

# The By - Laws of The Long Island Blues Society

## ARTICLE I - DUTIES OF OFFICERS

**PRESIDENT** - - It shall be the duty of the President to preside at all meetings of the organization, to ensure compliance with the Constitution and the By-Laws, convene special meetings of the organization and determine all committees and their chairperson with the approval of the Board of Directors.

The President shall be offered , but not required to accept , a seat on the Board of Directors for a full term upon the end of his term of office.

**VICE PRESIDENT(S)** - - It shall be the duty of the Vice President(s), in the absence of the President, to perform the duties of the President, or in any other way assist the President in the performance of the President's duties.

**SECRETARY** - - It shall be the duty of the Secretary to serve as Recording and Corresponding Secretary of the LIBS as follows:

1. Record proceedings of all meetings of the organization and the Board of Directors.
2. Issue notices of such meetings.
3. Answer communications and other correspondence.

**TREASURER** - - It shall be the duty of the Treasurer to serve as follows:

1. Receive all dues, admission fees, donations, grants and all other monies due to LIBS and deposit same in the name of The Long Island Blues Society, Incorporated. Before monies so deposited may be withdrawn, each check must be signed by the Treasurer. A second officer's signature may be required on checks over an amount to be stipulated periodically by the organization's governing body.
2. Be bonded in the amount stipulated by the President and approved by the Board of Directors, the cost of said bonding to be borne by LIBS.
3. Maintain accurate and complete books showing the financial condition of LIBS ready at all times for inspection or audit.
4. Submit reports on all financial transactions and the state of the treasury to the membership as requested by the President.
5. Present at the January membership meeting a report of receipts and expenditures for the preceding year, signed by an Auditing Committee.

## BOARD OF DIRECTORS

A Board of Directors shall be created with a number not to exceed (8) (not to include officers) whose duty will be to formulate and advise the President on policies for LIBS and administration thereof. The Board of Directors shall elect one of their members as Chairperson of the Board at their first meeting to preside over all Board meetings during the year. They shall also elect at their first meeting a Vice Chairperson to preside at Board meetings in the absence of Chairperson.

It shall be the duty of the Board to approve all individual expenses in excess of \$500.00 on behalf of the organization and to audit the finances of the organization. The Board of Directors shall appoint an Auditing Committee consisting of three (3) of its members to audit the accounts of the Treasurer of LIBS annually.

Any Board member who misses three consecutive organization meetings without explanation may be removed from and replaced on the Board of Directors at the discretion of the President and Board Chairperson.

The Board of Directors shall appoint a Nominating Committee consisting of (3) of its members to suggest a slate of officers and directors from the names put in nomination for the organization's annual elections. The Board of Directors along with the Secretary and Treasurer shall apply for and maintain 501(c)3 status as a tax-exempt corporation, making sure all necessary legal paperwork is filed when due.

## ARTICLE II - CLASSES OF MEMBERSHIP

There shall be five (5) classes of membership in the organization. The membership classes shall be:

1. Individual (Non-Musician) \$25.00 / year dues
2. Solo/Duo (Musician) \$35.00 / year dues (2 card max)
3. Band (Musician) \$50.00 / year dues (5 card max)
4. Business \$100.00 / year dues (3 card max)
5. Honorary / Free

Every candidate for membership shall sign an application form furnished by the LIBS indicating name, address, phone number, email and membership class.

The Treasurer shall record memberships upon receipt of signed applications and upon payment in full of annual membership fees.

It shall be the duty of all members to abide by the LIBS Constitution and By-Laws and to promote in every way possible the purposes and objectives of the organization.

Memberships shall run 12 months from the date of paid application.

Annual dues shall be set by the Board of Directors as required.

All members in good standing are entitled to one (1) vote in LIBS business brought before them or elections.

## ARTICLE III - MEETINGS AND RULES OF ORDER

1. The regular meetings of LIBS shall be held at a time, date and venue to be named by the Board of Directors each month. The meetings shall be opened promptly after the appointed time. In the event of the absence of the President and the Vice President(s), the Secretary, Treasurer or Chairperson of the Board may call the meeting to order. At a regular meeting, a group including three officers and/or directors and two regular members shall constitute a quorum and be qualified to transact any business which may legally come before them.

2. The conduct of all meetings shall be in accordance with the rules of order. The presiding officer will call the meeting to order and business will be conducted as follows:

Opening Roll call of officers

Reading of minutes

Reports of officers and committees

Reading of communications

Unfinished business

New business

Closing

3. Parliamentary procedure shall be governed by "Robert's Rules of Order."

## ARTICLE IV - ELECTION OF OFFICERS / DIRECTORS

1. The election of Officers / Directors shall be held every year at the March meeting. The terms of all officers shall begin following said meeting.

2. At the regular January meeting, names for candidates for all Officers and Directors for the coming year will be placed in nomination to the membership. Nominees for Directors must have been a member of LIBS in good standing for a period of two years. Nominees for Officers must have been a member of LIBS in good standing for two years and served on the Board of Directors or as a committee chairperson for one year. Nomination may be made by any member in good standing. Nominees shall be present to accept or decline nomination. Those who are not present may be nominated by submitting to the officers a written nomination, signed by the nominee and indicating a willingness to serve, such written nominations may be submitted at the meeting, or received by the Secretary prior to the meeting.

3. In February notification will be sent listing nominated candidates to the membership, and an official absentee ballot shall also be printed, including full instructions for completion and submission.

4. The election of officers will take place at the regular March meeting in a written vote, and via absentee ballots received in advance and counted at the meeting. Successful candidates must receive a plurality of all members voting in person or by absentee ballot.

5. The Board of Directors shall make any rules necessary to ensure a fair election, but not contrary to the provision of the By-laws.

6. In case of death, resignation, neglect, or failure to act of any elected officer, as determined by the Board of Directors, the Board of Directors shall appoint an officer to fill the vacancy during the interim prior to the next election of the position vacated.

7. Officers and Directors shall be divided into classes. The number of Officers and Directors shall be such that at the first March meeting one-half of Officers and Directors shall be elected to serve one year and one-half will be elected to serve two years. Then, upon expiration of term of each the new Officers and Directors shall be elected for a full two year term.

## **ARTICLE V - COMMITTEES**

1. The President shall appoint all Committees and Committee Chairperson with the approval of the Board of Directors.
2. The Committee Chairperson will be responsible for calling committee meetings and to carry on such activities as may be delegated to them by the Board and submit written or verbal reports to the Board as deemed necessary.
3. No action by any member, committee Director or Officer shall be binding upon, or constitute an expression of, policy of the LIBS until it shall have been approved or ratified by the Board of Directors.
4. Committees shall be discharged by the President with the approval of the Board of Directors when in their opinion, it is deemed wise to discontinue the the committee.

## **ARTICLE VI - ADMINISTRATION OF FUNDS**

1. All funds received from dues, admission fees or any other source whatsoever shall be deposited by the Treasurer in one or more Federally Insured local banks in the name of the organization, to be withdrawn for LIBS expenses, investment or any other purpose only by check signed by the Treasurer, and by a second officer as required by ARTICLE I above.
2. The President shall have the authority to approve operating expenses for the organization up to a maximum approved by the governing body annually. The Board of Directors shall have the power to authorize expenses over said amount.
3. Current expenses for any purpose shall not normally exceed annual income except in emergency situations as authorized by the membership. Should extraordinary or unforeseen circumstances require expenditures in any one year in excess of the annual income of the organization, the deficiency may be made up by pro-rata assessment on all members, or by such other means as LIBS in regular meetings may decide by majority vote of members present.
4. All expenditures must be presented in voucher form with all items properly listed by the Treasurer. Before any bill may be paid, the signature of the President or Chairperson of the Board of Directors, depending on the dollar amount of the bill, must appear on the voucher authorizing payment.
5. The annual audit of LIBS funds shall be published to the membership annually.

## **ARTICLE VII - REPEAL AND AMENDMENT OF CONSTITUTION AND BY-LAWS**

On any question to repeal, alter, add to or amend any Articles of the Constitution or By-laws of the LIBS, a vote shall be taken by printed ballot with provision for a "yes" or "no" vote, in accordance with the following procedures:

1. A proposal to repeal, alter, add to or amend an Article of the LIBS Constitution or By-laws must be in the form of a resolution in writing submitted by five (5) members in good standing bearing the signatures of the proposers and the date of submission.
2. All such proposals may be submitted at any time.
3. The Secretary will prepare and mail to all members in good standing a special bulletin containing all proposals, names of proposers, date, time, and place for voting on the proposals. The special bulletin will advise the membership of the procedure for obtaining an absentee ballot.
4. The above special bulletin will be mailed to all members in good standing at least thirty (30) days prior to the date of the meeting at which the proposals will be read to the membership. The mailed special bulletin shall be considered the first of two (2) required readings of the proposals before the membership.
5. Upon no conditions shall the required second reading of the proposals and the voting on the proposals be conducted at the same meeting.
6. Any member in good standing may submit a written request for an absentee ballot to the Secretary signed, dated, and postmarked no later than fifteen (15) days before the meeting at which the ballots will be counted.
7. The Secretary shall receive, record, and submit all sealed absentee ballots to the committee counting the ballots when the ballots are counted at the regular or special meeting called for that purpose. Every absentee ballot shall be so identified with "Absentee Ballot" written thereon.
8. All other ballots shall be cast in person by each member attending the meeting for that purpose. No member may cast a ballot for any other member.
9. A two-thirds (2/3) affirmative vote of the total ballots cast will effect the adoption of any proposal to repeal, alter, add to or amend any Article of the LIBS Constitution or By-laws.
10. Any resolution so adopted shall become effective as of the date of the next regular monthly meeting of the organization following the election, unless otherwise stipulated in the resolution itself. Notice and publication thereof shall appear in the next LIBS newsletter following the election.

## **ARTICLE VIII - NONDISCRIMINATION**

The organization shall not discriminate in matter of membership, office, communications nor any other matters whatsoever related to the conduct of LIBS affairs on the basis of race, creed, color, gender, disability or sexual preference.

## **ARTICLE IX - DISSOLUTION**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)3 of the Code as the Board of Directors shall determine, or to federal, state or local governments to be used exclusively for public purposes.

## **Removal Amendment:**

**Removal from Office:** Upon the motion of any member of the Executive Committee or Board of Directors, a member of the Executive Committee or Board of Directors can face removal from office for dereliction of duty or acting in a manner contrary to the best interests of the Long Island Blues Society. The motion shall require a simple majority of the combined Executive Committee and Board of Directors to pass. The officer/director facing removal shall be notified in writing of the charges against him/her, shall have an opportunity to respond to the charges, and shall answer any questions related to the charges at the next scheduled board meeting. A vote shall be taken at the conclusion of the hearing. A two-thirds vote of the combined Executive Committee and Board of Directors shall be required for removal. Any individual removed from office shall be ineligible to hold office for three years.

## **PROPOSAL # 1**

In light of recent occurrences, we the undersigned "Members in Good Standing" submit this proposal to amend the By-Laws of The Long Island Blues Society as such:

1) That the term "Member in Good Standing" be explicitly defined in the following language to absolutely reflect the intention with which it was written:

A member shall be deemed to be in "good standing" if that member has paid yearly dues within the immediately preceding twelve months, and has not voluntarily withdrawn from membership, nor has been excluded from membership for any reason.

2) That there are NO exceptions to this requirement, not even for Members of the Board of Directors or Members of the Executive Board of Directors.

3) That all being considered for an Honorary Membership in The Long Island Blues Society be brought to the Full Membership for approval of that honor.

**REVISIONS:**

**3/2008** Revised to allow for two (2) Vice Presidents and to allow for up to eight (8) Board Members.

**7/2009** Adopted REMOVAL AMENDMENT.

**9/2009** Adopted PROPOSAL #1.