

## Lynchburg Pops Community Band

# BYLAWS

16 January 2020

Ratified by the Board of Directors 22 January 2020  
(Modified and Ratified on 21 October 2024)

## ARTICLE 1-ORGANIZATION

### 1.1 General Information

Lynchburg Pops Community Band, Incorporated, (LPCB) is a non-stock, not-for-profit, corporation chartered by the Commonwealth of Virginia and organized under Chapter 10 of Title 13.3 of the Code of Virginia of 1950 as amended. It is tax-exempt as an organization described in section 501(c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code for the purpose of furthering education in the Arts.

### 1.2 Prohibitions on Political Activity

Lynchburg Pops Community Band is a 501(c)(3) organization. By law, none of its staff time or resources can be used for partisan political purposes—that is, to support or oppose any candidate running for public office. This is a strict prohibition and any perceived violation could result in a costly investigation by the public, media and/or IRS, and possibly the loss of our tax-exempt status.

### 1.3 Purposes of the Organization

- a. To provide the members of the band an opportunity for a satisfying musical experience, musical growth, and encouragement and support for their fellow band members both musically and socially, and to give back to the Lynchburg and the surrounding communities with the gift of quality band performances.
- b. To provide the Lynchburg and the surrounding communities with quality musical performances of familiar band repertoire and explore new music to expand the musical horizons and appreciation of our concertgoers.
- c. To support quality K-12, and higher education music education programs in public, private and religious schools in Lynchburg and the surrounding communities.

## ARTICLE 2-MEMBERS

### 2.1 Active Members

Band membership is open to any adult, or student in grade ten or above, who has proficiency on an instrument needed by the organization and who agrees to abide by the terms of these bylaws. It is expected that a student in the tenth grade or higher band director or private teacher will recommend the student to the Conductor. Students may rehearse and perform with Lynchburg Pops Community Band, subject to the approval of the Conductor and Board of Directors.

Members shall attend a majority of rehearsals, shall be musically prepared for performances, shall be respectful and supportive, will alert the Conductor of impending absences, and are financially responsible for instruments or other property belonging to the organization in their possession and the rehearsal facility. It is also expected that the member volunteer upon occasion to accomplish necessary tasks for rehearsals and performances.

## **2.2 Notice of Meetings**

The Secretary shall notify the Membership of any annual and/or special meeting not less than seven days prior to such meeting. Such notice shall be given in writing, delivered personally or by U.S. Mail, or electronically, and shall state the reason for the meeting.

## **2.3 Annual Membership Meeting**

The annual membership meeting of the members of the organization shall be held each year in October at a time and place to be determined by the Board of Directors.

## **2.4 Special Meetings**

Special meetings of the members may be held at any time, upon the call of the Board of Directors, or of the active Elected Members comprising at least one-tenth of the total active elected membership.

## **2.5 Voting Privileges**

Only active Elected Members are eligible to vote in any annual or special meeting, except as defined elsewhere in these Bylaws.

## **2.6 Quorum**

A quorum at any regular or special meeting of the members shall consist of the active Elected Members present. A majority of such quorum shall decide any question that may come before the meeting, except as defined elsewhere in this document.

## **2.7 Attendance**

**2.7.1** Rehearsal attendance is critical to achieving musical excellence in intonation, balance, blend, technique and interpretation. All active members are expected to attend all rehearsals and concerts unless extenuating circumstances exist.

**2.7.2** The Conductor/Artistic Director has exclusive discretion to determine personnel for any performance.

**2.7.3** If an active member accumulates twelve consecutive months of unexcused absences, that person will be dropped from the membership roster.

## **2.8 Termination of Membership**

In the event that the musical performance or personal behavior of a member of the organization becomes unsatisfactory, the Conductor shall consult with the member in an attempt to resolve the issues affecting his/her musical performance or personal behavior. If the situation cannot be resolved satisfactorily, upon written recommendation from the Conductor,

the Board of Directors may ask any member to terminate his/her association with the organization. Termination shall require a majority vote of the Board of Directors, and the affected member shall receive written notice of the Board's decision and the reason(s) thereof within seven days of the Board's action. In lieu of termination, the Board of Directors may issue a written warning to the member outlining how his/her participation is deficient and what improvements are required to maintain membership. If stated improvements are not demonstrated within an agreed upon and reasonable time, the Conductor may request further action by the Board.

## **2.12 Appeal of Termination**

A member may appeal his/her termination within fourteen days of receiving written notice thereof. A request for an appeal must be received in writing by the Board of Directors. An Appeals Committee shall then be convened by the President within seven days of the receipt of the request. Said Committee shall consist of one active member from the appellant's section or instrument group, and two active members from sections or instrument groups other than the appellant's. No member of the Board of Directors nor shall the Conductor/Artistic Director shall serve on any Appeals Committee. This duty shall be discharged by the Vice President or other officer of the organization. An Appeals Committee has seven (7) days in which to conduct its review and present its written findings to the appellant and the Board of Directors. The decision of an Appeals Committee shall be considered final.

## **2.13 Care of the Instruments**

If at any time in the future, Lynchburg Pops Community Band acquires any instruments and loans said instruments to a member, the member is responsible for the proper care of any equipment issued to him/her while such are in his/her possession. Such items must be turned in immediately upon discontinuation of regular participation, or upon the request of the Board of Directors.

# **ARTICLE 3 - BOARD OF DIRECTORS**

## **3.1 Composition, Qualifications and Duties**

A Board of Directors composed of seven band members shall manage all the affairs of the organization necessary to carry out the purposes of the organization as outlined in Section 1.3. Each year the Board of Directors shall nominate a slate of candidates to serve as new directors replacing those retiring from the board. This slate of candidates shall be voted on by the members of the band at the Board's annual meeting. Candidates must have served satisfactorily as an active member of the band for at least one year to be eligible for election to the Board. A Director may serve no more than three consecutive one-year terms on the Board, but after an absence of at least one year, he/she will again be eligible for election. The Conductor/Artistic Director serves as an ex-officio, non-voting member of the Board. An Associate Conductor, Librarian, and Technology Officer may also serve as a non-voting, ex-officio member of the Board.

**3.1.1** Persons who are not active Members may become a Director if so recommended by a Board member and voted on by the Board of Directors if the Board decides such person is a community member in good standing and may be helpful to the growth and development of the organization.

## **3.2 Election of Board Members**

The annual election of members of the Board of Directors shall be held each year in October at the annual membership meeting. The active Members of the organization shall elect, by ballot, each year, seven (7) members to serve a one-year term. Members of the Board shall be elected by a simple majority of the votes cast. If on any ballot there is a tie or none of the candidates receives the necessary majority of votes, balloting shall continue until the required number of candidates receives the necessary majority of votes. Newly elected Board members shall serve with their outgoing counterparts in a non-voting capacity from the date of their election until January of the new year. On the first day of January following their election, new Board members will assume their full duties from their retiring counterparts and serve the full term to which they were elected.

### **3.2.1 Duties**

It shall be the duty of the directors to:

- Perform any and all duties imposed on them collectively or individually by law, by the articles of incorporation, or by these bylaws;
- At such time as deemed appropriate, determine the personnel needs of the corporation, create a job description, hire and supervise an executive director or program coordinator and/or other corporate employee(s) to assure that his/her duties are performed properly;
- Develop a short-term and long-term strategy in conjunction with staff to achieve corporate goals.
- Regularly meet at such times and places as required by these bylaws;
- Faithfully use assets to achieve corporate goals.

### **3.2.2 Compensation**

Directors shall serve without compensation, except that they shall be allowed reasonable reimbursement of expenses incurred in the performance of their duties as permitted by board policy.

## **3.3 Vacancies**

Any vacancies occurring on the Board of Directors during any term shall be filled by the Directors appointing a qualified member to serve the remainder of the term.

## **3.4 Meetings**

3.4 Meetings of the Board of Directors may be called at any time by the President. Notice of the meeting and the time and place thereof shall be given to each member of the Board at least twenty-four hours prior to any such meeting.

Any member of the organization may be able to attend a board meeting, however, a request must be made 24 hours in advance to the President so that adequate preparation for space may be made.

### **3.5 Quorum**

A quorum at any meeting shall consist of a majority of at least four (4) the elected members of the Board of Directors.

### **3.6 Non-liability of Directors**

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation, except as a consequence of personal gross negligence, willful misconduct or criminal acts.

### **3.7 Indemnification of Officers and Board Members**

Lynchburg Pops Community Band, Inc. will maintain a Directors and Officers Liability Insurance Policy for the purpose of indemnifying to the full extent of the coverall afforded by the policy, its officers, employees, Board members, and those individuals authorized by the Board from expenses incurred in connection with legal action that may arise from the fulfillment of their official duties, or failure thereof.

### **3.8 Parliamentary Procedure**

Any question concerning parliamentary procedure at meetings shall be determined by the President by reference to Robert's Rules of Order, Newly Revised.

## **ARTICLE 4 - OFFICERS AND CONDUCTOR/ARTISTIC DIRECTOR**

### **4.1 Officers**

The officers of the organization, selected for annual terms from the Board of Directors, shall be a President, a Vice-President, a Secretary, and a Treasurer. Such officers shall be elected by the Directors and Directors-elect at the first meeting after the election of Directors each year. Officers shall be elected for one year and shall hold office until their successors take office.

### **4.2 President**

The President shall arrange a location for and preside at all meetings. The President shall have general supervision of the affairs of the organization and perform all other duties as are incident to his/her office or are properly required of him/her by the Board of Directors. He/she shall also be authorized to sign checks in the absence or disability of the Treasurer.

### **4.3 Vice-President**

The Vice-President, in the absence or disability of the President, shall exercise all the functions of the President.

#### **4.4 Secretary**

The Secretary shall issue notices for all meetings, shall keep the minutes and attendance records, and shall make reports and perform other duties as are incident to the office, or are properly required of him/her by the Board of Directors.

#### **4.5 Treasurer**

The Treasurer shall have custody of all funds and securities of the organization and deposit same in the name of the organization in such bank or banks as the Directors may elect, and shall have full responsibility for all financial transactions of the organization. He/she shall sign all check, drafts, notes, and orders for the payment of money, and shall pay out and dispose of the same under the direction of the President. He/she shall at all reasonable times exhibit the books and accounts to any Elected Member upon request. A report of the band's income, payments, and balance will be made at the annual meeting, as well as at all regularly scheduled business meetings of the Board.

**4.5.1** All financial records of the organization shall be examined annually by two members of the board or a member in good standing or a third party designated by the board. A report of the findings shall be made at the next scheduled board meeting.

#### **4.6 Conductor/Artistic Director**

The Board of Directors shall be responsible for the appointment and dismissal of the Conductor/Artistic Director. With the Board of Directors, the Conductor/Artistic Director shall execute the purposes of the organization as stated in section 1.3. Specifically, the Conductor/Artistic Director shall conduct the band at rehearsals and performances; choose and purchase music appropriate for each concert theme; choose guest soloists and soloists from within the band; organize ensembles; acquire guest conductors; implement other matters related to the direction of the band; and ensure timely communication with the Board of Directors.

An Associate Conductor may serve at the invitation and the pleasure of the Conductor/Artistic Director, with the advise and consent of the board, to help with rehearsals, and, when asked by the Conductor, express opinions on music selection and conduct certain pieces.

In January of 2024, the Board recognized the "Lynchburg Pops Singers" as an ancillary component of the Band at the discretion of the current Artistic Director and with advise and consent from the Board. It is not to be construed the existence of the "Lynchburg Pops Singers" to be a requirement now or in the future.

The board will set honorariums for conductors or soloists for each concert, season or performance year.

#### **4.7 Salaried Employees of the Organization**

If in the future the organization deems it necessary to hire any person, the Board of Directors will set the salary and hours for any such employee(s) for the regular and proper conducting of the organization's business.

#### **4.8 Conductor/Artistic Director or Employee Vacancies**

Any vacancy occurring with the Conductor/Artistic Director or any of the paid staff of the organization, whether through retirement, resignation, or any other reason, shall be handled in the following manner: The Board of Directors, upon receiving formal notice of the vacancy, shall convene within ten days to appoint an interim successor as necessary to conduct the duties of the person leaving his/her position. The Board of Directors shall then publicly advertise for at least thirty days the position's availability using whatever media are commonly and appropriately employed for seeking replacements for the open position. The Board of Directors shall then meet within ten days following the closing date for receiving applications to consider any applications received. Alternately, the Board may appoint a search committee consisting of one Board member and two active Members of the band to consider any applications received and make a recommendation to the Board of Directors for filling the position or continuing the search for qualified applicants. Any search committee appointed by the Board must make its recommendations to the Board within forty days from the closing date for receiving applications. In filling any vacancy, the Board of Directors, or any search committee appointed by the Board, shall not discriminate against any applicant by reason of race, color, religion, sex, age national origin, political affiliation, or handicap.

#### **4.9 Termination of Officers, Conductor/Artistic Director, and Paid Employees**

Any officer of the Board of Directors or the Conductor/Artistic Director or other paid employee may be relieved of his/her position and duties at any time by a majority vote of the Board of Directors sitting in regular or special session, who shall then appoint his/her replacements from among the members of the Board or by hiring or appointing another qualified person. Any member of the Board may be relieved of his/her Board membership by a majority vote of the active members of the organization at a special called meeting for that purpose. To be valid, this meeting must be attended by a minimum of eighty percent of active Elected Members of the Band, as defined by the posted weekly attendance form and required a vote of at least eighty percent "no confidence" of the active Elected members present to effect termination. An appeal of any of these decisions may be conducted according to Section 2.9 of these By-Laws.

#### **4.10 Prohibition of Private Inurement, Conflict of Interest and Compensation**

##### **4.10.1: Purpose**

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. (Private Inurement) This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

##### **4.10.2: Definitions**

- a. Interested Person  
Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

1. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
2. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

#### **4.10.3. Procedures**

- a. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- c. Procedures for Addressing the Conflict of Interest
  1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
  2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  3. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the



above determination it shall make its decision as to whether to enter into the transaction or arrangement.

d. **Violations of the Conflicts of Interest Policy**

1. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**4.10.4. Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**4.10.5. Compensation**

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**4.10.6. Annual Statements**

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,

- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

#### **4.10.7. Periodic Reviews**

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

#### **4.10.8. Use of Outside Experts**

When conducting the periodic reviews as provided for in 4.10, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

### **4.11 Books and Records**

The corporation shall keep complete books and records of account and minutes of the proceedings of the Board of Directors. Records shall be kept for a minimum of five years. Any records pertaining to Incorporation, State Filings, IRS, or 501 (c) (3) non-profit tax status shall be considered a permanent record of the Organization and kept in perpetuity.

#### **4.11.1 Document Storage and Destruction Policy**

##### **Policy:**

LPCB will follow the following policies regarding the retention and destruction of files and other records:

##### **Storage:**

Board officers and employees should store closed files and other records in file drawers or cardboard storage boxes with removable lids; file drawers and boxes should be set up by closing year and within the closing year. Boxes may be stored within a suitable storage area, not damp or excessively hot, or may be transported to a long-term storage site. Files requiring long-term retention (see below) should be boxed separately from files that can be destroyed six years after closing (add 7 to the year closed). Storage boxes

should be labeled with the year in which box may be destroyed;

**Destruction:**

- a. Board officers and employees may destroy records and files **six years** after the file has been closed.
- b. Disposal of files should be by burial, or burning, or by shredding if the process preserves confidentiality and does not consume large amounts of time. A board or staff member should observe the burial, burning, or shredding.
- c. Information created for temporary use such as phone messages may be destroyed after one year.
- d. The following administrative files will be kept permanently:
  - i. Corporate and board of directors information including meeting minutes
  - ii. Real property information
  - iii. Depreciation schedules
  - iv. Audit reports
  - v. Tax returns
  - vi. General journal and general ledger
  - vii. Financial statements
  - viii. Personnel files and payroll master ledgers
  - ix. State information returns
  - x. Employee pension and insurance records
  - xi. Legal correspondence
  - xii. Annual Reports
- e. All other records may be discarded six years after the fiscal year of their creation.
- f. **Electronic records:** Voice messages should be deleted soon after listening. Email related to operations and policies and identified for retention by the board or by staff managers should be kept in an inbox folder for a minimum of six (6) years. All other email may be permanently deleted immediately. Documents should be preserved, either electronically or on paper, according to the schedules above for temporary, case-related, and administrative records.
- g. **Preservation pending investigation or litigation:** no record should be altered or destroyed after a program employee becomes aware that the record may be relevant to an investigation or litigation involving LPCB, or any of its employees, or may be relevant to any pending case or complaint against a program client. The board president will advise staff on the scope and length of any instruction to halt routine destruction of old files.

## **4.12 Whistleblower Protection**

### **General**

LPCB Code of Ethics and Conduct (“Code”) requires directors, officers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the organization, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

### **Reporting Responsibility**

It is the responsibility of all directors, officers, and employees to comply with the Code and to report violations or suspected violations in accordance with this Whistleblower Policy.

### **No Retaliation**

No director, officer, or employee who in good faith reports a violation of the Code shall suffer harassment, retaliation, or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the organization prior to seeking resolution outside the organization.

### **Reporting Violations**

Any elected member or board member who suspects wrong-doing in the organization should report such to the President or any member of the Board.

### **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

### **Handling of Reported Violations**

The President or Board of Directors will notify the sender and acknowledge receipt of the reported violation or suspected violation within 10 business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

## **ARTICLE 5 - PERFORMANCES**

### **5.1 Ensembles**

All ensembles, (e.g. quartets, quintets, wind ensembles, percussion ensembles, etc.) operating under the auspices of the Lynchburg Pops Community Band, must obtain permission from the Board of Directors before any use of the band’s name or presumption of sanction by this organization. Any monetary compensation for any performances under the name of Lynchburg Pops Community Band shall be deposited into the band treasury.

### **5.2 Selection and Payment For**

The organization shall perform a minimum number of public concerts annually as determined by the Board of Directors and the Conductor/Artistic Director. Any other performances shall be determined by the Board of Directors in consultation with the

Conductor/Artistic Director. Any performance by the entire band or any ensemble shall be approved by the Board of Directors and the established fee shall be deposited in the band treasury. The Board of Directors and the Conductor/Artistic Director shall give due consideration to the desires and availability of the members.

## **ARTICLE 6 - AMENDMENT TO BYLAWS**

### **6.1 Periodic Review**

The Bylaws shall be reviewed by the Board of Directors a minimum of once every five (5) years.

### **6.2 Requirements for Amendments**

Any proposed amendment to the Bylaws must be presented to the Board at least seven days prior to the meeting at which the proposed amendment is scheduled for a vote. The Bylaws may be amended by the affirmative vote of five members of the Board of Directors and will take effect after ratification by a simple of the active Members of the organization. Ratification must be completed within two months following the Board's vote or the proposed amendment shall be considered null and void.

## **ARTICLE 7 - DISSOLUTION OF THE ORGANIZATION**

### **7.1 Dissolution**

Upon dissolution of the organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the City of Lynchburg for a public purpose.

## **ADOPTION OF BYLAWS**

We, the undersigned, are directors of this corporation, and we consent to, and hereby do, adopt the foregoing modified Bylaws, consisting of the 13 preceding pages, as the Bylaws of this corporation.

ADOPTED AND APPROVED by the Board of Directors on this 21st day of October, 2024.

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Stephen A. Aiello, President - Lynchburg Pops Community Band

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Rita Fleet, Vice President - Lynchburg Pops Community Band

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Rhea Giorogilli, Secretary - Lynchburg Pops Community Band

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Todd Jennings - Treasurer - Lynchburg Pops Community Band

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Mike Reeves, Director - Lynchburg Pops Community Band

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Steve Burkett, Director - Lynchburg Pops Community Band

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Harold Tipton, Director - Lynchburg Pops Community Band