**CONSTITUTION AND BY-LAWS OF VILLAGE VOICES CHORALE**

October 23, 2018

ARTICLE I – GENERAL

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| Sec. 1    Sec. 2  Sec. 3  Sec. 4      Sec. 5 | **Name** The name of the organization shall be *Village Voices Chorale*. For purposes of identification *Village Voices Chorale* shall be considered to be based in Westlake Village, California, and efforts shall be made to so locate and headquarter the organization. The Executive Board will designate the specific physical address of the organization.  **Purpose** The purpose of the organization shall be to develop and promote an interest in choral music. It is a nonprofit charitable benefit organization and is not organized for the private gain of any person. No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this organization shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.    **Organization** *Village Voices Chorale* shall be governed by an elected Executive Board. The Executive Board is charged with managing the affairs of *Village Voices Chorale.*  **Annual Schedule** The organization shall operate on a fiscal year ending June 30. The performance year will generally be divided into a fall semester and a spring semester, each culminating in a seasonal concert(s). Exact dates will be determined by the Executive Board. Other special concerts may be scheduled at the discretion of the Executive Board.  **Membership Documents** Each member shall receive a copy of the Constitution and By-Laws, a Member Handbook, and an acceptance letter. |

ARTICLE II - MEMBERSHIP

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| Sec. 1 | **Membership** Membership shall be open to all adults, regardless of area of residence. Specifically and explicitly, there shall be no barrier to membership based on race, creed, or color.  Applications for membership are accepted at the beginning of each semester. Although a candidate need not have extensive musical experience or background, it will be necessary to audition. Members are admitted to the chorale in numbers which will maintain the proper proportion and voice-blend in the group. Members who have not participated in the chorale for a semester may be put on a waiting list and/or asked to audition, depending on group size and balance. If accepted, a member shall |

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| 1.  2.  3.  4.  5. | Be eligible for full voting rights in *Village Voices Chorale.*  Be eligible for any office in *Village Voices Chorale* subject to the requirements of the office.  Attend regularly scheduled rehearsals. (See ARTICLE IX).  Maintain his/her standing relative to the musical standards of the group.  Pay membership dues and follow procedures currently in effect as specified in ARTICLE X. |

ARTICLE III - ORGANIZATION

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| Sec. 1 | **Executive Board** *Village Voices Chorale* shall be governed by an Executive Board consisting of the following elected officers: | | |
| Sec. 2  Sec. 3 | * President   + Membership Chair (1st Vice-President)   * Concert Manager (2nd Vice-President)   + Ways and Means Chair (3rd Vice-President)   * Secretary   + Treasurer   * Publicity Director   + Graphics/Program Director  Musical Director (ex-officio - no vote)  ( \* Elected in odd years + Elected in even years)  **The Music Committee** shall be responsible for the screening and selection of all music. The final selection of music must be acceptable to a majority of the Executive Board. The Members-at-Large will be elected in alternate years. Elected Committee members shall not serve consecutive full terms unless there are no other candidates for election. The committee will select music for future seasons. The Music Committee shall consist of the following members:  Musical Director  + Elected Music Committee Chair   * Elected Member-at-Large   + Elected Member-at-Large President  ( \* Elected in odd years + Elected in even years)  **Election and Tenure** A Nominating Committee shall be appointed by the Executive Board during the month of April. It shall consist of three members. Nominations from  the floor will be accepted on the date of the election providing prior approval is obtained from the individual. | | | | |
| A.  B.  C.  D.  E. | It shall be the Nominating Committee Chairperson's responsibility to arrange meetings, resolve acceptance of prospective nominees and attend to the general business matters of the Nominating Committee.  The Nominating Committee shall present their list of nominees for the various offices of the Executive Board and Music Committee to the Executive Board. The election shall be held during the month of May.  The Nominating Committee Chairperson shall preside over the election of officers.  The elected officers and Music Committee Members shall have a term of office of two years, beginning July 1 and ending June 30.  The Executive Board may appoint a member to fill a vacancy until the next general election or may call a special election. | |

ARTICLE IV - DUTIES AND REQUIREMENTS OF ELECTED OFFICERS

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| Sec. 1 | This Article describes the Duties and Requirements of the Elected Officers. It is the responsibility of all members of the Executive Board to safeguard the assets of *Village Voices Chorale.* Even though other specific responsibilities are listed, Executive Board members are encouraged to enlist the help of others in order to increase participation by the membership and maximize any special skills possessed by others. The Executive Board may develop and implement needed policies. Any member of the Executive Board may be removed with or without cause, at any time, by vote of three-fourths (3/4) of the members of the Board if in their judgment the best interest of the Organization would be served thereby. Each member of the Board must receive written notice of the proposed removal at least ten (10) days in advance of the proposed action. |
| Sec. 2 | **President** It is strongly recommended that a candidate for President should have prior  experience on the Executive Board of Village Voices Chorale. He/She shall |
|  | |  |  | | --- | --- | | A.  B.  C.  D. | Preside at all business meetings of *Village Voices Chorale.*  Prepare agendas for such meetings.  Carry out the Constitution and By-Laws.  Perform such other duties that customarily pertain to the office of the President of such an organization. | |

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| Sec. 3 | **Membership Chair (1st Vice-President)** He/She shall |
|  | 1. Assume the President's duties in case of temporary absence or resignation. 2. Coordinate the general recruitment program of *Village Voices Chorale.* 3. Notify individuals as to acceptance or non-acceptance status after auditions. 4. Maintain accurate current and past membership rolls. 5. Keep a record of attendance at rehearsals. 6. Ensure that a current roster is maintained and published each semester. 7. Provide members with copies of the Constitution and By-Laws and the Member Handbook |

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| Sec. 4 | **Concert Manager (2nd Vice-President)** He/She shall   |  |  | | --- | --- | | A.  B.  C.  D.E. | Schedule pre-concert meetings at the concert venue with the stage director, the Musical Director, and the President.  Be responsible for the physical arrangements at rehearsals*.*  Assist the Musical Director with arrangements for concert venue entrances, exits, and seating.  Be responsible for any concert extras such as decorations.  Serve as a liaison between the members of the chorale and the concert venue organization. | |

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| Sec. 5 | **Ways and Means Chair (3rd Vice-President)** He/She shall |

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|  | 1. Be responsible for organizing, coordinating, and directing any fundraising activities. 2. Oversee all the activities that generate funds for *Village Voices Chorale*. |

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| Sec. 6 | **Treasurer** He/She shall |

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|  | 1. At all times be responsible for all moneys of *Village Voices Chorale.* 2. Render an accounting of all receipts and expenditures at all business meetings of the Executive Board. 3. Pay all legitimate bills incurred by *Village Voices Chorale* with the Executive Board's approval. 4. Ensure that financial records are maintained. 5. Preserve and safeguard financial records. 6. Ensure appropriate tax and other government reporting is performed. 7. Ensure that membership fees and dues are collected from each member. | | |
| Sec. 7 | | **Secretary** He/She shall |

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| A.  B.  C. | Record minutes of all Executive Board and General Membership meetings. Preserve and safeguard the Constitution and By-Laws, minutes, and other important documents.  Conduct the correspondence of *Village Voices Chorale.* |

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| Sec. 8 | **Publicity Director** He/She shall |

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| A.  B. | Ensure appropriate advertising and general publicity is performed.  Promote concerts and other activities of *The Village Voice.* |

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| Sec. 9 | **Graphics/Program Director** He/She shall   |  |  | | --- | --- | | A.  B. | Be responsible for all graphics design  Ensure the production of fliers, posters, printed programs, and ads. | |

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| Sec. 10 | **Music Committee Chair** (not a member of the Executive Board). He/She shall |

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| A.  B. | Chair all meetings of the Music Committee.  Ensure that the Executive Board has final acceptance of the selection of music. |

ARTICLE V - APPOINTED POSITIONS

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| Sec. 1  Sec. 2 | **Appointment and Term** Non-elected officers shall be appointed by the Executive Board. Ratification shall be by two-thirds vote of the Executive Board.  **Musical Director** The Musical Director shall be the principal appointed officer of *Village Voices Chorale*. Compensation will be determined by the Executive Board. The  Director is an ex-officio member of the Executive Board. He/She shall |

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| A.  B.  C.  D.  E. | Audition and select new members.  Be a member of the Music Committee.  Establish rehearsal schedules and concert dates in consort with the Executive Board. Place of rehearsals shall be by approval of the Musical Director and Executive Board.  Direct *Village Voices Chorale* at all rehearsal and concert performances.  Hire accompanying musicians. |

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| Sec. 3 | **Accompanist** He/She will be the rehearsal and concert pianist. Compensation will be determined by the Executive Board. |
| Sec. 4  Sec. 5 | **Historian** He/She shall maintain a history or scrapbook of *Village Voices Chorale.*  **Scholarship/Elementary School Grant Chairs** They shall be responsible for administering these programs, which includes the search for suitable candidates, scheduling the auditions and interviews, and notifying the recipients. |
| Sec. 6 | **Librarian(s)** He/She/They shall |
| A B | 1. Ensure that all *Village Voices Chorale* music is preserved and safeguarded. 2. Ensure that appropriate music is ready for rehearsals, and collected after performances. |
| Sec. 7 | **Concert Attire Director** He/She shall |
| A B | 1. Ensure that all members have the proper concert attire. 2. Ensure that the property of the chorale is distributed and collected after performances. |

ARTICLE VI - MEETINGS

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| Sec. 1  Sec. 2  Sec. 3 | **Business Meetings** Other meetings as required may be called during the year by the Executive Board, Musical Director, or General Membership.  **Notice** Notice of special meetings must be given two weeks in advance.  **Executive Board Meetings** Executive Board meetings shall be held on the second Monday of the months we meet. Should conflicts arise on that date, an alternative date will be chosen at the discretion of the Executive Board. Executive Board meetings shall be open to any member of the chorale. |

ARTICLE VII – ASSETS AND DISSOLUTION

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| Sec. 1 | The property of this organization is irrevocably dedicated to the purposes in Article 1 hereof and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. In the event *Village Voices Chorale* should for any reason be dissolved, all assets remaining shall be distributed to a non-profit charitable or educational corporation or association qualified under Section 501(c)(3) of the Internal Revenue Code. No individual or profit-making organization shall benefit from distribution of the assets of *Village Voices Chorale.* |

ARTICLE VIII - REVISION OR AMENDMENT TO BY-LAWS

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| Sec. 1 | **Procedure** When deemed necessary, the President shall appoint a By-Laws Revision  Committee, consisting of three members, for the purpose of revising or amending the By-Laws. The procedure shall then be |

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| A.  B.  C. | The Revision Committee shall submit the proposed changes to the Executive Board.  Following Executive Board approval by two-thirds vote, the By-Laws shall be submitted to the membership in writing for approval two weeks prior to voting. A two-thirds vote of the attending members, a majority of the members being present, is required to change or amend the By-Laws. |

ARTICLE IX - ATTENDANCE REQUIREMENTS

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| Sec. 1 | Members shall maintain regular attendance. If more than three unexcused absences should occur, the member's attendance record may be reviewed by the Executive  Board. If deemed necessary, he or she may be dropped from the roster for that season. |

ARTICLE X - CURRENT OPERATING PROCEDURES AND FEE SCHEDULES

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| Sec. 1  Sec. 2  Sec. 3  Sec. 4 | **Semester Dues** Dues of an amount to be determined by the Executive Board or special membership vote shall be collected from members. Dues shall be collected by the third rehearsal of a semester unless appropriate arrangements are made with the Treasurer. Dues are not refundable.  **Rehearsal Schedules** Rehearsal schedules shall be set by the Musical Director in consort with the Executive Board, but are generally held from 7:30 p.m. to 10:00 p.m. on Tuesday evenings. Performing members are expected to be in their places READY to sing at 7:30 p.m. and will contact *Village Voices Chorale* if it is necessary to miss a rehearsal.  **Bank Account** The bank account will be in the name of *Village Voices Chorale.* The Executive Board shall designate the official signers on the bank account. All checks must be co-signed.  **Independent Verification of Financial Records** The Executive Board shall ensure that the financial records are verified by someone that is independent and not related to a current board member or to board members in office during the financial period being verified. This verification shall occur at least annually. The Executive Board shall determine the extent of the verification subject to current government regulations and any special requirements in effect. |

ARTICLE XI - VILLAGE VOICES PUBLIC REPRESENTATION

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| Sec. 1 | Any member, or group of members, performing before the public, using *Village Voices Chorale* name, other than regularly scheduled performances, must obtain prior permission to do so from the Executive Board. |