

**BY-LAWS
OF
U. S. COAST GUARD PIPE BAND INC.**

A Florida Nonprofit Corporation

Rev. 24 May 2022

ARTICLE I- NAME

- 1.01- **Name.** The name of the corporation is “U. S. COAST GUARD PIPE BAND INC.”
- 1.02- **Authority.** Authority to use the name “U. S. Coast Guard Pipe Band Inc.” was granted, pursuant to Title 14, U. S. Code § 639, by Headquarters, U. S. Coast Guard, by Commandant (G-I) letter dated 6 November 2001 and Commandant (G-IPA) (RADM J. Scott Burhoe) letter 5700 dated 15 August 2006 .

ARTICLE II-PURPOSE

- 2.01- **Charitable Purposes.** The purpose for which the corporation is organized, and will be exclusively operated, is charitable purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, including, for such purposes, the making of distributions to an organization that qualifies as an exempt organization under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code including, but not limited to, organizations supporting the men and women of the U. S. Coast Guard such as the Coast Guard Foundation and/or Coast Guard Mutual Assistance. Specifically, the corporation is organized exclusively for the benefit of, and at all times hereafter will be operated in support of the United States Coast Guard, the U. S. Coast Guard Auxiliary and any publicly supported non-profit organization within the meaning of section 501(c)(3) of the Internal Revenue Code that provides support to the men and women of the United States Coast Guard, to support their efforts to benefit the men and women of the United States Coast Guard, an entity of the United States Government; and, further, to support and carry out, for the benefit of all members of the Coast Guard, and their families, activities to foster and promote greater public understanding, recognition and appreciation of the history, traditions, contributions, sacrifices, roles and missions of the men and women of the U. S. Coast Guard.
- 2.02- **Support of the Coast Guard.** The corporation will operate in support of the mission of the Coast Guard; to support Coast Guard Public Affairs and Community Relations activities; to support projects that enhance the lives and well-being of all Coast Guard members, and their families; and to promote greater public recognition and awareness of the sacrifices, services and accomplishments of the men and women of the Coast Guard, in war and peace.
- 2.03- **Activities.** The corporation will promote greater public recognition and appreciation of the history, traditions, contributions, sacrifices, roles and missions of the men and women

of the U. S. Coast Guard, by various activities including, but not limited to, participation of the Pipe Band in memorial services, military balls, highland games, patriotic and military parades, public ceremonies, public concerts, Commissioning Ceremonies for Coast Guard vessels and units, Change of Command Ceremonies, Retirement Ceremonies, funerals of Coast Guard members, or similar ceremonies and events in which any active, reserve or auxiliary component of the Coast Guard or U. S. Armed Forces is participating.

- 2.04- **Powers.** In pursuance of these purposes, the corporation shall have the power to carry on any activities which may be lawfully conducted by a Not for Profit corporation organized under the laws of the State of Florida, whether or not related to the foregoing purposes, to the extent consistent with maintaining tax exempt status under section 501(c)(3), and to do all other things necessary, proper and consistent with maintaining tax exempt status under section 501(c)(3).

Article III-Membership

- 3.01- **Qualifications.** Membership in the corporation shall be open to all active duty, reserve and retired members of the U. S. Coast Guard, active members of the U. S. Coast Guard Auxiliary and honorably discharged wartime Coast Guard Veterans who support the purposes of the corporation. Membership shall become effective upon receipt of a written application and a copy of current U.S. Coast Guard credential, e.g. I.D. card, the Secretary will review and determine the applicant's membership eligibility.
- 3.02- **Open Membership.** Membership shall not be limited to persons of Celtic descent but shall be open to any person meeting the membership requirements regardless of race, color, national origin, ethnic origin, age, religion, sex, handicap or marital status.
- 3.03- **Non-Playing Members.** Membership is open to those who are otherwise qualified but who are not proficient in the playing of bagpipes or drums but who can serve the Pipe Band in other capacities such as color guards, liaison coordination and similar support functions. The number of non-playing members admitted to membership may be limited by the Board of Directors as the needs of the Pipe Band may require.
- 3.04- **Termination of Membership.** Membership may be terminated for good cause shown by a three fourths vote of all members of the Board of Directors. Thirty days prior to any such action by the Board, the member shall be notified of the charges and evidence that are the basis for such proposed action. The member shall then have 15 days to respond in writing to the charges against him and to present argument and evidence on his behalf. All such proceedings shall be confidential. Such termination shall become effective upon the vote of the Board, but the corporation shall take advantage of all available means to recover all band issued uniforms, insignia, accoutrements and equipment.
- 3.05- **Resignation.** Any members may resign by filing a written resignation with the Secretary; however, such resignation shall not be effective until the resigning member returns all band issued uniforms, insignia, accoutrements and equipment.

- 3.06- **Annual General Meeting.** The Annual General Meeting of the membership may take place in Grand Haven, Michigan or other Coast Guard City as determined by the Board of Directors. All members, directors and officers are obligated to make their best, good faith effort to attend the Annual General Meeting and to participate in the Pipe Band's performance at the Coast Guard Festival. A quorum for the conducting of business at the Annual General Meeting shall be based on a percentage (15%) of current active members of the band attending in person or by casting an Absentee Ballot.
- 3.07- **Active Members.** A member who has been a member of the Band for at least a year and who has participated in at least one national event or two local events approved by the Pipe Major within the past twenty-four months shall be considered an Active Member. The Board of Directors may also designate any member as an Active Member based on the service of that member in support of the Band in areas other than direct participation in events. Such Active Member designation shall remain in effect for one year from the date of designation as Active Member but may be renewed at the Board's option as long as that member continues to support the Band in a manner approved by the Board.
- 3.08- **Voting by Active Members.** Unless specified otherwise in these Bylaws, only Active Members (per Section 3.07) are authorized to vote on issues requiring a vote of the Band membership. This includes but is not limited to voting for members of the Board of Directors per Article IV, voting in a recall election per Section 5.02, or voting on changes to the Bylaws per Sections 13.02 and 13.03.

Article IV- Elections and Voting

- 4.01- **Election of Directors.** The Directors shall be elected by the members at the Annual General Meeting. All members of the Band who have been active for at least two years and attended at least one AGM are eligible to serve as a director of the corporation as set forth in Section 6.02.
- 4.02- **Nominations.** Not less than thirty days before the Annual General Meeting of the corporation, any member of the corporation may submit a nomination, in writing, of any qualified member to the Chair of the Nominating Committee as appointed by the President. The Chair of the Nominating Committee may not seek election or re-election to any office in the pending election. The names of those nominees, together with the names of any other qualified members nominated by the committee, will be circulated to the membership not less than twenty days prior to the Annual General Meeting. Nominations from the floor will not be permitted. No voting by proxy will be permitted. Members who are unable to attend the Annual General Meeting in person may cast an Absentee Ballot as set forth in Section 4.03. The election of directors will be held by secret written ballot or Absentee Ballot at the Annual General Meeting. The votes will be counted by an Election Committee appointed by the President whose members who are not candidates in the pending election. The results will be given to the Secretary who will publish them to the membership.
- 4.03- **Voting.** Voting will be by secret written ballot or by Absentee Ballot. All current active members as defined in Section 3.07 will be eligible to cast a ballot. Absentee Ballots will

be authorized for pre-publicized nominees and pre-publicized agenda items and motions only. Anyone wishing to vote by Absentee Ballot for a specific candidate(s), agenda item or motion shall provide the written ballot by surface mail, fax or e-mail to the Chair of the Election Committee not later than 1700 of the day prior to the Annual General Meeting. Any Absentee Ballot not received by the deadline shall be a nullity. The Chair of the Election Committee shall keep all such ballots cast in confidence until after the ballots are cast at the Annual General Meeting on the relevant agenda item at which time the Absentee Ballots shall be incorporated in the ballot totals reported to the Secretary by the Election Committee.

- 4.04- **Manner of Election.** The eight nominees receiving the greatest number of votes will be elected and take office immediately following the adjournment of the annual general meeting.
- 4.05- **Filling of Vacancies.** Vacancies in the Board of Directors may, at the option of the Board of Directors, be filled by a majority vote the Active Members in an election conducted electronically in the manner specified by the Board of Directors. Vacancies in the Corporate Officers (Section 6.01) shall be filled per Section 6.03. Vacancies in the appointed Corporate Officers (Section 6.04) shall be filled per Section 6.04. Vacancies in the Appointed Band Officers shall be filled per Section 7.01.

Article V-Authority and Duties of Directors

- 5.01- **Authority of Directors.** The Board of Directors is the policy-making body and may exercise all the powers and authority granted to the Corporation by law.
- 5.02- **Number and Tenure.** There shall be eight directors of the corporation. The directors shall hold office until their successors are elected in accordance with Article IV and take office. Any director(s) may be removed for good cause shown by a three-fourths majority vote of the Active Members in a special recall election held in accordance with procedures set by the Board of Directors upon receipt of a request for a recall election from at least five (05) Active Members. A Director so recalled may be replaced as specified in Section 4.05. Each director shall hold office for a term of one year. However, a director elected to fill a vacancy shall be elected for the un-expired term of that director's predecessor in office.
- 5.03- **Meetings.** The Board of Directors shall hold at least one meeting per calendar year. Meetings shall be at such dates, times and places, as the Board shall determine. The President shall chair all meetings of the Board of Directors.
- 5.04- **Notice of Meetings.** Board of Directors' Meetings may be called by the President, and shall be called at the written request of any two directors, by notice e-mailed, mailed, or faxed to each member of the Board not less than forty-eight hours before such meeting. Notice of meetings may be made via email and by the use of "read" and/or "return receipts." Such emails will be considered received by the Board member when the receipt is returned. All members of the Board must be notified and given an opportunity to

attend. Meetings of the Board of Directors may be attended in person, by teleconference or by e-mail.

- 5.05- **Quorum.** A quorum shall consist of a majority of the Board attending in person, by teleconference or by email response to a proposal. All decisions of the Board will be by a majority vote of those directors present at a meeting at which a quorum is present. Members of the Board may participate in a meeting through the use of a conference call so long as all members participating in such a meeting can hear one another.
- 5.06- **Action Without a Meeting.** Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if all of the members of the Board consent, in writing, including mail, email, fax, to the taking of the action without a meeting and to approving the specific action. Such consents have the same force and effect as a unanimous vote of the Board.
- 5.07- **Reimbursement.** Directors shall serve without compensation with the exception that reasonable expenses incurred in the furtherance of the Corporation's business may be reimbursed with documentation and prior approval.
- 5.08- **Regulations, Policies and Procedures.** The Board of Directors shall draft and adopt such regulations, policies and procedures, as they may consider as necessary and proper, for the operation of the pipe band, addressing such matters as uniforms, organization, operations and other activities. All members are obligated to follow and adhere to the regulations, policies and procedures so adopted. The Board of Directors may appoint other Band Officers as needed to efficiently administer and operate the Band. The Board may maintain a manual for appointed Band Staff and Liaison Officers which shall include the details of each position including who is responsible for appointing members to fill that position and a job description for that position.
- 5.09- **Guiding Principles.** The Board of Directors are charged to ensure that all activities of the corporation are consistent with maximizing the support and assistance provided to the Coast Guard, maintaining tax exempt status under section 501(c)(3), and to do all other things necessary, proper and consistent with maintaining tax exempt status under section 501(c)(3).

Article VI Authority and Duties of Corporate Officers

- 6.01- **Corporate Officers.** The elected Corporate Officers shall be President, Vice-President, Secretary, Treasurer, and such other elected officers as the Board of Directors may designate. The office of Secretary and Treasurer are the only elected Corporate Officer positions that may be held by the same person. The appointed Corporate Officers may be Assistant Treasurer, Assistant Secretary and such other appointed Corporate Officers as the Board of Directors may designate. The same person shall not be appointed to more than one appointed Corporate Officer position.

- 6.02- **Eligibility to Serve as a Director or Corporate Officer-** All Active Members of the Band (per Section 3.07) who have been active for at least two years and attended at least one Annual General Meeting of the Band within the immediate past four years shall be eligible to be elected by the Active Members as a Director (per Section 4.01) or elected by the Board of Directors as an elected Corporate Officer of the Band (per Section 6.03). All members of the Band shall be eligible to be appointed by the Board of Directors as an appointed Corporate Officer of the Band (per Section 6.04).
- 6.03- **Election of Corporate Officers and Terms of Office.** The elected Corporate Officers shall be elected by the Board of Directors from among the members of the Board at a regular meeting of the Board (including a meeting of the newly-elected Board immediately following the Annual General Meeting), or, in the case of vacancies, as soon thereafter as convenient. New elected Corporate Officer positions may be created and filled at any meeting of the Board of Directors. Elected Corporate Officers may be elected for a term of one year and shall hold office until their successor is duly elected and qualified. Elected Corporate Officers shall be eligible for reelection to the office held or to another office.
- 6.04- **Appointment of Corporate Officers and Terms of Office.** The appointed Corporate Officers shall be appointed by the Board of Directors from among the Band membership at a regular meeting of the Board (including a meeting of the newly-elected Board immediately following the Annual General Meeting), or, in the case of vacancies, as soon thereafter as convenient. Elected Corporate Officers shall not also be appointed Corporate Officers. New appointed Corporate Officer positions may be created and filled at any meeting of the Board of Directors. Appointed Corporate Officers may be appointed for a term of one year. In the case of an appointment to fill a vacancy, the term shall be the remainder of the predecessor's one-year term. Appointed Corporate Officers shall hold office until a successor is duly appointed and qualified. Appointed Corporate Officers shall be eligible for reappointment to the office held or to another office. The duties of appointed Corporate Officers shall be set by the Board of Directors. Appointed Corporate Officers may attend Board of Directors meetings but are not members of the Board of Directors; have no vote on matters before the Board; and do not count when assessing a quorum of the Board.
- 6.05- **Removal of Officers.** Any officer(s) may be removed from office for good cause shown by a three-fourths majority vote of the Directors at a meeting or action in accordance with Section 5.06, whenever, in the board's judgment, the best interests of the Corporation will be served thereby.
- 6.06- **President.** The President shall be a director of the Corporation and will preside at all meetings of the Board of Directors. The President shall exercise overall responsibility for the routine administration, operation and the activities of the Pipe band. The President shall perform all duties attendant to that office, subject, however, to the control of the Board of Directors, and shall perform such other duties as shall be assigned by the Board of Directors.

- 6.07- **Vice-President.** The Vice-President shall be a director of the Corporation and will preside at all meetings of the Board of Directors in the absence of or request of the President. The Vice-President shall perform other duties as requested and assigned by the President, subject to the control of the Board of Directors.
- 6.08- **Secretary.** The Secretary shall be a director of the Corporation and shall keep the minutes of all meetings of the Board of Directors in a book designated for that purpose. The Secretary shall maintain all such official documents as may be necessary for the proper conduct of corporate business. This shall include but not limited to keeping minutes of Annual General Membership meeting with the attendant reports from such other officers as are required and presented, motions, seconds, discussion and votes made and taken. The Secretary shall also draft, prepare for signature and or sign and mail or e-mail all such official correspondence as may be required by the band. The Secretary shall also keep the official list of both active and inactive members of the band and other such member information as may be required by the board. The Secretary shall perform such other duties as may be assigned by the Board of Directors.
- 6.09- **Treasurer.** The Treasurer shall be a director of the Corporation and shall be the Chief Financial Officer of the same. The Treasurer shall provide the Board of Directors with a quarterly report of the status of corporation's finances. The Treasurer shall submit an annual budget for the following year's operations to the Board of Directors at the Annual General Meeting for approval. The Treasurer shall file with the Secretary of State the Uniform Business Report required by Florida between January 1 and March 1 each year. In addition, the Secretary/Treasurer shall prepare an Annual Report by March 1, each year, detailing the corporation's operations, activities, receipts and expenditures for the preceding calendar year. The Annual Report shall be submitted to the Board of Directors and, after approval, distributed to the membership. The Treasurer shall also ensure that the corporation files such reports as may be appropriate and required with the Internal Revenue Service. The Treasurer shall perform such other duties as may be assigned by the Board of Directors. The Treasurer is empowered to sign and file those documents, reports and other papers necessary to establish and maintain the corporate structure, to establish and maintain necessary bank accounts and to establish and maintain tax-exempt status under section 501(c) (3).
- 6.10- **Assistant Secretary.** If the Board of Directors opts to appoint an Assistant Secretary, that appointed Corporate Officer shall assist the Secretary in carrying out the duties outlined in Section 6.08.
- 6.11- **Assistant Treasurer.** If the Board of Directors opts to appoint an Assistant Treasurer, that appointed Corporate Officer shall assist the Treasurer in carrying out the duties outlined in Section 6.09

Article VII- Authority and Duties of Appointed Band Officers

- 7.01 **Appointment of Band Officers and terms of Office.** The Appointed Band Officers shall be appointed by the Board of Directors at a regular meeting, or, in the case of

vacancies, as soon thereafter as convenient. New Appointed Band officer positions may be created and filled at any meeting of the Board of Directors. Appointed Band Officers shall serve for an indefinite term at the pleasure of the Board of Directors and until a successor is duly appointed and qualified. Appointed Band Officers are not Corporate Officers as provided in Article VI.

- 7.02- **Pipe Major.** There shall be only one Pipe Major and he/she shall be the primary musical authority and shall hold no other Corporate Office. If the Pipe Major is not elected to the Board of Directors he/she shall sit as an ex officio member during board meeting. The Pipe Major, with the advice and consent of the Board of Directors, shall appoint the Pipe Sergeants. The Pipe Major shall have authority over the disposition of the band during practices and performances; will select the Pipe Band's musical repertoire, arrangement of the music and all tunes to be played at appearances of the Pipe Band; tuning of the band and selection of materials and equipment related to musical requirements. The Pipe Major will approve the qualifications of all pipers to perform as a member of the Pipe Band, the decision on any member's readiness to perform and approve all performances by Pipe Band members including establishing criteria and or list of pre-approved performances. These performances could be but not limited to: Coast Guard line of duty death or veteran funerals, Change of Command / Watch ceremonies and Coast Guard retirement ceremonies.
- 7.03- **Drum Major.** The Board of Directors shall appoint the Drum Major. On parade, the Drum Major will be responsible for leading the band by giving the appropriate verbal, mace and hand commands and signals. The Drum Major will establish a standard system for such commands and ensure that all band members are familiar therewith. The Drum Major will establish a standard system of drill and maneuvers for the band and will be responsible to ensure that the band members are properly trained and instructed in drill and maneuvers. The Drum Major will exercise overall responsibility for establishing and directing the Band's standards of dress, deportment and uniform appearance. The Drum Major will act as the Band's primary liaison and point of contact with the U. S. Coast Guard Uniform Policy Board. With the advice and consent of the Board of Directors and the Pipe Major, the Drum Major will be responsible to appoint and train such assistant Drum Majors, Drum Sergeants and Drum Corporals as the needs of the Pipe Band may require.
- 7.04- **Pipe Sergeant.** The Pipe Major will appoint one or more Band Members to the office of Pipe Sergeant. Those members so appointed will, under the supervision of the Pipe Major, be responsible for the recruiting and training of pipers. The Pipe Sergeant(s) will be responsible for ensuring that pipers are proficient in playing all tunes of the Band Repertoire and to ensure that pipers appear on time, at the proper place, in the proper uniform, prepared to tune up for performances. The Pipe Sergeant(s) will perform such additional duties as the Pipe major may direct, including taking charge of the Pipe Band and/or Band Detachments in the absence of the Pipe Major.
- 7.05- **Pipe Corporals.** The Pipe Major will appoint a Pipe Corporal to a region or district of the band to act as the principle piper for that region or district. The Pipe Corporal will

then be responsible for conducting regional or district mini-band rehearsals, or such local small group performances as may be necessary. The Pipe Corporals may also advise the Pipe Major on the suitability of pipers in their region or district to perform in small groups or as solo pipers.

- 7.06- **Drum Sergeant.** One or more drummers will be appointed to the office of Drum Sergeant. The Drum Sergeant(s) shall be responsible for the recruiting, training and qualification of bass, tenor and side drummers. The Drum Sergeant(s) will be responsible for the identification, selection, procurement and maintenance of the Band's drums and drum carriages. The Drum Sergeant(s) will, in their sole judgment, determine when drummers are sufficiently proficient to perform with the band. The Drum Sergeant(s) will be responsible for establishing or approving all drum settings and flourishing routines and ensuring that the side, tenor and bass drummers are proficient in playing all settings. The Drum Sergeant(s) will ensure that drummers appear on time, at the proper place, in the proper uniform, prepared to tune their drums for performances. The Drum Sergeant(s) will ensure that bass, tenor and side drums are tuned to each other and to the appropriate drones prior to each performance. The Drum Sergeant(s) will perform such additional duties as the Pipe Major may direct.
- 7.07- **Drum Corporals.** The Drum Major may appoint Drum Corporals, not to exceed three in number, to assist the Drum Sergeants as necessary in the training and supervision of side, tenor and bass drummers. The Drum Corporals will be responsible to the Drum Sergeants for such duties and responsibilities to which they may be assigned.
- 7.08- **Color Guard Commander.** The Drum Major shall nominate to the Board of Directors a Color Guard Commander. The Color Guard Commander shall assume responsibility for recruiting, organizing, training and equipping a Color Guard to precede the Pipe Band on parade, or at other national events, under the direction of the Drum Major. The Color Guard Commander shall create or adopt a Color Guard Manual and maintain it up to date; select members of the Color Guard, and inspect them prior to any performance.
- 7.09- **Color Sergeant.** The Color Guard Commander, with the advice and consent of the Drum Major and Board of Directors, may appoint a Color Sergeant. It shall be the responsibility of the Color Sergeant to maintain the Color Guard equipment and ensure its safe transport to and from functions. The Color Sergeant will also serve as the acting Color Guard Commander in the Commanders absence.
- 7.10- **Band Quartermaster.** The Drum Major, as the Uniform Authority, with the advice and consent of the Board of Directors, shall appoint and oversee the Band Quartermaster. The Band Quartermaster must meet all qualifications to be a member of the Pipe Band but need not be a fully qualified piper or drummer. The Band Quartermaster shall be responsible for maintaining a close working relationship with the Drum Major with regard to the standard items and articles of Pipe Band uniforms, insignia and accoutrements as adopted by the Pipe Band, and, as appropriate, approved by the U. S. Coast Guard Pipe Band Uniform Regulations. The Band Quartermaster will identify and establish reliable and economic sources of quality vendors for the various items and

articles of Pipe Band uniforms, insignia and equipment required to outfit and equip new and existing members. The Band Quartermaster will maintain a record of all items and articles of uniform, insignia and equipment acquired or purchased by the Pipe Band, ensure that it is appropriately marked, keep records of issuance upon written receipt and ensure their return from departing Band Members. The Band Quartermaster will maintain on hand an adequate inventory of high consumption or long lead-time items in order to ensure the ability to outfit new members or replace equipment with reasonable dispatch. The Band Quartermaster will perform such additional duties as the Drum Major may direct.

- 7.11- **Operations Officer.** The Board of Directors will appoint an Operations Officer. The Operations Officer must meet all qualifications to be a member of the Pipe Band but need not be a fully qualified piper or drummer. Under the supervision of the President and the Board of Directors, the Operations Officer shall coordinate the operations of the Pipe Band and the supervision of the Band Support Staff.. The Operations Officer, through the Support Staff, will coordinate and oversee: (1) public affairs; (2) receipt, scheduling and coordination of requests for performances and appearances of the Pipe Band, Band detachments and Pipers; (3) publication of a schedule of performances and appearances; and, (4) coordination and maintenance of liaison with the Coast Guard, Coast Guard Reserve, and Coast Guard Auxiliary. The Operations Officer will be responsible for keeping the designated Coast Guard COMREL officer informed as to the scheduled appearances of the Coast Guard Pipe Band. The Operations Officer will perform such additional duties as the Board may direct.
- 7.12- **Regional Coordinator.** Regional Coordinators will be nominated by the Operations Officer and approved by the Board of Directors. The duties of the Regional Coordinator include assisting the Operations Officer in receipt, scheduling and coordination of requests for performances and appearances of the Pipe Band, Band detachments and Pipers and the publication of a schedule of performances and appearances. The Regional Coordinator will liaise with the event staff to ensure that Band members are provided accurate information as to performance times, directions, assembly areas, parade routes and other logistics. They will also liaise with local Coast Guard Commanders to ensure that they are aware of performances within their A.O.R. Ideally, there will be one Regional Coordinator in each district and he/she should be a responsible, non-transient individual. The Regional Coordinator need not be a piper or drummer but should have a good working knowledge of the capabilities and limitations of the instruments. Where feasible, the Regional Coordinator and the Pipe Corporal should be the same person. Regional Coordinators will perform such additional duties as the Board may direct.
- 7.13- **Recruiting Coordinator.** The duties of the Recruiting Coordinator are to assist the Pipe Major, Drum Sergeant(s) and Pipe Sergeant(s) in identifying and recruiting suitably qualified candidates for Band Membership and service as a piper, drummer or in another capacity. The Recruiting Coordinator will prepare and distribute suitable informational brochures and flyers to potential recruits at Highland Games, Pipe Band Workshops and other suitable venues; post recruiting ads on appropriate internet sites and bulleting boards; and recruit and establish a nationwide network of Band Members serving as

assistant recruiting coordinators to ensure adequate, widespread geographic recruiting coverage at Highland Games and similar events throughout the country.

- 7.14- **Public Affairs Coordinator.** The duties of the Public Affairs Coordinator are to assist the Operations Officer in establishing and maintaining a close working relationship with the designated Coast Guard liaison within the Governmental and Public Affairs Directorate of the U. S. Coast Guard, the Assistant Commandant for Governmental and Public Affairs, the Public Affairs Officers of the various Coast Guard District Staffs, and the staffs of the various publications such as The Coast Guard Magazine, The Reservist, The Retiree Newsletter, The Alumni Bulletin and similar publications of interest to the active, reserve and retired members of the Coast Guard and Coast Guard Auxiliary to keep them informed as to Pipe Band events, appearances, actives and schedule. In addition, the Public Affairs Coordinator will coordinate requests for support of the Coast Guard Public Affairs Program by the Pipe Band to the extent that the human and financial resources of the Pipe Band permit.
- 7.15- **Webmaster.** The duties of the Webmaster are to maintain the Band's website as a critical repository of information for the public, Band members, and elements of the Coast Guard that have a direct interest in the activities of the Band such as COMREL. The Band website should, as a minimum, include the following Band information: Roster of members, Uniform Regulations, Dress and Deportment guidelines, Drill and Ceremony Manual, Bylaws, general news and information, event photos, AGM documentation, information pertaining to performances and special events, awards and recognition, History of the Band, etc. The Webmaster shall make revisions, additions, and updates as needed to maintain the website as current as reasonable. This includes modernizations of the website technical elements (including coding) as new technology emerges. The Webmaster shall ensure that information on the website that has the potential to be abused by outside sources is appropriately secure. This includes any Personally Identifiable Information (PII) on the website. The Webmaster shall ensure that the domain name for the website is maintained. The Webmaster shall also establish and maintain group email lists as well as individual email addresses for elected and appointed Officers. The Webmaster shall work with the Treasurer to ensure that the annual costs for the domain registration and hosting services are paid in a timely manner so there is no lapse in service. The Webmaster reports to the Board of Directors through the President.

Article VIII- Operations and Activities

- 8.01- **Concept of Operations.** The U. S. Coast Guard Pipe Band will be one band, organized on a national basis, with members throughout the United States and other Nations. In addition to qualified pipers and drummers, a support structure will be established, throughout the country, consisting of qualified Band Members. This Support Staff will recruit Band Members, maintain a close working relationship with local Coast Guard commands, Reserve units and Auxiliarists, and coordinate Pipe Band support of local Coast Guard events and activities. Several times a year, the Pipe Band will perform, as one band, at selected major events, such as the annual Grand Haven Coast Guard Festival. In addition, throughout the year, individual pipers, or Band Detachments consisting of a detail of pipers and drummers, will be available to perform at award

dinners, salutes to the Coast Guard, fund raising activities and other events. Individual pipers or Band Detachments will also be available to perform at Coast Guard functions such as commissioning ceremonies, change of commands, memorial services, commemorative ceremonies, funerals, dining-ins, balls, award ceremonies and similar occasions. The Pipe Band, Band Detachments or individual pipers or drummers may also participate in patriotic observations, parades, highland games, Scottish cultural events, military balls or events in which any active, reserve or auxiliary component of the Coast Guard or U. S. Armed Forces is participating, for public affairs and recruiting purposes and to promote greater public recognition and appreciation of the history, traditions, contributions, sacrifices, roles and missions of the men and women of the U. S. Coast Guard.

- 8.02- **Fund Raising Activities.** The Pipe Band will provide support, services and performances to the Coast Guard without charge. The Pipe Band may solicit funds from the general public for the operating expenses of the Pipe Band as provided in Section 8.03. The Pipe Band may accept donations from individuals or organizations to defray the operating expenses of the Pipe Band and may accept funds for reimbursement of the actual out of pocket costs for local travel or transportation, lodging, meals, parking, and tolls when traveling on Pipe Band business. The members of the Pipe Band will not accept compensation for their performance, activities and participation in any event or activity in their capacity as a Band Member except as reimbursement for actual out-of-pocket expenses as provided in these Bylaws.
- 8.03- **Administration of Fund Raising Activities.** In addition to accepting private donations from individuals and organizations, The Pipe Band may engage in fund raising activities that involve the general public. The Board of Directors shall include in a Policy and Procedures Manual (per Section 5-08) specific policies and procedures that govern the solicitation of donations from the general public including Band members. Such policies and procedures shall include as a minimum the following:
1. All fund raising activities undertaken as provided in these Bylaws shall be presented in a manner such that there is no appearance of pressure to donate.
 2. No form of direct solicitation of the public shall take place as part of or condition of any performance by the Pipe Band. This includes solicitation of donations directly connected to a specific performance by The Pipe Band (including solo performances) made immediately before, during or immediately after a specific performance in such a way that such solicitation appears to be a condition of providing a performance by The Pipe Band.
 3. The Pipe Band shall not state or imply that making a donation is a condition of The Pipe Band providing a performance (including solo performances).
 4. Any description of opportunities to donate to The Pipe Band shall include a notice that The Pipe Band is a non-federal, not-for-profit entity and is not an organizational element of the U.S. Coast Guard.
 5. Any description of opportunities to donate shall make it clear that The Pipe Band is a 501(c)(3) organization under Internal Revenue Service (IRS) rules and that the deductibility of donations made to The Pipe Band are subject to IRS rules as they apply to the individual or organization making the donation.

6. Potential donors shall be advised that donations should be made payable only to The Pipe Band and not to any individual member of The Pipe Band.

Article IX-Prohibited Activities

- 9.01- **Commercial or Partisan Activities.** The Pipe Band will not engage in any commercial activities or any performances or appearances that might be construed as an endorsement by the U. S. Coast Guard of any product, candidate, business, cause or event. No member of the Pipe Band, uniformed as such, will appear or participate in any personal enterprise, business activity, demonstration, assembly or activity for the purpose of furthering personal or partisan views on political, social, economic or religious issues. There may be exceptions made on a case by case basis by Coast Guard Headquarters when the appearance of the U.S. Coast Guard Pipe band would not be seen as promoting a commercial venture but rather participating in an attempt to promote the U.S. Coast Guard.
- 9.02- **Distributions.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- 9.03- **Lobbying.** No part of the activities of the corporation shall involve the carrying on of propaganda, or otherwise attempting to influence legislation and this corporation shall not intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. This prohibition does not extend to any individual members activities.
- 9.04- **General.** Notwithstanding any other provision of these articles, or any bylaws adopted hereunder, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article X- Financial Administration

- 10.01- **Fiscal Year.** The fiscal year of the Corporation shall be January 1 to December 31 but may be changed by resolution of the Board of Directors.
- 10.02- **Checks and Drafts.** All checks, drafts and orders for the payment of money shall be signed or endorsed by such officer or officers or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.
- 10.03- **Deposits and Accounts.** All funds of the Corporation, not otherwise employed, shall be deposited from time to time in general or special accounts in such banks, trust companies,

or other depositories as the Board of Directors may select, or as may be selected by the President, or by the Treasurer, to whom such power may from time to time be delegated by the Board. For the purpose of deposit and for the purpose of collection for that account of the Corporation, checks, drafts, and other orders of the Corporation may be endorsed, assigned, and delivered on behalf of the Corporation by any officer of the Corporation.

- 10.04- **Operating Expenses.** The Pipe Band may accept private donations from individuals or organizations to defray the operating expenses of the Pipe Band. The Pipe Band will fund such operating expenses of the Pipe Band to the extent that funds are available to do so. To the extent that Pipe Band funds are not available to cover operating expenses, individual Band Members, to the extent possible, will be expected to fund or absorb the operating expenses incurred by them. Unless otherwise provided by the Board of Directors, all requests for reimbursement must be approved in advance of the expenditure by a committee consisting of the President, Treasurer, Pipe Major and Drum Major.

The operating expenses of the Pipe Band are defined as those expenses incurred by the band to:

- (1) purchase and maintain kilts, sporrans, waist belts, buckles, patches, insignia and other special uniform articles, accoutrements and insignia for the Pipe Band specified in the Pipe Band Uniform Regulations as items of issue to Band Members;
- (2) reimburse members for the actual cost and upkeep of uniforms and insignia not suitable for every day use;
- (3) purchase, repair and maintain pipes, drums and other musical instruments which are property of the Pipe Band;
- (4) reimburse Band Members for the actual cost of their out of pocket expenses incurred for local travel when performing or participating in authorized Pipe Band performances, activities and operations, including parking fees, tolls and the actual cost of gas or oil or mileage at the rate allowed by the IRS;
- (5) reimburse Band Members for the actual cost of their out of pocket expenses incurred for away travel when performing or participating in authorized Pipe Band performances, activities and operations, including transportation, lodging, meals, parking fees and tolls for travel;
- (6) reimburse such other actual, reasonable, out of pocket expenses incurred by Band Members in the furtherance of the Pipe Band's purpose's business as may be authorized in advance by the Board of Directors; and,
- (7) Pay for the bank charges, filing fees and other administrative costs associated with establishing and maintaining corporate status, bank accounts and establishing and maintaining tax-exempt status under section 501(c)(3).

- 10.05- **Operating Reserve.** The Pipe Band may keep on deposit sufficient funds to cover the anticipated, budgeted operating expenses of the Pipe Band for the remainder of the current fiscal year and anticipated operating expenses for the next fiscal year.

- 10.06- **Disbursements.** The Pipe Band may disburse funds solely for the purpose purchasing uniforms and equipment for the Band or for transferring funds to the Coast Guard Foundation or other such organization or for paying/reimbursing operating expenses.
- 10.07- **Reimbursement of Operating Expenses.** To the extent that Pipe Band funds are available to do so, Band Members may be reimbursed by the Pipe Band for their actual, out of pocket disbursements for Pipe Band operating expenses as defined in Section 10.04. All applications for reimbursement shall be submitted in writing in accordance with procedures to be established by the Treasurer and shall be accompanied by receipts, cancelled checks and/or acceptable documentation of the disbursement. Unless otherwise provided by the Board of Directors, all requests for reimbursement must be approved in advance of the expenditure by a committee consisting of the President, Treasurer, Pipe Major and Drum Major.

Article XI- Books and Records

- 11.01- **Records to Be Maintained.** Correct books of account of the activities and transactions of the Corporation shall be kept at the office of the Corporation. These shall include a minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these Bylaws, and all minutes of meetings of the Board of Directors. Copies of all Annual Reports and all other reports and filings shall also be maintained.

Article XII- Action Upon Dissolution

- 12.01- **Distribution of Assets.** Upon the dissolution of the corporation, its assets shall be distributed to the Coast Guard Foundation, a publicly supported non-profit organization within the meaning of section 501(c)(3) of the Internal Revenue Code, or for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 12.02- **Remainder.** Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XIII- Amendment of Bylaws

- 13.01- **Approval by Board of Directors.** These Bylaws may be amended by a majority vote of the Board of Directors, provided prior notice is given of the proposed amendment in the notice of the meeting at which such action is taken, or provided all members of the Board of Directors waive such notice, or, by unanimous consent in writing, teleconference or email without a meeting pursuant to Section 5.06.
- 13.02- **Approval by Membership.** All amendments to these Bylaws adopted by the Board of Directors will be submitted to the Active Band Members by electronic mail. There will be a comment period of not less than 30 days with a specified closing date for comments.

Voting by Active Members by electronic mail will take place within 30 days but not less than 15 days thereafter with a specified date for submission of electronic ballots. Submission of electronic ballots by 15% of the Active Band Members will constitute a quorum. Bylaw amendments adopted by a majority of Active Band Members submitting electronic ballots will be adopted as approved.

- 13.03- **Effective Date of Bylaw Amendments.** Amendments to the Bylaws will become effective 30 days after the date on which they are adopted as approved by the Active Band members per Section 13.02 unless otherwise specified in the ballot seeking the approval of the amendment by the Active Band Members.