

The Port Huron Musicale Bylaws



Organized and Federated 1917
Revised May 2025

THE PORT HURON MUSICALE BYLAWS

ARTICLE I - NAME

The name of the Association shall be THE PORT HURON MUSICALE, hereafter referred to as The Musicale.

ARTICLE II - OBJECT

The Musicale is a non-profit 501 (c) (3) organization whose mission is to open the world of music to people in the Blue Water area by providing information, education, awards, advocacy, and support.

ARTICLE III - NON-PROFIT STATUS

The Musicale shall not carry on any activities not permitted while exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or while contributions received are deductible under Section 170 (c) (2) of the Internal Revenue Code, or not permitted under corresponding sections of any future federal tax code. No substantial part of the activities of this organization shall involve attempting to influence legislation, or participation in, or intervention in any political campaign on behalf of or in opposition to any candidate for political office. The net earnings of this organization shall not benefit or be distributed to its members, trustees, officers, or other private persons except as reasonable compensation for services rendered, and as payments and distributions, and in furtherance of the purposes set forth in Article II.

ARTICLE IV - MEMBERSHIP

Section 1 - A candidate for membership must submit an application form procurable from the Membership Secretary. After payment of dues the applicant shall be sent a welcome packet by the Membership Secretary.

Section 2 - All members shall, as far as possible, engage in Musicale activities without remuneration with the exception of The Musicale Chorus conductor and accompanist(s).

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Section 3 - Honorary members shall be such individuals as the Board of Directors of The Musicale shall desire to distinguish. They shall be those who have achieved distinction in music and/or the correlated arts, or have rendered significant service toward the development of music in the community and/or The Musicale. They shall not be limited to those holding Musicale membership. Names recommended for Honorary membership may be presented by any member of the Board of Directors. Said names shall be elected by the Board, the names having been presented at a previous meeting. Three (3) negative votes shall exclude that individual from Honorary membership. Honorary membership may be conferred upon no more than two (2) persons in any three-year (3) fiscal period. Honorary members shall be privileged to attend all meetings of The Musicale and shall be exempt from payment of dues.

Section 4 - Transfer of Membership. A member may be admitted by transfer, if said person is a member of another Federated Music Club.

Section 5 - The Musicale is committed to a policy of equal participation by all and does not discriminate on the basis of race, color, national origin, religion, sex, sexual orientation, genetic information, disability, or age.

ARTICLE V - OFFICERS

Section 1 - The officers of The Musicale shall be President/**Co-President**, Vice President, Recording Secretary, Membership Secretary, Corresponding Secretary, Treasurer, and Assistant Treasurer.

Section 2 - All officers shall be elected biannually at the regular monthly meeting of The Musicale in May, following the presentation of names. New officers shall take office for two years beginning June 1 following their election to office. An elected officer **may** hold the same office for more than one term (two years) until a successor is appointed or elected.

Section 3 - Vacancy in office. In case of the resignation or death of the President, the Vice President automatically shall become President for the unexpired term. Vacancy in any other office other than that of President shall be filled by the Executive Committee. A majority vote shall constitute an election for the

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unexpired term. The ballot may be taken by mail or email and returned to the Recording Secretary.

ARTICLE VI - MEETINGS

Section 1 - There shall be an annual meeting of the membership in May and any other meetings as called by the Board of Directors.

Section 2 - Quorum. Twenty members of The Musicale shall constitute a quorum at all regular, special, and annual meetings.

ARTICLE VII - DUES

Section 1 - The fiscal year shall be from June 1 through May 31, inclusive.

Section 2 - The annual membership dues are payable from May 1 to August 1.

Section 3 - Failure to pay dues before October 15 of any fiscal year shall be reason to have the name of a member removed from the records.

Section 4 - The dues paid for any new membership April 1 or later shall cover membership for the coming year at no charge.

ARTICLE VIII - GUESTS

Section 1 - Programs may be opened to the public at the discretion of the Board. Non-members may be charged a guest fee as determined by the Board.

Section 2 - Members of any Federated Music Club shall be admitted to the programs of The Musicale at no charge.

ARTICLE IX - DUTIES OF OFFICERS

Section 1 - The PRESIDENT/CO-PRESIDENT shall preside at all meetings of The Musicale and the Board of Directors, and shall be member ex-officio of all committees. Committee chairs shall be appointed by the President. The President's name shall be on file at the accepted bank.

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Section 2 - The VICE PRESIDENT shall perform all duties of the President in the absence of the President and all other duties as the President may request. The Vice President's name shall be on file at the accepted bank.

Section 3 - The RECORDING SECRETARY shall keep minutes of all the meetings, both of The Musicale and the Board of Directors and shall promptly forward to the President a copy of the minutes. The Recording Secretary's name shall be on file at the accepted bank.

Section 4 - The CORRESPONDING SECRETARY shall conduct the general correspondence of The Musicale, as directed by the President.

Section 5 - (a) The TREASURER shall receive all dues and be custodian of all funds of The Musicale, with the exception of any special bequests, which will be handled in a manner designated by the Executive Committee. The Treasurer shall pay promptly all bills and other items approved by the Board. The Treasurer shall keep an itemized account of all receipts and disbursements, and present a written report at the monthly Board meeting. The Treasurer shall present a proposed budget to the Board of Directors for adoption at their April meeting, to be voted on by the membership in May. The Treasurer will also prepare an annual report to be presented to the Board in September. The Treasurer will work closely with an accountant and investment firm if one is engaged.

(b) The ASSISTANT TREASURER shall be assigned duties by the Treasurer.

(c) The Treasurer's and Assistant Treasurer's name(s) shall be on file at the accepted bank.

Section 6 - The MEMBERSHIP SECRETARY shall keep a correct, classified list of members and their addresses and provide the officers who need one such a list, collect dues, and also send a welcome packet to new members.

Section 7 - On or before May 31, or as soon as possible, all retiring officers shall turn over to their successors or the retiring President, all books, files, securities, monies, vouchers, or any Musicale properties. It shall be the duty of the retiring President to see that this work is completed.

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ARTICLE X - BOARD OF DIRECTORS

Section 1 - The BOARD OF DIRECTORS shall consist of the seven elected officers named in Article V, Section 1 of the Bylaws, together with the following designated members, the immediate Past President, the Chairman and Co-Chairman (when necessary) of Standing and Special Committees. Any member of The Musicale who is a member of the Board of Directors of the Michigan Federation of Music Clubs, shall be an Advisory, non-voting member of the Board of Directors of The Musicale, unless directed or appointed to an office on the local Board.

Section 2 - (a) The Board of Directors shall have the power to transact the general business of The Musicale and to approve all applications for membership in The Musicale.

(b) The seven elected officers shall constitute an Executive Committee, empowered to transact any emergency item of business which may arise between regular meetings of The Musicale or the Board, including vacation months.

(c) The Executive Committee shall be responsible for The Musicale Chorus.

(d) The Executive Committee shall be responsible for the Anderson, Fraser, and Stewart Funds, and any other special funds. Spending requirements for the Foundation Fund equals 5% of the total Fund assets, if necessary.

(e) Five officers shall constitute an Executive Committee quorum.

Section 3 - The Board of Directors shall meet monthly through the fiscal year, except for June, July, August, and December. It shall meet at the call of the President or any three members of the Board of Directors. The annual meeting shall be held in May.

Section 4 - Board meetings are open to any member, committee chair, or appointed officer who desires to present matters pertaining to the club.

Section 5 - Five members of the Board of Directors shall constitute a quorum.

ARTICLE XI - COMMITTEES

Section 1 - The Chairman of each committee shall be appointed by the President. The Committees shall be those necessary for the functioning of the organization.

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Each committee shall meet at the call of the Chairman or any two members of the Committee.

Section 2 - The term of office of the Chairman of each Standing or Special Committee shall be two (2) years. No Chairman should serve more than two (2) consecutive terms in the same capacity. However, they may serve until a successor is appointed.

ARTICLE XII - STANDING COMMITTEES

The FINANCE and BUDGET COMMITTEE, composed of the Treasurer, Assistant Treasurer, President/**Co-President**, Past President, and Vice President, shall prepare the operating budget for the fiscal year and present it at the Board of Directors' meeting in March.

ARTICLE XIII - APPOINTMENTS AND SPECIAL COMMITTEES

Section 1 - The SCHOLARSHIP COMMITTEE shall be responsible for the distribution of scholarship funds awarded under the auspices of The Musicale. The committee shall be responsible for the Student Recital.

Section 2 - The CHORUS REPRESENTATIVE shall be responsible for communication between the Chorus and The Musicale Board. An updated list of chorus members shall be presented to the Membership Secretary in October and February.

Section 3 - The HISTORIAN shall have custody of all recent records of the activities of The Musicale and its achievements, and shall maintain The Musicale scrapbook. Past records and files shall be stored at the Port Huron Museum, located in Port Huron, MI.

Section 4 - Other committees may be appointed as needed.

ARTICLE XIV - DELEGATES TO CONVENTIONS

Section 1 - The President/Co President and Vice President or alternates shall be designated delegates to attend State and National Conventions, if possible, not less

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than six weeks prior to the opening date of the convention with arrangement for necessary credentials. Alternates shall be selected by the Board of Directors.

Section 2 - The designated voting delegates may, at the discretion of the Board, be allowed expenses covering transportation, meals, lodging, and registration fees for which an itemized account shall be presented to the Treasurer.

ARTICLE XV - PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall govern the procedure of The Musicale in all cases to which they are applicable, subject to special rules covered in these Bylaws.

ARTICLE XVI - INDEMNIFICATION

The members of the Board of Directors, Finance and Budget Committee, and standing committees oversee the finances and affairs of The Musicale. Each member of The Musicale understands and acknowledges that each such committee member is (i) not serving in the capacity of a trustee and (ii) shall be held harmless and shall not be personally liable as to any action taken or not taken during their service to The Musicale, provided, however, that the foregoing shall not eliminate or limit the liability of any such member who acts in bad faith or intentional misconduct or knowing violation of law, or that they personally gained a financial profit or other advantage to which they were not legally entitled.

ARTICLE XVII - DISSOLUTION

In the event of the dissolution of The Musicale, its assets shall be added to the Charles and Margaret Anderson Foundation Fund of the Community Foundation of St. Clair County. Notices of the dissolution shall be **communicated** to the members.

ARTICLE XVIII - AMENDMENTS

Section 1 - These Bylaws may be amended by a two-thirds vote of the members at any meeting of The Musicale, provided notice of the proposed amendments shall be given at the previous regular meeting or presented in writing **or electronically**

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to every member at least two weeks before the meeting at which the amendments are to be acted upon.

Section 2 - Amendments to these Bylaws shall become effective at the close of the meeting at which they are adopted, unless otherwise specified.

STANDING RULES

1. All undesignated funds will be deposited in the General Fund as designated by the Executive Board.

2. The JOB DESCRIPTIONS manual may be used by all officers and committees as a guide to clarify procedures to be followed in administering their offices.

Standing Rules of The Musicale may be suspended at any regular Board meeting by a majority vote or rescinded by a two-thirds vote of the Board of Directors.

BYLAWS Revised, May 2025
BYLAWS Approved: May 29, 2025

Revision Committee:
Diane Tomiuk - President
Sue Barber - Past President
Mary Jo Stine - Recording Secretary
Beth Hancock - Website and Publications