

MEN OF MUSIC
BY-LAWS

ARTICLE 1. NAME AND AFFILIATIONS

Section 1.

The organization shall be known as

MEN OF MUSIC

Section 2.

The Men of Music is an activity group of the Music Society of the Midland Center for the Arts, Inc. As such, the Organizational Rules of the Music Society not otherwise herein specifically mentioned are incorporated in these By-Laws by this reference.

Section 3.

The Men of Music may affiliate with other musical organizations, such as the **Great Lakes Male Chorus Association**.

Section 4.

The decision to affiliate with the organization designated by Section 3 of this Article or, having affiliated with said organization, the decision to withdraw such affiliation shall become effective only by a majority vote of the membership at any business meeting attended by a quorum.

ARTICLE 2. OBJECTIVES

The objectives of the Men of Music are:

- a. The study and public performance of male chorus music;
- b. The promotion of sociability and good fellowship among the members; and
- c. Cooperation with other activity groups of the Music Society

These objectives shall be attained in a manner that will achieve the goals and be in the best interests of the Music Society, the Midland Center for the Arts, Inc., the groups with which the Men of Music may be affiliated, and the community of audiences for which the Men of Music perform.

ARTICLE 3. MEMBERS

Section 1.

Any male person of good character shall be eligible for membership. The Operating Board is responsible for the interpretation of this section.

Section 2.

Appropriate categories of membership shall be established by the Operating Board for the benefit of the organization and shall be published in the Operating Guidelines. Limitations in the number of members shall be determined by the Operating Board upon the advice of the Conductor.

Section 3.

A high standard of choral work can only be maintained by qualified members consistently in attendance at rehearsals. Active members shall make a commitment to participate in all rehearsals, concerts, and public appearances. Should any member know in advance that it will be impossible for him to be present at a rehearsal or a performance he shall notify the designated person prior to that rehearsal or performance. The Operating Board shall act upon inappropriate attendance. The designated person shall be either the Conductor or a section leader.

Section 4.

Concert eligibility of performers shall be at the sole discretion of the Conductor.

Section 5.

Each Active Member shall have one vote at any Business Meeting.

Section 6.

Should a member fall ill during a performance, that member will be required to “sit out” the remainder of the performance.

ARTICLE 4. OFFICERS AND THE OPERATING BOARD

Section 1.

The officers shall be the President, President-Elect, **Past President**, Secretary, Treasurer, and the GLMCA First Representative; and shall be Active Members.

Section 2.

The Operating Board shall consist of all officers, the Past President, the conductor, two (2) Members-at-large, **the Business Manager and Publicity/Marketing Manager.**

Section 3.

An annual election shall be held at the annual meeting as defined in Article 6 section 4 during which time the President-Elect, the Secretary, the Treasurer, the GLMCA First Representative, and one (1) Member-at-large shall be elected. Each Member-at-large shall be elected to serve a 2-year term. The President-Elect shall assume the office of President at the annual meeting the year following his election.

Section 4.

A vacancy may occur due to a resignation or may be declared by the Operating Board for sufficient cause. Such vacancies, except in the case of the Presidency, shall be filled by appointment by the President subject to the approval of the remaining members of the Operating Board. Such appointees shall serve during the balance of the current year. Should the vacancy occur in the first year of a two-year term, then at the time of the next Annual Meeting a special election shall be held to fill the position for the one remaining year. A vacancy of the office of the Presidency will be filled by the President-Elect, and the office of President-Elect will remain unfilled, unless a special election should be called by the Operating Board. If no special election is held, the President-Elect shall serve as President for the balance of the term in which the vacancy occurred and shall continue to serve as President for the period for which he was originally elected.

Section 5.

When it becomes necessary to obtain the services of a Conductor, the President shall appoint a committee, which shall make recommendations to the Members for their approval. This approval is subject to confirmation by the Board of Managers of the Music Society.

Section 6.

The responsibilities of the Officers and the Operating Board are defined as follows:

a. The President shall have general responsibility over all the activities of the organization and shall be an ex officio member of all committees. He shall preside at all business meetings of the organization and the Operating Board. He shall sign all contracts for budgeted items and shall secure approval from the Board of Managers of the Music Society and sign contracts for items involving risk or expense over \$150 which are not in the regular budget. He shall make all appointments with the approval of the Operating Board. **The President shall serve as GLMCA Second Representative and shall have the responsibility to represent the Men of Music in the absence of the GLMCA Representative.**

- b. The President-Elect shall study the organization and its operation and prepare for the following year. He shall perform all duties of the President in his absence. **The President-elect shall serve** as producer for the annual Spring Show.
- c. The Secretary shall take and compile the minutes of all business meetings of the organization and of the Operating Board. He shall conduct correspondence and be responsible for the maintenance of current copies of the By-Laws and the Operating Guidelines.
- d. The Treasurer shall have the responsibility for keeping an accurate record of the membership roll. He shall be responsible for and keep accurate account of all receipts and disbursements consistent with the practices of the Music Society. He shall submit an annual report and other reports at such times as may be requested by the President.
- e. The **GLMCA First Representative** shall represent the Men of Music on the Board of Governors of **the Great Lakes Male Chorus Association** and shall be the representative of the Men of Music to all other affiliated organizations. In his absence, the President shall act in his stead as **GLMCA** Second Representative.
- f. The Operating Board shall make all rules and regulations that they deem necessary and proper for the administration of the organization. Such Operating Guidelines shall be published and made available to all Members and other interested parties. The Operating Board shall establish appropriate categories of membership, determine the maximum number of Members on the advice of the Conductor, and decide and act on all contingencies not otherwise covered in these By-Laws. A Quorum for transaction by the Operating Board shall be **seven (7)**, one (1) of which shall be the President or the President-Elect.
- g. The Conductor shall have charge of the artistic endeavors of the organization, shall select the music for the season and for individual concerts and public appearances, and shall advise the Operating Board on all matters concerning rehearsals, productions and needs of the group. **The conductor shall be an ex officio member of the Operating Board.**
- h. Past President shall be responsible for appointing and coordinating the Section Leaders.**
- i.. Ex officio members of the Operating Board shall not have voting rights.

ARTICLE 5. COMMITTEES AND APPOINTMENTS

Section 1.

Such standing and special committees as may be required to assist and advise the Operating Board shall be appointed by the President and approved by the Operating Board.

Section 2.

There shall be an Executive Committee composed of the President, the Secretary, the Treasurer and the **GLMCA** First Representative, which shall have and exercise the authority of the Operating Board in the interim between Board meetings or on matters requiring special study. Actions of the Executive Committee shall be reported to the Operating Board at the next meeting and actions resulting in the authorization of expenditure of funds over \$50.00 or any significant change in operating policies shall be referred to the Operating Board for ratification.

Section 3.

The nominating committee shall consist of three (3) Members who shall be appointed by the President. If the Past President is available he shall be one member and Chairman of the committee. This committee shall present a slate of nominations to the Members two weeks prior to the election of officers.

Section 4.

A member shall be appointed by the President to act as a Representative to the Music Society Board of Managers. He shall, upon appointment, become an ex officio member of the Operating Board of the Men of Music if he is not an elected member of this Operating Board. He will be either an ex officio or an elected member of the Board of Managers of the Music Society in accordance with the Operating Rules of that organization.

Section 5.

A Librarian shall be appointed and become responsible for the care and custody of all music and other duties as may be **requested** by the Conductor.

Section 6.

A Business Manager shall be appointed to be responsible for soliciting and scheduling concerts and other public appearances and for staging and transportation involved in these appearances. These obligations of the Men of Music shall have the concurrence of the Conductor. **The business manager shall be a member of the Operating Board.**

Section 7.

A Publicity/Marketing Manager shall be appointed to be responsible for coordinating all publicity efforts for the Men of Music. This member shall work in coordination the Music Society and /or the Midland Center for the Arts. The Publicity/Marketing Manager shall be a member of the Operating Board.

Section 8.

A Historian shall be appointed to be responsible for maintaining a file of historical events of the organization.

Section 9.

A Uniform Coordinator shall be appointed to be responsible for maintaining the inventory of all uniforms. This member shall assign individual members uniforms and replace/purchase parts of uniforms as needed.

Section 10.

Section Leaders will be appointed by the Past President and will be responsible for maintaining attendance records for their section. They are responsible for contacting members in their section when requested by the Past President and/or the conductor.

Section 11.

The Conductor shall be responsible for the selection of an accompanist and shall recommend to the Operating Board the terms and conditions regarding employment.

Section 12.

A Finance Committee shall consist of the President, the President-Elect, the Secretary, and the Treasurer. This committee shall prepare a budget for each ensuing program year for submission to the Operating Board for approval at or before the Annual Meeting. This budget shall be subject to the **review** of the Board of Managers of the Music Society.

ARTICLE 6. MEETINGS

Section 1.

Rehearsals shall be held as called by the Operating Board as advised by the Conductor.

Section 2.

Business matters other than those to be handled by the Operating Board of its various committees may be discussed and acted upon at any meeting attended by a Quorum consisting of seventy-five percent (75%) of the Members. Any business matters except amendments to the By-Laws must be passed by a simple majority of the Members voting. Notification of such meetings should be made three (3) days before the meeting. Notification may be waived upon a majority vote of a Quorum.

Section 3.

The election of officers shall be held at the Annual Meeting. In addition to the slate of officers presented by the nominating committee, members may make nominations if the nominator has the prior consent of the nominee. Voting may be by secret ballot if requested by five (5) or more Members. Nominees will be declared "elected" when they receive a simple majority of the votes cast.

Section 4.

The Annual Meeting of the Men of Music shall be called by the President no later than May 31 of each year. Notice of such Annual Meeting shall be given or mailed to each Member at least ten (10) days in advance of the meeting. The order of business for the Annual Meeting shall include approval of the proposed budget and the election of new officers.

ARTICLE 7. FINANCES

Section 1.

The Men of Music shall maintain two (2) accounts. The Primary Account shall be maintained in accordance with Article IX of the Music Society Operating Rules. The Secondary Account shall serve the Men of Music as described in Section 3 of this Article. All disbursements shall be made by the Midland Music Society and/or the Midland Center for the Arts.

Section 2.

The Primary Account, subject to ultimate control and full accountability to the Music Society, shall have income derived from the following sources:

- a. Shows and concerts.
- b. Music Society loans when required for seed money or to meet current obligations.
- c. Music Society grants which may be necessary to balance the differences between expense and income.
- d. Other sources.

The expenditures to be paid from this account shall be those detailed in the annual budget plus additional expenses as authorized by the Operating Board and approved by the Music Society Board of Managers. The President, the Secretary, or the Treasurer of the Men of Music may draw on this account for expenditures authorized by the annual budget, the Operating Board, of the Executive Committee, as approved by the Music Society Board of Managers. In the event the appropriate officers of Men of Music should be unable to transact business, a person appointed by the Music Society shall be authorized to withdraw funds from this account.

Section 3.

The Secondary Account shall have income derived from the following sources:

- a. Member dues
- b. Special assessments as deemed necessary and proposed during the year by the Operating Board and approved by the membership in the order of regular business
- c. Gifts, grants, and donations specifically to this account

The expenditures from this account shall be as follows:

- a. An amount to be specified by the membership for transfer to the Primary Account
- b. All social activities
- c. Other group activities for which special assessments were voted by the membership
- d. Interest-free loans may be ordered by the Operating Board to be transferred to the Primary Account to cover authorized expenditures. Any loans made must be repaid before the next Annual Meeting.

Section 4.

The Members of the Men of Music shall pay the dues levied by appropriate action of the Operating Board. The Operating Board shall at its discretion determine appropriate actions in the case of non-payment of dues.

ARTICLE 8. AMENDMENTS

Section 1.

Amendments to these By-Laws may be made at any meeting attended by a Quorum provided written notice of such proposed amendments has been mailed or given to every Member at least ten (10) days in advance. Amendments must be passed by a two-thirds vote of the voting Members present.

- Approved by the Operating Board February 6, 1984
- Approved by the Men of Music March 13, 1984
- Amended May 5, 1998*
- Amended May 9, 2000*
- Amended March 14, 2005**