

CLARINGTON CONCERT BAND INCORPORATED

CONSTITUTION

ARTICLE 1 – NAME

The name of this organization shall be the Clarington Concert Band Incorporated, hereinafter called the “Band”.

ARTICLE 2– OBJECTIVE

The objective of the Band is to establish, operate, maintain, equip and direct a community band in the Municipality of Clarington and further to provide for the holding of public concerts, exhibitions, festivals and educational forums in music.

ARTICLE 3 – EXECUTIVE

The executive body shall consist of the following officers:

President

Vice President

Secretary

Treasurer

Director 1

Director 2

With the Conductor (non-voting) and/or Assistant Conductor(s) (non-voting) as appropriate.

The President shall be elected for a term of two years and may be re-elected for any number of two-year terms thereafter.

The Vice-President shall be elected for a term of two years and may be re-elected for any number of two-year terms thereafter.

The Secretary, Treasurer, Director 1 and Director 2 shall each be elected for a term of two years and may be re-elected for any number of two year terms thereafter.

Elections will be held each year as follows:

- The following positions shall be elected in odd years (e.g. 2001, 2003)
 - President
 - Secretary
 - Director 1

- The following positions shall be elected in even years (e.g. 2000, 2002)
 - Vice President
 - Treasurer
 - Director 2

The executive shall appoint a librarian and a public relations representative,

The executive shall make every effort to keep the band members apprised of relevant information and business items at all times.

Upon the resignation or dismissal of a member of the executive, the executive shall appoint a replacement for the remainder of the term.

The executive shall appoint a lawyer to work as an executor of the estate if and when the Band should disband. The community should benefit from the estate, at the discretion of the lawyer, when and if the Band disbands.

The duties of the executive positions shall be as set out in the by-laws.

ARTICLE 4 – MEMBERSHIP

Each member in good standing shall have the privilege of voting after six weeks.

Each new member of the Band is on probation for six weeks, at the discretion of the Music Director in conjunction with the executive.

Members shall be admitted to and removed from membership as provided in the by-laws. The rights, duties and privileges of members shall be as set out in the by-laws.

ARTICLE 5 – CONDUCTOR

The Conductor has total and final authority over placement of all persons within sections of the Band.

The Conductor shall be a non-voting member of the executive.

If the Conductor requests a leave of absence, this shall be respected by the executive and members of the Band. The Conductor shall resume his/her position at the end of such leave.

ARTICLE 6 – NOT FOR PROFIT

The Band shall be carried on without purpose of gain for its members and any profits or other gains to the organization shall be used in promoting its objective.

ARTICLE 7 – AUDITORS

The executive may appoint auditors annually to audit the financial records of the band.

ARTICLE 8 – DISSOLUTION

On dissolution of the Band, the net assets remaining after payment of all debts shall be transferred to another organization carrying on similar activities, or if no such organization exists, to any organization in Ontario carrying on activities similar to those of the Band.

ARTICLE 9 – AMENDMENT

This constitution may be amended, from time to time, by a resolution of the executive which is confirmed by a majority of at least two-thirds of the votes cast at a general meeting of the members present in person, called for that purpose; any such amendment shall not be effective until so confirmed.

ARTICLE 10 – ANNUAL GENERAL MEETINGS

There shall be one Annual General Meeting per year. The Annual General Meeting will be held at the end of the fiscal year.

CLARINGTON CONCERT BAND INCORPORATED

BY-LAWS

BY-LAW 1 – DUTIES OF THE EXECUTIVE

Elected Positions:

The President shall, when present, preside at all Executive meetings. The President shall also be charged with the general management and supervision of the affairs and operation of the Band. The President, with the Secretary or other officer appointed by the Executive for the purpose, shall sign all by-laws. She/he shall appoint such committees as required from time to time. The President shall be, *ex officio*, a member of all committees. The President shall perform such other duties that normally pertain to the office of President.

The Vice President shall perform the duties of the President in the President's absence. She/he shall perform such duties as are designated by the President and at the discretion of the Executive.

The Secretary shall keep all records (minutes) of all meetings. She/he shall keep membership attendance at all rehearsals and see that all members receive due notice of all meetings. The Secretary shall be custodian of all papers, books, records, correspondence, contracts and other documents belonging to the Band which she/he shall deliver up only when authorized by a resolution of the Executive to do so and to such person as may be named on the resolution. She/he shall perform such other duties as may from time to time be determined by the Executive.

The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Band on proper books of account and shall deposit all monies or other valuable effects in the name and to the credit of the Band in such bank or trust company as may from time to time be designated by the Executive. She/he shall disburse band funds under the direction of the Executive, taking proper vouchers there for and shall give to the Executive at the regular meetings or whenever required of him/her, an account of all the transactions as Treasurer, and of the financial position of the Band. She/he shall also perform such duties as may from time to time be determined by the Executive.

The Treasurer shall prepare an annual statement for the auditors to be presented at the annual meeting of the Band.

Director 1 and Director 2 shall carry out duties as designated by the President, acting with the Executive of the Band.

Appointed Positions:

The Librarian shall be responsible for the custody and distribution of all music and shall perform such other duties, which pertain to the office.

The Public Relations Person shall be responsible to establish and maintain the Band as a community entity, and shall perform such other duties that normally pertain to the office.

The Musical Director's responsibility is to select the music and concert repertoire. It is her/his responsibility to find a suitable replacement conductor if she/he is unable to attend at either a rehearsal or concert. The Musical Director shall be paid an annual honorarium in quarterly installments, at such amount as to be determined by a resolution of the Executive.

A member of the Executive may be removed if she/he:

- a) becomes of unsound mind,
- b) resigns office by notice in writing to the Executive,
- c) has been absent, without being excused by resolution of the Executive, from four consecutive meetings of the Executive, or
- d) is removed from office as outlined below.

The regular members of the Band may, by resolution passed by at least two-thirds of the votes cast at a General Meeting of which notice specifying the intention to pass the resolution and has been given, remove any officer before the expiration of the officer's term of office. Further, the members may, by a majority of the votes cast at that meeting, elect any qualified person in the stead of such officer for the remainder of the term.

All contact with the community on behalf of the Band shall be subject to the approval of the President and the Executive.

One person may hold more than one office except the offices of the President and Vice President.

BY-LAW 2 – ELECTIONS

The members of the Executive shall be alternately elected at each annual meeting to ensure that half of the Executive is experienced. The election in odd years shall see the President, Secretary and Director 1 elected for a term of two years. In even years, the Vice President, Treasurer and Director 2 shall be elected for a two-year term. The Executive may be made up of members of the Band (as defined in the Articles) or a combination of members of the Band and non-musicians.

BY-LAW 3 – MEETINGS

Executive meetings shall be held every month or as the need arises. There will be one Annual General Meeting held during the month of September. At every annual meeting, in addition to any other business that may be transacted, the report of the Treasurer shall be presented and the Executive shall be elected. The members may consider and transact any business either special or general without any notice of it at any meeting of the members. The Executive shall have the power to call at any time a general meeting of the members of the Band with two weeks notice being given to the membership. At all meetings of members, every question shall be decided by a majority of the votes of the regular members present and voting in person.

BY-LAW 4 – QUORUM

A quorum of the Executive shall be two thirds of the Executive. A quorum of the Annual General Meeting shall be 50% of the General Membership of the Band.

BY-LAW 5 – VOTING

Every band member in good standing shall be entitled to vote at the Annual General Meeting. The fiscal year shall be October 1 to September 30.

BY-LAW 6 – VOTING - EXECUTIVE

Questions arising at any meetings of the Executive shall be decided by a majority of votes. In case of an equality of votes, the chair of the meeting shall have a second or casting vote. All votes shall be taken in the usual way of assent or dissent. A declaration by the chair of the meeting that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as proof of the fact, without proof of the number or proportion of the votes recorded in favour of or against such resolution.

BY-LAW 7 – POWERS OF EXECUTIVE

The Executive shall have full power with respect to all affairs of the Band, and shall have the power to pass without any confirmation by the members, all necessary rules and regulations related in any way to operations of the Band, including, without limitation, conduct of members and guests, rules of order for meetings and all other aspects of operation, occupation and leasing of premises by the Band.

BY-LAW 8 – REMUNERATION OF EXECUTIVE

The executive shall receive no remuneration for acting as officers.

BY-LAW 9 – COMMITTEES

The Executive may appoint such committees as it, from time to time considers advisable. Members of committees shall be appointed by, and hold office at the pleasure of, the Executive. Each committee shall submit to the Executive such reports as the Executive may, from time to time, request.

BY-LAW 10 – SIGNING OFFICERS

All cheques shall carry two signatures; one of the President or Vice President and Treasurer. Licences, contracts and engagements on behalf of the Band shall be signed by either the President or the Vice President and by the Secretary. Other contracts in the ordinary course may be signed by any two of the President, Vice President, Treasurer or Secretary.

BY-LAW 11 – SEAL

The Seal shall be in the custody of the Treasurer.

BY-LAW 12 – MUSIC FOLDERS AND MUSIC

Music is to be signed out by permission of the Librarian and is to be returned at the next rehearsal. If a member is unable to attend a concert or rehearsal, effort should be made to ensure that music is returned in the member's absence. At the discretion of the Executive, a fee may be charged for lost music and/or music folders.

BY-LAW 13 – MEMBERS

- a) Each new member must first complete a an assessment period of three rehearsals after which the Musical Director will determine whether or not the new player meets the minimum standards of musicianship set for the Clarington Concert Band. If accepted by the Musical Director the new member will be on probation for six weeks, at the discretion of the Music Director in conjunction with the Executive.
- b) Membership in the Clarington Concert Band ceases when the member resigns, dies, or is removed by a majority vote of the Executive.
- c) Any member may withdraw from the Clarington Concert Band by delivering to the Secretary a written resignation which will take effect from its date of delivery.
- d) If a member requests a leave of absence, this shall be respected by the Executive. The member shall resume his/her position at the end of such leave but may not be guaranteed the same position within the section.

- e) The Executive reserves the right to terminate the membership of and take appropriate legal action against any member who:
- Engages in violence, harassment, discrimination or any offence that is deemed illegal by Canadian Law or unacceptable by a majority of the Executive.
 - Steals, damages, or abuses band property, or those properties under loan or contract to the Clarington Concert Band.
 - Fails to adhere to the code of conduct as set out by the Clarington Concert Band.
 - Has an attendance record that has been deemed unreasonable by a majority of the Executive.
- f) If a member has his or her membership terminated, he or she must be notified, in writing, by the Executive. In this notice, the reason, and terms of termination must be clearly outlined.
- g) All terminations of Membership must be carried out in a manner that ensures confidentiality, discretion, and professionalism by the Executive and preserves the dignity of the member.