

BOSTON CHAPTER, AMERICAN GUILD OF ORGANIST

OPERATING PROCEDURES

Adopted May 5, 1985, and as amended through January 10, 2006

ARTICLE I

NAME AND ORGANIZATION

Section 1. The name of this nonprofit organization is the BOSTON CHAPTER, AMERICAN GUILD OF ORGANISTS ("Chapter"), a local chapter of the American Guild of Organists ("Guild"), a national nonprofit corporation, and was established in accordance with the Charter and Bylaws of the Guild. The Chapter falls within the jurisdiction of Region I of the Guild.

ARTICLE II

STATEMENT OF FUNDAMENTAL PURPOSES

Section 1. The purposes of the Guild shall be:

(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 improve the proficiency of organists and choral conductors.

(c) To evaluate, by examination, attainments in organ playing, choral techniques, conducting, and the theory and general knowledge of music, and to grant certificates to those who pass such examinations at specified levels of attainment.

(d) To provide members with opportunities to meet for discussion of professional topics, and to pursue such other activities as contribute to the fulfillment of the purposes of the Guild.

Section 2. Nothing in these Operating Procedures shall be read, and none of the Chapter's activities pursuant to these Operating Procedures shall be undertaken or executed, in a manner inconsistent with these fundamental purposes.

ARTICLE III

CLASSES OF MEMBERSHIP

Section 1. The membership of the Chapter shall be divided into two classes: Voting Members and Non-Voting Members. Membership in the Chapter shall not be denied on the basis of race, religion, sex, or national origin.

VOTING MEMBERS

Section 2. The Voting Members shall consist of General Members, Certificated Members, Dual Members, and Chapter Honorary Members.

(a) **General Members.** General Members shall consist of organists and choral conductors and other individuals who support the purposes of the Guild who shall (i) be approved by the Executive Committee; (ii) be elected to membership by the National Council; and (iii) have paid the dues and fees set by the National Council.

As long as they maintain their standing as members of the Guild, General Members shall be eligible to (i) take the Guild examinations for certification; (ii) be nominated for election to Chapter, Regional, and National Office, and to the National Council; (iii) serve on National Committees; (iv) vote in Chapter, Regional, and National elections; and (v) receive the official journal of the Guild.

(b) **Certificated Members.** Certificated Members shall consist of those General Members in good standing who have passed appropriate examinations and have been granted appropriate certificates as designated by the National Council. The classes of Certificated Members are:

1. **Service Playing.** Those General Members who have passed an examination designed to demonstrate basic competence in organ playing in the setting of religious services.

2. **Colleague.** Those General Members who have passed an examination designed to demonstrate competence in organ playing and musical knowledge and ability at a level preliminary to that required of the Associateship. Colleagues shall be entitled to affix to their names the letters CAGO.

3. **Choir Master.** Those General Members who have passed an examination designed to demonstrate a high level of knowledge and competence in choral and conducting techniques, knowledge of the literature and theory of music. Choir Masters shall be entitled to affix to their names the letters ChM, or to append the letters ChM to their other certificate designations as follows: FAGO, ChM; AAGO, ChM; or CAGO, ChM.

4. **Associate.** Those General Members who have passed an examination designed to demonstrate an advanced level of competence in organ performance, knowledge of the organ and its literature, and the history, philosophy, theory, and practice of music. Associates shall be entitled to affix to their names the letters AAGO.

5. **Fellow.** Those Certificated Members who hold the Associate Certificate of the Guild, or who have earned the Associate or Fellowship Certificate from the Royal College of Organists, or the Royal Canadian College of Organists, and who have passed an examination designed to demonstrate theoretical and practical attainments as organists and scholarly musicians at the highest level. Fellows shall be entitled to affix to their names the letters FAGO.

(c) **Dual Members.** Dual Members shall consist of those General Members who (i) have established primary membership through another chapter, (ii) are approved by the Executive Committee, and (iii) have paid the dues and fees set by the National Council. Dual Members are eligible to vote and hold office in both the primary and secondary chapter, though each Member has only one vote in National and Regional elections.

(d) **Chapter Honorary Members.** Chapter Honorary Members shall consist of those individuals who have made a distinguished contribution to the furtherance of the purposes of the Guild and the Chapter. They shall be nominated by two Voting Members of the Chapter in good standing and elected by the Chapter. Such members shall not be required to pay any dues or fees set by the National Council. As the Chapter pays such dues and fees, Chapter Honorary Members shall have the privileges of Voting Members.

NON-VOTING MEMBERS

Section 3. Non-voting Members shall consist of Chapter Subscribing Members and Chapter Honorary Subscribing Members.

The privileges of this class of membership shall be (i) participation in Chapter activities and (ii) receipt of Chapter publications.

(a) **Chapter Subscribing Members.** Chapter Subscribing Members shall consist of those individuals who (i) support the purposes of the Guild, (ii) are not organists or choral conductors, and (iii) have paid the dues and fees set by the Chapter. Chapter Subscribing Members shall require no election to membership and shall have no vote.

(b) **Chapter Honorary Subscribing Members.** Chapter Honorary Subscribing Memberships may be given by the Executive Committee to individuals or organizations. Such members shall require no election to membership, pay no dues and fees, and have no vote.

ARTICLE IV

OFFICERS

Section 1. The Officers of the Chapter shall consist of Dean, Sub-Dean, Recording Secretary, Membership Secretary, Treasurer, Assistant Treasurer, Registrar, Chaplain, if appointed, and two Auditors, each having such duties as generally pertain to their respective offices, as well as such powers and duties as may be specifically set forth in these Operating Procedures.

The Officers, with the exception of the Chaplain, shall be elected by ballot from among the Voting Members of the Chapter at the Annual Meeting. The Dean and Sub-Dean shall be elected in even-numbered years and shall hold office for a two-year term, or until their successors have been duly elected. They shall be limited to one (1) term. The Membership Secretary and Treasurer shall be elected in odd-numbered years and shall hold office for a two-year term, or until their successors have been duly elected. It is recommended that they serve no more than two (2) consecutive terms. The Assistant Treasurer shall be elected in even-numbered years, and shall hold office for a two-year term, or until the successor is duly elected. It is recommended that s/he serve no more than two (2) consecutive terms. The Recording Secretary, Registrar, and two Auditors shall hold office for a one-year term or until their successors have been duly elected. It is recommended that they should serve more than three (3) consecutive terms. All terms shall begin on July 1. Results of all Chapter elections are sent to National Headquarters.

(a) The **Dean** shall preside at all meetings of the Executive Committee and at all general meetings of the Chapter. The Dean shall be an *ex officio* member of all Standing and Special Sub-Committees of the Executive Committee. The Dean shall have the authority to appoint the Chairpersons of all Standing Sub-Committees of the Executive Committee except for the Program and Nominating Committees. The Dean shall lead and direct the business of the Chapter with the advice and consent of the Executive Committee. The Dean is the Chapter's official representative at regional and national conventions.

(b) The **Sub-Dean** shall assist the Dean in any Chapter business upon the request of the Dean and perform the duties of the Dean in the latter's absence. The Sub-Dean shall be an *ex officio* member of all Standing and Special Sub-Committees of the Executive Committee and shall be Chairperson of the Program Committee.

(c) The **Recording Secretary** shall take minutes of all Executive Committee meetings, making note of those members present and absent and any motions passed; summarize these proceedings for inclusion in the Chapter newsletter; give notice of upcoming Executive Committee meetings in the newsletter; and read motions passed during the year by the Executive Committee at the Annual Meeting. The Recording Secretary shall also aid the Dean as a "parliamentarian" by having a copy of current Guild Bylaws, Chapter Operating Procedures, and the Rules Governing any Special Sub-Committee at all Executive Committee meetings for referral. The Recording Secretary is responsible for placing the newsletter and other records and documents of the Chapter in an archive.

(d) The **Membership Secretary** shall be responsible for processing all requests for membership; keeping up-to-date lists of the Members of the Chapter in their respective classes; collecting membership dues and fees; and terminating delinquent members from the rolls in accordance with national guidelines. All monies will be forwarded to the Treasurer for deposit.

(e) The **Treasurer** shall keep, or cause to be kept, an accurate and detailed set of books relative to the financial standing of the regular and invested funds of the Chapter, presenting such reports at all meetings of the Executive Committee and the Annual Meeting of the Chapter. The Treasurer shall prepare, or cause to be prepared, all Federal and State tax forms (form 990) and the filings for the Office of the Attorney General of Massachusetts (form PC) to keep the Chapter in compliance with Federal and State non-profit regulations.

The Treasurer shall pay only those bills deemed appropriate by the Executive Committee and the Finance Committee.

(f) The **Assistant Treasurer** shall assist the Treasurer in the performance of his/her duties. Suggested duties include paying bills, making deposits, becoming familiar with the book-keeping system, and performing other financial duties as mutually agreed upon with the Treasurer.

(g) The **Registrar** shall send timely reports of Chapter programs and news to the official journal of the Guild, and shall conduct the balloting and take minutes at the Annual Meeting of the Chapter.

(h) A **Chaplain** may be appointed by the Dean to perform duties deemed appropriate to the office. If appointed, the Chaplain shall be a consulting member of the Executive Committee. The Chaplain shall be made a Chapter Honorary Member or Chapter Honorary Subscribing Member for the duration of the term.

(i) Two **Auditors**, whose terms should preferably overlap, shall examine the financial records of the Chapter, as maintained by the Treasurer and by any Special Sub-Committee Treasurer that may exist, once yearly just prior to the Annual Meeting and at any other times deemed appropriate by the Executive Committee. They shall also serve on the Finance Committee.

ARTICLE V

THE EXECUTIVE COMMITTEE

Section 1. The governance of the Boston Chapter is vested in the Executive Committee which consists of the Officers and twelve (12) Members at large.

The twelve (12) Members at large shall be elected annually by ballot from among the Voting Members of the Chapter at the Annual Meeting. Members at large shall hold office for three (3) years beginning on July 1 of each year or until their successors have been duly elected, with one third of the Members at large being elected each year. They may not be re-elected to serve a second consecutive term.

Section 2. All elected Officers and the twelve (12) Members at large are voting members of the Executive Committee. All Chairpersons of Sub-Committees, the Chaplain, if appointed, and all former Deans of the Chapter who are in good standing shall be consultant members of the Executive Committee. All other Chapter members are invited to attend meetings of the Executive Committee but shall have no vote.

The Dean and Sub-Dean, as *ex officio* members of all Special Sub-Committees and all Standing Sub-Committees of the Executive Committee, have a vote on those committees. Any consultant member on such committees or the Executive Committee shall not have a vote.

Section 3. All new members of the Executive Committee shall be given a copy of current Guild Bylaws, Chapter Operating Procedures, and the Rules governing any Special Sub-Committee at their first meeting. The Members at large shall also serve on one or more Sub-Committees of the Executive Committee in addition to attending Executive Committee meetings.

Section 4. The Executive Committee shall meet on a periodic and timely basis and shall be empowered to transact the business of the Chapter between General Chapter Meetings. At all meetings of the Executive Committee, the presence at the commencement of such meetings of a simple majority of the voting members thereof shall be necessary and sufficient to constitute a quorum for the transaction of any business.

Section 5. Any elected Executive Committee member who has been absent at three (3) or more regularly scheduled meetings of the Executive Committee during the year may, upon action of the Executive Committee, be deemed to have forfeited their position on the Executive Committee. Any vacancies occurring through forfeiture or resignation shall be filled by the runner-up from the preceding election until the next election. In the event that said runner-up is unable to assume office, the Dean with the consent of the

Executive Committee shall appoint a member in good standing of the Chapter to do so. Unfilled openings at the time of the Annual Meeting shall be filled by the Dean in office on July 1 of that year.

Section 6. Chapter members shall be kept informed of major decisions of the Executive Committee in the newsletter or at the Annual Meeting. Concerns expressed by at least ten (10) Chapter voting members with respect to any motion passed by the Executive Committee shall be grounds for further discussion by the Executive Committee at its next regularly scheduled meeting. A second vote on the motion shall be considered final and binding.

SPECIAL SUB-COMMITTEES

Section 7. The Executive Committee may establish such Special Sub-Committees to assist in the operation and purposes of the Chapter as is deemed necessary. A Special Sub-Committee is one which has a set of governing rules adopted and amended by the Executive Committee and usually has their own treasury. Members of Special Sub-Committees are appointed and vacancies filled by the Executive Committee. The Chairpersons of Special Sub-Committees are consultant members of the Executive Committee. Special Sub-Committees may include, but not be limited to:

(a) **Special Projects Advisory Committee (SPAC).** SPAC is a Special Sub-Committee to administer Chapter funds set aside for special projects funded by the Chapter.

(b) **Library Committee.** The Library Committee is a Special Sub-Committee to oversee the institution and maintenance of the organ library, as well as engage in fund-raising activities.

STANDING SUB-COMMITTEES

Section 8. The Executive Committee may establish such Standing Sub-Committees to assist in the operation, furtherance of the purposes, and addressing of the concerns of the Chapter as are deemed necessary. Chairpersons of all Standing Sub-Committees except the Program and Nominating Committees are appointed by the Dean. Chairpersons shall ask Chapter members in good standing to serve on their Sub-Committees as is necessary to implement their functions and must inform the Dean as to the membership of their Sub-Committee. All chairpersons of Standing Sub-Committees are consultant members of the Executive Committee. Standing Sub-Committees may include, but not be limited to:

(a) **Program Committee.** The Program Committee shall have the Sub-Dean as chairperson. In the spring, the Program Committee shall present recommendations for programs for the coming year to the Executive Committee. The Program Committee shall continue the policy that organists and choral conductors participating in Chapter programs shall be members of the Guild.

(b) **Nominating Committee.** The Nominating Committee, appointed by the Executive Committee, shall prepare a slate of candidates for election as provided in Article VII, Section 1. No Nominating Committee member's name may appear on the ballot.

(c) **Finance Committee.** The Finance Committee shall consist of at least the Dean, Treasurer, Assistant Treasurer, and the two Auditors, who shall consider all matters connected with the finances of the Chapter. They shall submit a proposed budget each spring for the coming year to the Executive Committee for approval and shall determine guidelines for payment of Chapter programs, Sub-Committee expenses, and reimbursements of members' expenses. Only bills falling within these guidelines or previously approved by the Executive Committee shall be paid.

(d) Other Standing Sub-Committees may include, but are not limited to: **Broadcast** (records and prepares tapes), **Classes** (helps members prepare for examinations), **Competition** (arranges competitions at the chapter level in the year in which there is a regional convention), **Examinations** (decides scope of examinations and arranges monitoring), **First Night** (submits application, determines program, and makes follow-up arrangements), **Membership** (solicits new members, writes welcoming notes to new members, and takes a special interest in having new members attend chapter meetings), **Newsletter** (edits and compiles

newsletter), **Concert Calendar** (prepares calendar from items submitted by Chapter members), **Organ Advisory** (offers advice on organs and acoustics to churches), **Placement** (aids in finding employment), **Professional Concerns** (works to upgrade salaries and working conditions of professional musicians), **Publicity** (helps prepare and disseminate news releases to the media), **Substitutes** (maintains up-to-date list of members able to substitute on short- and long-term basis), and **Yearbook** (solicits advertisements for yearbook; Membership Secretary submits current membership lists).

ARTICLE VI

MEETINGS

Section 1. The Chapter shall hold a minimum of one (1) General Chapter Meeting per year ("Annual Meeting") for the election of Officers, reports from the Officers and Sub-Committees of the Executive Committee on the condition of the Chapter, and the transaction of any other business that shall come before the Chapter. At all meetings of the Chapter the presence at the commencement of such meeting of not less than twenty-five percent of the membership, or twenty-five (25) members, whichever is fewer, shall be necessary and sufficient to constitute a quorum for the transaction of any business.

ARTICLE VII

ELECTIONS

Section 1. The Executive Committee shall, not later than December 31 of each year, appoint a Nominating Committee of at least three (3) members, a majority of which shall not be members of the Executive Committee. The Nominating Committee shall nominate one or more candidates for each elected Office and an excess of candidates for membership at large on the Executive Committee in place of those whose terms of office are about to expire.

The slate prepared by the Nominating Committee shall be delivered to the Executive Committee, recorded in the minutes, and announced to the Members of the Chapter prior to March 1 of each year. Additional nominations may be made by petition signed by at least five (5) Chapter Voting Members in good standing. Such petitions must be received by the Registrar prior to April 1, or within thirty (30) days after the notification of the members of the Nominating Committee's slate, whichever is later. Ballots including the Nominating Committee slate and candidates nominated by qualified petition shall be prepared by the Registrar and distributed either by mail (in the form of proxies) or at a general Chapter meeting. Sufficient care must be taken to ensure that either the mailed ballot or notification of the meeting at which voting is to take place reaches every eligible Voting Member. The election shall be concluded by May 31 of each year. A plurality of votes cast in person or by proxy shall be sufficient for election.

ARTICLE VIII

AMENDMENT OF OPERATING PROCEDURES

Section 1. All Operating Procedures of the Chapter shall be subject to alteration or repeal, or new Operating Procedures may be adopted, by the affirmative vote of two thirds of those present and voting at any General Meeting of the Chapter. Such alteration, repeal or addition of Operating Procedures shall be proposed in writing to the Voting Members of the Chapter with notice of the meeting at which they shall be first discussed and action taken as to their adoption.

Section 2. These Operating Procedures must not conflict with the Charter or Bylaws of the Guild. Should the Charter or Bylaws of the Guild be amended so as to create a conflict, then the Charter and Bylaws of the Guild take precedence over the Chapter Operating Procedures.