

EAST CAROLINA UNIVERSITY SCHOOL OF MUSIC FRIENDS OF JAZZ

BYLAWS

Article I. Name

The name of the organization shall be East Carolina University School of Music Friends of Jazz, hereafter referred to as the Friends of Jazz.

Article II. Purpose

The purpose of the Friends of Jazz is to provide financial and other support for, and to facilitate public awareness of, the School of Music Jazz Studies Program.

Article III. Membership and Meetings

Section 1. Annual membership shall be open to the public.

Section 2. The annual meeting of the membership shall be held during the spring semester. The purposes of the annual meeting shall be to elect officers and members at large (in odd-numbered years), to vote on any recommended changes to the bylaws, to recognize retiring board members, and to transact other business of the Friends of Jazz. The President may call other general meetings of the membership.

Section 3. Notice of any meeting of the full membership shall be sent by post or electronic means to the available address of each current member no later than two (2) weeks prior to the meeting. Such notice shall contain the place, date, time, and purpose of the meeting.

Section 4. Each member in good standing shall be entitled to one (1) vote on matters brought before the membership.

Section 5. A quorum at any general membership meeting shall consist of at least twenty (20) percent of the total membership. The Secretary of the Board of Directors shall verify the required quorum to proceed with business. A majority vote of such membership quorum shall be required for any subsequent action taken.

Article IV. Officers, Board of Directors and Executive Committee

Section 1. The officers of the Friends of Jazz shall be a President, Vice President, Past President, Secretary, and Treasurer. The Treasurer, an ex-officio non-voting officer, shall be the School of Music Accounting Clerk.

Section 2. The Board of Directors shall consist of the officers, six (6) to nine (9) members at large elected by the Friends membership, and two ex-officio members: the Director of the School of Music, or designee, as a voting member, and the Director of the Jazz Studies Program, as a non-voting member.

Section 3. The Executive Committee shall consist of the President, the Vice President, the Secretary, and the School of Music Director or designee.

Section 4. The length of term shall be two (2) years for all elected officers and members at large. Terms of office shall begin at the close of the annual meeting at which they are elected. Between elections, the Board may select replacement officers and members at large, as needed, to serve until the next election.

Section 5. Meetings of the Board of Directors or the Executive Committee may be called by the President, as necessary, throughout the school year and shall be announced at least two (2) weeks in advance.

Section 6. A quorum of the Board of Directors or Executive Committee shall consist of a majority of the voting members of the defined body. A majority vote of each such quorum shall be required for any action taken.

Section 7. Should it be necessary to conduct critical business of the Board between scheduled meetings, and upon receipt of a written motion from a voting Board member and a second by another, the President may call a special Board meeting to be conducted electronically, in accordance to the following procedures: (a) the President shall notify all Board members electronically of the nature of business and provide them with the motion and the names of the mover and second; (b) a maximum of sixty (60) hours, from the time stamp on the President's notification, shall be allowed for electronic discussion of, and any necessary amendments to, the motion; copies of all such electronic transmissions shall be distributed to all voting board members; (c) upon completion of such discussion and amendment, the President shall electronically submit the final motion, for an up or down vote, to all voting Board members; (d) votes shall be sent electronically, to the President and Secretary only, within twenty four (24) hours of the time stamp on the President's request for the vote; (e) the President and Secretary shall independently tabulate voting results and resolve any discrepancies in the independent tallies; (f) the motion shall carry only if a majority of the full Board voting membership approves it; (g) the President shall report the voting results and each Board member's vote at the next scheduled Board meeting.

Article V. Duties of the Officers, Board of Directors, and Executive Committee

Section 1. The President shall call, and preside at, all meetings of the membership, the Board, and the Executive Committee. The President shall be, ex-officio, a member of all committees except the Nominating Committee.

Section 2. The Vice President shall serve as member or co-chairperson of all committees and shall chair the Nominating Committee. The Vice President shall preside at meetings in the absence of the President.

Section 3. The Treasurer shall maintain financial records and budget information. The financial records shall be housed in the Gift Records Office located in the Institutional Advancement Office. A financial report containing detailed information on all income and expenditures and the account balances will be provided at each Board meeting.

Section 4. The Secretary, or Board member designee, shall record meeting minutes of the Friends of Jazz, the Board of Directors, and the Executive Committee; shall present those minutes no later than the next scheduled meeting of the applicable group; and shall provide an approved official copy of all such minutes for the Friends of Jazz Archives, maintained in the School of Music.

Section 5. The Board of Directors shall be responsible for making the general policies for managing the affairs of the Friends of Jazz.

Section 6. The Executive Committee shall conduct urgent business as deemed appropriate.

Section 7. Use of the Friends of Jazz mailing list must be approved by the Board.

Article VI. Committees

Committees, standing or special, shall be appointed by the President or the Executive Committee as necessary to carry on the work of the Friends of Jazz

Article VII. Finances

Funds raised by the Friends of Jazz shall be deposited to a designated account for the School of Music in the ECU Foundation. The Director of the School of Music, in consultation with the Friends of Jazz Board, is authorized to make expenditures from this account. Friends of Jazz funds are to be expended only for the direct benefit of the Jazz Studies Program.