

## BYLAWS

### Music Scholarship Council - Grossmont Community Concert Association

#### ARTICLE I - NAME

The name of the Corporation is MUSIC SCHOLARSHIP COUNCIL - GROSSMONT COMMUNITY CONCERT ASSOCIATION.

#### ARTICLE II - OBJECTIVES

The Music Scholarship Council - Grossmont Community Concert Association is organized for the purpose of furthering the interest in music and other cultural activities in the area and assisting in the support of the Grossmont Community Concert Association. It is a nonprofit, nonsectarian and nonpartisan Corporation.

#### ARTICLE III - MEMBERSHIP

Section 1. The membership shall be classified as follows: Active, Associate and Life.

- a. **Active Members** shall be those who wish to actively participate in the activities and promote the objectives of the Corporation.
- b. **Associate Members** shall be those who wish to give financial support to promote the objectives, or do not wish to actively participate.
- c. **Life Members** are those who have been relieved of paying annual dues through payment of an established amount.

Section 2. Membership in the Music Scholarship Council - Grossmont Community Concert Association is available to persons who wish to promote its objectives and shall be granted by the Membership Chair upon proper application and receipt of membership dues. Members shall have the rights and privileges of membership according to their membership classification as stated in Article III, Section 1. Memberships shall be payable annually and are due and payable March 1st and delinquent if unpaid by June 1st. Names of members in good standing will be printed in the Yearbook. This list of members shall be used only for business related to the Music Scholarship Council - Grossmont Community Concert Association. It shall not be released for use to any outside agency for advertising or promotional purposes.

#### ARTICLE IV - ORGANIZATION STRUCTURE

Section 1. In these ByLaws, for reasons of brevity, clarity and consistency, the terminology shall read as follows:

- a. The Music Scholarship Council - **Board** shall include all elected and appointed Chairs within the Music Scholarship Council membership.
- b. The Music Scholarship Council - **Executive Committee** shall include only elected officers within the Music Scholarship Council membership.

Section 2. The **Board**.

- a. The Board shall have the exclusive power to prescribe the qualifications and classifications of members, their rights and privileges, and the amount of dues to be paid by the various classes of memberships. The Board may terminate the membership of any member whose conduct is not in accord with the principles of the Corporation.
- b. The Board is the administrative body of the Music Scholarship Council. It is empowered with the authority to transact business matters of the Music Scholarship Council according to the approved budget of the Corporation. All policy and business plans developed by the Executive Committee shall be referred to the Board for their final consideration and action. The Board shall at all times act in accordance with established policy of the Corporation.
- c. The Board shall meet on alternate months beginning in September with any additional meetings at the discretion of the President(s).

Section 3. The **Executive Committee**.

- a. The Executive Committee will meet on alternate months prior to the Board meeting at the discretion of the President(s).
- b. The Executive Committee shall refer all policy and business matters to the Board for final consideration and action.

Section 4. **Notice of Meetings.** Reminders of Board meetings may be given in writing, email or by telephone at least a week prior to the established meeting.

## **ARTICLE V - OFFICERS AND CHAIRPERSONS**

Section 1. **Officers.** The Officers of the Corporation shall be: President, First Vice President (Membership), Second Vice President (Ways and Means), Recording Secretary, Corresponding Secretary, Treasurer, and Parliamentarian. These seven (7) Officers will be selected by the Nominating Committee. A person is eligible to accept an office if he or she has been a member of the Music Scholarship Council at least one (1) year and can attend business meetings regularly. A member shall not hold more than one (1) office at any given time.

Section 2. **Chairpersons.** The President shall appoint the following Chairs: Social, Instrumental Scholarship, Vocal Scholarship, Publicity, Communication, Yearbook, Obligato Editor, Mailing, Hospitality, Memorials, Auditor, Historian, Grants and Installation. Committee Chairs shall appoint their subcommittees (or helpers). Other Chairs may be determined by the Executive Board.

Section 3. **Election.** The Officers shall be elected at the Spring General Meeting. They shall be installed at the Installation Meeting near the end of the fiscal year, and shall take office at the beginning of the next fiscal year, July 1.

- Section 4. **Term.** The term of office for President shall be for two (2) years. The President(s) may not serve for more than two (2) consecutive years. Other officers may be re-elected.
- Section 5. **Removal and Resignation.** Any elected Officer or appointed Chairperson may be removed by the Executive Committee when, in their judgement, the best interests of the Corporation would be served thereby. The resignation of an Officer should be given in writing to the President(s). Any such resignation shall take effect upon acceptance of the Board at the next meeting.
- Section 6. **Vacancies.** A vacancy in office, except that of the President(s), shall be filled by the Nominating Committee and elected at the next Board meeting. Should a vacancy in the office of President occur, the First Vice President (Membership) shall become President. Should the First Vice President (Membership) be unable to serve, a suitable person(s) shall be chosen by the Nominating Committee and ratified by the Board at the next meeting.
- Section 7. **Duties of the Officers.**
- a. The **President(s)** shall preside at all Executive Committee, Board, and General Membership meetings. The President(s) shall accomplish all duties that pertain to the office of President. The President(s) shall be an ex-officio member of all committees except the Nominating Committee. The President(s) shall be the general coordinator of the entire Corporation and liaison officer between the Grossmont Community Concert Association Board of Directors and the Music Scholarship Council.
  - b. The **First Vice President (Membership)** shall perform the duties of the President(s) in said person's absence or inability to perform those duties. When so acting, the First Vice President (Membership) shall have all the powers of and shall be subject to the restrictions of the office of President. In this capacity, First Vice President (Membership) shall confer with the President(s) on all Corporation activities. The First Vice President (Membership) shall perform such duties as may be assigned by the President(s) and shall keep the master records of the general membership. All memberships taken by any individual must be promptly submitted to the First Vice President (Membership) along with the paid dues. Monies collected for dues will be turned over to the Treasurer after complete records have been made of the memberships. The First Vice President (Membership) shall be in charge of the distribution of the Yearbook to all paid up members. (See Rule #9 of the Standing Rules)
  - c. The **Second Vice President (Ways and Means)** is in charge of all money-raising events and shall be responsible for naming Chairs for individual money-raising events, with the consent of the President(s).
  - d. The **Recording Secretary** shall keep the Minutes of the Executive Committee, Board and General Membership meetings. Copies of all minutes shall be sent to all Board members within ten (10) days following each meeting. The Recording Secretary shall be responsible for a secretary pro-tem at any meeting at which said person will not be present.
  - e. The **Corresponding Secretary** shall conduct the official correspondence of the Corporation at direction of the President(s) and perform all other duties of such an office. (See Rule #18 of the Standing Rules)

- f. The **Treasurer** shall have charge of and be responsible for all funds and securities of the Corporation, deposit all monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be approved by the Board. The Treasurer shall present a full financial report, and provide copies for each member of the Board at their meetings. The Treasurer shall present an annual report at the last General Meeting for the year, and shall perform such other duties as may be assigned by the President(s). The Treasurer may disburse monies from checking accounts established by the Corporation in accordance with the approved budget. Signatures of the President(s), Treasurer, and Recording Secretary shall be on file at the banks where accounts are kept. These signatures shall be changed promptly when officers are changed. Monies on deposit may not be removed or transferred to other depositories without the consent of the Board. The President(s) and the Treasurer shall appoint a professional accountant to audit the books. The Treasurer shall be responsible for securing this report and submitting it to the President(s) and the Board. (See Rule #11 of the Standing Rules)
- g. The **Parliamentarian** is to be thoroughly informed on the provisions of the Bylaws of the Corporation and Robert's Rules of Order. The Parliamentarian shall attend all meetings and see that proper procedure is observed. It shall be a duty of the Parliamentarian to appoint, from the General Membership, two (2) members and one (1) alternate to serve on the Nominating Committee and shall also call the first meeting of the Nominating Committee. Should neither the President(s) nor the First Vice President (Membership) be present at any meeting, the Parliamentarian shall preside at such meeting.

Section 8. **Duties of the Chairpersons.**

- a. The **Auditor** shall be capable of conducting an accurate and thorough audit of the books. The accounts of the Treasurer shall be audited annually after the last General Meeting and the report submitted to the new President(s) by September 1. A report shall be given at the first business meeting of the new fiscal year for ratification.
- b. The **Historian** shall make an historical record of each year's activities. This record may be in the form of newspaper clippings, pictures, brochures, etc., plus a written resume of events. These materials shall be displayed in book form at all functions attended by the general membership.
- c. The **Social** Chair shall coordinate all social functions of the Music Scholarship Council including the Scholarship Concert. This shall include all meetings of the General Membership except for the Installation Meeting. (See Rule #17 of the Standing Rules)
- d. The **Hospitality** Chair shall act as host at all general meetings. This chair notifies each new member with an invitation to upcoming events, greets guests and new members, and is responsible for name tags and passing out programs.
- e. There shall be two (2) **Scholarship Committees**. The Chair of the Virginia Hawk Vocal Scholarship Committee and the Chair of the Instrumental Scholarship Committee shall be responsible for all matters pertaining to scholarships including publicizing, arranging for locations and judges, and the collection of entry fees. Monies collected for entry fees shall be used, as needed, for operating expenses. These monies shall be deposited with

the Treasurer who will disburse the necessary expense money. A report of the actual expenditures shall be made to the Board following the awarding of prizes. The Instrumental Scholarships will be paid from the Scholarship Fund; the Hawk Scholarships will be paid from the interest gained on the Virginia and Susan Hawk Vocal Scholarship Fund and other designated sources. The Scholarship Committee for the Hawk Memorial Scholarship shall adhere to the written terms and conditions of the Virginia and Susan Hawk Vocal Scholarship. (See Rule #12 of the Standing Rules)

- f. The **Publicity** Chair is in charge of all publicity for the Music Scholarship Council. Any and all matters of a publicity nature shall be channeled through the Chair. This Chair shall also be responsible for the maintenance of the MSC website.
- g. The **Communications** Chair shall be responsible for notification of any function at the request of the President(s) or member of the Executive Committee.
- h. The **Yearbook** Chair shall collect and compile all the information to be published in the Yearbook, assemble this information in printable form, proofread the printer's copy, and be responsible for having the Yearbook printed and delivered to the First Vice President (Membership). The Co-Chair(s) will be responsible for obtaining advertisements for the Yearbook. (See Rule #5 of the Standing Rules)
- i. The **Obbligato** Editor shall be responsible for publishing items of interest to appear in the "Obbligato", the official news publication of the Music Scholarship Council, and for printing this information for distribution to all members. (See Rule #14 in Standing Rules.)
- j. The **Mailing** Chair shall be in charge of all mailing to the General Membership of the Music Scholarship Council and other mailings as needed.
- k. The **Memorials** Chair shall accept donations given in honor of persons a member wishes to honor and shall forward such donations to the Treasurer. The Chair shall notify the honoree or his/her family and send a note of recognition of the donation to the donor.
- l. The **Installation** Chair shall be responsible for all arrangements for the installation of officers and chairs, including the place, selecting the person to install, the luncheon or refreshments, entertainment, decorations, seating, reservations and all matters of a physical nature in connection with this function.
- m. The **Grants** Chair and committee shall research and obtain grants and monies to benefit the Instrumental and Vocal Scholarship funds.

Section 9. Within this Corporation is an association of former Presidents and Chairpersons of the Board of Directors of the Music Scholarship Council, known as the KEYNOTES. The President of the KEYNOTES shall be an ex-officio member of the Board of the Music Scholarship Council.

## **ARTICLE VII - FISCAL YEAR**

The fiscal year of the Music Scholarship Council - Grossmont Community Concert Association shall begin on the first day of July and shall end on the 30th day of the following June.

## **ARTICLE VIII - MEETINGS OF MEMBERSHIP**

- Section 1. There shall be at least three (3) scheduled annual meetings for the General Membership: a General Membership Meeting held in the fall, a Spring General Membership Meeting at which time the election of Officers will be held, and the Installation of Officers to be held prior to the end of the fiscal year.
- Section 2. Special Meetings of the General Membership may be called by the President(s), or by one-tenth of the General Membership.
- Section 3. Meetings shall be printed as scheduled in the Yearbook. Reminders may be given by telephone, email or written notice a week prior to the meeting. Publication in the "Obbligato" shall be considered written notice.

## **ARTICLE IX - NOMINATIONS AND ELECTIONS**

- Section 1. Delegates for the Nominating Committee shall be chosen in the following manner: Three (3) delegates and one (1) alternate shall be elected from the Board; two (2) delegates and one (1) alternate shall be appointed from the General Membership by the Parliamentarian. The Chair of the Nominating Committee shall be elected by the Committee members. Delegates and their alternates are elected at the January meeting of the Board; the Parliamentarian shall appoint the two (2) delegates and one (1) alternate from the general membership before the January meeting of the Board. The Nominating Committee is elected for one (1) year and shall meet any time between February 1 and March 1 to select nominees for the coming year.
- Section 2. The Nominating Committee shall be called together by the Parliamentarian of the Board, who, after the Chair of the Nominating Committee has been chosen, may be excused or remain as a non-voting member of the committee.
- Section 3. It shall be the duty of the Nominating Committee to ensure suitable candidates for officers of the Corporation to be elected at the Spring General Meeting. Having done so, the Nominating Committee shall submit the list of candidates to the Board at least one (1) month prior to the Spring General Meeting and also publish the slate of officers in the Obbligato. Further nominations may be made from the floor provided prior consent has been obtained from the nominee.

## **ARTICLE X - ACTIVITIES**

The Music Scholarship Council - Grossmont Community Concert Association may engage in such activities within the objectives for which it is organized, as shall be determined by the Board.

#### **ARTICLE XI - COMMITTEES**

The Board or the Executive Committee may establish committees and assign to them duties as the Board and/or Executive Committee shall deem advisable. Such committees may be excused by the Board and/or the Executive Committee at their discretion.

#### **ARTICLE XII - AMENDMENTS TO BYLAWS**

Section 1. Amendments. Provided notice of the amendment is given ten (10) days in advance, any portion of these Bylaws may be amended at any meeting of the Board by a majority vote of a quorum of Board members present except Article VIII, Sections 1, 2, and 3, and Article IX, Sections 1, 2, and 3.

Article VIII, Sections 1, 2, and 3 and Article IX, Sections 1, 2, and 3 may be amended at any meeting or special meeting of the General Membership if notice of the amendment is included in the notice of the meeting and if an affirmative vote of a majority of a quorum present is obtained.

#### **ARTICLE XIII - RULES OF ORDER**

Robert's Rules of Order, Revised, shall govern the proceedings of the Music Scholarship Council - Grossmont Community Concert Association upon parliamentary questions not covered by these Bylaws.

### STANDING RULES

1. The Music Scholarship Council shall be under the umbrella of the policies of the Grossmont Community Concert Association.
2. Only those announcements concerning the Music Scholarship Council - Grossmont Community Concert Association shall be made at any meeting or through the Music Scholarship Council official publication, unless permission is secured from the presiding officer(s). Dissemination of printed material or announcements in the "Obbligato" also require permission from either the President(s) or the Board.
3. Profit-sharing with other organizations, institutions, or individuals is prohibited unless the Music Scholarship Council is in control of the event and its finances.
4. In the event a problem arises which needs immediate attention prior to a regular meeting, the President(s) of the Board may meet with the person or group and make a decision.
5. Material for the Yearbook must be given to the Yearbook Chair before a deadline set by the Chair. Yearbooks shall be printed and distributed to members prior to the first scheduled event of the year.
6. The Board shall decide whether actions of the Officers, or any group within the Corporation conforms to the policies and procedures of the Corporation.
7. The Executive Committee may make recommendations to the Board concerning the establishment of suggested policy.
8. The Founder of the Women's Committee (Music Scholarship Council) may serve as ex-officio at any meeting of the Executive Committee or the Board.
9. The First Vice President (Membership) shall keep an accurate membership list. This list shall be presented to the Yearbook Chairman at the end of the fiscal year. Statements for dues shall be mailed by the First Vice President (Membership) prior to March 1, dues are payable upon receipt. Notice of delinquent dues shall be mailed after June 1 and delinquent members dropped June 30.
10. At the expiration of the term of office, the President(s) of the Board shall become ex-officio member(s) of the board for two (2) years or until there is a new past-President(s).
11. The Treasurer shall not disburse monies unless they have been approved in the current budget, unless such expenditures amount to less than twenty-five dollars (\$25). All itemized bills not appearing in the approved budget shall be documented and approved for payment by a majority vote of the Board.

12. The Scholarship fund is made up of monies raised through special money-raising events, gifts or grants, and is not to be used for general operating expenses. The instrumental expenses will be paid from the Scholarship Fund. The two (2) vocal scholarship awards will be covered by the interest earned from the Susan and Virginia Hawk Scholarship Fund. Any other individual, organizational or grant monies received may be given toward additional awards. If sufficient interest money is available, this fund may also cover audition costs. The application fees are used for processing costs. Mrs. Hawk left an emergency fund for audition costs which is now in the MSC bank account.
13. The President(s), with the assistance of the Treasurer and a Budget Committee consisting of: the First Vice President (Membership); Second Vice President (Ways and Means); Recording Secretary; Instrumental Scholarship Chair(s); Grants Committee Chair and immediate Past President, shall prepare a budget of anticipated receipts and expenses annually. This budget shall be presented and approved by a meeting of the board at its first meeting of the fiscal year. Expenses allocated in advance are always with the provision that money is available to meet such expenses when they occur. If the money is not available, expenses are not to be incurred.
14. All officers shall supply the "Obbligato" Editor with news items and announcements pertaining to the Music Scholarship Council and the Grossmont Community Concert Association, prior to a deadline date set by the Editor. A rough draft of the "Obbligato" shall be submitted for approval to the President(s) before final printing.
15. Inviting guests for promotional reasons is left to the decision of the President(s) of the Music Scholarship Council. Suggested special guests include outstanding civic leaders (nonpolitical), music critics, representatives of the press who give us publicity, those giving gifts and endowments or artists appearing on programs.
16. The Board and the Executive Committee, with the assistance of the Social Chair, shall be responsible for any refreshments for their respective meetings.
17. The Social Chair shall provide necessary refreshments, table settings; i.e., napkins, flowers and plates, etc., for any events as directed by the Board.
18. The Corresponding Secretary shall be assigned the duty of sending out bereavement and get well messages to the membership as required.
19. Any changes to these Standing Rules may be made according to Robert's Rules of Order (revised edition) by majority vote of the Board and Executive Committee of the Music Scholarship council.

Revised and Edited - Presented for Approval, Fall 2011

Committee: Chair, Margaret Volkmann, Past MSC President  
Ginger Lloyd, Incoming MSC Co-President  
Jim Lloyd, Incoming MSC Co-President  
Bev Donnell, Incoming First Vice President (Membership)  
Ken Hanson, Incoming Parliamentarian  
Doris Mullaney, Past Parliamentarian  
Bobbie Slater, Past Recording Secretary

