

CONSTITUTION

of the

CENTENNIAL COMMUNITY BAND

Issued July 18, 2003
1st Revision October 21, 2008

Article I. NAME

The name of the Association shall be the Centennial Community Band.

Article II. PURPOSE

Its purpose shall be:

1. To contribute positively to the musical environment of the area it serves, whether local, state, national, or international
2. To reaffirm the community band position in American music
3. To support all fine arts projects that are beneficial to the cultural growth of the community and individual participants
4. To operate such a Band and all the incidents and appurtenances thereto belonging, and such other purposes as the By-Laws may direct or permit.

Article III. MEMBERSHIP

Membership in the Association 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 with the Association at the time of resignation. Members may be expelled for misconduct after a hearing by the Directors. On such expulsion all interest in the property of the Association shall be vested in the Association.

Article IV. OFFICERS

The Officers of the Association shall be a President, a Secretary, and a Treasurer, or a Secretary/Treasurer all of whom shall be active members elected by the membership at the Annual Meeting, and who shall also be members of the Board of Directors hereinafter provided for. Officers shall hold office for two years and be elected on a rotating basis.

Article V. BOARD OF DIRECTORS

1. The Board of Directors shall consist of the officers as permitted in Article IV of the Constitution along with one at-large board member elected from the active band membership, who shall serve a 2 year term.
2. A provision is also available for up to two community members appointed by the officers to be member(s) of the board.
3. Each member of the Board shall have one vote.
4. Vacancies among the Officers and Directors shall be filled as provided in the By-Laws.

5. The Directors shall have such powers and duties as are provided by the By-Laws and such powers may be altered or removed at the Annual Meeting or a Special Meeting called for that purpose. At no time shall the Association be without a Board of Directors empowered to carry on the business of the Association.

Article VI. MEETINGS

1. Annual and Special Meetings shall be held on such notice as provided in the By-Laws of this Association.
2. A Quorum for any Annual or Special Meeting shall consist of a minimum of 1/3 of the active membership as defined in the By-Laws.
3. A Quorum for a Meeting of the Board of Directors shall be a simple majority of the Directors qualified to act at the time of such Meeting, which shall be held as provided for in the By-Laws.

Article VII. AMENDMENTS

This Constitution and its By-Laws may be amended by a 2/3 majority vote of the active members present at any Annual or Special Meeting called for the purpose of so amending either the Constitution or the By-Laws on such notice and terms as are provided in the By-Laws for Annual and Special Meetings.

Article VIII. DISSOLUTION

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations founded and operated exclusively for charitable or educational, religious, or scientific purposes and shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or 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 Court of Common Pleas of the county in which the principle office of the Association is then located, exclusively for the above stated purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we have hereunto subscribed our names this 18th day of July, 2003.

Vice President

Secretary

BY-LAWS
of the

CENTENNIAL COMMUNITY BAND

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Article I. MEMBERSHIP

Membership shall consist of three classes: ACTIVE, ASSOCIATE and HONORARY.

1. Active adult members shall be any post high school resident of the Centennial community or the surrounding area who plays in the Band of the Association as provided for hereunder and has paid annual dues for the current fiscal year, or who, in the opinion of the Board of Directors, is active in the service to or promotion of the organization of this Association.

Active student members shall be any junior or senior high school resident of the Centennial community or the surrounding area who plays in the Band and has paid annual dues for the current fiscal year. Any freshman or sophomore high school student shall be an active student member who plays in the Band by Board of Directors accepted recommendation of his/her primary instrumental teacher or by audition, and has paid annual dues for the current fiscal year.

2. Associate members shall be any resident of the community of Centennial or the surrounding area who shall be active supporters of the organization but not active in its operation or performance as determined by the Board of Directors. Annual associate dues shall be determined by the Board of Directors.
3. Honorary members shall be those chosen by the membership at large to receive such an honor for outstanding service or contribution to the welfare of the Association.
4. 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 Association.

Article II. MEETINGS

1. Meeting locations shall be determined by the Board of Directors.
2. The Annual Meeting shall be held the third Tuesday in October of each year, unless otherwise specified in the notice of said Meeting.
3. Special Meetings may be called by the President of the Band or by a majority of the Board of Directors.
4. At least fourteen days notice of every Meeting shall be published by the Secretary, as well as being announced at two Band rehearsals prior to said Meeting.
5. The notice pertaining to and calling a Special Meeting shall state the purpose for which said Meeting is being called as well as the time and place for said Meeting.
6. Any business which can rightfully come before the membership at large may be transacted at the Annual Meeting without prior notice of such business having been announced or published.

7. The Directors shall meet at least four times every year in addition to the Annual Meeting and at such other times as they deem necessary or the business of the Association may require.
8. It shall be the duty of the Secretary to notify all Directors about any Meetings of the Board of Directors.
9. Election to the Board of Directors shall be by secret ballot.
10. Ballots shall be counted by two active members and witnessed by a third.

Article III. DIRECTORS

1. The property, affairs, and business of the Association shall hereby be entrusted to and managed by the Board of Directors.
2. Said Board shall have the power to acquire, hold and dispose of both real and personal property in the name of the Association and to invest the funds of the Association as the Board determines may serve the best interests of the Association.
3. Said Board shall have the power to appoint Assistants including Business Manager, Librarian and/or Property Manager to the Officers of the Association, and to fix compensation, if any, to any or all Officers and members.
4. Said Board shall have the power to remove any Board Member for malfeasance or any other neglect of duty as well as the power to fill vacancies caused by death, resignation, or removal from office.
5. Said Board is hereby authorized to hire a Conductor for the Band of said Association and this Conductor shall be an ex-officio member of the Board of Directors with the power to vote only in the case of a tie.
6. The Board of Directors may provide for Special Funds to be held and managed by the Treasurer for any specific purpose that the Directors determine may be necessary, such as for the purchase of instruments or any other special Band equipment.
7. The Board of Directors shall determine the need for committees necessary to carry out the business of the band.

Article IV. OFFICERS and Ex-Officio Members

The PRESIDENT:

1. Shall preside at all Meetings of the Association and the Board of Directors.
2. Shall be the Chief Executive Officer of the Association and shall be responsible for the active management and supervision of the affairs of the Association.
3. Shall be empowered to execute all deeds, contracts, conveyances and agreements authorized by the Board of Directors.
4. Shall assign all necessary Committee Chairmanships as determined by the Board of Directors.
5. Shall perform such other additional duties that the Board of Directors may prescribe.

The SECRETARY:

1. Shall countersign all deeds, contracts, conveyances and agreements executed by the Association.
2. Shall keep written Minutes of all Meetings of the Association and of the Board of Directors.
3. Shall keep all the books and records of the Association and all of the business thereof in a safe place.
4. Shall perform such additional duties as the Board of Directors may prescribe.

The TREASURER:

1. Shall keep, bank, and account for all moneys, credits, and property of the Association which he/she shall receive and shall maintain accurate records (bank and book ledger) of all moneys received and disbursed.
2. Shall hereby be the Custodian of all of the Funds and Securities of the Association.
3. Shall have the authority to endorse checks, notes, or other obligations due to the Association as well as the authority to draw checks for the payment of any bills or other obligations incurred by the Association.
4. Shall be able to exhibit a true and complete statement of the Association's accounts whenever the Board requires.
5. Shall be Bondable and shall obtain such a Bond for himself/herself if and when the Board requires it.
6. The books and accounts of said Treasurer shall be subject to an Annual Audit as prescribed in the By-Laws.
7. Shall submit the Association's Annual Financial Statement in writing at the Annual Meeting of the Association. Copies shall be made available to individuals upon request.
8. The demands of the position prefer accounting experience in the area of Financial Management.
9. Shall perform such other additional duties as the Board of Directors may prescribe.

The CONDUCTOR:

1. Shall determine a performance schedule with the assistance of the Board of Directors.
2. Shall be responsible for the music chosen to be performed and rehearsed.
3. Shall be responsible for arranging seating and assigning parts as needed.
4. Shall perform such other additional duties as the Board of Directors may prescribe.

The BUSINESS MANAGER:

1. Shall handle all arrangements for Concerts and Trips.
2. Shall be responsible for the printing of handbooks, programs, and brochures.
3. Shall be allowed to recommend appointment of any ad hoc Committees that may be required to effectively manage the Association's business as prescribed by the Board.
4. Shall be an ex-officio member of the Board of Directors without voting privileges.
5. Shall perform such other additional duties as may be prescribed by the Board of Directors.

The LIBRARIAN:

1. Shall be directly responsible to the Conductor of the Band.
2. Shall be responsible for the filing, distribution, and organization of the Association's Music Library.
3. Shall be responsible for the transportation and distribution of Music Folders and Extra Parts as needed.
4. Shall perform such other additional duties as may be prescribed by the Board of Directors.

The PROPERTY MANAGER:

1. Shall be responsible for the management and distribution of the Association's Band Uniforms.
2. Shall be responsible for the arrangement of chairs and music stands for the Band at all Concerts.
3. Shall be responsible for equipment handling on Concert Tours or Concert Appearances that may require chartered public transportation (e. g. buses, trains, airplanes).
4. Shall be an ex-officio member of the Board of Directors without voting privileges.
5. Shall perform such other additional duties as may be prescribed by the Board of Directors.

Article V. AUDITING COMMITTEE

1. The Auditing Committee shall be comprised of two Association Members appointed by the Board of Directors.
2. The Auditing Committee shall audit all of the Accounts of the Association as maintained by the Treasurer.
3. The Auditing Committee shall report their Audit of the Association's Accounts in writing to the Board.
4. The Audit shall be completed prior to the Annual Meeting of the Association, or earlier if deemed necessary by the Board of Directors.
5. The Auditing Committee may request and receive permission from the Board of Directors to seek outside professional auditing assistance.

Article VI. GENERAL PROCEDURES

Robert's Rules of Order shall be used at all Meetings of the Association unless other Rules and Procedures have been established in advance of the date of said Meeting.

Article VII. CONCERT TOURS/TRIPS

All Concert Tours or Trips of two or more day's duration shall be approved by the majority of the Active Members of the Band as established by payment of annual dues.