BYLAWS OF BRUNSWICK BANDS, INC.

PURPOSE

The Brunswick Bands, Inc. exists so that its members may experience the joy of playing the greatest wind band, big band and ensemble music with the satisfaction of playing and performing it as well as possible. Within this primary purpose, the aims of the organization are:

1. To provide a pleasant rehearsal atmosphere that is welcoming to musicians while providing musical challenges for a wide variety of individual and collective skills and talents.
2. To contribute to the Brunswick community's cultural vitality by presenting a diverse and high-quality repertoire of concert performances.
3. To stimulate, promote, encourage and support the educational, cultural and musical opportunities of Brunswick County residents including students in the public schools.
4. To provide educational and cultural opportunities for any high school senior graduating from a Brunswick County high school who is moving on to higher education through the Frank Mahoney Merit Scholarship program.

BYLAWS

ARTICLE I

NAME AND POWERS

NAME

The name of this non-profit organization is the Brunswick Bands, Inc. (hereinafter "Brunswick Bands"). It is composed of several performing ensembles.

POWERS

The Brunswick Bands shall have such powers as are now or may hereafter be granted by the laws of the State of North Carolina, Section 501 (c) (3) the Internal Revenue Service Code of 1986 and any subsequent Federal tax laws.

ARTICLE II

OFFICES

REGISTERED OFFICE

The registered office of the Brunswick Bands shall be in the State of North Carolina.

PRINCIPAL OFFICE

The principal office of the Brunswick Bands shall be in Southport, North Carolina.

OTHER OFFICES

There may be other offices located in the State of North Carolina as approved by the Board of Directors based on the needs of the Brunswick Bands.

ARTICLE III

MEMBERSHIP

The Brunswick Bands are open for membership to any individual without regard to race, color, creed, sex, sexual orientation, gender identity, marital status, national origin, ancestry, citizenship and physical or mental disability provided they abide by the purpose of the Brunswick Bands and are:

1. Are of good character with no criminal record
2. Play a woodwind, brass or percussion instrument or any other instrument that the music selections require
3. Have the level of musical ability needed to perform the music assigned to them at a standard determined by the appropriate Principal Conductor(s) and the appropriate Section Leader,

4. No audition is required except for soloists; however, a member may be asked to play for the appropriate Principal Conductor(s) or a Section Leader to determine seating and part assignments
5. The appropriate Principal Conductor(s) may request that any member whose abilities are not compatible with the current program to sit out the upcoming concert series
6. Everyone admitted to membership shall remain a member if they abide by the purpose of the Brunswick Bands and the duties stated in the Bylaws, subject to such member's removal by majority vote of the Board of Directors.
7. New members will be accepted by the Board of Directors based on the balance of musicians in each section and the capacity of the venue for the concert.

DUTIES

1. Members are expected to attend all scheduled rehearsals, the dress rehearsal and performances.
2. Members will be allowed a total of three absences from rehearsals during each concert season unless there are extenuating circumstances approved by the appropriate Section Leader.
3. Attendance at a dress rehearsal is expected.
4. Members shall take full responsibility for the music assigned to them.
5. Members may be asked to purchase a band golf shirt and/or wear attire that closely resembles the performance dress code determined by the Board of Directors for a concert.
6. Members shall not engage in, and the Brunswick Bands will not tolerate or ignore, any type of abuse to include, but not be limited to, physical, emotional and/or sexual abuse.
7. Members (excluding high school and college students) must pay their membership dues with this amount to be determined by the Board of Directors.
8. A member shall automatically be excused from the Brunswick Bands upon their failure to conform to the purpose and duties outlined in the bylaws.

BENEFITS

1. All members are encouraged to attend open board meetings and may express their views/opinions at these meetings or at membership meetings.

2. All members are entitled to one (1) vote on each matter that is voted on by the general membership but they must be present at the meeting to vote.
3. Members shall receive periodic correspondence, including but not limited to financial updates, fundraisers and announcements of meetings.
4. A copy of the Brunswick Bands Bylaws shall be available on the members' page of the Brunswick Bands website.

ARTICLE IV

ANNUAL MEETING

The annual meeting of the members shall be held at the second rehearsal in the month of April for the purpose of electing Officers and Directors and for the transaction of such other business as may properly come before the meeting. If the election of Officers and Directors is not held in April as designated herein the Board of Directors shall cause the election to take place at a special meeting of the members called as soon thereafter as it conveniently may be held. A quorum shall be two-thirds (2/3) of the voting members for an annual meeting. An annual meeting may be held at other times if needed.

ARTICLE V

BOARD OF DIRECTORS

GENERAL POWERS

The Board of Directors shall be the day-to-day decision-making body of the Brunswick Bands. They shall be elected in odd-numbered years at the annual meeting by the general membership of the Brunswick Bands. They shall have the authority to recommend the adoption of bylaws and/or alter or amend the same by the general membership of the Brunswick Bands.

NUMBER, TERM AND QUALIFICATIONS

The Board of Directors shall consist of the following who shall be designated officers: President, Vice-President, Past President, Secretary, Treasurer, Librarian, Concert Chair, Publicity Chair, Big Band Chair, Grants Chair, MSAP Chair, Social Media Chair and the Scholarship Chair.

The Principal Conductor(s) shall be ex-officio non-voting members of the Board of Directors. The Principal Conductor(s) will share their needs, wants and vision of their respective ensemble with the Board of Directors.

All Directors will serve a two-year term beginning with the year of their election, except for the Past President who may choose to serve only one year. The Vice-President will automatically serve a two-year term as President upon the expiration of his or her two-year term as Vice-President. The term of office shall be the two years beginning July 5 of the year elected and ending Jul4 of the second year in office or until his/her death, resignation, retirement or removal.

Except for the President and Vice-President, all Board members may succeed themselves in office for one additional two-year term.

All Directors shall be a playing member of the Concert Band, the Big Band and/or another Brunswick Bands ensemble unless an exception is approved by the Board of Directors.

In the event of death, resignation, retirement, removal of a Director during his/her term of office, his/her successor shall be appointed by the President with the approval of the Board of Directors to serve only until the expiration of the term of his/her predecessor. Directors need not be residents of the State of North Carolina.

ELECTION OF DIRECTORS

At the first rehearsal in February of each odd-numbered year the President shall appoint a nominating committee consisting of the Vice-President, another Board member and two band members who are not members of the Board of Directors. The nominating committee will prepare a slate of candidates, all of whom will have agreed to accept the duties of the office for which they are nominated. The individual currently serving as Vice-President shall automatically rise to the position of President. The slate of candidates will be presented to the membership of the bands at the annual meeting the second rehearsal in April. At this time any member in good standing may nominate themselves or may nominate another member. Following presentation of the slate and nominations from the floor, if any, those candidates receiving a simple majority of votes from the band members present will be considered elected.

RESIGNATION

Any Director or appointed official of the Brunswick Bands may resign at any time by giving written notice to the Board of Directors. The resignation of any Director or appointed official shall take effect upon receipt of such notice by the Board of Directors and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

REMOVAL

Any Director or appointed official may be removed at any time, with cause, by a two-thirds vote of the Board of Directors at any regularly scheduled meeting at which a quorum of Directors is present.

Causes for removal may include, but are not limited to, the following: a) continued neglect of assigned duties; b) abandonment of the office, assigned duties or continued neglect of representation at required meetings; and c) refusal to carry out and execute the purpose of the Brunswick Bands.

If any Director or appointed official is so removed a new Director may be appointed by the President with the approval of the Board of Directors at the same meeting to complete the term of the person removed.

VACANCIES

When the President indicates an inability to fulfill their duties or otherwise vacates the office, the Vice-President automatically assumes the office of President for the remainder of the President's term and may remain as President through the next two-year term during which he/she would automatically have become President.

If the office of Vice-President is vacated, a special election shall be held to fill that office for the remainder of the term. As soon as the office is vacated, the President shall appoint a nominating committee consisting of the President, another Board member and two band members who are not members of the Board of Directors. This committee shall secure a nominee and bring the nomination to the band members at a called meeting by the second rehearsal of the month following the vacancy. Nominations shall also be accepted from the floor and the nominee winning a simple majority vote from the band members present shall be elected and assume office immediately.

The President automatically becomes the next year's Past President. Since this slot is not filled by any direct election, any vacancy in this office will not be filled.

Vacancies in any office other than President, Vice-President or Past President occurring mid-term or later will be appointed by the President with the approval of the Board of Directors. This person is appointed to complete the unexpired term of his/her predecessor in the office.

COMPENSATION

Directors shall not receive any salaries for their services as such; however, Directors may be reimbursed for reasonable and necessary expenses (including travel expenses) incurred in the performance of their duties.

ARTICLE VI

MEETINGS OF DIRECTORS

REGULAR MEETINGS

Meetings of the Board of Directors will be held monthly or at the call of the President. The Principal Conductor(s) is/are encouraged to attend Board meetings. Board of Directors meetings are open to any member of the Brunswick Bands.

SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors.

NOTICE OF MEETINGS

Regular meetings should be scheduled for the same time/day of the month by the President after consulting with the Board of Directors. All Board members must be notified at least three days in advance before a special meeting is held. This notification may be by any usual means of communication.

QUORUM

A majority of the Directors then in office shall constitute a quorum for the conducting business. All meetings of the Board and of the membership are subject to Robert's Rules of Order.

VOTING

All Board decisions shall be made by a simple majority vote of a quorum. All elected members of the Board are voting members.

ARTICLE VII

RESPONSIBILITIES OF THE DIRECTORS

The Board of Directors shall have the following responsibilities:

1. To select and retain a Principal Conductor(s) for the Concert Band, the Big Band and any other performing ensemble, whose qualifications and expectations are consistent with the stated purpose of the Brunswick Bands. A majority of the Board members must favor a candidate nominated for Principal Conductor(s).
2. After any necessary discussion, to approve the Principal Conductor(s) choice of music to be performed.
3. A Principal Conductor(s) shall automatically be excused from the Brunswick Bands upon their failure to abide by the purpose of the Brunswick Bands as outlined in the Bylaws
4. To decide on the times and places of rehearsals/performances and make all the appropriate arrangements.
5. To provide and implement the publicity/advertising necessary to notify the community of forthcoming performances.
6. To determine the most practical and reasonable means (donations, grants, etc.) by which to raise funds to support the bands and their programs.
7. To plan, provide, direct and review the expenditure of funds set forth in the annual budget.
8. To review the Bylaws of the Brunswick Bands upon a new President taking office or whenever necessary.
9. To continually support the Purpose set forth in the Bylaws of the Brunswick Bands.
10. To operate and maintain the Brunswick Bands.

ARTICLE VIII

DUTIES OF BOARD MEMBERS/OFFICERS

PRESIDENT

The President shall be the chief executive officer of the Brunswick Bands and, subject to the control of the Board of Directors, shall generally have the overall responsibility for all the administrative needs of the organization. The President calls meetings of the Board and/or the general membership and presides at these meetings. The President oversees the operational and financial stability of the organization with support from the Treasurer and other Board members. The President shall serve as community liaison for the organization – creating, supporting and recording non-musical networking opportunities for the organization. The President represents the organization when required and may appoint ad hoc committees when needed. The President may, from time to time, appoint an assistant or assistants as may be required for any of the below listed officers of the Board of Directors; however, these individuals shall not be voting members of the Board. All other officers of the Brunswick Bands are responsible to the President for the performance of their duties.

VICE-PRESIDENT

The Vice-President shall, in the absence or disability of the President, temporarily assume all duties of the President and assume that office when it is permanently vacated. The Vice-President should work closely with the President and the Past President to learn as much as possible about the duties of the President and assist those officers when needed. The Vice-President serves as Membership Chair including the duty to seek new members, organize methods for contacting members when needed and maintain a roster of members. The Vice-President automatically rises to the position of President at the completion of his/her two-year term.

PAST PRESIDENT

The immediate Past President serves on the Board to provide assistance and counsel to all officers as needed and to assure that experienced leadership is always available . If the President and Vice-President both are temporarily unavailable to conduct the business of the organization, the Past President may be requested by the President to serve as interim President.

SECRETARY

The Secretary keeps official records of all meetings of the Board of Directors and the general membership, including minutes, agendas, historical documents, etc. The Secretary serves as the historian; maintains records of the bands' activities, including concert programs, publicity, posters, media coverage, etc.; makes the records available to the Board of Directors and general membership upon request.

TREASURER

The Treasurer oversees the financial operation of the Brunswick Bands and deposits and disburses funds. The Treasurer presents a report of financial status to the general membership at the annual meeting and to the Board of Directors at each board meeting. The Treasurer also ensures that any financial reviews are conducted as necessary or requested by the Board, and that all reports and records are maintained and submitted for maintenance of the bands' non-profit, tax-exempt, tax deductible status.

LIBRARIAN

The Librarian shall:

1. Catalog, distribute and store all music and other property of the ensembles
2. Distribute music from the list provided by the Principal Conductor(s);
3. Maintain the ensembles' computer system and database
4. At his/her option, appoint a committee to assist the Librarian
5. Assist the Secretary in maintaining the history of the Brunswick Bands

CONCERT CHAIR

The Concert Chair makes rehearsal space, concert arrangements and other preparations for band activities in consultation with the President and the Board of Directors. The Concert Chair also maintains the calendar of events for all ensembles and looks into concert venues, dates and times to recommend to the Board for approval. Along with the Librarian, the Concert Chair arranges access to storage areas and for transportation of band equipment to concert locations.

PUBLICITY CHAIR

The Publicity Chair and any additional committee members will promote and publicize all concerts and activities of the bands. The Chair shall maintain copies of all press releases, media articles, programs, posters and any other publicity documents for the historical archives maintained by the secretary.

GRANTS CHAIR

The Grants Chair researches and applies for grants available to non-profit, publicly supported organizations and provides follow-up information to the grant donor and the Board. The Chair secures Board approval when necessary. The Grants Chair will keep the Publicity Chair and the Social Media Chair advised of any activity where their involvement is appropriate.

MUSIC STUDENT ASSISTANCE PROGRAM (MSAP) CHAIR

The MSAP Chair is responsible for the administration of the MSAP, including maintenance of the instrument inventory and outreach to potential users. The MSAP Chair will keep the Publicity Chair and the Social Media Chair advised of any activity where their involvement is appropriate.

SOCIAL MEDIA CHAIR

The Social Media Chair maintains and updates the internet based social media programs in which the organization is involved.

BIG BAND CHAIR

The Big Band Chair is a playing member of the Big Band who will act as liaison between the Board of Directors and the Big Band. The Big Band Chair will keep the Publicity Chair and the Social Media Chair advised of any activity where their involvement is appropriate.

SCHOLARSHIP CHAIR

The Scholarship Chair will be responsible for the advertising, selection and presentation of the Frank Mahoney Merit Scholarship recipient(s) at a Brunswick Bands concert. The Scholarship Chair will keep the Publicity Chair and the Social Media Chair advised of any activity where their involvement is appropriate.

ARTICLE IX

COMMITTEES

The President, with the approval of the Board of Directors, may designate any number of necessary committees. Committees shall consist of one or more members of the Brunswick Bands, one of whom will be appointed as Chair of the committee.

Each committee shall have and exercise the specified authority of the Board of Directors in the management of the organization. Chairs of committees may be requested to serve as ex-officio members of the Board of Directors.

ARTICLE X

FINANCE

CALENDAR YEAR AND BUDGET APPROVAL

The fiscal year shall be the calendar year, beginning on July 1 and ending on June 30 of the following year.

The Treasurer will manage the preparation and approval of an annual budget of estimated revenue and expenses.

An ongoing financial statement will be updated monthly by the Treasurer for presentation to the Board of Directors on a monthly basis and be available upon request to all members.

FUND DEPOSITS

All receivables shall be processed by the Treasurer and deposited in a timely fashion.

No official funds received through annual dues, donations or contributions will be deposited to a member's personnel account for transfer to the Brunswick Bands.

SPENDING AUTHORITY

All expenses will be in accordance with the approved budget or specifically authorized by the Board of Directors.

Contracts may only be signed by the President or Treasurer of the Brunswick Bands after prior approval by the Board of Directors.

No evidence of indebtedness shall be issued in the name of the BB unless authorized by the Board of Directors.

FUNDRAISING AND CHARITABLE DONATIONS

The Board of Directors may accept on behalf of the Brunswick Bands any contribution, gift or bequest given for the purposes of the Brunswick Bands.

The Board of Directors is empowered and can empower members to participate in fundraising activities that will be used for the betterment of the Brunswick Bands.

DISSOLUTION

Upon dissolution or disbandment of the Brunswick Bands, all unallocated funds and assets shall be turned over to a non-profit organization with a similar statement of purpose for exclusive use in music programs.

AUDIT

An audit will be conducted every five years at a minimum.

ARTICLE XI

BOOKS AND RECORDS

The Brunswick Bands shall keep correct and complete books and records and shall also keep minutes of the meetings of the membership as well as of the Board of Directors

ARTICLE XII

AMENDMENTS

An amendment to the bylaws may be proposed by any member of the Board of Directors or by a petition signed by no less than twenty-five percent (25%) of the current membership. The "current membership" is defined as the members included on the membership roster.

A simple majority of the Board of Directors is necessary for the proposed amendment to be considered by the full membership.

An announcement at any regularly scheduled rehearsal in addition to an email distributed to all members, will constitute adequate notice.

After passage by the Board of Directors, the President shall announce the proposed amendment at the next regularly scheduled rehearsal as well as an announcement that a vote by the membership will be held at the regular rehearsal two weeks from the date of the announcement. On the voting date, the proposed amendment must be passed by a majority of the band membership present and voting.

The Board of Directors of the Brunswick Bands, Inc. passed the above amendments to the Constitution and Bylaws by a majority vote on / /2025.

The amendments to the Bylaws were passed by a majority vote of the band members on / / 2025.

Brian Benton_____
President, Brunswick Bands, Inc. Date: / / 2 0 2 5

Tim O'Connor_____

Vice-President, Brunswick Bands, Inc. Date: / / 2 0 2 5