

# Community Chorus of Palm Coast, Inc

## Bylaws

### Article I

#### Name

- 1.1 The name of the organization is Community Chorus of Palm Coast, Inc., hereinafter referred to as “the Chorus”, a not-for-profit corporation established under the laws of the State of Florida, the Articles of Incorporation thereof having been filed in the Office of the Secretary of State, State of Florida, on April 28, 2010, effective April 26, 2010.

### Article II

#### Duration

- 2.1 The period of duration of the Chorus shall be perpetual unless dissolved according to law. Any remaining funds belonging to the Chorus will be distributed to the Flagler County Schools’ Music Department.

### Article III

#### Purpose

- 3.1 The Chorus is a performing musical group of adults from Flagler County, Florida, and surrounding areas, incorporated to create opportunities for participation and enrichment through choral music.
- 3.2 Established in 2010, the Chorus is dedicated to helping its members grow musically, by learning and performing a variety of superior quality choral music, both sacred and secular, and of diverse cultural and musical styles.
- 3.3 The Chorus strives to provide musical experiences that will entertain, uplift, enrich and educate the audience and members.

### Article IV

#### Membership

- 4.1 Membership in the Chorus is open to anyone age 16 years of age or older. Performing members must have the interest and ability to sing the program repertoire of the Chorus, as well as the willingness to attend the rehearsals.
- 4.2 Members will be requested to have only 2 absences from rehearsals per semester unless excused by the Choral Director.
- 4.5 The Chorus will strive to maintain a minimum of 25 performing members.
- 4.6 Prospective performing members may attend one rehearsal before auditioning to become a regular performing member.
- 4.7 Members of the Chorus have the right to observe regular meetings of the Board of Directors, submit names in nomination, run for office, vote to elect the Board at the Annual Meeting, and serve on committees.
- 4.8 Members will be asked to pay dues. The amount of the nonrefundable dues shall be set forth by the Board. Additional assessments for costuming, music, etc., may be set forth by the Board as required.

## Article V Organization

- 5.1 Meetings of the general membership shall be called by the President as necessary. A meeting of the membership shall be held at least once each fiscal year. Notice of any meeting of the general membership must be given to the membership at least (14) days in advance of the meeting detailing the time, date and place of the meeting as well as a summary of business which is to be undertaken. At all meetings of the chorus, a quorum shall consist of a majority of the membership.
- 5.2 Additional meetings of the general membership may also be called by a majority of the Board of Directors. A special meeting must be called by the Board upon receipt of a written request endorsed by at least one quarter of the membership.
- 5.3 Meetings of the Board of Directors shall be called by the President as necessary. All meetings of the Board are open to the Chorus membership.
- 5.4 Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by the Bylaws.
- 5.5 The fiscal year for the Chorus shall be the twelve (12) month period beginning January 1 and extending through December 31.
- 5.6 Revisions of the Bylaws: If the Board of Directors deems it necessary to revise the Bylaws, it shall proceed as follows:
  - 5.6.1 The President shall appoint a committee, chaired by the Vice President, to compose the language of proposed revisions.
  - 5.6.2 The Board of Directors shall vote on proposed revisions.
  - 5.6.3 Copies of the revisions approved by the Board shall be provided to the general membership at least fourteen (14) days before a special called meeting or the Annual Meeting, as decided by the Board.
  - 5.6.4 The membership shall vote to adopt or reject the proposed revisions. Adoption of the revisions shall require a majority of the members present.
  - 5.6.5 Revisions of the Bylaws, if adopted, shall take effect immediately.

## Article VI Board of Directors

- 6.1. The Board of Directors is comprised of the Executive Committee (i.e., the President, the Vice-President, the Treasurer, the Secretary, the Immediate Past President), and Chairpersons of Standing Committees, which shall be: Marketing/Publicity/Website, Fundraising, Concert Logistics/Stage Management, and Membership Relations.
- 6.2 The President may, from time to time and as necessary, establish ad hoc committees. The chairpersons of such ad hoc committees are encouraged to attend meetings of the Board, but may not vote.
- 6.3 Members Ex Officio: The musical director of the Chorus shall serve on the Board ex officio, but without vote.
- 6.4 Terms of Office:
  - 6.4.1 Members of the Executive Committee shall serve in their respective offices for a two-year term. Individuals may serve two consecutive terms, but must take one year off before again serving in the same office.

- 6.4.2 The Immediate Past President shall serve in that capacity for one year.
- 6.5 Election of Officers and Members-At-Large of the Board of Directors:
- 6.5.1 At least six (6) weeks prior to the Annual Meeting in January, the President shall appoint a nominating committee to consist of at least three (3) members of the Chorus, at least one of whom shall be a current member of the Board who shall serve as Chairperson.
- 6.5.1.1 The nominating committee shall develop a slate of nominees to the Board of Directors and shall submit its slate in writing to the Secretary of the Board.
- 6.5.1.2 The Secretary shall provide copies of the slate of nominees to the members of the Chorus at least 14 days prior to the Annual Meeting.
- 6.5.1.3 Elections shall be held at the Annual Meeting. Nominations from the floor shall be accepted, provided individuals being nominated have consented to be nominated.
- 6.6 A Member of the Board of Directors may be excused from fulfilling his/her term of office upon submission of his/her written resignation to the Secretary. The resulting vacancy on the Board shall be filled by appointment by the President. An individual so appointed shall perform all duties of his/her office until the election at the next Annual Meeting.
- 6.6.1 A Board member may be relieved of his/her membership on the Board by three-quarters majority vote of the Board members present, excluding the member whose status is being considered.
- 6.7 Duties of Officers
- 6.7.1 President: The President shall be responsible for overseeing all activities of the chorus and shall preside over all Board Meetings; set the date for all meetings, with the concurrence of the Board, oversee the preparation of the annual budget; preside over the election of members to the Board as prescribed above and appoint chairpersons of standing and ad hoc committees.
- 6.7.2 Vice President: The Vice President shall assist the President, act as President in the absence of the President and Chair the Bylaws Revision Committee.
- 6.7.3 Secretary: The secretary shall keep minutes of all meetings of the Board and the general membership; ensure that a roster of Chorus members is maintained; notify Chorus members of the Annual Meeting, special meetings, and slates of nominees provided by the nominating committee; prepare and send out all correspondence for the Chorus.
- 6.7.4 Treasurer: The Treasurer shall be accountable for the administration of all Chorus funds, maintain funds in a bank in Florida, maintain financial records of all receipts and expenditures, keep bank statements reconciled and provide a financial report at Board meetings. Two (2) signatures, from the President, Treasurer or Secretary, are required for all checks or other disbursement of Chorus funds over \$500.00, however, the signers may not be two members from the same family. The Treasurer shall assist the President in preparing the annual budget, including individual concert budgets and if requested by the board, shall provide the financial records to an outside CPA for annual review.
- 6.7.5 Board Members at Large: Members elected at large to the Board of Directors shall attend all meetings and serve as chairpersons of standing committees.
- 6.7.6 The Board of Directors shall have exclusive authority to approve an annual budget for the operation of the chorus.

## Article VII

### Choral Director and Principal Accompanist

- 7.1 The Choral director(s) shall be selected by the Board.
- 7.1.1 In consultation with the President and Treasurer, the Choral Director(s) shall prepare a concert plan and budget for presentation to the Board for approval. The Choral Director must receive the approval of the Executive Committee for significant changes and any concert schedule changes or additional performances.

- 7.1.2 In consultation with the President and appropriate committee chairpersons, the Choral Director(s) shall have principal responsibility for all musical and technical aspects of the concert, including but not limited to the following:
- (a) Selection and preparation of the musical program for the concert.
  - (b) Auditioning and selection of soloists.
  - (c) Conducting of all concert rehearsals.
  - (d) Administration of concert related activities in accordance with approved budget levels.
  - (e) Consultation on the theme, musical content, and general tone of posters, concert programs, and other promotional materials and activities.
  - (f) Auditioning and selecting prospective performing members.
  - (g) Dismissal of singers who fail to attend rehearsals and otherwise prepare for concert performances or are deemed disruptive of the operation of the chorus.
- 7.1.3 The Choral Director(s) shall be paid an honorarium for each concert season for which (s)he is assigned responsibility, the amount to be determined by the Board of Directors.
- 7.2 A Principal Accompanist shall be selected by the Choral Director and the Board of Directors.
- 7.2.1 The Principal Accompanist shall:
- (a) Provide accompaniment for the Chorus at all performances.
  - (b) Provide accompaniment for the Chorus at all rehearsals.
- 7.2.2 The Principal Accompanist shall be paid an honorarium for each concert season, the amount to be determined by the Board of Directors.

## Article VIII Funding

- 8.1 The Chorus shall be funded by income from concerts, the Chorus members' annual dues and/or concert fees, and funding development programs. Concert income shall consist of donations received from concert attendees. These proceeds shall be used to cover the expenses of performances and general operating expenses of the Chorus.
- 8.1.1 Each member will be assessed dues in amounts determined by the Board of Directors. Payment of dues and/or fees may be waived on an individual case basis by the President, in consultation with the Choral Director, if such payment is the only impediment to an individual's participation.
- 8.1.2 The funding development program attracts monetary and in-kind contributions from the business community, grants, and other sources. It is carried out through letters of appeal and through personal contacts. If these donations are used to cover the expenses of a specific performances, those financial sponsors and donors shall be credited in concert programs for their contributions.

Approved April 26, 2010  
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