

The Achill Choral Society

# Constitution

As amended June 24, 2020

NOTE: The term "Board" or "Director(s)", when used in this document shall mean the Board of Directors.

## I. NAME

- a. The name of the organization shall be THE ACHILL CHORAL SOCIETY.

## II. PURPOSE

- a. To promote the appreciation and enjoyment of music in all its forms and, in particular, the art of choral singing within its membership, audience and the community at large.
- b. To present public concerts a minimum of twice annually.
- c. To raise money to fund the purposes of the Society, but to operate as a non-profit organization.

## III. THE BOARD OF DIRECTORS

- a. The Board of Directors of The Achill Choral Society shall consist of a Past President, President, Vice President, Secretary, Treasurer, Librarian, Attendance Officer/Concert Director, Promotion and Publicity Director, Printing and Advertising Director, Social Convener and Music Committee Chair.

## IV. TERM OF OFFICE

- a. The term of office shall be for one year.
- b. The specific Board of Directors positions of Past President, President and Vice President may not be held for more than two consecutive years (except of XXII.f). Other Board positions may be held indefinitely, subject to annual election confirmation of the incumbent.

## V. DUTIES OF THE BOARD OF DIRECTORS

- a. The Board of Directors shall:
  - i. Direct the activities of the Society, subject to the approval of the general membership.
  - ii. Have charge of all properties and monies, authorize all expenditures and transact all business of the Achill Choral Society.
  - iii. Strike a yearly budget
  - iv. Appoint an auditor to verify the annual financial statement.
  - v. Have the power to engage or terminate, for cause, the appointment of a music director.
  - vi. Establish all dates, times and locations of all rehearsals and concerts.

- vii. Decide the course of action to be taken, in the event of members not fulfilling their duties.
  - a. Each member of the Board of Directors shall perform those duties pertaining to his or her office, or as directed by the Board.
  - b. The Board may form committees and task forces, as needed.
  - c. Directors and Officers shall receive no remuneration for acting as such, although this does not preclude them from being reimbursed for reasonable expenses incurred in the fulfillment of their duties.
  - d. Directors and their heirs, executors and administrators will be indemnified and saved harmless out of the funds of the Board, from and against all costs, expenses and charges which they may incur as a result of legal action in the fulfillment of their duties on the Board, except those costs, expenses or charges, which are a result of their own willful neglect or default.

#### VI. DUTIES OF THE PAST PRESIDENT

- a. Shall assist other members of the Board of Directors, as required..

#### VII. DUTIES OF THE PRESIDENT

- a. Shall call and conduct Board of Directors, Special or General Meetings.
- b. Shall arrange for general elections.
- c. Shall be responsible for communication between the Music Director and the Board of Directors.
- d. Shall initiate and encourage regular communication between the members and the Board of Directors.
- e. Shall endeavor to keep choir members involved in choir activities and shall follow up on assigned responsibilities of the Board the Directors.
- f. Shall be ex-officio, a member of all committees.

#### VIII. DUTIES OF THE VICE PRESIDENT

- a. Shall assist the President and assume the office of the President in his or her absence.
- b. Shall assist the Promotion and Publicity Director.

#### IX. DUTIES OF THE SECRETARY

- a. Shall record the minutes of all Board of Directors, Special or General meetings and make such minutes available, as required.
- b. Shall conduct all correspondence on behalf of The Achill Choral Society.
- c. Shall maintain archives of the minutes, membership lists and correspondence.

- d. Shall prepare and maintain a membership list including addresses, and a rehearsal/concert schedule for distribution to the membership. New members will also receive a paper copy of the Constitution, the Code of Ethics, and the Policies and Procedures.

#### **X. DUTIES OF THE TREASURER**

- a. Shall have the care and custody of the Society's funds and shall conduct the financial affairs of the Society under the direction of the Board of Directors.
- b. Shall collect fees, receive ticket proceeds and keep books of account subject to audit before the Annual General Meeting.
- c. Shall make routine disbursements. Expenditures exceeding \$50.00 and those not provided for in the budget shall be made only when approved by the Board of Directors.
- d. Shall maintain financial archives for a minimum of seven years.
- e. Shall provide financial reporting to the Board on a minimum quarterly basis and to the members on an annual basis.

#### **XI. DUTIES OF THE LIBRARIAN**

- a. Shall catalogue music belonging to, or on loan to, The Achill Choral Society.
- b. Shall provide a copy of the catalogue to the Music Committee annually.
- c. Shall issue and collect music and folders to members, as necessary.
- d. Shall be responsible for ordering music (purchase or rental) as required.
- e. Shall arrange for rental of music to other choral societies, when required.
- f. Shall report to the Treasurer any lost or missing music.
- g. Shall maintain record of music performed at each concert.
- h. Shall ensure that concert accompanist, soloists, orchestra etc., receive copies of concert music early in the season, for rehearsal purposes.

#### **XII. DUTIES OF THE ATTENDANCE/VENUES OFFICER**

- a. Shall keep records of attendance at practices, rehearsal and concerts, to be kept for a minimum of two years.
- b. Shall notify the President of members failing to comply with attendance requirements (see XXI.a).
- c. Shall arrange for ticket takers and ushers at concerts, as required.
- d. Shall maintain a list of concert venues.
- e. Shall arrange and book appropriate venues for each concert, upon Board approval.

- f. Shall form a committee, as necessary.

### **XIII. DUTIES OF THE PROMOTION AND PUBLICITY DIRECTOR**

- a. Shall liaise with the Printing and Advertising Director in the creation and printing of posters.
- b. Shall be responsible for the distribution of posters, press releases and other forms of publicity.
- c. Shall ensure appropriate advertising and media coverage through newspaper articles, website listings, complimentary press passes, cable tv and radio coverage, paid advertising and mailings to potential audiences.
- d. Shall maintain a current mailing list of potential audience members.
- e. Shall be responsible for educating choir members of the need for their involvement and assistance with publicity and establish a committee, as required.

### **XIV. DUTIES OF THE PRINTING AND ADVERTISING DIRECTOR**

- a. Shall be responsible for the creation and printing of posters, tickets and programs.
- b. Shall gather advertising and submit funds to the Treasurer.
- c. Shall establish a committee, as required.

### **XV. DUTIES OF THE SOCIAL CONVENOR**

- a. Shall organize regular refreshment/social breaks at rehearsals.
- b. Shall organize a team of members to provide for setup, clean up and refreshments for all concerts.
- c. Shall purchase necessary supplies for rehearsals, concerts and maintenance of the rehearsal hall.

### **XVI. MUSIC COMMITTEE**

- a. Shall be responsible for recommending themes and choral selections for approval by the Board and the Music Director, at least one year in advance.
- b. Shall be comprised of a minimum of three members, including the chair.
- c. The choir members shall elect one Committee member annually for a three-year term, such that in their third year, they shall assume the position of Chair.
- d. In addition to the existing three members, the Librarian shall be, ex officio, a member of the Music Committee.

- e. The Chair of the Music Committee (or his/her designate from the elected music committee) shall be a voting member of the Board of Directors.
- f. Duties of the Chair
  - i. Shall appoint additional volunteers to the Committee, as required, encouraging involvement from all choral sections.
  - ii. Shall call regular meetings during the sessions, and others, at the Chair's discretion.
  - iii. Shall liaise with the Music Director.

## **XVII. SECTION HEADS**

- a. The Board may appoint a section head, annually, for each choral section.
- b. A section head shall assist with the auditioning process, if required.
- c. Shall monitor members during probationary periods.
- d. Shall assist the Attendance Officer, as needed.
- e. Shall provide liaison between members of their section, the Music Director and/or the Board for administrative purposes, and to assist with choral technique.

## **XVIII. WARDROBE COORDINATOR**

- a. Shall be appointed by the Board annually.
- b. Shall keep a record of costumes, including accessories, on loan to choir members.
- c. Shall arrange for storage of unused costumes.

## **XIX. CONCERT MASTER**

- a. Shall be appointed by the Board annually.
- b. Shall prepare and keep a record of the requirements for each venue, including venue layout plan, risers, lighting and sound equipment lists.
- c. Shall ensure that all required materials are on-site for each concert/rehearsal.
- d. Shall liaise with the Music Director for concert requirements.
- e. Shall keep an inventory of all choir-owned equipment, including sound, lighting, cables, etc., and ensure their safekeeping.

## **XX. DUTIES OF THE MUSIC DIRECTOR**

- a. Shall fulfill the terms of his or her contract.
- b. Shall be contracted for a term not exceeding two years.
- c. Shall be, ex officio, a member of the Board of Directors.

- d. Shall audition and recommend for probation to the President, any new applicant or returning member, according to the auditioning policy.
- e. Shall work with the Music Committee to provide program concepts at least 12 months in advance.
- f. Shall select, in a timely manner, the music required for each concert, based on the recommendations of the Music Committee, and subject to the music expenditure.
- g. Shall audition and recommend to the Board of Directors any accompanist for rehearsals and concerts, and shall recommend, where necessary, appropriate fees.
- h. Shall recommend to the Board of Directors the engagement of any soloist or guest artist deemed desirable for the performance.
- i. Shall abide by the Constitution and the Code of Ethics, and respect the decisions of the Board of Directors of the Achill Choral Society.
- j. Shall consult on venue selection and concert layout.

## XXI. DUTIES OF THE MEMBERS

- a. Shall attend promptly all practices and concerts, and inform the Attendance Officer, in case of absence.
- b. If absent for three consecutive practices, or more than 25% of practices, members may be assessed by the Music Director as to demonstrate their preparedness for concert.
- c. Shall learn the music.
- d. Shall pay dues at the appointed time.
- e. Shall be responsible for the upkeep of their concert costume.
- f. Shall, if absent for one session, complete a 3-week probationary period, and, if there is no vacancy in their section, be put on a waiting list.
- g. Shall, if absent for one year or more, be auditioned and put on a waiting list if there is no vacancy in their section.
- h. Shall inform the President and Attendance Officer if leaving, and return any Society property in good condition.
- i. Shall return music and folders to the Librarian at the conclusion of each concert session.
- j. Shall communicate suggestions of constructive criticism directly to the Board through the President or Section Heads.
- k. Shall attend the Annual General Meeting.
- l. Shall abide by the Constitution and Code of Ethics and respect the decisions of the Board of Directors of the Achill Choral Society.

## XXII. NOMINATIONS AND ELECTIONS

- a. A Nomination Committee shall be formed two months before the Annual General Meeting (AGM).
- b. The Committee will select their chair from among the committee members.
- c. The Nomination Committee shall notify all members of the slate of officers at least one week prior to the AGM, and shall present this slate to the General Meeting, to be held prior to June 30<sup>th</sup>. Nominations for office may be made from the floor, or submitted in writing at this meeting.
- d. No member shall be nominated as a candidate unless the member's consent to serve in office has been obtained.
- e. Whenever two or more persons are nominated for office, the voting shall be by ballot, with the Returning Officer appointed by the Nomination Committee.
- f. Should the position of President fail to be filled at an Annual General Meeting, or should the President-elect be unable to assume office at the beginning of a new term, a President shall be appointed by the Board for that one term from the ranks of the Board of Directors.
- g. Should a vacancy occur in any other Board position during the term of office, the vacancy shall be filled, as required, by a consenting member chosen by a majority vote of the Board of Directors, and that office shall be held until the end of the current term.

## XXIII. MEMBERSHIP

- a. There shall be four categories of membership:
  - i. Active: A paid-up voting member who sings in a vocal section of the choir, as designated by the Music Director.
  - ii. Associate: a paid-up non-singing member with all the rights of an Active member.
  - iii. Lifetime: This membership may be bestowed upon an active member or a retired member, in recognition of outstanding service to the Society after the majority vote of members at a legally constituted meeting. The lifetime member, upon retirement from active membership, becomes a non-voting member.
  - iv. Honorary: This membership may be bestowed in recognition of outstanding service to the Society or community, after the majority vote of members at a legally constituted meeting. An Honorary member is a non-voting member.



- b. Shall be open to men and women who:
  - i. have an interest in and attempt to improve their knowledge of choral music, and
  - ii. have satisfied the Music Director as to their competence in choral singing, and
  - iii. will abide by the conditions set out in the Constitution and the Code of Ethics.
- c. A member who misses three consecutive practices or 25% of practices and is deemed unprepared for a concert session, will be termed an Associate Member for that session.

#### XXIV. MEETINGS

- a. The Annual General Meeting shall be held each spring, before June 30, on a date established by the Board of Directors.
- b. The Board of Directors shall meet regularly during the sessions, and at other times at the President's discretion.
- c. A Special General meeting may be called by the Secretary on the instructions of the President, or on receipt of a written request signed by 10% or more Active members. Seven days notice must be given of a Special General meeting.
- d. Not less than one half of the total paid-up membership shall constitute a quorum at General Meetings.
- e. At all meetings of the Achill Choral Society, each attending Active and Associate member shall be entitled to one vote on each motion.
- f. Members may obtain copies of any meeting minutes by supplying the Secretary with a postage paid, self-addressed envelope.
- g. Failure of a member to receive notification of a meeting will not invalidate any proceedings taken thereat.

#### XXV. MOTIONS

- a. Any motion presented at a meeting may only be passed by a majority vote of the members present.
- b. Any member wishing to present a motion committing the Achill Choral Society to any course of action, or a resolution expressing the opinion of the Achill Choral Society, must submit a written copy to a Board of Director's meeting and to a General Meeting for confirmation.

## XXVI. FEES

- a. Shall be determined annually by the Board of Directors.
- b. Members shall pay fees annually.

## XXVII. FINANCES

- a. A budget shall be struck by the Board of Directors for each choral year.
- b. All monies, securities and other valuable effects are to be deposited in the name and to the credit of the organization in such a chartered bank or trust company, or in the case of securities, as may be designated by the Board of Directors.
- c. The Board shall choose three signing officers from among the President, Vice President, Treasurer or Secretary. All cheques drawn on the account shall be signed by at least two of these.

## XXVIII. ADDITIONS AND AMENDMENTS

- a. This Constitution may be altered or amended by a vote of two thirds of the paid-up members present at any Annual, General or Special meeting, provided that any such alteration or amendment has been submitted in a notice of motion. The notice should be provided to the membership at least 30 days prior to the meeting.

## XXIX. DISSOLUTION

- a. Upon the dissolution of the Achill Choral Society, and after paying off all debts and liabilities, the remaining property and funds of the Achill Choral Society shall be distributed to non-profit organizations or to organizations, the objectives of which are in accordance with the objectives of the Achill Choral Society, at the sole discretion of the Board of Directors.

I hereby certify that this is a true copy of The Achill Choral Society Constitution, as passed at the Annual General Meeting, held on May 13, 2015 and amended at the Annual General Meeting on June 24, 2020.

\_\_\_\_\_  
President:

\_\_\_\_\_  
Date:

\_\_\_\_\_  
Secretary:

\_\_\_\_\_  
Date:

The Achill Choral Society

**[This page intentionally left blank ]**