

Bylaws of Around the Sound Community Band

SECTION I: Name

This organization is to be known as Around the Sound Community Band. Hereby referred to as the *Organization*.

SECTION II: Placement of Records

The financial records for this organization shall be in the keeping of the Treasurer. They shall be available for review on request by any Band member.

The minutes and copies of communications, advertisement, and recruitment will be in the keeping of the Secretary. They shall be available for review on request by any Band member.

Records deemed by the Board to be too old to be useful for the business of the Board, but of historic value, shall be kept by the Band Historian / Archivist.

SECTION III: Mission

To provide musical opportunities within band settings for members of the Organization.

To provide music to communities at large through concerts, at community events, and other places where there is a need or request.

SECTION IV: Membership

Membership will be granted to those who actively seek it. Membership voting privileges will be granted to those who are up to date in their dues.

Membership shall automatically terminate immediately upon failure to pay dues as required by these bylaws or for failure to satisfy any other qualifications for membership as set forth by the Board in the Band policy / operating procedure manual. In addition, membership may be terminated for other good cause as determined by the policy manual.

SECTION V: Governance of the Organization

The officers of this Organization shall be known as the Executive Board (also called the *Board*). The members (also called the *Officers*) of the Board shall be elected by the membership. To have fair, adequate, and democratic governance of the Organization, there shall at all times be a minimum of five elected Board members. The five elected member Board requirement of these bylaws may not be reduced.

The members of the Executive Board are as follows:

Chair
Vice Chair
Secretary
Treasurer
Member At Large

The Conductor / Artistic Director is a standing, (not elected), non-voting Board member and not subject to the nomination / election procedures in section VIII.

SECTION VI: Duties of Officers

The Chair shall preside at all meetings and shall perform all other duties usually belonging to that office. The Chair shall be an *ex officio* member of all committees.

The Vice Chair shall perform the duties of the Chair in the Chair's absence or other disability. The Vice Chair shall oversee membership, including information for new members.

The Secretary shall keep all minutes of the Organization, including those of the Executive Board, and shall have the custody of all records of the Organization, except such as are specifically assigned to others.

The Treasurer shall oversee the fiscal management and records of the Organization, consistent with the directives of the Board of Directors.

The Member At Large shall oversee concert logistics and assume duties as assigned by the Board.

In the event of not fielding a full Board, the duties may be abbreviated and redistributed as seems best to meet the needs of the Organization and the Board, as determined by the Board.

SECTION VII: Powers, Obligations, and Duties of the Board

The business and affairs of the Organization shall be conducted under the direction of, and the control and disposal of the Organization's property and funds shall be vested in, its Executive Board, except as otherwise provided in **The Washington Nonprofit Corporation Act (RCW 24.03)**.

The Board will prepare, update and execute a policy / operating procedures manual concerning the day to day operations of the Band, expectations of Band members, and other operating functions which have to do with the normal operation of the Band, and which are not specified in these bylaws. Any policy / operating procedures manual may not supersede these bylaws and shall be available in writing to all Band members.

The Board is obligated to:

- Prepare an annual budget including projected receipts and expenses (disbursements).
- Provide annual reports of the Organization's financial position to the members of the Band.
- Conduct an annual financial review. The Chair shall appoint two Band members who are not on the Board to conduct an annual review of the Organization's financial records.

- Keep a checking account specifically for the Organization.
- The Chair, Vice Chair, and Treasurer shall be authorized to sign checks.

SECTION VIII: Nomination and Election of Officers

Persons nominated for the Board shall have been members of the Organization for a minimum of one-half year and be current in dues. Nominations will take place two weeks before elections. Elections will be held in the month of May. Board positions will be elected based on a simple majority vote of all members present at the Annual Meeting election.

Board Members shall be elected for a two-year term and be eligible for one additional two-year term. Each Board Member shall hold office from the date of their election until the membership meeting of the year their term expires. In even year elections the Chair, Secretary, and At-Large Member are elected. In odd year elections, the Vice Chair and Treasurer are elected. Provisions of this section shall not apply to the Conductor / Artistic Director.

In the event no one is willing to stand for a Board position, the membership can vote to waive any of these prerequisites for the present election. Additionally, per The Washington Nonprofit Corporation Act, two or more offices may be held by the same person except for the offices of Chair and Secretary.

There is no specific compensation for serving on the Board. At the end of the elected term Board members will be expected to turn over all Band materials to the new Board.

SECTION IX: Replacement of Board Members During Term

The Board shall replace members who are unable to complete their term by seeking a volunteer. The nomination shall be reviewed and voted on by Band members at the next Band rehearsal, and with simple majority, will stand until the next election. All Band materials pertaining to the Board will be submitted to the Chair at the time of resignation or departure.

SECTION X: Dues

Dues shall be due at the beginning of each term, payable the first month of each term.

SECTION XI: Meetings

General membership meetings will be held a minimum of once a year at a May rehearsal, and otherwise as needed. At these meetings voting will be open to all members in good standing. A quorum for general membership voting shall be the number of Band members present at the meeting. A general and financial report of the Board shall be given at the yearly meeting.

Board meetings will be held bimonthly. Only members of the Board may vote in Board meetings. A quorum for voting by the Board shall be three of the five current voting Board members present.

SECTION XII: Rules of Order

The formal format for meetings shall be Roberts Rules of Order. These rules may be suspended for informal meeting at the discretion of the chairing Officer.

SECTION XIII: Committees

The Board may establish and dissolve committees as is necessary to meet the Band's needs, and to carry out the business of the Band.

SECTION XIV: Amending and Revising Bylaws

The Board or any Band member may propose changes to these bylaws by April 1st for consideration at the annual meeting. Any amendments, changes, or revisions shall be voted on by the membership at the annual meeting. Any future revision to these bylaws will take effect upon a majority yes vote of the band membership.

SECTION XV: Dissolving the Organization

In the event of dissolution of the Organization, the assets of the corporation are to be distributed to a 501(c)3 organization(s) that provides musical opportunities and/or musical education to individuals.

Revision History

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