

Kingdom of the Sun Concert Band Bylaws

Final Board Ratified Bylaws October 2026

The Kingdom of the Sun Concert Band, Inc.

Adopted and ratified by the Board under Article XIV. This revision defines position responsibilities and conductor authority and establishes a separate Board-approved position description for conductor procedures and performance expectations.

Article I Name

The name of this organization shall be The Kingdom of The Sun Concert Band, Inc., hereinafter referred to as KOS Band.

Article II Purpose

The KOS Band is a non-discriminatory, all-volunteer, non-profit musical organization dedicated to providing a cultural outlet for musicians of all ages, providing its members the opportunity to perform music for their enjoyment, supporting music education, and promoting music as part of the community culture.

Article III Activities

Section 1. The Kingdom of the Sun Concert Band will perform concerts and provide music for various civic and patriotic activities in Marion County and the immediate vicinity.

Section 2. The KOS Band may also be available for musical presentations at local communities and may perform at other activities and/or venues at the discretion of the Board.

Article IV Financial

Section 1. This organization is classified as non-profit, tax-exempt, organized under Section 501(c)(3) of the Internal Revenue Code.

Section 2. The activities of the KOS Band will be financed through donations and contributions from individuals, other organizations and businesses, grants, program advertisements, and fund-raising activities.

Section 3. No part of the net earnings of this organization shall benefit or be distributable to its members or Board, with the exception that the Musical Director may be paid an annual stipend that will be determined each year by the Board of Directors.

Section 4. Conflict of Interest: Whenever a Board Member or Officer has a financial or personal interest in any matter coming before the Board, the affected member shall a) fully disclose the nature of the interest, and b) withdraw from discussion, lobbying, and voting on the matter.

Section 5. The Musical Director, Board of Directors, or members of the KOS Band are not personally liable for the debts, liabilities or obligations of the organization.

Article V Nondiscrimination

The KOS Band shall follow an equal opportunity policy. Members, all programs, and all activities are available to all persons without regard to race, creed, color, religion, national origin, sex, sexual orientation, age,

disabilities, veteran status, or marital status. This policy also applies to outside vendors, use of contractors and consultants and in dealing with the public.

Article VI Membership

Section 1. Admission to membership shall be at the sole discretion of the Conductor, based on musical skill, instrumentation needs, section capacity, and the needs of the ensemble, consistent with Article V. The Conductor may consult Section Leaders, but neither Section Leaders nor the Board shall approve, veto, or substitute their judgment for individual admission decisions.

Section 2. The Conductor shall have sole discretion to require auditions and determine audition procedures and musical standards. Section Leaders may assist with auditions at the Conductor's direction and provide recommendations; the final decision rests with the Conductor.

Section 3. The Conductor shall have sole discretion over musical eligibility to participate in performances, seating within the ensemble and sections, chair placement, and part assignments. The Conductor may consult Section Leaders and shall consider musical readiness, player strengths, ensemble balance, repertoire demands, reliability, and fatigue. These decisions shall comply with Article V and shall not be used as a substitute for membership discipline by the Board.

Section 4. The total number of students in the Band shall not exceed ten percent (10%) of the Band's total membership. Student applications shall be submitted to the Conductor, directly or through the appropriate Section Leader. The Conductor shall have sole discretion over student admissions within this limit, using the criteria in Section 1. Section Leaders may advise on capacity and readiness; Board approval of individual student applicants is not required.

Section 5. Good Standing. A member is considered in good standing if the member is eligible to participate in band activities, is not under suspension by the Board, and otherwise complies with these Bylaws and Board policies.

Section 6. Implementation and accountability. Section 4 of the Board-approved Conductor Position Description shall implement Sections 1 through 4 of this Article and Article IX, Section 2(f). Board policies and the position description shall not transfer these individual musical personnel decisions to the Board or Section Leaders. Concerns about discrimination, misconduct, or compliance shall be referred to the President and Board for review within their governance and disciplinary authority; such review does not authorize substitution of their musical judgment for the Conductor's. A change to the authority established here requires amendment under Article XIV.

Article VII Governing Body

Section 1. The KOS Band shall be managed by a Board of Directors, hereinafter referred to as The Board. The Board is the principal decision-making body of the organization. This governing authority shall be exercised consistently with the Conductor's sole discretion over the musical personnel decisions assigned under Articles VI and IX.

Section 2. The Board shall consist of nine (9) Directors, including the President, Vice President, Secretary, Treasurer, and five (5) Directors-at-Large. Any change to the size or composition of the Board shall require an amendment to these Bylaws pursuant to Article XIV.

Section 2A – Electronic Meetings - Meetings of the Board may be conducted by telephone conference, videoconference, or other electronic communications through which all participating Directors may simultaneously hear and communicate with one another. Participation by electronic means shall constitute presence in person.

Section 2B – Electronic Notice - Any notice required under these Bylaws may be delivered electronically to any Director or member who has provided an electronic mail address or other approved electronic contact information.

Section 2C - Meetings shall be conducted in accordance with Robert's Rules of Order Newly Revised unless inconsistent with these Bylaws.

Section 3. Officers within the Board shall include President, Vice President, Secretary and Treasurer.

Section 4. Terms. All Directors, including the President, Vice President, Secretary, Treasurer, and Directors-at-Large, shall serve three (3) year terms, except when appointed to complete an unexpired term under Section 5.

a. Board members shall serve no more than two consecutive terms in the same position unless voted on by the voting board due to extenuating circumstances.

b. Directors' terms, including those of officers and Directors-at-Large, shall be staggered across election years to preserve continuity of the Board.

c. Following the applicable consecutive-term limit in paragraph (a), a Director may again be appointed or elected to the same position after a period of one three-year term has elapsed, unless the exception in paragraph (a) is approved.

d. One month prior to the end of each term, a slate of nominees who are in good standing and have been in the band for at least 12 consecutive months, as determined by the Board, shall be presented to the general membership for election by simple majority vote of those present.

Section 5. Vacancies. A vacancy on the Board, whether resulting from resignation, death, removal, incapacity, or any other inability of a Director to complete their term, shall be filled by appointment of the President, subject to ratification by a majority vote of the remaining Directors at the next regular or special Board meeting. The appointed Director shall serve the remainder of the unexpired term.

Section 6. Removal of Directors. Any Director may be removed from office, with or without cause, by a two-thirds vote of the remaining voting Directors at any regular or special meeting of the Board, provided that written notice stating that removal will be considered has been provided to all Directors at least ten (10) days before the meeting. The Director whose removal is proposed shall be given an opportunity to be heard before the vote.

Article VIII Committees

Section 1. The standing committee of the organization shall be the Auditing committee. Additional committees may be appointed and dissolved at the direction of the Board.

Section 2. The Auditing Committee shall be appointed by the President and shall do an annual audit of all the financial records of the organization and present a report to the Board prior to annual filing requirements. Neither the President nor the Treasurer may serve on this committee.

Article IX Duties of Officers and Conductor

Section 1 General authority and accountability

The Board shall remain the principal decision-making body of the organization. Officers and the Conductor shall perform the duties assigned by these Bylaws and carry out Board-approved policies, budgets, and decisions. The Board may approve supplemental position descriptions and procedures consistent with these

Bylaws. No individual may bind the organization to a contract, expenditure, or organizational commitment beyond authority expressly granted by these Bylaws or the Board. All persons serving in these positions shall act respectfully, disclose conflicts of interest, safeguard organizational records and property, and report significant concerns promptly to the appropriate officer or the Board.

Section 2 Conductor and Music Director

a. Appointment and accountability. The Conductor shall be appointed by the Board and serve until resignation or revocation of the appointment by Board action. Conductor, Music Director, and Musical Director refer to the same principal musical leadership position. Compensation, if any, shall be determined under Article IV. The Conductor shall be accountable to the Board for musical preparation and performance quality.

b. Musical standards. Establish and actively maintain high musical standards appropriate to a volunteer community concert band, including tone quality, intonation, rhythmic accuracy, balance, blend, articulation, phrasing, dynamic contrast, and stylistic interpretation.

c. Programming and preparation. Select appropriate repertoire, develop balanced concert programs, study scores before rehearsals begin, and plan rehearsals to achieve identified musical goals. Consult with the Board concerning themes, special requests, program length, guest artists, guest conductors, and organizational commitments.

d. Rehearsals and performances. Plan and direct rehearsals and performances, including dress rehearsals and sound checks, or arrange qualified substitute coverage. Communicate preparation priorities, use rehearsal time effectively, identify and address musical problems throughout the ensemble, and adapt musical direction to venue acoustics.

e. Musician development. Provide constructive technical and musical feedback respectfully, communicate performance expectations consistently, and work with Section Leaders to support individual and ensemble improvement.

f. Musical personnel decisions. Exercise sole discretion over admission of new members, auditions, musical performance eligibility, seating, chair placement, and part assignments under Article VI. Section Leaders shall serve in an advisory and supporting capacity; consultation does not transfer final decision-making authority. Apply musical criteria fairly and consistently with Article V. Refer membership discipline and unresolved conduct matters to the Board.

g. Scheduling and resources. Obtain Board approval before committing the Band to venues, performances, or rehearsal schedule changes. Work within approved budgets and purchasing procedures. Route music acquisition and distribution requests through the Music Librarian and coordinate stage, equipment, and technical requirements with designated personnel.

h. Communication and presentation. Maintain regular communication with the President, report musical progress and significant concerns, and attend Board meetings when requested. Provide accurate repertoire and composer information to the announcer and coordinate concert presentation with the President and announcer. Organizational announcements and donor recognition shall be coordinated through designated administrative leadership.

i. Evaluation and continuity. Provide verbal or brief written recaps of completed concert series, performance blocks, and standalone events at the next regularly scheduled Board meeting, following the procedures in the Board-approved Conductor Position Description. Participate in a formal Board review at least annually and additional reviews as needed, and support qualified substitute coverage and orderly transition.

j. Immediate decisions. Make reasonable immediate musical and staging decisions necessary to lead an approved rehearsal or performance safely and effectively within delegated authority. Report significant actions promptly to the President. This authority does not extend to new contracts, unapproved expenditures, policy changes, or membership discipline.

k. Position description. Perform the operational duties and follow the procedures established in the Board-approved Kingdom of the Sun Concert Band Conductor Position Description, including Section 4 on admissions, auditions, seating, parts, and musician readiness, which implements Article VI and this Section. The Secretary shall maintain the current approved description with these Bylaws. The Board may revise the description by Board action without amending these Bylaws, provided no revision conflicts with or changes authority established by these Bylaws.

The Conductor shall have no Board vote by virtue of appointment; voting rights shall be governed by Article X. The Board retains authority over appointment, evaluation, compensation, and removal, and over organizational policies, finances, and membership discipline.

Section 3 President

The President shall be the principal executive officer and primary organizational contact and shall oversee the business and administrative affairs of the Band, subject to the Board's decisions, policies, and directives.

- a. Meetings.** Call and preside over Board and membership meetings, prepare agendas in coordination with the Secretary and appropriate participants, and conduct meetings under these Bylaws. Exercise voting authority as provided in Articles X and XI.
- b. Implementation.** Coordinate implementation of Board decisions, assign authorized administrative work, monitor progress, and report unfinished matters and significant concerns to the Board.
- c. Coordination with the Conductor.** The President shall serve as the Conductor's primary administrative liaison to the Board. Nothing in this provision prevents the Conductor or any Director from communicating directly with one another. Individual Directors may provide input or raise concerns but may not independently direct the Conductor or exercise authority reserved to the Board. Matters requiring Board action shall be referred to the full Board through the President. Maintain regular communication with the Conductor and coordinate artistic proposals with scheduling and administrative requirements.
- d. Contracts and documents.** Sign and execute Board-authorized contracts unless execution is delegated to another person. Work with the Secretary and Treasurer to execute, maintain, and archive legal and business documents.
- e. Appointments.** Appoint Directors to vacancies subject to Article VII and appoint persons to authorized administrative assignments or Committee Chair positions, consistent with Article VIII and Board directives. Such assignments may include Patron Liaison, Inventory Control, Webmaster, Graphic Design, Public Relations, Music Librarian, Uniform Manager, Historian, and Purchasing Agent.
- f. Financial oversight.** Coordinate budget planning with the Treasurer, monitor the organization's financial condition, and retain financial signing authority as backup to the Treasurer, subject to approved controls. Do not approve personal reimbursements without independent authorization.
- g. Compliance.** Oversee compliance with applicable federal and Florida nonprofit requirements and coordinate filing deadlines, insurance coverage, and organizational obligations with the Secretary, Treasurer, and qualified advisers as needed.

- h. Representation and communication.** Serve as the principal administrative spokesperson, maintain relationships with community partners, donors, sponsors, and venues, and coordinate organizational communications and fundraising activities under Board-approved policies.
- i. Concerns and accountability.** Receive administrative complaints, promote respectful resolution, refer matters requiring Board action to the Board, and coordinate review of the Conductor's performance and organizational priorities.
- j. Continuity.** Keep the Vice President informed of significant matters and provide records and instructions necessary for coverage during an absence or an orderly transition.

Section 4 Vice President

- a. Presidential coverage.** Perform the duties and exercise the authority of the President during the President's absence or temporary inability to serve, subject to the same limitations and Board oversight. A permanent vacancy shall be filled under Article VII.
- b. Administrative support.** Assist the President in implementing Board decisions, coordinating projects, and following up on assigned work.
- c. Operational coordination.** Coordinate concert logistics, volunteer assignments, venue arrangements, or committee work when assigned by the President or Board, working with the Conductor on musical requirements.
- d. Planning and continuity.** Remain informed about organizational business, assist with annual planning, and maintain readiness to provide presidential coverage.
- e. Member communication.** Assist with member concerns, recruitment, orientation, and communications when assigned, referring matters outside delegated authority to the President or Board.
- f. Reporting.** Provide progress reports on assigned responsibilities and perform additional duties assigned by the President or Board consistent with these Bylaws.

Section 5 Treasurer

- a. Custody and accounting.** Oversee and account for all funds and securities and carry out or verify Board-approved financial decisions. Maintain accounting records following Generally Accepted Accounting Principles and applicable Financial Accounting Standards Board standards.
- b. Receipts and deposits.** Deposit locally collected monies promptly in the organization's name and record receipts accurately. Reconcile donations deposited directly into the foundation trust account with available foundation reports.
- c. Payments.** Make payments approved by the Board or authorized within Board-approved budgets and procedures. Verify supporting invoices, receipts, approvals, and reimbursements and observe restrictions on donated funds.
- d. Budget.** Prepare a proposed annual budget in consultation with the President, Conductor, and relevant committees for Board approval, and report material differences between budgeted and actual results.
- e. Financial reporting.** Prepare monthly financial statements for the Board showing receipts, expenditures, balances, and relevant obligations or restrictions. Explain significant changes and respond to financial questions.

- f. Reconciliation and controls.** Reconcile bank and investment or foundation statements regularly, protect account access, and propose written financial and accounting policies for Board approval. Provide access for an independent review of reconciliations and transactions.
- g. Required filings.** Prepare or arrange timely financial and tax filings required by state and federal governments, maintain a filing calendar, and inform the President and Board of filing status and significant compliance concerns.
- h. Records.** Retain financial records and accounting forms for no less than seven years, or longer when required. Maintain a separate backup of digital documentation and safeguard financial and donor information.
- i. Audit cooperation.** Provide the Auditing Committee with complete records and explanations, cooperate with its annual review under Article VIII, and report corrective actions to the Board.
- j. Purchasing coordination.** May utilize a Purchasing Agent appointed under Section 3. When utilized, the agent shall coordinate band purchases other than normal ongoing concert advertising with already approved vendors. All purchases, including advertising, shall remain subject to approved budgets and authorization procedures.
- k. Donations and restrictions.** Coordinate with the Patron Liaison or other assigned personnel to reconcile donor records, support acknowledgments, track restricted gifts, and report the status of funds held by a foundation or other custodian.
- l. Financial concerns.** Report suspected irregularities, unauthorized transactions, cash shortages, and material financial risks promptly to the President and Board. Arrange independent approval of any reimbursement payable to the Treasurer.

Section 6 Secretary

- a. Minutes.** Record and distribute minutes of all Board and membership meetings, including attendance, quorum, motions, decisions, and votes as appropriate. Present minutes for approval and retain the approved record.
- b. Notices and meeting records.** Provide meeting notices in coordination with the President, distribute agendas and supporting materials, and document notices, attendance, and actions required by these Bylaws.
- c. Corporate records.** Serve as custodian of organizational records other than financial records retained by the Treasurer, including Articles of Incorporation, Bylaws, amendments, Board resolutions, insurance documents, contracts, and records of assets.
- d. Electronic actions.** Maintain electronic notices, voting records, written consents, and resolutions with the minutes as required by Article XI. Record completion of the applicable approval process.
- e. Officer and membership information.** Maintain current Board and officer contact information and term records and coordinate with the person responsible for membership records needed for notices and elections.
- f. Correspondence.** Conduct organizational correspondence except that handled by the Conductor, President, or appointed committee representatives, and retain significant correspondence in the organizational records.

- g. Retention and access.** Maintain organized and secure paper or digital records, keep a separate backup of digital documentation, and facilitate authorized access and record inspection consistent with law and Board policy.
- h. Administrative deadlines.** Assist the President in tracking nonfinancial filings, insurance renewals, amendments, and other corporate deadlines, coordinating financial matters with the Treasurer.
- i. Certification.** Maintain the official adopted text of these Bylaws, record amendment dates, and certify organizational records when authorized.

Section 7 Directors at Large

Each Director at Large shall serve as a full member of the Board with the voting rights provided in Article X. Directors at Large shall represent the interests of the organization as a whole and share responsibility for governance and organizational oversight.

- a. Meeting participation.** Attend meetings, review agendas and supporting materials beforehand, participate constructively, and exercise independent judgment when voting.
- b. Policy and planning.** Help develop organizational policies, annual priorities, concert and community activity plans, and long-term goals.
- c. Financial oversight.** Review budgets, financial statements, significant expenditures, and audit findings; ask questions and support responsible stewardship of organizational resources.
- d. Assigned work.** Accept and complete reasonable committee or administrative assignments made by the President or Board, provide progress reports, and seek assistance when an assignment cannot be completed.
- e. Concert and volunteer support.** Assist with approved concerts, fundraising, donor relations, outreach, recruiting, setup, or other operational work according to assigned responsibilities and personal capabilities.
- f. Member input.** Listen to member concerns, bring relevant matters to the President or Board, and communicate adopted decisions accurately through established channels.
- g. Conduct and confidentiality.** Follow conflict-of-interest and conduct policies, protect confidential personal and organizational information, and avoid presenting individual opinions as official Board positions.
- h. Authority.** Act for the organization only within specifically delegated authority. A Director at Large may not independently direct the Conductor, supervise another officer, authorize spending, or make organizational commitments without Board authorization.

Section 8 Delegation and transition

Assigned tasks may be performed with assistance from authorized volunteers, committees, or professional advisers, but the responsible officer or Conductor shall remain accountable for coordination, oversight, and reporting. Upon leaving a position, each person shall promptly transfer organizational records, property, pending matters, and access arrangements to the designated successor or the President. The Board shall establish appropriate arrangements when the departing person is the President.

Article X Duties of Board Members

Section 1. The Board shall consist of those Directors identified in Article VII. Each Director shall have one vote. The President shall vote only in the event of a tie. The Conductor may attend Board meetings but shall not vote unless separately elected as a Director.

Section 2. The Board shall develop and approve the administrative policies and activities of the Band, oversee finances and organizational resources, approve budgets and organizational commitments, and appoint and evaluate the Conductor. Directors shall perform the responsibilities applicable to their positions under Article IX and share responsibility for oversight of Board-approved work. The Board shall respect the Conductor's sole discretion under Articles VI and IX and shall not approve or overturn individual admission, audition, musical performance-eligibility, seating, chair-placement, or part-assignment decisions. The Board retains oversight of compliance with these Bylaws, conductor evaluation, and membership discipline.

Section 3. The Board members are expected to attend all Board meetings. If a Board member is unable to attend a meeting, they shall provide notification in advance of the said meeting. Missing three consecutive regular Board meetings without good cause constitutes a resignation unless waived by the Board.

Section 4 Standards of Conduct

Directors and Officers shall discharge their duties in good faith, with the care an ordinarily prudent person would exercise under similar circumstances, and in a manner reasonably believed to be in the best interests of the Corporation.

Section 5. A Director may resign at any time by providing written notice to the President or Secretary. Unless otherwise specified, the resignation becomes effective upon receipt.

Article XI Meetings

Section 1. Meetings of the Board may be held in person or through approved electronic communication platforms at a time and place (or electronic location) designated by the Board.

Section 2. Voting - A simple majority vote (one vote more than half) of the Board members present will be required to pass any motion at a Board Meeting. The President only votes to break a tie.

Section 3. Action without a meeting. Except for actions that these Bylaws or applicable law require to be taken at a meeting, the Board may act without a meeting only by unanimous written consent of all Directors then in office, including the President. The President's consent is required for this procedure notwithstanding the tie-breaking voting rule applicable at meetings. Each Director shall sign and deliver consent describing the same proposed action to the Secretary; electronic signatures and delivery may be used as permitted by law. The action becomes effective when the last required signed consent is delivered, unless the consents specify a different effective date. A Director may revoke consent by signed written notice delivered before all required unrevoked consents have been delivered. The Secretary shall retain the proposed action and all consents with the corporate records.

Section 4. An annual Full Band membership meeting shall be held one (1) month prior to the end of each fiscal year and will take place during regular rehearsal time. Notice of this meeting must be provided at least one week in advance.

Section 5. Special Board or Full Band membership meetings may be called by the President at any time.

Section 6. Electronic voting procedures. Voting during a properly convened electronic Board meeting is governed by the same quorum and voting requirements as an in-person meeting under Sections 2 and 7. Participants must be able to communicate simultaneously as required by Article VII, Section 2A. An exchange

of emails between meetings is not an electronic Board meeting. For an email decision without a meeting, the President, or the Secretary at the President's direction, shall circulate the exact proposed action and supporting materials to every Director, identify the response deadline, and request an express signed written consent from each Director under Section 3. An email consent must identify the Director, include the Director's typed name or another legally valid electronic signature, and expressly approve the proposed action. Silence, nonresponse, and abstention do not constitute consent. If any Director objects, or all required consents are not received by the deadline, no action is approved through that email request; the matter may be considered at a duly called meeting. A material change to the proposed action requires a new request for consent from every Director. The Secretary shall notify all Directors of the outcome and effective date and retain the request, responses, revocations, and final action with the corporate records. This Section does not authorize majority approval by email outside a meeting.

Section 7. Quorum - A majority of the voting Directors shall constitute a quorum for the transaction of business.

Article XII Records

The Corporation shall maintain all records required by Chapter 617, Florida Statutes. Records may be maintained in paper or electronic form.

Article XIII Dissolution

Section 1. Provisions for dissolution of the KOS Band may be considered by the Board only under the most extreme financial circumstances, where it is clear that no other reasonable alternatives can be found to salvage operations.

Section 2. Should the KOS Band dissolve, its net assets after debts have been paid, to include but are not limited to equipment, instruments, and music, will be donated to another similar musical or charitable non-profit organization, as determined by the Board.

Article XIV Amendments

Section 1. These Bylaws may be amended by a majority vote of the Directors present at any meeting at which a quorum exists, provided notice of the proposed amendment has been given in advance.

Section 2. These Bylaws shall be reviewed in full every five years or sooner if deemed necessary.

Article XV Indemnification

Section 1. Right to Indemnification - To the fullest extent permitted by the Florida Nonprofit Corporation Act, as amended from time to time, the Corporation shall indemnify any person who is or was a Director, Officer, committee member, employee, or volunteer of the Corporation against any liability, claim, damage, judgment, settlement, cost, or expense (including reasonable attorneys' fees) incurred by reason of serving in such capacity, provided that such person acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interests of the Corporation.

Section 2. Limitations - The Corporation shall not indemnify any person for acts or omissions involving fraud, willful misconduct, criminal conduct, knowing violations of law, or transactions from which the individual received an improper personal benefit, except as otherwise permitted by Florida law.

Section 3. Advancement of Expenses - The Board of Directors may authorize the advancement of reasonable legal fees and other expenses incurred in defending any proceeding, subject to the recipient's written

agreement to repay such amounts if it is ultimately determined that the individual is not entitled to indemnification under these Bylaws or applicable law.

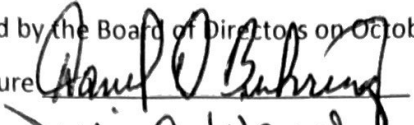
Section 4. Insurance - The Corporation may purchase and maintain Directors and Officers Liability Insurance ("D&O Insurance"), general liability insurance, and such other insurance coverage as the Board deems appropriate to protect the Corporation and those serving on its behalf.

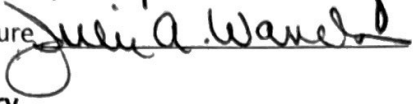
Section 5. Non-Exclusivity - The rights to indemnification provided by this Article shall not be deemed exclusive of any other rights to which an individual may be entitled under Florida law, the Articles of Incorporation, Board resolution, agreement, or otherwise.

Certification

The prior Bylaws were adopted by the Board of Directors on July 28, 2026. This revision has been adopted and ratified by the Board under Article XIV and supersedes the prior version.

Revision adopted by the Board of Directors on October 18, 2026.

President signature  Date 10/18/26

Secretary signature  Date 10/18/26

Revision History

July 28, 2026 Prior Bylaws adopted.

October 2026 Adopted and ratified revision of position responsibilities in Articles IX and X; sole Conductor discretion over admissions, auditions, musical performance eligibility, seating, chair placement, and parts under Article VI; reciprocal references to the Conductor Position Description; and correction of the amendment cross-reference in Article VII. Further revisions clarify three-year terms and staggered terms for all Directors, distinguish electronic meetings from unanimous written consent by email, update the statute name, and permit direct Director and Conductor communication while preserving Board authority.