

CONSTITUTION

ARTICLE I

Name

The name of this organization shall be **CLINTONVILLE COMMUNITY CHOIR**.
"Herein after referred to as the Choir".

ARTICLE II

Purpose

The purpose or purposes for which this organization is formed are:

- (a) To provide a musical environment in the area it serves.
- (b) To provide an opportunity for musical expression and growth among the membership.
- (c) To provide an opportunity for contact among musicians of varying levels of proficiency.
- (d) To affirm a community choir position in the community.
- (e) To do all things necessary or incidental to the foregoing.

ARTICLE III

Membership

The membership of this organization shall be open to any adult who agrees with the above stated purpose provided that the applicant sings to the conductor's satisfaction and a vacancy exists.

ARTICLE IV

Voting

Section 1. Members. Each member shall be entitled to one vote. Except as specified otherwise in the Code of Regulations, any matter requiring the voting of the Choir may be taken by the vote of the majority of the members present at any regularly scheduled or duly called meeting of the Choir.

ARTICLE V

Board Of Directors

All actions and projects undertaken by the Choir are subject to the approval of the Board of Directors.

ARTICLE VI
Fund-raising

All fund-raising activities must be approved by the Board of Directors and the Choir.

ARTICLE VII
Code Of Regulations

The accompanying Code of Regulations shall be ratified in the same manner that this Constitution shall be ratified. Thereafter, amendments to the Code of Regulations may be made as provided in the Code of Regulations.

ARTICLE VIII
Amendments

This Constitution may be amended only by a majority vote of the members of the Choir present at any regularly scheduled or duly called meeting.

ARTICLE IX
Ratification

This Constitution shall be ratified only by a majority vote of the members of the Choir present at any regularly scheduled or duly called meeting.

06/07/2006

CODE OF REGULATIONS
OF THE
CLINTONVILLE COMMUNITY CHOIR

ARTICLE I

Meetings

Section 1. Annual Meeting. One annual meeting of the Clintonville Community Choir (hereinafter called the Choir) for the purpose of fixing or changing the number of officers of the organization, electing officers and transacting such other business as may come before the meeting, shall be held at the regularly scheduled meeting in October of each year.

Section 2. Special Meetings. Special meetings of the Choir or the Board of Directors may be called at anytime by the President.

Section 3. Regular Meetings. There shall be scheduled meetings of the Board of Directors to carry out any of the purposes and business of the Choir.

Section 4. Quorum. At any meeting of the Choir, a majority of the Choir members present shall constitute a quorum. Except as otherwise provided in this Code of Regulations, a majority vote of the members of the Choir present shall be necessary to approve any action requiring the vote of the members. A majority vote of the Board of Directors members present shall be necessary to approve any action requiring the vote of the Board of Directors.

Section 5. Proxies. No Choir member or Board of Directors member shall be permitted to vote by proxy or by absentee ballot.

Section 6. Organization. At each meeting of the Choir, the President, or in his/her absence the Artistic Director, or in the absence of the President and the Artistic Director, a chairman chosen by the majority of the officers present, shall act as chairman. If the Secretary of the Choir is not present, any person whom the chairman of the meeting shall appoint shall act as secretary of the meeting.

Section 7. Order of Meetings. The order of business at the Choir or the Board of Directors meetings shall be, insofar as applicable, as follows:

1. Opening
2. Reading of the minutes
3. Treasurer's report
4. Correspondence
5. Reports of Committees
6. Unfinished Business
7. Election of Officers
8. New Business
9. Announcements
10. Adjournment

Except as otherwise provided herein, all Choir meetings shall be conducted in accordance with Roberts' Rules of Order.

ARTICLE II BOARD OF DIRECTORS

Section 1. General Powers of the Board of Directors. The powers of the Choir shall be exercised, its business and affairs conducted and its property controlled by, the Board of Directors, except as otherwise provided in the Constitution or in this Code of Regulations. The Board of Directors shall conduct its business at the regularly scheduled or special meetings.

Section 2. Number. The Board of Directors shall be composed of all duly elected officers of the Choir, the Conductor, the Artistic Director and the Immediate Past President.

Section 3. Executive Authority. The exclusive authority of the Choir is vested in the Board of Directors.

- (a) Management of the general affairs of the Choir and taking action which is compatible with the purpose and in the best interest of the Choir.
- (b) Management of the financial affairs of the Choir and establishing an annual budget.
- (c) The appointment and dismissal of the Conductor(s) upon an annual review.
- (d) The replacement of board members who are unable to complete their term of office.
- (e) To establish a schedule of rehearsals and concerts.

ARTICLE III Committees

Section 1. Standing Committees. The following are standing committees of the Choir. The President, subject to the approval of the Board of Directors, shall appoint a chairman of each committee. Thereafter, the committee chairman shall determine the size of the committee and shall conduct the affairs of the committee in the manner he/she deems appropriate. Each committee shall make appropriate recommendations to the Board of Directors. No standing committee or specially appointed committee may supersede or annul any provision in the Constitution or this Code of Regulations. All recommendations of each Committee must be approved and adopted by the Board of Directors before such recommendation shall have any effect.

- (a) Membership Committee. The Membership Committee shall take measures to increase the involvement of all members of the Choir and to actively solicit new members.
- (b) Publicity Committee. The Publicity Committee shall be responsible for publicizing the affairs of the Choir and related events.

Section 2. Other Committees. The Board of Directors may, from time to time, establish any other committees to carry out such functions as they shall direct; and such committees shall make recommendations to the Board of Directors. Such committees shall function in all respects as if they were standing committees.

ARTICLE IV Officers

Section 1. General Provisions. The elected officers of the Board of Directors shall be: a President, a Secretary, a Treasurer, a Membership Manager, a Publicity Manager, Librarian(s) and a Fund Raising Coordinator. No person shall hold more than one office at the same time.

Section 2. Qualifications. All elected officers must be active Choir members and to have participated for at least one year.

Section 3. Election. The annual election of officers of the Choir shall be conducted in accordance with this section.

- (a) At the Board of Directors regularly scheduled meeting in June, the President shall designate three members of the Board of Directors who shall act as a nominating committee. The nominating committee shall consider potential candidates for each elected office of the Choir and shall present a slate of candidates at the regularly scheduled Board of Directors meeting in September of that year. The Board of Directors must approve the proposed slate or make such changes as it deems appropriate at the regularly scheduled meeting in September and present a slate of candidates for election in accordance with the subsection.
- (b) The election shall be held at the annual meeting of the Choir in October. The Board of Directors shall notify all members of the Choir in writing of the slate of candidates and the election date no later than twenty calendar days before the election date. At the annual Choir meeting, nominations will be accepted from the floor for all offices except the offices of President and Treasurer. Floor nominees must be present and must give their consent before qualifying to be placed on the ballot. No member may vote by proxy or absentee ballot.

Section 4. Term of Office. All elected officers shall assume their responsibilities the day immediately following their election. The term of office expires the following year one day after the annual election of officers. The Treasurer shall hold office for only one year. No person shall hold the same office or chairmanship for more than two consecutive years.

Section 5. Resignations. Any officer may resign at any time by giving written notice to the Board of Directors or to the President or to the Secretary of the Choir. Any such resignation shall take effect at the time specified therein.

Section 6. Vacancies. When any officer or chairman of any committee fails to attend two consecutive meetings of the Board without adequate reason, the Board of Directors may declare the position vacant. A vacancy in any office, due to death, resignation or otherwise, shall be filled by the President, with the approval of a majority of the Board of Directors.

ARTICLE V Duties Of The Officers

Section 1. President. The President shall preside at all meetings of the Board of Directors and the Choir, and act as an ex-officio member of all committees and call special meetings of the Choir and the Board of Directors as necessary. The President, with the approval of a majority of the Board of Directors, shall fill all vacancies on the Board of Directors.

Section 2. Secretary. The Secretary shall record and keep an accurate record of the proceedings of the meetings of the Choir and the Board of Directors. The Secretary shall be responsible for notifying members and officers of future meetings and shall prepare written agendas of the meetings as deemed necessary by the President. The Secretary shall be the custodian of the Constitution and Code Of Regulations as well as the minutes of all meetings and shall communicate the minutes of previous meetings as deemed necessary by the President.

Section 3. Treasurer. The Treasurer shall be the custodian of all funds of the Choir. The Treasurer shall deposit all funds in the account at the bank, savings and loan, money market fund maintained by the Choir, or other account approved by the Board of Directors. The Treasurer shall be authorized to pay invoices up to \$100; but all invoices in excess of \$100 must be approved by the Board of Directors. The Treasurer shall keep an itemized account of all receipts and disbursements and make a written report at the Choirs' regularly scheduled meetings. The Treasurer shall present an audited annual report, including inventory, to the Choir at the regularly scheduled meeting in October. The Treasurer shall provide basic accounting assistance to each member handling Choir funds.

Section 4. Fund Raising Coordinator. The Fund Raising Coordinator shall be in charge of all fund raising on behalf of the Choir. All fund raising shall be approved by the Board of Directors. The Fund Raising Coordinator shall keep itemized accounts of all receipts and disbursements in conjunction with the Treasurer. The Fund Raising Coordinator shall present an itemized summary of each fund raising effort for the previous year to the Board of Directors at their regularly scheduled meeting in September.

Section 5. Membership Manager: The Membership Manager shall be responsible for recruitment of new members, keep an accurate, active and inactive choir roster and attempt to make sure the Choir has an adequate number of vocalists for all concerts.

Section 6. Publicity Manager: The Publicity Manager is responsible for all publicity for the Choir.

Section 7. Librarian(s): The Librarian(s) will maintain the music library, distribute and collect all music, maintain the Choir's music folders and will be responsible for assuring that the music is available for each performance.

Section 8. Other Officers:

- (a) **Immediate Past President:** The Immediate Past President may be assigned duties by the President.

ARTICLE VI Other Positions

Section 1. Other Positions. The Board of Directors will appoint persons to fill the following positions:

- (a) **Artistic Director:** The Artistic Director is responsible for scheduling all rehearsals, assisting the Conductor, conducting the Choir at all rehearsals and concerts in the Conductor's absence and, along with the Conductor, selecting all music to be performed by the Choir.
- (b) **Conductor:** The Conductor is responsible for conducting the Choir at all rehearsals and concerts and, along with the Artistic Director, selecting all music to be performed by the Choir.
- (c) **Accompanist:** The Accompanist is responsible for accompanying the Choir at all rehearsals and concerts.
- (d) **Section Leaders:** The Section Leaders will take attendance at each rehearsal and concert and maintain attendance records for their respective sections, call any member in their section who misses more than two scheduled rehearsals without prior notification to the Section Leader and report these absences to the Membership Manager. They will also be responsible for communicating any last minute changes of rehearsals or performances to every member in their section whenever it is necessary to do so.
- (e) **Concert and Equipment Manager:** The Concert and Equipment Manager is responsible for scheduling concert venues and for setting up all equipment that is needed for each rehearsal and concert and seeing that all equipment that is pertinent to each concert is transported to the concert site.

ARTICLE VII Amendments

This Code of Regulations may be amended at any regular Choir meeting, provided a written notice of the proposed amendment, accompanied by the precise manner in which the Code of Regulations is to be amended, was given to the President at the previous regular Choir meeting. Approval by a majority of the members present shall be required to approve any amendment.

ARTICLE VIII

Ratification

This Code of Regulations shall be ratified only by a majority vote of the members of the Clintonville Community Choir present at any regularly scheduled or duly called meeting.

On October dd, 2006, the Constitution and this Code of Regulations shall take full effect and all previous constitutions, codes of regulations, or bylaws shall be null and void.

4893C/1324A

06/07/2006