



## EXECUTIVE MEETING MINUTES

**DATE** April 24, 2024

**TIME:** 7:30 p.m.

**LOCATION:** Zoom

**PRESENT:** Gordon Cameron, Jane Clifton, Kathryn Chirametli, Laura Cristiano, Kamara Hennessey, Jeff Reynolds, Joanne Romanow.

**1. Call to Order:** 7:34 p.m.

I) Regrets : Dan Grieve, Steven Hewis, Lisa Liang, Marie Limanni, Paula-Ann Simon.

II) Adoption of the Agenda/Amendments:

A general amendment was made to change the agenda date from April 17th to April 24, 2024.

**Gordon moved to accept the amended agenda. Jane seconded the motion. Vote: All in favour; carried.**

**2. Minutes from the March 21, 2024 meeting:**

I) Adoption of the Minutes from March 21, 2024

**Jane moved to accept the Minutes as read. Laura seconded the motion. Vote: All in favour; carried.**

II) Business arising from the minutes: Nil report

### 3. Reports:

I) Treasurer's Report:

Dan was not present so discussion about the report was deferred to the next meeting. Jeff will ask Dan to add the financials to the Forum.

II) Director of Music Report:

Joanne reported receiving feedback from band members who were happy with having more challenging music like *Newfoundland Rhapsody*. *Waltz No 2* has been received for the summer concerts. Julian's choice for the summer has not yet been received.

Joanne asked if the band would be playing more than 2 summer concerts. Jeff said that he would check with Steven to see if he'd heard further from Hearthstone about wanting a concert for their residents. At present, plans are for the Heritage Place concert at Tansley and the Bandshell on August 25<sup>th</sup>.

### 4. New Business/Other Business:

I) Online Access Policy

Gordon had no update at this time.

II) BCB bylaw changes

Gordon received feedback from Jane and Paula-Ann. A copy of the revised document is appended to these Minutes. A few of the changes included but are not limited to the following points:

- Lengths of the term to be served for each position in the Executive were clarified.
- Small changes were made to who can serve on the Executive.
- Quorum has been changed from 25% to 10%.
- Changes to the bylaws will be effective immediately once approved by the Executive.

Jane commended Gordon for all his work on the BCB Bylaws. The revised Bylaws will have to be presented to the band members within 4 weeks.

**Jane moved to approve the changes made to the BCB Bylaws. Laura seconded the motion. Vote: All in favour; carried.**

### III) Portable speaker / mike

This equipment is stored below the cage in the Music Centre. Jeffrey and Steven will look at this equipment to see if it can be used at concerts and rehearsals.

### IV) DVO program advertising

The Executive will aim for reciprocal advertising in the Fall 2024.

### V) Revenue / income paths

This item was deferred until the next meeting so that Steven can comment.

### VI) Strategic Planning Day

Discussion was deferred to the next meeting.

## VII) Concert and event schedule

Appendix A of the Agenda listed all scheduled events.

### 5. I) SPRING 2024

#### Subsection A – Information:

Jeff reported that the logistics for the upcoming concert have been worked out. He and Dan will pick up the 12 DVO risers. Steven is planning to temporarily extend the height of the risers with his carpentry skills.

The room reserved at the Holiday Inn will be in use the night before our concert but the band can set up by 1:00 p.m. on May 3<sup>rd</sup>. The band will have to clear up after the concert as there will be another event scheduled for 6:00 a.m. the next day.

There are 4 volunteers on hand to sell tickets at the front of the house. 32 tickets have already been sold online. Jeffery confirmed that the cash bar and refreshments would also be available throughout the concert.

#### Subsection B – Action Items:

After discussion about the appropriate attire at the May 3<sup>rd</sup> concert, the Executive decided to remind the band that formal attire is preferred. Golf shirts with the band's logo can be worn if there is no alternative, but they are intended for summer wear.

Gordon will send an e-blast out to everyone on our contact list. He has posted notices of the concert on various event websites. Jeff confirmed that the concert programs and audience surveys would be printed by our printing company.

## II) SUMMER 2024

### Subsection B – Action items:

Kamara asked to have the Butterfly Release removed from **Appendix A: Concert and event schedule**. She has had no response from the event organisers and there is still no up-to-date information on their website.

***The remainder of the Agenda was deferred until the next meeting which will be chaired by Steven.***

### **6. Other New Business:**

Jane asked Kathryn to email the date of the next meeting to each member of the Executive right after the current meeting ends. In that way, members will be able to mark their schedules without needing to read the *Minutes* right away.

Kamara will send out a list of band members who will be running for positions in the Executive. The list will come out the first week of May well in advance of the AGM in June. Gordon will place a notice in *Notations* inviting band members to run for office.

Jeff asked Dan to post the financials on Forum. The Executive will vote on them at the next meeting.

**7. Next Meeting:** Thursday, May 16, 2024, at 7:30 p.m., on Zoom.

### **8. Motion to Adjourn:**

Gordon moved to adjourn the meeting at 8:20 p.m. Jane seconded the motion. Vote: All in favour; carried.

## APPENDIX I

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Bylaws of the  
Burlington Concert Band

**DRAFT**

Website: [www.burlingtonconcertband.ca](http://www.burlingtonconcertband.ca)

E-mail: [info@burlingtonconcertband.ca](mailto:info@burlingtonconcertband.ca)

Facebook: [www.facebook.com/burlingtonconcertband](http://www.facebook.com/burlingtonconcertband)

Twitter: @BurlingtonCBand

Instagram: @burlingtonconcertband

Registered Charity: BN#:13174-1548-R0001

Last statutory revision June 2022

Last update June 2022

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Preamble

Founded in 1908, the Burlington Concert Band (The BCB) continues to bring audiences a unique blend of musicianship, enthusiasm, and community spirit.

The band, comprised of local volunteer musicians, plays a wide variety of musical styles and repertoire.

The BCB is a registered charity, incorporated in 1989.

According to the Letters Patent, 1989, The BCB's mandate and mission are:

- To establish, operate, maintain, equip and direct a community orchestra or

band;

- To provide for the holding of public concerts, exhibitions and educational forums in music; and

- To educate and promote the public's appreciation of the arts by providing theatrical performances and musical concerts in public parks, senior citizens'

homes, churches, community centres, hospitals and educational institutions.

The BCB's typical annual schedule includes:

- Weekly rehearsals (8-10 p.m. most Monday evenings at the Burlington Music

Centre)

- Performing between five and 10 concerts a year at a variety of venues including, but not limited to: the Burlington Performing Arts Centre, the Central

Park Bandshell, local festivals, fundraisers, retirement homes and churches.

The BCB shall have an executive that will meet not fewer than 10 times per year.

All Playing Members of the Band are encouraged to participate in the Band's

Annual General Meeting and any Special Meetings.

The BCB is a participating member of the Canadian Band Association.

The Band contributes to the community by sharing our concert revenue with

local charities in and around the Burlington area.

Our band is unique in that we primarily perform to raise money for charitable

causes. Over the years the band has raised over \$40,000 for local charities and

has built an audience of over 2,000 fans. The band continues to grow to this day.

The Burlington Concert Band is located in Burlington, Ontario, Canada, and

encourages you to become involved in our organization.

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Commented [GMC2]: Will be a separate page and the new page numbers applied to it.

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**BYLAW 1 – BAND AND ORGANIZATION**

Article 1 — Identification

1. The name of the organization shall be Burlington Concert



Band and “Pops” Orchestra known as The Burlington Concert Band (hereinafter referred to as The BCB).

### Article 2 — Objectives

1. The objectives of The BCB are to:
  - a) provide an opportunity for musicians from Burlington and surrounding area to participate in a concert band;
  - b) encourage community musicians to develop their musical skills;
  - c) perform a variety of music for concert band;
  - d) create and maintain an environment for practice and performance that is respectful and supportive of band members;
  - e) maintain a concert band that is musically, operationally and financially responsible and sensitive to the lifestyle and needs of its members;
  - f) present entertaining and enjoyable programming;
  - g) advance the appreciation of music and thus enrich and contribute to the culture of the Burlington community through music.

### Article 3 — Membership

1. The Band shall consist of three types of Member:

- a) Playing Member
- b) Associate Member
- c) Sponsoring Member

2. Playing Membership

A Playing Member of The BCB shall:

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- a) be a musician who plays a brass, woodwind, string bass and/or percussion instrument;
- b) recognize the musical prerogative of the Director of Music;
- c) devote time and effort to personal practice in order to improve performance of The BCB’s repertoire;
- d) attend rehearsals and performances as consistently as possible and notify his or her Section Leader if he or she is unable to attend a rehearsal or performance;
- e) co-operate with the Library Director to keep music in good repair within the band folders;
- f) adhere to required concert attire;

- g) follow any public health requirements issued by the City of Burlington, Region of Halton, Province of Ontario, Country of Canada or any other relevant body;
- h) create and maintain an environment free from bullying, harassment or discrimination;
- i) recognize the authority of the elected BCB Executive to enforce compliance with the duties of a Playing Member, up to and including removal from rehearsal, suspension or termination of membership, in order to ensure the proper running of the organization.

#### Orientation and information

- a) An individual wishing to become a Playing Member of the Band shall be required to fill out a membership form.
- b) Playing Members will be provided with information on the Band in a verbal, printed or an online format.
- c) Members have the right to rehearse and perform in a safe environment that observes confidentiality, professionalism, discretion and concert band protocols. Members also have the right to enjoy the benefits of an organization that does not tolerate violence, rights violations, harassment, victimization, intimidation or discrimination of any kind.

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#### 3. Associate Membership

- a) An Associate Member is a non-voting, non-playing individual who wishes to support the BCB through volunteer activities including, but not limited to: assisting with fundraising, concerts, equipment or library management.
- b) Associate Members shall be guided in their duties by those authorized by the Executive Committee.
- c) Associate Members who render assistance to the Band shall be recognized through a letter of appreciation or other means as directed by the Executive.
- d) Associate Members agree to create and maintain an environment free from bullying, harassment or discrimination;
- e) Associate Members shall recognize the authority of the elected BCB Executive to enforce compliance with the duties of an Associate Member, up to and including suspension or termination of membership, in order to ensure the proper

running of the organization.

#### 4. Sponsoring Member

- a) Sponsoring Member is a non-voting, non-playing individual, or corporate entity that wishes to support The BCB through financial or in-kind donations.
- b) Sponsoring Member shall be recognized through a letter of appreciation or other means as decided by the Executive.
- c) Sponsoring Members agree to create and maintain an environment free from bullying, harassment or discrimination.
- d) Sponsoring Members shall recognize the authority of the elected BCB Executive to enforce compliance with the duties of an Sponsoring Member, up to and including suspension or termination of membership, in order to ensure the proper running of the organization.

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#### Article 4 — Executive Committee

1. The role of the Executive Committee is to represent and act on behalf of the membership as a whole. The Executive Committee is accountable to the membership at large.
2. The Executive shall consist of:
  - a) President
  - b) Vice President
  - c) Secretary
  - d) Treasurer
  - e) Up to seven (7) voting directors including, but not limited to:
    - i. Membership Director
    - ii. Facilities and Equipment Director
    - iii. Publicity and Marketing Director
    - iv. Fundraising Director
    - v. Library Director
    - vi. Directors at Large
  - f) The Director of Music and Past President ex-officio
3. The term of office for elected members shall be two years, **remaining in office until their successors are elected. with** Half of the Executive **shall be** elected each year. Should any elected member of the Executive resign or be unable to complete the term of office, the Executive may appoint a

Playing Member to serve in that position until the next Annual General Meeting.

#### 4. Executive

a) The Executive shall meet on schedule set by the executive at least 10 times per year. Meetings may be called by the President more frequently as required.

b) At least one week's notice shall be given prior to any change in the regular meeting schedule.

Commented [GMC3]: This clarifies that the term ends after the election and not on a specific anniversary date of the most recent election.

Commented [GMC4]: Just cleaned up the wording following the above change.

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c) An Executive meeting will be deemed to have quorum if a majority of the elected directors are present.

d) Meetings of the Board of directors may be held at any place within or outside Ontario or by telephonic or electronic means.

5. Every member of the executive committee shall be an Active Member, eighteen (18) years or more of age, not been found under the Substitute Decisions Act, 1992 or under the Mental Health Act to be incapable of managing property, has not been found to be incapable by any court in Canada or elsewhere and does not have the status of bankrupt.

### Article 5 — Duties of the Officers

#### 1. President

a) As Chair, the President is a non-voting member of the Executive. However, in the event of a tie vote, the President shall cast the deciding vote.

b) The President shall:

i. plan, organize, facilitate and co-ordinate the activities of the Executive;

ii. convene and preside at all Executive meetings;

iii. prepare the Executive Report for the Annual General Meeting;

iv. convene and preside at the Annual General Meeting;

v. convene and preside at any Special General Meeting;

vi. represent the BCB and its executive in all matters.

2. Vice President shall:

a) fulfil the duties of the President (as set out in section 1 above) when the President is unable to do so.

3. Secretary shall:

a) be in receipt of a current list of all members from the Membership Director;

Commented [GMC5]: Allows for Zoom meetings.

Commented [GMC6]: This is to comply with the language of the Act.

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b) maintain all required records of the organization including all minutes, reports and relevant correspondence, except those which properly should be maintained by another Director, for a period of seven years;

c) prepare minutes for all Executive, Annual and Special General meetings;

d) make available the Executive Report to Band Members four weeks prior to the Annual General Meeting.

4. Treasurer shall:

a) maintain and monitor the assets of The BCB;

b) prepare a budget and present it to the Executive for approval prior to the Annual General Meeting;

c) deposit funds in either a Chartered Bank or Guaranteed Investment Certificate or Government Bond;

d) ensure that all expenditures of The Band are within the budget;

e) pay all bills of The BCB in accordance with Bylaw 2 d) and maintain a current list of all property of The Band;

g) prepare and present a financial report for Executive meetings as requested;

h) prepare full financial statements including: a Balance Sheet of assets (including cash/financial instruments, music inventory, instrument inventory, furniture) and liabilities; Total Equity and Statement of Income and Expenses

j) submit financial statements for presentation to an external auditor appointed by the Executive;

k) prepare an annual income tax return;

l) prepare detailed comparative financial statements of the

current year and one previous year.

5. Elected Directors shall:

a) attend all Executive and General meetings;

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b) exercise their responsibilities to The BCB set out in Bylaw 3.

6. The Director of Music shall:

a) attend all Executive and General meetings;

b) exercise the responsibilities set out in Bylaw 4.

### Article 6 — Administration

1 The business of the BCB shall be governed by the Executive in accordance with **the Not For Profit Corporations Act**, the bylaws and any motions passed at either an Annual General or Special Meeting of the Playing Members.

2. The President and/or the Executive may appoint ad hoc committees to investigate and/or implement any project, policy or procedure deemed to be in the interest of the BCB.

3. Members of the Executive shall attend Executive meetings on a regular basis. Executive members shall inform the President if they are unable to attend on a regular basis and/or execute the member's assigned responsibilities.

4. **Any Board member, except those serving ex-officio, may be removed from office by the passage of an ordinary resolution at a Special Meeting. If required or deemed to be in the interests of the BCB, the Active Members present at that Special Meeting may elect a replacement, or a replacement can be appointed by the Board at a later date.**

**An Executive member may be removed from office for nonperformance of duties following the passage of a vote requiring a 3/4 majority of voting Executive members present at the meeting (excluding the member in question).**

Commented [GMC7]: Added to mention the Act.

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**A replacement may be appointed by the Executive as soon as practicable until the next AGM.**

5. A member of the Executive shall declare a conflict of interest if he/she has a direct personal and/or financial interest in a matter under discussion by the Executive, and shall not engage in the discussion of, or vote on the matter.

In so doing, the member is not counted in the quorum.

6. No individual who has been elected, appointed or hired to oversee any aspect of BCB operations shall use any BCB assets, supplies, resources, accounts or member lists not available to the general membership for personal purposes without the approval of the executive.

7. Unless otherwise defined in these bylaws or prescribed by local, provincial or federal laws, a “year” shall be defined as the 12 month period between Annual General Meetings. If the time between Annual General Meetings is not fewer than 11 months and not more than 13 months, then the above definition shall hold. If the time between Annual General Meetings is less than 11 months or more than 13 months, a year shall be defined as June 1 to May 31 inclusive.

8. Items not explicitly covered by these bylaws shall be governed by The Not For Profit Corporations Act. Except where permitted by The Not For Profit Corporations Act, if these bylaws conflict with the Act, the Act shall prevail.

#### Article 7 — Executive Nominations and Election

##### 1. Nomination Procedure

a) Nominations shall be solicited by the Past President or designate.

Commented [GMC8]: Updated to meet the requirements of the Act.

Commented [GMC9]: This has been included to ensure that it is known which act we fall under. Not required to state it, but it is helpful.

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b) Nominations for the Executive may be sought by any Playing Member by submitting their name to the Past President or designate.

c) The Past President or designate will present a list of recommended candidates to the Executive who shall, from that list, put forward a slate of candidates to the Playing Members not less than two weeks in advance of the Annual General Meeting.

d) A slate of candidates independent from the one put forward by the Past President or designate can be put forward by a group of Active Members provided that such a

slate is supported in writing by not less than five percent of Active Members. This slate will be considered by members along side of the slate proposed by the Past President or designate.

## 2. Election of Executive

a) Election of the Executive shall occur during the Annual General Meeting.

b) Notwithstanding the presentation of a slate of candidates produced through the nomination process outlined in Article 1, nominations from the floor at the AGM will be accepted.

c) The nominee must consent to the nomination and agree to serve if elected. This may be done either at the meeting or in writing.

d) Election of the Executive shall be by secret ballot unless all open positions are filled by acclamation.

## Article 8 — Annual General Meeting

1. The Annual General Meeting shall be held following rehearsal on the first Monday of June.

2. The Annual General Meeting shall be open to all Playing Members of The Band.

Commented [GMC10]: Not a required change (as it is under the Act), but would serve as a guidepost if it ever comes up.

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3. The notice of the Annual General meeting shall be forwarded to the Playing Members at least four weeks before the Annual General Meeting. **This notice shall include all items of Special Business to be considered.** A copy of the minutes of the previous Annual General Meeting shall be distributed at that time to Playing Members.

4. The Annual General Meeting shall be chaired by the President or designate

5. The quorum for the Annual General Meeting shall be **2510%** of the Playing Membership. **If a quorum is present at the opening of a meeting of the members, the members present may proceed with the business of the meeting even if a quorum is not present throughout the meeting.**

6. The Agenda shall include, but not be limited to:

a) President's opening remarks;



- b) Discussion and motion to accept the minutes of the previous Annual General Meeting;
- c) Business arising from the previous Annual General Meeting;
- d) Discussion and to accept the audited financial statements;
- e) Reports of the President, Treasurer and Director of Music;
- f) Election and installation of the new Executive;
- g) Membership Fees;
- h) New business;
- i) Business arising from the floor;
- j) The consideration of an extraordinary resolution regarding whether to proceed with a review engagement or audit, if required;
- jk) Any other matter of interest or importance to the membership including, but not limited to: changes to the Commented [GMC11]: This is a requirement under the Act.

Commented [GMC12]: This is the quorum requirement under the Act. It can be lower, but not higher.

Commented [GMC13]: Allowed under the Act.

Commented [GMC14]: Under the Act we may require an audit or review engagement, depending on our annual revenue. However, in order to mitigate the reporting requirement we need to pass annual resolutions.

<https://nonprofitlaw.cleo.on.ca/run-a-nonprofit/finances/>

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bylaws and/or the constitution and changes in BCB policies, procedures or philosophies.

7. Any Active Member may submit a proposal to be discussed at the Annual General Meeting subject to the rules and regulations of the Not For Profit Corporations Act.

78. Voting Procedures

- a) Each Playing Member present is entitled to one vote on each matter.
- b) Show of hands
  - i. Matters of business shall be decided by a show of hands, unless a secret ballot is demanded as in part (c) below.
  - ii. The Chair shall declare whether a motion has been carried or defeated.

iii. An entry to that effect shall be recorded in the minutes of the meeting

c) Secret ballot

i. The Chair may require, or a Playing Member may request, a vote by secret ballot on any issue.

ii. Election of members to the Executive shall be by secret ballot.

d) In all cases, a simple majority shall suffice to carry a motion. In case of a tie vote, either upon a show of hands or secret ballot, the Chair shall cast the deciding vote, but otherwise shall have no vote.

### Article 9 — Special General Meeting

1. A Special General Meeting may be called by:

a) the President;

b) a majority of the members of the Executive;

c) a petition signed by 33% of the Playing Membership

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2. Special General Meeting shall deal with, but are not limited to:

a) specific amendments to The Constitution and/or The Bylaws;

b) specific matters raised by Playing Members.

3. A Special General Meeting shall deal only with the reasons for which it was convened. No additional matters may be raised at the meeting.

4: A Special General Meeting shall be conducted according to the policies and procedures set out above for an Annual General Meeting.

### Article 10 — Amending The Constitution and/or The Bylaws

1. Amendments to The Constitution or The Bylaws shall only be made at an Annual General or Special General Meeting and only if a Notice of Motion of such amendment has been given to all Playing Members at least four weeks in advance of the meeting.

2. Any Playing Member wishing to make a motion of amendment to The Constitution or The Bylaws must submit said motion to the President, in writing, duly seconded no later than six (6) weeks prior to the Annual General Meeting. **Any Playing Member who wishes their proposed**

bylaw change to be distributed to the members and to provide written commentary on their proposal needs to submit their motion least 60 days before the Annual General Meeting.

3. A  $\frac{2}{3}$  majority vote by the Playing Members present, is required to make an amendment to The Constitution or The Bylaws.

Commented [GMC15]: This clarifies the process under the act. We may be able to shorten the 60-day window, if desired.

Commented [GMC16]: This change is required by the Act.

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4. The Executive shall distribute the revised Constitution or Bylaw to Playing Members and shall maintain a log recording the date and changes made.

5. The Constitution and Bylaws shall be reviewed by members of the Executive at least every five years.

#### Article 11 — Dissolution

1. The dissolution of The BCB may only occur through an Annual or Special General Meeting.

2. Upon the dissolution of The BCB and after the payment of all debts and liabilities, the remaining property shall be distributed or disposed of to appropriate, non-profit organizations for the furtherance of performance music in Ontario.

## BYLAW 2 — FINANCIAL AND PROCEDURAL CONTROLS

### Article 1 — General

1. There shall be four signing officers for The BCB: the President, Treasurer and two other Executive members nominated by the Executive.

2. All cheques, withdrawals of cash, or other asset disposition require the signatures of either President or Treasurer and one other signing officer.

3. Signing officers may not exceed a one-time expenditure of \$500.00 without the approval of the Executive.

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4. The Treasurer may not authorize payment for any good or service that exceeds the amount budgeted for it without the

approval of the Executive.

5. No Executive of The BCB can deplete or cause to deplete the net equity of The BCB by more than 20% during its term of office without the approval of the Membership at either an Annual General or a Special Meeting.

## **BYLAW 3 — FUNCTIONAL RESPONSIBILITIES OF DIRECTORS WITH PORTFOLIOS**

### **Preamble**

1. The functions outlined below are those deemed to be the minimum necessary to support the operation of The BCB.

2. All Directors shall report at least monthly to the Executive.

3. Directors are encouraged to seek assistance from Playing Members at large and/or Associate Members.

4. Notwithstanding the duties assigned to any specific Director, those duties may be performed by any member of the Executive upon approval of the Executive **except where prohibited under the Not For Profit Corporations Act.**

### **Article 1 — Duties of the Vice President**

The Vice President shall:

- a) assist the President in the performing in his or her duties;
- b) act as President in the absence of the President;

Commented [GMC17]: Some duties cannot be delegated under the Act.

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- c) be prepared to take over as President upon the resignation, impeachment or completion of the term of the current President;

d) assist any other Director as required.

### **Article 2 — Duties of Membership Director**

The Membership Director shall:

- a) welcome and introduce newcomers to the BCB and obtain such personal information from the new member as required for BCB purposes;
- b) maintain an up-to-date membership roster and provide same to the Executive;
- c) maintain a list of substitute musicians to be called when

player absence arises, in co-operation with the Director of Music and applicable Section Leader.

### Article 3 — Duties of the Facilities and Equipment Director

The Facilities and Equipment Director shall:

- a) enlist volunteers to assist with the set-up, takedown and transportation of equipment for rehearsals and performances;
- b) ensure that Playing Members properly maintain facilities and equipment used by The BCB;
- c) maintain an inventory of instruments owned by The Band and provide a copy to the Executive;
- d) initiate and maintain instrument loan agreements with Playing Members, as required;
- e) monitor, in accordance with the loan agreement, the maintenance of BCB-owned instruments.

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### Article 4 — Duties of the Public Relations and Marketing Director

The Public Relations and Marketing Director shall:

- a) along with the President represent The BCB on business and organizational matters relating to external organizations;
- b) coordinate all advertising and promotional activities;
- c) work with the local media to publicize the BCB and its activities;
- d) along with the President actively promote The BCB to the corporate sector, government departments and community organizations;
- e) along with the President act as an official spokesperson for The BCB.

### Article 5 — Duties of the Fundraising Director

The Fundraising Director shall:

- a) oversee the solicitation of contributions from individuals, groups and corporate entities in order to meet the need of the BCB;
- b) appropriately acknowledge all funds received;
- c) oversee the solicitation of grants from funding agencies;
- d) investigate the potential and appropriateness of collaborating with other community groups to jointly apply

for grants.

### Article 6 — Duties of the Library Director

The Library Director shall:

- a) be a member of the Program Committee;
- b) order music as directed by the Director of Music and within the established budget;
- c) maintain secure storage of The BCB Library;
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- d) develop and maintain an inventory/catalogue of library;
- e) oversee the preparation of and maintain a database of the library;
- f) maintain updated folios for rehearsals and concerts.

### Article 7 — Other Duties to be Assigned to Directors

Members of the Executive shall undertake the following duties not assigned to one of the statutory Directors:

- a) produce and distribute a regular newsletter to update the Band's Members and Friends with information about rehearsals, concerts, social activities and items of interest;
- b) produce and distribute special communications pieces including, but not limited to: rehearsal lists, concert reminders and special notices from the Executive;
- c) produce and distribute information regarding performances to the Friends of the Band;
- d) oversee the maintenance and content of the Band's website [www.burlingtonconcertband.ca](http://www.burlingtonconcertband.ca);
- e) oversee the maintenance and content for the Band's social media channels;
- f) produce concert programs where required;
- g) serve as members/chairs of any Band committee;
- h) oversee a social committee;
- i) oversee the ordering of any required uniform garments unique to the BCB;
- j) other duties as required by the Executive.

### Article 8 — Functional Responsibilities of Section Leaders

1. Each Section Leader shall:

- a) make his or her phone number and/or email address readily available to each member;
- b) ensure that the Band Roster for the Section is always up to date and inform the Membership Director of any changes;

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- c) in consultation with the member in question, inform the Director in charge of internal communication of any significant events regarding a section member (such as bereavements, births, promotions, etc.);
  - d) encourage section members to suggest pieces of music for performance and inform the Program Advisor and/or Director of Music;
  - e) manage the attendance of their section;
  - f) be appointed by the Executive for a one-year renewable term.
2. If a Section Leader is unable to fulfill his or her responsibilities, the Executive may either rescind his or her appointment or temporarily assign the duties of Section Leader to another member of the section.

#### Article 9 — Program Committee

1. The Program Committee is a standing committee of the Band charged with providing input to the Director of Music (DOM) regarding program themes, musical selections and the purchase of new music.
2. The Program Committee shall:
- a) be chaired by the Program Advisor and include the DOM, Assistant Conductor (AC), the Library Director and not fewer than two nor more than three Playing Members of the Band who are not currently members of the Executive;
  - b) meet not less than twice per year;
  - c) seek input and feedback from the Playing Membership and audiences on past concerts and music and seek suggestions for ideas regarding upcoming concerts;
  - d) keep minutes of all meetings and;
  - e) report their recommendations to the Executive.

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3. While the Program Committee does not set the concert lineup, the DOM will consider the committee's recommendations in good faith when planning all performances.
4. Non-statutory members of the Programing Committee shall be appointed by the Executive for a two-year, nonrenewable term at the first Executive meeting after the

AGM. Members shall be chosen based on:

- a) the instrument regularly played, in order to ensure representation from all areas of the Band;
- b) knowledge of Concert Band music and the BCB's audience.

5. Terms of the non-statutory members shall be staggered such that at least one new member is appointed each year. If a suitable replacement cannot be found, and the loss of nonstatutory member would result in fewer than two committee members of that category, the Executive may extend the departing member's term until a replacement is found for up to two years. No statutory member shall serve more than four consecutive years on the Programming Committee. In the event of a resignation by an appointee, the Executive shall appoint an eligible Playing Member to finish the remainder of the term. If the appointment is for 12 months or fewer, the individual fulfilling the unexpired term shall be eligible to seek a full two-year appointment in his or her own right upon completion of the unexpired term. A non-statutory member can be removed from the Programming Committee for non-performance of duties by the Executive following a majority vote.

6. The Program Advisor shall be appointed by the Executive on an annual basis upon recommendation of the Program Committee. The Program Advisor may be reappointed

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provided that he or she continues to be eligible for membership on the Program Committee.

## **BYLAW 4 — DIRECTOR OF MUSIC AND ASSISTANT CONDUCTOR**

### **Article 1 — Appointment of Director of Music**

1. The Director of Music (hereinafter DOM) shall be appointed by the Executive of The Band and shall report to the President.

2. A contract shall be approved by the Executive and shall:

- a) incorporate terms of engagement and remuneration;
- b) be signed by the President and the DOM;
- c) be subject to an annual renewal for the first two years and



then, upon agreement between the Executive and the DOM, the agreement can be renewed for up to three years;  
d) include the provision for an annual performance review of the DOM by a committee headed by the President.  
3. The contract may be terminated by either party upon two month's written notice.

## Article 2 — Functional Responsibilities of Director of Music

1. The DOM shall be responsible for all aspects of the musical direction of the BCB; in particular shall:

- a) promote individual and group musicianship;
  - b) conduct rehearsals and concerts as required;
  - c) start and conclude rehearsals promptly at the agreed times;
  - d) provide, in case of absence, one week's notice to the Assistant Conductor or, if the Assistant Conductor is unavailable, find an acceptable replacement;
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- e) develop in consultation with the Program Committee and Executive a repertoire for each concert;
  - f) provide a list of music required for each concert (and any music from outside the BCB Library) to the Library Director at least one month before the beginning of rehearsals for that concert;
  - g) provide a concert playlist to the Library Director at least six weeks prior to each major concert and at least three weeks prior any minor concert;
  - h) determine, in consultation with Section Leaders, the appropriate section balance in complement and ability;
  - i) encourage and assist the creation and continuation of smaller performance groups within the Band;
  - j) promote congenial deportment and professional conduct of Band members;
  - k) serve on the Program Committee.

## Article 3 — Functional Responsibilities of Assistant Conductor

1. An Assistant Conductor (hereinafter AC) shall be appointed by the Executive in consultation with the DOM.
2. A contract shall be approved by the Executive and shall:
  - a) incorporate terms of engagement and remuneration;

- b) be signed by the President and the AC;
  - c) be subject to an annual renewal for the first two years and then, upon agreement between the Executive and the AC, the agreement can be renewed for up to three years;
  - d) include the provision for an annual performance review of the AC by a committee headed by the President and including the DOM;
3. The contract may be terminated by either party upon two month's written notice.

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4. The position of AC does not presume succession to the position of DOM.
5. The AC shall be required to assist the DOM as required and in particular shall:
- a) assume the role of the DOM in the latter's absence. Except in the case of sudden illness, the DOM will provide the AC a minimum of one week's notice to conduct an entire rehearsal or concert;
  - b) rehearse at least one selection at each rehearsal of his/her choice;
  - c) conduct at least one piece of his/her choice at each concert;
  - d) Attend rehearsals regularly;
  - e) Learn the repertoire and be prepared to rehearse it in a manner consistent with the performance decisions made by the DOM;
  - f) other duties as assigned by the DOM or Executive.
6. In the event of the resignation of the DOM, the AC will have right of first refusal on the position of the interim DOM. If the AC declines this opportunity, the Executive will appoint an interim DOM. Turning down the position of interim DOM will not constitute a resignation by the AC from the position of AC.

#### Article 4 — Remuneration

1. The DOM shall receive and agreed upon honorarium paid in regular installments agreeable to both the DOM and the Executive.
2. The DOM shall, if unable to attend a concert or rehearsal:

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- a) arrange for the AC to conduct, as outlined in the bylaws, or be responsible for engaging a substitute conductor acceptable to the Executive;
  - b) be responsible for paying the substitute conductor after the funds set aside in the BCB's budget for paying for substitute conductors have been exhausted. This amount shall be deducted from the DOM's honorarium.
3. The AC shall be paid an agreed upon stipend for each full rehearsal and each full concert conducted.
  4. The DOM shall be allowed two absences, other than illness, before being responsible for the AC's stipend.
  5. Anyone acting as Interim DOM shall be paid at the same rate as the DOM as per their last duly executed contract. This payment shall be prorated based on the length of time served as Interim DOM and adjusted to reflect any DOM duties preformed by others.

## **BYLAW 5 — MEMBERSHIP FEES**

### **Article 1 — General**

1. In conjunction with its budgeting process, the Band Executive may seek approval from the members at the Annual General Meeting to levy a Membership Fee on all Playing Members to offset the costs of running the BCB. If a Membership Fee is proposed, it must be approved by a majority of the Playing Members present at the BCB's Annual General Meeting.

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2. If a Membership Fee is approved:

- a) All Playing Members must be paid in full by August 31 of that year in order to be considered an Active Member.
- b) Any Playing Member who has not paid the fee by August 31 shall be considered an Inactive Member and will be ineligible to participate in any performance, and the four rehearsals prior to the performance, until all outstanding fees are paid in full.
- c) Any Inactive Member shall be immediately, and without prejudice, be restored to Active Member status when the outstanding fees are received in full.

- d) No Inactive Member shall be permitted to serve on the Band Executive, as section leader nor on any committee of the Band.
  - e) A membership fee committee, composed of the Treasurer and two members of the Executive, selected at the first exec meeting after the AGM, will have the authority to waive all or part of the membership fee for any member at its sole discretion. Names will not be released to the Executive.
  - f) The Band Executive may establish a Membership Fee payment plan for any Member.
  - g) The Band Executive may set special fee levels for students, summer members, visiting members or any other identifiable group within the Band.
  - h) Any Band Member joining after March 1st of a year shall be charged a rate equal to half of the full Membership Fee.
  - i) Except by special permission of the Executive, Membership Fees shall be non-refundable.
  - j) No charitable tax receipts shall be issued for payment of Membership Fees.
  - k) An individual shall be deemed a Playing Member after he or she has attended four rehearsals and may not participate in any performance without first paying the Membership Fee.
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- l) Collection and administration of the Membership Fee shall be the joint responsibility of the Band Treasurer, the Membership Director and the Section Leaders.

## Bylaw 6 – Exceptional Circumstances

### Article 1 – General

1. Due to circumstances beyond the control of the Executive, it may be necessary to temporarily suspend or modify certain decisions, bylaws or sections thereof. The Executive will make every reasonable attempt to avoid the need for such action and to minimize the length of time it is required. However, if a temporary suspension or modification is required, it must:
  - a) Be passed by a majority of the Executive at a meeting

where quorum is present;

b) Include a sunset clause with either a specific date or a specific set of circumstances that would end the suspension or modification;

c) Be communicated to the Playing Members;

d) Be in accordance with all applicable laws, regulations and agreements with parties outside the control of the BCB Executive.

2. Playing Members can challenge any suspensions or modifications through a duly called and constituted Special Meeting. A simple majority would be required to overturn the decision of the Executive

### Article 2 – Applicable Bylaws and Decisions

1. Any decision made by the Executive not covered by the bylaws can be modified or suspended under this bylaw

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provided that it conforms to the conditions laid out in Article 1.

2. Only the following bylaws can be modified or suspended under this bylaw:

Bylaw 1

a) Article 4, Sections 2 (only related to the terms of Executive members) and 4 a

b) Article 6, Section 3

c) Article 8, Section 1

d) Article 10, Section 5

Bylaw 3

a) Preamble, Section 2

b) Article 9, Sections 2 (b), 4 and 5

Bylaw 4

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