

LAKE CITY STINGER BAND

BYLAWS

Adopted May 21, 2008

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ARTICLE I: NAME

The name of this corporation shall be the Lake City Stinger Band; hereinafter referred to as "the band".

ARTICLE II: PURPOSE

The purposes of this corporation shall be:

1. To provide an opportunity for those members of the community who have an interest in instrumental music to participate in an organization with others.
2. To provide music for public occasions such as benefits for charitable or civic organizations and public gatherings.
3. To provide musical educational programs for the public.
4. Establishment and funding of scholarships for persons interested in furthering their knowledge of music at an educational institution.
5. To accept grants, donations and contributions from individuals, other organizations and businesses to fulfill the above purposes.

ARTICLE III: MEMBERSHIP

Section 1.

Membership in this corporation shall be open to all individuals in sympathy with its purposes. There shall be three classes of membership with each class having voting privileges.

- A. Band Members: Band Members shall be at least 18 years of age or older, show musical competency, and shall participate regularly in all rehearsals and performances.
- B. Associate Band Members: Associate Band Members shall be less than 18 years of age, show musical competency and be approved by the Board of Directors. Associate Band Members can not be elected to the Board of Directors or chair a committee.
- C. Supporting Members: Supporting Members shall be those interested in supporting the purposes of the band. No more than two supporting members may serve concurrently on the Board of Directors.

ARTICLE IV: DUES AND ASSESSMENTS

Section 1.

- A. Dues for all membership classifications shall be determined by the Board of Directors and entered into the Standing Rules.
- B. The Board of Directors may request donations to cover unanticipated costs beyond the budget.

C. Only Members whose dues are paid in full shall be entitled to vote.

ARTICLE V: MEETINGS

Section 1. Annual Meeting

The annual meeting of the members shall be held in July of each year. The President shall call the meeting and shall designate the time and place of such meeting. Members shall be notified in writing or by electronic mail at least two weeks prior to the meeting.

Section 2. Special Meetings

Special meetings may be called by the President as needed or by a majority of the members by written request to the Board of Directors.

Section 3. Board of Directors Meetings

The Board of Directors shall meet quarterly or as needed at a time and place designated by the President. Committee chairs shall also attend the meetings but will not be counted in a quorum or have voting rights.

ARTICLE VI: BOARD OF DIRECTORS

Section 1. Number

This corporation shall have five (5) Directors and collectively they shall be known as the Board of Directors. Directors shall serve for one (1) year terms and there shall be no limit on the number of terms each Director may serve. The Music Director shall be an ex-officio of the Board of Directors. The terms of all Directors shall begin upon their election at the annual meeting except in cases where a Director is replaced due to a resignation etc.

Section 2. Election

A. Directors shall be nominated from among the eligible members and be elected at the annual meeting.

B. The nominating committee will present a slate of nominees for the Director positions that will be included in the notice of the annual meeting sent to the membership.

C. Directors shall be elected by the majority of the voting members present at the annual meeting.

Section 3. Authority

The Board of Directors shall exercise all corporate authority and shall have general charge of all band affairs. The Board of Directors may adopt, alter, or rescind Standing Rules listed elsewhere by a majority vote.

Section 4. Quorum

A majority of the Board of Directors shall constitute a quorum and is required to conduct the business of the corporation.

Section 5. Resignation

In the event of a resignation of any duly elected Director, the President shall appoint a new Director to serve out the remaining term of the resigning Director with the approval of the Board of Directors.

Section 6. Termination

Any Board member who fails to attend two consecutive meetings without prior notice to the President shall be subject to removal by a unanimous vote of the remaining Board members.

Section 7. Compensation

Directors shall serve without compensation except they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties, subject to review and approval by the Board of Directors.

Section 8. Informal Action by Directors

Any action that is required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all Directors.

Section 9. Liability

The directors shall not be personally liable for the debts, liabilities or other obligations of the corporation.

Section 10. Indemnity

The Directors and Officers of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of the State of Colorado.

ARTICLE VII: OFFICERS

Section 1. Officers

The officers of the corporation shall be President, Vice-President, Secretary and Treasurer.

Section 2. Election of Officers

The officers shall be elected from among the Directors by the Directors after the annual meeting.

Section 3. Duties of the Officers

A. The President shall preside over and conduct all meetings of the corporation, including all band meetings, appoint all committees, be an ex-officio member of

all committees; and, shall represent the corporation in all legal matters and public affairs, and all other such duties applicable to the office as prescribed by the parliamentary authority adopted by the corporation.

B. The Vice-President shall perform all the duties of the President in the absence of the President and shall be the chair of the nominating committee.

C. The Secretary shall take the minutes of all meetings and record them in the corporate record book; maintain the records of the corporation, maintain an up to date copy of the Bylaws and Standing Rules, keep a list of the membership together with their addresses, telephone numbers and email addresses; notify the directors and the members of the time and location of all meetings; and, conduct the correspondence of the corporation.

D. The Treasurer shall maintain the financial records of the corporation; shall safeguard the funds of the corporation, pay all bills approved by the Board of Directors, issue quarterly statements to the Board of Directors, prepare an annual financial statement for the membership for the annual meeting; and, file all financial information required for government reports.

ARTICLE VIII: MUSIC DIRECTOR

The Music Director shall be appointed by the Board of Directors. The Music Director, in consultation with the Board of Directors and Band Members, shall be responsible for coordinating all concerts, performances and rehearsals. The Music Director shall have the final decision on all musical matters. The Music Director shall be an ex-officio member of the Board of Directors.

ARTICLE IX: COMMITTEES

Section 1. Standing Committees

Standing committees of the corporation shall be the Nominating and Auditing committees. Additional committees may be appointed by the President at the direction of the Board of Directors.

A. The Nominating committee shall be appointed in April and shall present a slate of candidates for directors two weeks prior to elections. Nominations may also be taken from the floor at the annual meeting.

B. The Auditing committee shall be appointed by the President in April and shall do an annual audit of all the financial records of the corporation and present a report to the board of directors.

Section 2. Special Committees

The president shall appoint the chair of standing or special committees as may be needed to carry on the work of the corporation.

Section 3. Authority

All committee plans and actions shall be subject to the approval of the Board of Directors. No committee shall have the authority to commit the corporation on matters of policy, or to create financial obligations, without the approval of the Board of Directors.

ARTICLE X: PARLIAMENTARY PROCEDURE

Robert's Rules of Order, current edition, shall govern the proceedings of this corporation, when not in conflict with these Bylaws or the Articles of Incorporation.

ARTICLE XI: FISCAL YEAR

The fiscal year of the corporation shall be from July 1st to June 30th.

ARTICLE XII: NONDISCRIMINATION POLICY

This corporation shall follow an equal opportunity policy, and all programs and activities are available to all persons without regard to race, creed, color, religion, national origin, sex, sexual orientation, age, disabilities, veteran status or marital status. This policy also applies to outside vendors, use of contractors and consultants and in dealing with the general public.

ARTICLE XIII: AMENDMENTS

Amendments to these bylaws may be made at any meeting of the general membership by a two-thirds vote of the voting members present, after notification in writing to each member at least two weeks before the meeting at which the voting is to take place.