

SOUTH SUBURBAN COMMUNITY ORCHESTRA

Corporation Bylaws ratified by the SSCO membership on <TBD Date>.

ARTICLE I – NAME AND INCORPORATION

1.1 NAME:

The name of this organization is the South Suburban Community Orchestra. It shall hereafter be designated and referred to in the Bylaws as the “SSCO”.

1.2 NATURE:

The SSCO is a not-for-profit corporation, organized under the laws of the State of Colorado, and its purpose shall be wholly charitable and educational.

1.3 POLICY:

There shall be no discrimination by reason of race, creed, color, sex, national origin, or political affiliation in the organization, employment policy, contracts and the operation of the SSCO.

1.4 OBJECTIVES:

- A. To provide amateur musicians an opportunity to further their musical experience through presentation of community concerts.
- B. To promote musical interest in the southern suburban communities of the Denver Metropolitan area.
- C. To develop, encourage, and stimulate educational programs in music.
- D. To do such other acts and undertake such other enterprises as in the judgment of the Board of Directors shall tend to promote the interests and welfare of the SSCO.

ARTICLE II – BOARD OF DIRECTORS

2.0 Board of Directors (“The Board”)

2.1 Responsibilities of the Board

A Board of Directors elected by the general membership shall manage the general activities and affairs of the SSCO. The minutes of the Board of Directors will reflect all of the business conducted by the Board and will be available to all members of the SSCO.

In addition to the all the rights and privileges of General Members as outlined in section 4, members of the Board have positions and responsibilities for the leadership and direction of the SSCO. The number of members on the Board shall be determined by the Board prior to the general election each year. All Board members are expected to act in the best interests of the SSCO.

2.2 The Officers of the Board

The Officers of the Board of Directors of the SSCO shall include:

- A. The President
- B. The Vice President

- C. The Secretary
- D. The Treasurer
- E. The Librarian
- F. The Personnel Director
- G. The Public Relations Director
- H. The Bookkeeper
- I. Member(s)-at-Large of the Board of Directors

2.3 Terms of Office:

The terms of office of all Officers of the Board shall be a period of two years. The terms of office of Members-at-Large of the Board of Directors shall be for a period of one year. The terms shall begin on June 1st and expire on May 31st.

Directors may be elected to consecutive terms by the general membership.

Designated directors must fulfill all criteria for members in good standing as outlined in Section 4.

2.4 Resignation:

Any officer may resign from office at any time by giving written notice to the Board. If possible, officers shall hold their offices until their successors have been appointed and have assumed the duties of the office.

2.5 Removal of Directors and Members:

Any Director of the SSCO may be removed from office at any time by a vote of at least 2/3 of the members of the Board whenever the Board believes it to be in the best interest of the SSCO.

Any Director of the SSCO may be removed from office by a vote of at least 2/3 of the general membership of the SSCO.

2.6 Powers and Duties of Board Members:

Each Officer shall be responsible for maintaining the documentation appropriate to his or her position.

A. The President

The President shall direct and supervise the general course of business of the SSCO as its executive officer, subject to the control of the Board; and shall preside over all Board meetings. The President shall be a cosigner to the Treasurer, on SSCO accounts. The President shall ensure that a database of personnel records is maintained.

B. The Vice-President

The Vice-President shall undertake such of the President's duties as are delegated by the President; and in the absence of the President, shall assume all functions of the office of the President. In the event that the President resigns his or her office, the Vice-President shall become President, and serve out the remainder of the term for which the President was elected. The Vice-President is also a cosigner to the Treasurer on SSCO accounts.

C. The Secretary

The Secretary shall record and maintain minutes of all Board meetings and provide internal communications with the SSCO of all meetings and matters of business.

D. The Treasurer

The Treasurer shall be the custodian of the funds of the SSCO; collect dues from the general membership; maintain accurate financial records of all monies collected and disbursed by the SSCO. The Treasurer shall work with the Bookkeeper to ensure that spending is kept within the budget and report all transactions to the Bookkeeper as required to maintain accurate accounting.

E. The Librarian

The Librarian shall maintain the library of music of the SSCO, maintain an inventory of the music library, copy and distribute all parts to orchestra members, make arrangements for borrowing music from other organizations, and ensure the safe return and storage of all parts to such music.

The Librarian shall maintain a repository of historical data provided by the other officers.

F. The Personnel Director

The Personnel Director shall continue the ongoing recruitment of new orchestra members, assist in personnel issues, and coordinate the substitute list.

G. The Public Relations Director

The Public Relations Director shall be responsible for the public relations efforts of the SSCO.

H. Bookkeeper

The Bookkeeper shall be responsible for the budget and accounting of SSCO funds. The Bookkeeper shall create the annual budget, provide it to the Board for approval, provide a monthly budget and accounting report to the Board, and provide financial reports as required by law and as requested by the Board.

I. Member-at-Large

Any member of the Board who is not an Officer is considered a Member-at-Large. A Member-at-Large is expected to attend board meetings, vote on issues and assist in the general direction of the SSCO.

2.7 Elections

2.7.1 Nominations

Nominations for Officer positions and Members-at-Large of the Board of Directors shall take place prior to the General Election, per a schedule determined by the Board. Nominations may be made by any Member in Good Standing of the SSCO, and must be seconded by a member of the orchestra.

2.7.3 General Elections

Elections for the Officer positions and Members-at-Large of the Board of Directors shall be held annually prior to the last rehearsal of the season. All Members in Good Standing of the SSCO are eligible to vote in the general election.

Candidates shall be nominated for and elected for specific officer and member-at-large positions.

2.8 Meetings

Regular meetings of the Board of Directors shall take place monthly or as needed or called for by the Board. The President, the Vice-President, or any two other members of the Board may call extraordinary meetings, on a minimum notice of 7 days.

A quorum of at least 51% of the board members must be present for each Board meeting. No vote may take place without a quorum present.

All motions voted on by the Board need approval by a majority of the board in order to pass, with the exception of procedural motions (such as motions to adjourn the meeting per the Rules of Order).

Minutes of the meetings of the Board of Directors will reflect all of the business conducted by the Board.

2.9 Financials

The Board of Directors must approve all expenditures. The Board must approve the annual budget prior to the beginning of the fiscal year. The budget must always balance.

All checks written must be signed by two board members. The Treasurer, President, and Vice President, or others approved by the board, shall have signature authority on the SSCO accounts.

ARTICLE III – THE CONDUCTOR AND CONCERT MASTER:

3.1 Employment of Conductor

The Board of Directors shall be responsible for employing and discharging Conductors for the SSCO. The Conductor shall be a paid employee of the SSCO. The amount of the Conductor's stipend is set by the Board. The Conductor will be appointed for a period of office of two years, renewable indefinitely. The Board shall consider the renewal of the appointment of the Conductor at a regular meeting held between three and six months prior to the expiration of his appointment. The Board shall review the stipend of the Conductor at each renewal of appointment.

The Conductor attends Board Meetings as a non-voting participant and serves as an advisor to the Board.

3.2 Music Director's Responsibilities

The Conductor is the Music Director of the SSCO and is ultimately responsible for the conducting, selection of music and overall musical quality of the SSCO. The Conductor shall appoint principal players for each section. The Conductor shall conduct auditions if necessary, in accordance with rules established by the Board. The Conductor shall also have the right to rotate seating as needed for the good of the orchestra. The Conductor shall have the right, with the approval of the Board of Directors, to refuse or terminate membership to musicians not in good standing as described in Section 4.5.

3.3 Concert Master

The Concert Master is appointed by the Music Director. The Concert Master shall be seated first chair and Principal member of the Violin I section. The Concert Master will be paid an annual stipend to be determined by the Board and is not subject to annual membership dues.

ARTICLE III – MEMBERSHIP

4.1 Membership

The SSCO is open to any musician desiring to perform with the SSCO. All members must have adequate musical training and experience, must keep in practice on their instrument, and must have the ability to read and play the music selected by the SSCO.

4.2 Dues

All members except the Concert Master, must pay annual dues to the SSCO to assist in the cost of operations. The Board of Directors will determine the amount of the dues annually. The Board may approve the waiver of dues in cases of hardship or special circumstances. The Board shall give written notice to members who are in arrears in the payment of their dues.

4.3 Attendance

Since membership in the SSCO requires commitment from each player in terms of regular attendance at rehearsals and concerts, the Board shall establish an attendance policy for rehearsals and performances. Members must participate in a sufficient number of rehearsals prior to performances so

as to, in the opinion of the Conductor, competently perform their parts. The Board and/or the Music Director must approve any exceptions to the attendance policy.

4.4 Conduct

All members of the SSCO are expected to conduct themselves in a mature and responsible manner when rehearsing or performing. All members will be expected to maintain the rehearsal and concert spaces with the utmost respect. Violations to this requirement will result in disciplinary action by the Board and/or the Music Director.

The Board may refuse or terminate membership to any member not in good standing as described in Section 4.5.

4.5 Members in Good Standing

A member in good standing shall be defined as one who has fulfilled all of the requirements listed above. Members not in good standing may be subject to review by the Board and possible loss of or termination of membership in the SSCO. Members in good standing have the right to vote in SSCO Elections and in all votes brought to the general membership of the SSCO.

4.5 Junior Members

Junior members are Members in Good Standing of the SSCO under the age of 18. Junior members are required to have parental or guardian consent to join the SSCO. Junior members are allowed to vote in all votes brought to the general membership of the SSCO. A junior member may not be elected to or serve on the Board.

4.6 Visiting Members (Guest Performers)

Persons who are invited by the Personnel or Music Director to play with the SSCO on a temporary basis are considered to be honorary members of the SSCO and will be listed on programs as guest musicians of the SSCO. Visiting members do not pay dues and do not have voting privileges. If a visiting member wishes to join the SSCO, he or she shall be treated as any new member and shall be subject to the same rules as new members.

ARTICLE IV – AMENDMENT TO BYLAWS

5.0 Amendments to the Bylaws

Amendments to the Bylaws of the SSCO shall be approved by a majority vote of the Board. The Board's action to amend or repeal these Bylaws shall become effective only upon ratification by a majority vote of the general membership.
