

Oxford Winds Community Concert Band

By-Laws

A. MEMBERSHIP

1. The membership year runs from September 1st to August 31st.
2. **Classes of Membership:**
 - (a) Performing Member:
 - (i) Performing membership is open to any person who has the desire and ability to learn to play brass, woodwind and/or percussion instruments.
 - (ii) Residents of Oxford County shall be given first priority.
 - (iii) An audition may be required, at the discretion of the Music Director.
 - (iv) Acceptance into membership shall be at the discretion of the Music Director.
 - (b) General Member:
 - (i) General membership is open to any person who has the desire to support the Oxford Winds.
 - (ii) Acceptance into membership shall be at the discretion of the Board.
3. Members must complete an application form and pay the fee determined by the Board.
4. Members must behave appropriately at rehearsals, performances or other band-related events.

B. DIRECTORS:

1. **Nominations:**
 - (a) Any performing or general member of the Oxford Winds may nominate a potential director by completing the nomination form posted on the Oxford Winds website/distributed at rehearsal.
 - (b) Nominations must be approved by the nominee and received by the Nominating Committee [Past President or an appointee of the Board].
2. **Eligibility:**
 - (a) Directors shall be a member in good standing and shall be 18 years of age or older.
 - (b) Eligibility shall be determined by the Nominating Committee.
 - (c) At least 50% of the Directors must be at arm's length as defined by the Canadian Income Tax Act.
3. **Election:** Elections shall be conducted by ballot at the AGM. Ballots may also be submitted to the Nominating Committee prior to the AGM.
4. **Period of office:** Period of office shall be two years.
5. **Resignation:**
 - (a) Any resignation of a Director shall be made in writing (by letter or email) giving as much advance notice as possible.
 - (b) All documents, letters of authority, etc. must be returned to the President prior to the Board of Directors accepting the resignation.
6. **Absences:** Board members must give advance notice if they will be absent from any Board meeting or from formal concerts.

7. **Removal:** A Director may be removed from the Board of Directors at an AGM or Special Membership Meeting. The Executive will provide written notice to the Director outlining the reasons. Missing three consecutive Board meetings may be basis for removal.

C. EXECUTIVE OFFICERS

1. **Election:** The Executive shall be elected at the AGM from the Directors duly elected and shall have a term of 2 years
2. **Eligibility:** All Executive Officers must be eligible to be signing authorities at the Oxford Winds' financial institution.
3. **Duties:**
 - (a) President:
 - (i) oversees all functions within the Oxford Winds,
 - (ii) calls and presides over all meetings, and
 - (iii) shall not vote unless a motion is tied.
 - (b) Vice-President:
 - (i) deputizes for the President in their absence, and
 - (ii) accepts other Executive duties as required.
 - (c) Secretary:
 - (i) records the minutes of all meetings [Board, Executive, Special and Annual General], and retains printed copies for permanent reference,
 - (ii) is responsible for all official correspondence, as directed, and retains copies, and
 - (iii) maintains the archives.
 - (d) Treasurer:
 - (i) records all monies associated with the Oxford Winds and deposits same to the Oxford Winds' bank account,
 - (ii) keeps permanent records of financial transactions and retains as required by the Canada Revenue Agency and other regulatory bodies,
 - (iii) submits a report at all Board Meetings,
 - (iv) prepares a financial statement at the end of the fiscal year,
 - (v) prepares a budget for the next fiscal year, including fees,
 - (vi) completes the required government financial filings,
 - (vii) issues official donation receipts, and
 - (viii) maintains the list of members.

Should there be a change in Treasurer during the fiscal year, both outgoing and incoming Treasurers shall sign the financial statements.
 - (e) Directors at Large:

attend Board meetings, assist at formal concerts and work on special projects.

D. MUSIC DIRECTOR/CONDUCTORS

1. **Selection:**

Selection of the Music Director/Conductor(s) shall be the responsibility of the Board of Directors.
2. **Duties:**
 - (a) Music Director:
 - (i) assist Conductors with the selection of appropriate music,
 - (ii) assist with the determination of concert dates, locations, and themes,
 - (iii) attend all concerts,

- (iv) coordinate the preparation of the program for formal concerts,
- (v) attend board meetings and provide a report,
- (vi) liaise with the Conductors on a regular basis, and
- (vii) determine the recipients of instrument loans, with the assistance of the Conductors

(b) Conductor(s):

- (i) select music appropriate for band members, with the assistance of the Music Director,
- (ii) preside over all rehearsals,
- (iii) in the case of the conductor's absence, arrange an appropriate substitute to preside over the rehearsal with the approval of the Music Director,
- (iv) attend all concerts, and
- (v) keep the Music Director informed regarding band progress, issues, etc.

E. COMMITTEES

Committees may be formed for various purposes, and will be established and dissolved by resolution at a Board meeting.

F. REHEARSALS/PERFORMANCES

1. Performing members must give advance notice to their Conductor if they will be absent from rehearsal.
2. Participation in performances is at the discretion of the Conductor and shall take into account attendance at rehearsals and playing ability.

G. MEETINGS

1. Board Meetings:

- (a) Notice: The date of the next meeting shall be set at the end of each meeting. Meeting dates may be changed at the discretion of the President with 7 days' notice.
- (b) Quorum: A simple majority of the Directors shall constitute quorum.
- (c) Decisions shall be made by consensus or simple majority, and shall be recorded by the Secretary as part of the minutes.
- (d) Voting: No proxy votes shall be accepted. The President shall vote only in the case of a tied vote.
- (e) Conflict of Interest: A Director shall declare a conflict of interest as soon as they become aware of any matter before the Board which may be influenced by their personal or professional interests. It is the Director's responsibility to abstain from discussion and voting.

2. Annual General Meeting (AGM):

Every effort will be made to hold the AGM in June of each year.

- (a) Notice: Public notice shall be given 30 days prior to the AGM.
- (b) Quorum: Those members present shall constitute a quorum.
- (c) Agenda:
 - (i) The agenda will be posted on the Oxford Winds website at least 7 days prior to the meeting, or mailed/hand-delivered to members upon their request.
 - (ii) The minutes of the previous AGM and any Special Membership Meetings shall be considered, amended as necessary, and approved.

- (iii) The election of directors for the following term shall be conducted by ballot.
- (iv) The financial statement for the previous year and the annual budget for the following year will be considered, amended as necessary, and approved at the Annual General Meeting.
- (v) Annual reports shall be received from the committees and considered, amended as necessary, and approved.
- (d) Voting:
 - (i) Each member in good standing, age 12 or older, has the right to one vote.
 - (ii) All ballots received by the Nominating Committee shall be the basis for the election of Directors.
 - (iii) Voting, other than the election of Directors, shall be conducted by a show of hands by members. Ballots may be used, at the discretion of the Secretary.
 - (iv) Any member may move that a vote on a particular issue be recorded by member name.
 - (v) No proxy votes shall be accepted.

3. Special Membership Meeting:

- (a) Notice: A Special Membership Meeting shall be called by the President upon written request by five members in good standing or by three Directors, or at the discretion of the President, with 14 days' notice. The meeting shall be held within 30 days of receipt of the request.
- (b) Purpose: The purpose of the meeting shall be posted on the Oxford Winds website at least 7 days prior to the meeting, or mailed/hand-delivered to members upon their request. No other business may be brought forward at the meeting without the approval of the Executive Committee.
- (c) Quorum: Those members present shall constitute a quorum.
- (d) Voting: Proxy votes shall not be accepted. Voting shall be conducted by a show of hands or by ballot, at the discretion of the Secretary.

H. FINANCIAL MATTERS

1. Fiscal Year: The fiscal year shall run from June 1st to May 31st.
2. Monies: All money received by the Oxford Winds shall be promptly deposited to a bank account at the Canadian financial institution designated by the Board of Directors. All payments over \$50.00 shall be made by cheque; other payments may be made from petty cash at the discretion of the Treasurer.
3. Signing Authorities: Cheques shall be signed by two Executive Officers. Whenever possible, the Treasurer will be one of the signatories.
4. Financial Statements:
 - (a) shall be prepared annually,
 - (b) examined by an individual at arm's length from the Treasurer, and
 - (c) distributed to the Directors at least 48 hours prior to the AGM.

I. DAY-TO-DAY OPERATIONS

Additional information regarding the day-to-day operations of the Oxford Winds shall be documented in the Policies and Procedures.

J. BY-LAW AMENDMENTS

1. Notice of proposed amendments shall be posted on the Oxford Winds website at least 30 days prior to the AGM, or mailed/hand-delivered to members upon their request.
2. By-Laws shall be amended by a simple majority of the members in attendance at an AGM.

K. DISSOLUTION

The Oxford Winds may be dissolved only by unanimous consent of the Directors and a two-thirds majority of the members present at the meeting at which this issue is dealt with. Upon dissolution of the organization and after the payments of all liabilities, any remaining assets will be donated to the Canadian Band Association, or failing that, a non-profit organization with similar objectives.

Laura Alberastre
President

Dated: July 31/13

Musa Belle
Secretary

Dated: 30 July 2013