

TBDBITL Alumni Club, Inc.
A Not-For-Profit Ohio Corporation
A Constituent Group of
The Ohio State University Alumni Association, Inc.

Bylaws

Article I - Membership Categories

Section 1. **Members.** All persons who have been carried on the “official roster” of *The Ohio State University Marching Band* are *Members*.

Section 2. **Members in Good Standing.** All *Members* as defined in *Section 1* above, who have paid the immediately preceding or current calendar year’s dues are considered to be *Members in Good Standing*.

All *Members* who were members of *The Ohio State University Marching Band* during the previous Autumn Quarter and who have completed an annual registration form are considered to be *Members in Good Standing*, without dues requirements.

Section 3. **Life Members.** All *Members* as defined in *Section 1* above who have reached the age of 65 years shall be named *Life Members* of *The Club* as of January 1 of the year following their 65th birthday. In addition, *Life Memberships* may be awarded to other *Members* by a majority vote of the *Board of Governors* of *The Club*.

All *Life Members* who have completed an annual registration form are considered to be *Members in Good Standing*, without dues requirements.

Section 4. **Honorary Members.** Persons other than those defined in *Sections 1, 2,* and *3* above who, by their work for, or contribution to, *The Ohio State University, The Ohio State University Marching Band,* or *The Club* may, by special action of the *Board of Governors* of *The Club*, be selected for *Honorary Membership*.

Article II - Dues

Annual dues for *Members in Good Standing* shall be determined by the *Board of Governors* of *The Club*.

Article III - Membership Privileges

Section 1. All *Members in Good Standing* may participate in any voting which is brought to the *general membership*.

Section 2. All *Members in Good Standing* may participate in the *Active Alumni Band*, subject to the bylaws of the *Active Alumni Band*.

Section 3. All *Members in Good Standing* may attend meetings of the *Board of Governors*, and may bring business before the *Board of Governors*.

Section 4. All *Members in Good Standing* may serve on any committee, as a member or as chairperson.

Section 5. All *Members in Good Standing* who are members of *The Ohio State University Alumni Association, Inc.*, may be considered for membership on the *Board of Governors* of *The Club*.

Section 6. All *Members*, as defined in *Article I*, will receive the official publication(s) of *The Club*.

Article IV - Duties of Officers and Director(s)

Section 1. The *President* shall preside at all meetings of *The Club*, and shall be Chairperson of the *Board of Governors* and an *ex officio* member of all *Committees*. The *President* may serve two consecutive one-year terms, if so elected by the *Board of Governors*.

The *President* shall designate, with the *Board of Governors*' approval, an individual or entity which shall serve as the *Statutory Agent* under Ohio Law. A *Statutory Agent* shall be a resident of Ohio and change only when deemed necessary by the *Board of Governors*.

Section 2. The *Vice-President* shall assist the *President* and shall perform the duties of the *President*, at the request of the *President* or in the event of the *President*'s absence or disability. Should the *Office of President* become vacant, the *Vice-President* shall become *President* for the duration of the unexpired term.

The *Vice-President* shall be a nominee for the office of *President* at the end of the *President*'s term of office. The *Vice-President* shall serve *ex officio* as a member of the *Nominating Committee*.

Section 3. The *Secretary* shall record the minutes of all meetings of the *Board of Governors* and other such meetings as are called of the *general membership*. He or she shall send out all notices of meetings and shall send reports of all meetings and activities of *The Club* to *President/CEO* of *The Ohio State University Alumni Association, Inc.* or

the *President/CEO's designee* for publicity in *The Ohio State University Alumni Magazine*.

The *Secretary* shall assist the *President* and serve as an *ex officio* member of all committees.

The *Secretary* shall have custody of the names and addresses of *Members of The Club*. He or she shall record all changes, additions, and corrections, and shall notify *The Ohio State University Alumni Association, Inc.* of same.

The *Secretary* shall not release the mailing list of *The Club* for political or commercial purposes. Release of the list to *Members of The Club* shall be made only upon approval of the *Board of Governors of The Club*.

The *Secretary* shall oversee the preparation, maintenance and filing of all non-tax documents required by *Local, State and Federal Agencies*.

Section 4. The *Treasurer* shall supervise all receipts and expenditures and shall keep all records in accordance with generally recognized accounting principles.

The *Treasurer*, or his or her designee, shall serve as an *ex officio* member of all standing or special committees established by the *President, Board of Governors, Bylaws, or Constitution*, which have the authority to receive or spend money.

The *Treasurer* shall act as the *Treasurer* of the *Active Alumni Band, Hyperactive Band and Script Ohio Club*, except for donations received directly by *The Ohio State University* for the *Script Ohio Club*.

The *Treasurer* shall prepare and file all pertinent *Local, State and Federal* tax documents, and shall ensure that *The Club* complies with all applicable tax laws.

The *Treasurer* shall be bonded. The *Treasurer* may arrange for additional members of *The Club* to be bonded, dependent upon their duties with *The Club*, in liability amounts approved by the *Executive Committee*.

Section 5. The *Director* of the *Active Alumni Band* shall serve as the musical conductor of the *Active Alumni Band* and, in conjunction with the *Active Band Committee* and *Music Selection Committee*, select performance music for the *Active Alumni Band*, approve all performances of the *Active Alumni Band*, actively recruit new members for the *Active Alumni Band* and make recommendations to the *Director* of *The Ohio State University Marching Band* regarding the substance of the *Annual Reunion* performances by the *Active Alumni Band*. The *Director* will also lead the *Active Alumni Band*, in cooperation with the *Director(s)* of *The Ohio State University Marching Band*, at the *Annual Reunion*.

The *Director* will recommend an *Assistant Director(s)* to the *President* of the *Board of Governors*, whose selection will be subject to approval by the *Board of Governors* after consulting with the *Active Band Committee*.

The *President* may conduct an annual review of the *Director* and appoint a committee for that purpose who will report recommendations to the *President* for review by the *Board of Governors*, in consultation with the *Active Alumni Band* membership. The *Director* and *Assistant Director(s)* shall give a 60 day notice of any resignation, by delivery of such notice to the *President* of the *Board of Governors*. The *Director* and *Assistant Director(s)* may be terminated at any time upon vote of the *Board of Governors* in consultation with *Active Band Members*, upon 60 day notice to the *Director* and/or *Assistant Director(s)*.

In the event of a vacancy in the position of *Director* of the *Active Alumni Band*, the *President* will appoint a *Search Committee*, including representatives from the membership of the *Active Alumni Band*. The *Search Committee* will receive applications and nominations for the position, will review resumes, and conduct interviews and auditions as appropriate. The recommendation of the *Search Committee* will be presented to the *President* for review and approval of the *Board of Governors*.

Section 6. *Officers* will be elected by majority vote of the membership at the *Annual Meeting* of the *TBDBITL Alumni Club, Inc.* Each officer designated under this *Article* shall serve a one-year term, with no limitations upon additional terms, with the exception of the *President* who shall serve no more than two consecutive one-year terms.

Article V - Standing Committees

Section 1. The *Reunion Committee* shall plan and organize the *Annual Reunion of The Club*.

Section 2. The *Nominating Committee* shall present a slate of officers and a slate for the open positions on the *Board of Governors* prior to the *Annual Meeting of The Club*. The slate shall be approved by the *Board of Governors* prior to the *Annual General Membership Meeting*.

The *Vice-President* shall serve *ex officio* on this committee.

The immediate *Past-President* shall act as *Chairperson* of the *Nominating Committee*.

The *Nominating Committee* shall present qualified candidates to the *Board of Governors* in order to fill any vacancies that may occur during the year. The *Board of Governors* shall have the final authority for filling all vacancies.

Section 3. The *Finance Committee* shall work with the *Treasurer* and the *Board of Governors* in matters of *The Club* finance. They shall have powers of recommendation relative to matters of fund-raising and potential *Club* projects. Prior to the start of each

fiscal year, the *Finance Committee* shall prepare and submit an annual budget for *The Club*. The *Treasurer* shall serve as an *Ex Officio Member* of the *Finance Committee*.

Section 4. The *Awards Committee* shall solicit nominations for *The Club Awards*, and prepare a list of nominations for presentation to the *Board of Governors*.

Section 5. The *Publicity Committee* shall have the responsibility for internal and external publicity, obtaining maximum appropriate exposure for the activities of *The Club*. This committee shall have the responsibility for publication of the newsletter.

Section 6. The *Audit Committee* shall examine the books and records of *The Club* and present a report at least annually to the *Board of Governors*.

Section 7. The *Script Ohio Club Committee* shall be responsible for the activities of the *Script Ohio Club*.

Section 8. The *Active Band Committee* shall be responsible for the activities of the *Active Alumni Band*.

Section 9. The *Archive Committee* shall collect and preserve articles of historical significance to *The Club* or *The Ohio State University Marching Band*.

Section 10. The *Membership Committee* shall encourage active participation in *The Club* and will oversee the annual registration of *Members in Good Standing*. The *Vice-President* shall serve as *Chairperson* of the *Membership Committee*.

Section 11. The *Marching Band Committee* shall serve as liaison with *The Ohio State University Marching Band*.

Section 12. The *Development Fund Committee* shall oversee *The Club*'s accounts in, and serve as liaison with, *The Ohio State University Development Fund*.

Section 13. The *Computer Support Committee* shall oversee the computer-related activities of *The Club*.

Section 14. The *Legal Review Committee* shall review legal issues referred by the *President*, and advise the *President*, the *Executive Committee* or chairs of involved Committees with respect to referred legal matters. The *President* and the *Executive Committee* shall make every effort to appoint a practicing attorney as chair of the *Legal Review Committee*. Upon vote of the *Executive Committee*, the chair of the *Legal Review Committee* may participate in all *Executive Committee* meetings and actions, but shall not be a voting member of the *Executive Committee*.

Section 15. The *Hyperactive Band Committee* shall be responsible for the activities of the *Hyperactive Band*.

Article VI - Awards

Section 1. The *Board of Governors* shall be empowered to present awards, as appropriate, on behalf of the *Members of The Club*. These awards may include, but not be limited to:

- ÿ The *Script Ohio Award*, presented for outstanding meritorious service to *The Ohio State University Marching Band*.
- ÿ The *Donaldson Award*, presented to the *Most Inspirational Band Alumnus* or *Alumna*.
- ÿ *Honorary Membership*, as defined in *Article I, Section 4* of these *Bylaws*.

Article VII - Fiscal Year

Section 1. The *Club's* fiscal year shall commence on January 1 and end on December 31 of each calendar year.

Section 2. *Board Members* and *Elected Officers* of *The Club* shall take office immediately following adjournment of the *General Membership Meeting*.

Article VIII - Past-Presidents

Section 1. All *Past-Presidents* of *The Club* will be *ex officio Members* of the *Board*, upon their annual application to the *Secretary*.

Section 2. *Past Presidents* may apply for *ex officio* status at any time. *Ex officio* status will be granted immediately upon application.

Section 3. A *Past President*, who has been removed from the *Board* under *Article V* of the *Constitution*, may re-apply for *ex officio* status only after the next *Elected Members* of the *Board of Governors* have taken office.

Article IX - Amendments to the Constitution

Section 1. Any *Member in Good Standing* may propose amendments to the *Constitution of The Club*.

Section 2. All suggested amendments to the *Constitution* must be presented in writing to the *Board of Governors*.

Section 3. All suggested amendments to the *Constitution* must be approved by a two-thirds vote of the *Members* of the *Board of Governors* present at a duly called meeting of the *Board*.

Section 4. If approved by the *Board of Governors of The Club*, all amendments to the *Constitution* must be approved by the *Board of Directors of The Ohio State University Alumni Association, Inc.* before presentation to the *Membership of The Club* at large.

Section 5. All amendments to the *Constitution* shall be voted upon at the first *General Membership Meeting* following publication.

Section 6. Amendments to the *Constitution* must be approved by a two-thirds vote of the *Members in Good Standing* present.

Section 7. Amendments to the *Constitution* will take effect immediately upon passage as provided in *Section 6* above, unless otherwise specified in the amendment.

Article X - Amendments to the Bylaws

Section 1. Amendments to the *Bylaws of The Club* may be suggested by any *Member* of the *Board of Governors*.

Section 2. Suggested amendments to the *Bylaws* will be submitted to the *Board of Governors* and voted upon at the next regularly scheduled meeting of the *Board*.

Section 3. Amendments to the *Bylaws* must be approved by a two-thirds vote of the *Members* of the *Board of Governors* present. Such amendments shall take effect immediately upon their approval.

--Adopted May 14, 2007