

CONSTITUTION AND BYLAWS— Village Voices Chorale

This document specifies the rules under which VVC shall operate.

ARTICLE I - General

- Sec. 1 Name** The name of the organization shall be *Village Voices Chorale*—hereafter referred to as “VVC.” VVC is based in Thousand Oaks, California.
- Sec. 2 Mission** Village Voices Chorale develops and promotes an interest in choral music for the benefit, joy and well-being of its members and the community. In addition, Village Voices Chorale provides musical philanthropy in the form of scholarships and/or grants.
- Sec. 3 Organization** VVC shall be governed by an elected Executive Board (The Board). The Board is governed by this constitution and is charged with managing the affairs of VVC which is a secular, non-profit 501(c)(3) charitable choral music organization.
- Sec. 4 Annual Schedule** The organization shall operate on a fiscal year beginning July 1 and ending June 30. The performance year will generally be divided into a fall and spring semester, each culminating in seasonal concert(s). Exact dates will be determined by the Board. Other special concerts or programs may be scheduled at the discretion of the Board.
- Sec. 5 Membership Documents** Each member shall receive an Acceptance Letter, and have access to VVC Bylaws and Member Handbook accessible on VVC website: villagevoices.org/members/.

ARTICLE II - Public Representation and Initiation of Activities

- Sec. 1** Any member or group of members performing before the public, using the “*Village Voices Chorale*” name, other than at regularly scheduled performances, must obtain prior written permission to do so from the Board.
- Sec. 2** Any VVC member or group of members that initiates any activity, document, plan, or project having consequences for the operation or public perception of VVC must obtain written prior permission to do so from the Board.
- Sec. 3** VVC is not organized for the private gain of any person or group of persons.

ARTICLE III - Membership

Sec. 1 Membership It is granted by vocal audition and open to all adults 18 or older, regardless of area of residence. Specifically and explicitly, VVC is inclusive and as such, there shall be no barrier to membership based on any specific cultural attribute.

A. Membership auditions are typically held prior to Fall and Spring semesters. Occasionally there may be exceptions to this policy upon approval by the Musical Director.

B. Members are admitted to VVC in numbers which will maintain the proper proportion and vocal-blend in the group.

C. Members who have not participated in the chorale for a semester may be put on a waiting list and/or asked to audition again, depending on group size and balance, at director's discretion.

D. If accepted, members are...

1. eligible for VVC member voting rights (separate from Board voting).
2. eligible for VVC office positions, subject to the office requirements.
3. required to maintain proper chorale etiquette (see "Chorale Etiquette" listed in Member Handbook).
4. required to pay membership dues and adhere to procedures currently in effect (see Article IX, sec.1).
5. encouraged to sell concert tickets to family and friends.

Sec. 2 Attendance requirements Members shall maintain regular attendance and notify their section leader for any anticipated absence(s). If more than three absences occur during a semester, the member's attendance may be reviewed by the Board and Musical Director, and may result in suspension for the semester.

Sec. 3 Rehearsal Schedules Rehearsals are typically held on Tuesday evenings. Generally, in the three weeks prior to a scheduled performance, the Musical Director will call for extra rehearsals, usually including a technical rehearsal at the venue, and will provide ample notice of the dates, times, and locations.

ARTICLE IV - VVC Organizational Structure

VVC shall consist of three overall categories of member participation:

1. Elected Positions
2. Contracted Positions
3. Appointed Positions

Sec. 1 Elected Positions

A. Executive Board

VVC shall be governed by a Board consisting of the following elected offices:

* President	+ Membership Chair
* Concert Manager	+ Fundraising Chair
* Secretary	+ Treasurer
* Publicity Chair	+ Graphics Chair

**Elected in odd years + Elected in even years*

Note: No person will be permitted to serve on the Board if not singing in the current semester. Exceptions will be made by Board appointment in unusual circumstances. The Musical Director is a non-elected, ex-officio Board member.

B. The Music Committee

Consists of two permanent positions (the Musical Director and VVC President), in addition to the following elected positions:

+ Music Committee Chair
+ Member-at-Large
* Member-at-Large

**Elected in odd years + Elected in even years*

C. **Elections (Executive Board and Music Committee)** A Nominating Committee for elected positions shall be appointed by the Board typically in the month of April. It shall consist of three members, if possible. In the case three cannot serve, the Board may approve a committee of two.

Nominating Committee duties:

1. choose a committee chair who has the responsibility to arrange meetings, resolve acceptance of prospective nominees, attend to the general business matters of the Nominating Committee, and preside over elections
2. present to the Board their list of Board and Music Committee nominees
**elections shall typically be held in the month of April*

D. Tenure (Executive Board and Music Committee) The elected positions shall each have a two-year term of office, beginning July 1 and ending June 30. The Board may appoint a member to fill a vacancy until the next general election or may call a special election.

Sec. 2 Contracted Positions consist of the following:

- **Musical Director**
- **Accompanist**

Sec. 3 Appointed Positions are non-elected positions and shall be appointed by the Board who may, on occasion, collaborate with other members and/or the Musical Director. The term of all such positions will normally be for one chorale year which will be continually renewable upon request. Holders of each position will serve at the pleasure of the Board. At times, it is possible some non-elected positions cannot be filled and may remain vacant until an appropriate person is appointed. **Appointed Positions:**

- 1. Four Vocal Section Leaders**
- 2. Concert Attire Director**
- 3. Ticket Sales Chair**
- 4. University Scholarship Chair**
- 5. Elementary Grant Chair**
- 6. Librarian**
- 7. Historian**
- 8. Sunshine Committee**
- 9. Webmaster**
- 10. Grant Writer**

Note: On occasion, additional appointed positions may be added as necessary.

ARTICLE V - Elected Positions

- *Each Board member has the responsibility to attempt to safeguard the assets of VVC.*
- *Each Board member ensures all VVC members and operations adhere to VVC Bylaws.*
- *In no case shall VVC funds be commingled with personal funds.*
- *Board approval is required for all monies spent by members over \$50 (except for the Treasurer. See Article 5, Sec. 7, C)*

ELECTED BOARD POSITIONS

(As outlined in Article IV, Sec. 1 A & B)

Sec. 1 **President**

- A. Guides VVC Board meetings
- B. Prepares agendas and schedules meetings
- C. Assists Board members in carrying out their duties, if needed
- D. Appoints a member of the Board to act as temporary President when needed
- E. Ensures all Board decisions adhere to VVC Bylaws and are then put to a vote
- F. Collaborates with the Board to co-determine financial distributions for various programs and expenses
- G. Leads Board determination of Musical Director and Accompanist compensation in an annual financial review
- H. Reports to the Board early in the semester on the current status of all VVC Appointed Positions and develops a plan to fill any existing vacancies (see Article IX, sec. 3)
- I. Oversees the timely submission of grant proposals and appoints, with the Board's approval, another person as Grant Writer. It is preferable this position be a present VVC member and possess some recognized capabilities and/or experience in this area (see Article VII, sec. 10)

(It is strongly recommended that a candidate for President have prior experience on the VVC Board.)

Sec. 2 **Concert Manager**

- A. Schedules pre-concert meetings at the concert venue with the venue stage director, VVC President and Musical Director
- B. Arranges VVC member concert venue parking, entrance protocols, and back-stage seating
- C. Arranges ticket management for VVC ticket sales
- D. Is responsible for any concert extras such as flowers, decorations and risers
- E. Serves as a liaison between VVC members and concert venue organization

- F. Reviews insurance requirements necessary for our performances
- G. Creates and distributes a short concert information memo for VVC members, describing extra rehearsal/technical rehearsal times, parking arrangements, concert attire and other venue protocols and expectations
- H. Oversees and maintains VVC storage facility

Sec. 3 Secretary

- A. Records and distributes minutes of all Board and general membership meetings as soon as possible after each Board meeting; regularly provides this information to Webmaster to post on VVC's member website (and may make these records available to the public by request)
- B. Preserves and safe-guards VVC Bylaws, meeting minutes, and other important documents
- C. Provides thank-you notes to donors
- D. Conducts the correspondence of VVC

Sec. 4 Publicity Chair

- A. Ensures appropriate advertising and general publicity are performed by using "Constant Contact," social media, newspapers, radio, etc.
- B. Promotes concerts, appearances, and any other VVC activities
- C. Acquires concert graphics files when needed from Graphics Chair
- D. Maintains and grows Constant Contact distribution list and other communications by encouraging members to add their family and friends

Sec. 5 Membership Chair

- A. Assumes President's duties in case of resignation until a new election is held
- B. Coordinates the general recruitment program of VVC
- C. Notifies individuals as to acceptance or non-acceptance status after auditions
- D. Provides rehearsal attendance record sheets to Section Leaders
- E. Ensures current VVC rosters are distributed as needed
- F. Provides members with Member Handbook, access to VVC Bylaws, and sends a welcome letter to new VVC members

- G. Distributes new member name tags and provides member name tag replacements

Sec. 6 Fundraising Chair

- A. Schedules, organizes, coordinates, and directs fundraising activities such as restaurant fundraisers and concert themed baskets
- B. Oversees, and/or may delegate, fundraising activities that generate funds for VVC (with some exceptions, including member dues, programs & grant applications)

Sec. 7 Treasurer

- A. Ensures all financial records are maintained and preserved
- B. Ensures that prior to each monthly VVC Board meeting:
 - A comparative income statement is provided to the Board that includes the actual month-to-date, as well as year-to-date, spend vs budget, with notations for significant differences
- C. Pays all bills incurred by VVC and seeks Board approval for any expense over \$50 that is not part of VVC's routine or recurring expenses
- D. Collects dues within the first three rehearsals of each semester; coordinates with Librarian to ensure membership dues are collected from each member before members take music home
- E. Supplies the Secretary with relevant information for inclusion in the minutes
- F. Shall provide an annual budget for the coming year to be presented at the last Board meeting of each fiscal year
- G. Handles VVC bank accounts: see Article IX, sec. 2
- H. Completes annual tax reporting: see Article IX, sec. 3
(It is strongly recommended Treasurer candidate has prior accounting or bookkeeping experience in handling funds for an organization.)

Sec. 8 Graphics Chair

- A. Produces concert program graphic design
- B. Makes available these graphic files to other Board members as needed
- C. Ensures the timely production of concert flyers, posters and printed programs
- D. Advertises and collects monies for program campaigns (such as program ads and “dedicate-a-song”), if applicable; delivers proceeds to the Treasurer
- E. May acquire assistance from VVC members in program ad campaigns, “dedicate-a-song,” or other duties as necessary

OTHER ELECTED POSITIONS

Sec. 9 Music Committee (not a part of VVC Board), is comprised of:

- A. Music Committee Members-at-Large**
- B. Music Committee Chair** (*duties also include those listed in sec.10, below*)
 - 1. Plans, organizes and chairs all meetings of the Music Committee
 - 2. Confirms that the concert program adheres to VVC Bylaws
(*outlined in sec. 10, below*)

Sec. 10 Music Committee Duties

All Music Committee Members shall...

- A.** be responsible for the screening and selection of concert music. Each concert song selection, and the final program, must be approved by a majority vote of the Music Committee.
- B.** in their selection of music:
 - 1. prioritize well-known or audience-friendly music.
 - 2. choose primarily secular music, since VVC is a community chorale.
 - 3. recognize various religious and cultural views among VVC members. The inclusion of religious-related songs are selected if viewed as cross-culturally accepted in most traditions.
- C.** have been members of VVC for a minimum of two consecutive semesters.
- D.** select music for each subsequent concert season.
- E.** select an array of songs from different genres of music from classical, show-tunes, jazz, pop etc.

ARTICLE VI - VVC Contracted Positions

Sec. 1 Musical Director

- Employed by VVC as its principal officer and shall serve at the pleasure of the Board
- Is a non-voting, *ex-officio* member of the Board
- Compensation is determined by the Board with an annual financial review (which the Musical Director does not attend)

Musical Director Duties:

- A. Auditions and selects new members in consultation with the President and Membership Chair
- B. Serves as a voting member of the Music Committee and ensures VVC Board gives final acceptance of music selections
- C. Works in consultation with the Board to determine rehearsal and performance locations, rehearsal schedules and concert dates
- D. Directs VVC at rehearsal, concert and other performances
- E. Provides rehearsal notes to choir members
- F. Hires accompanying musicians and other concert participants
- G. Orders new music

Sec. 2 Accompanist

The audition, rehearsal and concert pianist serves at the pleasure of the Board with consultation from the Musical Director. Compensation will be determined by the Board.

ARTICLE VII - Appointed Positions

- *Each Board member has the responsibility to attempt to safeguard the assets of VVC.*
- *Each Board member ensures all VVC members and operations adhere to VVC Bylaws.*
- *In no case shall VVC funds be commingled with personal funds.*
- *Board approval is required for all monies spent by members over \$50 (except for the Treasurer. See Article 5, Sec. 7, C)*

Sec. 1 Voice Section Leaders

Each chorale part (SATB) shall have a voice section leader who maintains records of their section members' attendance at rehearsals. (The Membership Chair provides rehearsal attendance record sheets, to be returned at the end of each semester). VVC members are requested to report any anticipated absences

to their section leader prior to the scheduled rehearsal. Section Leaders are the primary point of contact for the singers in their section.

Sec. 2 Concert Attire Director

- A.** Ensures all members have the proper concert attire
- B.** Coordinates the attire selections with the Board
- C.** Ensures VVC property is distributed before, and collected after, performances
- D.** Ensures accessories and other accents are approved by the Board before acquiring or purchasing

Sec. 3 Ticket Sales Chair

- A.** Conducts sales before each regular choir rehearsal begins during ticket-sales time period
- B.** Maintains records on number of tickets sold and any other information required by the performance venue
- C.** Gives monies collected to the Treasurer that evening, or as soon as possible
- D.** Encourages ticket sales via announcements that include ticket sales updates

Sec. 4 University Scholarship Chair

- A.** Searches for suitable candidates by reaching out to choral music directors of local institutions, communicating scholarship availability
- B.** Schedules candidate auditions and interviews in coordination with VVC Musical Director and Accompanist
- C.** Notifies and maintains communication with the recipients
- D.** Determines the scholarship amount in coordination with the Musical Director, President and Accompanist (after auditions)
- E.** Collaborates with the Musical Director regarding performance information and details, if applicable
- F.** Forwards the scholarship(s) to the recipient(s)

Sec. 5 Elementary Grant Chair

- A.** Searches for suitable candidates by reaching out to choral music teachers in surrounding communities, communicating grant availability
- B.** Schedules candidate auditions and interviews in coordination with VVC Musical Director and Accompanist
- C.** Notifies and maintains communication with the recipients
- D.** Determines the scholarship amount in coordination with the Musical Director, President and Accompanist (after auditions)

- E. Collaborates with Musical Director regarding performance information and details, if applicable
- F. Forwards the grant(s) to the recipient(s)

Sec. 6 Librarian

- A. Ensures all VVC music is preserved, organized and safe-guarded
- B. Ensures appropriate music is ready for rehearsals and collected for storage after performances
- C. Maintains timely updates of the online record of VVC music library
- D. Coordinates with the Treasurer to ensure members pay their semester dues within the first three rehearsal of each semester, and before music may be taken home

Sec. 7 Historian

- A. Maintains a history or record of VVC events and concerts, including each concert's program (in written, visual, and/or digital formats)
- B. Is encouraged to take photos as part of this log
- C. Encouraged to transfer all physical images to digital images from years past.

Sec. 8 Sunshine Committee

- A. Seeks to recognize significant birthdays, anniversaries, or other major events among choir members
- B. May collect money when needed for gifts to honor significant occasions

Sec. 9 Webmaster

- A. Maintains and updates VVC information on VVC public and private website(s)
- B. Acquires practice tracks from the Musical Director, meeting minutes from the Secretary, financials from the Treasurer, concert images from Graphics
- C. Keeps current VVC Bylaws and Member Handbook accessible to VVC members

Sec. 10 Grant Writer *(position overseen by the VVC President)*

- A. Has knowledge of, or can research, Grant Writing protocols and techniques
- B. Researches wide range of appropriate Grants for Performing Arts charities
- C. Logs application deadlines for all Grants on a shared Grant Calendar

- D. Acquires necessary documentation to meet application requirements
- E. Archives copies of Grants with the Treasurer for future applications

ARTICLE VIII - Meetings

- Sec.1 Executive Board Meetings** Board meetings shall typically be held on the second Sunday of meeting months. Should conflicts arise on that date, an alternative date will be chosen at the discretion of the Board. Board meetings shall for the most part be open to all members of VVC. All Board meetings may be open to VVC members upon request.
- Sec. 2 Music Committee Meetings** Monthly meetings during concert season shall be arranged and scheduled by the Committee Chair in consultation with other members of the committee. The committee will meet as often as deemed necessary to carry out its functions (listed in Article V, sec.10).
- Sec. 3 Special Meetings** Other meetings, as required, may be called during the year by the Board, the Musical Director, or by a majority of the general membership. Notice of such meetings will normally be given two weeks in advance.

ARTICLE IX - Dues and Financials

- Sec. 1 Semester Dues** The amount shall be determined by a majority of the Board. Dues shall be collected from each participating choir member by the third rehearsal of each performance semester. Appropriate special arrangements, if necessary, may be made with the Treasurer. Dues are not refundable.
- Sec. 2 Bank Accounts** Bank accounts will be in the name of “*Village Voices Chorale*.” The Treasurer and President shall have access to the accounts, with Board oversight.
- Sec. 3 Independent Financial Verification and Annual Tax Reporting**
The Board shall ensure that the financial records and annual taxes are verified by an independent person (who is not related to a current Board member or to Board members in office during the financial period being verified). A written verification of comparative income statements to bank statements shall occur annually. The Treasurer and independent accountant shall determine the extent

of the verification subject to current government regulations and shall submit all necessary annual tax forms. They shall then provide and present the verification to the Board near the end of each fiscal year.

ARTICLE X - Procedure for Dismissal

Dismissal Any member of the Board, or VVC member, may be removed at any time by a three-fourths (3/4) vote of the Board if in the Board's judgment the best interest of VVC would be served thereby. The person thereof must receive written notice of the proposed removal at least ten (10) days in advance of the proposed action. Removal of the Musical Director can only proceed after unanimous Board decision, followed by a confirming vote of at least two-thirds of the attending members—a majority of the members being present.

ARTICLE XI - Assets and Dissolution

The property of VVC is irrevocably dedicated to the purposes in Article I 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 VVC should be dissolved, all remaining assets shall be distributed to a Performing Arts 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 VVC assets.

ARTICLE XII - Constitution and Bylaws Revisions or Amendments

Procedure for Bylaw Revisions or Amendments When deemed necessary, the President shall appoint a Bylaws Revision Committee consisting of three members, for the purpose of revising or amending the Bylaws without conflict of interest. After completing its deliberations, the Revision Committee shall...

- A. submit proposed changes to the Board for approval by at least a majority of its voting members.
- B. make the revised document available to the membership by posting it on the VVC website, villagevoices.org/members/ at least two weeks before voting. (A two-thirds vote of the attending members—with a majority of the members being present—is required to change or amend the Bylaws.)