

By-Laws of the Cheez Land Uke Band Onalaska, WI. 54650

Article 1 GENERAL

- 1.1 This organization shall be known as the Cheez Land Uke Band and hereinafter referred to as the CLUB.
- 1.2 Mission Statement:
The Cheez Land Uke Band is a non profit organization that encourages the playing of the ukulele to promote fun and fellowship. The CLUB provides the format and structure to do so through teaching, practicing, performing and educating the members.
- 1.3 Additions, deletions or changes to the By-Laws of the CLUB may be submitted by any member in good standing in writing at any membership meeting and shall be voted upon at the next following membership meeting. Modifications to the By-Laws shall require a favoring vote by two-thirds of the members in good standing, present and voting, or by signed proxy. Modifications shall be presented in the notice of the meeting at which they will be voted upon. The CLUB shall be dissolved only by a favoring vote of two-thirds of members in good standing, at a membership meeting, where notice of said purpose has been provided.
- 1.4 Upon dissolution of the CLUB, all assets will be liquidated according to the directions of the Board of Directors subject to compliance with applicable state laws.

Article 2 BOARD OF DIRECTORS

- 2.1 The Board shall be comprised of the seven officers of the CLUB as specified in Article 3 of these By-Laws.
- 2.2 The CLUB shall meet only at Board approved locations and dates. Board meetings will be announced and are open to the general membership.
- 2.3 The board shall make policy about the collection and distribution of funds and establish rules for the use of any and all CLUB assets.
- 2.4 The Board shall maintain a membership list, financial report and a list of CLUB assets.
- 2.5 The Board shall have the authority to designate member status.
- 2.6 The Board shall have the authority to establish dues and fees for CLUB.
- 2.7 The Board shall provide a financial statement and direct an audit of the financial documentation on an annual basis.
- 2.8 The Board shall have the sole responsibility for CLUB decisions involving the CLUB. Board Members shall be allowed to vote approval or disapproval on any CLUB activities. Any decision effecting CLUB shall have to have a majority approval by the Board.
- 2.9 The Board shall have the authority to establish positions of responsibility and shall create a job description for each position.

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- 2.10 Four members of the seven member Board shall constitute a quorum for conducting CLUB business.
- 2.11 The Board shall be responsible for the administration of the business of the CLUB.

Article 3 OFFICERS

- 3.1 All officers of the CLUB shall be members in good standing selected by a majority ballot vote of those members in good standing, present and voting, or by signed proxy, at the annual meeting. The original CLUB officers shall be appointed by the CLUB Leadership Team that was formed to organize the CLUB.
- 3.2 The terms of the officers shall normally be two years. Terms should be staggered to avoid a complete change out of the board membership. Officers may serve more than one consecutive term of office.
- 3.3 No person shall be elected to more than one officer position concurrently but may fill additional committee positions as the need occurs.
- 3.4 Vacancies shall be filled by special election at the next following membership meeting to complete the un-expired term of the office vacated.
- 3.5 Officers may be removed from office by two-thirds vote of the membership in good standing present and voting, or by signed proxy, at a membership meeting.
- 3.6 **President**
The President shall be responsible for conducting the Board meetings in an organized manner. The President shall have the authority to appoint individuals to temporary assignments for the benefit of the CLUB. The President shall present the Secretary's report and Treasurer's report at each monthly board meeting for approval.
- 3.7 **Vice-President**
In the absence of the President, the Vice-President shall perform the duties of the president. The Vice-President oversees the operation of the committees that are formed to benefit the CLUB.
- 3.8 **Secretary**
The Secretary shall provide a written report of board meetings in the form of minutes.
- 3.9 **Treasurer**
The Treasurer shall be responsible for all CLUB finances and accountable to the Board for all CLUB assets. The Treasurer shall provide a written report to the Board at each board meeting.
- 3.10 **Music Director**
The Music Director is responsible to ensure that all music used by the CLUB is technically correct and is distributed to all the appropriate members of the CLUB. The Music Director should work with the Booking Agent and CLUB Coordinator to plan CLUB events. The Music Director should be a professional musician.
- 3.11 **Two (2) Trustees of the Board**

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Article 4 MEMBERSHIP MEETINGS

- 4.1 Each membership meeting of the CLUB for conducting business, shall be called by notification to all eligible voters of the CLUB via e-mail, land mail or handouts. A minimum of a two week notice shall be required before the meeting date and an agenda for the meeting shall be given. An officer of the CLUB shall be given the responsibility for the notification.
- 4.2 Members of good standing in attendance shall constitute a quorum.
- 4.3 It shall be mandatory to hold one membership meetings per year. The Annual Meeting shall be held for the purpose of electing officers for the coming year and to discuss any recommended new procedure or general business for the consideration of the Board.
- 4.4 The Board of Directors shall call other membership meetings as required to conduct the business of the CLUB.
- 4.5 Upon receipt of a petition requesting a membership meeting and signed by (10) ten or more members in good standing a meeting shall be called within thirty (30) days.
- 4.6 A majority of those members in good standing, present and voting, or by signed proxy, shall be required to approve any resolution presented for vote, except as provided in Articles 1.3 and 3.5.

Article 5 BUSINESS

- 5.1 An annual budget shall be prepared and approved by the Board of Directors.
- 5.2 The Treasurer is authorized to distribute CLUB funds for items contained in the Board approved budget.
- 5.3 The Board of Directors is authorized to make appropriations without membership approval, the total of which shall not exceed 90% (ninety) of the amount in the treasury.
- 5.4 The Treasurer shall provide documentation for all expenditures of CLUB funds. The Treasurer shall maintain a checking account for the CLUB. Two officers shall have check signing authority. The weekly collections should be counted by the Treasurer and another CLUB member and duly processed.
- 5.5 The Board of Directors is authorized to dispose of CLUB properties.
- 5.6 Other proper and appropriate business may be presented before any membership meeting by the Board of Directors or by any member in good standing.

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Article 6 MEMBERSHIP

- 6.1 The requirements for membership in the CLUB are fairly lenient because of the nature of the CLUB. A person becomes a member in good standing and maintains that status by attending meetings regularly.
- 6.2 Members in good standing have voting rights at membership meetings specified in Article 4 for the purpose of conducting CLUB business.
- 6.3 Regular attendance at weekly sessions and membership meetings is encouraged.

Article 7 COORDINATORS and COMMITTEES

- 7.1 The Board of Directors may establish committees and appoint coordinators as necessary to meet the goals of the CLUB. The Vice President is charged with coordinating the work of the committees and making recommendations on their operation to the Board.
- 7.2 Members in good standing as well as members of the Board may fill roles as coordinators or sit on committees. There is no set term for these positions but Board approval is required for new appointments. Members may fill more than one position under this Article.
- 7.3 The number of coordinators or committees is flexible but the following positions should be filled at all times to ensure the efficient operation of the CLUB:
 - 7.3.1 **Booking Agent**

The Booking Agent is responsible for all events outside of the regular CLUB meetings. This may include investigating possible performances (GIGs) for the performance or CLUB groups, drafting contract agreements with customers and factoring the information into the CLUB calendar.
 - 7.3.2 **Event Coordinator**

The CLUB Coordinator plans the music and activities for each of the CLUB meetings, ensures that the CLUB calendar is updated and that the scheduled events support any upcoming performances.
 - 7.3.3 **Equipment Manager**

The Equipment Manager is responsible to store, transport, setup and teardown the CLUB's sound systems and to ensure that the systems are in place for GIGs and practice sessions. The Equipment Manager works under the direction of the Music Director.
 - 7.3.4 **Public Affairs Director**

The Public Affairs Director is responsible to reach out into the community through the use of photographs, news releases and updates to electronic media. This person will be required to update the CLUB's Facebook Page and website.

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Approved and Signed on (date) OCT 15, 2013 by the Officers of the Cheez Land Uke Band:

President: Bill Trubilowicz *Bill Trubilowicz*

Vice-President: Ben Olson *Ben Olson*

Secretary: Laura Moriarty *Laura Moriarty*

Treasurer: Jack Evans *Jack Evans*

Music Director: Mike Bagneski *Mike Bagneski*

Trustee: Melanie Pehling *Melanie Pehling*

Trustee: Diane Brose *Diane Brose*

