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 Artistic Director 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 and purchase music, which will become the property of Main Line Singers. 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. Rehearsals shall take place beginning in late August and concluding mid- June. Additional meetings and rehearsals may be called by the Artistic Director as necessary. Attendance at 50% of regularly-scheduled rehearsals is expected for participation in performances.

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 at least quarterly, monthly as able, and at other times as needed.

Section A. Meetings shall be announced by either the President or the Artistic Director at least one week in advance. Board members are expected to attend all meetings of the Board of Directors. In the event a Board member is unable to attend a regularly scheduled Board meeting, advance notification to the President is required except in the event of an emergency. If a member of the Board of Directors has missed more than three (3) Board meetings within the fiscal year, the Secretary shall immediately bring this to the attention of the Board for review.

Section B. Unless otherwise so stated, all meetings are open to Chorus members in good standing. (Members in 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.

Section 2. There shall be at least one General Membership meeting annually, 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 President or the Artistic Director at least two weeks in advance.

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

- Receipt of reports from the President, Secretary and Treasurer;
- The Election of Officers (every other year);
- Announcement of next year's local charity;
- Other Chorus business as appropriate.

Section B. Other meetings of the Membership shall be held during a regular Chorus rehearsal whenever requested by the President or by any other of the members, for informational purposes or for action that needs 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 election of a new treasurer.

Section 4. All checks issued in excess of $200.00 shall be signed by the Treasurer and one other authorized signatory. In addition to the Treasurer, the President, Vice President and Secretary are authorized to sign checks.

Section 5. All checks issued in excess of $500.00 must be approved by a 75% vote of the Executive Board (President, Vice President, Treasurer and Secretary.)

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 President. In the absence of the President, the Vice 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 –BOARD OF DIRECTORS

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. 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.

Board members are expected to attend all meetings of the Board of Directors.

Section 2. The Board of Directors shall consist of the following:

Elected by the Chorus at its Annual Meeting:

- The officers of the Chorus – President, Vice President, Secretary and Treasurer

Appointed by the Board of Directors:

- The Librarian
- Not more than five non-singing (Supporting) Members of the Chorus to represent the Main Line Community.
- 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 vote.
- Other employees of the Chorus may be appointed to the Board as non-voting members.
- Chairpersons of the Committees: Audience Engagement, Community Outreach, Development, Ensemble, Marketing, Membership, Music, Performance, Volunteer.

Section 3. Duties of elected and appointed officials shall include but not be limited to the following:

- The President shall oversee the general activities of the Chorus; schedule, convene and conduct all meetings of the Board of Directors and of the General Membership; serve as a member ex officio of all committees except the Nominating Committee; and shall appoint Chairpersons for any Special Committees and other individuals needed to assist in the operation of the Chorus.
- The Vice President shall perform the duties of the President in the absence of the latter and assist the President as required.
- The Secretary shall keep a record of the proceedings of all official meetings of the Chorus, write letters authorized by the Chorus or requested by the President, and preside in the absence of both President and Vice President. The Secretary shall also maintain records, including Membership database and current mailing lists.
- The Treasurer shall chair and manage the Finance Committee. The treasurer shall also administer payroll and implement new payroll services, file annual tax reports, provide financial guidance for the organization and develop a long-term strategic and sustainable

financial plan for the Chorus, complete an annual financial analysis for members and donors, and ensure bookkeeping is up-to-date with the Bookkeeper.

- 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.
- The Librarian shall work with the Artistic Director in procuring music and shall supervise its assembly, distribution, collection and filing.
- Section Leaders assist the Artistic Director in leading the singers in their voice parts. They lead sectional rehearsals; share the director's notes with singers that may have missed them; and vote on songs to include in upcoming concerts.
- The Audience Engagement Committee maintains relationships with existing audience members and secures new audiences.
- The Community Outreach Committee, using the Chorus's mission and values as a guide, seeks out local charities to be beneficiaries of our public performances.
- The Development Committee is responsible for planning fundraising events, soliciting donations, developing corporate sponsorships, and applying for grants.
- The Ensemble Committee manages the logistics of all ensemble productions outside full Chorus concerts.
- The Marketing Committee works with nearly every committee to help market the Chorus and its activities.
- The Membership Committee recruits and retains singers and fosters a sense of community among our members.
- The Music Committee helps plan and execute the musical aspects of the Chorus; participates in concert song selection; oversees music education program.
- The Performance Committee plans and oversees the logistics of all performances of the Chorus; participates in concert song selection.
- The Volunteer Management Committee is responsible for recruiting, managing and publicly acknowledging our volunteers.

Section 4. Terms of Board Members:

- The President, Vice President, Treasurer and Secretary shall hold office for the term of two (2) years. The terms shall be staggered so that no more than two offices shall change hands each year.
- The Members of the Board representing the Community shall hold office for the term of two (2) years.
- The term of office for the Committee Chairs, Committee Members and all other volunteers shall be ongoing at the discretion of the Board for an unlimited number of terms.

All members of the Board, whether elected or appointed, may serve a maximum of two (2) consecutive terms in any one office or position.

Section 5. 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 _____.