

## BY-LAWS

### MEMPHIS CHAPTER, AMERICAN GUILD OF ORGANISTS

Adopted May 5, 1997

#### ARTICLE I: NAME AND STRUCTURE OF THE ORGANIZATION

Section 1. The name of this organization is Memphis Chapter, American Guild of Organists. It is a non-profit, educational association of church musicians including those interested in, or closely allied to, church or synagogue music. The non-profit status has been recognized and approved by the Internal Revenue Service.

Section 2. The address of the organization is P.O. Box 770004, Memphis, Tennessee 38177-0004. The residence address of the current Dean is registered with the parent corporation, The American Guild of Organists.

Section 3. The Memphis Chapter, American Guild of Organists, (hereinafter referred to as the Memphis Chapter) is a subsidiary of The American Guild of Organists (hereinafter referred to as AGO), a non-profit educational organization headquartered in New York, New York, with like chapters located throughout the United States.

Section 4. The official Chapter year (fiscal year) is July 1 to June 30. New officers take office officially July 1.

#### ARTICLE II: STATEMENT OF FUNDAMENTAL PURPOSES

The purposes of this organization are basically those outlined below, but may not necessarily be limited to those stated, namely:

- (a) To advance the cause of organ and choral music, to increase their contributions to aesthetic and religious experiences, and to promote their understanding, appreciation, and enjoyment;
- (b) To assist in improving the proficiency of organ technique and choral conducting through programs, demonstrations, lectures, recitals, workshops, conventions, and other means;
- (c) To inspire all church and synagogue musicians to perform their duties to the glory of God and not themselves;
- (d) To provide a forum where musicians with a common interest may exchange ideas, experiences, and knowledge of a professional nature for their musical growth and the edification of their profession.
- (e) To uphold high ethical standards in employment practices and in professional relationships, in accordance with the Code of Ethics of the AGO.

## ARTICLE III: CLASSES OF MEMBERSHIP

Section 1. All members paying dues to the Memphis Chapter are considered voting members except (1) Dual Members and Dual Student Members, whose primary membership is with another chapter, and (2) Honorary Members, who do not pay dues. The classifications of membership are made for the purpose of dues differentials and not for any other purpose. The dues are those currently recommended by the national headquarters unless changed by a vote of the Board of Officers (Executive Committee) of the Memphis Chapter.

### Section 2. Classifications of Membership

(a) Regular Member. The Regular Member enjoys all of the rights and privileges of membership at both the local and national organization levels. This membership includes an annual subscription to *The American Organist (TAO)*, the official publication of the AGO. Members are expected to live up to the Code of Ethics of the AGO and fully support the purposes of the Memphis Chapter as outlined in Article II.

(b) Special/Disabled Member. A Special/Disabled Member is one designated to receive full membership, but at a reduced rate of annual dues. Persons qualifying for this classification are (1) members over the age of sixty-five (65) years, and (2) persons permanently disabled, regardless of age. Applicants for this classification must so state their status and thus will be afforded full membership with all its rights, privileges, and responsibilities.

(c) Partner Member. This classification receives a special dues reduction given by the AGO for not receiving the TAO publication. In most instances, Partner Members are spouses of members where there would be no need for duplicate publications.

(d) Chapter Subscribing Member. This classification gives full voting membership status in the Memphis Chapter, but does not include membership in the national organization nor a subscription to its publication. The dues for this classification are the chapter portion of the Regular Membership Dues.

(e) Dual Member. A Regular Member, as a full dues paying member of one Chapter, may also elect to become a member of another Chapter on a reduced dues basis. Dual Membership dues are allocated entirely to the second chapter with no sharing of those dues with AGO. Dual Members are given voting privileges solely in the primary Chapter. Thus, a Dual Membership in the Memphis Chapter, with primary membership elsewhere, would not carry voting privileges in the Memphis Chapter.

(f) Student Member. This classification covers persons currently enrolled full-time in high school or in an institution of higher learning. These members are afforded full membership with all its rights, privileges, and responsibilities.

(g) Student Dual Member. A Student Member, as a dues paying member of another Chapter, may also elect to become a member of the Memphis Chapter, under the conditions outlined for the Dual Member in Sub-section (e). Dues are allocated in the same manner as regular Dual Membership dues. This membership does not carry voting privileges in the Memphis Chapter.

(h) Honorary Member. This membership carries a high degree of prestige and is bestowed upon a person of long standing in or distinguished service to the profession. It does not carry voting privileges in the Memphis Chapter or the national organization. No dues are expected of an Honorary Member.

#### ARTICLE IV: OFFICERS

Section 1. The officers of the Memphis Chapter are (a) Dean, (b) Sub-Dean, (c) Recording Secretary, (d) Corresponding Secretary, (e) Treasurer, (f) Registrar, and (g) Auditors (two). Each is elected to a one-year term of office according to procedures as outlined in Article V, Section 2, with the exception of the Treasurer, who is elected to a three (3) year term, commencing in years divisible by three (3).

(a) Dean. The Dean is the inspirational leader of the organization and as such is expected to exemplify its goals and purposes. The Dean presides at all general meetings as well as Executive Committee meetings. The Dean is the public relations representative for the Memphis Chapter. The Dean may serve *ex officio* on any committee, and has the responsibility of recognizing the Chapter's needs, and delegating responsibility to accomplish the fulfillment of such needs. The Dean asks a minister in the community to serve as Chaplain to the Chapter for the current Guild year. The Dean also makes two appointments: 1) a member of the Chapter who serves as liaison between the Chapter and the community in tracking and publishing in the Chapter newsletter information about job opportunities in the sacred music field; 2) a member of the Chapter who serves as liaison between the Memphis Chapter and ASCAP in reporting copyrighted performances and paying the required fees to that organization.

(b) Sub-Dean. The responsibility of the Sub-Dean is to plan and arrange varied programs for the benefit of the membership. If the Sub-Dean desires, he or she may appoint a Planning Committee to assist with this responsibility. The Sub-Dean reports the chapter's meetings and activities to *The American Organist*. If the Dean is unable to hold the responsibilities of office, the Sub-Dean becomes acting Dean as long as necessary.

(c) Recording Secretary. The Recording Secretary records the minutes of all executive and general meetings, and reports those happenings to the next assembly. A copy of each Treasurer's report, as well as reports of committee chairs, is included in each set of minutes. At the end of each fiscal year, all minutes are filed in the archives.

(d) Corresponding Secretary. The Corresponding Secretary is responsible for preparing, printing, and mailing of the monthly Chapter newsletter. The

Corresponding Secretary also handles general correspondence on behalf of the Chapter.

(e) Treasurer. The Treasurer is responsible for proper receiving, disbursing, and recording of all Chapter monies. This person is responsible for reporting the financial status of the Chapter at each general and Executive Committee meeting, and for providing such other data as may be requested. The Treasurer will receive annual dues from all members, and forward the appropriate amount to the Registrar. The Treasurer is responsible for reporting new members to the Registrar, the Corresponding Secretary, and the chair of the Telephone Committee.

(f) Registrar. The Registrar is the liaison with AGO in keeping the records of membership, and, in concurrence with the Treasurer, is responsible for forwarding all dues to AGO. The Registrar is also responsible for the preparation and distribution of the annual membership directory.

(g) Auditors. This office is filled by two regular members of the Chapter. Their duties include a physical examination of both the financial and membership records of the Memphis Chapter at the end of the fiscal year. After an examination is made, a written report is distributed to the membership as to the financial and membership status of the Chapter and the accuracy of these records.

## Section 2. Standing Committees

(a) The Executive Committee consists of the elected officers of the Chapter and the two (2) most recent Deans. This committee serves as a planning board to give direction to the organization, and to assist officers with difficult decisions. From time to time the Committee may be augmented by other persons or committee representatives, and meets at the discretion of the Dean.

(b) The Telephone Committee reminds all members of monthly meetings and other events sponsored by the Chapter, and takes reservations when needed for dinners and other events.

(c) The Scholarship Committee, in concurrence with the Treasurer, oversees and manages the Chapter funds set aside to provide a financial gift to deserving high school graduates who plan to continue the study of sacred music and/or organ at an institution of higher learning. This committee is responsible for soliciting, evaluating, and approving applications for these financial gifts on a yearly basis, and recommends to the Executive Committee the amount of each gift.

(d) The Professional Concerns Committee is responsible for dealing with questions pertaining to professional standards, the AGO Code of Ethics, discipline, complaints about employment, and other matters of a professional nature.

Section 3. Ad hoc committees and their chairs may be appointed at the discretion of the Dean.

## ARTICLE V: ELECTION OF OFFICERS

Section 1. All members of the Memphis Chapter, except Dual and Honorary members, are eligible to hold office.

Section 2. The procedure for electing officers of the Memphis Chapter is as follows:

- (a) At the February general meeting, the Dean appoints a Nominating Committee consisting of no fewer than five (5) members in good standing and designates one of the members as chair.
- (b) Before the March general meeting, the Nominating Committee meets to discuss possible candidates for offices, and decides on and contacts each candidate for approval to nominate.
- (c) At the March general meeting of the Chapter the chair of the Nominating Committee reports to the membership the recommended slate of officers for the ensuing year.
- (d) The general membership votes on the slate of officers recommended by the Nominating Committee and any nominations from the floor at the regular April meeting of the Chapter. Persons nominated from the floor must have given prior permission for their names to be placed in nomination. The Registrar or other chapter officer verifies that those nominated are members in good standing and thus qualified to serve in office. If there is more than one nominee for an office, those nominees receiving the highest number of votes at this meeting will be duly elected to office for the ensuing fiscal year. If there are no nominations from the floor, the slate submitted by the Nominating Committee stands.
- (e) New officers are installed at the May meeting.

Section 3. In the event that any officer other than the Dean is unable to serve a full term, a replacement officer is appointed by the Dean to complete the term.

## ARTICLE VI: MEETINGS OF THE GENERAL MEMBERSHIP

The Memphis Chapter normally holds eight (8) monthly meetings with a program for the general membership. These meetings occur September through May and are normally scheduled on the Monday after the first Sunday of each month.

## ARTICLE VII: AMENDMENT OF THE BY-LAWS

All By-Laws of the Memphis Chapter are subject to alteration or repeal at any time, or new By-Laws may be adopted by the affirmative vote of two-thirds (2/3) of the membership present at a regularly scheduled meeting. However, the proposal to alter, repeal, or adopt new By-Laws, together with all content to be changed must be published in the Chapter newsletter at least one month before the change is to be voted in order to give all members ample opportunity to study the prudence of any proposed changes.

## ARTICLE VIII: DISSOLUTION

In the event of dissolution of the Memphis Chapter, the assets and property of the association remaining after payment of expenses are distributed as determined by the Executive Committee, but not as payments to members. If no consensus can be reached concerning the distribution of the assets, a petition to a court of applicable jurisdiction may be addressed.

NOTICE IS HEREBY GIVEN THAT THESE BY-LAWS OF THE MEMPHIS CHAPTER, AGO HAVE BEEN ADOPTED BY AT LEAST TWO-THIRDS (2 / 3) AFFIRMATIVE VOTE OF THE GENERAL MEMBERSHIP ON MAY 5, 1997 AND SUPERSEDE ANY AND ALL PREVIOUS COMMITMENTS.

THE EXECUTIVE COMMITTEE OF THE MEMPHIS CHAPTER: (signed)

<u>DATE</u>	<u>NAME AND OFFICE</u>
7/09/97	Jane Gamble, Dean
7/09/97	Brian J. Taylor, Sub-Dean
7/17/97	Dennis S. Wujcik, Recording Secretary
9/11/97	Angela Saunders, Corresponding Secretary
9/18/97	Joe Holloway, Treasurer
9/08/97	Sondra K. Tucker, Registrar
9/10/97	Albert Burk, Auditor
9/11/97	David Ramsey, Past-Dean