

CONSTITUTION AND BYLAWS OF THE MOTOR CITY BRASS BAND

(Amended 2 April 2007)

I. Name and Purpose

- A. This organization shall be known as the Motor City Brass Band
- B. Its purpose as stated in the Articles of Incorporation, filed the 7th day of January, 1996 shall be
 - 1. To contribute positively to the musical environment of the areas it serves, whether local, state, national or international.
 - 2. To provide an opportunity for individual musical expression and growth among the membership.
 - 3. To provide an opportunity for contact between and among musicians of advanced proficiency.
 - 4. To reaffirm the Brass Band position in American music.

II. Membership

- A. Qualifications for Membership
Candidate Shall Be:
 - 1. An Adult
 - 2. Have Musical ability
 - 3. Have a Desire for excellence
- B. Process
 - 1. Prospective members are recommended to the Musical Director
 - 2. Prospective member is invited by the Musical Director to a rehearsal when the schedule is appropriate.
 - 3. Following the initial rehearsal, Musical Director and candidate discuss the schedule, philosophy, and demands.
 - 4. If both are in agreement, candidate is invited to participate as a probationary member.
 - 5. Following a probationary period, which includes several performances, the Director evaluates commitment and skill level and asks candidate to withdraw or declares the candidate a member.

III. Committees

The following Committees shall be permanent standing committees of the organization:

- A. The Finance and Administration Committee shall be responsible for the overall maintenance and control of the organization's finances, including but not limited to contracts, strategies and project planning.
- B. The Marketing and Sales Committee shall be responsible for all ticket sales, brochures, advertising, promotion and promotional items including recordings, bumper stickers, buttons, shirts and similar items.
- C. The Development Committee shall be responsible for fundraising, grants, corporate sponsorships and any other development matters.
- D. The Artistic Committee shall be responsible for the lighting, sound and decorations

for concert bookings, library and instrument management, guest soloists, groups and conductors, travel arrangements, accommodations and membership.

- E. The Social Committee shall be responsible for concert afterglows, group entertainment, member welcomes and farewells and special events.
- F. The Education and Outreach Committee shall be responsible for bringing the musical talent and expertise of MCBB into the community, placing a special emphasis on youth.

IV. Board of Directors

- A. The executive authority of the band is vested in a Board of Directors whose duties shall include:
 - 1. Management of the general affairs of the band, taking all action which is compatible with the best interests of the band.
 - 2. Management of the financial affairs of the band, and establishment of an annual budget.
 - 3. The appointment and dismissal of the conductor and/or any other appointed position. (There shall be an annual review of these appointments).
 - 4. The replacement of members of the Board of Directors who are unable to complete their term of office.
 - 5. The establishment of a schedule of rehearsals and concerts.
- B. The Board of Directors shall consist of:
 - 1. Elected Members who must be members of the band and who shall consist of the following:
 - a. Chairperson, who shall preside at all meetings of the Board of Directors, have general supervision of direction of all meetings' business affairs. The Chairperson is authorized to sign and acknowledge, on behalf of the Corporation, all the instruments requiring the signature or acknowledgment of the Corporation.
 - b. Vice Chairperson shall fill in the absence of the Chairperson or in inability to act, perform all the duties and exercise all the power and privileges of the Chairperson subject to the control of the Board and care for all personnel matters including absences and alternates.
 - c. Secretary shall keep minutes of all meetings, write all formal notices of meetings, maintain current list of the Board of Directors and shall write letters of appreciation, recommendation, and of interrogation pertinent to the affairs of the corporation as requested by the Chairperson.
 - d. Treasurer shall have charge of all money of the corporation, shall receive and receipt for, in the name of the Corporation, all money due and payable to the Corporation and shall deposit the same to the credit of the Corporation in the same bank of deposit, and he shall credit for payment, subject to the order of the Board, all bills, Vouchers, and accounts and shall sign all checks and drafts drawn in the name of the corporation or in its behalf, keep correct and accurate books of account to be settled and balanced at least once every year, on or before the annual meeting. All checks must be counter signed by the Chairperson or in the absence of the Chairperson the Vice-Chairperson.
 - e. (2) Members-at-Large.

2. Past Chairpersons of the band.
 3. Chairpersons of Committees established in Article III.
 4. Appointed members. Additional members may be appointed in the discretion of the Board of Directors, who may or may not be band members, provided that in no event shall the Board of Directors exceed 22 members. Any additional members shall serve for terms of 3 years.
 5. The Conductor who shall serve as an ex-officio member of the Board of Directors without a vote. The Conductor shall be responsible for the planning and conducting of rehearsals and programs of the band. The Conductor shall submit reports as requested by the Board.
 6. All of the above elected and appointed members of the Board shall be entitled to one vote each with the exception of the Conductor.
- C. Election of Board Members
1. On or before the first Saturday in March of each year, the Chairperson of the Board shall appoint a five member Nominating Committee (one of whom shall be a board member) for the purpose of preparing a slate of candidates.
 2. The Nominating Committee shall present its report at the first rehearsal in May, listing one candidate for each titled, elected position on the board. Additional candidates may be nominated from the floor at that time.
 3. Voting shall take place at the following rehearsal and shall require a two-thirds majority vote of the members present and voting to elect.
 4. Candidates for members-at-large shall be nominated from the floor. A vote will establish two candidates to serve as members-at-large.
 5. Each Elected Member shall serve a two year term beginning October 1st following election to office.
 6. Election of any appointed positions will be reviewed annually.
- D. Executive Committee. The Executive Committee shall consist of the Elected Members and the Immediate Past Chairperson of the band. The management of the band between meetings of the full Board of Directors shall be the responsibility of the Executive Committee.

V. Meetings

- A. Regular meetings of the Board of Directors and meetings of the full membership may be called at the discretion of the Chairperson or the Board or at the request of any member.
- B. The greater of 5 or 1/3 or the number of existing members of the Board of Directors shall constitute a quorum at any Board meeting (as added by amendment October 2001).
- C. 25 shall constitute a quorum for any meeting of the members of the Band (as added by amendment October 2001).

VI. Amendments

- A. Previous notice of a proposed amendment to this constitution, along with a copy of the proposed amendment, must be presented at a duly constituted meeting of the band membership at least 30 days of three full rehearsals prior to voting.
- B. A three-fourths vote of those present and voting will be necessary for its adoption.