

NORTH SHORE CHORAL SOCIETY
By-Laws
Revised April 2000

ARTICLE I PURPOSE

It is the purpose of the North Shore Choral Society to enrich cultural life, promote the appreciation of great music in general and choral music in particular, provide musical education, and expand the musical opportunities in the community by:

1. Establishing a community chorus open to all who love to sing and have musical ability;
2. Giving non-professional singers an opportunity to develop their vocal skills and musical knowledge by singing under the direction of a professional conductor;
3. Giving orchestral players opportunity to participate in the performance of works for chorus and orchestra;
4. Providing young, as well as experienced, soloists opportunity to perform for a large audience;
5. Exposing listeners and performers to a wide variety of choral music, both sacred and secular, classical and contemporary;
6. Presenting authentic, high quality performances of the great choral compositions.

ARTICLE II BOARD OF DIRECTORS

Sect. 1 The Society shall be managed by a Board of Directors consisting of the Elected Officers and Directors-at-Large specified in Article VI, Section 1, the Music Director and the General Manager. The Executive Committee shall consist of the Elected Officers, the Music Director and the General Manager.

Sect. 2 Seven Board members including four of the Elected Officers shall constitute a quorum of the Board of Directors for the transacting of business. All decisions of the board shall be by a majority vote of those present. When necessary, the Executive Committee shall be able to act on behalf of the Board on all matters except the dismissal or appointment of any employee, member or director. All actions of the Executive Committee shall require the approval of at least five members.

Sect. 3 The Music Director and General Manager shall be engaged and dismissed by the Board of Directors.

Sect. 4 Should any board position become vacant, the Board of Directors shall fill the same by appointment, until the next annual meeting when the Society elects the Board for the next year.

Sect. 5 The Board of Directors shall meet for the transaction of business at the call of the president or at the request of at least four Board members. Regular meetings shall be held at least once a month of the year, unless suspended by a vote of the Board.

Sect. 6 Any Board member may be removed from office for cause by a two-thirds vote of the members present at any regular meeting of the Society, notice for such cause having been given at a previous regular meeting.

Sect. 7 Failure on the part of any Board member to attend three consecutive meetings of the Board may, by resolution of the Board, be deemed cause for removal from Office and from the Board.

Sect. 8 The fiscal year of the Society shall be from July 1st to June 30th of each year.

Sect. 9 By December of each year, the board of Directors shall adopt a budget for each forthcoming fiscal year, which shall include expenditures for the salaries or fees of the Music Director, General Manager, rehearsal accompanists, and concert instrumentalists. The budget may subsequently be revised by the Board and by successor Boards. At least twice each year the Board of Directors shall make a budget and financial report to the members of the Society.

Sect. 10 The board shall keep the Society members informed of all matters concerning the welfare of the Society.

ARTICLE III OFFICERS, MUSIC DIRECTOR AND GENERAL MANAGER

Sect. 1 The President shall preside at all meetings of the members and of the Board of Directors, and shall be ex-officio a member of all Committees of the Society.

Sect. 2 The President shall appoint an auditor, other than the Treasurer, who shall audit the accounts of the Society. The President shall also appoint all Committees, Committee Chairs and non-elected Officers called for under these By-Laws. The President may establish additional offices and committees and appoint officeholders, committee chairs and members thereof; but such officeholders or chairs shall not, solely by virtue of such office, become a member of the Board of Directors. The Auditor shall not, solely by virtue of such office, become a member of the Board of Directors. All appointments by the President shall be subject to

the approval of the Executive Committee.

Sect. 3 In the absence or disability of the President, the Vice President for Operations shall perform all the duties and have all the powers of the office of the President. In the absence of the Vice President for Operations, the President, or if the President fails to do so, the Board of Directors, may elect one of its members as President pro tem.

Sect. 4 The Vice President for Operations shall have supervisory responsibility for membership, newsletters, social events, the music library, and house management at rehearsal locations other than concert location.

Sect. 5 The Vice President for Concerts shall have supervisory responsibility for concert and dress rehearsal management, the printing and distributing of tickets for concerts, and house management at concert locations.

Sect. 6 The Vice President for Public Relations shall have supervisory responsibility for publicity, outreach and affirmative action, design and printing of brochures, programs, posters and leaflets, the mailing and distribution of season brochures and concert notices and the maintenance of the archives.

Sect. 7 The Vice President for Fund-Raising shall have supervisory responsibility for grant applications, patron appeals, program ads, and other fund-raising events and projects except the sale of concert tickets.

Sect. 8 The Secretary shall keep a record and prepare and issue minutes of the proceedings of the Board of Directors.

Sect. 9 The Treasurer shall receive and disburse the funds of the Society. The Treasurer shall keep the accounts in books belonging to the Society, which shall at all times be open to the inspection of the Board of Directors. The Treasurer shall be responsible for the timely filing of all tax and financial reports required by law, and shall prepare the budget for the approval of the Board. The Treasurer shall report periodically to the Board of Directors on the financial condition of the Society. The Treasurer shall promptly deposit all moneys received to the credit of the North Shore Choral Society in such bank or banks as shall be designated by the Board of Directors. The President's or Treasurer's signature shall be required on all checks drawn by the Society. No bills shall be paid except by check.

Sect. 10 The Music Director shall judge the musical qualifications of candidates for membership; recommend acceptance or rejection of their applications, and select works and soloists for public performances, subject to the final decision of the Board of Directors. The Music Director shall engage and dismiss the rehearsal accompanist(s), concert soloists, concert accompanist(s), and concert instrumentalist(s); such engagement and fees not exceeding those set forth in the budget adopted or revised by the Board. The engagement and dismissal of the Society accompanist shall be subject to the approval of the Board of Directors.

Sect. 11 The General Manager shall assist the Music Director as requested and, under the direction of the President, shall write grant applications, develop funding sources, manage Society communications, coordinate the work of board members and communicate with other musical organizations.

ARTICLE IV COMMITTEE CHAIRS

Sect. 1 There shall be Membership/Computer Services Chairperson, a Music Librarian, a Newsletter Editor, and a Social Chairperson, all of whom are responsible to the Vice President for Operations.

Sect. 2 There shall be a Concert Manager, a House Manager, a Box Office Manager and a Ticket Chairperson all of whom are responsible to the Vice President for Concerts.

Sect. 3 There shall be a Publicity Chairperson, a Program Chairperson, and Art Chairperson, a Mailing Chairperson, a desktop Publisher, a Community Liaison, and an Archivist, all of whom are responsible to the Vice President of Public Relations.

Sect. 4 There shall be a Patron Chairperson, a Program Ad Chairperson, a benefit Chairperson, a Store-Benefit-Days Chairperson and such other Special Project Chairpersons as may be designated by the Board, all of whom shall be responsible to the Vice President for Fund-Raising.

Sect. 5 The Chairpersons shall perform their duties with their respective committee members according to the job description provided by the Executive Committee.

ARTICLE V MEMBERSHIP

Sect. 1 Members of the Society shall consist of singers who have been auditioned by the Music Director, and others, elected by the Board of Directors, who participate in or aid the work of the Society.

Sect. 2 The Music Director may re-examine the voice of any member periodically. Any member failing to pass the required re-examination may be dropped from membership or musical participation in the activities of the Society by vote of the Board.

Sect. 3 The absence of any member from more than one-fourth of the regular rehearsals, or from one of the two rehearsals immediately preceding a concert, may, at the discretion of the Music Director, be considered cause for exclusion of said member from that concert.

Sect 4 The Music Director may exclude from participation in any concert such members as are, in the Music Director's opinion, unprepared to sing the music to be performed.

Sect 5 Annual dues for each singer in the Society, having been assessed by a resolution duly passed by the Board, shall be due and payable by the fourth rehearsal of the current concert season. In case any member shall be in default of payment of such dues at the due date, it shall be the duty of the General Manager to give notice in writing to such member of such default. In case any member so in default shall fail to make payment of the dues, or to make arrangements satisfactory to the Board, within three weeks following such notice, such member shall be dropped from membership in the Society by vote of the Board. Members in default of payment of dues shall not vote at meetings of the Society or of the Board of Directors.

ARTICLE VI BUSINESS MEETING AND ELECTION

Sect. 1 The annual business meeting of the Society shall be held at a rehearsal at least three, and not more than five, weeks preceding the last concert of each spring, which annual meeting may be adjourned or postponed to a subsequent date. At this annual meeting there shall be elected a President, respective Vice Presidents for Operations, Concerts, Public Relations and Fund-Raising, a Secretary, a Treasurer (the Elected Officers) and three Directors-at-Large, to hold office for the ensuing year and until their successors are elected and qualified. The Directors so elected shall take office at the Board Meeting in June following the regularly scheduled election date.

Sect. 2 At the February Board meeting of each year, the Board shall appoint a nominating Committee consisting of five members of the Society not already elected officers, whose duties will be to select one of their members as Chairperson and thereafter nominate candidates for election as elected officers and Directors-at-Large at the annual meeting. The chairperson of the Nominating Committee shall not, solely by virtue of such office, become a member of the Board of Directors.

Sect. 3 All regular meetings for rehearsal shall, without further notice, be considered meetings for the transaction of business. A majority of the members shall constitute a quorum for the transaction of business at any regular or special meeting. All decisions of the membership shall be by majority vote of those present.

ARTICLE VII REHEARSALS

The regular rehearsals of the Society shall be held weekly, on a day to be determined by the Board of Directors. Extra and special rehearsals for all, or any sub-group, of the members may be held at any time at the discretion of the Music Director.

ARTICLE VIII AMENDMENTS

Written notice of any proposed alterations or amendments of the By-Laws of this Society shall be given to the members of the Society at a regular meeting of the Society at least two weeks before any action thereon shall be taken, and complete copies of all proposed amendments shall be made available to the members. A three-fourths affirmative vote of the members present shall be required for the adoption of any such alterations or amendments.