

BYLAWS OF MAIN LINE SINGERS

ARTICLE I – NAME

The name of this organization shall be Main Line Singers (the Chorus).

ARTICLE II – MISSION, VISION, AND VALUES

MISSION:

Our mission is to provide the residents of western suburban Philadelphia with the opportunity to participate in group singing and further vocal pedagogy, with a unique emphasis on show tunes and popular music. We will enrich our community through regular choral performances. By partnering with a different local charity each year, we will support other nonprofits in our community.

VISION:

Our members will benefit from the numerous benefits of group singing, such as improved physical and emotional health, acquiring or improving music skills, increasing leadership abilities via volunteering and being a member of a group on a mission. Our community will be strengthened through our uplifting musical performances and our support of local charities.

VALUES:

- We value and will include the vocal ability of every singer in our group regardless of skill level and past singing experience.
- We seek to incorporate input from all of our members on a regular basis to help structure the logistics of our rehearsals and performances.
- We do not and will not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status.
- We will not tolerate verbal or physical abuse, sexual harassment, or other offensive behavior.

ARTICLE III – MEMBERSHIP

Section 1. Membership in the Chorus shall be open to any individual regardless of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status. Membership shall include anyone who agrees with the goals of the Chorus. If Membership must be limited in number for any reason, the Board of Directors shall make the decision.

Section 2. There shall be three types of Membership:

- Standard
- Seniors (adults 65 years and older)
- Students (persons over 18 years of age and attending school full-time)

Section 3. Dues – All Members who are fiscally able shall pay dues. Money from dues will be used to cover administrative expenses, venue costs and stipends for the Artistic Director and accompanying

musicians. Members who are not fiscally able to pay dues may apply to the Board to receive a scholarship.

Section 4. Rehearsals – Chorus rehearsals shall be held weekly, late August through mid-June. Additional meetings and rehearsals may be called by the Artistic Director as necessary.

Section 5. Good Conduct – The Chorus seeks to create a fun and safe environment for its members. All members are expected to treat each other with respect and cordiality. Verbal or physical abuse, sexual harassment, or other offensive behavior will not be tolerated. Any member accused of such behavior will be subject to possible expulsion from the Chorus after a thorough review by the Board.

ARTICLE IV – MEETINGS

Section 1. The Board of Directors shall meet bimonthly. The Executive Committee shall meet bimonthly.

Section A. Meetings shall be announced by the Co-Presidents or Secretary at least one week in advance. At least one chairperson from each committee is expected to attend each Board Meeting.

Section B. Unless otherwise so stated, all meetings are open to Chorus members in good standing. (Good standing is defined as members who have paid dues – or received a scholarship from the Board – for the current year.)

Section C. A quorum of the Board of Directors shall consist of at least two-thirds of the members of the Board of Directors. A quorum of the Executive Committee shall consist of at least three-fourths of the members of the Executive Committee.

Section 2. There shall be at least one Annual General Membership Meeting annually, typically scheduled for mid-June, at a time and place set by the Board of Directors. Other General Membership meetings shall be held from time to time as needed. All General Membership meetings will be announced by either the Co-Presidents or the Secretary at least two weeks in advance.

Section A. Business to be conducted at the Annual Meeting shall include:

- Receipt of reports from the Co-Presidents, Secretary, and Treasurer;
- The Election of Officers;
- Announcement of next year’s concert dates and outreach partners as available;
- Other Chorus business as appropriate.

Section B. Other meetings of the Membership shall be held during a regular Chorus rehearsal whenever requested by the Co-Presidents or by any other of the members, for informational purposes or for action that requires the vote of the members.

Section C. Voting – Members who are in good standing shall be eligible to vote. A majority of those present and voting at a meeting shall decide any question to come before the Chorus, except where a larger vote is required by law or these Bylaws. Voting shall be by voice or, in the event of a challenge, by ballot.

Section D. Quorum – A membership quorum shall consist of 25% of the members in good standing.

ARTICLE V – FINANCES

Section 1. The fiscal year shall run from 1 July to 30 June.

Section 2. No member of this organization shall contract for or incur any debt, or enter into any agreement, or otherwise obligate this organization, except by authorization of the Board of Directors.

Section 3. The financial records of the organization are to be audited annually within sixty (60) days of either the close of the fiscal year or upon the election of a new treasurer.

Section 4. All non-payroll checks issued in excess of \$200.00 shall be signed by the Treasurer and one other authorized signatory. In addition to the Treasurer, the Co-Presidents, Secretary, and Founding Director are authorized to sign checks.

Section 5. All non-payroll checks issued in excess of \$500.00 must be approved by a 75% vote of the Executive Committee.

Section 6. All deeds, contracts, and other instruments of writing shall be authorized by the Board of Directors and shall be executed on behalf of the Chorus by the Co-Presidents. In the absence of a President, the other President or Treasurer shall be authorized to execute such documents.

Section 7. The Chorus will not be responsible for any unauthorized expenditures made in the name of the Chorus.

Section 8. No part of the net earnings of the Chorus shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, except that the Chorus shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of Section 501 (c) (3) purposes.

No part of the activities of the Chorus shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Chorus shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the Chorus shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future U.S. Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or the corresponding provisions of any future U.S. Internal Revenue Law).

ARTICLE VI – GOVERNANCE STRUCTURE

Section 1. Management of the affairs of the Chorus shall be vested in the Board of Directors between the Annual Meetings as defined in Article IV. The Board of Directors shall be a working board, defined as a group of volunteers who not only provide governance and strategic oversight but also actively participate in the day-to-day operations of the Chorus. It is comprised of the Executive Committee and Committee Chairs. Special Committees may be appointed by the Board as necessary.

All office terms run from 1 July to 30 June. In the event of an open office or a newly created office, the elected member shall begin their term immediately and end their term on 30 June.

Section 2. The Board of Directors shall meet bimonthly to:

- Discuss and vote on issues that impact many or all committees;
- Brainstorm solutions to complex challenges;
- Share questions and suggestions across committees.

The Board of Directors shall consist of the Executive Committee and the Committee Chairpersons. The following may also serve on the Board:

- The Artistic Director, who shall be appointed or reappointed annually by the Board before each Annual Meeting, shall be a member of the Board ex officio, with voice but without a vote. The Artistic Director shall conduct all rehearsals and concerts; work with Music and Performance Committees to select the music and format for the concerts with oversight by the Board of Directors; will hire an accompanist who shall serve under the direction of the Artistic Director.
- Not more than five non-singing Supporting Members to represent the Main Line Community.
- Other employees of the Chorus may be appointed to the Board as non-voting members.

Section 3. The Executive Committee shall meet bimonthly to:

- Handle urgent matters between full Board meetings
- Coordinate priorities across all committees
- Keep the organization aligned with strategy and mission
- Help prevent volunteer burnout by resolving emerging issues
- Act as a sounding board for committees and volunteers

The Executive Committee shall consist of:

- **Co-Presidents:** *(Elected at the Annual Meeting)* Lead the Board and oversee the general activities of the Chorus; schedule, convene, and conduct all meetings of the Board of Directors, Executive Committee and of the General Membership;
- **Treasurer:** *(Elected at the Annual Meeting)* Oversees budget, financial reports, and tax filings, administers payroll, completes an annual financial analysis for members and donors;
- **Secretary:** *(Elected at the Annual Meeting)* Maintains board records and minutes;
- **Past Presidents:** *(Appointed by the Board)* Serve in an advisory role to the Co-Presidents and Chorus as a whole and provide historical context and institutional memory;
- **Founding Director:** *(Permanent Appointment)* Focuses on mission and vision stewardship and support across all committees, advises committees, mentors leadership, helps to shape strategic plans, and represents the members of the Chorus in values-driven discussions.

Section 4. Committee Chairs shall:

- Be approved by the Executive Committee;
- Lead and coordinate their respective operational areas;
- Organize and lead quarterly committee meetings;
- Coordinate tasks and oversee volunteers;
- Set and track goals in line with seasonal needs and board priorities;
- Report progress and needs monthly to the Executive Committee.

Section 5. Terms of Board Members:

- The Co-Presidents, Treasurer, Secretary, and Past Presidents shall hold office for the term of one (1) year. They may serve a maximum of two (2) consecutive terms unless an extension is approved by the Board.
- The term of office for the Committee Chairs, and all other volunteers shall be ongoing at the discretion of the Board for an unlimited number of terms.

Section 6. Vacancies – The Board of Directors shall have the power to fill vacancies until the next regular Annual Meeting, when an election shall be held to fill any unexpired terms.

ARTICLE VII – AMENDMENT OF BYLAWS

Section 1. The initial Bylaws shall be adopted by a majority of the General Membership at the first General Membership meeting after the incorporation of the Chorus.

Section 2. Any member or director may present amendments to the Bylaws at any Board of Directors meeting.

Section 3. Upon recommendation of a majority of the Board of Directors, the proposed amendment will be presented to the General Membership at either the Annual General Membership meeting or any specially called General Membership meeting.

Section 4. The proposed Bylaw amendments may be adopted by a majority vote of the members present.

ARTICLE VIII – DISSOLUTION OF THE CHORUS

Section 1. The Chorus may only be dissolved at a general meeting.

Section 2. All registered members must be informed that a decision about the future of the Chorus will be on the agenda.

Section 3. It is the responsibility of the outgoing Board to ensure that all registered members are informed in advance of the meeting and its purpose.

Section 4. A proposal to dissolve the Chorus will only be carried if agreed by two thirds of the registered members present.

Section 5. All outstanding bills will be paid.

Section 6. Any funders will be contacted, and where appropriate, funding will be returned to the relevant funder.

Section 7. The remaining funds and possessions will be donated to a not-for-profit group in the Main Line area whose work most closely aligns with the aims and objectives of the Chorus or donated to charity if so decided by the registered members.

Upon dissolution of the Chorus, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the Chorus exclusively for the purposes of the Chorus in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes as at the time shall qualify as an exempt organization(s) under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any United States Internal Revenue Law), as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized exclusively for such purposes.

These Bylaws were adopted by the General Membership at a called meeting on -----.