, marketing, technology, and other related programs as approved by the state.

2. Post-secondary Division

Students enrolled in a post-secondary or equivalent program and hold an interest in business, finance, management, marketing, technology, and other related programs as approved by the state.

B. Advisor Members

Teachers, teacher-coordinators, teacher-educators, and supervisors; employers and/or training station sponsors of business education, information technology, and/or office education students; advisory committee members; and others, at their respective division, willing to contribute to the growth and development of Business Professionals of America, Massachusetts Association, as approved by the state.

C. Alumni Members

Alumni Division membership is open to any former member wishing to support the current membership educationally, financially, and/or professionally.

Section 4. Members in Good Standing.

Members shall be considered in good standing if they meet the following requirements for each membership period:

- A.** Are active in a local chapter or division of Business Professionals of America;
- B.** Meet the requirements established by the local chapter and state association;
- C.** Registered by the deadlines established by the national and state association; and
- D.** Meet all financial obligations.

Section 5. Membership Dues

- A.** The membership year shall be September 1 through August 31.
- B.** The Board of Directors of Business Professionals of America, Massachusetts Association shall establish dues for all members and divisions.
- C.** Dues shall be submitted within thirty (30) days of completing the Online Membership Registration.

ARTICLE V: BOARD OF DIRECTORS

Section 1. Composition

A. Voting Members

The Board of Directors shall be comprised of nine (9) voting members as follows:

- (2) Chapter Advisors
- (2) Alumni Representatives
- (2) Business Representatives
- (1) At Large Representative
- Secondary State President
- Post-secondary State President

B. Ex-officio Members

- The staff members of Business Professionals of America, Massachusetts Association, shall serve as non-voting ex-officio members.
- The Immediate Past Chair shall serve as a non-voting ex-officio member for a maximum of one year if term limits prohibit continuing regular membership on the Board of Directors.

Section 2. Duties, Power, and Authority

The Board of Directors of Business Professionals of America, Massachusetts Association shall manage all affairs of Business Professionals of America, Massachusetts Association in accordance with the laws of the Commonwealth of Massachusetts and the United States of America, and all other powers conferred by these Constitution & Bylaws, as amended from time to time.

Section 3. Elections and Appointments

A. Elected Members

Members of the Board of Directors shall be elected by the Advisory Council members attending the Annual Advisory Council Meeting.

B. Secondary and Post-secondary Presidents

The members of their respective Divisions shall elect the Presidents of the Secondary and Post-secondary Divisions.

Section 4. Term of Office

- A.** The Presidents of the Secondary and Post-secondary divisions shall serve as ex-officio voting members while serving as President of their respective division.
- B.** All other members of the Board of Directors shall serve one three (3) year term.
- C.** All Board members shall assume office at the beginning of the first Board meeting immediately following their election.
- D.** Board members may serve no more than two (2) consecutive terms and may serve again after being out of office for at least one year.

Section 5. Vacancies

- A.** A vacancy on the Board of Directors occurring other than by expiration of the term or change of job classification of a Director shall be filled by appointment from the same member classification by the Board Chair, with approval by the full Board of Directors.
- B.** A Board member appointed to complete an unexpired term shall not serve more than two terms. A Board member who has served more than half a term is considered to have served a full term.
- C.** In the case of a resignation, the created vacancy shall be filled by appointment from the appropriate member classification by the Board Chair, with approval by the full Board of Directors. The member resigning from the Board of Directors resigns from further responsibility on the Board.

Section 6. Removal

- A.** A Board member may be removed from office by a two-thirds (2/3) vote of the Advisory Council, or by a two-thirds (2/3) vote of the entire Board of Directors then in office.
- B.** Board members who miss either two (2) meetings without notice or three (3) meetings with notice may be subject for removal.
- C.** Extenuating circumstances preventing the Board member from notifying the Chair of the Board of Directors will be considered.
- D.** A Board member subject to removal will be given reasonable notice and have an opportunity to be heard before the body proposing removal.

Section 7. Meetings

A. Regular

The Board of Directors shall meet at least three (3) times per year. The Board of Directors shall establish places, dates, and times.

B. Special

The Executive State Director, the Board Chair, or any three Board members may request a special meeting in writing. Board members shall be notified at least seventy-two (72) hours prior to the meeting and provided with an agenda.

Section 8. Quorum

A majority of the members of the Board of Directors shall constitute a quorum.

ARTICLE VI: OFFICERS OF THE BOARD OF DIRECTORS

Section 1. Elected Officers

The officers of the Board of Directors of Business Professionals of America, Massachusetts Association shall be Chair, Vice Chair, and Secretary/Treasurer.

Section 2. Election of Officers

The elected officers of the Board of Directors shall be elected by a majority vote of the Board of Directors immediately following the Annual Advisory Council Meeting.

Section 3. Term of Office

The elected officers shall assume office immediately upon election and shall serve until the Board meeting following the Annual Advisory Council Meeting or until their successors are elected. An officer of the Board of Directors shall not serve more than two (2) consecutive terms in the same office.

Section 4. Vacancy in Office

In the case of a vacancy in the office of Chair, the Vice Chair shall serve as Chair for the remainder of the term. A vacancy in any office other than the Chair shall be filled by a majority vote of the Board of Directors.

Section 5. Duties of Officers

The elected officers shall perform the duties provided in this section and such other duties as are prescribed for the office in these Constitution & Bylaws, by the Board of Directors, by the Chair, or in the adopted parliamentary authority.

A. Duties of the Chair

1. Preside over all meetings of the Board of Directors and Advisory Council meetings.
2. Appoint the committees in consultation with the State Director.
3. Represent Business Professionals of America, Massachusetts Association, as deemed necessary.

B. Duties of the Vice Chair

1. Serve in the absence of the Chair.
2. Perform such duties as the Chair may direct.

C. Duties of the Secretary/Treasurer

1. Record the minutes of all Board of Directors and Advisory Council meetings.
2. Serve as Chair of the Finance Committee.
3. Make a financial report to the Board of Directors at each meeting and at other times when requested by the State Director or the Board of Directors.
4. Make a financial report at Advisory Council meetings.
5. Perform such other duties as the Chair may direct.

ARTICLE VII: COMMITTEES OF THE BOARD OF DIRECTORS

Section 1. Standing Committees

The Standing Committees of the Board of Directors of Business Professionals of America, Massachusetts Association shall be Advocacy, Finance, and Policies and Procedures.

A. Advocacy Committee

The Advocacy Committee shall identify strategies, best practices, charities, and actions regarding engaging with elected officials and community leaders at the federal, state, and local levels.

B. Finance Committee

The Finance Committee shall evaluate the Board of Directors initiatives and priorities in relationship to the budget and other financial considerations. The Committee shall serve as a liaison between the planning process of the Board of Directors and implementation by the Staff.

C. Policies and Procedures Committee

The Policies and Procedures Committee shall regularly review and make recommendations to amend current policies and procedures. The committee shall address situations/conditions that arise where neither policy nor procedure has been established.

Section 2. Ad-Hoc Committees

The Board of Directors can create Ad-Hoc committees when deemed necessary.

ARTICLE VIII: ADVISORY COUNCIL

Section 1. Annual Meeting

A meeting of the Advisory Council, consisting of representatives of each local chapter, shall be held annually during the State Leadership Conference.

Section 2. Voting Body

The voting members of the Advisory Council shall consist of one registered advisor from each chapter.

Section 3. Vote Allocation

Each chartered chapter with paid membership shall be granted one (1) Advisory Council vote.

Section 4. Quorum

The quorum at any Advisory Council meeting shall be a majority of the Advisory Council.

Section 5. Voting by Proxy

In the event that an Advisory Council is unable to attend an Advisory Council meeting, the Advisory Council member may designate in writing a representative for the purpose of exercising that member's voting rights during that meeting. An Advisory Council member may only hold one (1) proxy vote at one time. The proxy notification shall be sent to the Chair of the Board of Directors and State Director prior to the beginning of the meeting.

Section 6. Special Meetings

A special Advisory Council meeting may be called upon the majority vote of the Board of Directors of Business Professionals of America, Massachusetts Association, the request of one-third (1/3) of the Advisory Council, or by the State Director. Members shall be notified fifteen (15) days prior to the meeting describing the purpose for which the meeting is to be held.

ARTICLE IX: STUDENT VOTING AND ELECTIONS

Section 1. Election of State Officers

Officers of the Secondary and Post-secondary Divisions shall be elected by ballot at the State Leadership Conference. If there are six (6) or fewer candidates, the candidates with the highest count of votes will be placed on the State Officer Team. If there are more than six (6) candidates, the candidates must receive at least a majority of votes. If there is a tie for sixth place, then there will be a runoff vote between the candidates who are tied.

Section 2. Campaigning

The Massachusetts State Officer Coordinator and State Director will approve the application to campaign for an office. Any candidate found in violation of any rule contained in the State Officer Election Handbook shall automatically be disqualified from candidacy.

Section 3. Voting

Members of Business Professionals of America, Massachusetts Association shall exercise their voting privileges at the State Leadership Conference. All student members in attendance are allocated one vote. The allocation of the voting delegates to the National Leadership Conference will be determined by the national organization based on total state membership of each division the Division.

Section 4. Quorum

The quorum shall be a majority of the voting members.

ARTICLE X: STATE OFFICERS

Section 1. Elected Officers

The elected officers of the Secondary Division will be President, Vice President, Secretary, Treasurer, Historian, and Parliamentarian.

The elected officers of the Post-secondary Division will be President, Vice President (added at 80 members), and Secretary/Treasurer (added at 100 members).

Section 2. Qualifications

A. Eligibility

1. Active Secondary and Post-secondary student members shall be eligible for the Massachusetts State Officer Team.
2. A candidate must meet the qualifications as established by the State Officer Election Handbook.

Section 3. Term of Office

The elected officers shall assume office at the close of the State Leadership Conference at which they are elected. These officers shall serve until the close of the next State Leadership Conference.

Section 4. Vacancy in Office

Offices will be left vacant until the next election if there are not enough candidates to fill all positions. In the case of a vacancy in the office of Secondary President, the Secondary Vice President shall serve as President for the remainder of the term. In the case of a vacancy in the office of Post-Secondary President, the Post-secondary Division will hold a special election to fill the position, otherwise the Board of Directors will appoint an individual for the remainder of the term.

Section 5. Duties of Officers

The elected officers shall perform the duties provided in this section and such other duties as are prescribed for the office in these Constitution & Bylaws, the State Officer Election Handbook, staff members, and the Board of Directors.

A. Duties of the Secondary President

1. Preside over all business meetings.
2. Preside over all State Officer meetings.
3. Appoint any necessary committee members.
4. Lead in developing a program of work for their term of office.
5. Serve on the Board of Directors for the length of their term of office.
6. Work in conjunction with the Post-secondary State Officer Team.
7. Promote the general welfare of Business Professionals of America, Massachusetts Association.

B. Duties of the Secondary Vice President

1. Serve in any capacity as directed by the President.
2. Serve as a member of all committees.
3. Accept the responsibilities of the President as occasions may demand.
4. Work in conjunction with the Post-secondary State Officer Team.

5. Promote the general welfare of Business Professionals of America, Massachusetts Association.

C. Duties of the Secondary Secretary

1. Serve in any capacity as directed by the President.
2. Record the minutes of all meetings of the membership and the State Office Team.
3. Work in conjunction with the Post-secondary State Officer Team.
4. Promote the general welfare of Business Professionals of America, Massachusetts Association.

D. Duties of the Secondary Treasurer

1. Serve in any capacity as directed by the President.
2. Will serve as an ex-officio, non-voting member of the Finance Committee of the Board of Directors.
3. Be responsible for gathering and reporting on all financial activity done by the Secondary State Officer Team.
4. Work in conjunction with the Post-secondary State Officer Team.
5. Promote the general welfare of Business Professionals of America, Massachusetts Association.

E. Duties of the Secondary Historian

1. Serve in any capacity as directed by the President.
2. Collect information and material which will be of value in recording the history of Business Professionals of America.
3. Work in conjunction with the Post-secondary State Officer Team.
4. Promote the general welfare of Business Professionals of America, Massachusetts Association.

F. Duties of the Secondary Parliamentarian

1. Serve in any capacity as directed by the President.
2. Serve as an advisor or consultant who advises the President and other officers, committees, and members on matters of parliamentary procedure.
3. Work in conjunction with the Post-secondary State Officer Team.
4. Promote the general welfare of Business Professionals of America, Massachusetts Association.

G. Duties of the Post-secondary President

1. Preside over all business meetings.
2. Preside over all State Officer meetings.
3. Appoint any necessary committee members.
4. Lead in developing a program of work for their term of office.
5. Serve on the Board of Directors for the length of their term of office.
6. Work in conjunction with the Secondary State Officer Team.
7. Promote the general welfare of Business Professionals of America, Massachusetts Association.

H. Duties of the Post-secondary Vice President

1. Serve in any capacity as directed by the President.
2. Serve as a member of all committees.
3. Accept the responsibilities of the President as occasions may demand.
4. Work in conjunction with the Secondary State Officer Team.

5. Promote the general welfare of Business Professionals of America, Massachusetts Association.

I. Duties of the Post-secondary Secretary/Treasurer

1. Serve in any capacity as directed by the President.
2. Record the minutes of all meetings of the membership and the State Office Team.
3. Will serve as an ex-officio, non-voting member of the Finance Committee of the Board of Directors.
4. Be responsible for gathering and reporting on all financial activity done by the Post-secondary State Officer Team.
5. Work in conjunction with the Secondary State Officer Team.
6. Promote the general welfare of Business Professionals of America, Massachusetts Association.

ARTICLE XI: STATE DIRECTOR

The Board of Directors will appoint a designated person affiliated with Business Professionals of America, Massachusetts Association. The official designated State Director shall be responsible for the State Association.

ARTICLE XII: MEETINGS

Section 1. Fall Leadership Conference

Open to all members to provide leadership training and development activities. The business portion of this meeting will be governed by the current edition of Robert's Rules of Order Newly Revised.

Section 2. State Leadership Conference

Open to all members in good standing to provide leadership training and development activities and competitive events listed in the Workplace Skills Assessment Program listed on Business Professionals of America, Inc. website. The business portion of this meeting will be governed by the current edition of Robert's Rules of Order Newly Revised.

ARTICLE XIII: FINANCES

Business Professionals of America, Massachusetts Association is responsible for collecting all states dues and conference registration fees. It is responsible for disbursing funds for all expenses incurred in the name of the organization and authorized by the State Director. The Secretary/Treasurer of the Board of Directors is responsible for providing financial statements to the Advisory Council.

ARTICLE XIV: EMBLEM AND COLORS

Section 1. Emblem

The official Business Professionals of America emblem is the shield, which represents the aims and objectives of the organization.

Section 2. Colors

The colors of Business Professionals of America, Massachusetts Association shall be the same as those adopted by Business Professionals of America, Inc.

ARTICLE XV: AMENDMENTS

To amend these Constitution & Bylaws, the proposed amendment(s) must be presented in writing by the member proposing the amendment(s) to the State Director at least thirty (30) days prior to the next regularly scheduled Advisory Council Meeting. The State Director shall submit the amendment(s) to the Advisory Council at least two (2) weeks prior to the meeting. To be adopted, the proposed amendment(s) must receive a two-thirds (2/3) vote by the members of the Advisory Council present. Any changes made by the Advisory Council will be effective immediately.

ARTICLE XVI: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases which are not inconsistent with these Constitution & Bylaws and any special rules of order the organization may adopt.

ARTICLE XVII: DISSOLUTION

The corporation, upon a vote of three-quarters (3/4) of its members legally qualified to vote in meetings of the corporation, may authorize a petition for dissolution under M.G.L. Ch. 180, Sec. 11 or any other lawful method of dissolution. In the event of dissolution, the Board of Directors shall after paying or making provision for the payment of the liabilities of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at that time qualify as an exempt organization or organizations under 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Massachusetts Supreme Judicial Court or Superior Court, exclusively to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XVIII: POLICIES & PROCEDURES

The Board of Directors may adopt such policies as it deems necessary and consistent with good and open governance practices and its mission, including a Conflict of Interest Policy. The Business Professionals of America, Massachusetts Association Conflict of Interest Policy shall meet the requirements of Massachusetts law. The Conflict of Interest Policy may be amended, restated, or replaced from time-to-time by the Board of Directors, and shall be appended to these Constitution & Bylaws as Exhibit A.

ARTICLE XIX: NON DISCRIMINATION

Business Professionals of America, Massachusetts Association shall not discriminate against any person in any manner on the basis of sex, age, religion, physical or mental disability, race, sexual orientation, national origin, ethnicity, marital status, or gender identity and expression.

Exhibit A



Conflict of Interest Policy

In their capacity as Board members, State Officers, and staff members, the individual leaders of Business Professionals of America, Massachusetts Association must act at all times in the best interests of the organization they represent.

1. What Is a Conflict of Interest?

A conflict of interest may arise in any circumstance that may compromise the ability of a Board member, State Officer, or staff member to make unbiased and impartial decisions on behalf of Business Professionals of America, Massachusetts Association. Such circumstances may involve family relationships, business transactions, professional activities, or personal affiliations.

The Board of Directors of Business Professionals of America, Massachusetts Association requires all Board members, State Officers, and staff members to complete and submit an annual “Statement of Disclosure” detailing any facts or circumstances that might constitute a conflict of interest. The Board of Directors further requires Board members, State Officers, and staff members to submit an amended “Statement of Disclosure” to reflect any material changes or additions to the submitted information that may arise during the course of the year. Board members, State Officers, and staff members are encouraged to err on the side of disclosure and to report any set of circumstances that may appear to pose a conflict of interest, even if there is uncertainty as to whether such circumstances should be disclosed.

2. How Are Conflicts of Interest Identified?

The Finance Committee of Business Professionals of America, Massachusetts Association will review each “Statement of Disclosure” for any set of facts or circumstances that may reflect an actual, potential, or apparent conflict of interest. The Finance Committee may request the assistance of legal counsel to identify potential conflicts. When evaluating a particular set of facts or circumstances, the Finance

Committee shall consider the following non-exhaustive list of factors that may indicate a conflict of interest:

- Solicitation or acceptance of gifts or other items of value that may create an appearance or expectation of special treatment from Business Professionals of America, Massachusetts Association;
- Any incident of abuse or misuse of a leadership position for personal or third-party gain or benefit;
- Situations in which a Board member, State Officer, or staff member may be divided between personal interests or the interests of another organization and the best interests of Business Professionals of America, Massachusetts Association;
- Business, professional, or other activities that would materially and adversely affect Business Professionals of America, Massachusetts Association, either directly or indirectly; and
- Any arrangement in which a Board member, State Officer, or staff member provides goods or services to Business Professionals of America, Massachusetts Association as a paid vendor.

The Finance Committee may request additional information from any Board member, State Officer, or staff member at any time; however, no individual whose relationships or activities are under review may participate in deliberations, debate, or any vote of the Finance Committee while such review is pending.

3. How Are Conflicts of Interest Resolved?

If the Finance Committee identifies an actual, potential, or apparent conflict of interest, it may take one of the following actions to resolve such conflict:

- **Waive** the conflict of interest as unlikely to affect the Board member's, State Officer's, or staff members' ability to act in the best interests of the organization;
- Determine that the individual Board member, State Officer, or staff member should be **recused** from all deliberation and decision-making related to the particular transaction or relationship that gives rise to the conflict of interest. This course of action should apply particularly when the transaction or relationship is one which presents a conflict only with respect to one or two discrete programs or activities; or

- Determine that the individual Board member, State Officer, or staff member must **resign** from his or her service to Business Professionals of America, Massachusetts Association. This course of action should apply when the conflict of interest is so pervasive that the Board member, State Officer, or staff member would likely seldom, if ever, be able to act solely in the best interests of the organization.

The Board of Directors of Business Professionals of America, Massachusetts Association reserves final authority over the resolution of all conflicts of interest involving a Board member, State Officer, or staff member of Business Professionals of America, Massachusetts Association. The Business Professionals of America, Massachusetts Association Board of Directors may overrule any decision of the Finance Committee with regards to any actual, potential, or apparent conflict of interest, and the Finance Committee may refer any such matter to the Board of Directors at any time.

4. May Board members State Officers, or staff members Do Business with Business Professionals of America, Massachusetts Association?

A conflict of interest exists any time a Board member, State Officer, or staff member seeks to enter into a business relationship with Business Professionals of America, Massachusetts Association. Similar conflicts may arise through family members or through organizations in which Board members, State Officers, or staff members serve in a leadership, employment, or ownership capacity.

Such conflicts do not, however, necessarily preclude business relationships with Business Professionals of America, Massachusetts Association. The following procedure is designed to resolve conflicts of interest whenever a Board member, State Officer, staff member, or a related party, seeks to provide goods or services to Business Professionals of America as a paid vendor, or solicits a contractual relationship with Business Professionals of America:

- The Board member, State Officer, or staff member must promptly disclose the intent to enter into a business relationship with Business Professionals of America, Massachusetts Association, either to the Finance Committee, the Board of Directors, or both.
- The Board member, State Officer, or staff member must recuse himself or herself from all deliberation, debate, and/or voting related to the contemplated business relationship.

- If the value of the transaction exceeds \$5,000, Business Professionals of America, Massachusetts Association must solicit proposals or applications from a broad range of other qualified candidates for the agreement or contract under consideration.
- The Business Professionals of America, Massachusetts Association Board of Directors must determine, without the presence or participation of the Board member, State Officer, or staff member under review, that the transaction is fair and in the best interest of Business Professionals of America, Massachusetts Association.
- If the Business Professionals of America, Massachusetts Association Board of Directors approves the business relationship under consideration, the Board member, State Officer, or staff member may not participate in any process by which his or her performance as a vendor, or recipient is evaluated, or in any such evaluation of a related party.

I have read the Business Professionals of America, Massachusetts Association Conflict of Interest Policy in full, and understand that I am required to notify the Finance Committee, or the Board of Directors, in the event that I cannot agree with the above statements.

Print Name: _____

Signature: _____

Date: _____

Exhibit B



Statement of Disclosure

As a Board member, State Officer, or staff member of Business Professionals of America, Massachusetts Association, I understand that I am obligated to disclose the existence of any facts or circumstances that may constitute a conflict of interest, as the term is defined in the Business Professionals of America, Massachusetts Association Conflict of Interest Policy.

I have been provided a list of third parties that provide goods and services to Business Professionals of America, Massachusetts Association and have the following interests in those third parties:

I serve in a leadership capacity, have a significant investment, or own at least a one percent interest in the following entities or organizations that may have conflicting interests with those of Business Professionals of America, Massachusetts Association, or take public positions contrary to those of Business Professionals of America, Massachusetts Association:

I expect to receive compensation from Business Professionals of America, Massachusetts Association in the following amount, not including reimbursement of reasonable expenses:

The following members of my family expect to receive some form of compensation or material financial benefit from Business Professionals of America, Massachusetts Association:

Outside of my capacity as a Board member, State Officer, or staff member of Business Professionals of America, Massachusetts Association, I have a personal or business relationship with the following stakeholder of Business Professionals of America, Massachusetts Association.

I wish to disclose the following additional facts or circumstances:

☐ I have read the above statements and acknowledge that I have nothing to disclose.

Print Name: _____

Signature: _____

Board Chair: _____

Date: _____