

THE LYRIC BAND OF HANOVER, PA.

Organized November 15, 1932 and chartered as a **NON-PROFIT ORGANIZATION**
by the York County Courts, Commonwealth of Pennsylvania, April 19, 1939

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CONSTITUTION AND BY-LAWS

Article I

Name and object

SECTION 1 - This organization shall be known as THE LYRIC BAND OF HANOVER, PENNSYLVANIA, Inc.

SECTION 2 - The principal, Lyric Band of Hanover Pennsylvania, Inc, herein referred to as "The Corporation" shall be located in the town of Hanover, County of York, in the Commonwealth of Pennsylvania and organized November 15, 1932 and chartered as a Non-Profit Organization by the York County Courts, Commonwealth of Pennsylvania on April 19, 1939.

SECTION 3 - The mission of the band is to be a means of outlet for those wishing to play music, and to be a medium of instruction for the purpose of bettering all who are connected with it, both individually and collectively, and to promote a musically minded spirit in the greater Hanover area.

SECTION 4 - The Lyric Band of Hanover, Pennsylvania, Inc. shall not discriminate on the basis of race, color, religion, gender, gender expression, age, national origin, disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. The Lyric Band of Hanover, Pennsylvania, Inc. is committed to providing an inclusive and welcoming environment for all members, volunteers, subcontractors, vendors, and clients.

Article II

Officers and Duties

SECTION 1 - The Executive Committee of the band shall consist of the President, the Vice-President, the Secretary, and Treasurer (or combined Secretary/Treasurer as circumstances permit). The Board of Directors shall consist of, in addition to the Executive Committee, two Managers, three Trustees, a Musical Director, and a Librarian.

SECTION 2 - It shall be the duties of the President to preside at all meetings of the band, the Board of Directors, and the Executive Committee, to appoint all standing committees, and to serve as an ex-officio member of all committees. It shall also be his/her duty to appoint an acting Secretary/Treasurer at business meetings in the absence of the Secretary/Treasurer. It shall also be his/her duty to oversee that proper licensing

procedures for fund raising activities and submission of required fees and taxes be submitted to the proper authorities.

SECTION 3 - It shall be the duty of the Vice-President to preside in the absence of the President, and to assume the duties of the President if the President becomes unable to perform those duties.

SECTION 4 - It shall be the duty of the Secretary to keep a record of all membership in cooperation with the managers, and record minutes of all business meetings; to handle all clerical work of the band and to assist any other officer in the same capacity.

SECTION 5 - It shall be the duty of the Treasurer to receive all monies, except for the Lyric Band Concert Series monies, of the band and to pay bills at the order of the Board of Directors or order of the band when authorized to do so. It shall also be the duty of the Treasurer to invest funds in an appropriate manner after consultation with the Board of Directors. The Treasurer will also coordinate efforts with the selected accountant (CPA) in the yearly audit.

SECTION 6 - The office of Secretary and Treasurer may be combined as Secretary/Treasurer as circumstances may permit.

SECTION 7 - It shall be the duty of the Trustees to keep a record of all band property and to see that all is kept in proper condition, namely; instruments, music and maintenance of the band's headquarters.

SECTION 8 - It shall be the duties of the Musical Director to have full supervision of the band at all rehearsals, concerts and parades. He/she shall co-operate with the Managers to schedule proper personnel and instrumentation for all engagements. He/she shall also report to the managers in the event he/she would be absent from any scheduled rehearsal or engagement and the Managers shall secure a suitable substitute. It shall also be the Musical Director's responsibility to foster musical growth of the organization by selecting appropriate musical programming. The Musical Director will appoint an Associate Director pending approval by the Board of Directors. The Musical Director will also appoint appropriate personnel for section leader positions

SECTION 9 (A) - It shall be the duty of the Business Manager to handle all general business functions of the organization including the accepting and negotiating of performance and other contracts. The Business Manager and Personnel Manager will be responsible for approving day to day purchases of items needed for the operation of the band and functions that the band sponsors to raise money.

SECTION 9 (B) - It shall be the duty of the Personnel Manager to handle the functions of contacting the appropriate personnel for the purpose of securing musicians for performances. This would be accomplished through the appointing of section leaders to man their assigned sections. Both the Personnel manager and Section leaders will consult with the Musical Director on personnel for performances.

The Personnel Manager will keep in contact with members as to their attendance at Rehearsals. Both the Business Manager and Personnel Manager shall act as a grievance committee to settle all disputes arising among members.

Personnel Manager would also handle the Patrons list mailing and accountability of

the Lyric Band Concert Series Account, Payment of personnel for performances, and assist the appointed individual who handles Program Booklet project.

SECTION 10 - It shall be the duty of the Librarian to care for all music belonging to the band, to attend to its proper distribution and collection. The Librarian will also appoint an Assistant Librarian pending approval by the Board of Directors.

SECTION 11 - The Board of Directors shall consist of the President, Vice-President, the Secretary/Treasurer, three Trustees, two Managers, Musical Director and the Librarian. It shall be their duties to attend the meeting as prescribed in Article III, Sections 2(A) and 2(B) of these By-Laws. They shall have general charge of affairs of the organization and determine its policies, conduct all the business of the band, except when the band meets at large or unless otherwise stated in these By-Laws. It shall be their duty to have a yearly audit prepared by a professional accountant and direct the payment of all bills, taxes, and fees; and conduct any other business that is for the good and welfare of the band unless otherwise provided for in these By-Laws.

SECTION 12 - All elected offices, except for president, shall have voting rights on the Board of Directors. In case of a tie vote the president will cast the tie-breaking vote. An Officer of the board/or person appointed to a position by an Officer of the Board may only hold one position.

Article III Meetings

SECTION 1 - There shall be one annual meeting of the members to be held during the third quarter of each fiscal year, at which meeting, officers of the band are to be elected as provided in Article VI, Sections 1 and 2 and for the conduct of any business which members care to bring before the members of the organization; excepting that the President, upon direction of the Board of Directors, shall have the right to call a special meeting of the members upon giving each member a notice in writing at least one week prior to the date and time of said meeting, and further provided that at least fifteen members may petition the President to call a special meeting, after giving at least one-week notice to all members of the time and place of said meeting. At a regular or special meeting fifteen members shall constitute a quorum.

SECTION 2 - The fiscal year shall run from October 1 until September 30 of the next calendar Year.

SECTION 3 (A) - The Board of Directors shall meet as it is deemed necessary by the President and/or the Secretary/Treasurer, the time and place to be set by the officer calling the meeting; and the members of the committee be notified either by letter, telephone, or other electronic means of communication.

SECTION 3 (B) - At any meeting of the Board of Directors, four members shall constitute a quorum.

Article IV Members

SECTION 1 - Any person of middle school age or older, expressing a desire to become a member

of the organization may apply for membership. To apply the candidate must complete a personal information application form, and be sponsored by an existing member OR be recommended by their school band director or private instrumental instruction teacher. Each candidate will be required to pass an audition, which will consist of attending and playing in a regular rehearsal session with the band, or successfully pass an audition consisting of major and minor scales, a prepared solo, and sight-reading. If the applicant successfully plays in a competent manner as determined by the Director, and managers, the applicant will then be admitted into membership after a recommendation and vote at the next Board of Directors meeting.

SECTION 2 - Current membership in the band shall be maintained by playing a minimum of four performances during a calendar year. All members are also required to help with Administrative and/or fund-raising activities for the organization. This requirement may be waived on an individual basis after review by the board of Directors.

SECTION 3 (A) - There are five (5) types of memberships in the band. They are Full Membership, Associate Membership, Life Membership, Inactive Membership, Apprentice Membership, and Social Membership.

SECTION 3 (B) - Full Membership – Full members of the band are expected to be present at every paid performance of the band, and every rehearsal in preparation for those performances. Full members have voting rights and would be notified of an upcoming events and meetings of the band. Playing the minimum number of required performances as stated in **ARTICLE IV SECTION 2** during a calendar year and fulfilling the additional requirements also stated in **ARTICLE IV SECTION 2** shall maintain full membership in the band.

Members will make their availability (or their need to be absent) known to the managers by returning their availability letters by the due date requested.

If a member intends to play a performance, they must be present at the rehearsal(s) scheduled for that performance. If they cannot attend the rehearsal, they should indicate their inability to perform that week.

If, for whatever reason, a member finds that they must be absent from a performance after turning in their availability letter, they are required to contact the managers as soon as possible to allow replacements to be found

Full members should seriously attempt to be present for community service performances or performances done as a donation to the Lyric Band (Spring Concerts, etc). Again, they should make their inability to participate known to the managers as early as possible. Spring and fall concerts typically require extra rehearsals and the member may request absence from a rehearsal by contacting the managers. Missing more than one rehearsal for one of these performances can only be done with the permission of the managers and the musical director and result in a reduction of stipend. Emergencies would obviously be accepted as an excuse for absence.

All personnel playing the performance must attend the dress rehearsal in order to play the performance.

Performers will receive a stipend for their services and are expected to be properly prepared for each performance.

Members who do not fulfill their professional obligation by being present when expected would run the risk of losing full membership, thus becoming an associate member, or possibly being dismissed in accordance with our Constitution and By-Laws.

Members who do not wish to remain a full member must make their intentions known in writing, and submit that intent letter to the band managers.

SECTION 3 (C) - Associate Membership – Associate members will have the same rights, privileges and obligations as full members, such as voting rights, attendance at meetings and/or fundraising events, and notification of upcoming events. Associate membership in the band shall be maintained by playing the required number of performances as stated in **ARTICLE IV SECTION 2** during a calendar year and fulfilling the additional requirements also stated in **ARTICLE IV SECTION 2** shall maintain full membership in the band.

Associates would also, to the best of their ability, make their availability for performances known to the band managers through the same process as the full members.

Associates will be contacted for those performances where openings exist. If they accept an engagement, they are required to attend the rehearsal(s) in preparation for that performance.

Responsibilities of attendance for Associate members are the same as for full members as listed under “Full Membership”.

Performers will receive a stipend for their services and are expected to be properly prepared for each performance.

If an opening should occur amongst the full membership of the band, all associate members of that instrument would be invited to apply for full membership in the Lyric Band. If more than one associate would be interested in an opening, an audition would be held to determine the successful candidate.

Associate members who do not wish to continue on the roster of the Lyric Band should make their intentions known in writing to the band managers.

Associate members who are not given the opportunity to perform in at least three performances would be allowed to maintain their membership by a waiver of the requirement by the Board of Directors.

SECTION 3 (D) - Life Membership – Members whose age and years of service to the band totals at least 82 are eligible for life membership. The member must have a minimum of 20 years of service.

Life members would have the same rights and privileges as full members, such as voting rights, attendance at meetings and notification of events. Life members are always welcome to attend rehearsals and play performances. When electing to perform, Life members are expected to follow the responsibilities of attendance at rehearsals in the same manner as for full members as listed under “Full Membership”.

All applications for life membership must be submitted to the Board of Directors for approval.

Life members are encouraged to participate in any fund-raising activities or hold any office within the structure of the band.

SECTION 3 (E) - Inactive Membership – Band members who wish to remain on the roster of the Lyric Band, but cannot commit to play any performances, may apply for Inactive membership. Inactive members would still have the same rights and privileges as other members, such as voting rights, and notification of and attendance at meetings of the Lyric Band.

Inactive members would not be contacted for regular performance opportunities unless a situation occurs where the need to use an inactive player arises.

Any Inactive member must notify the Band Managers or Musical Director of their intent to be considered for Associate membership. Inactive members desiring Associate membership would be required to audition as specified in the Constitution and By-Laws of the Lyric Band in order to be considered by the Music Committee.

After two (2) years, the Inactive members will be contacted by the Band Managers or Musical Director on order to determine whether they wish to remain on the membership list.

NOTE – Openings in the full membership of the band should always be filled by formal audition as specified in **Article IV Section 1** of the Constitution and By-Laws. Openings in the associate membership may be filled by a rehearsal “audition” at the discretion of the managers and Musical Director. Openings in the full membership should also be advertised publicly to ensure the best players available are being hired. The audition process would also allow for the filling of any associate membership openings and expansion of the associate membership list.

SECTION 3 (F) - Apprentice Membership – Persons who desire to join the Lyric Band may be accepted on a provisional basis, and will be listed as Apprentice members. Apprentice members will perform non stipend performances, and will rehearse/perform with the band as such until the Musical Directors and section leader are convinced the Apprentice can be admitted as an Associate or Full member.

Apprentice members will make their availability known to the Personnel Manager, who will inform the Conductor. Apprentices will participate in a minimum of one performance up to a maximum of three performances. Apprentices are expected to adhere to all requirements of membership as listed in **Article IV, Section 2**.

When the section leader and Musical Director are in agreement that the Apprentice may be granted permanent membership. The Personnel Manager and the Apprentice will be informed, and the Apprentice will be presented to the Board of Directors for approval for membership. Upon such approval, the new member will be granted full rights and privileges of Associate or Full membership as recommended by the Music committee.

SECTION 3 (G) – Social Membership – Anyone who desires may apply for a Social Membership in the Lyric Band. Social membership shall be maintained by helping with administrative and/or fund-raising activities for the organization. This type of

membership is a non-voting membership. A Social Member may be considered to serve on a standing committee.

SECTION 4 – A member who enters military service will be carried on the roster as an inactive member until the enlistment is completed. Upon returning the member will be reinstated to the membership that was held prior to military service.

Article V

Committees

SECTION 1 - The Music Committee shall consist of the Musical Director, Librarian, and the Managers. It shall be their decision to recommend new applicants for membership, purchase music for the band and report the purchase to the Executive Committee for payment.

SECTION 2 - The Ways and Means Committee will oversee the operation of raising funds that are needed to conduct the operation of the band.

SECTION 3 – The Property Committee will oversee and maintain the physical properties of the band and will be organized by the Trustees. The committee will be responsible for the transporting of equipment to and from all performances as needed. Percussion section leader will advise what equipment is needed for each performance.

SECTION 4 – The Public Relations will oversee all communications between the band and the public.

Article VI

Nomination and Election of Officers

SECTION 1 - An election of officers for the band shall be held annually during the third quarter of each fiscal year. Those chosen shall assume their duties on the first day of the next fiscal year and shall serve for a term of one year or until their successors are elected or appointed as herein provided.

SECTION 2 - The President shall appoint a nominating committee during the second quarter of each fiscal year. Additionally, nominations for each office may be made by voice from the floor or by resolution.

SECTION 3 - Nominations for each office may be made by voice from the floor or by resolution.

Article VII

Vacancies

SECTION 1 - Vacancies for any office shall be filled by the nomination to said office by a majority of the members of the Board of Directors at the next meeting after the vacancy has occurred. Said nominee shall hold office until his/her successor is elected at the next annual meeting.

Article VIII

Dissolution

SECTION 1 - This organization, The Lyric Band of Hanover, Pennsylvania, Inc. shall not be dissolved without obtaining votes by individual consent or by written consent of Nine-tenths (90%) of the then existing members.

SECTION 2 - The Corporation is organized and operated exclusively for charitable purposes (for the promotion of music and the arts) as such purposes are defined by Section 501 (c) (3) et. seq. of the Internal revenue Code (or the corresponding section of any future Internal Revenue Law of the United States). No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 Section 501 (c) (3) purposes. 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) of any political campaign on behalf of, or in opposition to any candidate for public office.

SECTION 3 - 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 corresponding section of any future Federal Tax Code) or (b) by a Corporation contribution to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

SECTION 4 - Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal Government, or to a State or Local Government, for a public purpose.

SECTION 5 - However, if the named recipient, is not then in existence or no longer a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

SECTION 6 - This Corporation shall not be permitted to do anything, which would disqualify its standings with the Internal Revenue Service as a tax-exempt organization.

SECTION 7 - This provision of the Articles of Incorporation shall be included as part of the By-Laws of the corporation and the Articles and this section that will be included in the By-Laws shall specifically state that this section may not be amended unless certain amendments are required at sometime in the future by the Internal Revenue Service in order for it to continue to be treated as a tax-exempt organization.

Article IX

Removal

SECTION 1 - The Executive Committee may remove from office, or suspend any officer from the band for neglect of duty or non-attendance at meetings, breach of trust or improper conduct while on duty. Should the officer so dealt with demand a hearing such shall be

given him/her. Request for a hearing must be made within 30 days to the Board of Directors following such action. Any notification or request must be made in writing.

Article X

Dismissal

SECTION 1 - Any member may be suspended or expelled from the band for neglect of duty or non-attendance at meetings, breach of trust or improper conduct while on an engagement, or on the band premises by the Executive Committee or the band at large. Should the member so dealt with demand a hearing, such shall be given him/her. The party considering himself/herself aggrieved must make request for a hearing to the Board of Directors within thirty days after such action. Any notification or request must be made in writing.

Article XI

Amendments

SECTION 1 - These By-Laws shall not be altered or amended unless two-thirds of the members present at any regular or special meeting vote in favor of them.

SECTION 2 - **Article VIII Section 7** of these By-Laws may not be amended unless certain amendments are required at some time in the future by the Internal Revenue Service in order for it to continue to be treated as a tax-exempt organization.

SECTION 3 - Amendments may be presented upon petition of at least fifteen (15) members, who shall direct the proposed amendments to the Executive Committee for action at the annual meeting or a special meeting called for by the President as provided for in **Article II, Section 1** of these By-Laws, and further provided that the Executive Committee may propose amendments for action thereon at the annual meeting or at a Special meeting called by the President as provided in Article II, Section 1 of these By-Laws