

**Bylaws – TRIAD UKULELE CLUB OF NORTH CAROLINA Inc. of  
GREENSBORO NC**

**Established: October 8th 2019**

**IRS Tax ID 84 2624304**

**ARTICLE I – NAME, PURPOSE**

**Section 1:** The name of the organization shall be TRIAD UKULELE CLUB OF NORTH CAROLINA

**Section 2:** TRIAD UKULELE CLUB Inc. is organized exclusively for educational purposes, more specifically to educate the public about the Ukulele and its role in family cohesion and community fellowship. To produce events, workshops and youth training for future ukulele players and to promote the ukulele through advertising and public appearances.

**ARTICLE II – MEMBERSHIP**

**Section 1:** Membership shall consist only of the members.

**ARTICLE III – ANNUAL MEETING**

**Section 1:** Annual Meeting. The date of the regular annual meeting shall be set by the Board of Directors who shall also set the time and place.

**Section 2:** Special Meetings. The President or the Executive Vice President may call special meetings.

**Section 3:** Notice. Notice of each meeting shall be given to each voting member not less than five days before the meeting.

**ARTICLE IV – BOARD OF DIRECTORS**

**Section 1:** Board Role, Size, and Compensation. The Board is responsible for overall policy and directions of the Club, and delegates responsibility for day-to-day operations to the President and committees. The Board shall have up to nine (9) and not fewer than four (4) members. The board receives no compensation other than reasonable expenses.

**Section 2:** Meetings. The Board shall meet at least annually, at an agreed upon time and place.

**Section 3:** Board Elections. Election of new directors or election of current directors to an additional term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

**Section 4:** Terms. All Board members shall serve two (2) year terms, but are eligible for re-election.

**Section 5:** Quorum. A quorum must be attended by at least 20 percent of the Board members before business can be transacted before business can be transacted or motions made or passed.

**Section 6:** Notice. An official board meeting requires that each Board member have notice one week in advance.

**Section 7:** Officers and Duties. There shall be four officers of the Board consisting of a President, Executive Vice President, Secretary and Treasurer. Their duties are as follows:

- The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Executive Vice President, Secretary and Treasurer.
- The Executive Vice-President will chair committees on special subjects as designated by the Board.
- The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained.
- The Treasurer shall make a report at each Board meeting. Treasure shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

**Section 8:** Vacancies. When a vacancy on the Board exists, the Secretary may receive nominations for new members from present Board members two weeks in

advance of a Board meeting. These nominations shall be sent out to Board members with the regular board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a two-thirds vote of the remaining directors.

## **ARTICLE V – COMMITTEES**

**Section 1:** The Board may create committees as needed, such as fundraising, programs, publicity, etc. The Board Chair appoints all committee chairs.

**Section 2:** The four officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

**Section 3:** Finance Committee. The Treasurer is chair of the Finance Committee, which includes three other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget, and all expenditures must be within the budget. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

## **ARTICLE VI – AMENDMENTS**

**Section 1:** These Bylaws may be amended when necessary by a two-thirds, majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

## **ARTICLE VII – DISSOLUTION**

**Section 1:** The Corporation may be dissolved by a vote of three-quarters of the Board of Directors. Upon payment of all outstanding liabilities, the remaining assets will be donated to The United Arts Council of Greensboro NC.

These Bylaws were approved at a meeting of the Board of Directors on

## **AMENDMENTS**

### **2) Non-Discrimination Policy:**

**The Triad Ukulele Club of North Carolina** prohibits discrimination in its organization and programming on the basis of age, race, gender, religion, national origin, sexual orientation, disability or other legally protected classification.”