

Bylaws of  
Warren Junior Military Band Alumni Association  
Adopted \_\_\_\_\_

Article I – Name and Location of the Association

The name of the Association is Warren Junior Military Band Alumni Association, heretofore known as the Association. The current mailing address for all activities related to the Association is PO Box 291, Niles, OH 44446-0291. The web address is <http://wjmbalumni.org>

Article II – Purpose of the Association

The Association is organized as a non-profit Association in Ohio, with the purpose to include, but not limited to, the following:

- A. Promote, inspire, develop and maintain the interest and welfare of alumni of the Warren Jr. Military Band through fellowship.
- B. Provide and encourage participation in activities that bring alumni together;
- C. Share information with alumni about, but not limited to, events, meetings and other members, through electronic and/or print media.
- D. Support the current band by sharing the activities and events of the band to encourage alumni attendance at events and promote the participation of alumni in volunteer opportunities with the current band.
- E. Establish a medium through which the values and life lessons learned while members of the Warren Junior Military Band, under the direction of Donald W. “Squire” Hurrelbrink, as well as the additional directors that have carried on his ideals, can be shared with other young people.
- F. Engage in community and charitable activities as appropriate.
- G. Develop and implement an endowment and grant application process to provide a financial support for the current band.

Article III – Not for Profit Nature of the Association

No part of the Association’s funds or assets will be distributed to its members, Trustees, officers, or other private persons except to pay reasonable compensation for services rendered or for expenses incurred. Officers and Trustees will serve without salary.

#### Article IV – Membership

- A. Membership in the Association is open to any individual, parent, or children of an individual that is an alumnus of the Warren Junior Military Band.
- B. Being an alumnus of the Warren Junior Military Band is hereby defined as having been an active member of said organization for at least two (2) consecutive months.
- C. Membership in the Association is open **to all individuals meeting the criteria in A or B of Article IV regardless** of race, color, religion, sexual orientation or physical or mental handicaps.
- D. The members shall not be held personally liable for the debts or liabilities of the Association.

#### Article 4 – Dues

The board of trustees shall establish the dues requirement necessary, if any, to become a member of the Association, as well as determining membership types. Each year at the annual meeting the dues requirement, if any, will be established for membership. Dues, if any, shall be payable during the month of January each year, or with application for new membership.

#### Article 5 – Board of Trustees

- A. A Board of Trustees that constitute the elected representation of the membership shall manage the affairs of the Association. An individual serving as trustee must be a member of the Association.
- B. The Trustees offices will consist of a President, Vice-President, Treasurer and Secretary.
- C. The number of Trustees will be determined by a majority vote of the board, but shall be no fewer than five (5) to no more than twenty percent (20%) of total membership.
- D. All officers shall be elected by the trustees the annual meeting and serve a term of two (2) years. A secret ballot will be utilized if a candidate has opposition. Those seeking office unopposed may be elected by conventional vote.
- E. All trustees will be elected by the general membership of the Association at an annual meeting for a term of two (2) years and staggered so that no more than half of the board is elected yearly.
- F. A nominating committee will be formed at the request of the Board President to field a slate of candidates for the vacant positions. In the event that more candidates are fielded than existing spaces, a majority vote by paper ballot will determine the candidates who will fill the vacant positions.
- G. The Board, for good cause, may remove a fellow Trustee by a two-thirds (2/3) vote of the board or a two-thirds (2/3) vote of the general membership of the Association.

- H. A Board Member who is absent from two (2) consecutive regular or special meetings of the Board without adequate notice may constitute initiation of removal from the Board.
- I. Vacancies on the Board will be filled by appointment of a qualified individual by a two-thirds (2/3) vote of remaining Board members until the next election.
- J. Two-thirds (2/3) of the Board shall constitute a quorum at any meeting of the Board. No matter may be voted upon by the Board unless said quorum is met.
- K. Trustees shall receive no compensation from the Association or its members for their services.
- L. All meetings of the board shall be open to the public, except the Board may meet in closed session to discuss a legal or personal matter.
- M. Regular meetings shall be held at such a date and hour and place as determined by the board, or according to a schedule established by the Board that shall constitute a notice of meeting.
- N. Notice of special meetings of the Board shall be given to all Board members at least 5 days prior by written notice, telephone or email.

#### Article 6 – Grievance Procedures

- A. All grievances shall be submitted in writing by the aggrieved party to the Secretary of the Board, whom shall maintain a log that shows the receipt and disposition of such complaints.
- B. The Secretary will forward a copy of the complaint to the affected party and the full Board.
- C. The affected party shall contact the aggrieved person and attempt an informal resolution of the conflict. A written determination or a statement that the conflict cannot be resolved should be filed with the Secretary of the Board within ten (10) working days. Failure to do so will result in a disposition in favor of the aggrieved party.
- D. The final stage in the appellate process will consist of a hearing to be held within ten (10) days before a Tri-Party Committee consisting of one (1) person selected from the aggrieved party, one (1) person selected from the Association, and a member of the Board selected and agreed upon by the two affected parties. The decision of this committee will be delivered in writing within ten (10) days to all parties affected and the decision shall be final.

#### Article 7 – Finances

- A. The Association is a non-profit organization. Dues, contributions, activity fees, and other monies received by the Association in their entirety will be used to further the stated objectives of the Association.
- B. No part of the net earnings of the Association shall accrue to the direct financial benefit of any member.

- C. The Association shall be empowered to participate in fund-raising activities so long as those activities are approved by the Board.
- D. The Association shall keep records of accounts according to Generally Accepted Accounting Procedures (GAAP) and will make available said records to any member or the members' agent or attorney for inspection for any proper purpose at any reasonable time.
- E. The Board of Trustees may authorize any officers or agents of the Association, in addition to the members authorized by these Bylaws, to enter any contract or execute and deliver any instrument in the name of or for the Association. Such authority may be general or confined to specific instances.
- F. All checks, drafts, or orders for payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by such members or agents of the Association as shall be determined by resolution of the Board. In absence of such determination by the Board, the Treasurer shall sign them for amounts no larger than \$500.
- G. All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors or its duly authorized agents may select.

#### Article 8 – Dissolution

In the event of dissolution of the Association, the board of Trustees will, after paying or making provisions for the payment of all liabilities of the association, dispose of all of the assets of the Association exclusively for the purposes of the Association, or to organizations dedicated to music education and/or youth activities and qualifying as exempt under section 501 (C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Statute), as the Trustees shall determine. Other assets will be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is located.

#### Article 9 – Personal Liability

The members, Trustees, and Board of Directors of the Association shall not be liable for any debt, liability or obligation of this Association, or to other entities extending credit to, contracting with, or having any claim against, the Association.

#### Article 10 – Amendment to Bylaws

These Bylaws may be amended, supplemented or repealed in part or in whole by the membership upon a two-thirds (2/3) affirmative vote of the general membership present, or by proxy, and eligible to vote. Written notices of intention to amend or repeal these

Bylaws, or to adopt new Bylaws shall be given to the general membership by the Board at least 30 days prior to the meeting of the membership at which time affirmation will be voted. Such new or revised Bylaws shall take effect upon affirmation by the membership. These Bylaws will be updated and voted upon every two (2) years.

#### Article 11 – Severability

If any portion of these Bylaws shall be held to be invalid or unenforceable for any reason, the remaining provisions shall continue to be valid and enforceable.

#### Article 12 – Parliamentary Authority

Robert's Rules of Order, Revised, shall be parliamentary authority. The Trustees may appoint a Parliamentarian who would serve at the President's pleasure.