

OLYMPIA HIGHLANDERS PIPE BAND

Bylaws

(Last Amended April 2018)

Article I

(Definitions)

Section 1. The following are definitions of terms used in these Bylaws:

HIGHLANDERS means the members of the Olympia Highlanders Pipe Band

BOARD means the Corporation board of Directors (Pipe Major, Treasurer, Business Manager, and two (2) at large members)

PIPE MAJOR means the Chief Executive of the Highlanders

Article II

(Membership)

Section 1. Any person who subscribes to the purpose of the corporation, regardless of residence, creed or religion, and who will properly wear Scottish dress according to the Bylaws may be eligible for membership.

Section 2. There shall be three distinct categories of membership: Full, Associate and Honorary.

Section 3. Full membership shall be open to pipers, drummers, Scottish Highland dancers, and Drum Major who have completed eight (8) fully participating public performances within (1) year.

Full membership shall be offered only upon recommendation of the Pipe Major and confirmed by secret ballot, of the majority of full members, within thirty (30) days of recommendation. To maintain full membership status, a member shall participate in five (5) public performances of the Band within one (1) year of the annual meeting. This last requirement may be waived by the Pipe Major for extenuating circumstances.

Section 4. Any full member who resigns or leaves the band for longer than sixty (60) days, without the Pipe Major's acknowledgment, may regain his/her full member status after five (5) fully participating public performances within one (1) year, the recommendation of the Pipe Major, and confirmed by secret ballot, of the majority of full members within thirty (30) days of recommendation.

Section 5. Associate membership shall be open to pipers, drummers, Scottish Highland dancers, and Drum Major, who have not yet served one year with the corporation, including eight (8) fully participating public performances. Associate membership may also be open to other interested persons and shall be offered only upon recommendation of the Pipe Major.

Section 6. Honorary membership may be elected by the majority of full members, upon recommendation of the Pipe Major. Such membership may be offered to any person who has given unusual service to the Highlanders. Honorary membership may also be conferred upon any Highlander upon his separation or retirement from the Highlanders after unusual assistance or after ten (10) years as a participating member.

Article III

(Board of Directors)

Section 1. Any full member, in good standing, who has been a member for the immediate past year, shall be eligible to be elected to the Board.

Section 2. There shall be a Board of five (5) directors, made up of the Pipe Major, Treasurer, Business Manager and two (2) at large members, each elected for a term of one year. Nominations and election of the two Board members shall occur at the specific meeting.

Section 3. The Board shall meet at least once a year.

Section 4. The Board shall administer the affairs of the corporation. It shall carry out recommendations and instructions emanating from the Annual Meeting. It may adopt such rules and delegate such powers as are expedient and consistent with the Constitution and Bylaws. The Board shall fix the date and place of the Annual Meeting.

Section 5. Special Meetings shall be held on call of the Pipe Major, or upon request of three (3) members of the Board.

Section 6. A director may be removed from office, by two-thirds vote of the board for failure to meet membership qualifications, conduct unbecoming a member of the corporation, or malfeasance of office.

Article IV

(Meetings)

Section 1. The Annual Meeting of the corporation shall be held not later than ninety (90) days following the 31st of August each year. Date and location of the Annual Meeting shall be determined by the Board.

Section 2. Special meetings may be held on notice of the Pipe Major, or upon request of two-thirds of the full membership.

Section 3. Weekly practice sessions will be held when most convenient for the majority of the Highlanders, and at the discretion of the Pipe Major.

Section 4. A quorum shall consist of 51 percent of the full members present and voting.

Article V

(Officers)

Section 1. The officers of this corporation are the Pipe Major, Treasurer, and Business Manager.

Section 2. The Pipe Major and Treasurer shall be members of the Board of Directors and duly elected according to these Bylaws.

Section 3. The Business Manager is appointed to this position by the Board.

Section 4. The Board of Directors may appoint a Secretary to the Board.

Section 5. Appointed Officers of the corporation shall be: Pipe Sergeant, Drum Major, Drum Sergeant, Pipe Corporal, Drum Corporal, and Quartermaster. All appointments shall be made by the Pipe Major and confirmed by majority vote of full members within thirty (30) days following the Annual Meeting.

Article VI

(Duties of Appointed Officers)

Section 1. The Pipe Major shall be the chief executive officer of the corporation and shall have the following powers, duties, and obligations:

- To preside at all board meetings of Special meetings of the corporation.
- To have general charge of all business of the Highlanders.
- May delegate business and operations through the Business Manager.
- To execute, with the Treasurer, in the name of the corporation, all contracts, instruments, and obligations authorized by the membership.
- Will be one of three (3) individuals authorized to sign checks of the Highlanders
- Shall wear appropriate Pipe Major chevrons.

Section 2. The Treasurer shall have the following powers, duties, and obligations:

- To supervise the keeping of accurate financial records.
- To execute, with the Pipe Major, in the name of the corporation, all contract, instruments, and obligations authorized by the membership.
- Shall keep full and accurate accounts of receipts, monies and other valuables of the corporation in the name of, and to the credit of, the corporation, in such and may be designated by the membership.
- Shall disburse all funds of the corporation as directed by the Pipe Major taking proper vouchers for such disbursements.
- Shall provide to the Pipe Major and to the members, on demand, accounts of all transactions as Treasurer and the financial condition of the Highlanders.
- Shall, in general, perform all the duets of incidental to the office of Treasurer.
- Shall open books and accounts for audit upon demand.

Section 3. The Business Manager shall have the following powers, duties, and obligations:

- To be responsible for the general administration of the Highlanders, under the direction of the Board.
- Shall take and keep minutes of all proceedings of the Highlanders in books provided for that purpose.
- Shall attend to the giving and serving of notice of all meetings and engagements, including time, place, and other necessary performance requirements.
- Shall make inquiries as to all possibilities for engagements and shall negotiate performance contracts with persons or organizations wishing to hire the band.
- Shall collect all contributions for Highlander performances and turn such contributions over to the Treasurer within one week of receipt.

Section 4. The Pipe Sergeant shall have and be vested with all rights, privileges, and duties of the Pipe Major in the event of absence or disability of the Pipe Major and shall have such other responsibilities as may be delegated or assigned by the Pipe Major.

Section 5. The Drum Sergeant shall be responsible for the recruitment, training and department of the drum sections of the Band's parade and training units. The Drum Sergeant shall wear appropriate Sergeant chevrons.

Section 6. The Drum Major shall, by direction of the Pipe Major, assume command of the Highlanders when on parade. The Drum Major shall be responsible for the overall department, execution and instruction of the drill and shall wear appropriate Drum Major chevrons.

Section 7. The Pipe Corporal shall assist the Pipe Sergeant and wear appropriate Corporal chevrons.

Section 8. The Drum Corporal shall assist the Drum Sergeant and wear appropriate chevrons.

Section 9. The Quartermaster shall be responsible to the Pipe Major and the Treasurer for storage and issuing of corporation uniforms and equipment. The Quartermaster shall keep accurate account of cited items and wear appropriate insignia.

Article VII

(Election of Officers)

Section 1. Officers shall be elected at each Annual Meeting of the corporation. Officers shall hold office until their successors are elected and shall retire at each Annual Meeting. Officers shall be eligible for re-election. Only full members shall be entitled to hold elected or appointed offices, except for the office of Business Manager.

Section 2. Only full members shall be entitled to vote.

Section 3. Balloting shall be by secret ballot, and a simple majority of those voting shall prevail in the final result.

Section 4. Vacancies occurring during the term of office shall be filled by advancing the ranks. The Pipe Major will appoint members to fill the vacant subordinate positions confirmed by secret ballot of the majority of full members, within thirty (30) days of recommendation.

Section 5. Elected and/or Appointed officers of the Highlanders may be removed from office by a two-thirds majority vote of the full membership.

Article VIII

(Fiscal Matters)

Section 1. Dues and assessments may be levied by majority vote of full membership.

Section 2. Individual expenses shall be borne by each member, except reimbursement of actual expense for services rendered not in conflict with these Bylaws, and authorized by the Pipe Major.

Section 3. Monetary contributions derived by members for associated band activities shall be transferred to the treasurer for proper disposition.

Section 4. All disbursement checks shall be countersigned by any two (2) of the three (3) Directors.

Section 5. An annual report shall be made prior to the Annual Meeting for the immediate past year. An audit of the corporation accounts shall be prepared at the request of the Pipe Major or Board.

Article IX

(Committees)

Section 1. All corporation equipment and uniforms, whether the property of the corporation or the personal property of the member, shall be kept in the reasonable condition and be worn according to the regulation dress of the Highlanders at all times. Maintenance and care is the responsibility of each member. Violation may result in disciplinary action as set forth in these Bylaws.

Section 2. Normal wear and tear of Highlander uniforms will be replaced from corporation funds after determination of the Quartermaster and approval of the Pipe Major. Damage or loss of issued equipment will be replaced by the member.

Section 3. Normal wear and tear of personal equipment is the responsibility of the individual member.

Section 4. In the event of the dissolution of the corporation, all uniforms, equipment and liquid assets shall be disposed of in accordance with the Articles of Incorporation.

Section 5. Unless approved of by the Pipe Major, the property of the Highlanders will not be worn while performing with other organizations.

Article X

(Discipline)

Section 1. Full and Associate members of the corporation may be disciplined for failure to adhere to the Constitution and Bylaws in matters of conduct, dress code, or any other action determined as detrimental to the public image of the Band.

Section 2. Discipline may consist of suspension or dismissal. Determinations of discipline may be appealed to the Board by the member by notifying any of the corporation officers. The matter will be taken up at a Board Meeting called for that purpose, and with the member present, within thirty (30) days of filing of complaint. The member has the opportunity to appeal the complaint by presenting testimony, witnesses or exhibits as deemed appropriate. The member (defendant) may be represented by any person of his choice.

Section 3. Upon final determination of dismissal, the member shall have ten (10) days to return all corporation equipment and other properties in good, clean and repaired condition.

Article XI

(Dress Code)

Section 1. The following basic rules will be adhered to at all times:

- a. Only standard headgear of the Highlanders will be worn in uniform
- b. Shirts worn with the kilt will be in good taste
- c. When tunic is worn, all buttons (with the exception of the collar) will be buttoned. When “on parade” the collar will be fastened.

Article XII

(Amendments)

Amendments to the Bylaws may be made by a two-thirds majority vote of the full members at the Annual Meeting, or any special meeting called for that purpose, PROVIDED NOTICE BE PERSONALLY RECEIVED OR MAILED TO ALL MEMBERS, AT THEIR LAST KNOWN ADDRESS, AT LEAST 30 DAYS PRIOR TO THE MEETING. (Amendment approved)

Dated

Signature of Secretary