

The Delta Strummers Bylaws

May 21, 2018

Approval of these bylaws and subsequent changes shall be by a simple majority vote of members present at a Delta Strummers general meeting.

Purpose

The purpose of the Delta Strummers is to foster playing of the ukulele in an ensemble, consistent with the following objectives:

- Have fun.
- Play to, and include, all skill levels in song selections.
- Highlight skilled players.
- Coach beginners.
- Improve performance skills.
- Grow the band in size, subject to any cap imposed by the Board of Directors.

Affiliation

The Delta Strummers is not sponsored by any organization, but is a recognized 'club' within the Summerset IV community.

Membership

Membership in the Delta Strummers is open to anyone at least 21 years of age wishing to play a ukulele. There is no audition requirement, but membership shall be subject to demonstrating basic ukulele playing skills to the satisfaction of the Music Director. The Music Director may recommend, and the Board of Directors may approve, classes or coaching for beginning ukulele players.

The Board of Directors may elect to impose an upper limit on membership, due to available space, logistics and other considerations associated with practice locations and performance venues.

Dues, Fees and other Charges

Dues, fees and other charges shall be established by the Board of Directors. Receipts from such sources will be used to offset expenses and fund the acquisition of assets to facilitate playing and/or singing at performances and other events. The Board of Directors may authorize other disbursement of funds for the benefit of the membership.

General Meetings

A minimum of two general meetings a year shall be held to communicate information to the membership, discuss issues of general interest to the membership, conduct elections, and deal with issues referred by the Board for approval by the membership. General meetings will usually be conducted in conjunction with a regularly-scheduled group practice.

Voting Rights

Each Delta Strummers member in good standing shall be entitled to cast one vote in all matters submitted to the membership for approval.

Board of Directors

The Board of Directors (hereafter called “the Board”) shall be comprised of five active members of The Delta Strummers. Past Chairmen are permitted/encouraged to attend Board meetings as honorary members, but have no voting privileges.

Board members shall be approved by a simple majority of members of The Delta Strummers present at a general meeting, and shall serve for a term of one calendar year. There shall be no term limits for Board members if the membership of The Delta Strummers wishes to re-elect a Board member to serve in multiple years and the member is willing to continue serving.

A quorum at Board meetings requires a minimum of three active Board members.

Nominating Committee

Candidates for appointment to the Board shall be recommended by a Nominating Committee appointed by the Board. The Nominating Committee shall include at least one non-Board member and the Music Director.

Any active member of The Delta Strummers wishing to be considered for election to the Board merely has to let it be known to the Board Chairman, Vice Chairman, or a member of the Nominating Committee.

See the section entitled **Election of Officers** for details of the Board election process.

Functions and Responsibilities of The Board

The functions and responsibilities of the Board of Directors shall include the following:

- Perform all administrative functions of The Delta Strummers.
- Be the focal point for all communications, both within the group and with external contacts.
- Select and appoint a Music Director.
- Ensure the financial well-being of the group.
- Manage public relations, advertising, and image of the group (includes dress choices for playouts).
- Maintain a contact list for all Delta Strummers members, including mailing addresses, phone numbers, and email addresses.
- In conjunction with the Music Director:
 - Approve the musical direction of the group, including song choices.
 - Identify and approve venues for playouts.
 - Establish venues and times for practice sessions.
- Define membership requirements and dues, as deemed necessary and appropriate.

- Actively recruit new players, subject to any Board-approved upper limit.
- Conduct an annual election process for Board membership.

The Board may delegate some tasks to qualified individuals, but the delegates remain responsible to the Board and shall provide reports of their activities as required by the Board.

Board Chairman

The Chairman shall serve for a term of one calendar year, with no term limits, and shall speak for the Board.

Vice Chairman

The Vice Chairman shall serve for a term of one calendar year, with no term limits, and shall act on behalf of the Chairman during the Chairman's absence.

Secretary

The Secretary shall serve for a term of one calendar year, with no term limits, be the focal point for correspondence, and shall take minutes at Board meetings.

Treasurer

The Treasurer shall serve for a term of one calendar year, with no term limits, and shall manage the finances of the group. The Treasurer shall have signature authority on Delta Strummers bank checks. The Board shall authorize another Board member as a backup signatory. Expenses in excess of \$100 require pre-approval by the Board of The Delta Strummers.

Fifth Board Member

The fifth Board member shall serve for a term of one year, with no term limits. This fully-functional Board member may be asked to fill in for another Board member, and will also eliminate potential ties in Board votes.

Honorary Board Member

Past Board Chairpersons automatically become non-voting Honorary Board members. Their role will be to advise the Board and provide a historical perspective. They are welcome, but not required, to attend Board meetings.

Board meetings

Board meetings shall be held monthly, or as deemed necessary for the effective functioning of the group. An agenda shall be published in advance of the meeting. Minutes shall be recorded by the Secretary or a delegated Board member, and shall serve as a record of Board discussions and agreements.

Participation by the Music Director

The Music Director shall be invited to attend Board meetings, but may be excluded from meetings deemed to be “private”.

Election of Officers

Nominees for Board Chairman should have served a minimum of one year in another Board position.

The Board shall select a nominating committee to propose nominations for serving on the Board during the following year.

An announcement shall be made in the Delta Strummers newsletter letting members know that, if they wish to serve on the Board, they should contact the Board Chairman, Vice Chairman or a member of the Nominating Committee.

A final call for nominations shall be made during one of the October practice sessions. The call shall also be made via an email to all members.

The Nominating Committee shall compile a list of nominations and provide them to the Secretary by the end of October, in preparation for the ballot process. A “show of hands” ballot shall be conducted at a general meeting held no later than the beginning of December. Approval of the new Board members shall require a simple majority vote of the members present at this meeting.

Mid-term Election

In the event that a Board member is unable to complete their term, the Board shall recruit and elect a replacement to serve until the end of the term. The Board position will be subject to the regular election process for the next term.

Annual audit

The Board shall select and authorize an Audit Committee to conduct an annual audit of Delta Strummers prior-year finances. The Audit Committee shall be comprised of the newly-elected Treasurer and at least one non-Board member. The audit shall be conducted within the first 3 months of each calendar year, and a written report of the results shall be presented to the Board in a timely manner.

Rules of Order

The current revision of Robert's Rules of Order shall govern the conduct of general meetings and Board meetings.

Responsibility

All practice sessions, classes, public and private performances, and participation in other events are for the convenience and pleasure of members. The Delta Strummers and its Board of Directors do not assume responsibility for the well-being or safety of participants in any activity associated with the Delta Strummers.