

Constitution & Bylaws of the Barrhaven Community Concert Band Ottawa, Ontario

Version Control

February 18, 2014 -- Initial document

April 23, 2018 -- Amendment to add Article VII – Bursaries

CONSTITUTION

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CONSTITUTION and BYLAWS
of the
Barrhaven Community Concert Band

We, the representatives of a volunteer community band association in Ottawa, Ontario, do hereby resolve to constitute a charitable organization that is devoted to the preserving, promoting and perpetuating study, practice and performance of musical arts.

CONSTITUTION

ARTICLE I – NAME

SECTION 1.1

The official name of this organization shall be the Barrhaven Community Concert Band (hereinafter also referred to as the “BCCB”).

ARTICLE II – PURPOSE and ACTIVITIES

SECTION 2.1

The Purposes of the BCCB shall be:

- a. Purpose - to advance an individual’s musical talent along with the opportunity to continue his/her musical appreciation after the formal years of schooling.

Related activities - The BCCB will advertise and promote to prospective BCCB members who desire a venue for their talent and expression.

- b. Purpose - promoting, sponsoring, and participating in concerts and music related teaching seminars and related activities to benefit the communities of Ottawa.

Related activities - The BCCB will provide concerts in varied locations so as to allow as many residents as possible to attend. These performances will either be free or at a nominal charge so as not to have roadblocks to attendance. The locations to accomplish this will be in public places, senior’s homes, legion halls and religious/school locations.

c. Purpose – BCCB will strive to be ambassadors of music by arranging and/or participating in exchanges and combined concerts with like minded groups;

Related Activities – The BCCB will arrange for concerts combining the musical talents of the BCCB and other organizations such as choirs.

and such other complimentary Purposes not inconsistent with these Purposes.

ARTICLE III – SCOPE OF ACTIVITIES

SECTION 3.1

As described in the Constitution, the activities of the BCCB shall be carried on without the purpose of gain for its members, and any profits or other accretions to the BCCB shall be retained by the BCCB and used in further promoting of its purposes.

SECTION 3.2

The BCCB shall not endorse any political party or candidate for political office.

BYLAWS

ARTICLE I -- DEFINITIONS

SECTION 1.1

“performance year” means the period of time that defines one year of operation and that is September 1st of the year through until August 31st of the following year. This period of time also defines the fiscal year for financial purposes.

SECTION 1.2

“Barrhaven” means the suburban area of the city of Ottawa within the province of Ontario as traditionally defined by municipal records.

SECTION 1.3

“Member” means any person who has paid their participation fees.

SECTION 1.4

“Arm’s length relationship(s)” means individuals are NOT related by blood, marriage, business or employer/employee relationships.

ARTICLE II -- **LOGO**

SECTION 2.1

The logo shall be in such form as decided upon by the Board of Directors

ARTICLE III -- **MEMBERSHIP**

SECTION 3.1

Subject to the provisions of the Bylaws of the BCCB, membership shall be open to any individual committed to the Purposes of the BCCB.

SECTION 3.2

Individuals interested in participating in the BCCB as a musician, or in another capacity, shall be eligible for membership subject to the By-Laws and with the approval of the BCCB Board of Directors.

SECTION 3.3

There shall be a fee charged as a prerequisite for membership in the BCCB. The fee structure will be determined by the BCCB Board of Directors annually at the start of every performance year. Separate fees will be set for adults versus students or as determined necessary by the Board of Directors.

SECTION 3.4

Members who decide to leave the BCCB during a performance year may or may not have fees refunded. Each case will be considered individually by the Board of Directors.

SECTION 3.5

All new and returning members shall be required to complete a membership application when applying for membership.

SECTION 3.6

Placement of members within the BCCB organization shall be at the sole discretion of the Musical Director. Consideration will be given to a member's level of proficiency with their instrument, their ability to attend mandatory practices and events, their desired level of commitment, and the needs of the BCCB. A resume and playing audition (tape or live) may be requested at the discretion of the Musical Director to determine the applicants playing abilities.

SECTION 3.7

BCCB members may request a leave of absence from the BCCB for personal reasons, during which time their membership status shall remain unchanged. Requests shall be made to the BCCB President, and shall state the anticipated duration of the leave of absence.

The Musical Director reserves the right to request that BCCB property be returned for the duration of the absence. Upon their return, placement within the BCCB organization shall be subject to Article III, Section 3.5.

SECTION 3.8

The Board of Directors may remove any member of the Board before the expiration of his/her term of office by a resolution passed by at least two-thirds (2/3) of the votes cast at a Special Meeting of the Board called for that purpose.

SECTION 3.9

The Board of Directors may remove membership privileges of any member of the BCCB at any time by resolution passed by unanimous agreement of the Board of Directors as determined by a vote at a Special Meeting of the BCCB Board. This decision should only be made after the member has had the opportunity to present his/her case a meeting between the member and at least two Board of Directors.

SECTION 3.10

Once a member's membership privileges have been removed pursuant to the provisions of Section 3.9, the member shall be notified in writing of the removal of their membership privileges and shall return all outstanding BCCB property in their

possession within thirty business days of the date of their removal called for that purpose.

SECTION 3.11

A member who has had their membership privileges removed is entitled to a pro-rata refund of the fees paid for the current performance year.

ARTICLE IV – DIRECTORS

SECTION 4.1

The Board of Directors shall cover the following 5 Directorships:

- a. President
- b. Vice-President
- c. Treasurer
- d. Secretary
- e. Music Director

SECTION 4.2

A member may hold more than one position on the Board of Directors only if they are acclaimed to each Directorship. In any case, at no time shall the Board of Directors consist of fewer than five (5) individuals, who shall be at Arm's Length to one another by the definition of the Income Tax Act.

SECTION 4.3

The Board of Directors may solicit for and appoint other BCCB members in good standing to other Board positions as required in a given performance year.

SECTION 4.4

The Board of Directors will remain as is until any member wishes to resign his/her position, or when BCCB members feel that a board member is not fulfilling his/her role adequately.

Board members will be replaced by appointment of the existing directors, as required.

BCCB members may voice their concerns about a Board member at any time in writing to one or more Board members.

SECTION 4.5

The Board of Directors shall communicate to all BCCB members who the Board members are for a given performance year. This should be completed in September of the performance year.

SECTION 4.6

The Board shall have ultimate responsibility for the operation of the BCCB organization.

SECTION 4.7

The Board of Directors shall meet at least quarterly, or more frequently if warranted.

SECTION 4.8

A quorum of the Board of Directors shall consist of at least three Directors.

SECTION 4.9

The **President** shall be responsible for the leadership and overall day-to-day operations of the BCCB and shall liaise with the **Vice President** or other Directors as required. He or she shall be responsible for determining meeting dates for the Board and the availability of adequate members to meet BCCB engagements.

SECTION 4.10

The **Vice President** shall assume leadership if the President is unavailable. He or she shall also maintain the official roster of BCCB members and may assume other roles as determined by the President or other Directors.

Section 4.11

The **Treasurer** shall be responsible for all finances of the BCCB organization, but may delegate administrative tasks to other Directors at his or her discretion. He or she shall maintain an accurate accounting of the BCCB's finances and assets, and shall ensure that all other financial obligations are met on behalf of the BCCB.

Section 4.12

The **Secretary** shall be responsible for the accurate recording of all matters discussed at Board or member meetings. The Minutes from all meetings should be distributed to all in attendance. The Secretary would be one source for all revised or finalized documents.

Section 4.12

The **Musical Director** shall be responsible for the selection of music and for the efficient running of practices and concerts. He or she shall exhibit the leadership and dedication to challenge and motivate the members through his/her love of the music arts.

Section 4.13

The Board of Directors may, at its discretion, assign any duties not otherwise specified to members of the Board of Directors or to BCCB members.

ARTICLE V – FINANCES

SECTION 5.1

The activities of the BCCB shall be carried on without the purpose of gain for its members, and any profits or other accretions to the corporation shall be retained by the corporation and used in further promoting of its objects.

SECTION 5.2

At any given time, at least two Directors, as determined solely by the Board, shall have joint signing authority for the BCCB's finances. The Treasurer should be one of the signing authorities.

SECTION 5.3

With the exception of the President and the Treasurer, no member or individual shall have the authority to make financial commitments on behalf of the BCCB, except with the expressed advance consent of the aforementioned Directors.

SECTION 5.4

The BCCB shall maintain an operating chequing account with a chartered Canadian bank. All BCCB revenue and expenses will be processed through this account. All disbursements shall be made by cheque. The name of the chequing account may reflect the assumed name of the BCCB for ease of operations, in addition to the official name of the BCCB.

SECTION 5.5

BCCB members shall be reimbursed for legitimate expenses incurred on behalf of the BCCB, at the earliest convenience of the authorized Directors. Members shall obtain specific authorization for such expenses in advance, from a Director.

SECTION 5.6

The Treasurer shall maintain a current accounting of the BCCB's financial status using the cash method. The Treasurer shall present a statement detailing income and expenses, and the BCCB's current assets and liabilities, at the annual Town Hall Meeting.

SECTION 5.7

The BCCB's fiscal year shall end on August 31st, in any given calendar year.

SECTION 5.8

Should the BCCB cease to exist, all monies and other liquid assets shall be used to retire any debts. Any remaining fixed assets (e.g. scores, banner, or shirts) may be sold to retire any remaining debt not covered by liquid assets. If the sale of these assets is not necessary to retire debt, the BCCB will dispose of its remaining assets through liquidation or donation to a charitable organization operating in the Province of Ontario and selected by simple majority (50%+1) vote of active members.

ARTICLE VI – MEETINGS

SECTION 6.1

The BCCB should hold a minimum of two (2) Town Hall meetings with the members during the performance year. The first Town Hall meeting shall be held in the month

of September in the first week after Labour Day. The second Town Hall meeting should occur in the return to practices after the New Year.

SECTION 6.2

Town Hall meetings are deemed necessary for introducing policies and procedures as decided by the Board of Directors, for gathering information from members and for sharing the plans and ideas for the performance year.

SECTION 6.3

Members shall be notified of the date, time, and location of the Town Hall meeting in writing, verbally, or by electronic means.

SECTION 6.3

A quorum at the Town Hall meeting shall consist of the members attending. In no case shall any business be transacted with fewer than three Directors in attendance. In the event that there are three or more Directors, priority will be given to the election of new directors over any other resolution.

SECTION 6.4

Proxy voting shall not be permitted at the Town Hall meeting.

SECTION 6.5

Special Meetings may be convened by the Board of Directors to deal with urgent issues. A minimum of fourteen days advance notice, either verbal, written or electronic (unless otherwise indicated in these bylaws), shall be provided to all BCCB members, and shall include the date, time, and location of the Special Meeting, and the issue to be considered.

ARTICLE VII - BURSARIES

SECTION 7.1

The annual BCCB bursary is dedicated to the memory of Mr. ??? Nudelman, father of the founding president, and a dedicated supporter of community music.

SECTION 7.2

The annual \$500 bursary is awarded to a graduating high school student who has been a member of the BCCB for at least the last three years of high school, and who has displayed remarkable skills, dedication and willingness to assist with band tasks.

SECTION 7.3

The award recipient is selected by the BCCB Board of Directors, with assistance from the BCCB music director.

SECTION 7.5

In the event that the executive committee deems that no candidate meets the award criteria for that year, no bursary shall be awarded. In exceptional circumstances, with a unanimous decision by the BCCB Board of Directors, the time requirement could be waived, if the actions and values of a candidate are deemed significantly praiseworthy.

ARTICLE VIII – COMMITTEES

SECTION 8.1

The Board of Directors may, from time to time, at their discretion, establish and/or dissolve Committees and appoint or remove Committee members.

ARTICLE IX – CODE OF CONDUCT

SECTION 9.1

The actions of individual BCCB members reflect upon other BCCB members, and the BCCB organization. As such, it is expected and demanded that the behaviour of every BCCB member, while in uniform, be exemplary and beyond reproach.

SECTION 9.2

Public use of inappropriate or offensive language and/or gestures is unacceptable.

SECTION 9.3

Horseplay, involving instruments is unacceptable.

SECTION 9.4

Members under the age of majority shall not consume alcohol while attending events as part of the BCCB.

SECTION 9.5

No member shall possess or consume any illegal or prohibited substance while attending events as part of the BCCB.

SECTION 9.6

The Board of Directors, in its sole discretion, reserves the right to require a member under the age of 18 to be accompanied to any event by a parent or legal guardian.

SECTION 9.7

The Board of Directors shall put forth a resolution, on an annual basis, at one of the semi-annual Town Hall meetings, which will include provisions for a “Uniform Code”, that will indicate the proper attire for BCCB members for the subsequent year.

SECTION 9.8

Members are expected to participate, to the best of their ability, in all BCCB practices, performances, competitions (if applicable), fundraising, and other activities. Prospective members shall consider their ability to meet the BCCB’s expectations before making a commitment. In general, BCCB members typically attend, as a minimum:

- a. Weekly practices of 2 hours duration.
- b. Additional practices as needed for events.

With the exception of unforeseeable events such as funerals, the Board of Directors is committed to providing a minimum of four weeks notice of all events. For those events where less notice is provided, members are strongly encouraged, but not required, to attend. Recognizing the demands of family, work, school, and other interests, BCCB members are expected to attend BCCB functions, including practices and performances.

If a member cannot attend a practice or event he or she must communicate this conflict as far in advance as possible to their section leader or the current President or Vice President.

Members unable to maintain this minimum level of attendance may be reassigned to a less-demanding aspect of the BCCB organization, or may be required to resign from the BCCB. See Section 3.9 for more details.

SECTION 9.9

The BCCB encourages members' participation in other musical endeavours, including other bands, solo competition, and private engagements. However, these activities shall not interfere with those of the BCCB. In no case shall BCCB members be permitted to wear or use any item of BCCB property for any purpose that conflicts with the BCCB's activities, e.g. a BCCB member shall not wear a BCCB uniform to perform at a private function if it prevents that member from attending a BCCB event

SECTION 9.10

At the sole discretion of the Board of Directors, a resolution may be passed by simple majority vote of the Board members, that suspends membership privileges of a member for a period of thirty days, for failing to observe the above standards, or engaging in any other conduct likely to harm the BCCB or its reputation. The member may receive a verbal warning or a written warning prior to the aforementioned suspension; however, said warning is not mandatory. Continued failure on the part of a member may constitute ground for removal of membership privilege.

ARTICLE X – AMENDMENTS

SECTION 10.1

Proposed amendments to the Constitution and Bylaws of the BCCB may be put forward by the Board of Directors at the BCCB Town Hall Meeting, subject to the provisions of the bylaws. Notification of all proposed amendments shall be circulated with the notice of meeting that is sent out for a Town Hall meeting. To take effect, the proposed change requires the consent of a three-quarters (75%) majority of the voting members present at the Town Hall Meeting.

SECTION 10.2

The Board of Directors may pass a resolution by unanimous vote that allows for required minor amendments to the Bylaws in order to provide for the smooth

operations of the BCCB. Such amendments should not alter the pith and substance, nor force and effect of any Bylaw proposed to be amended.

SECTION 10.3

Any BCCB member may propose an amendment to the Bylaws, which shall be considered at the next meeting of the Board of Directors. The amendment may be in the form of a new article, and addition or modification to an existing article, or a deletion of an existing article. The proposed amendment shall be submitted in writing to the Board of Directors, signed by the member proposing the amendment, and must bear the signatures of at least two additional members in support of the proposal. The Board must pass said resolution by simple majority (50%+1).

SECTION 10.4

The Board of Directors, at its sole discretion, may defer the proposed amendment for debate and voting at the next Town Hall meeting, or call a Special Meeting for the specific purpose of debate and voting. In any case, the member submitting the proposal shall be advised in writing sent via registered mail of the action taken by the Board of Directors.

ORIGINAL DOCUMENT

DECLARATION

We do hereby adopt, enact and accept this Constitution and Bylaws,
at our Board of Director meeting, held this tenth of day of February, 2014
in the city of Ottawa, Ontario.

PRESIDENT

Name LISA NUDELMAN Signature 

VICE-PRESIDENT

Name Lisa Hazel Signature 

TREASURER

Name Glenn McDougall Signature 

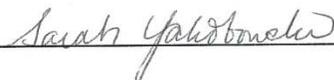
SECRETARY

Name Colin Kealty Signature 

MUSICAL DIRECTOR

Name Stephen Szabo Signature 

Witnessed by two members of the BCCB in good standing:

Name Sarah Jakobowski Signature 

Name Roxanne Delmage Signature 