

NEW ORLEANS JAZZ CLUB OF NORTHERN CALIFORNIA
Chartered, State of California, January 1966
BYLAWS
(Amended 1986, 1991, 1995, 2002, 2003)

ARTICLE I NAME

Founded In May 1965 and Chartered by the State of California in January 1966, as a non-profit corporation the name of this organization shall be known as **THE NEW ORLEANS JAZZ CLUB OF NORTHERN CALIFORNIA** (hereinafter referred to as NOJCNC).

ARTICLE II OBJECTIVES

- a) Preserve, perpetuate and promote all forms of traditional jazz.
- b) Encourage appreciation of traditional jazz and disseminate historical and technical information on this art form.
- c) Hold monthly sessions featuring live traditional jazz,
- d) Educate, encourage and assist young musicians in the artform of traditional jazz.
- e) Publish a monthly bulletin (or as often as feasible) containing club news, educational articles and announcements to traditional jazz followers.

ARTICLE III MEMBERSHIP

1 Designations

- a) **ACTIVE MEMBERS** - shall be liable for dues, may attend all Club sessions at special membership rates, shall receive the monthly publication, and are eligible for Board positions.
- b) **MUSICIAN MEMBERS** - shall be liable for reduced dues as set by the Board of Directors, may attend all Club sessions, shall receive the monthly publication, and are eligible for Board positions.
- c) **SPECIAL MEMBERSHIPS** -
 - 1 **CONTRIBUTING MEMBERS** - shall have all the privileges of active members plus free admission for themselves and one guest at all regular monthly club sessions.
 - 2 **SUSTAINING MEMBERS** - shall have all the privileges of active members plus free admission for themselves and three guests at all regular monthly club sessions
 - 3 **LIFE MEMBERSHIP** - shall be an Honorary position, conferred on those individuals deemed by the Board of Directors to be qualified for such designation. Life Members have all the privileges of active members, plus free admission for themselves and one guest at monthly sessions. Life Membership in NOJCNC may not be purchased.

- 4 COMPLIMENTARY MEMBERS - may be designated by the Board of Directors. Complimentary members shall not be liable for dues, shall receive the monthly publication and shall be entitled to free admission at all regular monthly sessions. Complimentary members are not entitled to vote at general elections.

2 Dues

Membership dues for a full year shall be due and payable no later than January 1st for each year. After July 1st, membership for the remainder of the year shall be one-half of the annual membership rate.

ARTICLE IV - BOARD OF DIRECTORS

1 Composition

- a) The Board of Directors shall be composed of not less than seven (7) and no more than nine (9) persons. A quorum will be a majority of the number of persons on the Board at any given time.
- b) Composition of the Board shall include an appropriate number of persons to be elected annually, plus the immediate Past-President (such designation for one year only).
- c) Any Board member failing to attend two consecutive meetings, without due cause, may be removed from the Board by an affirmative vote of the majority of those present at a Board meeting.
- d) Any Officer or Director may be recalled by an affirmative vote of the majority of those present at a Board meeting.

2 Duties

- a) The Board of Directors shall exercise all corporate powers for this non-profit corporation and its business affairs.
- b) The Board of Directors shall meet periodically a minimum of six (6) times per year. The President may call a special meeting at any time.
- c) The Board of Directors may amend these Bylaws during any regular Board meeting, by a majority of those present.
- d) The Board of Directors shall determine the amount of annual Dues to be collected from each category of membership.
- e) Meetings shall be informal, however, Robert's Rules of Order, Revised, will govern Parliamentary procedures.

ARTICLE V - OFFICERS & DUTIES

The Board of Directors shall, at their first regular meeting after installation, elect a President, Vice President, Secretary and Treasurer.

President:

- a) Shall be the Executive Officer of this Corporation, and shall preside at all meetings.
- b) May appoint Committees in whatever capacity he/she deems appropriate.

Vice President:

- a) Shall perform the duties of the President in his/her absence.

Secretary:

- a) Shall record the proceedings of all Board meetings, as well as other matters for which a record is deemed appropriate.
- b) Shall document revisions to the Bylaws and maintain a current version of same.
- c) Shall keep and preserve all NOJCNC records.
- d) Shall handle correspondence as required for the operation of the organization.

Membership Chairman

- a) Shall keep an accurate roll of the membership
- b) Shall issue membership cards
- c) Shall receive membership dues and forward to the Treasurer
- d) Shall coordinate the mailing list with the Circulation Manager

Treasurer:**1 Duties**

- a) Shall receive dues and other funds which are part of the normal operation of the organization, and deposit such funds into the appropriate Club bank account.
- b) Shall maintain financial records and present a statement of all accounts at all Board meetings.
- c) Shall furnish records to all State, Local and Federal authorities at anytime such records are requested.
- d) Shall maintain an authorized signature card at the appropriate bank with three (3) signatures from the Board (Treasurer plus the President and Vice President).
- e) Shall make disbursements as directed by the President for expenses incurred in club business, subject to the limits of authority defined below.

2 Limits of Authority

Shall be empowered to sign checks on Club accounts up to an amount of \$1,000 for a single transaction. Over this amount, two signatures shall be required to validate checks. The second signature shall be that of the President or Vice President.

ARTICLE VI TERMS OF OFFICE , VACANCIES & ELECTIONS

1 TERMS OF OFFICE

- a) The term of office for all directors shall be two years, commencing January 1st.
- b) The office of President shall be limited to two consecutive one-year terms.
- c) Officers are elected by the Board of Directors for a term of one year with the option for re-election on January 1st.

2 VACANCIES

In the event of resignation, death or inability to serve, the President shall be succeeded by the Vice-President for completion of the elected term.

3 ELECTIONS

- 1 A slate of candidates shall be generated for upcoming vacancies that will then be voted on at the November meeting of the Board of Directors. The Secretary shall maintain the list of nominations.
 - Vacancies for directors and officers will be announced to Club members in the October Club bulletin. Members shall be invited to nominate themselves for available positions.
 - Active, Musician and Life members in good standing are eligible for Board membership (Student and Complimentary members are not eligible). Candidates for President shall have served on the Board of Directors for a minimum period of one (1) year.
 - In the event that insufficient candidates are obtained by this means, the Directors shall solicit candidates from within the membership, in all cases ascertaining the willingness of candidates to serve if elected.
- 2 Elections of new officers shall take place at the November meeting of the Board of Directors. A normal quorum shall be required for an election to be valid. Results of the election shall be published in the next monthly bulletin.

ARTICLE VII CLUB SESSIONS

NOJCNC shall hold monthly sessions, when feasible, and may sponsor special events as deemed appropriate by the Board of Directors.

ARTICLE VIII AFFILIATIONS

Within the discretion of the Board of Directors the NOJCNC may become affiliated with other Clubs/Organizations fostering traditional jazz, within the confines of the NOJCNC objectives under Article II.