

WBDI - NC Chapter Constitution and Bylaws

The purpose of the state chapter will be to encourage membership in the international WBDI organization and to promote and foster the fraternal and educational objectives of Women Band Directors International, as set forth in the WBDI Constitution and Bylaws. Each state chapter will be autonomous, but bylaws governing each chapter shall not supersede the bylaws set forth in those of WBDI International Constitution and Bylaws.

SECTION 1 - NON-PROFIT CORPORATION

The NC Chapter of Women Band Directors International (WBDI) does hereby certify:

1. The name of the Corporation shall be WBDI-NC Chapter.
2. The place in this state where the principal office of the Corporation is to be located is Huntersville, NC, of Mecklenburg County.
3. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. The names of the persons who are the initial trustees of the corporation are as follows:
 - a. Ruth Petersen – 9121 Culcairn Road, Huntersville, NC 28078
 - b. Melanie Watson – 9121 Culcairn Road, Huntersville, NC 28078
 - c. Leah Pfeiffer - 9121 Culcairn Road, Huntersville, NC 28078
 - d. Crystal Webb - 9121 Culcairn Road, Huntersville, NC 28078
 - e. Courtney Caldwell - 9121 Culcairn Road, Huntersville, NC 28078
5. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax

code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SECTION 2 - OFFICERS - TITLES

The officers of the state chapter shall consist of a President, President-Elect, Vice President, Secretary, Treasurer, Publicity Chair, and all Past-Presidents. Officers shall hold active membership in the organization. The President-Elect shall be elected for a term of two years and become President for a term of two years at the end of the two-year term as President-Elect. In the event that a President-Elect cannot assume the office of President, the President shall be elected together with the other officers that year. The Vice President, Secretary, Treasurer, and Publicity Chair shall be elected for a term of two years and may hold office for more than one term. The Executive Secretary shall be appointed by the Executive Board and may Hold office more than one term.

The corporate powers and management of this corporation shall be vested in, and exercised by an Executive Board of not less than four (4) officers. The Executive Board shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, Publicity Chair, Immediate Past-President, and all other Past-Presidents. All positions on the Executive Board, except for the President, constitute the voting membership of the Board of Directors. The President may vote if it is necessary to break a tie.

SECTION 3 - PRESIDENT

- A. Shall preside at all meetings.
- B. Shall determine a place and date for the conference meeting with the Board's approval.
- C. Shall serve as presiding officer of the Executive Board.
- D. Shall have the power to make all executive appointments unless specified otherwise herein.
- E. Shall appoint all committees, including committee chairs, except for the Nomination Committee, unless specified otherwise herein.
- F. Shall serve as an ex-officio member of all committees.
- G. Shall make interim appointments to fill vacancies during her term of office unless specified otherwise herein.
- H. Shall become immediate Past-President at the end of her term.
- I. Shall appoint a Parliamentarian.
- J. Shall appoint two members of the Executive Board to audit the books prior to the end of the fiscal year (December).

- K. Shall be the official representative for the state chapter.
- L. Shall be a voting member of the Executive Board only when necessary to break a tie vote.
- M. The President shall get board approval for all expenditures over \$400.00.
- N. Shall set a schedule of shifts for the booth at conference(s).

SECTION 4 - IMMEDIATE PAST-PRESIDENT

- A. Shall be a voting member of the Executive Board.
- B. Shall serve as the chair of the Nomination Committee and shall confer with the President and President-Elect along with the Past Presidents in deciding upon a slate of officers for the coming term.
- C. Present a slate of officers to be voted on at the yearly business meeting, preferably in the fall.
- D. Shall serve as the chair of the Awards Committee with the recommendations to the Executive Board.

Other duties and responsibilities:

- A. The slate of officers should be set and presented at the summer Executive Board Meeting for approval.
- B. Be available to assist the current President as requested.
- C. If attending, will work at least one shift at the booth at the annual conference(s).

SECTION 5 - PRESIDENT-ELECT

- A. Shall perform the duties of the President in the event of her absence or incapacity.
- B. Shall become President at the end of her two-year term as President-Elect.
- C. Shall be elected by the membership.
- D. Shall be a voting member of the Executive Board.

Other duties and responsibilities:

- A. Assist the President with committees as directed.
- B. Attend all Executive Board and General Membership meetings.
- C. If attending, will work at least one shift at the booth at the annual conference(s).
- D. Work with the President in preparation for her term as President.
- E. Obtain articles for the Woman Conductor.

- F. Assist the Vice-President in contacting delinquent members and those who sign the guest books at Midwest and other conferences.
- G. Assist the President as requested with organization and implementation of conference meetings and the booth.
- H. Select committee chairs prior to taking office in December.

SECTION 6 - VICE PRESIDENT

- A. Shall be elected by the membership.
- B. Shall be a voting member of the Executive Board.

Other duties and responsibilities:

- A. Send certificates and membership cards to the new members along with a welcome letter. Notify the State Representative (Chapter President) when a new member from the state joins WBDI.
- B. Coordinate with the Executive Secretary and the President Elect to notify delinquent members.
- C. Write or obtain articles for the inclusion in The Woman Conductor.
- D. If attending, will work at least one shift at the booth during the annual music conference(s). Take the completed sheets from the guest book after the booth to send out letters to those who signed the guest book.

SECTION 7 - SECRETARY

- A. Shall be elected by the membership.
- B. Shall be a voting member of the Executive Board.

Other duties and responsibilities:

- A. Shall keep attendance at all General Membership and Executive Board Meetings. Email the minutes to the Executive Board members in a timely manner.
- B. Shall keep accurate minutes of all Executive Board and General Membership Meetings. All minutes are property of the corporation and shall be available for inspection by members upon written request and kept by the Secretary with a copy sent to all Executive Board members.
- C. Shall maintain copies of State Meeting Minutes.
- D. Immediately following any meeting, prepare a "North Carolina Member News" Report for inclusion in The Woman Conductor.

- E. Compile the Committee Reports for the Executive Board and General Membership Meetings. Remind Committee Chairs to submit the reports by June 1 and November 15.
- F. If attending, will work at least one shift at the annual music conference(s).
- G. Prepare and distribute correspondence as directed by the President.

SECTION 8 - TREASURER

- A. Shall be elected by the membership.
- B. Shall be a voting member of the Executive Board.
- C. Shall be the custodian of all monies received from any source and shall deposit them in a checking or savings account in a bank protected by the FDIC.
- D. Shall pay all bills incurred during her term of office, and keep an accurate record of all monies received and expended. This record shall be the property of the Chapter and shall be produced for inspection immediately on demand by the President or any voting member of WBDI.
- E. No request over the sum of \$200.00 may be paid out without the approval of the Executive Board.
- F. Shall prepare an annual report for the annual conference meeting. (If more than one conference meeting is held, a semi-annual report will need to be completed.)
- G. The books shall be closed at the end of the fiscal year, and shall be presented at the annual clinic so they can be audited by two (2) members to be selected by the President.
- H. Shall collect registration fees and monies at all conferences and meetings.
- I. Shall have dues information included in a notice to members prior to the end of December.
- J. Shall keep an accurate membership directory.
- K. If attending, work at least one shift at the annual music conference(s).

SECTION 9 - PUBLICITY CHAIR

- A. Shall be elected by the membership.
- B. Shall be a voting member of the Executive Board

Other duties and responsibilities:

- A. If attending, work at least one shift at the annual music conference(s).

- B. Immediately following any meeting, prepare a “North Carolina Member News” report and distribute information to the editor of The Woman Conductor.
- C. Distribute member news and publicity to social media.

SECTION 10 - DISSOLUTION

In the event of dissolution of the STATE CHAPTER, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the chapter, dispose of all of the assets of the chapter exclusively to, and for the purposes of, the Women Band Directors International Corporation.