

*Constitution and Bylaws*  
*of*  
*The Marple Newtown Community Band*  
*Constitution*

*ARTICLE I*

*NAME*

The name of this Corporation shall be The Marple Newtown Community Band incorporated in the Commonwealth of Pennsylvania.

*ARTICLE II*

*LOCATION*

The location and post office address of this Corporation shall be Broomall, Delaware County, Pennsylvania.

*ARTICLE III*

*PURPOSE*

The Marple Newtown Community Band, a volunteer, non-profit organization formed to preserve the institution of live performance of traditional concert, symphonic and marching music. To this end the band shall maintain a library of musical arrangements and protect them from deterioration and shall conduct rehearsals and performances. Membership is open to interested players of concert band instruments who are eighteen (18) years of age and older. Also the band shall participate with sponsoring organizations to perform live music for the public and to take actions as necessary to further the stated purposes of the organization except as provided in the following paragraph. The Marple Newtown Community Band shall not undertake any activities that are inconsistent with the provisions or intent of Section 501 (c) (3) of the Internal Revenue Code, the primary purpose of the band being provided for in that code section. The Executive Board of the band shall at all times conduct band activities in accordance with this limitation.

**Section 501 (c) (3) reads as follows:**

**Corporations organized and operated exclusively for educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene in any political campaign on behalf of any candidate for public office, shall be exempt from taxation under this subtitle.**

*ARTICLE IV*

*OFFICERS*

The officers of this corporation shall be a President, a Vice President, a Treasurer, a Secretary, a Business Manager, who together with Five (5) Advisors and a Music Director shall constitute the Executive Board.

*ARTICLE V*

*AMENDMENTS*

This Constitution may be amended at the Annual Meeting of the Marple Newtown Community Band by a three-fourths (3/4) vote of the members present, provided the proposed amendment(s) has/have been made available in writing sixty days (60) prior of such meeting to each active member.

## Bylaws

Bylaws of the Marple Newtown Community Band, herein referred to as the MNCB.

Executive Board and Board shall be the same.

### ARTICLE I

#### OFFICERS

The elected Officers and Advisors of the MNCB shall be a President, a Vice-President, a Treasurer, a Secretary and a Business Manager and Five (5) Advisors.

The Music Director shall also serve on the Executive Board.

The Executive Board shall have authority over the MNCB between its general business meetings.

### ARTICLE II

#### EXECUTIVE BOARD

**A. The President shall:**

1. Preside at all meetings of the MNCB and the Executive Board.
2. Appoint standing and special committees and shall be an ex-officio member of all committees.
3. Direct the Secretary to call special meetings.
4. Represent the MNCB at State, County and Local meetings as needed or appoint someone to do so.
5. Perform all other duties generally incident to the office.

**B. The Vice-President shall:**

1. Perform the duties of the President in their absence and such additional duties delegated by the Executive Board.
2. Perform all other duties generally incident to the office.

**C. The Treasurer shall:**

1. Receive all monies, issuing receipts as needed, deposit them into the MNCB bank account(s) and record all transactions.
2. Collect all dues.
3. Have authorization to pay all bills for music and all other bills of one hundred fifty dollars (\$150.00) or less, by check, with a co-signature approved by the Executive Board. All other bills in excess of one hundred fifty dollars (\$150.00), other than music, must be approved for payment by the Executive Board.
4. Submit a written financial statement at each meeting.
5. Perform all other duties generally incident to the office.

**D. The Secretary shall:**

1. Keep minutes of all meetings and present written reports as needed.
2. Read any communications received or sent from the previous meeting.
3. Perform all other duties generally incident to the office.

**E. The Business Manager shall:**

1. Make and close all contracts with parties engaging the MNCB, always working closely with the Music Director and with final approval by the Executive Board.
2. Keep an open file on all correspondence of all contacts made with the parties engaging the MNCB or inquires regarding the services of the MNCB.
3. Forward all monies received from performances of the MNCB to the Treasurer.



4. Make necessary inquiries concerning repeat engagements and develop or explore new opportunities for MNCB engagements.
5. Assist the Executive Board in establishing satisfactory times, places, facilities , MNCB personnel and compensation for all MNCB performances.
6. Perform all other duties generally incident to the office

The *Officers and Advisors* shall appoint a Music Director. A three- fourths (3/4) vote of the *Officers and Advisors* is necessary to effect these appointments. The Music Director shall have no vote in this process. The terms of these appointments shall be at the sole discretion of the *Officers and Advisors* and always maintaining a good disposition with the members of the MNCB.

**F. The Music Director shall:**

1. Take charge of and be responsible for rehearsals and conducting of performances.
2. Work closely with the Librarian and assist with the duties of the same.
3. Oversee the coordination of any preparation necessary for rehearsals and performances or appoint a designee to complete these tasks.
4. Work closely with the Business Manager in scheduling performance and refer all inquiries concerning the services of the MNCB to the Executive Board.
5. Keep active members informed in advance, concerning rehearsal and performance schedules and announce cancellations as necessary.
6. Make arrangements for continuity of rehearsals and performances in his/her absence, as needed.
7. Perform all other duties generally incident to the office.

**G. Meetings-** Unless otherwise ordered by the Executive Board, Executive Board meetings shall occur on the first (1<sup>st</sup>) Tuesday of January, February, March, April, May, June, September, October, November and December. Meetings in July and August shall be optional. One (1) more than half (1/2) of the Executive Board present shall constitute a quorum.

**H. Attendance-** It shall be the duty of all Executive Board members to attend no less than fifty percent (50%) of scheduled Executive Board meetings per calendar year.

**I. Vacancies-** When a vacancy occurs in an elected office or advisor position other than the President (which shall be filled by the Vice President until the end of the current term) , the unexpired term shall be filled by appointment of the Executive Board.

**J. Special Meetings-** Special meetings of the Executive Board may be called at any time for a stated purpose by the President or a majority poll of the Executive Board.

**K. Duties of the Executive Board:**

1. Create such standing committees sufficient in number to carry out the work of the MNCB.
2. Be responsible that a yearly budget be prepared by February 1<sup>st</sup> each year (and be available to parties requesting same), showing the disposition of the monies received toward the operation of the MNCB.
3. Be responsible that MNCB membership, records and finances are in order at all times.
4. Provide for an annual audit, the auditors to be other than Executive Board members.
5. Review membership roster each January, March, May, September, November relative to compliance with *ARTICLE III*.

6. Perform all other duties generally incident to their positions or as assigned the them by the MNCB.

### ARTICLE III MEMBERSHIP

**A.** This organization shall consist of active playing and non-playing members.

1. Active playing members are recommended by any member and approved by the Executive Board as capable of playing a musical instrument used for performance by the MNCB. All members shall be responsible for procuring and maintaining their own instruments, with some possible exceptions (i.e. large percussion).
2. Non-playing members are recommended by any member and approved by the Executive Board as capable of assisting the MNCB on a year round basis (i.e. Librarian, etc.)
3. Only active playing members shall be allowed to hold an office, with the exception of the Office of Business Manager, who may be either an active playing or non-playing member.
4. No member shall commit the MNCB for any financial responsibility, obligation or performance without approval of the Executive Board.
5. Any member of the MNCB may be removed from office or expelled from the MNCB by the Executive Board for improper conduct, unsatisfactory performance or dereliction of duty.

All complaints of improper conduct, unsatisfactory performance or dereliction of duty of shall be made, in writing, to the Executive Board by any active member.

Any individual about whom a complaint is made shall be notified, in writing, by the Executive Board of the complaint.

Aforementioned individual shall appear at the next stated Executive Board meeting to show just cause why he/she should not be removed from office and/or the MNCB.

#### **B. Annual Membership Dues**

1. Annual dues shall be determined by the Executive Board, on the basis of current needs.
2. Dues are payable to the MNCB within one month's notice.
3. After 60 days, the Executive Board shall be empowered to take appropriate action concerning non-payment of dues.
4. All members requesting the right to vote or hold an office or advisor position must be current in payment of his/her dues.

### ARTICLE IV MEETINGS and QUORUMS

**A.** Unless otherwise ordered by the Executive Board, meetings of the MNCB shall be held the first (1<sup>st</sup>) rehearsal of January, February, March, April, May, June, September, October, November and December.

**B.** The Annual Meeting of the MNCB shall be held the first (1<sup>st</sup>) rehearsal in February.

**C.** Twenty percent (20%) of the membership shall constitute a quorum.

**D.** Announcements regarding MNCB concerns will be addressed at regular rehearsals as needed.

**E.** Special Meetings of the MNCB may be called for a stated purpose, by the President or the Executive Board or upon petition in writing by five (5) Active Playing Members, presented in writing to the Secretary.



ARTICLE V  
ELECTIONS

A. Annual elections shall be held at the December meeting.

B. Nominations of Officers and Advisors, shall be under the supervision of a Nominating Committee composed of three (3) members. The chairperson shall be appointed by the Executive Board at the September Executive Board meeting, two (2) members of the MNCB, other than the Executive Board shall be elected by the general membership at the next rehearsal. All members of the Nominating Committee shall be currently active playing members with the MNCB for at least one (1) year.

C. In the event any member of the Nominating Committee is being nominated for office, he or she shall resign from the said committee, and the President shall appoint a member to fill the vacancy.

D. The Nominating Committee shall prepare a slate, suggesting one (1) or more candidates, if possible, for each Office or Advisors position to be filled and will make every effort to contact all eligible candidates from the membership of the MNCB.

It shall report its slate at the first (1<sup>st</sup>) rehearsal in October, at which rehearsal additional nominations may be made from the floor, provided the consent of the nominee has first been obtained, at which time the slate will closed.

After the first (1<sup>st</sup>) October rehearsal, ballots shall be prepared by the Nominating Committee and shall be given to the chairperson of the Election Tellers prior to the first (1<sup>st</sup>) November rehearsal. The slate shall be posted at rehearsals until the first (1<sup>st</sup>) rehearsal in December when the ballots shall be tallied.

E. All elections shall be by affirmation unless they are contested. All elections shall be by ballot and conducted by three (3) tellers, appointed by the President. The chairperson of the tellers shall see that the ballot is correct (if necessary) before given to the voter.

An official voting packet shall be mailed or hand delivered by the tellers of election to each eligible voting member of the MNCB, three weeks prior to the first (1<sup>st</sup>) rehearsal in December at which time the election will be closed and the ballots tallied at the start of this rehearsal.

The official ballot shall be marked, placed in the ballot envelope and sealed. This envelope shall be placed in a second envelope bearing the voter's name. This envelope bearing the voter's name shall be sealed and deposited in the official ballot box at rehearsal prior to closing of the polls, by the President, at the beginning of the first (1<sup>st</sup>) December rehearsal.

Tellers shall check ballots cast against the official roster of eligible voting members of the MNCB. The envelopes bearing the voter's name shall be opened and discarded. The official ballot envelopes shall be opened by the tellers and the votes tabulated. The chairperson of the tellers shall present the results of the election, in writing, to the President, who shall announce the results and the newly elected Officers and Advisors. Official ballots shall be kept for one (1) year by the President and the Executive Board.

F. The candidate receiving the highest number of votes shall be elected. In the event of a tie, another ballot shall be cast at the same meeting.

G. Officers and Advisors shall assume office and be sworn in for a period of one (1) year and assume office on January 1<sup>st</sup>.

H. All members nominated for office or advisor positions must be active playing members and have been a member for at least one (1) year at the time of assumption of office, with the exception of the Office of Business Manager, who may be either an active playing or non-playing member.

I. All members, to be eligible to vote, must fall under the guidelines of ARTICLE III, above.

ARTICLE VI  
ORDER of BUSINESS

The order of business at all meetings of the MNCB and its Executive Board shall be as follows:

1. Call to Order
2. Roll Call
3. Secretary Reports
4. Treasurer Reports
5. Business Manager's Report
6. Music Director's Report
7. Committee Reports
8. Old Business
9. New Business
10. Adjournment

ARTICLE VII  
COMMITTEES

A. The President shall appoint all committee chairpersons who shall be approved by a majority vote of the Executive Board.

B. The standing committees of the MNCB are as follows:

1. Property, Quarters and Equipment
2. Music Library
3. Social
4. Programs, Ad Books and Awards
5. Publicity and Public Affairs
6. Sunshine
7. Uniforms
8. Archives
9. Audit and Finance
10. Bylaws
11. Membership

C. The President shall charge all committees of their objectives and duties.

D. The President shall appoint special committees to carry on the business of the MNCB as needed. Following the completion of the committees work, the President shall discharge the committees.

*ARTICLE VIII*  
*PROPERTY*

- A. The Executive Board shall have the power to purchase, sell, lease away or otherwise dispose of any MNCB real estate at such price or consideration and upon such terms as they may deem expedient.
- B. Information regarding any such transaction shall be presented at an Executive Board meeting and a meeting of the MNCB prior to the meeting at which the vote is to be taken.
- C. Approval of any proposed transfer or any proposed transaction, under this Article, shall be approved by two-thirds (2/3) of the Executive Board.
- D. The MNCB shall hold title to all property both real and personal.

*ARTICLE IX*  
*DISSOLUTION*

Upon dissolution of the MNCB, Inc. any assets of the MNCB remaining thereafter, shall be conveyed to such organizations then existent in Marple and Newtown Townships, Delaware County, Pennsylvania, dedicated to objectives similar to those of the MNCB or to the governing bodies of Marple and Newtown Townships, Delaware County, Pennsylvania for purposes similar to those of the governing body of the MNCB at the time of dissolution, shall be exempt under Section 501 (C) (3) of the U.S. Revenue Code or under such successor provision of the Code as may be in effect at the time of the MNCB dissolution.

*ARTICLE X*  
*AMENDMENTS*

Amendments or additions to these Bylaws may be made at any regularly scheduled meeting of the MNCB by a two thirds (2/3) vote of the active members present, provided the amendment has been made available in writing to each member for consideration sixty (60) days prior to such meeting.

*ARTICLE XI*  
*PARLIAMENTARY PROCEDURE*

On questions not explicitly stated by these Bylaws, **Robert's Rules of Order (Revised)** shall be followed.