



**ORGANIZATIONAL CHARTER
OF
THE CORTLAND OLD TIMERS BAND**
Ratified/Adopted on 11-15-12 (amended 10-25-18)

ARTICLE 1.0 – NAME

The name of this organization shall be The Cortland Old Timers Band.

ARTICLE 2.0 – PURPOSE

The Cortland Old Timers Band is organized for the purpose of:

- 1) Providing quality band music for concerts and special occasions
- 2) Promoting good will by participating in events in neighboring communities.
- 3) Fostering and encouraging the playing and appreciation of band music.
- 4) Providing a means whereby local area musicians may assemble and play for their mutual enjoyment.

ARTICLE 3.0 – BOARD OF DIRECTORS

The governing of The Cortland Old Timers Band shall be vested in the Board of Directors. The number of directors constituting the entire board will be no more than nine, and no less than five members of the band, and shall herein be referred to as the Executive Board.

3.1 Director Positions: The Director positions shall be designated as follows:

- President
- Vice President
- Secretary
- Treasurer
- Librarian
- Business Manager
- Director-at-large (up to three)

3.2 Terms of Office: The term of office of each director shall be two years or until their successor has been elected. The directors shall be elected by the members in staggered terms so as to provide continuity in the operation of the board. Vacancies may be temporarily filled by a majority vote of the Executive Board. A director elected to fill a vacancy shall hold office for the remainder of the current year, and at the next annual meeting a successor shall be elected to the upcoming (or partial) term.

3.3 Removal from Office: Any director may be removed from their office by majority vote of the members present at the membership meeting at which the action is taken.

3.4 Duties of the Board of Directors: The elected members of the Executive Board shall have the duty of carrying out their assigned activities of the organization as described in Article 5.0, and other general duties, as follows:

- Ensure the upholding of this Charter.
- Conduct an annual audit of the financial records prior to the annual meeting.
- Approve major expenditures, donations, and pro-bono performances.
- Provide direction on performance rates, application for grant funding, and matters concerning the band's public image.

ARTICLE 4.0 – MEMBERSHIP

4.1 Eligibility for membership: All persons presently playing in the band as of the date of ratification of this charter shall automatically be members of the band organization. New applicants who are sufficiently proficient in musical ability, and are interested in playing in

The Cortland Old Timers Band, or serving the needs thereof, will be evaluated for membership, as defined in the band's **Members Handbook**.

The Cortland Old Timers Band is an equal-opportunity institution. We do not discriminate on the basis of race, creed, color, gender, national origin, religion, marital status, age, disability, or sexual orientation. This nondiscrimination policy applies to the eligibility for membership and all benefits entitled by membership in the organization.

4.2 Membership Categories: There shall be four categories of membership:

- 1) ACTIVE PERFORMING MEMBER...shall be those who have committed and/or demonstrated to actively participate in concerts and other performing appearances of the band. Acceptance of new members shall be based on the recommendation of the Music Director, after consideration of musical proficiency and needs of the band.
- 2) ASSOCIATE MEMBER...for Jr. and Sr. High School-level students, and college students who wish to perform with The Cortland Old Timers Band. Appointment shall be made on approval of the Music Director based on consideration of proficiency and needs of the band.
- 3) LIFE MEMBER...eligibility is reserved for performing or past performing musicians. Consideration for recommendation will be based on attributes including, but not limited to, continued interest, dedication, tenure, musical contributions, etc. Confirmation of this category will be determined by a recommendation of an active performing member, and a two-thirds (2/3) vote of the Executive Board.
- 4) HONORARY MEMBER...reserved for non-performing supporters of the band, who have provided significant contributions and/or services to the band. Confirmation of this category will be determined by a recommendation of an active performing member, and a two-thirds (2/3) vote of the Executive Board.

4.3 Duties of Active Membership: An active member should:

- 1) strive to be present for all rehearsals, concerts, and engagements.
- 2) notify the Music Director if unable to attend a rehearsal, concert, or engagement.
- 3) strive to attend all membership meetings.
- 4) Occasionally serve on a band committee.
- 5) be responsible for the care of assigned music, instruments, clothing, and other band property, and be liable if damage is caused to same by neglect.
- 6) appear in complete and designated Band uniform at all engagements.

4.4 Membership Voting Rights: All active performing members are each allowed one vote on any business conducted at membership meetings of the band. (see Article 7). Associate, Life, and Honorary memberships are nonvoting, except where a Life Member may also be an active performing member.

4.5 Removal: Members may be removed from active membership, due to inactivity, by action of the Executive Board, upon recommendation of the Music Director and the President, providing that the active performing member has repeatedly been absent from rehearsals and concerts without timely notice to the Music Director. The member shall be notified in writing at least two weeks in advance of such proposed action.

Any member may resign from the band by submitting a letter of resignation to the Executive Board.

ARTICLE 5.0 – DIRECTORS AND OFFICIAL POSITIONS

5.1 Officers: The officers of this organization, to be elected by the membership, shall be the President, Vice president, Secretary, Treasurer, Business Manager, Librarian, and three Directors-at-large. These officers must be active members in good standing and at least 18 years of age. The elected officers are to have been active members for no less than one year. Officers are to be elected by the membership at the annual meeting from a slate of nominees announced at least one week prior to the meeting. They shall hold office for a term of two years and until their successor has been elected.

The duties of the president, vice president, secretary and treasurer shall be those normally designated for that office in the parliamentary authority adopted by the band (Article 9), and further prescribed by this Charter, as follows:

- 1) **President:** The president shall preside at all meetings of members and at all meetings of the Executive Board, and shall supervise and manage all the business and affairs of the organization, subject to the control of the directors. The president shall have the power to sign all contracts or other instruments in the name of the organization, to sign checks or notes and orders for the payment of monies, and to appoint and discharge members to conduct the business of the band organization, subject to the approval of the directors. The president shall perform all of the duties usually incident to that office, including serving as ex-officio member of all committees, except nominating committees.
- 2) **Vice President:** The vice president shall, in the absence or disability of the president, perform the duties and exercise the powers of the president.
- 3) **Secretary:** The secretary shall keep all of the minutes of the Executive Board, and all of the minutes of the membership meetings. The secretary shall give notice or cause to be given notice of all meetings to those who are entitled to notice; shall have charge of the organization's books and records, and, in general, perform all duties incident to that office.
- 4) **Treasurer:** The treasurer shall have custody of all funds, securities and other valuable documents of the organization. When necessary or proper, the treasurer shall endorse on behalf of the organization all checks, notes, and other obligations, and shall deposit same to the credit of the organization. The treasurer shall receive and give receipts, and shall authorize payments (co-signed by the President if over \$200) from the funds of the organization for all just debts of the organization. The treasurer shall keep or cause to be kept full and accurate accounts of all money received and paid out on account of the organization; and shall render a statement of accounts whenever asked by the president or the Executive Board. The treasurer shall prepare annually a final report of the Band's financial activity and status, and a financial budget for the pending year's income and expenditures, for presentation at the annual membership meeting.
- 5) **Business Manager:** The business manager shall promote new and repeat engagements for performance by the band, and provide written and signed agreements for each engagement booked. The business manager shall arrange to publish a seasonal schedule in the early spring for planning purposes by the band members, and to book the engagements after consideration of timing, holidays and availability inputs from the conductor and band members. The business manager shall establish consistent performance rates, with approval from the Executive Board, and assure timely receipt of the engagement fee from the client.
- 6) **Music Manager/Librarian:** The librarian shall develop and maintain accurate catalogs of band music owned by the organization, and make these records available to the Music Director/Conductor(s). On request of the Music Director, the librarian shall prepare all necessary instrumental folders containing music charts of each selection to be used for upcoming rehearsals and concerts. The librarian shall arrange transport of the music folders to rehearsals and concert sites by the Property Manager. The librarian shall also be in charge of and implement out-of-file procedures used by the membership while the music is in the music folders, including member sign-out sheets as necessary. Music files and copying equipment shall be monitored for secure storage and access control.
- 7) **Directors-at-Large (3):** Three directors-at-large positions shall complete the complement of officers on the Executive Board. Their duties are to provide counsel and advice in the functioning of the organization, and to provide leadership, as required, for specific tasks needing development by the board for the good of the band. Prime consideration shall be given to past presidents or past conductors for these positions.

5.2 Appointive Positions: Member appointments shall be made by the President for functional purposes, subject to the approval of the Executive Board, and may consist of the following standing positions:

- 1) **Property Manager:** The property manager shall arrange for safe and secure storage of the band property assets. The property manager shall arrange for transport of all required stage (*) equipment to and from each concert site. At the concert sites, the property manager shall direct and assist band volunteers with stage setup. (*) stage equipment consists of Music folders, percussion instruments, Banners, stands, sound equipment, Conductor's podium, etc).
- 2) **Public Relations Manager:** Prepare and arrange for timely publicity releases throughout the concert season. Develop personal contacts at appropriate print and electronic news media sources to help coordinate band publicity and insure public awareness of band functions and events. Coordinate with band's web Master to help publicize upcoming events and schedule changes on web-based media.

5.3 Additional Appointments: Other functional positions may be appointed by the President, subject to the approval of the Executive Board, as deemed necessary to conduct the band's business, as follows:

- Master of Ceremonies
- Membership chairman
- Social Director
- (Other positions, from time to time, as determined by the President as necessary)

The terms of these appointive positions shall be for one year or until their successors are appointed.

Appointive positions will not have voting privileges at the Executive Board meetings.

5.4 MUSIC DIRECTOR: As principal musician and conductor, the music director shall:

- be completely responsible for the technical direction, selection, rejection and placement of playing members.
- coach and organize the band sections to assist in the musical performance of the band.
- May appoint, with approval of the Executive Board, an Associate Conductor
- be responsible for program themes, musical selection, rehearsals, and public performances of the band, and from time to time, may delegate those tasks to an associate conductor.
- recommend additions and improvements in the music library, and band property assets as necessary to support the conductor. The music director shall also establish a rapport with sponsoring facility management at the Homer High School.
- be prudent in the exercise of his or her authority, but shall consider that the confidence placed by the Executive Board is sufficiently broad to enable action on behalf of the band in matters requiring prompt or summary action.
- inform the Executive Board of such independent actions taken.
- shall serve in an advisory capacity in all membership and Executive Board meetings of the organization.

5.4.1 SELECTION OF MUSIC DIRECTOR: In the event that the position of Music Director becomes vacant, the Executive Board shall convene and appoint a special Selection Committee to pursue a replacement for the position. The selection process shall be conducted along the following guidelines:

- General notification to area news media, music teachers, and music organizations of the search to fill the opening.
- Direct communications with interested responders requesting their resume and to assess their specific interest.
- Review resumes and arrange personal interviews with leading candidates.
- Organize full Band auditions for selected finalists with sufficient opportunity for the candidates to demonstrate their tuning, conducting, and teaching abilities.
- Provide detailed rating sheets for use by Band members during candidate auditions.
- Using a numerical point system, summarize the membership rating-sheet scores, and make recommendations to the Executive Board. The Executive Board reserves the right to reject all candidates and order a new slate.

5.4.2 Appointment of Music Director: The Music Director shall be appointed by the Executive Board to serve an indefinite term, following a majority plus one vote of the Directors present. The appointment may be terminated by written resignation of the appointee, or at the discretion of the Board with a two-thirds (2/3) majority vote of Directors present.

ARTICLE 6.0 - ELECTIONS

Elections of officers and directors shall be held at the annual membership meeting in (November). (See Article 7).

6.1 Nominations: At least 20 days prior to the election, the President shall appoint a nominating committee who shall nominate one member in good standing for each officer and directorship whose term is expiring. This slate shall be presented in writing to the Band membership by the Secretary at least two weeks prior to the annual meeting and election. Additional nominations may be made from the floor at the annual meeting, as long as the nominee agrees to stand for election.

6.2 Voting: An election shall require a simple majority of the votes cast by members entitled to vote. All voting shall be done by closed ballot, except when only one candidate is nominated for an office. A record of the members entitled to vote, certified by the secretary of the organization, shall be produced at any meeting of members upon the request of a member at that meeting.

6.3 Office Term: The term of office of all elective officers shall be for two (2) years, beginning on January 1 following their election. The initial office terms of the directors shall be staggered to provide continuity within the Executive Board. For the initial election of the Officers (elected in 2012), the terms of office will be as follows:

- 2 years: President, Secretary, Music Librarian, Business Manager, one Director-at-Large.
- 1 year: Vice President, Treasurer, two Directors-at-large.

(Thereafter, the terms of these offices will be for 2 years)

ARTICLE 7.0 - MEETINGS

7.1 Membership Meetings: The annual Membership Meeting will be held in the month of November for the election of officers and directors, and to transact other business requiring the full membership's council. A simple majority of the total eligible active performing members shall constitute a quorum for all membership meetings. Notice of the meeting(s) must be provided to the membership at least 1 week prior to the date of the meeting. Any business transacted shall be approved by a simple majority vote of the members present.

7.2 Board of Directors Meetings: The first meeting of the board of directors shall be held in the month of January following the annual meeting of the membership each year. Thereafter, meetings shall be held at such time and place as fixed by the board of directors. Notice of such meetings shall be given by the secretary at least five days prior to the meeting. A simple majority of the board shall constitute a quorum for the meeting. Any business transacted shall be approved by a majority plus one of the members present, unless stated otherwise herein. Special meetings may be called by the President as required. Any five (5) active members may direct the President to call a business meeting of the Executive Board.

7.2.1 Board of Directors Quorum: The executive Board shall have the power and authority to take timely action in matters of urgency, as determined by the President. Meeting notification will be as required to convene a meeting, but only five (5) members shall constitute a quorum, instead of the usual 7 members.

ARTICLE 8.0 - BAND PROPERTY

- 1) Any instruments or other equipment owned, donated or purchased with band funds, shall be the sole property of The Cortland Old Timers Band, and shall remain so unless the sale thereof is authorized by the Executive Board.
- 2) Separation from the band shall not entitle an individual to retain band property in their possession.
- 3) Upon dissolution of the Band, all remaining property assets of The Cortland Old Timers Band shall be archived in a suitable storage location for at least one year, after which the assets will be donated and distributed to the Homer School district for public use in its school music programs. In the event that they have no use of all or part of the donation, they may redistribute to other area school music programs.

ARTICLE 9.0 - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of ROBERTS RULES OF ORDER shall govern the Band in all cases to which they are applicable and in which they are consistent with this Charter and any special rules of order the Band may adopt.

ARTICLE 10.0 - AMENDMENTS

This Charter may be amended by a two-thirds (2/3) majority vote of the membership present at a meeting called for that purpose. The proposed amendment must be read at the meeting, and a written copy will be provided to all members at least one (1) week prior to being acted upon. Notice of the meeting must also be provided to each member one (1) week prior to the action.