



# **DIRECTORS HANDBOOK**

# **THE TIDEWATER WINDS DIRECTORS HANDBOOK**

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## HISTORY

The late Sidney C. Berg Founded the Tidewater Winds Professional Concert Band in 1985 to provide an opportunity for residents of the Hampton Roads area to enjoy “free” professional band concerts in the “Sousa Band” tradition. Funding comes from various local and state grants and contributions from businesses and individuals. Incorporated by the Virginia State Corporation Commission on October 13, 1992, the band is a 501 (c) (3) non-profit organization as recognized by the Internal Revenue Service. The inaugural concert of this band took place on July 7, 1985 at Norfolk’s Town Point Park.

The band is composed of 48-54 talented woodwind, brass, and percussion musicians from across the Tidewater area representing various military, professional and college bands, and orchestras. Selected high school students also perform with the band as part of our Student Intern Program and are evaluated by their fellow band musicians acting as personal mentors throughout the season.

The Tidewater Winds has a threefold mission: to provide quality entertainment and exposure to classic music to all those in our communities “free of charge,” to develop and cultivate the future musicians of our group and the area by mentoring and upholding a student intern program and to contribute to the economy of our region by providing an additional opportunity for our musicians to receive compensation for their participation. In following the “John Philip Sousa” style and tradition, the Tidewater Winds upholds a sense of patriotism and support for all the retired and active-duty military in our region by starting each concert with the Star-Spangled Banner and ending with a medley of tunes of each branch of the military and acknowledging members of the services.

## **MISSION AND ORGANIZATION STATEMENT**

The mission of the Tidewater Winds is to foster and maintain an organization dedicated to the making of music within the highest aspirations of musical art, creating performances and providing educational training programs at the highest level of excellence. Founded in 1985 as a 501 (c) 3 non-profit organization, the Winds present an average of 17 annual concert programs throughout the Hampton Roads community. Education is integral to our mission, and comprises two main components: the training of young musicians with professional guidance, and intern opportunities to provide students a background in arts management. The Tidewater Winds present programs to perpetuate the experience of superb musical performances to entertain and cultivate the broadest of audiences, to include all demographics inclusive of the elderly, the disabled, and lower income families, within and beyond our region.

## **STRATEGIC GOALS**

- To serve the community with live performances promoting the appreciation of musical artistry with a unique blend of concert band instrumentation.
- To enrich, inspire, and create uplifting joy and patriotism in the lives of our audiences with fresh interpretations of a variety of musical compositions.
- To bring quality entertainment to the community while maintaining the integrity to sustain a working community of local musical artists.
- To provide opportunities to educate and mold young musicians which provide and contribute to future artistic excellence.

AMENDED BY-LAWS  
OF  
THE TIDEWATER WINDS

ARTICLE I

GENERAL

Section 1. Location. The principal office of the organization shall be situated at a location within the City of Norfolk, Virginia, the exact address to be designated by the Board of Directors. A change in the location of the office may be authorized at any time by a majority vote of the members of the Board of Directors.

Section 2. Limitation of Methods. This organization shall be non-profit, non-partisan, non-sectarian and non-political.

ARTICLE II

MEMBERSHIP

Section I. Members. There shall be no membership in the corporation other than membership on its Board of Directors.

ARTICLE III

BOARD OF DIRECTORS

Section I. Number of Directors; Quorum. The number of the Directors of the organization shall not be more than twenty-five (25) members, who shall be elected by the Directors at the annual meeting of the corporation, in January of each year, and who shall be elected for a term of three (3) years. Eight (8) members of the Board shall be necessary to constitute a quorum for the transaction of business.

Section 2. Duties and Powers. The Board of Directors shall be responsible for the control and management of the affairs, property and interest of the organization, and may exercise all powers of the organization. Without limiting the generality of the foregoing, the Board of Directors shall have the following powers:

(a) To elect and remove all the other officers, agents and employees of the organization, prescribe such powers and duties for them as may be inconsistent with law, with the Articles of Incorporation or the By-laws, fix their compensation, if any, and require from them security for faithful service;

(b) To change the principal office for the transaction of the business of the organization from one location to another; and to designate any place within or without the City of Norfolk for the holding of any directors' or members' meeting.

(c) To borrow money and incur indebtedness for the purposes of the organization, and to cause to be executed and delivered therefor, in the organizational name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities therefor.

Section 3. Resignations and Vacancies. Any director of the organization may resign at any time by giving written notice to the President or the Secretary of the organization, or to the Board of Directors. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Any vacancy or vacancies in the Board of Directors resulting from death, incapacity, resignation, increase in number of directors, expiration of term of office,

removal or otherwise, shall be filled by the remaining directors then in office even though less than a quorum. A successor director so elected shall serve for the unexpired term of his predecessor.

In the interest of a fully performing, active Board of Directors, if any Board member shall fail to attend six (6) successive meetings, the President may in writing call such failure to his attention and if satisfactory excuse is not received within thirty (30) days, that individual shall automatically cease to be a member of the Board, and the vacancy thus created shall be filled as provided above.

Section 4. Place of Meeting. Regular meetings of the Board of Directors shall be held at any place within or without the City which has been designated from time to time by decision of the Board. Regular meetings shall be held at the principal office of the organization unless a different place is designated in a manner approved by the Board of Directors and notice thereof is given. Special meetings of the Board may be held either at a place so designated or at the principal office.

Section 5. Annual Meeting. An annual meeting of the Directors of the organization shall be held during the month of January of each year for the purpose of electing officers and directors, and the transaction of other business. The date and location of such annual meetings shall be determined by the Board of Directors with notice in writing served at least ten (10) days prior to the meeting, unless waived by all Directors.

Section 6. Other Regular Meetings. Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President or the Executive Committee.

Section 7. Adjournment. In the absence of a quorum at any meeting of the Board of Directors, the directors present may adjourn the meeting from time to time until the time fixed for the next regular meeting of the Board. Notice of the time and place of holding an adjourned meeting shall be given to absent directors.

Section 8. Removal. A director may be removed from office by the vote of a majority of the directors.

Section 9. Compensation. The directors shall receive no compensation for their services as such.

#### ARTICLE IV

#### OFFICERS AND COMMITTEES

Section 1. Officers. The officers of this organization shall be President, Vice-President, a Secretary, a Treasurer, and any other officer as the Board of Directors may appoint. The President and Vice-President must be members of the Board of Directors.

Section 2. Election and Term of Office. The officers shall be elected by the Board of Directors at its first meeting and thereafter annually at its annual meetings. Each officer (whether elected at the annual meeting of the Board of Directors, or to fill a vacancy, or otherwise) shall continue in office until the close of the election of officers at the annual meeting of the Board of Directors next held after his election,



or until a successor shall have been elected and shall have qualified, or until the death, resignation or removal of such officer.

Section 3. Committees. The President, except otherwise ordered by the Board of Directors, from time to time may appoint such committees as he may deem advisable. No member of a committee need be a director of the organization.

Section 4. Resignation. Any officer or member of any committee may resign at any time by delivering a written resignation to the Board of Directors of the organization. The acceptance of any such resignation, unless required by the terms thereof, shall not be necessary to make the same effective.

Section 5. The President. The President shall be the head of the organization and shall preside at all meetings of the Board of Directors. He shall, with the counsel and advice of the Vice-President, determine the need for ad hoc committees, subject to the approval of the Board of Directors, he shall sign all contracts, and other instruments affecting the operation of the organization or any of its properties.

Section 6. Vice-President. In the absence or disability of the President, the Vice-President shall perform all the duties of the President, and, when so acting, shall have all the powers of, and be subject to all of the restrictions upon the President. The Vice-President shall perform such other duties as from time to time be assigned to him by the President or the Board of Directors.

Section 7. Secretary. The Secretary shall keep a full and complete record of the proceedings of the Board of Directors, shall make service of such notices as

may be necessary or proper, shall supervise the keeping of the books of the organization, and shall discharge such other duties as pertain to the office or as prescribed by the Board of Directors.

Section 8. Treasurer. The Treasurer shall receive and safely keep all funds of the organization and deposit the same in such credit union or bank as may be designated by the Board of Directors. Such funds shall be paid out only on the check of the organization signed by such officers as may be designated by the Board of Directors as authorized to sign the same. He shall present a monthly financial report to the Board of Directors and a final report of financial conditions to the Board at the end of the fiscal year. The Treasurer shall have such other powers and perform such other duties as may be prescribed from time to time by the Board of Directors.

Section 9. Executive Committee. The Board of Directors may appoint an Executive Committee which shall consist of the President, Vice-President, Secretary, Treasurer and such other members of the Board of Directors as the Board of Directors shall from time to time determine, provided that the Executive Committee shall consist of not less than three (3) members or such members as the President may determine in his/her discretion, and no more than five (5) members. Three (3) members will constitute a quorum.

## ARTICLE V

### FINANCES

Section 1. Funds. All receipts of the organization shall be deposited to the credit of the organization in such credit union or bank as may be designated from time to time by the Board of Directors.

Section 2. Disbursements. No obligation or expense shall be incurred and no money shall be appropriated without the prior approval of the Board of Directors or by the Board designating such authority to such individual or individuals as they may from time to time choose. Upon approval of the budget, the appropriate officers are authorized to make disbursements on accounts and expenses provided for in the budget without additional approval of the Board of Directors. Disbursements shall be by check. Such check shall be signed by any one (1) or two (2) individuals as may be from time to time designated by the Board.

Section 3. Fiscal Year. The fiscal year of the organization shall close on the 30th day of September each year.

Section 4. Annual Audit. The accounts of the organization shall be audited by an accountant annually or audit committee appointed for that purpose, after the close of the fiscal year and filed with and examined by the Executive Committee, unless the Board of Directors unanimously approves otherwise.

## ARTICLE VI

### PARLIAMENTARY PROCEDURE AND SEAL

Section 1. Authority. The proceedings of the organization shall be governed by and conducted according to the latest edition of Robert's Manual of Parliamentary Rules.

Section 2. Seal. The organization may use a seal of such design as may be adopted by the Board of Directors.

## ARTICLE VII

### AMENDMENTS

Section 1. Approval. All proposed amendments to these By-laws shall first receive the approval of the Board of Directors.

Section 2. Revision. These By-laws may be amended or altered by a two-thirds vote of the Board members present at any regular or special meeting of the Board of Directors called for that purpose, provided proper notice has been given to the membership of the Board of Directors.

RESOLVED, that the aforewritten By-laws by, and the same hereby are adopted as and for the By-laws of this organization effective upon the execution hereof by the following individuals, comprising all of the current Board of Directors of The Tidewater Winds, and the Secretary be, and herein is, instructed to cause the same to be inserted in the minute book immediately following the Articles of Agreement.

WITNESS our hands and seals this \_\_\_\_ day of \_\_\_\_\_, 2000.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Vice-President

\_\_\_\_\_  
Treasurer

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

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Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

**AMENDED BY-LAWS  
OF  
THE TIDEWATER WINDS**

**ARTICLE III**

**BOARD OF DIRECTORS**

Section 1. Number of Directors: Quorum. The number of the Directors of the organization shall not be more than twenty-five (25) members, who shall be elected by the Directors at the annual meeting of the corporation and who shall be elected for a term of three (3) years. Five (5) members of the Board shall be necessary to constitute a quorum for the transaction of business, at least 2 of whom shall be members of the Executive Committee.

Section 5. Annual Meeting. An annual meeting of the Directors of the organization shall be held during the month of December of each year for the purpose of electing officers and directors, and the transaction of other business.

INTERNAL REVENUE SERVICE  
DISTRICT DIRECTOR  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **NOV 21 1991**

TIDEWATER WINDS  
4043 N WITHCDUCK RD  
VIRGINIA BEACH, VA 23455-5614

Employer Identification Number:  
54-1637882  
DLN:  
17053292709007  
Contact Person:  
D. A. DOWNING  
Contact Telephone Number:  
(513) 241-5199  
Our Letter Dated:  
December 1992  
Addendum Applies:  
No

Dear Applicant:

This modifies our letter of the above date in which we stated that you would be treated as an organization that is not a private foundation until the expiration of your advance ruling period.

Your exempt status under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3) is still in effect. Based on the information you submitted, we have determined that you are not a private foundation within the meaning of section 509(a) of the Code because you are an organization of the type described in section 509(a)(1) and 170(b)(1)(A)(vi).

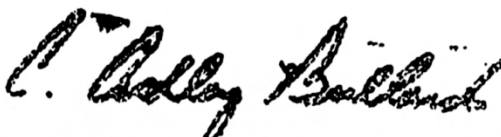
Grantors and contributors may rely on this determination unless the Internal Revenue Service publishes notice to the contrary. However, if you lose your section 509(a)(1) status, a grantor or contributor may not rely on this determination if he or she was in part responsible for, or was aware of, the act or failure to act, or the substantial or material change on the part of the organization that resulted in your loss of such status, or if he or she acquired knowledge that the Internal Revenue Service had given notice that you would no longer be classified as a section 509(a)(1) organization.

If we have indicated in the heading of this letter that an addendum applies, the addendum enclosed is an integral part of this letter.

Because this letter could help resolve any questions about your private foundation status, please keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown above.

Sincerely yours,



District Director

**The Tidewater Winds**  
**Minutes of the Board Meeting of August 28, 2023**  
**Zoom Meeting Address**

<https://us02web.zoom.us/j/85476731065?pwd=TUVDOwZSnBvZmhCcTZMK3RxUUFVQT09>

Directors Present: Kathryn Barrett, Bart Barton, Bob Batcher, Buddy Creasey, Ellard Forester, Mandy George, Don Hurwitz Treasurer, Todd Moore, Assistant Treasurer, Annamarie Smith-Butz, Rachael Trussell, Matthew Weinstein, President/Secretary,

Directors Absent: Bet Cake, Chad Hugo,

Staff Present: Michael Williams, Executive Director, John Brewington Music Director, John Brewington, Jr., Controller, Chad McGill, Operations Manager, Alan Brown, Librarian

Staff Absent: Joshua Stone, Band Liaison, Raymond Rodrigues, Crew Chief,

Others Present:

Guests Present:

1. Call to order. The meeting was called to order by Matthew Weinstein, at 6:02pm.
2. Review of the Minutes of the Previous Meeting. The Board approved the minutes of the previous meeting as presented.
3. Finance Committee Monthly Report. John Jr. submitted the financial statement (see attached). He had to transfer \$25,000.00 from savings to checking. He reviewed revenue and expense projections for the Pinocchio project.
4. Development and Marketing Committee. Michael Williams presented his report for this month (see attached Executive Director's Report).
5. Program Committee. John Brewington submitted his report (see attached). He reviewed the summer programs in terms of musical pieces covered and audience growth; and, we also had six student interns. John also outlined issues related to music purchase and Fall and Holiday programming.
6. Old Business.
  - 6.1 Conflict of Interest & Whistleblower Forms. Matthew presented the report for 2023 (see attached).
  - 6.2 Strategic Planning/Operating Plan. This item is tabled until Michael coordinates a listing of priority items which will be addressed with specific assignments to help him with tasks for the coming year.



7. New Business.
  - 7.1 Dan Edwards. Matthew reported on the outreach Michael had done to recruit Dan as a potential Board member (see attached resume). After a review of recommendations from Directors and staff, the Board approved Dan's appointment to the Board of Directors.
8. Next Meeting. The next meeting of the Board will be held at 6:00pm on Monday, September 25, 2023, by Zoom.
9. Adjournment. The Meeting was adjourned at 6:42pm.

Respectfully submitted by,



Matthew Weinstein, Secretary

**TIDEWATER WINDS**  
**2023 Board Meeting Schedule**

<b>2023</b>	<b>BOARD MEETINGS</b>	<b>TIME</b>	<b>CALENDAR</b>
January 23, 2023	Board Meeting	6:00 PM	4th Monday
February 27, 2023	Board Meeting	6:00 PM	4th Monday
March 27, 2023	Board Meeting	6:00 PM	4th Monday
April 24, 2023	Board Meeting	6:00 PM	4th Monday
May 22, 2023	Board Meeting	6:00 PM	4th Monday
June 26, 2023	Board Meeting	6:00 PM	4th Monday
July 24, 2023 (TBD)	Board Meeting	6:00 PM	4th Monday
August 28, 2023	Board Meeting	6:00 PM	4th Monday
September 25, 2023	Board Meeting	6:00 PM	4th Monday
October 23, 2023	Board Meeting	6:00 PM	4th Monday
November 27, 2023	Board Meeting	6:00 PM	4th Monday
<b>December 4, 2023</b>	<b>Board Meeting</b>	<b>6:30 PM</b>	<b>1<sup>st</sup> Monday</b>

- September 25 – Yom Kippur
- December 4 – Adjusted Board meeting date to take place prior to Holiday Concerts

## **THE TIDEWATER WINDS**

### **POSITION DESCRIPTIONS FOR BOARD MEMBERS AND OFFICERS**

**July 16, 2012**

#### **Member of the Board of Directors**

Duties for Directors include the following:

1. Determine, embrace and promote the mission of the Tidewater Winds.
2. Select and appoint the Executive Director; and, support the Executive and review his/her performance.
3. Be mindful and obedient to the fiduciary duty of all Board members to carefully respect ethical standards in how we:
  - Govern their organization,
  - Budget and manage financial resources
  - Assure truthfulness of our representations
  - Disclose basic information to the public
  - Provide meaningful planning and oversight of our operations and staff
  - Determine and monitor the organization's products, services and programs
  - Assess our own Board performance
4. Ensure organizational adherence to all applicable local, state and federal laws and regulations including submission of financial information.
5. Attend monthly Board meetings. If you cannot attend, notify the Chair and secretary in advance of the absence.
6. Disclose any real or potential conflicts of interest.
7. Serve on a committee of the Board to provide support for the organizational infrastructure.
8. Make periodic charitable donations to the general fund.
9. Participate in fundraising activities throughout the calendar year.
10. Attend summer concerts and holiday concerts to support our staff, musicians and volunteers that provide service to our company.
11. Recruit volunteers for the Tidewater Winds League.
12. Do outreach to philanthropic leaders and private businesses in the region to solicit support for concerts and fundraising events.
13. Maintain email and telephonic communications with all Board members, staff and volunteers to call them for assistance when projects require manpower.
14. Act as a liaison to donors with whom you have a personal relationship and monitor their contributions through assuring completion of the pledges and payment follow up.

#### **Emeritus Director**

The privileges of Director Emeritus are as follows:

1. Open invitation to Board meetings.
2. May be active in committees.
3. Serve in an advisory role, when requested.
4. Acknowledged in publications.
5. Recruit and counsel potential new board members.
6. Attend events as an honored Director Emeritus of the Tidewater Winds.

7. Participate in periodic receptions with the Board and other Emeritus Directors.
8. Make periodic contributions to the general fund.

### **President**

Duties for the President include the following:

1. Provide continuity of the organization.
2. Recruit and assist the Board in appointing an Executive Director.
3. Review and evaluate performance of the Executive Director regarding job description, relationship with the board, leadership in the organization, product/service planning and implementation, and management of the organization and personnel.
4. Determine and recommend to the Board salary levels.
5. Chair Board meetings, establish meeting agenda and conduct the business of the Board.
6. Establish and enforce the organizational Board policies and objectives
7. Assure that sufficient resources are acquired for the organization's operations, which adequately finance the programs.
8. Account to the public the organizations expenditures by:
  - Providing fiscal responsibility
  - Presenting an annual budget for Board review and approval
  - Formulate policies relating to transparency and accountability with the public
9. Accept responsibility for new or innovative programs.

### **Vice President**

Duties for the Vice President include the following:

1. Assist the President in his/her roles and duties.
2. Step into the President's position during his/her absence.
3. Supporting the organization's functions:
  - Fundraising
  - Planning
  - Public and Community Relations
  - Others as Needed

### **Secretary**

Duties for the Secretary include the following:

1. Foster communication and diligence through proper management and utilization of important records such as meeting minutes and the organization's bylaws.
2. Attend all board meetings to record the minutes.
3. Give proper notice of any meetings and timely distribution of materials such as agendas and meeting minutes.
4. Be knowledgeable of the organization's records and related materials.
5. Provide advice and resources to the board on topics such as:
  - Governance issues
  - Amendments to the state laws

- Organizational policies and procedures
  - Fiduciary duties of the Board and officers
6. Act as the custodian of the organization's records
  7. Maintaining accurate documentation and meet any legal requirements such as annual filing deadlines.
  8. Review and update documents and ensure they are safely stored and readily accessible.

### **Treasurer**

Duties for the Treasurer include the following:

1. Maintain proper financial management.
2. Facilitate the public's perception, trust and assurance in the organization's management.
3. Demonstrate the following qualities:
  - Fiscal literacy
  - Attention to detail
  - Timeliness in completing tasks
  - Neat and accurate record keeping
4. Maintain bank accounts.
5. Assist in selection of a bank.
6. Establish policies and procedures for signing checks and investing excess funds.
7. Oversight financial transactions by knowing the following:
  - Who has access to the organizations funds
  - What are the outstanding debts or bills owed
  - Developing systems for keeping cash flow manageable
8. Developing the annual budget as well as comparing the actual revenues and expenses incurred against the budget.
9. Overseeing the development and observation of the organization's financial policies.
10. Keep the board regularly informed of key financial events, trends, concerns and assessment of fiscal health.
11. Complete required financial reporting forms in a timely fashion and making these forms available to the Board.
12. Serve as Chair of the Finance Committee.

## **Tidewater Winds Case for Support**

As the only professional American concert band in Virginia, and one of less than ten in the United States, Tidewater Winds (TW) presents more than twenty free concerts annually throughout the Hampton Roads community. TW musicians and staff work to preserve Sousa style music and present free concerts in Norfolk, Virginia Beach, Portsmouth, and Chesapeake to people who have little access to professional music concerts. The musicians are paid professionals and members of the Hampton Roads community. Music Director John Brewington has 30 years of experience directing bands throughout Virginia, performing frequently with Virginia Symphony, and serving as Fine Arts Coordinator for Virginia Beach Public Schools. Band members are professional musicians who live locally and take time after each show to engage audience members and share their enthusiasm from the music program and TW's service to Hampton Roads. TW also provides performance experience and educational opportunities to youth through its internship program.

Each year TW presents new programs that reflect the diverse history of American music. Former programs include Around the World in 80 Days, The Golden Age of Radio, Big Band Jazz, and John Philip Sousa, which featured the composer's great grandson, John Philip Sousa, IV. This repertoire is of the highest quality and a unique offering to the community. Most importantly, TW travels to different locations throughout the community and performs at no charge, providing Hampton Roads residents with increased access to high quality concert music.

Tidewater Winds works to preserve an important American music tradition that inspires patriotism, by providing democratic access to art and providing cultural services to the community. The band is working to expand its program to include ticketed performances in the spring, fall, and winter, with its fourth annual holiday program in December 2012 and a Spring Cabaret program in early 2013. TW is increasing its educational opportunities and community presence by partnering with Autism Society of Tidewater Virginia to bring music experiences to autistic children, who studies have shown are able to express themselves and interact with others through music in ways that are inaccessible to them through language. TW is also working to develop its fundraising initiatives and increase volunteerism, so every dollar the band receives is maximized to serve the community with music.

### History of Tradition

In the 19<sup>th</sup> and early 20<sup>th</sup> centuries of American history, concert bands toured small, middle-income towns and were, before the invention of recorded music, the only exposure to music for many Americans. The composer John Philip Sousa wrote music for these bands, with the philosophy that American music should be patriotic, supportive of the military, inspiring, and accessible to all people. In that spirit, the Tidewater Winds was founded by Sidney Berg in 1985. Berg was a community leader who focused on preserving this rich musical tradition, increasing opportunities for local professional musicians, and providing concerts free of charge.

### Service to the Military

TW works to serve the Hampton Roads community, a substantial part of which is made up of military veterans and families. This is reflected in the TW audience, 45% of which are active duty and retired service members. To that end, TW is the only civilian music ensemble in Hampton Roads whose primary music program honors military service members and promotes patriotism. At every concert, the band opens with the National Anthem and plays "Stars and Stripes Forever." Concerts end with the band playing "Servicemen on Parade," a medley of the anthems of each branch of the military, during which, members of each branch are asked to stand up and be recognized by applause. In 2012 TW featured guest conductor CWO5 Robert C. Jacob, who serves as head conductor of the Marine Corps Band. TW also featured guest musician Bob Zentz, who

recounted stories from his Coast Guard service during Vietnam while playing seafaring songs. Afterwards, veteran audience members recounted their excitement to hear a musician with whom they shared so much in common.

### Educational Programs

TW provides educational opportunities through its internship program. Young musicians are selected as performance interns to rehearse and perform with professionals as equal members of the ensemble, playing the same material side-by-side. High school student interns receive school credit, and college interns are paid. TW has recently expanded this program to include music business interns, who shadow the band's Executive Director, crew, and librarian. Providing young people professional experience in burgeoning music careers and hands-on training in running and maintaining a professional music ensemble.

### Audience and Partnerships

Tidewater Winds served nearly 10,000 audience members during its 2012 summer program. Most of TW audience members are seniors and families with limited incomes and little access to concert experiences, especially in the current economy. TW provides a great service to the Hampton Roads community, reaching people who are not typically served by other local arts offerings. TW's audiences consistently express gratitude and enthusiasm for the band. As conductor John Brewington recounted, "Audiences are overjoyed. We have touched them in some way that brought back a memory or created a new one."

TW works to expand and develop its audiences by increasing public appearances on local television and at Norfolk festivals and offering concerts at an increasing number of venues accessible to families. These venues include Norfolk Academy, Virginia Beach 24<sup>th</sup> Street on the Oceanfront, and Great Bridge and Hickory High Schools. TW is also working to enrich audience experiences through its partnerships with the Military School of Music at Joint Expeditionary Base Little Creek/Fort Story, honorary board member John Philip Sousa IV, Girl Scouts of the Colonial Coast, and the Autism Society of Tidewater Virginia.

### Your Support

The Tidewater Winds seeks funding to support its free summer concerts and secure a stable financial future. 70% of TW's budget goes directly to programs, which employ local professional musicians. TW strives to provide unique music to engage and inspire audiences, preserve a rich American music tradition, honor community military service members, educate and provide professional experience to young musicians, and serve audience members who have limited access to high quality arts experiences. Please consider making a contribution today, to help sustain this unique American concert band and its service to the Hampton Roads community.

## **THE TIDEWATER WINDS**

### **Board Financial Commitment**

Dear Board Member and Emeritus Board Members:

You and your family are important supporters. As such you are asked for donations to all of our funding events. These events include annual Friends of the Winds membership drive to the Holiday concert fund. Your help is needed to assure we have a balanced budget each year.

This year we are trying a new concept in requests to the Board for your annual contributions, which allows for you to make contributions or raise the money through donations for a total of \$3,000.00 this year.



## TIDEWATER WINDS 2023 Board of Directors and Staff (updated 08/28/23)

#	Name	Position	Email	Telephone	Address
<b>Executive Committee</b>					
1	Matthew Weinstein	President, Director	<a href="mailto:mnamatthew@gmail.com">mnamatthew@gmail.com</a>	757-621-3953 (m) 757-425-8718 (h)	905 Horseshoe Court Virginia Beach, VA 23451
2	Annamarie Smith-Butz	Vice-President Director	<a href="mailto:asbvab@gmail.com">asbvab@gmail.com</a>	757-486-5384 (h)	1005 Cannonbury Comm Virginia Beach, VA 23452
3	Bob Batcher	Director	<a href="mailto:rbatcher@primeplus.org">rbatcher@primeplus.org</a>	757-692-5888 (m)	201 Granby Park Norfolk, VA 23505
4	Don Hurwitz	Treasurer	<a href="mailto:don.hurwitz@gmail.com">don.hurwitz@gmail.com</a>	757-560-9693 (m)	804 Twin Peak Court Chesapeake VA 23320
5	Todd Moore	Assistant Treasurer	<a href="mailto:mcubed0305@gmail.com">mcubed0305@gmail.com</a>	904-891-5306	4101 Roenker Lane, Virginia Beach, VA 23455
<b>Board Members</b>					
6	Bart Barton	Director	<a href="mailto:bart.barton1961@gmail.com">bart.barton1961@gmail.com</a>	757-635-4650 (m)	1337 W. Little Neck Road Virginia Beach, VA 23452
7	Kathryn Barrett	Director	<a href="mailto:kathrynjbarrett@yahoo.com">kathrynjbarrett@yahoo.com</a>	757-893-7298 (m)	1700 Timber Ridge Ct. Virginia Beach VA 23455
8	Bet Cake	Director	<a href="mailto:betcake@gmail.com">betcake@gmail.com</a>	804-241-1988 (m)	3100 Shore Drive. Apt. 705 Virginia Beach VA 23451
9	Frank "Buddy" Creasey	Director	<a href="mailto:budcreasy@gmail.com">budcreasy@gmail.com</a>	757-717-1277	1857 N Cherry Grove Rd Suffolk, VA 23432
10	Dan Edwards	Director	<a href="mailto:lionrun@aol.com">lionrun@aol.com</a>	757-717-0259 (m)	1585 Lake James Dr. Virginia Beach, VA 23464
11	Ellard Forrester	Director	<a href="mailto:Dralle1116@gmail.com">Dralle1116@gmail.com</a>	252-339-7972	404 Kingsley Lane Apt. A Norfolk, VA 23505
12	Mandy George	Director	<a href="mailto:mandygeorge02@gmail.com">mandygeorge02@gmail.com</a>	757-450-9532	4101 Roenker Lane, Virginia Beach, VA 23455
13	Chad Hugo	Director	<a href="mailto:chasechad@mac.com">chasechad@mac.com</a>	757-412-9457 (m)	4112 Richardson Road Virginia Beach 23455
14	Rachel Trussell	Director	<a href="mailto:alwaysb.moi@gmail.com">alwaysb.moi@gmail.com</a>	757-546-4251 (m) 757-495-1407 (h)	1205 Merrifield Landing Virginia Beach, VA 23464
<b>Emeritus Board</b>					
1	Steve Ambrose	Emeritus Director	<a href="mailto:ambroses@me.com">ambroses@me.com</a>	757-621-5289 (m) 757-464-3104 (h)	4913 Leatherneck Road Virginia Beach, VA 23455
2	H. Lee Addison, III	Emeritus Director	NONE	757-572-5779 (m) 757-853-8579 (h)	902 Foxhound Lane Norfolk, VA 23518
3	Arthur Diamonstein	Emeritus Director	<a href="mailto:adiamonstein@paramountslep.com">adiamonstein@paramountslep.com</a>	757-855-3321 (w)	1086 Algonquin Road Norfolk, VA 23508
4	Leslie Friedman	Director	<a href="mailto:lhfriedman@cox.net">lhfriedman@cox.net</a>	757-418-0791 (m) 757-625-4137 (h)	332 College Place Norfolk, VA 23510
5	R. Scott Morgan	Director	<a href="mailto:Rsm050645@gmail.com">Rsm050645@gmail.com</a>	757-418-2705 (m) 757-399-2685 (h)	316 Court Street Portsmouth, VA 23703
<b>STAFF</b>					
1	Michael K. Williams	Executive Director	<a href="mailto:ExecutiveTWW@gmail.com">ExecutiveTWW@gmail.com</a>	757-214-4649 (m) 757-480-0953 (h)	114 Commonwealth Ave Chesapeake, VA 23325
2	John H. Brewington	Music Director	<a href="mailto:john.brewington@vbschools.com">john.brewington@vbschools.com</a>	757-618-7379 (m) 757-263-1077 (w) 757-340-7939 (h)	600 Runnymede Court Virginia Beach, VA 23452
3	John Brewington Jr.	Controller	<a href="mailto:controller@tidewaterwinds.org">controller@tidewaterwinds.org</a>	757-282-8977	600 Runnymede Court Virginia Beach, VA 23452
4	Chad McGill	Operations Manager	<a href="mailto:permanager.tw@gmail.com">permanager.tw@gmail.com</a>	270-872-8977 (c)	1805 Pine Neck Court Virginia Beach, VA 23454
5	Amber Kidd	Personnel Manager	<a href="mailto:permanager.tw@gmail.com">permanager.tw@gmail.com</a>	757-373-0006 (m)	Private
6	Alan Brown	Librarian	<a href="mailto:abrown4404@gmail.com">abrown4404@gmail.com</a>	757-319-2704 (m) 757-498-0236 (h)	508 Harton Circle Virginia Beach, VA 23452
7	Raymond Rodrigues	Crew Chief	<a href="mailto:rjrodriguesiii@yahoo.com">rjrodriguesiii@yahoo.com</a>	757-319-5019	Private
8	Joshua Stone	Band Liaison	<a href="mailto:jstone@nps.k12.va.us">jstone@nps.k12.va.us</a>	757-451-4110 ext. 3040	Director of Bands, Granby HS Fine Arts Dept Chair

## **2023 COMMITTEE APPOINTMENTS**

1. **Executive Committee**

Matthew Weinstein, President, Secretary, Chair

Bob Batcher, Vice President,

Don Hurwitz, Treasurer and Finance Committee Chair

Todd Moore, Assistant Treasurer

Michael Williams, Executive Director, Development and Marketing Committee Chair

John Brewington, Program Committee Chair

2. **Finance Committee**

Don Hurwitz, Treasurer, Chair

Todd Moore, Assistant Treasurer

Michael Williams, Executive Director

Bart Barton, Director

John Brewington, Jr., Finance Manager

3. **Development and Marketing Committee**

Bob Batcher, Director

Michael Williams, Executive Director

Annemarie Butz-Smith, Chair, Director

Kathryn Barrett, Director

Bet Cake, Director

John Brewington, Jr., Finance Manager

Bart Barton, Director

Mandy George, Director

4. **Program Committee (Revised, 2/19/2021)**

John Brewington, Chair

Edward Knakal, Concertmaster

Michael Williams, Executive Director

Joshua Stone, Band Liaison

Robin Card, Principal Trumpet

Harvey Stokes, Principal Oboe

Ralph Copley, Principal Percussion

Brian Webb, Principal Alto Saxophone

Chad McGill, Operations Manager

Alan Brown, Librarian

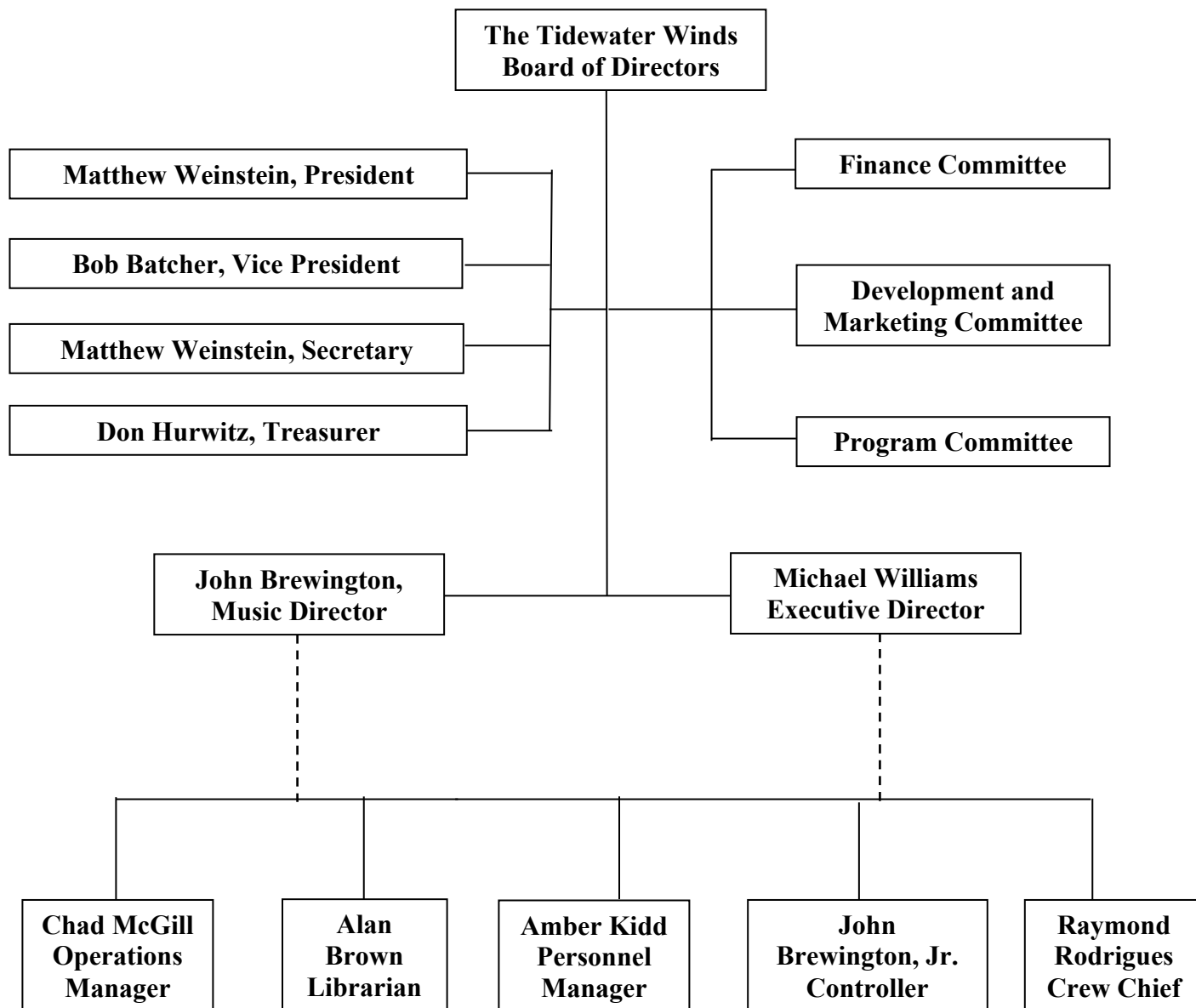
5. **Board Recruitment, Nomination, Orientation and Training Committee**

Matthew Weinstein, Vice President & Secretary, Chair

# THE TIDEWATER WINDS

## ORGANIZATION CHART

January 1, 2023



<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Committees of the Board of Directors	
<b>Policy Number:</b>	BOARD – 001	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	The proper governance and operation of The Tidewater Winds (the “Corporation”) depends on the governing board implementing committees as required in the bylaws. Committees are charged with the responsibility of taking on operational and oversight activities to address a variety of functions of the Corporation. Because of the varied activities of the Corporation, the committees established by the Board and/or their duties and responsibilities may need to change from time to time. Forming committee and assigning activities needs to be formalized and approved by the Board of Directors.	
<b>Effective Date:</b>	April 26, 2010	
<b>Revision Date:</b>	August 20, 2012	

<b>Required Signatures:</b>	
	_____
	Board President
	_____
	Board Secretary

<b>Definitions:</b>	
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<b>Policy:</b>	<p><b>Formation and Appointment of Chairs and Members</b></p> <ol style="list-style-type: none"> <li>1. All committees approved by the Board will be in compliance with terms and conditions as set forth in the bylaws of the Corporation.</li> <li>2. All committee chair appointments and selection of committee members shall be in compliance with the bylaws of the Corporation and approved by the Board of Directors.</li> </ol> <p><b>Committee Duties and Functions</b></p> <ol style="list-style-type: none"> <li>1. <b>Finance Committee.</b> The Finance Committee is responsible for preparing an Annual Budget; and, preparing and submitting a monthly financial report for presentation at Board meetings The principal duties of the committee are: <ul style="list-style-type: none"> <li>• Draft financial policies and forms for presentation to the Board</li> <li>• Design and prepare the Chart of accounts and financial reports</li> <li>• Present a financial report at each Board Meeting</li> <li>• Assure that annual IRS reports and returns are completed in a timely manner</li> <li>• Prepare the annual budget for Board review and approval</li> <li>• Maintain bank accounts and banking relationships</li> </ul> </li> <li>2. <b>Development and Marketing.</b> The Development and Marketing Committee is responsible for organizing and carrying out various fundraising projects and coordinating public relations with the community and supporting members.</li> </ol>
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	<p>The principal duties of the committee are:</p> <ul style="list-style-type: none"> <li>• Draft fundraising and community relations policies for presentation to the Board</li> <li>• Develop an annual schedule of fundraising activities for presentation to the Board</li> <li>• Cultivate potential individual and corporate donors and provide stewardship with all current contributors</li> <li>• Delineate an annual comprehensive list of all municipal, corporate and private charitable fund grant applications and incorporate into the income of the annual budget</li> <li>• Develop an annual expense budget for fundraising activities to be incorporated into the annual budget.</li> <li>• Send out IRS required letters to contributors to assure IRS compliance and qualified tax deductions for charitable contributions</li> <li>• Conduct fundraising activities, which include planning, implementation and volunteer recruitment to support the activities in the annual plan</li> </ul> <p>3. <b>Board Recruitment, Nomination, Orientation and Training.</b> The Board Recruitment, Nomination, Orientation and Training Committee is responsible for all aspects of Board membership development to ensure that there is sufficient talent and competencies among the Board membership to represent our community and provide competent fiduciary oversight of the organizations mission. The principal duties of the committee are:</p> <ul style="list-style-type: none"> <li>• Draft policies for processing of Board of Director Candidates for presentation to the Board.</li> <li>• Determine talent and diversity requirements for Board membership.</li> <li>• Throughout the year, recruit Board candidates and process them with the Board until appointment meets the number and skill sets needed.</li> <li>• Develop a Board orientation program that is administered to all new Board appointees.</li> <li>• Develop an annual Board training schedule to include topics and issues needing re-education.</li> <li>• Submit at the annual meeting of the Board, a slate of nominations for officer positions and board vacancies.</li> </ul> <p>4. <b>Program.</b> The Program Committee is responsible for supporting the summer concert series, annual holiday concert, and other special musical performances. This committee is chaired by the Musical Director who shall appoint three musician members of the band to join other Board members in conducting the business of the committee, which shall include the following:</p> <ul style="list-style-type: none"> <li>• Draft policies for processing of musical programs for presentation to the Board.</li> <li>• Determine program content, orchestration and band composition requirements for all performances.</li> <li>• Recruit musicians; conduct tryout schedules; and, process selection by the Music Director until hired staff meets the number and skill sets needed.</li> <li>• Develop a Band Orientation policy and procedure that is administered to all</li> </ul>
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	<p>new musicians and crew.</p> <ul style="list-style-type: none"> <li>• Compose an Independent Contractor Agreement, which addresses all aspects of the performance relationship with musicians, which includes rates of pay and other terms and conditions.</li> <li>• Prepare an annual performance schedule and engage in the budget planning process to assure that anticipated costs and revenues are both practical and achievable.</li> </ul>
<b>Procedure:</b>	<ol style="list-style-type: none"> <li>1. The President shall submit a list of committees, chairs and members to the Board, who shall review and approve all proposed appointments at the annual meeting or as soon thereafter as is practical.</li> <li>2. The President shall submit a list of all new and replacement committees, chairs and members throughout the year, as needed, to the Board, who shall review and approve these appointments.</li> </ol>
<b>Related Policies:</b>	<p>Tidewater Winds Articles of Incorporation  Tidewater Winds Bylaws  Director's Handbook  BOARD 002 - Processing Board of Director Candidates</p>

<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Processing Board of Director Candidates	
<b>Policy Number:</b>	BOARD – 002	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	The processing of Candidates for membership on the Board of Directors will ensure that the composition of the board reflects diversity in professional and life experiences that will provide leadership and guidance in the Board exercising its fiduciary duties.	
<b>Effective Date:</b>	March 4, 2010,	
<b>Revision Date:</b>	August 20, 2012	

<b>Required Signatures:</b>	
	_____
	Board Chair
	_____
	Secretary

<b>Definitions:</b>	<b>Candidate:</b> Any person formally proposed to serve as a Director or Emeritus Director of the organization.
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<b>Policy:</b>	The organization shall adopt a process for recruiting, screening and recommending membership to the Board of Directors that is accountable and optimizes the diversity, professional talents and life experiences of organization Directors. Any Board member, organization officer or staff member may recommend a person to be considered for election as a Director of the organization to serve on the Board of Directors; or, to be considered for election as an Emeritus Director of the organization. The President shall review current Directors whose term is expiring within the current fiscal year to determine if the Directors should be considered for reelection to a subsequent term.
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<b>Procedure:</b>	<p><i>Processing of Applicants</i></p> <ol style="list-style-type: none"> <li>Any Director, Officer or staff member wishing to propose consideration of a person for Board membership or as an Emeritus Director should submit the candidate's name and resume to the President of the Board. If anyone else receives additional information on potential candidates, he/she shall forward it to the President.</li> <li>The President shall obtain and distribute copies of the candidate's resume to the Board Recruitment, Nomination, Orientation and Training Committee members and place the candidate on the agenda of the next committee meeting for consideration.</li> <li>The Board shall screen all proposed candidates. The President shall assign other board members to interview the candidate.</li> <li>The Directors who perform the interview shall report their findings to the President. The President shall then provide the committee their recommendation regarding the Candidate.</li> <li>The Board Recruitment, Nomination, Orientation and Training Committee</li> </ol>
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	<p>shall then provide the Board of Directors with their recommendation regarding the Candidate.</p> <p>6. The Board of Directors shall take action on the recommendations from the committee at the next Board Meeting.</p> <p>7. For those Candidates elected to the Board, the Board Chair shall schedule a Board orientation session.</p> <p>8. For those Candidates not elected to the Board nor deemed qualified by the committee, the Board Chair shall acknowledge their interest in serving and send a letter of appreciation.</p>
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<b>Related Policies:</b>	BOARD - 001 Committees of the Board of Directors
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<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Financial Policy	
<b>Policy Number:</b>	BOARD – 003	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	The purpose of the financial policy shall be to ensure that all aspects of fiscal management and recordkeeping meet Generally Accepted Accounting Procedure (GAAP) standards to ensure fiscal accountability and responsibility for the corporation.	
<b>Effective Date:</b>	June 12, 2008, Revised June 10, 2010	

<b>Required Signatures:</b>	
	_____
	Board President
	_____
	Board Secretary
	_____
	Board Treasurer

<b>Definitions:</b>	
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<b>Policies:</b>	<ol style="list-style-type: none"> <li><b>1. General Policy Statement</b> <ol style="list-style-type: none"> <li>1.1 Prudent Fiscal Management. The financial management of the Company shall be in accordance with generally accepted accounting principles (GAAP). All transactions and protocols shall adhere to the guidelines established in this policy.</li> <li>1.2 Financial Management Responsibility. The responsibility for the financial management of the Company shall be with the Treasurer. The Treasurer shall act as the Chief Financial Officer unless the Company hires a Financial Director or contracts with a management company to perform said function.</li> <li>1.3 Tax Filing. The Treasurer or designee shall file all necessary tax documents in accordance with regulatory requirements.</li> <li>1.4 Location of Financial Records. All financial records and books shall be maintained at the office of the Company.</li> <li>1.5 Financial Report Logs, Income and Expenses must be maintained at the business office each month under the direction of the Treasurer.</li> <li>1.6 The company shall maintain bank account as needed with separate accounts for the general fund and each dedicated fund established and approved by the Board of Directors.</li> </ol> </li> <li><b>2. Annual Audit</b> <ol style="list-style-type: none"> <li>2.1 Selection of CPA Firm. On an annual basis, the books and records of the Company shall be audited as required by standards respectful of</li> </ol> </li> </ol>
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	<p>the Internal Revenue Service (IRS) guidelines for 501(c)(3) organizations. The audit shall be performed by the Finance Committee, or if required by growth of the company, externally by independent certified accountants as specified by IRS 501(c)(3) regulations. Board approval of the auditor shall be based upon recommendations made by the Finance Committee and President.</p> <p>2.2 Review and Approval. All audits shall be reviewed and accepted by the Board of Directors by majority vote.</p> <p><b>3. Budget</b></p> <p>3.1 Annual Budget. An annual budget showing all of the expected revenue and all of the operating and capital expenses shall be prepared by the Treasurer and Accountant, and approved by the Board of Directors. Each Regional Affiliate shall prepare their own annual budget showing all of the expected revenue and all of the operating and capital expenses.</p> <p>3.2 Budgeted Operating Expenses.</p> <p>3.2.1 Operating expenses within budgetary parameters and less than \$5,000.00 shall be paid according to financial policy protocols.</p> <p>3.2.2 Operating expenses not within budgetary parameters and over \$5,000.00 shall require review and approval of the Board of Directors through the President or other designated officer.</p> <p>3.3 Non-budgeted Operating Expenses. All non-budgeted operating expenses must be presented to the Board for consideration and approval. A clearly defined rationale, justification and cost-benefit analysis must accompany the request.</p> <p><b>4. Contracts / Compensation</b></p> <p>4.1 Contracts. The Board of Directors must approve contracts in excess of \$2,000.</p> <p>4.2 Expenditures</p> <p>4.2.1 Budgeted expenditures must comply with Section 3.2.1 and 3.2.2.</p> <p>4.2.2 Non-budgeted expenditures in excess of \$5,000.00 must first comply with Section 3.3 of this policy and then approved by no less than 2/3 (two-thirds) of the Board of Directors.</p> <p>4.2.3 All payments for expenditures for the Company must be reviewed and approved by the President unless otherwise specified, e.g. 4.1 and 4.2.1.</p> <p>4.3 Employment. The Board of Directors shall approve the employment of all staff.</p> <p><b>5. Revenue and Borrowing</b></p> <p>5.1 All revenue and income received by the company shall be deposited in the company's bank accounts by the Accountant.</p> <p>5.2 All notes and instruments for the borrowing of money shall be approved by majority vote of the Board of Directors and executed by the President.</p>
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	<p><b>6. Bank Cards.</b></p> <p>6.1 Bank cards need to be identified to a specific person.</p> <p>6.2 Bank card use shall be monitored monthly and reconciled to the receipts.</p> <p>6.3 Receipts for any card use need to be held for a period of at least three years in accordance with IRS requirements.</p>
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<b>Procedures:</b>	<p><b>1. Cash Receipts - Donations</b></p> <p>1.1 Donations arrive at the P.O. Box where they are picked up by the Treasurer.</p> <p>1.2 Treasurer photocopies all checks and creates a log listing of all checks and credit card donations.</p> <p>1.3 The Treasurer goes to the Bank and makes the deposit and requests a list of credit card donations.</p> <p>1.4 Photocopies of the checks, log listing, original deposit slip and credit card donations are hand carried by the Treasurer to the Business Manager at the office.</p> <p>1.5 The Business Manager posts the revenue data directly into the Cash Receipts function of the financial software program.</p> <p>1.6 At month end, the Business Manager runs a donation report and sends it to John Sutton who sends out the IRS required thank you letters.</p> <p><b>2. Cash Receipts – Concerts</b></p> <p>2.1 Concert receipts for donations and sales are collected by two individuals, one volunteer and one staff member.</p> <p>2.2 A cash receipts log is created after the concert and amounts are counted and posted by the two individuals, who both sign the log and place the money in a bank bag.</p> <p>2.3 The Treasurer picks up the Bank Bag at the Office and makes the bank deposit and takes the deposit slip to the Business Manager.</p> <p>2.4 The Business Manager enters cash donations and A/V sales into the financial software program and completes deposit slip.</p> <p><b>3. Accounts Payable - Vendor Disbursements</b></p> <p>3.1 Vendor invoices are opened at the office by the Business Manager and entered into the accounts payable function of the financial software program.</p> <p>3.2 The Business Manager performs a weekly check run and the checks are attached to the original paper invoice along with stamped envelopes.</p> <p>3.3 The Business manager brings the accounts payable batch to the President who signs the checks; inserts checks into envelopes; and, seals and mails payments.</p> <p>3.4 The Business Manager files the paid invoice documentation at the office.</p> <p><b>4. Accounts Payable - Musician Payments</b></p>
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	<p>4.1 The Business Manager prepares musician independent contractor agreements each year that delineate two hourly pay rates: 1) rehearsal; and, 2) concert. The Business Manager includes in the contracts estimated total compensation that musicians can expect if they attend all rehearsals and concerts.</p> <p>4.2 All independent contractor musicians are required to complete a W-9 at the time of signing their contracts.</p> <p>4.3 The Business Manager enters demographics, pay rates and SSNs into the financial software program for each musician.</p> <p>4.4 The Business Manager creates a paper Time Log that records sign-in and sign-out times to document the hours musicians spend at rehearsals and concerts.</p> <p>4.5 Musicians are required to log in and out of rehearsals and concerts on the paper Time Log.</p> <p>4.6 After each weekly concert series is completed, the Business Manager calculates hours to be paid; the amounts due to each musician; enters the data into the financial software program; and, prints out the checks.</p> <p>4.7 The Business Manager brings checks and a detailed summary printout of the musician payment schedule for the week to the President for signature.</p> <p>4.8 After reviewing and confirming the payment schedule, the President signs the checks; places them in envelopes; and, seals the envelopes.</p> <p>4.9 The checks are returned to the Business Manager who distributes them at the first concert thereafter. Checks are held for absent staff.</p>
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<b>Related Policies:</b>	<p>Articles of Incorporation</p> <p>Bylaws</p> <p>Conflict of Interest Policy</p>
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## THE TIDEWATER WINDS CASH RECEIPTS AND BANK DEPOSIT LOG

[illegible]

### General Ledger Account Options:

Advertising  
Audio Visual Sales  
Holiday Concert-Sponsor Payment  
Holiday Concert-Donation  
Holiday Concert Ticket Sales  
Golf  
Grant  
Raffle  
TWW League

Donations:  
At Door—24<sup>th</sup> Street  
At Door—31<sup>st</sup> Street  
At Door—Cox  
At Door—Harrison  
At Door—Hickory  
At Door—Holiday Concert  
At Door—Roper

Donations:  
Bulk Mailing #1-Winter  
Bulk Mailing #2-Spring  
Bulk Mailing #3-Fall

### Donations-Unassigned

**Posted to General Ledger By:**\_\_\_\_\_

Date: \_\_\_\_\_

<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Document Management Policy	
<b>Policy Number:</b>	BOARD – 003.1	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	The purpose of the Document Management policy shall be to ensure that all paper and electronic records of the company are organized, retained and destroyed within time periods that meet or exceed accounting, regulatory and other governmental requirements.	
<b>Effective Date:</b>	February 22, 2016	

<b>Required Signatures:</b>	
	Board President
	Board Secretary
	Board Treasurer

<b>Definitions:</b>	<b>Donation records</b> - Donation records include a written agreement between the donor and the charity with regard to any contribution, an email communication or notes of or recordings of an oral discussion between the charity and the donor where the representative of the charity made representations to the donor with regard to the contribution on which the donor may have relied in making the gift.
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<b>Policies:</b>	<ol style="list-style-type: none"> <li>1. The Board of directors shall establish filing, storage and destruction standards for all records of the company.</li> <li>2. Destruction of documents that have aged beyond required retention shall be performed in a manner that ensures confidentiality and proprietary protection.</li> </ol>
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<b>Procedures:</b>	<ol style="list-style-type: none"> <li>1. The Executive Director shall ensure that the procedures for retention and destruction are followed by surveying the files annually and reporting results to the Board of Directors.</li> <li>2. There are some documents that are worth saving for the community's sake that go beyond legal guidelines. Those include, but are not limited to photographs, concert programs, musician rosters, advertising materials, concert calendars, awards, donor lists, etc. The Executive Director shall establish safekeeping locations for all of these items.</li> <li>3. The Document Retention Chart indicates the item, retention period and location of records and is in effect until otherwise modified by Board action (see attached chart).</li> <li>4. All permitted document destruction shall be halted if the organization is being investigated by a governmental law enforcement agency, and routine destruction</li> </ol>
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	shall not be resumed without the written approval of legal counsel or Board of Directors.
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<b>Related Policies:</b>	Document Retention Chart (See below)
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# TIDEWATER WINDS

## Document Retention Chart

Item	Years	Location
Accounts payable ledgers and schedules	10	Finance Manager
Accounts receivable ledgers and schedules	10	Finance Manager
Audit reports of accountants	Permanently	Finance Manager
Bank statements	10	Finance Manager
Cash books	10	Finance Manager
Checks, canceled, for important payments; i.e., taxes, purchase of property, special contracts, etc. filed with the papers pertaining to the transaction	Permanently	Finance Manager
Checks, other canceled	10	Finance Manager
Conflict of Interest forms and documentation	10	Compliance Officer
Contracts and expired leases	10	Finance Manager
Contracts and leases still in effect	Permanently	Finance Manager
Correspondence, general	4	Finance Manager
Correspondence, legal and important matters		Executive Director
Depreciation schedules	10	Finance Manager
Donation records of endowment funds and of significant restricted funds	Permanently	Finance Manager
Donation records, other	10	Finance Manager
Duplicate deposit slips	10	Finance Manager
Employee personnel records after termination	7	Finance Manager
Employment applications	3	Executive Director
Expense analyses and expense distribution schedules includes allowance and reimbursement of employees, officers, etc., for travel and other expenses	10	Finance Manager
Financial statements, end-of-year	Permanently	Finance Manager
General ledgers and end-of-year statements	Permanently	Finance Manager
Insurance policies, expired	Permanently	Finance Manager
Insurance records, current accident reports, claims, policies, etc.	Permanently	Finance Manager
Internal reports	3	Executive Director
Inventories of products, materials, supplies	10	Finance Manager
Invoices to customers	10	Finance Manager
Invoices from vendors	10	Finance Manager
Journals	10	Finance Manager
Minute books of the Board including Bylaws and Articles of Incorporation	Permanently	Secretary
Payroll records and summaries, including payments to pensioners	10	Finance Manager
Purchase orders	3	Finance Manager
Sales records	10	Finance Manager
Subsidiary ledgers	10	Finance Manager
Scrap and salvage records	10	Finance Manager
Tax returns and worksheets, and IRS agents reports	Permanently	Finance Manager
Time sheets and cards	10	Finance Manager
Voucher register and schedules	10	Finance Manager
Volunteer records	3	Executive Director
Whistleblower reports and documentation	10	Compliance Officer



<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Conflict of Interest	
<b>Policy Number:</b>	BOARD – 004	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	<p>The proper governance and operation of The Tidewater Winds (the “Corporation”) depends on governing board directors, officers, employees, and agents who give of their time for the benefit of the Corporation. Because of the varied interests and backgrounds of individuals; participation on the Board, committees, regional networks or task forces; and, engagement in other activities of the corporation may result in situations involving a dual interest that might be interpreted as conflict of interest. This service nevertheless carries with it a requirement of loyalty and fidelity to the Corporation; it being the responsibility of the Directors, officers, employees, and agents to govern and administer the Corporation's affairs honestly and economically, exercising their best care, skill, and judgment for the benefit of the Corporation. The matter of any duality of interest or possible conflict of interest can best be handled through full disclosure of any such interest, together with noninvolvement in any vote or participation in meetings and discussions wherein the interest is involved. The Bylaws, in Article II, Section 4 – Conflict of Interest proscribe that members of the Board of Directors to adhere to conflict of interest policies that require disclosing existing and potential conflicts of interest.</p>	
<b>Effective Date:</b>	September 17, 2012	
<b>Last Revision Date:</b>		

<b>Required Signatures:</b>	
	<div>_____</div> <div>President</div>
	<div>_____</div> <div>Secretary</div>

<b>Definitions:</b>	<p><b>Conflict of Interest.</b> A conflict of interest can be considered to exist in any instance where the actions or activities of a Director, officer, employee or agent (herein an "individual") (or the employer of the individual) on behalf of the Corporation also involve the obtaining of an improper gain or advantage or an adverse effect on the Corporation’s interests. Conflicts of interest also can arise in other instances. Although it is impossible to list every circumstance giving rise to a possible conflict of interest, the following will serve as a guide to the types of activities that might cause conflicts and that should be fully reported to the Corporation:</p> <p><b>Outside Interests.</b> 1) To hold, directly, indirectly or organizationally, a position</p>
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	<p>or a material financial interest in any outside concern from which the individual has reason to believe the Corporation secures goods or services or that provides services competitive with the Corporation. 2) To compete, directly, indirectly or organizationally, with the Corporation. Outside Activities. To render advice, management, or consultation services to any outside concern that does business with, or competes with, the services of the Corporation or to render other services in competition with the Corporation.</p> <p><b>Gifts, Gratuities and Entertainment.</b> To accept gifts, excessive entertainment, or other favors from any outside concern that does, or is seeking to do, business with, or is a competitor of, the Corporation under circumstances from which it might be inferred that such action was intended to influence or possibly would influence the individual in the performance of his duties. This does not include the acceptance of items of nominal or minor value that are clearly tokens of respect or friendship and not related to any particular transaction or activity of the Corporation.</p> <p><b>Inside Information.</b> To disclose or use confidential information (as defined herein) relating to the Corporation's business for the personal profit or advantage of the individual or his or her immediate family or employer. No inside information shall be permitted to be disclosed without the consent of the Board of Directors.</p>
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<b>Policy:</b>	<ol style="list-style-type: none"> <li>1. <u>Board of Directors.</u> <ol style="list-style-type: none"> <li>1.1 A member of the Board of Directors of the Corporation shall exercise the utmost good faith in all transactions or matters related to their duties to the Corporation and its property. In their dealings with and on behalf of the Corporation, they shall be held to a strict rule of honest and fair dealing between themselves and the Corporation. They shall not use their positions, or knowledge gained there from, in such a way that a conflict might arise between the interest of the Corporation and that of the individual.</li> <li>1.2 Any duality of interest or possible conflict of interest on the part of any Board member should be disclosed to the other Directors and made a matter of record, either through an annual procedure or when the interest becomes a matter of action.</li> <li>1.3 Any Director having a duality of interest or possible conflict of interest on any matter should not vote or use his or her personal influence on the matter, and he or she should not be counted in determining the quorum for the meeting, even where permitted by law. The minutes of the meeting should reflect that a disclosure was made, the abstention from voting, and that a quorum was present.</li> <li>1.4 The foregoing requirements should not be construed as preventing a Director from briefly stating his position in the matter, nor from answering pertinent questions of other board members since his or her knowledge may be of great assistance.</li> </ol> </li> </ol>
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	<p>2. <u>Officers, Employees and Agents.</u></p> <p>2.1 The officers, employees, and agents (herein “individuals”) with administrative responsibilities shall exercise the utmost good faith in all transactions related to their duties to the Corporation and its property. In their dealings with and on behalf of the Corporation, they shall be held to a strict rule of honest and fair dealing between themselves and the Corporation. They shall not use their positions, or knowledge gained there from, in such a way that a conflict might arise between the interest of the Corporation and that of the individual.</p> <p>2.2 Although it is recognized that a degree of duality of interest may exist from time to time, such duality shall not be permitted to influence adversely the decision-making process of the Corporation. To this end, any Individual subject to this policy shall promptly report the possible existence of a conflict of interest for himself or herself or any other person subject to the policy, which shall be made to the President or the Executive Director of the Corporation.</p> <p>2.3 A full disclosure of all facts pertaining to any transaction or business development activity that is subject to any doubt concerning the possible existence of a conflict of interest shall be made before continued participation in meetings or discussions and subsequently consummating the transaction.</p>
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<b>Procedure:</b>	<p><u>Annual Questionnaire/Removal.</u></p> <p>1. Annually, the President shall send to all Directors, officers, employees and agents a copy of this policy, together with an explanation and a Conflict of Interest Statement to be completed and returned (see attached form).</p> <p>2. An appropriate report shall be submitted to the Board of Directors concerning any interests so disclosed. Any new Directors, officers, employees, agents, or consultants shall participate in a similar procedure and execute an agreement concurrent with assumption of their responsibilities.</p> <p>3. Based upon the sole discretion of the Board of Directors, any violation of this policy by a Director or officer for immediate removal from the Board of Directors of any position as an officer. Violation of this policy by an employee shall be deemed to be a "material breach" and a basis for termination of employment.</p>
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<b>Related Policies:</b>	<p>The Tidewater Winds Articles of Incorporation</p> <p>The Tidewater Winds Bylaws</p>
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**THE TIDEWATER WINDS**  
**Conflict of Interest Statement**

Pursuant to the purposes and intent of the resolution adopted by the governing board requiring disclosure of certain interests, a copy of which has been furnished to me, I hereby state that I or my employer, or members of my immediate family have the following affiliations or interests and have taken part in the following transactions that, when considered in conjunction with my position with or relation to the Corporation, might possibly constitute a conflict of interest. **Check "None" where applicable.**

**1. Outside Interests (including investments)**

Identify any interests, other than investments, of yourself or your immediate family as described in Section 4.1(a) of the accompanying resolution or policy. List and describe, with respect to yourself or your immediate family, all investments that might be within the category of "material financial interest" as described in the resolution and policy.  
( ) **None**

**2. Outside Activities**

Identify any outside activities, of yourself or your immediate family, as described in Section 4.1(b) in the resolution policy.  
( ) **None**

**3. Gifts, Gratuities and Entertainment**

Identify any gifts, excessive entertainment, or other favors from any outside concern that does business with TTW, is seeking business from TTW, or is a competitor of TTW as described in 4.1(c) of the resolution policy.  
( ) **None**

**4. Other**

List any other activities in which you, your employer, or immediate family are engaged that might be regarded as constituting a conflict of interest.  
( ) **None**

I hereby certify that neither I, nor any member of my immediate family will accept gifts, gratuities, or entertainment that might influence our judgment or actions concerning business of the Corporation, thus possibly constituting a conflict of interest.

I hereby certify that neither I, nor any member of my immediate family will engage in any outside activities or outside interests that will influence our judgment or actions concerning business of the Corporation, thus possibly constituting a conflict of interest.

I hereby agree to report to the President or the Executive Director any further situations that may develop, possibly constituting a conflict of interest before completion of my next questionnaire.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Organization (Print)

\_\_\_\_\_  
Name (Print)

\_\_\_\_\_  
Title (Print)

\_\_\_\_\_  
Date

<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Board Orientation and Training	
<b>Policy Number:</b>	BOARD – 005	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	The processing of new Board members will ensure that there is a comprehensive presentation of essential policies, procedures, formation documents, mission and financial position of the company. Annual training for the Board shall review these same items to refresh and remind Directors of their duties and how best to support the mission and exercising their fiduciary duties.	
<b>Effective Date:</b>	April 15, 2013	
<b>Revision Date:</b>		

<b>Required Signatures:</b>	
	Board Chair
	Secretary

<b>Definitions:</b>	<b>Board Member:</b> Any person having been duly appointed and currently serving as a Director or Emeritus Director of the organization.
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<b>Policy:</b>	The organization shall adopt a process for orienting and training members of the Board of Directors that is accountable and disseminates essential documentation of the organization that optimizes a Board members ability to govern and exercise their fiduciary duties.
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<b>Procedure:</b>	<b>Processing of Orientation</b> <ol style="list-style-type: none"> <li>1. The President shall appoint an officer of the company to meet with any new Director individually or collectively and present them with a paper or electronic copy or the Directors Manual.</li> <li>2. The Directors Manual shall include comprehensive number of documents including but not limited to bylaws, policies and procedures, conflict of interest declaration forms, and recent minutes, financial statements and annual report. The content of the Directors Manual shall be periodically reviewed and approved by the Board</li> <li>3. The appointed officer shall review the material with the Director and address questions or concerns raised.</li> <li>4. The Board will have an annual review of the Directors Manual.</li> </ol>
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<b>Related Policies:</b>	Directors Handbook Table of Contents
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<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Compensation for Officers, Directors, and Highest Compensated Employees and Independent Contractors.	
<b>Policy Number:</b>	BOARD – 006	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	The purpose of the compensation policy shall be to ensure that amounts paid to for officers, directors, and highest compensated employees and independent contractors is in compliance with Board policy 004, Conflict of Interest. In addition, this policy shall assure that all compensation shall not exceed fair market value for goods or services received.	
<b>Effective Date:</b>	April 15, 2013	
<b>Last Rev. Date</b>		

<b>Required Signatures:</b>	_____
	Board President
	_____
	Board Secretary

<b>Definitions:</b>	<p><b>Compensation.</b> Compensation shall be defined as any amount of money, property or other assets paid directly or indirectly to any person, officer, director, independent contractor, vendor or other business establishment, profit or not for profit, by the company or any of its related parties.</p> <p><b>High Compensation.</b> High Compensation (or Highly Compensated) shall mean compensation of more than Fifty Thousand and 00/100 Dollars (\$50,000.00).</p>
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<b>Policy:</b>	<ol style="list-style-type: none"> <li>1. The Board of Directors shall approve compensation arrangements in a manner that follows Board Policy 004, Conflict of Interest.</li> <li>2. The Board of Directors shall approve compensation arrangements in advance of paying compensation.</li> <li>3. The Board of Directors shall document in writing the date and terms of approved compensation arrangements.</li> <li>4. The Board of Directors shall record in writing the decision made by each individual who decided or voted on compensation arrangements?</li> <li>5. The Board of Directors shall annually review a List including the names, titles, and mailing addresses of each person, officer, director employee, independent contractor, vendor or other business organization, profit or not for profit, that receives or will receive compensation of more than \$50,000 per year.</li> <li>6. The Board of Directors will base all compensation decisions upon information procured from outside resources, which include but are not limited to the following: similarly situated taxable or tax-exempt organizations for similar services; current compensation surveys compiled by independent firms; or, actual written offers from similarly situated vendors or organizations.</li> </ol>
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<b>Procedure:</b>	<p><b>Annual Board of Review High Compensation</b></p> <ol style="list-style-type: none"> <li>1. As part of the annual budget process, the Treasurer of the company shall prepare a list of all highly compensated persons, officers, directors, independent contractors, vendors or other business establishments, profit or not for profit anticipated for the coming fiscal year;</li> <li>2. The Board shall review this list and in concert with all policy requirements stated above, approve all high compensation items;</li> <li>3. The voting record of the names of all board members shall be entered into the minutes of the meeting by the secretary; and,</li> <li>4. No Board member having a conflict of interest shall be permitted to vote and, if that is the case, the Secretary of the corporation shall record that in the minutes of the meeting.</li> </ol> <p><b>Periodic Review of High Compensation</b></p> <ol style="list-style-type: none"> <li>1. During the fiscal year, any new proposed proposal for high compensation shall be presented to the President;</li> <li>2. The President shall place this proposal on the agenda of the next Board meeting for consideration of the Board;</li> <li>3. The Board shall review this proposal and in concert with all policy requirements stated above, approve all high compensation items;</li> <li>4. The voting record of the names of all board members shall be entered into the minutes of the meeting by the secretary; and,</li> <li>5. No Board member having a conflict of interest shall be permitted to vote and, if that is the case, the Secretary of the corporation shall record that in the minutes of the meeting.</li> </ol>
<b>Related Policies:</b>	<p>Articles of Incorporation</p> <p>Bylaws</p> <p>Board Policy 004 Conflict of Interest</p>

<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Board Performance Assessment	
<b>Policy Number:</b>	BOARD - 007	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	To provide the organization with a process to regularly assess its effectiveness in achieving its mission; ensure that it has defined measurable goals and objectives in place; and, require that a defined process is in place to evaluate the success and impact of its program(s) in fulfilling the goals and objectives of the organization. There is also a need to identify ways to address any deficiencies and incorporate a continuous quality improvement ethic within the organization.	
<b>Effective Date:</b>	April 15, 2013	

<b>Required Signatures:</b>	_____
	Board President
	_____
	Board Secretary

<b>Definitions:</b>	
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<b>Policy:</b>	The organization shall adopt procedures to assess performance of the organization in meeting its goals, objectives and mission. To that end, the Board and its properly authorized Committees shall be evaluated every two years to determine compliance with its bylaws, operating standards, policies and procedures for the express purpose of establishing a process for continuous quality improvement. The assessment will promulgate recommendations for the Board to take action on to improve organizational performance.
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<b>Procedure:</b>	<ol style="list-style-type: none"> <li>1. Every two years the President shall distribute to each Board Member a copy of the Performance Assessment Tool</li> <li>2. The Directors will complete the document and return it to the President.</li> <li>3. The President will collate all the responses and prepare a report for the Board to review at its next regularly scheduled meeting. The report shall include recommended actions to improve performance of the organization.</li> <li>4. The Board will review the President's report and recommendations, and take such actions it deems necessary to ensure that the company addresses deficiencies and/or enhancements to improve organizational performance.</li> <li>5. The President will add relevant Performance Assessment initiatives to the Board meeting agenda and monitor progress on each item until all have been completed or resolved.</li> </ol>
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<b>Related Policies:</b>	Board Performance Assessment Tool
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# THE TIDEWATER WINDS

## BOARD PERFORMANCE ASSESSMENT TOOL - 2013

#	BOARD / COMMITTEE	%	RECOMMENDATIONS
<b>1</b>	<b>Board of Directors</b>		
1.1	Hold Scheduled Meetings		
1.2	Produce Written Minutes with Board Review and Approval		
1.3	Monitor Attendance		
1.4	Elect Officers		
1.5	Appoint Directors		
1.6	Approve an Annual Budget		
1.7	Review and Approve Policies		
<b>2</b>	<b>Finance Committee</b>		
2.1	Hold Scheduled Meetings		
2.2	Produce Monthly Reports for Board Review and Approval		
2.3	File Required State and Federal Returns		
2.4	Submit an Annual Budget for Board Review and Approval		
2.5	Achieve Budget Results		
<b>3</b>	<b>Development and Marketing</b>		
3.1	Hold Scheduled Meetings		
3.2	Produce Monthly Reports for Board Review and Approval		
3.3	Submit Projects for Board Review and Approval		
3.4	Achieve Planned Results		
<b>4</b>	<b>Board Recruitment, Nomination, Orientation and Training</b>		
4.1	Hold Scheduled Meetings		
4.2	Produce Annual Slate of Officers Report for Board Review and Approval		
4.3	Produce Annual List of Board Appointments for Board Review and Approval		
4.4	Recruit Potential Board Members		
4.5	Process Candidates		
4.6	Conduct Orientation of New Board Members		
<b>5</b>	<b>Program</b>		
5.1	Hold Scheduled Meetings		
5.2	Determine program content, orchestration and band composition requirements for all performances.		
5.3	Prepare an annual performance schedule and engage in the budget planning process to assure that anticipated costs and revenues are both practical and achievable.		
5.4	Recruit musicians; conduct tryout schedules; and, process selection by the Music Director until hired staff meets the number and skill sets needed.		
5.5	Develop a Band Orientation policy and procedure that is administered to all new musicians and crew.		
5.6	Compose an Independent Contractor Agreement, which addresses all aspects of the performance relationship with musicians, which includes rates of pay and other terms and conditions.		

<b>THE TIDEWATER WINDS</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Non-discrimination Policy	
<b>Policy Number:</b>	BOARD – 016	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	The purpose of the Non-discrimination Policy shall be to ensure that the organization acknowledges and encourages the complement of cultures and talents that contribute to our success. The organization is committed to equal access and opportunities for recipients, Board membership, volunteers and vendors.	
<b>Effective Date:</b>	August xx, 2017	
<b>Last Rev. Date</b>		

<b>Required Signatures:</b>	<hr/> <p style="text-align: center;">Board President</p>
	<hr/> <p style="text-align: center;">Board Secretary</p>

<b>Definitions:</b>	
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<b>Policy:</b>	<p>The Tidewater Winds (TTW) does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our organization, clients, volunteers, subcontractors, and vendors.</p> <p>TTW discriminate and will take affirmative action measures to ensure against discrimination in volunteer recruitment, advertisements for volunteerism, organization of work, selection and evaluation of work projects, and other conditions relating to the functions and processes within TTW on the bases of race, color, gender, national origin, age, religion, creed, disability, veteran's status, sexual orientation, gender identity or gender expression.</p>
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<b>Procedure:</b>	<b>Response to Inquiries and Complaints</b>
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	<ol style="list-style-type: none"> <li>1. In the event an inquiry of complaint is made to TTW by any person in the community, the matter shall be immediately reported to the President.</li> <li>2. The President shall select a Board member to conduct an investigation of the matter and prepare a written summary report. In the event that a violation of this policy has been found, the investigator shall also include in the summary report, recommended actions to be taken to prevent future occurrences of the violation.</li> <li>3. The President shall provide the summary report to the Board at the next meeting.</li> <li>4. The Board shall review the report and recommendations and take action as required to assure future compliance with this policy.</li> </ol>
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<b>Related Policies:</b>	The Tidewater Winds Articles of Incorporation The Tidewater Winds Bylaws
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# *Tidewater Winds*

*Concert Band*

*Since 1985*

[www.tidewaterwinds.org](http://www.tidewaterwinds.org)

(757)480-0953

**2017 Musician Handbook**

May 17, 2017

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### **I. Mission Statement and Strategic Goals**

#### Mission Statement

The mission of the Tidewater Winds is to foster and maintain an organization dedicated to the making of music within the highest aspirations of musical art, creating performances and providing educational training programs at the highest level of excellence.

Founded in 1985 as a 501(c)3 non-profit organization, the Winds present an average of 17 annual concerts throughout the Hampton Roads community. Education is integral to our mission, and comprises two primary components: the training of young musicians with professional guidance; and, intern opportunities to provide students a background in arts management. The Tidewater Winds presents programs to perpetuate the experience of superb musical performances, to entertain and cultivate the broadest of audiences, to include all demographics inclusive of the elderly, the disabled, and lower income families, within and beyond our region.

#### Strategic Goals

To serve the community with live performances promoting the appreciation of musical artistry with a unique blend of concert band instrumentation;

To enrich, inspire, and create uplifting joy and patriotism in the lives of our audiences with fresh interpretations of a variety of musical compositions;

To bring quality entertainment to the community while maintaining the integrity to sustain a working community of local musical artists; and,

To provide opportunities to educate and mold young musicians, providing for future artistic excellence.

## **II. Contacts and Communications**

### ***Staff and Ensemble Contact Lists***

Please see the back cover for a list of key Tidewater Winds (TW) staff members. The Personnel Manager (PM) is the primary liaison between management and musicians, and is the best person to contact when you have a question or problem.

The PM maintains a contact list of band members. This is distributed at the beginning of the season. Updates are distributed as necessary. It is the musician's responsibility to keep the PM informed of their current address, phone number, and e-mail. Changes in contact information will be communicated to other TW musicians and staff as needed. TW staff names, phone numbers and e-mail are listed on the TW website.

### ***Methods of Communication***

Management will communicate by the following methods:

- A **Run Board** will be backstage at rehearsals and performances whenever possible with current schedules, repertoire, rosters, rehearsal orders and other announcements. Other items are allowed, space permitting.
- **E-mail** – the PM and other TW staff will communicate by e-mail as a convenience to let you know of relevant information in advance.
- **Phone** - The PM's phone number will be made available to all musicians. Section phone "trees" may be established for last minute communications.

## **III. Membership in the Tidewater Winds**

### ***Auditions and Membership***

- New members of the Tidewater Winds (TW) will be accepted with the approval of an Auditions Committee. The Auditions Committee will be at least the Music Director and a member of the section in which the person would perform. The Music Director will make the final decision.
- In the event of an open position, an audition will be held. If none of the candidates meet the desired artistic level of the TW, the position may be filled with substitutes until a suitable permanent player can be found. Auditions will also be held when there is not an

open position, and a prospective player will be placed on the substitute list (“sub-list”). The Personnel Manager will maintain the list.

- A leave of absence may be granted for members at the discretion of the Music Director. A substitute will be informed of the leave, and the time the leave is authorized.
- Prospective high school and college interns will be accepted by audition, and must re-audition every year.

### ***Reasons for Dismissal***

A member may be dismissed from the band at the recommendation of the Music Director, and subsequently by the approval of the Board of Directors, due to:

- Excessive absences and unexcused tardiness.
- Failure to meet the desired artistic level of performance.
- Failure to meet the Tidewater Winds workplace policies, terms, and conditions.

## **IV. Scheduling and Attendance**

### ***Performance Notification Deadlines***

Core musicians will receive a contract prior to the season. Substitute musicians will be called as needed. At its discretion, TW may unconditionally cancel or reduce the scope of a contract with a musician.

### ***Summer Calendars***

The final monthly calendar is distributed by May 1. Additionally, the calendar will be posted on the run board and website.

### ***Emergency Changes in Schedule***

The TW may change the schedule under emergency or “conditions beyond our control.” Musicians will comply with the changes unless they conflict with a prior commitment in which case that musician will be excused, but will not be paid.

### ***Overtime***

Musicians will be compensated in 15-minute intervals according to pay scale for rehearsals or concerts. Whenever possible, management will announce the overtime with as much notice as possible.

### ***Rehearsal Orders and Rosters***

The rehearsal order and roster for each program will be posted on the run board before the first rehearsal.

### ***Attendance***

Musicians are required to be on time for rehearsals and performances based upon each individual contract. Musicians performing only part of a program are expected to be at the venue at the start and remain through the end of a performance unless specifically excused by the PM or Music Director.

**Lateness** is defined as the absence of a musician from their chair when the PM calls time.

**Unexcused Absence** is defined as the absence of a contracted musician from an entire performance without having prior approved leave or extenuating circumstances. Musicians must notify the PM in a timely manner of any unexpected, unavoidable absences. Please call the PM’s cell phone in these instances (see back cover).

Docking of pay for lateness or unexcused absence is based on 15-minute intervals according to the pay scale for rehearsals or concerts. Unexcused absences and repeated lateness may result in loss of pay and possible dismissal.

### ***Rehearsal Breaks and Concert Intermissions***

Rehearsal breaks and performance intermissions shall start no later than 90 minutes after the first downbeat, unless one musical work exceeds 90 minutes. Breaks and intermissions will be at least fifteen minutes for rehearsals and performances.

## **V. Leave Requests**

Musicians requiring leave should inform the PM personally with as much advance notice as possible. Musicians must also ensure that their music is delivered to the venue. Musicians who attend a rehearsal through the break but then leave sick will not be charged sick leave for that performance. Musicians who arrive late because of illness will be excused, but their pay will be docked based on 15-minute increments.

A musician may be dismissed from the group if an entire summer season is missed without an approved leave of absence.

## **VI. Working Conditions**

### ***Stage Set Up and Production Crew***

All stage preparations for rehearsals and performances will be completed no later than 30 minutes prior to the start of the performance. The TW production crew will make its best effort to provide suitable chairs/stools, music stands, lighting, and sound shields. However, one or more members of the TW production crew is available prior to and during all TW rehearsals and performances to assist musicians in adjusting equipment as needed. In order to ensure a safe and comfortable working environment, please notify the crew about any staging problems as soon as possible. The earlier you arrive, the more likely a stage problem can be fixed. Any requests given less than five minutes before start of the performance may have to wait. If a member of the crew is not available, you may notify the Personnel Manager. Musicians will not take the stage until it has been released by the crew chief.

### ***On Stage and Backstage Considerations***

Due to liability concerns, please do not bring guests or family members to any work site without prior approval.

No food or drinks are allowed on stage, in the wings or in rehearsal areas, except water bottles with a lid. Remove water containers from the stage following the end of rehearsals and performances.

Do not move any chairs, stands or stage equipment in the backstage area. Please ask a production crew member for assistance.

Instrument cases are allowed on stage during rehearsals and performances if they are necessary to the playing of the instrument, can fit completely under the musician's chair, and are black. All other cases should be kept off stage in designated areas.

Cases should be placed in the backstage area or may be in the audience during rehearsals.

Smoking is not permitted in areas commonly used by all members of the TW, including rehearsal areas, backstage areas, dressing rooms, bathrooms, and hallways.

### ***Temperature and Weather Conditions***

Musicians will not be required to play their instruments in conditions of, rain, dew, mist, snow, or generally inclement weather which might endanger the health of the musician, or the physical condition of their instruments. The determination of inclement conditions shall be made by the Music Director and management.

### ***Complimentary Tickets***



When possible, complimentary tickets are available to musicians for ticketed concerts. A member of the TW staff or Board of Directors will need to be contacted prior to the concert. Additionally, musicians will be able to request one ticket at performances.

Please keep in mind that complimentary tickets are for your own personal use; for your family and friends to share in the music of the TW. Complimentary tickets are not to be given away as prizes or sold.

### ***Professional Etiquette***

Each musician is expected to behave in a professional manner as a member of the TW. Proper professional demeanor conveys a sense of courtesy and commitment to fellow musicians, audiences, and staff. The following behavior is requested:

- During performances, please do not talk on stage while music is being played or during bows, except for pressing musical reasons or in an emergency.
- At the end of performances, the TW turns to face the audience to accept their applause. Musicians should not adjust music while standing for bows.
- Please do not bring reading materials on stage during concerts. Discreet handling of reading material is allowed during rehearsals.
- Musicians should not initiate interaction with a member of the audience from the stage unless part of a pre-concert lecture or after the performance.
- Cell phones and other electronic communications devices should never be used on stage during performances and only in emergencies during rehearsals.
- Musicians should not chew gum during rehearsals or performances.
- Musicians should minimize the use of fragrances.

### ***Concert Dress Code***

In the case of a borderline interpretation of the dress code, musicians should consult with the Personnel Manager before wearing the apparel. When the house is open musicians may be on stage only in concert dress.

Musicians in the TW will provide, at their own expense, articles of clothing to meet the dress code.

Indoor Concerts -	Men:	black dress slacks, winged-tip white tux shirt with black bow tie and cummerbund, black dress shoes and black socks.
	Women:	black dress slacks, plain white dress blouse (3/4 or long sleeves), black dress shoes and black hose or socks.
Outdoor Concerts -	Men:	khaki shorts, plain white polo shirt or short-sleeved broad-cloth shirt, white sneakers and white socks, no sleeveless shirts or shirts with decorative trim or logos.
	Women:	khaki shorts, plain white polo shirt or white short-sleeved blouse, white sneakers and white socks, no sleeveless shirts or shirts with decorative trim or logos.
Holiday Concerts:	Men:	black tuxedo with jacket, white tux shirt, black bow tie and cummerbund, black dress shoes and black socks.
	Women:	formal concert black: black dress slacks, long dress or skirt, black blouse (3/4 or long sleeve), black shoes with hose.

## **VII. Library and Music Policies**

### ***Music for TW Rehearsals and performances***

All music will be released four weeks prior to the first rehearsal or performance. Music that is not available to the TW either through rental or purchase is not subject to this guideline.

The Librarian will keep musicians informed of when and where music will be available. Musicians are responsible for making their own arrangements for retrieving their folders. While musicians are welcome to have other people pick up their folder for them, the musician assigned to the folder is still responsible.

If musicians have not picked up their folders by the first rehearsal of a series, the folder will be placed on the musician's stand prior to the first rehearsal, and the conductor will be notified. It is your responsibility to bring the folder to all rehearsals and performances. The library does not collect parts between rehearsals and performances due to changing venues.

There may be no "back-up" copies available.

### ***Returning Music***

After the last concert of a series, musicians are responsible for turning in the folder to a collection point (generally a black box). If the last concert of a series is an outdoor concert and the weather forecast calls for rain the folders may be collected earlier, and brought to the final concert in the event it is not cancelled. Folders will be placed on the stands thirty minutes prior to the next performance.

Following the last program of the week, musicians should place folders in the designated collection box. Any folder not returned within 24 hours from the end of the last concert of the week will be subject to a charge of \$2.00 per day. Any musician losing music will be charged the replacement cost.

If a musician is sick, or will miss a performance for any reason, the musician is responsible for getting the music to the performance. This is critical. Often, there are no extra copies.

## **VIII. Compensation**

### ***Dates and Checks***

TW musicians are considered an independently contracted (a contractor) rather than an employee of the TW. The TW reserves the right to cancel, with notice, any and all rehearsals and performances due to circumstances beyond control or due to lack of funding. All rehearsals and performances will be paid by check on a Net 60 basis. To ensure checks are correct and issued in a timely manner, The TW must receive all signed contracts prior to the first rehearsal of any concert series. All checks will be mailed the musician's current address on file. Each musician is an independent contractor. No payroll taxes will be withheld. Each musician earning more than the IRS specified minimum will receive a 1099 Misc. at the end of the tax year.

The following people handle issues related to paychecks:

- Personnel Manager – additions or deductions to pay for rehearsals and performances; changes to name or contact information.
- Marty Brown, Electronic Data Entry/Bookkeeper: questions regarding tax forms or checks lost in the mail.

## **IX. Workplace Policies**

### ***Drug/Alcohol/Smoke-Free Workplace***

The Tidewater Winds is fully committed to integrity in all aspects of our endeavors, including relationships with our fellow musicians, and the communities where we live and work. It is incumbent upon the Tidewater Winds to provide a workplace that is safe, productive, and free of alcohol and drug abuse. With prior approval of management, consumption of alcohol under controlled conditions may be authorized at company social functions. However, it continues to be

the policy of the Tidewater Winds to prohibit the use, possession, distribution, and sale of alcoholic beverages and controlled and illegal drugs in the workplace and on company premises. The Tidewater Winds also prohibits musicians from working or reporting to work when under the influence of alcohol or illegal drugs.

Impairment of work performance due to the use or abuse of these substances can be detrimental to our safety commitment and lessen the respect of our customers and the community. The Tidewater Winds encourages musicians to seek help with any addiction problem, including drug or alcohol dependency, before such problems affect their job performance. While drug or alcohol dependency itself is not grounds for disciplinary action, any on the job problems resulting from such use or dependency, and any violation of this policy may result in disciplinary action up to and including termination.

### ***Discrimination and Harassment***

The Tidewater Winds is committed to maintaining a work environment that is free from unlawful discrimination and harassment. Discrimination and/or harassment based upon race, color, religion, sex, national origin, disability, age, pregnancy, childbirth or related medical conditions, marital status, and any other legally protected class is prohibited.

A workplace that is free from discrimination and harassment is an important part of our organizational values and each musician is expected to comply with our policy. The Tidewater Winds will not tolerate unlawful discrimination or harassment by any musician vendor, supplier, or customer, whether directed toward musicians, staff, vendors, suppliers, or customers.

Protection from discrimination and harassment extends to all aspects of work, including but not limited to recruitment, selection, placement, transfers, training and development, promotions, demotions, compensation, workforce reductions, terminations and all conditions and privileges of engagement.

Unlawful discrimination and harassment includes verbal, visual or physical conduct that relates to another person's race, color, religion, sex, national origin, disability, age, pregnancy, childbirth or related medical conditions, marital status and any other legally protected class, where such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creates an intimidating, hostile, or offensive work environment.

Prohibited conduct may include, but is not limited to, telling racist or sexist jokes, making offensive or derogatory remarks about another person's race, color, religion, sex, national origin, disability, age, pregnancy, childbirth or related medical conditions, or marital status. Prohibited conduct may occur not only through personal contact, comments, visual displays or observation, but also through exposure to e-mail, voice mail, display or Internet sites or other media which contain offensive language or information.

### ***Harassment***

The Tidewater Winds takes seriously its responsibility to provide a workplace which is professional and in which musicians and staff are treated with dignity and respect. Harassment of and/or retaliation against an individual who has complained about harassment or cooperated in an investigation of a harassment complaint are unlawful and will not be tolerated.

Sexual harassment includes, but is not limited to, sexual advances, requests for sexual favors, and/or verbal or physical conduct of a sexual nature when:

- Submission to such conduct is made either explicitly or implicitly a term or condition of an individual's engagement;
- Submission to or rejection of such conduct by an individual is used as the basis for engagement decisions affecting the individual; or,

- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance by creating an intimidating, hostile, humiliating, or sexually offensive work environment.

The Tidewater Winds prohibits any conduct that may lead to or be interpreted as contributing to an harassing workplace, including any sexually oriented conduct, or conduct based on sex, whether intended or not, that is unwelcome and has the effect of creating a work environment that is hostile, offensive, intimidating, or humiliating to male or female musicians, vendors, suppliers or customers. This includes the conduct of musicians, vendors, suppliers, and customers. This includes communication and actions by voice mail or electronic media (such as e-mail and Internet). While it is impossible to list all the circumstances that the organization would consider to be violations of this policy, the following are some examples:

- Suggestive sexual comments, gestures, jokes, or innuendo;
- Persistent, unwanted flirtation or invitation for dates or other social activities;
- Unwelcome sexual advances or passes, sexual remarks, or questions about a person's body, clothing, or sexual activities;
- Patting, pinching, brushing against the body, or other offensive touching or displays of sexually suggestive pictures or objects.

### ***Reporting and Investigation of Discrimination and Harassment Complaints***

If you believe you have been discriminated against or harassed in any way or have witnessed discrimination or harassment, you should immediately report it to your Personnel Manager, Music Director, or management. Failure to report discrimination or harassing behavior does not allow Tidewater Winds' management an opportunity to be made aware of and thus stop and prevent such behavior. Your report will be handled as follows:

- If you are a supervisor or manager and you receive a complaint of discrimination or harassment, immediately notify Management. Any supervisor or manager who fails to report allegations of discrimination, harassment, or other prohibited conduct may be subject to discipline up to and including termination.
- All reports of discrimination or harassment will be kept confidential. Confidential means that the information will be provided only to those who need to know in order to investigate and resolve the issue.
- As soon as reasonably practical, based upon information provided, a determination will be made as to the necessity and scope of an investigation. If an investigation is necessary, a qualified and experienced investigation team will be assembled.
- The investigation team will conduct a prompt, thorough and objective investigation, including a private interview with the person filing the complaint, the person against whom the complaint is made, and other persons with relevant information.
- Upon completion of the investigation, a confidential, factual report will be presented to select members of senior management who will determine appropriate methods of resolution.
- The Tidewater Winds will not tolerate retaliation or reprisals against any musician who, in good faith, makes a complaint or provides information in an investigation regarding discrimination or harassment.

- Based upon the investigation findings, the Tidewater Winds will take action reasonably calculated to end the alleged discrimination or harassment and intended to prevent future incidents.
- Any musician found to have discriminated or retaliated against, or harassed another individual, or knowingly made false allegations will be subjected to appropriate discipline up to and including termination.

## X. Tidewater Winds Key Information

Tidewater Winds  
P.O. Box 62000  
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757-480-0958  
[www.tidewaterwinds.org](http://www.tidewaterwinds.org)

STAFF				
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John Brewington Jr.	Controller	<a href="mailto:controller@tidewaterwinds.org">controller@tidewaterwinds.org</a>	757-282-8977	600 Runnymede Court Virginia Beach, VA 23452
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Alan Brown	Librarian	<a href="mailto:abrown4404@gmail.com">abrown4404@gmail.com</a>	757-319-2704 (m) 757-498-0236 (h)	508 Harton Circle Virginia Beach, VA 23452
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