

**Constitution of the
Souhegan Valley Chorus, Inc.**

Table of Contents

ARTICLE I - NAME AND SEAL	3
Section 1. Name	3
Section 2. Seal	3
ARTICLE II - PURPOSE	3
ARTICLE III - AFFILIATION	3
ARTICLE IV - MEMBERSHIP	3
Section 1. Conditions of Membership	3
Section 2. Dismissal of Members	3
Section 3. Classification of Members	3
Section 4. Membership Dues	3
Section 5. Special Meetings of the General Membership	4
ARTICLE V - BOARD OF DIRECTORS	4
Section 1. Composition	4
Section 2. Powers and Duties	4
Section 3. Meetings	4
Section 4. Special Meetings of the Board of Directors	4
Section 5. Vacancies	4
Section 6. Conflict of Interest	5
ARTICLE VI - OFFICERS	5
Section 1. Identification	5
Section 2. Term of Office	5
Section 3. Duties	5
Section 4. Election of Officers	6
ARTICLE VII - EMPLOYEES UNDER CONTRACT	6
Section 1. - Director	6
Section 2. - Accompanist	6
ARTICLE VIII - COMMITTEES	6
ARTICLE IX - FISCAL PROCEDURES	7
Section 1. - Fiscal Year	7
Section 2. - Audit	7
ARTICLE X - AMENDMENTS	7
ARTICLE XI - DISSOLUTION	7
ARTICLE XII - EFFECTIVE DATE	7

ARTICLE I - NAME AND SEAL

Section 1. Name

The Name of this organization shall be the "Souhegan Valley Chorus, Inc." (SVC).

Section 2. Seal

This organization shall have a seal as adopted by majority vote of the board of directors.

ARTICLE II - PURPOSE

The Souhegan Valley Chorus is a not for profit organization created to promote the enjoyment and performance of choral music for the benefit of its members, the community, and the general public.

ARTICLE III - AFFILIATION

This organization shall be independent of all other organizations unless authorized by a two-thirds majority vote of all active members. A vote for such purpose shall be announced in writing to all active members at least two weeks in advance, and the vote shall take place at a regular rehearsal.

ARTICLE IV - MEMBERSHIP

Section 1. Conditions of Membership

- a) Membership shall be open without audition to anyone high school age or older who is interested in singing choral music.
- b) All members shall be required to pay dues each semester.
- c) All members shall receive a copy of the current policies upon joining the organization.

Section 2. Dismissal of Members

Members may be dismissed by a majority vote of the board for the following reasons:

- a) For non-payment of dues
- b) For not meeting attendance requirements
- c) For non-compliance with current policies as stated

Section 3. Classification of Members

- a) An active member shall have paid dues in full, attended rehearsals, and complied with membership standards as stated in the organization's policies.
- b) An active member shall be considered inactive for non-payment of dues for a period of one semester.
- c) An inactive member shall be reinstated upon receipt of dues.

Section 4. Membership Dues

Membership dues shall be set by the board of directors at a level to defray a portion of the projected operating costs associated with the running of the organization.

Section 5. Special Meetings of the General Membership

Special meetings of the general membership may be called by the President, or by a majority vote of the officers, or by petition of at least ten members of the chorus. Such meetings shall be announced to all active members at least five days prior to the meeting and its purpose clearly stated.

ARTICLE V - BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of the officers of the organization.

Section 2. Powers and Duties

- a) The Board of Directors shall be responsible for the management of the business and affairs of the corporation and shall have and exercise all the powers possessed by the corporation itself, so far as such delegation of authority is not inconsistent with the laws of the State of New Hampshire, with the Articles of Agreement, or with this Constitution.
- b) The Board of Directors shall be responsible for hiring a director and an accompanist.

Section 3. Meetings

- a) Meetings of the officers shall be held monthly unless an exception is made by a majority vote of the officers.
- b) Robert's Rules of Order will apply to all official meetings. A quorum shall consist of 60% of the current Board. A quorum shall be required to conduct business at a regular monthly meeting or a special meeting.
- c) The Order of Business shall include:
 - Reading of the minutes of the previous meeting.
 - Reports of all officers and existing committees.
 - Old business
 - New business
 - Good of the order
 - Adjournment

Section 4. Special Meetings of the Board of Directors

Special meetings of the board of directors may be called by the President, or by a majority vote of the officers, or by petition of at least ten members of the chorus. Such meetings shall be announced to all board members at least five days prior to the meeting and its purpose clearly stated.

Section 5. Vacancies

- a) If an officer resigns midterm, the vacancy will be filled for the remainder of the term through appointment by the Board of Directors.
- b) If an officer does not fulfill the requirements of said position, the office shall be declared vacant by a majority vote of the officers.

Section 6. Conflict of Interest

Each Board of Directors member shall sign a conflict of interest statement at the beginning of the member's term on the board, the wording of which is shown here:

CONFLICT OF INTEREST

Any possible conflict of interest on the part of any member of the Board, officer or employee of the Corporation, shall be disclosed in writing to

the Board and made a matter of record through an annual procedure and also when the interest involves a specific issue before the Board. Where the transaction involving the board member, trustee or officer exceeds five hundred dollars (\$500) but is less than five thousand dollars (\$5,000) in a fiscal year, a two-thirds vote of the disinterested directors is required. Where the transaction involved exceeds five thousand dollars (\$5,000) in a fiscal year, then a two-thirds vote of the disinterested directors and publication in an appropriate newspaper is required. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Board will be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging, understanding of and agreement to this policy. The Board will comply with all requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made a part of this policy statement.

I acknowledge, understand and am in agreement with the Conflict of Interest policy of the Souhegan Valley Chorus, Inc.

(Signed) (Date)

(Board of Directors Position)

ARTICLE VI - OFFICERS

Section 1. Identification

The officers of the organization shall be the President, Vice-President, Treasurer, Secretary, Music Librarian, Concert/Rehearsal Manager, Publicist, and Fund Raiser. The Director shall be a non-voting member of the Board.

Section 2. Term of Office

- a) A term of office shall be July 1 through June 30 of the following year.
- b) There shall be no limit on the number of successive one year terms for which a member may be elected to office.

Section 3. Duties

- a) President - The President shall chair regular monthly meetings, shall call special meetings of officers, and maintain continuity of organizational activities. The immediate past President shall serve in an advisory capacity as a non-voting member of the Board of Directors for one year following his/her last term of office.
- b) Vice President - The Vice President shall assist the President in the fulfillment of the President's duties. The Vice President shall assume the duties of the President if the President becomes unable to fulfill his/her duties. The Vice President shall be in charge of membership and shall be responsible for maintaining an up to date list of paid members. The Vice President shall be the liason to the Nominating Committee.
- c) Treasurer - The Treasurer shall assume responsibility for the fiscal management of the organization. The Treasurer shall provide a report on organizational finances at each regular meeting.
- d) Publicist - The publicist shall coordinate all aspects of publicity including posters, press releases, special mailings, and the design and printing of concert programs and tickets.
- e) Secretary - The Secretary shall keep and maintain monthly minutes of organizational meetings and of special meetings as requested by the President or a majority of the officers. The Secretary shall be responsible

for all correspondence.

f) Music Librarian - The Music Librarian shall be responsible for all aspects of managing the music library.

g) Concert/Rehearsal Manager - The Concert/Rehearsal Manager shall be responsible for scheduling and overseeing all non-performance related rehearsal and concert details.

h) Fund Raiser - The Fund Raiser develops activities to finance the expenses of the chorus.

Section 4. Election of Officers

a) Nominations - Nominations for all officers shall be presented to the membership by the Nominating Committee at a March rehearsal. Nominations from the floor shall be accepted at the April meeting.

c) Time - Elections shall be held during rehearsal on the third Tuesday in April.

b) Qualification of Voters - Only active members who are in good standing, and who are in attendance shall be entitled to vote.

ARTICLE VII - EMPLOYEES UNDER CONTRACT

Section 1. - Director

The Director will be retained by the Board of Directors. A one-year contract must be negotiated in the Spring and signed prior to July 1.

Section 2. - Accompanist

The Accompanist will be retained by the Board of Directors based on the recommendation of the Director. A one-year contract must be negotiated in the Spring and signed prior to July 1.

ARTICLE VIII - COMMITTEES

All Committees shall be established by a majority vote of the officers.

ARTICLE IX - FISCAL PROCEDURES

Section 1. - Fiscal Year

The fiscal year shall begin on July 1 of each year and end June 30 of the following year.

Section 2. - Audit

An audit shall be conducted at the close of the fiscal year and reported upon by the auditor at the first board of directors meeting after September 1 of the same year.

ARTICLE X - AMENDMENTS

This Constitution may be amended by a two-thirds affirmative vote of the officers in attendance at any Board meeting. A written copy of any proposed amendments shall be presented at a regular meeting, one month prior to the vote.

ARTICLE XI - DISSOLUTION

This organization may be dissolved by a three quarters majority vote of the

active members in attendance at a regular rehearsal. An announcement of such vote shall be made at a regular rehearsal, one month prior to the vote. All excess funds remaining in the treasury shall be donated to a non-profit charitable organization designated by a majority vote of the active members in attendance.

ARTICLE XII - EFFECTIVE DATE

This Constitution shall become effective upon adoption by a majority vote of the Board of Directors.