

GOLDEN EAGLE CONCERT BAND

BYLAWS

ARTICLE I. NAME AND PURPOSE

SECTION 1. NAME

The name of this organization shall be Golden Eagle Concert Band (hereafter referred to as GECB).

SECTION 2. PURPOSE

The purpose of this organization is to perpetuate the music and tradition of the American hometown bands from the turn of the 20th Century.

SECTION 3. NON-PROFIT

The organization shall maintain all requirements of their non-profit status for charitable and educational pursuits under 501 (c) (3) of the Internal Revenue Code.

No officer, conductor, assistant conductor or Active member of GECB shall receive any compensation for participating in the band's events, unless approved by the BOD.

SECTION 4. FISCAL YEAR

The fiscal year of the GECB shall be a calendar year, commencing on 1 January and subsequent references to a "year" or "annual" shall be based on the fiscal year.

SECTION 5. PRACTICES

The GECB will practice throughout the year at a time and place approved by the BOD.

SECTION 6. NON-DISCRIMINATION STATEMENT

The Golden Eagle Concert Band pledges not to discriminate against any employee, volunteer, or program participant on the basis of race, creed, color, religion, national origin, ancestry, marital status, gender, sexual orientation, gender expression, age, physical disability, veteran status, or political service or affiliation.

ARTICLE II. BOARD OF DIRECTORS

SECTION 1. NUMBER

The Board of Directors (BOD) shall consist of the four (4) officers, 5 at-large members and the GECB Conductor. The band shall elect the officers and at-large members at the Annual Meeting. No Active member shall hold two offices at the same time.

SECTION 2. AUTHORITY

The BOD will have the authority to manage the business affairs, music affairs, funds, and property of the GECB and will be responsible for the day-to-day management.

The Conductor and Assistant Conductors will be appointed by the BOD.

Each member of the BOD will have one vote.

The BOD shall approve the annual budget.

The BOD may remove a Conductor, Assistant Conductor, Director or Active member for cause.

SECTION 3. VACANCIES

Vacancies on the BOD shall be filled from willing candidates. A Director elected to fill a vacancy shall serve for that remaining term.

ARTICLE III. OFFICERS

SECTION 1. OFFICERS

Officers of the GECB will consist of a President, Vice President, Secretary, and Treasurer.

SECTION 2. AT-LARGE DIRECTORS

The five at-Large Directors will be asked by the President to fill the managing positions of the BOD after each election. They consist of, Communications Manager, Business Manager, Uniform Manager, Marketing Chairman, and Grant Writer.

SECTION 2. QUORUM

A quorum at all BOD meetings will consist of 6 voting members of the BOD.

SECTION 3. OFFICERS TERMS

The terms for BOD members will be 2 consecutive years. The President, Secretary and three (3) at-large directors will be elected in even number years. The Vice President, Treasurer and 2 at-large directors will be elected in odd number years.

SECTION 4. REMOVAL OF A DIRECTOR

Any Director may make a request to the President to remove a Director for grievous actions that are not in the best interests of GECB. A special meeting will be called specifically to resolve this action; no other business may be taken at this meeting.

The aggrieved Director shall be present to testify in their behalf. Removal of a director will require a unanimous secret vote of the remaining Directors.

ARTICLE IV. DUTIES

ARTICLE IV A. DUTIES OF OFFICERS

SECTION 1. PRESIDENT

The President will be the Chairman of the BOD and shall chair all meetings, enforce the by-laws, and will have the authority to act in behalf of the GECB's day-to-day affairs.

The President shall assume normal duties, including acting upon official GECB correspondence, be responsible for the proper expenditures of the budget, act as official representative of GECB, and act as the Nominating Committee.

The President shall appoint all committees, in addition to the standing committees, and their respective Chairs and will be an ex-officio member of each committee. All committee chairs report to the President, unless otherwise stated.

The President cannot make motions and does not vote on motions, except to break a tie.

SECTION 2. VICE PRESIDENT

In the absence or disability of the President, the Vice President shall perform the duties of the President and in so acting shall have all the powers and responsibilities of the President.

The Vice President shall chair the Music Committee.

SECTION 3. SECRETARY

The Secretary shall keep a record of all meetings of the BOD and the Annual meeting. The Secretary shall be the keeper of all official records of GECB, except financial, and maintain a record of the GECB band policy handbook.

Minutes of all meetings are to be distributed to the BOD as soon as possible after each meeting.

SECTION 4. TREASURER

The Treasurer shall keep complete and accurate records of accounts and shall provide up-to-date budget reports at all meetings and by special requests from the President. The Treasurer shall file all tax returns as required for both state and federal entities.

The Treasurer shall be the registered agent for GECB and act in its best interests and file all required reports required by its 501(c) (3) non-profit status and the state of Colorado.

ARTICLE IV B. DUTIES OF "AT-LARGE" DIRECTORS

SECTION 1. COMMUNICATIONS MANAGER

The Communications Manager shall have each new guest complete an application that includes their personal information and should maintain personnel records of the band members.

The Communications Manager is responsible for preparing and distributing updated band rosters and shall from time -to-time communicate pertinent information to the members.

SECTION 2. BUSINESS MANAGER

The Business Manager shall have the responsibility and authority to act for GECB for booking all GECB concerts and will interface with associations, businesses, and other organizations that may have an interest in booking GECB.

SECTION 3. UNIFORM MANAGER

The Uniform Manager is responsible for the ordering, maintaining and disbursement of the band's uniforms to GECB members and may purchase the necessary items that make up the uniform.

Each GECB member, active and guest, that requires a uniform must sign an agreement to keep the uniform clean and neat and to return the complete uniform upon request.

SECTION 4. GRANT WRITER

The Grant Writer is responsible for writing and submission of all grants on behalf of GECB. It shall be their duty to explore avenues for grants.

They may be required to attend grant meetings and may act on behalf of GECB.

A GECB Officer shall review grants prior to submittal.

SECTION 5. MARKETING CHAIRMAN

The Marketing Chairman is charged with providing publicity and information of GECB music events to avenues that may be beneficial to the band and will increase the GECB concerts audience and help in obtaining additional venues for GECB concerts.

This committee is to have a marketing plan that lists publicity outlets such as local newspapers, social media, email, blogs, Facebook, and TV and radio stations. Press releases and concert flyers will be sent to the marketing list with adequate advance notice to insure publication.

ARTICLE IV C

DUTIES OF OTHERS

SECTION 1. CONDUCTOR

The Conductor will be the primary Conductor of GECB and they will be responsible for the musical integrity of rehearsals and performances.

The Conductor will be a member of the Music Committee.

SECTION 2. ASSISTANT CONDUCTOR

This position will assist the Conductor in the integrity and performance of the GECB practices, rehearsals and concerts at the direction of the Conductor. In the absence of the Conductor, or at his/her request, they will be responsible for practices, rehearsals and concert preparation.

They will provide the Conductor with their musical experience in the interpretation and execution of their duties.

If asked, they shall assist in any section rehearsals outside of regular practices and should help in the evaluation of guest musicians.

They shall be a member of the Music Committee.

SECTION 3. MUSIC LIBRARIAN

The Music Librarian shall:

1. Maintain the music library in good order; including the ordering of folders and other supplies for the library and the copy machine.
2. Keep accurate and up-to-date records of the contents of the library.
3. Research and purchase music requested by the Music Committee.
4. Maintain musical selections in the GECB folders as requested by the Music Committee and the Conductor.
5. Return all music from the GECB folders to the library.
6. They may loan and make copies from the GECB library when requested and approved by the President.
7. Inform the GECB treasurer if the copy machine requires repairs.
8. They shall be a member of the Music Committee.

SECTION 4. WEBMASTER

The Webmaster shall be the only person responsible for maintaining the GECB web site and should maintain all passwords and codes and are not required to provide content. Content will be provided by the Marketing Committee.

Material on the web site that is out-of-date may be deleted or archived, at the discretion of the Webmaster.

ARTICLE V. MEMBERSHIP

SECTION 1. CLASSES OF MEMBERSHIP

There shall be 2 classes of membership.

NOTE: All memberships require that the musician should have the ability to play their instrument at a reasonable level of proficiency.

SECTION 2. GUEST

Any first time player with GECB will be considered a Guest until they have demonstrated a reasonable proficiency of their instrument and a commitment to weekly practices. Any guest under the age of 18 years old must first be interviewed by the GECB Conductor prior to being allowed to participate in GECB practices.

Guest members may be loaned a band uniform.

SECTION 3. ACTIVE MEMBER

The Active Member is at least 18 years old and is considered a full-time member of the band. They have been approved by the BOD and are entitled to vote at the annual meeting and hold office. They will be assigned a band uniform.

ARTICLE VI. FINANCES

Section 1. DUTIES

The Treasurer shall be the legal custodian of all monies, notes, funds, securities, debit and credit card issued to GECB and other valuables of the GECB and shall see that they are deposited in current GECB accounts in banks or other depositories.

The Treasurer and the President shall be dual signers on all GECB accounts.

It shall be the duty of the Treasurer to disperse funds based on proper vouchers for such disbursements and shall cooperate in any outside audit of the GECB accounts.

The Treasurer shall provide financial status reports to the BOD for every scheduled BOD meeting and at any time at the request of the President.

Treasurer nominees shall have an interest in and experience in financial matters.

ARTICLE VII. MEETINGS

SECTION 1. BOARD OF DIRECTOR MEETINGS

The BOD will meet on a quarterly basis; the first meeting will be prior to the GECB's annual meeting.

SECTION 2. SPECIAL BOARD OF DIRECTOR MEETINGS

A special meeting may be called by the President, or Vice President when the President is not available, to attend to GECB business that cannot be delayed until the next regularly scheduled BOD meeting.

SECTION 3. GECB'S ANNUAL MEETING

GECB's Annual meeting shall be held on the third (3rd) Thursday of January for the election of officers and BOD members. A financial report presentation shall be made by the Treasurer. The BOD may reschedule the annual meeting if weather or other events prevent this meeting.

A quorum shall be a simple majority of the Active members present with the exception of voting on any proposed bylaws amendments, where an affirmative vote of two-thirds (2/3) of those Active members present is necessary for adoption.

Elected officers and BOD members will take office immediately upon the adjournment of the annual meeting.

ARTICLE VIII. COMMITTEES

Standing committees shall consist of: Music, Marketing and Finance.

SECTION 1. MUSIC COMMITTEE

The Music Committee will confer with the Conductor and offer suggestions and recommendations regarding themes and play lists. The Conductor will have final authority in the selection of themes and play lists for all GECB Concerts.

a. Authority

The committee shall recommend additional purchasing of music not currently in the GECB's library and must be cognizant of the GECB budget. The Music Librarians shall make all purchases, except as otherwise determined.

The Music Committee shall recommend to the BOD any candidates for the position of Librarian or Assistant Conductor, when required.

b. Meetings

The Music Committee shall meet once a month, at a minimum. The Vice President may call other meetings as required.

c. Members

The committee will be made up of the President, Vice-President, Conductor, all Assistant Conductors, and the Music Librarians. The Vice President shall chair the committee.

SECTION 2. MARKETING COMMITTEE

a. Authority

The Marketing Committee will be responsible for providing publicity and information of GECB events to various avenues for publicity purposes. The marketing plan should include publicity outlets such as newspapers, TV, radio stations and social media, such as blogs, Facebook, and Twitter. This committee shall recommend to the BOD candidates for Webmaster, when necessary. All marketing plans shall be approved by the BOD prior to their implementation.

b. Meetings

This committee should meet at least once a quarter or more at their discretion.

c. Members

This committee will be made up of the Chairman, the Webmaster and at least one (1) other active band member.

SECTION 3. FINANCE COMMITTEE

a. Authority

The Finance Committee shall be responsible for regular oversight of the financial status of the GECB. The Finance Committee shall develop the budget, prior to the first annual BOD meeting in January, recommend and monitor all investments. They shall also establish long-term investment goals.

The Finance Committee shall be the internal audit committee with the exclusion of the Treasurer. They should conduct an audit at least annually. They may make a request to the BOD for an outside audit of the GECB's accounts.

b. Meetings

This committee shall meet at least once a quarter or more frequent at their discretion.

c. Members

The members of the committee shall be the Treasurer, the Grant Writer, one additional BOD member and two at-large active members. They shall elect a Chairman for a one year term.

ARTICLE IX. ADMENDMENTS

SECTION 1.

Any Active member may propose an amendment to the GECB bylaws.

SECTION 2.

Proposed amendments must be in writing and submitted to the Board of Directors a minimum of 60 days prior to the GECB Annual Meeting. It must include the Article and Section involved and the exact wording of the proposed amendment. It must also include a brief description of why the change is required and what the change will accomplish.

SECTION 3.

The Board of Directors shall review the proposed amendment for grammar and punctuation and will ensure the proposed amendment fits within the scope of the bylaws and the proposed amendment contains no conflicts within the bylaws.

SECTION 4.

In their review of the proposed amendment, the Board of Directors shall offer an opinion of either FOR, AGAINST or NO OPINION when presented at the Annual Meeting.

All proposed amendments to the GECB by-laws shall be made available, in the form of e-mail and printed copies, to all active members at least three weeks prior to the meeting at which the vote will be taken. An affirmative vote of two-thirds of the members present is required to amend the by-laws.

SECTION 5.

The Board of Directors shall, from time to time, review the bylaws. They may offer proposed amendments at the next Annual Meeting.

SECTION 6.

Proposed bylaw amendments shall take effect immediately upon their approval.

ARTICLE X. ROBERTS RULES OF ORDER

SECTION 1.

Situations not covered by these bylaws shall be governed by” *Roberts Rules in Plain English*”, by Doris Zimmerman, newly revised and updated edition.

ARTICLE XI. DISSOLUTION

In the event the GECB can no longer function as a viable group and is to be dissolved, the Board of Directors shall have the authority to dispose of all GECB assets, including instruments, percussion equipment, cash on-hand, bank and savings accounts, all financial instruments and the music library in its entirety. No current or past member of the GECB shall be a beneficiary of the proceeds from dissolution. The current BOD shall be responsible for disbursement of funds.

APPROVALS:

Board of Directors, 2 December 2013

Active Band members, 12 December 2013

All previous versions are null and void.

Bylaw revision of January 2015:

- Replaced Section 1 of Article VIII
- Added 2nd paragraph to Article IX, Section 4