

*Bylaws*

*Of the*

*Marching 100 Alumni Band Association, Inc.,  
Atlanta Chapter*



*Adopted September 10, 2010*

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# **Bylaws of the Marching 100 Alumni Band Association, Inc.**

## **Article I: Name**

The name of the organization shall be the Marching 100 Alumni Band Association Incorporated, Atlanta Chapter.

## **Article II: Purpose**

The Marching 100 Alumni Band Association (hereinafter the Chapter) has been organized for the following purposes:

- To strengthen and extend relationships among the alumni and friends of the FAMU band programs.
- To increase the visibility and enhance the image of the FAMU bands alumni.
- To assist the FAMU band programs in its recruitment efforts.
- To provide financial support to the FAMU band programs.
- To expose the community to music education through various programs and outreach efforts
- To support the goals and objectives of the Marching 100 Alumni Band Association

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

## **Article III: Offices**

**Section 3.1 Address** - The principle office of the Chapter shall be in the city of Atlanta.

**Section 3.2 Offices** - The Association may have offices at such other places as deemed necessary by the Board of Directors of the Association.

**Section 3.3 Registered Agent** - The Registered office of the Association shall be established and maintained at 2377 Emerald Ridge Loop, Tallahassee, FL 32303.

## **Article IV: Membership**

**Section 4.1 Classification** - There shall be 3 (three) classes of membership: regular, associate, corporate.

**Section 4.1.1 Regular** – Any person who participated in any of the FAMU band programs for at least one semester is eligible for regular membership in the Chapter. Membership dues will be \$75.00 per year. (*\$100 per year starting July 1, 2009.*)

**Section 4.1.2 Associate** – An Associate Member shall be:

- The spouse of a regular member.
- Any person who has been awarded honorary membership to the FAMU band programs.
- Any person who did not participate in any of the FAMU Band programs, but is desirous of supporting the Chapter.

**Section 4.1.2.1 Provisions** - An Associate Member shall be entitled to all benefits and privileges of the Chapter, vote on Chapter matters, hold office, and serve on committees. Associate Members can not hold the office of President or Vice-President and can not account for no more than two (2) chairs or offices. Associate Members will need to be sponsored by a regular member, be approved by the Executive Committee, and can only be eligible for membership renewal without sponsorship in subsequent, continuous years. Membership dues will be \$75.00 per year. (*\$100 per year starting July 1, 2009.*)

**Section 4.1.3 Corporate** – A Corporate Member shall be any corporation showing a sincere desire to further the goals and vision of the Chapter. The minimum membership dues amount will be \$1,000.00 per year. The corporate member's application will be submitted to the Board of Directors for approval at the next meeting immediately following such a proposal.

**Section 4.2 Good Standing** – A member of the Chapter is considered to be in good standing if he or she has no outstanding or pending disciplinary actions, expulsions or suspensions, and has paid their yearly dues in full, as prescribed by these Bylaws and owes no other outstanding debt to the Chapter.

**Section 4.3 Late Fees** – If any, late fee amounts and dates will be decided upon by the Executive Committee.

**Section 4.4 Change in Membership Dues** - Change in membership dues must be approved during the annual meeting one fiscal year prior to the change taking place.

#### **Section 4.5 Membership Card**

**Section 4.5.1 Issuance** - All Regular Members, Associate Members, and Corporate Members shall be issued a membership card to expire at the end of the twelve-month period following the fiscal year in which their membership dues were received.

**Section 4.5.2 Possession** - Possession of a membership card or receipt of contribution shall be required of Regular Members, Associate Members, and Corporate Members to participate in activities held exclusively for the financial membership.

### **Article V: Voting**

Each member of the chapter in good standing shall be entitled to one vote, in person or by proxy. Any member voting by proxy shall designate in writing the member in good standing who shall cast their vote. The written proxy shall be signed and dated by the member voting by proxy. An appointment of a proxy is not valid after 11 months following the date of its execution unless otherwise provided in the proxy.

The vote for officers or any other question that comes before the chapter at a general meeting of the Chapter shall be by ballot. All elections for officers shall be decided by plurality vote. Elections of officers and all other questions are to be decided by a simple majority unless otherwise provided for in these bylaws.

#### **Section 5.1 Election of Officers**

**Section 5.1.1 Officers** - All Officers of the Chapter shall be elected by Regular Members, Associate Members, and Corporate Members every other year.

**Section 5.1.2 Eligible Voters** - To be eligible to vote for the officers of the Chapter, the Regular Members, Associate Members, or Corporate Members must be in good standing at the time of voting.

#### **Section 5.1.3 Nominations** -

- Each candidate must be nominated by a member in good standing of the Chapter.
- The candidate will be given one week to accept the nomination.
- All candidates for offices must be in good standing by July 1, or the close of nominations, whichever comes first.

#### **Section 5.1.4 - Vacancies** –

- Any vacancy occurring in an elected office, with the exception of President and Vice-President, shall be filled by an individual receiving a majority of the votes of the Executive Committee.

- In the event of the President's inability to serve:
- The Vice-President shall assume the office of President for the remainder of the term.
- The vacancy of the Vice-President shall be filled by an individual receiving a majority of the votes of the Executive Committee.

**Section 5.1.5 Official Ballot** - The Membership Committee shall prepare the official ballot after considering all the nominations received from the membership, but shall not be required to place any particular name on the official ballot. The official ballot shall include space for write-in candidates and shall be mailed to all eligible voters not less than 45 days prior to the date of Elections, to be determined by the date of the fall meeting.

*Note: Write-In Candidates must be financial by July 1.*

**Section 5.1.6 Return Ballot** - All ballots must be returned through the US Postal Service Mail, or delivered in person, so as to arrive in the Chapter's designated location at least one day prior to the time of voting. **THE SEALS ON THE ENVELOPES OR FOLDERS SHALL NOT BE BROKEN UNTIL THE ELECTION HOUR OF THE FALL MEETING.**

**Section 5.1.7 Declaring the Winner** - The person receiving the highest number of votes from among that cast for a particular office will be declared the winner for the office. Such a declaration will be made by the Membership Committee after all ballots have been counted and such declared winners will be presented to the Board of Directors for ratification.

*Note: Candidates for the office of President and Vice-President must be a former member of a FAMU Band program, and a member of the Chapter for the year prior to running for office.*

## **Section 5.2- Qualifications**

President – Must have attended at least one of the two annual meetings in the past two years.

Vice-President – Must have attended at least one of the two annual meetings in the past three (3) years.

**Section 5.3 - Installation of Officers** - All officers of the Chapter shall be installed after each election at the Fall Meeting. The installation shall be the last activity on the agenda.

## **Article VI: Quorum**

**Section 6.1 - Suggested Addition/Change** – The presence (in person or by proxy) of at least 4 members of the Executive Committee shall constitute a quorum at any properly called meeting.

## **Article VII: Officers & Directors**

**Section 7.1 Chapter Officers** - The Officers of the Chapter shall be a President, Vice-President, Secretary, and Treasurer.

**Section 7.2 – Elected Officers** - The elected officers of the Chapter shall be described below. They are to be elected by a majority vote. If no candidate for an office receives a majority vote, a run-off election will be held between the top candidates with the same vote.

**Section 7.2.1 – Policy/Provisions** – All elected and appointed officers must be available to the members by either phone or email. All elected officers shall serve two-year terms and will officially assume office on January 1. The President shall announce appointed

positions by January 31. Officers shall deliver all official documents and materials to successors within 30 days after their terms of office have ended. Failure of Chapter Officers to execute their duties or responsibilities shall be subject to discipline or dismissal by the Executive Committee.

**Section 7.2.2 – Description of Offices** – The description of officers shall serve as the duties of the officers of the Chapter.

**President** – The President is the chief executive officer of the organization and chairman of the Board of Directors. The President provides leadership & vision, proposes the direction, and ensures that the organization is working toward its stated goals.

- Shall preside over all meetings.
- Shall have the power to call all meetings except as provided otherwise in these bylaws.
- Shall be the chairperson of executive committee.
- Shall serve as ex-officio member of all other committees
- Shall have name listed on the Chapter bank accounts.
- Shall (with treasurer) co-authorize the Chapter expenditures.
- In the event of the President's inability to serve, the 1st Vice-President becomes President for the unexpired term

**Vice President** – The Vice President provides leadership support to the President, serves as the Chief Operating Officer and assists in determining the vision of the Chapter, and also provides leadership. The Vice-President also provides leadership, direction and supervision to all committee chairs when necessary, and also serves as the President's Chief of Staff.

- Shall assume all duties of president in his/her absence.
- Shall coordinate & supervise efforts of all committee chairs.
- Shall obtain committee reports of each meeting from all committee chairs.
- In the event of the President's inability to serve, the 1st Vice-President becomes President for the unexpired term

**Secretary** – The secretary is the primary record keeper of the Chapter.

- Shall keep an accurate account of proceedings of all meetings of the Chapter and the executive committee.
- Shall obtain committee reports of each meeting from all committee chairs.
- Shall compile all minutes and reports on a monthly basis and provide copies when requested.
- Shall possess contact information for all members of the Chapter.
- Shall notify and remind the appropriate people of upcoming events.
- Shall compose and distribute all necessary literature to the Chapter.
- Shall serve as chairperson of the Communications Committee

**Treasurer** – The treasurer is the chief financial officer of the Chapter and is the custodian of all cash. Along with the President, the treasurer has ultimate financial responsibility.

- Shall, with President, co-authorize the Chapter's expenditures.
- Shall have name listed on organization bank accounts.

- Shall provide financial report at all regular meetings.
- Shall maintain accurate financial records and provide quarterly documentation (bank statements, etc.) to the executive committee when requested.
- Shall make financial/tax information available for view when requested.
- Shall maintain records of financial members of the Chapter.
- Shall serve as chairperson of the Finance Committee

**Chaplain** – The chaplain provides spiritual leadership for the Chapter.

- Shall offer a blessing for all activities and gatherings.
- Shall fulfill prayer requests and forwards them to corresponding secretary for publication.
- Shall provide information regarding bereavement, illnesses and other extenuating circumstances to the Secretary and Band staff.

## **Article VIII: Committees & Duties**

**Section 8.1 - Standing Rules and Procedures** - Each standing committee will develop a set of standing rules and policies as guidelines for fulfilling the committee's responsibilities as outlined in the Bylaws of the Chapter. After approval by the Board of Directors, the rules and procedures will be adhered to by the respective committee until they are changed with the approval of the Board of Directors.

The President shall convene any new standing committees, ad-hoc committees, or sub-committees that he/she deems necessary. The by-laws must be amended if any additional new standing committees are created.

**Executive committee** – The President shall be the chairperson of the executive committee. The executive committee shall provide general leadership for the organization and shall be comprised of the President, Vice President, Secretary, Treasurer, Parliamentarian, Chaplain, and all standing and special committee chairpersons.

- Shall evaluate committee reports submitted by committee chairs before they are presented at general meetings
- Shall determine viable alternatives of voting by general membership.
- Shall compose an agenda for each general meeting.
- Shall approve a list of expenditure items for proposed annual budget.

**Membership committee** – The membership committee will assist the Chapter with organizing and implementing strategies for recruiting and retaining members on an annual basis. The committee is involved in research, development and implementation of membership benefits and incentives.

- Shall verify that all new applicants for membership meet the criteria.
- Shall maintain accurate and up to date membership records and provide information when requested.
- Shall verify that candidates for officers meet all eligibility requirements.
- Shall prepare a slate of candidates one month prior to conference/election.
- Shall be responsible for seeking new members & retaining current members through publicity, membership drives, and incentives.

**Finance committee** – The finance committee will ensure the financial stability of the Chapter through the ongoing assessment and monitoring of the annual operating budget, investment portfolio, grants and contribution activities, and annual audit report. Periodically develop, review, and/or modify financial and investment policy guidelines and financial performance benchmarks

in support of the Chapter's long-range plan. The treasurer shall be the chairperson of the finance committee.

- Shall assist in developing an annual budget.
- Shall determine feasibility of proposed budget.
- Shall prepare a quarterly schedule of cash flow to accommodate necessary expenditures.

The finance committee shall contain a *fundraising sub-committee*. The fundraising sub-committee shall research, develop, and coordinate fundraising projects to support Chapter activities and budgeted expenditures.

**Activities committee** – The activities committee is to bring people together and create fun events. A guiding principle of this committee is to make all members (both young and young at heart) feel welcome at these events and organize events that appeal to the band member population.

- Shall plan and arrange all activities.
- Shall compile a proposed annual calendar for approval by the executive committee.
- Shall seek and present community service projects for the organization.
- Shall convene conference planning, and homecoming sub-committees.

**Public Relations Committee**– The public relations committee develops a plan to provide the public with information about the Chapter and promotes its activities. It will serve as a creative resource group for ideas pertaining to public relations, marketing, and advertising and to inform key stakeholders, members and the public in general regarding issues and events affecting the Chapter.

- Shall design and implement a logo for the organization. (Implementation involves making sure that the logo is prominently displayed whenever possible to maintain level of professionalism for organization.)
- Shall design paraphernalia for the organization.
- Shall make and promote all communications it deems necessary for good public relations.
- Shall convene a web site subcommittee.

**Education Committee** – The purpose of this committee is to provide direct support to the current members of the band through financial assistance and recruitment.

- Shall actively seek qualified high school students for recruitment.
- Shall coordinate with activities committee to organize events to develop a relationship with recruited students and further expose them to the FAMU Bands.
- Shall designate committee member to be liaison with band staff in charge of recruitment.
- Shall develop, coordinate, and administer innovative scholarship opportunities for prospective students.
- Shall designate a committee member to work with the University to facilitate physical payment of scholarships.
- Shall provide a listing of job/scholarship opportunities to current members of the Chapter.

## Article IX: Meetings



**Section 9.1 - Notice of Meetings** - The secretary shall prepare a complete list of those members entitled to vote at a meeting of the Chapter, and send written or electronic notice to the members as they appear in the records of the Chapter. The notice shall state the place, date, and time of the meeting, as well as the general nature of the business to be considered.

**Section 9.2 - Monthly Meeting** - The Chapter shall meet monthly in the City of Atlanta, with the date being set by the Executive Committee. All Regular Members, Associate Members, and Corporate Members shall be eligible to participate in the Monthly Meeting of the Chapter.

**Section 9.3 - Annual Convention** - The Chapter shall meet at a time and location designated by the Executive Committee. All Regular Members, Associate Members, and Corporate Members shall be eligible to participate in the Annual Convention of the Chapter.

**Section 9.4 - Transition Meeting** - Within 45 days following an election, a newly elected President shall convene a transition meeting for the purpose of facilitating a smooth transfer of the administration from the preceding President. Attendance at the meeting will include outgoing members of the Executive Committee, newly elected members of the Executive Committee, as applicable by office, and outgoing and newly appointed standing committee chairpersons.

## **X: Scholarships**

Scholarships are at the discretion of the Atlanta chapter.

## **Article XI: Removal of Officers**

**Section 11.1 – Disciplinary Action against Officers and Members** - Disciplinary action may be taken against any officer or member who does not conform to the principles, aims, and purposes of the Chapter as set forth in these Bylaws and is guilty of conduct that is not in the best interest of the organization.

**Section 11.2 – Attendance** - Officers must attend at least 75% of the regularly scheduled meetings of the Executive Committee. Failure to do so will result in disciplinary action by the Executive Committee.

**Section 11.3 – Filing Complaints** - Three or more members of the Executive Committee must initiate a complaint against an Officer. Upon receipt thereof, the President shall forward a copy of the complaint by registered mail to the Officer involved. Said Officer shall have 15 calendar days to respond.

**Section 11.4 – Hearings** - The Executive Committee reserves the right to hear and act upon the charges and the Officer is entitled to a hearing before the Executive Committee, if desired.

**Section 11.5 – Suspensions** - The Executive Committee may temporarily suspend an officer of the organization by two-thirds 2/3 vote of the Chapter members present.

**Section 11.6 – Appeals** - The Board of Directors of the Association shall be the final level of appeal in disciplinary action. Any officer of the Chapter may be removed for violation of these by-laws, failure to perform assigned duties, misuse of funds.

**Section 11.7 - The Removal Process** - A written resolution proposing removal must be submitted to all members of the Executive Committee (except impeachment candidate). This resolution must include evidence of specific violations.

- Upon approval of the Executive Committee, removal candidate will be provided a copy of the resolution.
- The removal candidate, if deemed appropriate, may submit a written response to the recording secretary within two weeks regarding upcoming action.

- The removal resolution and candidate response will be read and discussed at the next regular meeting.
- The general membership will vote. A two-thirds majority is required. All votes are final and will take effect immediately.

## **Article XII: Compensation and Expenses**

**Section 12.1 – Salary** - No salary or other compensation shall be paid to any director, officer, or committee member of the Atlanta Chapter for performance of services to the Atlanta Chapter, but the Executive Committee may authorize the payment of reasonable out-of-pocket expenses resulting from performances of such services.

Nothing herein shall be construed to prohibit the Atlanta Chapter from entering into a contract or other business transaction with one or more of its members or any other corporation, firm, Chapter, or entity in which one or more of its officers are financially interested, provided that the following conditions exist:

- The fact of such relationship or interest is disclosed to the Executive Committee
- The Executive Committee authorizes such contract or transaction, by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors, officers or members.
- The contract or transaction is fair and reasonable as to the Chapter at the time it is authorized by the Executive Committee, or the members.

## **Article XIII: Prohibition of Dividends**

**Section 13.1 Dividends** – No part of the net earnings of the Atlanta Chapter shall be distributed as dividends to its members, directors, officers or other private person or entity. The Atlanta Chapter shall be empowered to pay reasonable compensations for services rendered and to make 13 payments and distributions in furtherance of the purposes set forth in these Bylaws and the Articles of Incorporation.

**Section 13.2 Dissolution**- In the event of the dissolution of the Atlanta Chapter the Executive Committee shall, after making provisions for the payment for all liabilities of the Chapter, dispose of the Atlanta Chapter's remaining assets in a manner exclusively for the purpose for which the Atlanta Chapter was established.

## **Article XIV: Fiscal Year**

The fiscal year of the Chapter shall begin July 1, and end on June 30 of the following year.

## **Article XV: Amendments**

The Executive Committee or any financial member may make proposals for Amendments. Proposed amendments shall be presented at any annual meeting providing a notice of the amendment has been given and the amendment distributed to the membership at least 60 days prior to the meeting in which the Amendment is presented for vote. A simple majority vote of the members present and voting at any annual meeting shall be required for adoption. No part of these Bylaws shall be amended or annulled except by the methods herein described. The Amendments of the local chapters shall not conflict with the Bylaws of the Association.

These bylaws have been received and amended. Any changes must be written and signed by both the President of the National and local chapter. Oral agreements are non-binding. If any clause in this agreement is found to be illegal, the rest of the agreement shall remain in force.

Larry D. Johnson, Jr

Larry D. Johnson Jr.