



**New Brunswick Band Association / L'association des
Harmonies du Nouveau-Brunswick**

Constitution and By-Laws

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MISSION STATEMENT

The mission of the New Brunswick Band Association (NBBA) / L'association des Harmonies du Nouveau-Brunswick (AHNB) is to support and advocate for community and education-based (school and post-secondary) bands, in cooperation with other Canadian band associations.

CONSTITUTION AND BY - LAWS

OPERATIONS

The New Brunswick Band Association (NBBA)/ L'association des Harmonies du Nouveau-Brunswick (AHNB) will conduct its affairs:

PROVIDED, all activities, business, promotion, and transactions are for the benefit of Members

PROVIDED, without purpose of gain to any of the Members

PROVIDED, any surplus or any accretions of the Association shall be used solely for the purpose of the Association and promotions of its mission

PROVIDED, further, that if for any reason the operations of the Association are terminated or dissolved and there remains any assets, monetary or possessions*, at that time, after satisfaction of all its debts and liabilities, shall be paid proportionally to the active membership of school, community and university bands at the time of closure of the Association. (*Refer to Appendix A for the complete division of assets.)

DEFINITIONS

1. **THE NAME** of this Association is the New Brunswick Band Association (NBBA)/ L'association des Harmonies du Nouveau-Brunswick (AHNB).
2. **THE ASSOCIATION** within this document refers to the New Brunswick Band Association (NBBA)/ L'association des Harmonies du Nouveau-Brunswick (AHNB)
3. **THE ACTIVITIES** of the Association are to be carried out primarily, but not exclusively, in New Brunswick.
4. **THE OFFICE** of the Association is the address of the President of the Association.

5. **MEETINGS** of the Association can be held in a physical or virtual setting.
- a. Open Meeting – a meeting open to all Members of the Association.
 - b. Annual General Meeting (commonly abbreviated as AGM, also known as the annual meeting) - a meeting of the general membership of the Association.
 - c. Executive Meeting – a formal meeting of the Executive of the Association, held at definite intervals to consider planning, budgetary and policy issues and major concerns or issues. This meeting can be Executive members only or, can include Regional Representatives and/or special consultants by invitation of the Executive.
 - d. Special or Extraordinary Meeting – a meeting that is outside the regular timetable of the Association’s meetings usually called to discuss something important or unusual.

SUMMARY STRUCTURE OF THE ASSOCIATION

Associate Members - Non-voting membership status.

Members – Voting membership status.

Regional Representatives – Elected, volunteer or appointed positions.

The Executive Officers – Elected, volunteer or appointed positions for President, Vice-President, Treasurer, Secretary and Past President.

The Board – Consists of the Executive Officers and the Regional Representatives.

BY- LAWS

DETAILED STRUCTURE OF THE ASSOCIATION

Refer to Appendix B for Fee Structure

ROLES AND RESPONSIBILITIES

ASSOCIATE MEMBERS

1. Associate Members are any individuals that belong to an ensemble with an active membership for the current fiscal year.
2. Associate Members may not cast a vote.
3. Associate Members of public-school ensembles will have correspondence distributed through their band director.
4. The Associate Members of the NBBA/ AHNB shall have the right to:
 - a. attend all meetings except for an Executive meeting (see Meetings above) and may attend any activities which have been sponsored by the Association.

MEMBERS

1. Members are any individuals, ensembles or corporate bodies that have an active membership for the current fiscal year. It is the responsibility of the Member to keep membership up to date.
2. The role of the Member is to voluntarily cast a vote on any issue presented by the Executive or Board. (*Refer to the Membership section below for voting and non-voting status.*)
3. Every voting Member shall have one vote. Voting may be done in person, through email and/or electronic polling.
4. There shall be no proxy votes.
5. The Members of the NBBA/ AHNB shall have the right to:
 - a. be placed on the Membership, mailing and electronic lists and are entitled to receive all information relative to the activities of the Association, including all newsletters and notices of meetings.

- b. attend all meetings except for an Executive meeting (see Meetings above) and may attend any activities which have been sponsored by the Association.
- c. be elected, appointed or volunteer for positions of the Board.
- d. request an inspection of the financial records of the Association.

REGIONAL REPRESENTATIVES

1. Regional representatives represent a community or geographic zone within the province of New Brunswick.
2. The role of the Regional Representative is to communicate with the Members (individual, ensemble or corporate) in order to provide the Members with information and promote the activities of the Association.
3. The responsibility of the Regional Representative is to report to the Executive of any feedback, suggestions, or concerns that come forward from the Members in the community or zone.

Additionally:

4. The management of the business of the Association may be shared with the Regional Representatives who, in addition to the other bodies described by these By-Laws, may exercise all such powers and business as outlined by the Association Executive Officers and directed or required by and of the Association.
5. Regional Representatives may volunteer or shall be elected by the voting Members at an AGM of the Association. Regional Representatives shall serve for a two-year term. Terms will be effective on the first day of the upcoming fiscal year.
6. If multiple candidates are available, fifty percent (50%) of the Regional Representatives shall be elected in the even numbered years; fifty percent (50%) of the number shall be elected in the odd numbered years.
7. If a zone is large (over 25,000 population), there may be more than one Regional Representative for the zone.
8. If a Regional Representative resigns from office or ceases to be a member of the Association, the vacancy thereby created may be filled by the Executive with a new Member of the Association for the unexpired portion of the term. If two or more are interested in the position, an election will be held at the next meeting.

EXECUTIVE OFFICERS

The Executive Officers of the Association shall be a President, a Vice-President, a Treasurer, a Secretary, and Past-President. The offices of Treasurer and Secretary may be combined. When possible, it is preferable to have Executive Officers from different regions, communities or zones for a “provincial” representation.

PRESIDENT

1. The Members shall elect biennially one of their numbers to be the President of the Association. The President shall have general supervision of the activities of the Association and shall perform such duties as may be assigned by the Executive from time to time.
2. The President shall set the agenda for all meetings. If there is no President or if at any meeting the President is not present at the time of the meeting, the Vice-President (or predetermined Executive designate) shall set the agenda.
3. The President of the Association shall preside as Chair at all meetings of the Association. If there is no President or if at any meeting the President is not present at the time of the meeting, the Vice-President (or predetermined Executive designate) shall preside as Chair.

VICE-PRESIDENT

1. The Members shall elect biennially from their number a Vice-President. The Vice-President shall, at the request of the Executive and subject to its directions, perform the duties of the President during absence, illness or incapacity of the President or during such period as the President may request that it be so done.

SECRETARY

1. There shall be a Secretary of the Association who shall keep the minutes of the meetings. The membership shall elect biennially the Secretary and may also elect a Treasurer of the Association to carry out such duties as the Board may assign. If the Board sees fit, the same person may hold both offices of Secretary and Treasurer.
2. The Executive may appoint a temporary substitute for the Secretary who shall, for the purpose of these By-Laws, be deemed to be the Secretary.

3. The logo of the Association shall be in the custody of the Secretary and may be affixed to any document upon resolution of the Executive.
4. Preparation of minutes, custody of the books and records, and custody of the minutes of all meetings of the Association and of the Executive shall be the responsibility of the Secretary. These duties may be shared with the President or any other member of the Executive as deemed appropriate.

TREASURER

The Treasurer shall:

1. issue an annual report at the Annual General Meeting showing current financial status and the proposed budget of expenses for the following year.
2. make a written report to the Board as to the financial position of the Association and the report shall contain a balance sheet and operating account.
3. account for and document all funds received and deposited in the Association's banking account.
4. pay, by numbered cheque, all accounts authorized by the Board.
5. keep accurate records showing: income, payments, balance, and making same available for review or verification.
6. following the Annual General Meeting, contact the Association's bank and arrange for the transfer of signing authorization as required due to a change in positions in the Executive.
7. keep the Board informed
8. of cash flow and overall financial status.
9. make recommendations to the Board in cases of negative bank balance.
10. as directed, issue interim reports.

PAST PRESIDENT

1. The role of past president is to provide continuity to the new President, Executive and Board.
2. Position of past president lasts until the current president resigns or if replaced.

THE CHAIR

1. The President of the Association shall preside as Chair at all meetings of the Association. If there is no President or if at any meeting the President is not present at the time of the meeting, the Vice-President (or predetermined Executive designate) shall preside as Chair.
2. The Chair shall not cast a vote except in the case of a tie.
3. The Chair may, with the consent of the meeting, adjourn any meeting but no business shall be transacted after any adjourned meeting, other than any actioned business as a result of the adjourned meeting. Any new business must be tabled for the next meeting and notice of such new business is given to the Members.
4. All business and proceedings conducted at any meeting shall be recorded in the minutes. If resolutions are put to a vote, the results of the vote are to be recorded in the minutes
5. Unless a poll is demanded by at least three Members, the Chair may conclude a resolution has been carried and as in the minutes of the proceedings shall be sufficient evidence of the fact, without requiring the number or proportion of the Members in favour of or against the resolution be recorded.

MEMBERSHIP

1. The subscribers to the NBBS/AHNB, and in compliance with the Constitution and the By-Laws, shall be Members of the Association, and will be entered into the Association's Membership List.
2. Membership shall be validated upon the receipt of the membership fee, either by the Treasurer or the President, which shall be determined annually by the Executive.
3. Membership is open to any individual, organization or corporation who is interested in band and band music.
4. There shall be six (6) classes of membership:
 - a. Associate Member – occurs when an individual's music ensemble becomes a Member (see Ensemble Membership). This membership is a non-voting membership.

- b. Individual Membership – is open to all individuals who follow these By-Laws. This membership is a voting membership.
 - c. Individual Student Membership – is open to all individuals who are 18 years of age or younger. If the individual is over 18 and has a valid student identification card they may also qualify. This membership is a non-voting membership.
 - d. Individual Senior Membership – is open to all individuals that are 55 years of age or older. This membership is a voting membership.
 - e. Corporate Sponsor Membership – is open to all corporations or other sponsors that are not individual, student or senior membership holders. This membership is a voting membership, however, only one representative of the corporation or sponsor may vote.
 - f. Ensemble Membership - is open to bands of New Brunswick. The director of the ensemble may have one vote. If the director is a member of the Board or has an Individual Membership, the director may choose a designate to vote for the ensemble. Membership entitles the subscriber access to promotion, features, and communication resources of the Association.
5. For the purpose of registration, the number of Members of the Association is unlimited.
6. Membership in the Association shall not be transferable.
7. Membership in the Association shall cease:
- a. upon notification to the Association by the member
 - b. if membership lapses
 - c. if the member dies

FISCAL INFORMATION

1. The fiscal year of the Association shall be the period from the 1st of April in any year to the 31st of March in the year next following.
2. The Association shall make a written report to the Members as to the financial position of the Association and the report shall contain a balance sheet and operating account.
3. The Association shall have three signing officers with any two to sign, one being the treasurer.

MEETINGS

1. An Annual General Meeting of the Association shall be held within six months after the end of each fiscal year of the Association. The timing of the AGM will be determined by the Executive of the Association.
2. At each AGM of the Association, the following items of business shall be dealt with:
 - a. Minutes of preceding AGM
 - b. Consideration of the annual report of the President
 - c. Consideration of the financial statements, including balance sheet and operating statement and the report of Treasurer
 - d. Election of Board positions
3. Meetings of the Executive shall be held at a minimum twice yearly or, whenever the business of the Association may require, as called by the President. A meeting of the Executive may be held at the close of every general or AGM of the Association without notice. Notice of all other meetings, specifying the time and place thereof shall be given either orally, or written to each Regional Representative within a reasonable time before the meeting is to take place, but non-receipt of such notice by any Regional Representative shall not invalidate the proceedings at any meeting of the Executive.
4. All other business transacted at an AGM shall be deemed to be other business and all other business will be discussed after the Election of Officers and Regional Representatives.
5. A Special or Extraordinary Meeting of the Association may be requested by the President or by another member of the Executive at any time.
6. An Open Meeting of the Association may be requested by any voting member of the Association including the President or the Executive. The requester is to submit the reason for the request to the President.
7. A minimum of three (3) days' notice of a meeting, specifying the venue (physical or virtual), day and hour of the meeting and, in the case of a Special or Extraordinary Meeting of the Association, the nature of such business, shall be given to the Members. Notice shall be sent, via email and/or social media platforms to each member of the Association at the last known contact of the member. The non-receipt of any notice by any member shall not invalidate the proceedings at any meeting.

8. Any business transacted at meetings of the Association must have majority approval to proceed (50 + 1 percent). If attendance at the meetings does not constitute a 50% representation, action items must be posted for electronic discussion and voting.
9. If a poll is required for any business or proceeding, the result of such a poll shall be recorded in the minutes and used to inform the decision for a resolution.
10. The President or, in the absence of the President, the Vice-President, or in the absence of both of them, any Executive appointed from among those Regional Representatives present shall preside as Chair at meetings of the Board.

REPEAL AND AMENDMENT OF BY-LAWS

1. The Association has power to repeal or amend any of these By-Laws by a resolution passed at an AGM or Special or Extraordinary meeting.

MISCELLANEOUS

1. The books and records of the Association may be inspected by any member of any reasonable time within two days prior to the AGM upon request.
2. Contracts, deeds, bills of exchange and other instruments and documents may be executed on behalf of the Association by the President or Vice-President and the Secretary, or otherwise as prescribed by resolution of the Executive.

APPENDIX A

DIVISION OF ASSETS

APPENDIX B

FEE STRUCTURE

1. Ensemble Membership:
 - a. Community Ensemble: \$5 per member
 - b. Post-Secondary Ensemble: free for first year then \$2 per member
 - c. School Ensemble: free for first year then \$2 per member
2. Associate Member: No cost to the individual. Covered by the Ensemble Membership.
3. Individual Membership: \$50 per year.
4. Individual Student Membership: \$30 per year.
5. Individual Senior Membership: \$30 per year.
6. Corporate Sponsor Membership: \$100+ or in-kind donation(s) .