

THE CONSTITUTION OF THE CENTERVILLE COMMUNITY BAND

ARTICLE I - NAME

The name of the organization shall be the Centerville Community Band, Inc., a.k.a. the Centerville Community Band.

ARTICLE II - AFFILIATION

The organization shall act as a representative of the City of Centerville to the extent endorsed by the Mayor of Centerville or other Centerville officials. This organization shall be affiliated with the Centerville High School in respect to its meeting place and other requirements as set forth by the Centerville High School.

ARTICLE III - PURPOSE

The purpose of this organization shall be as follows:

A. to provide adults, who play or have played band instruments, the opportunity to contribute to the musical environment of the the areas it serves, whether local, state, national, or international and to continue to enjoy playing instrumental music.

B. to support fine arts projects that are beneficial to the cultural growth of the community.

C. to operate as a Band and all the incidents and appurtenances thereto belonging, and such other purposes as the By-Laws or this Constitution shall direct or permit.

ARTICLE IV - MEMBERSHIP

Section 1: Membership in the organization shall be comprised of active playing members and such other classes as may be provided by the By-Laws. Members may be received at any time and shall also be permitted to resign at any time if they are in good standing, as defined by the By-Laws, with the organization at the time of resignation.

Section 2: Membership shall be limited to three classes of membership as follows:

- A. Active Member - with voting privileges.
- B. Associate Member - without voting privileges.
- C. Honorary Member - without voting privileges.

Voting privileges will be such as that provided by the By-Laws.

Section 3: Members may be expelled for misconduct after a hearing by the Conductor and the Board of Directors of the organization. Upon such expulsion, all interest in the property of the organization shall be vested in the organization.

ARTICLE V - GOVERNMENT

Section 1: The government of this organization shall be vested in a Board of Directors. All members of the Board must be active members of the organization.

Section 2: The Board of Directors of this organization shall be elected in the manner prescribed by the By-Laws, and shall hold office for a period of one year, except for the Members-at-Large, who shall serve for a period of three years as set forth in the By-Laws, or until their successors are duly elected and qualified. No person shall be elected to or serve in more than one office.

ARTICLE VI - BOARD OF DIRECTORS

Section 1: The Board of Directors of the organization shall be seven (7) in number and shall include the following: President, Vice-president, Secretary, Treasurer, and three (3) Members-at-Large.

Section 2: Each member of the Board of Directors shall have one vote.

Section 3: Vacancies among the Board of Directors shall be filled as provided in the By-Laws.

Section 4: The three Members-at-Large of the Board of Directors of the organization, shall be elected in the manner prescribed by the By-Laws, and shall serve for a period of three (3) years, or until a successor is duly elected and qualified.

Section 5: The Board of Directors shall have such powers and duties as are provided in the By-Laws. Such powers may be altered or removed at an annual meeting or a special meeting called for that purpose; but at no time shall the organization be without a Board of Directors empowered to carry on the business of the organization.

ARTICLE VII - MEETINGS

Section 1: The annual meeting for the organization shall be held in October of each year upon such notice as provided in the By-Laws.

Section 2: Meetings of the Board of Directors shall be held at prearranged dates or at the call of the President. At all meetings of the Board of Directors, two-thirds (2/3rds) of the Board members present shall constitute a quorum.

Section 3: Special meetings of the membership or the Board of Directors may be called by the President. (The Secretary, upon the request of at least two-thirds (2/3rds) of the active membership, may call a special meeting.)

Section 4: A quorum for any meeting of the membership shall consist of a minimum of 25% of the active membership as determined by the current year's Centerville Community Band active membership records.

ARTICLE VIII - AMENDMENT

This constitution may be amended by a two-thirds (2/3rds) majority vote of the active members present at any annual or special meeting called for the purpose of so amending the Constitution, provided that notice of said amendment or amendments has or have been given to all active members at least fourteen (14) calendar days prior to the date of such meetings.

ARTICLE IX - ACCEPTANCE

The constitution shall become effective immediately after adoption by two-thirds (2/3rds) of the membership present at a specially announced meeting for this purpose. All active members are to be notified at rehearsal at least twenty-eight (28) days prior to such meeting.

BY-LAWS

CENTERVILLE COMMUNITY BAND

(Revision: 7 Nov 2009)

ARTICLE I - MEMBERSHIP

SECTION 1: An **Active Member** shall be any resident of the City of Centerville or the surrounding area, age eighteen (18) and older, who plays in the Band of the organization as provided for hereunder, and has paid the required Centerville Community Band fee. Active members shall have voting privileges on all matters of management and control of the organization.

SECTION 2: An **Associate Member** shall be any resident of the City of Centerville or the surrounding area who is an active supporter of the organization either by playing or through service and has been accepted by a majority vote of the Board of Directors and the Band Director. Associate members shall not have voting privileges, except on matters concerning whether or not the organization shall perform at a particular concert.

SECTION 3: An **Honorary Member** shall be a person approved by the membership or Board of Directors to receive such an honor for outstanding service or contribution to the welfare of the organization. Any active member may recommend to the Board of Directors a candidate for honorary membership. Honorary members shall not have voting privileges.

SECTION 4: All applications for active membership must be given along with the required fee to the Treasurer, who shall inform the Secretary of each member's status. An active member shall be deemed to be in good standing if the member has satisfactorily paid the required Centerville Community Band fee (or has been granted a waiver of the fee, as allowed by these By-Laws), and has no other outstanding obligations to the organization.

SECTION 5: Members may be associate and honorary members, as well as active members, but only active members shall be entitled to vote at meetings of the organization, except as otherwise provided in these By-Laws.

SECTION 6: Any active member whose Centerville Community Band fee is in arrears for a period of thirty (30) days is subject to change in status to that of an associate member or suspension from membership, at the discretion of the Board of Directors. Any member whose registration fee is in arrears for ninety (90) days is subject to loss of membership at the discretion of the Board of Directors. Any concerns regarding one's registration fee may be brought to the President's attention, who shall inform the Board of

Directors. The Board of Directors has discretion to waive the registration fee of any member for good cause.

ARTICLE II - GOVERNMENT

SECTION 1: The government of this organization shall be vested in the Board of Directors, who are subject to the will of the membership.

SECTION 2: The Board of Directors shall have the power to acquire, hold and dispose of both real and personal property in the name of the organization and to invest the funds of the organization as the Board of Directors determines may serve the best interests of said organization subject to the will of the membership.

SECTION 3: Vacancies on the Board of Directors, or in any office, shall be filled by a two-thirds (2/3rds) vote of the Board of Directors present. Such appointees are to serve for the duration of the term of the individual being replaced, or until the next regular election, whichever occurs first.

SECTION 4: Any active member may initiate a movement to recall any elected member of the Board of Directors by submitting to the Secretary a petition signed by ten (10) active members in good standing, or ten percent (10%) of the membership, whichever is greater. Upon receipt of said petition, the Secretary shall notify active members, at least fourteen (14) calendar days prior to the meeting, when said petition shall be voted upon. To vote upon a recall petition, there must be twenty-five percent (25%) of the active members present at said meeting. Upon an affirmative vote of two-thirds (2/3rds) of the active members present, a recall shall be mandatory and the office shall be declared vacant and filled pursuant to these By-Laws.

ARTICLE III - ELECTIONS

SECTION 1: Not less than sixty (60) days prior to the annual general meeting, the president shall appoint, with the approval of the Board of Directors, a nominating committee of not less than three (3) active members, who shall nominate candidates and approve the rules for the forthcoming elections.

SECTION 2: The nominating committee shall present its slate of officers to the active membership at a band rehearsal prior to the annual meeting. Additional nominations may be made by any active member for any office or the Member-at-Large whose term will expire, no later than the rehearsal prior to the annual meeting. Any nomination properly made in this manner shall then be included on the official ballot at the annual meeting.

SECTION 3: No member of the nominating committee shall be eligible for any office by action of the nominating committee.

SECTION 4: A majority vote of the active members present at the annual meeting shall be required to elect each officer.

SECTION 5: Officers, except the Member-at-Large, elected at the annual meeting shall take office on or before the next scheduled rehearsal, and shall serve for one year or until their successors are duly elected and qualified.

SECTION 6: At the first election after the adoption of these By-Laws, one (1) Member-at-Large shall be elected to a one (1) year term of office, one (1) Member-at-Large shall be elected to a two (2) year term of office, and one (1) Member-at-Large shall be elected to a three (3) year term of office. Thereafter, the Member-at-Large, elected at the annual meeting, shall take office on or before, the next scheduled rehearsal and serve for three (3) years or until their successor is duly elected and qualified.

ARTICLE IV - MEETINGS

SECTION 1: There shall be an annual meeting of the active members of this organization for the purpose of fixing or changing the number of Directors of the organization, electing officers and transacting such other business that may come before the meeting.

SECTION 2: The annual meeting shall be held in October of each year. Special meetings of the active members may be called at any time by the president upon the president's own choice or upon the written request of a majority of the Board of Directors.

SECTION 3: A written notice of each annual or special meeting, stating the day, hour, place and purpose or purposes thereof, shall be displayed and verbally announced at regularly scheduled band rehearsals to the members present and entitled to vote, not more than thirty (30), nor less than seven (7) days, before any such meeting.

SECTION 4: Votes or voting by the members concerning whether or not the organization shall perform at a concert or parade are not considered a meeting.

ARTICLE V - DUTIES OF OFFICERS

SECTION 1: The **President**, as the chief officer of the organization, shall supervise the organization's affairs and activities and make an annual report thereon to the members. The President shall preside at all meetings of the organization and at the meetings of the Board of Directors. The President shall be empowered to execute all deeds, contracts, conveyances and other agreements authorized by the Board of Directors of the membership at large; shall perform such other additional duties that the Board of Directors may prescribe; and shall assign necessary committee chairpersons and committee members.

SECTION 2: The **Vice-President** shall serve as the Band Manager to arrange all concerts and parades, ensure that all details connected with each concert and parade are addressed and be the organization contact for scheduling the organization's concert and parade schedule. The Vice-president shall discharge the duties of the President in the event of the President's absence or disability for any cause and shall also perform all such additional duties as may be prescribed from time to time by the Board of Directors or by the By-Laws.

SECTION 3: The **Secretary** shall countersign all deeds, contracts, conveyances and agreements executed by the organization; shall keep all books and records of the organization and all of the business thereof in a safe place; shall contact members who have been unexpectedly absent from band rehearsals and/or concerts; and shall perform such additional duties as may be prescribed from time to time by the Board of Directors or by the By-Laws.

SECTION 4: The **Treasurer** shall keep, bank and account for all moneys, credits and property of the organization which is received and shall maintain accurate records of all moneys received and disbursed; shall chair the Finance Committee; shall hereby be the custodian of all of the funds and securities of the organization; shall have the authority to endorse checks, notes, or other obligations due to the organization, as well as the authority to draw checks for the payments of any bills or obligations incurred by the organization; shall be able to exhibit a true and complete statement of the organization's accounts whenever the Board of Directors requires; shall be bondable and shall obtain such a bond if and when the Board of Directors requires it; shall submit a copy of the association's annual financial statement in writing to each member present at the annual meeting of the organization; shall subject the books and accounts to an annual examination as prescribed by these By-Laws and/or the Board of Directors; and shall perform such other additional duties as the Board of Directors or these By-Laws may prescribe.

SECTION 5: The **Members-at-Large** shall perform such duties as may be prescribed by the Board of Directors or by these By-Laws.

SECTION 6: The President shall appoint, subject to the approval of the Board of Directors, a **Librarian, Historian and Property Manager**, who shall be non-voting members of the Board of Directors. Their attendance at Board of Director's meetings is encouraged, but not required.

SECTION 7: The **Librarian** shall be directly responsible to the band conductor; shall be responsible for the filing, distribution and organization of the music library; shall keep an inventory of all music owned by the organization; shall also be responsible for the transportation and distribution of music, music folders and other music related items; and shall perform such other additional duties as the Board of Directors or these By-Laws may prescribe.

SECTION 8: The **Historian** shall take pictures of the organization and its members and maintain the organization's scrapbook and shall perform such other additional duties as the Board of Directors or these By-Laws may prescribe.

SECTION 9: The **Property Manager** shall be directly responsible to the vice-president; shall keep an inventory of all items owned or maintained by the organization; shall be responsible for volunteers for set-up and take-down at performances; shall be in charge of the management, ordering, supplying and distribution of the Band uniforms; shall chair a uniform/property committee, when needed; and shall perform such other additional duties as the Board of Directors or these By-Laws may prescribe.

ARTICLE VI - BAND CONDUCTOR & ASSISTANT CONDUCTOR

SECTION 1: The **Band Conductor** shall be selected by the active membership from candidates presented by the Band Conductor Search Committee, and shall serve at the will of the Board of Directors. The Band Conductor must provide two (2) months written notice to the President prior to resignation. The Board of Directors must provide the Band Conductor with written notice prior to removal as Band Conductor.

SECTION 2: The Band Conductor shall be responsible for all matters pertaining to music, instrumentation and seat assignment.

SECTION 3: An **Assistant Band Conductor** shall be selected by the active membership from candidates presented by the Band Conductor Search Committee to serve as the Band Conductor when necessary. The Assistant Band Conductor will be subject to all sections of the By-Laws that apply to the Band Conductor, unless otherwise noted therein.

SECTION 4: The Band Conductor shall be compensated from the organization in an amount to be determined by a majority vote of the Board of Directors. The Assistant Band Conductor shall be compensated from the organization in an amount to be determined by a majority vote of the Board of Directors. The payments will be at the discretion of the Board. Neither the Band Conductor nor the Assistant Band Conductor is required to pay any membership fees. (Amended 11/28/00)

ARTICLE VII - COMMITTEES

SECTION 1: The Board of Directors shall determine the committees deemed proper and necessary to fulfill the objectives and purposes of the organization; except for any committees formed by these By-Laws.

SECTION 2: All committee chairpersons, other than those already set forth in these By-Laws, shall be appointed by the President, subject to the approval of the Board of Directors.

SECTION 3: The President and Vice-president shall be ex-officio members of all committees except the nominating committee.

SECTION 4: The following shall be established as needed upon the recommendation of the Board of Directors:

- A. Nominating Committee
- B. Finance Committee
- C. Music Committee
- D. Band Conductor Search Committee
- E. Auditing Committee
- F. Travel Committee

SECTION 5: The Nominating Committee shall be established as set forth in Article III of these By-Laws.

SECTION 6: FINANCE COMMITTEE

- A. The Finance Committee shall be comprised of no less than three (3) Active Members of the organization and shall be chaired by the Treasurer.
- B. The Finance Committee shall prepare the annual budget no later than thirty (30) days prior to the annual meeting.
- C. The budget shall be approved by the Board of Directors, no later than one (1) week before the annual meeting and shall then be presented to the membership.
- D. Any requests for purchasing equipment shall first be made to the Finance Committee and then approved by the Board of Directors. Requests for funds in an amount less than \$50 may be given to the Treasurer for reimbursement, but any such requests must be accompanied by a receipt.

SECTION 7: MUSIC COMMITTEE

- A. The Music Committee shall be comprised of no less than five (5) Active Members of the organization. The Band Conductor and the Assistant Conductor shall be permanent members of the Music Committee.
- B. The Music Committee shall be available to help locate and review music for appropriateness for concerts; to suggest music to be purchased or borrowed;

and to determine the instrumentation available for particular concerts and parades.

- C. Any requests for purchasing new music shall be made subject to the budget or by approval of the Board of Directors.

SECTION 8: BAND CONDUCTOR SEARCH COMMITTEE

- A. The Band Conductor Search Committee (BCSC) shall be composed of no fewer than five (5) Active Members of the organization and shall be formed only at the request of the Board of Directors.
- B. The BCSC shall be charged with the duty to locate and interview candidates for the positions of Band Conductor and Assistant Conductor. The BCSC shall identify such candidates and report to the active members, who shall approve of the selections.
- C. The BCSC shall develop, subject to the approval of the Board of Directors, procedures for locating potential candidates and criteria for the selections in addition to the requirements set forth in these By-Laws.

SECTION 9: AUDITING COMMITTEE

- A. The Auditing Committee shall be comprised of two (2) organization members appointed by the Board of Directors.
- B. The Auditing Committee shall examine all of the accounts of the organization as maintained by the Treasurer.
- C. The Auditing Committee shall report their examination of the organization's accounts in writing to the Board of Directors.
- D. The examination shall be completed prior to the annual meeting of the organization or earlier if deemed necessary by the Board of Directors.

SECTION 10: TRAVEL COMMITTEE

- A. The Travel Committee shall be comprised of no fewer than five (5) active members of the organization and shall be formed only at the request of the Board of Directors.

- B. The Travel Committee shall establish a policy for distribution of funds for any trips taken by the Band. The policy must be approved by the Board of Directors and then by a majority of the active membership.
- C. At the request of the Board of Directors, the Travel Committee shall investigate and make recommendations at to potential trips, accommodations, travel plans and proposed itineraries.

ARTICLE VIII - AUTHORITY TO BIND/RULES OF ORDER/MISC.

SECTION 1: No member of this organization shall contract for, commit to, or enter into any agreement, or otherwise obligate this organization except by authorization of the Board of Directors, or the active membership.

SECTION 2: The latest edition of "*Robert's Rules of Order*" shall govern the proceedings of all meetings, unless other rules and procedures are provided in these By-Laws or established prior to the date of the meeting.

SECTION 3: These By-Laws shall not apply to any person currently serving as an officer or as Band Conductor or Assistant Band Conductor during the period within which these By-Laws become operative.

ARTICLE IX - AMENDMENT

These By-Laws may be amended by a majority vote of the members present at any regular or special meeting, provided that written notice of the proposed amendment or amendments have been given to each member at least fourteen (14) calendar days prior to the date of such meeting.

ARTICLE X - ACCEPTANCE

These By-Laws shall become effective immediately after adoption by a majority of the membership present at a specially announced meeting for this purpose. All Active Members are to be notified at rehearsal at least twenty-eight (28) days prior to such meeting.