

**The Roanoke Valley
Community Band**

By-Laws

April 2019

BY-LAWS
OF
THE ROANOKE VALLEY COMMUNITY BAND

A Virginia not for profit organization

Revised April 23, 2019

ARTICLE I

NAME

The name of this organization is THE ROANOKE VALLEY COMMUNITY BAND hereinafter referred to as "RVCB".

ARTICLE II

PURPOSE

This organization is organized and shall be operated for charitable, educational, and any other lawful purposes. Its objectives shall be:

To contribute positively to the musical environment of the area it serves, whether local, state or national, through a wide range of live performances for organizations, community groups and others as an outreach program.

To provide an opportunity for individual musical expression and growth among the membership

To provide an opportunity for contact between and among musicians

To reaffirm the community concert band position in American music

To provide aid and assistance to public school instrumental music programs

ARTICLE III

MEMBERSHIP

RVCB is open to residents of the Roanoke Valley or surrounding area who wish to participate. The individual must be of high school age, or older, and/or be skilled in performance on a band instrument as determined by the band director. The band requires only the desire to work together with other amateur musicians toward a common musical goal. No audition is required.

ARTICLE IV

FINANCE

- Section 1. The fiscal year shall be from September 1 to August 31. Dues may be assessed annually as specified by the Board of Directors.
- Section 2. A budget shall be drafted by the Treasurer and approved by the Board of Directors annually before August 31st.
- Section 3. In accordance with compliance requirements on recordkeeping, reporting and disclosure for exempt organizations described in Internal Revenue Code Section 501(c)(3), a financial review shall take place annually on/or before September 30 for the preceding fiscal year by a committee appointed by the President. The President shall designate the chairman of the committee. A written report of the financial review shall be submitted to the Board.
- Section 4. All band funds shall be deposited in a local, federally insured banking institution, and withdrawals shall be made by check only.
- Section 5. The account shall be known as “The Roanoke Valley Community Band”. Signatures of the President and Treasurer shall be filed with the bank. Either one of the above named officers may sign a check.
- Section 6. A credit card(s) may be authorized by the Board of Directors for assignment to a member(s) of the Board or the Band Director for the purpose of purchases in furtherance of the mission and operation of the RVCB. Authorized credit card(s) may routinely be used for budgeted items without further approval from the Board of Directors. Credit card(s) will be issued in the name of the Card Holder; the address on the account shall be the main mailing address for the RVCB. All correspondence and monthly billing will be sent to this RVCB address.

ARTICLE V

ELECTION OF OFFICERS

- Section 1. The President shall, prior to May first annually, call and conduct a Board of Directors meeting for the purpose of nominating a slate of officers (President, Vice President, Secretary, Treasurer) for the coming year.
- Section 2. Any member of the band shall be eligible to serve as an Officer on the Board of Directors.
- Section 3. The Board of Directors shall present the names of candidates for office at a rehearsal one week prior to election. Additional nominations may be made from the floor. Candidates so nominated must be willing to accept the duties of the office. The President, Vice President, Secretary and Treasurer will be elected by band members at large
- Section 4. Each Officer shall serve a two year term. The President and Secretary shall begin their term on even numbered years; the Vice President and Treasurer shall begin their term on odd numbered years. Any officer may serve one or more consecutive terms on the Board. For the purpose of this section, one year shall be defined as the period from September 1 to August 31 of the following year.
- Section 5. If any office becomes vacant, for any reason, the President shall appoint a successor for the remainder of the term. Should the office of President be vacated prior to the end of his/her term, the Vice President will assume the responsibilities of President for the remainder of the term.

ARTICLE VI

DUTIES OF OFFICERS AND BOARD OF DIRECTORS

- Section 1. The officers of RVCB shall consist of President, Vice President, Secretary and Treasurer. In addition, there shall be at least four Board Members-at-large appointed by the President with Board Officer approval. Board Members-at-large will serve a one year term and may be reappointed for additional terms. Other supporting positions (e.g. Historian, Librarian, Roster Coordinator, Tax Preparer, Publicity (website and social media) and Audio Coordinator), as needed, are to be appointed by the President. Section Leaders of the RVCB shall be appointed by the President with Board approval and input from the Band Director.

- Section 2. Officers or Board Members who resign or do not comply with assigned responsibilities may be relieved of office by a majority vote of the Board.
- Section 3. The PRESIDENT shall preside over all meetings of the membership and the Board. The President shall appoint committee chairmen, and make interim appointments as needed with approval of the Board. He/she is responsible for the ongoing planning, execution of plans and overall operations of the RVCB. The President shall arrange with appropriate school officials to secure rehearsal and concert scheduling.
- Section 4. The VICE PRESIDENT shall preside over meetings in the absence of the President. The Vice President shall keep uniform inventory and maintain physical possession of uniforms and other items that reflect the identity of RVCB and have them available for membership purchase. An accounting of transactions shall be prepared for the Treasurer. In addition, the Vice President shall be responsible for logistics requirements of the RVCB for rehearsals and performances, to include transportation, set-up, tear-down of equipment; returning equipment and rooms to their prior configuration.
- Section 5. The SECRETARY shall keep minutes of all meetings, send correspondence as needed, and keep members informed of all By-Law changes and board meeting minutes. The Secretary shall be responsible to maintain an accessible electronic “cloud” storage location for all pertinent and important documents related to the business of the RVCB (e.g. meeting agendas and minutes, membership roster, Donors, equipment and music inventories, IRS/SCC/Insurance filings and certificates). The President will be provided with current credentials for access to all electronic storage.
- Section 6. The TREASURER shall maintain a bank account for the organization, deposit receipts and prepare checks for disbursement. The Treasurer is authorized to prepare checks to cover budget item(s) without approval of the Board. Any non-budgeted item over \$100.00 will necessitate Board approval. The Treasurer will prepare and present a current accounting of transactions at Board meetings. In addition, the Treasurer shall send correspondence to each Donor recognizing all donations or other forms of financial support; a listing of Donors will be maintained on an annual basis and provided to the Secretary. The Post Office Box maintained by the RVCB is the responsibility of the Treasurer and is to be checked no less than twice monthly.

ARTICLE VII

BAND DIRECTOR

A BAND DIRECTOR shall be selected by the Board and will maintain that position as long as he/she conducts himself/herself in a professional manner, attends rehearsals, performances and displays conducting ability. The Band Director shall be a voting, ex-officio member of the Board.

The Band Director shall rehearse the band and conduct all concerts or special programs in which the band participates. He/she shall select the music and procure such, utilizing input from the Officers and members of the band who desire an input into decisions. The Band Director shall work closely with operating committees established by the Board.

For music purchases, the Band Director may be provided with a credit card associated with the RVCB. If a card is provided, he/she is authorized to make music purchases up to a maximum value as provided in the annually approved Budget for music. Items to be purchased other than music, shall be brought to the Board of Directors for approval prior to expenditure of any funds. All purchases are to be reported to the Treasurer in a timely fashion to ensure future statements/invoices can be reconciled for timely payment.

ARTICLE VIII

ACTIVITIES

No substantial part of the activities of RVCB shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and RVCB shall not participate in, or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of the articles, RVCB shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under 501 c (3) of the Internal Revenue Code, as amended, or similar subsequent provisions of tax law, or any organization contributions to which are deductible under 170c (2) of Internal Revenue Code, as amended or similar subsequent provisions of tax laws.

ARTICLE IX

POLICIES

The Board of Directors may promulgate policies or procedures for the conduct of rehearsals, performances, practices of the membership and any area of Band operations. The members may make any recommendations for operational enhancements; these recommendations must be submitted in writing for majority approval of the Board.

ARTICLE X

DISSOLUTION

Upon dissolution of the RVCB, the Board of Directors shall, after paying or making provision for payment of all liabilities of the RVCB, dispose of all assets of the band to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under 501 c (3) of the Internal Revenue Code of 1986, as amended, or a successor statute, as the Board of Directors shall determine. Any such assets not disposed of as set forth herein shall be disposed of by the Circuit Court (or other competent court) of the county or city in which the principal office of the band is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XI

AMENDMENT

These By-Laws may be amended or repealed by the vote of two-thirds (2/3) of the membership present at a meeting of the general membership called for the purpose of considering and approving By-Law changes.

ARTICLE XII
CONDUCT OF BUSINESS

The Board shall abide by Robert's Rules of Order for the conduct of meetings. A quorum shall consist of two-thirds (2/3) or more of the Board entitled to vote.

ARTICLE XIII

These By-Laws were adopted on the 17th day of March 2009.

Revised on May 13, 2014

Revised on April 23, 2019

President

Secretary