

BYLAWS OF THE SPRINGVILLE COMMUNITY CHORALE

ARTICLE I – NAME

This chorale shall be known as Springville Community Chorale (Chorale).

ARTICLE II – PURPOSE

RESTRICTIVE PURPOSES AND ACTIVITIES PROVISION

Notwithstanding any other provision of these Articles, the organization is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involves the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in section 501 (c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1954.

The Chorale shall be a non-profit organization under the laws of the State of New York and its purpose shall be the teaching and performance of choral literature by amateur and/or professional choral singers.

The organizational goals of the Chorale shall include but not be limited to the performance of two concerts per year.

ARTICLE III – BOARD OF DIRECTORS

1. The Board of Directors shall consist of seven Directors who have been elected by a simple majority of the voting membership. The voting membership consists of members whose annual membership fee has been paid.
2. All Board members shall serve three year terms and are eligible for re-election. The first Board will include members with one and two year terms to begin staggered terms.

ARTICLE IV – MEMBERSHIP

1. Membership shall be open to amateur and professional singers. An audition is not required.
2. Members are expected to attend all scheduled rehearsals and fully participate in concert preparation. If a member does not attend 75% of the rehearsals, he or she may not participate in the next concert unless given permission by the Music Director.

3. Annual membership fees for the current concert year shall be paid at registration in September or January.
4. Membership fees shall be used solely for the purposes of the Chorale as determined by a vote of the Board at regular or special Board meetings.

ARTICLE V – OPERATING PROCEDURES

1. Rehearsals

- (a) Regular rehearsals shall be held each week on a schedule to be determined by the Board and the Music Director, at a time and place designated by the Board.
- (b) Special rehearsals may be called by the Music Director.

2. Meetings

- (a) The Board of Directors shall meet regularly at a time and place designated by the President. A quorum of 4 must be in attendance.
- (b) Special meetings may be called by the President upon 24 hours prior notice.
- (c) All business of the Chorale conducted at regular or special meetings shall be approved by a simple majority and conducted according to Robert's Rules of Order.
- (d) The Annual Meeting for the election of Directors shall be held at a time and place to be designated by the Board. At this meeting a statement of income and expenses and a "State of the Chorale" report shall be presented.
- (e) A notice of the Annual Meeting and its agenda shall be distributed to the membership at least 14 days prior to the Annual Meeting.

3. Election of Directors

- (a) The President shall select a Nominating Committee at least two months prior to the Annual Meeting. This Committee shall put forth a slate of Director candidates for election.
- (b) At the Annual Meeting the Nominating Committee shall seek other nominations from the floor. A paper ballot will be provided to the voting membership. All ballots shall be counted by two voting members selected by the Nominating Committee. Results shall be announced at the meeting.
- (c) The Board of Directors shall elect a President, Vice-President, Treasurer and Secretary from its own membership.

(d) Officer duties

- 1) It shall be the duty of the President to preside at all meetings, to appoint committees, and to oversee all Chorale activities and the duties of the other officers.
- 2) It shall be the duty of the Vice President to assist the President in the conduct of his/her duties and, in the absence of the President or if the President is temporarily unable to serve, shall assume the duties of the President.
- 3) It shall be the duty of the Secretary to keep a record of the Chorale's business, of the Chorale's meetings, and to formalize them into minutes and deliver a summary thereof to the Board.
- 4) It shall be the duty of the Treasurer to receive and disburse funds, maintain a set of books documenting the Chorale's financial operations and assets, and prepare statements of operations.

4. Amendments

- (a) A proposed amendment to these Bylaws shall be received by each Director at least two weeks prior to a scheduled Board meeting. The proposal will be discussed at that meeting. To be presented to the voting membership for approval, a majority of the Board of Directors must vote in favor of such action.
- (b) After approval by the Board, the proposed amendment shall be presented as approved to the voting membership at least two rehearsals prior to discussion and voting. A simple majority shall be required for a proposed amendment to be passed.

ARTICLE VI- TERMINATION OF VOTING MEMBERSHIP

1. Any member voluntarily terminating voting membership for any reason shall have no right to the refund or return of any dues paid on or before the date of termination.
2. Any members involuntarily terminated shall have no right to a pro-rated refund of any dues paid for the current year.
3. Any member, voluntarily or involuntarily terminated, shall immediately return to the Chorale all property of the Chorale in his/her possession on the date of termination.

ARTICLE VII - TERMINATION AND DISSOLUTION

1. The Chorale shall be in existence from the date of the original approval of these Bylaws until such time as terminated by the voting membership.

2. Upon termination, the Board of Directors of the Chorale shall be empowered to take any action or execute and deliver any agreements or other documents which they shall deem necessary or desirable in connection with the "winding - down" of the affairs of the Chorale and the members of the Chorale shall assist and cooperate with the officers in connection therefore.

3. **DISSOLUTION PROVISION**

In the event of dissolution, all of the remaining assets and property of the organization shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under section 501 (c)(3) of the Internal Revenue Code of 1954, as amended; or to the federal government, or to a state or local government, for a public purpose.

ARTICLE VIII - MUSIC DIRECTOR

1. It shall be the duty of the Board, on a yearly basis, to engage a Music Director.
2. Responsibilities of the Music Director shall include:
 - (a) Establishing that year's concert programs including, but not limited to:
 - 1) Selection of repertoire.
 - 2) Selection of instrumental and/or choral groups for accompaniment and/or collaboration.
 - 3) Selection of soloists and section leaders.
 - 4) Selection of guest conductors and/or composers who are to be engaged.
 - (b) Selection of rehearsal and concert accompanists.
 - (c) Establishing, in cooperation with the Board, a rehearsal schedule consistent with the music program.
 - (d) Preparing the members of the Chorale for scheduled performances, and providing them opportunities for musical growth.
 - (e) Preparing and presenting for Board approval an operating budget consistent with that year's music program.

ARTICLE IX - OTHER PROVISIONS

1. The signatures of the President or Vice-President and the Secretary shall be required to bind the Chorale to any contracts, agreements, or other documents obligating the

Chorale to the payment of any sum of money in excess of \$500.00. Any such binding or obligating shall only be done upon authorization of the Board at a meeting.

2. The signature of the Treasurer shall be required on all checks drawn on the account(s) of the Chorale as per standard operating procedure.
3. The signatures of the President or Vice-President and the Treasurer shall be required for the purpose of borrowing money on behalf of the Chorale, or pledging or granting a security interest in any assets of the Chorale, and any signature cards or banking resolutions which the Chorale shall so provide. Any such borrowing, pledging or granting a security interest shall only be done upon authorization of the Board at a meeting.
4. The fiscal year of the Chorale shall be September 1 through August 31.

NON-INUREMENT PROVISION

No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the assets on dissolution of the organization.

RESTRICTIVE LEGISLATION PROVISION

No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Approved: 2/14/2017

Amended: 7/30/2020