

CONSTITUTION AND BY-LAWS OF THE VILLAGE VOICES CHORUS, INC

Article I – NAME

- A. The name of the organization shall be The Village Voices Chorus, Inc., hereinafter referred to as V V.

Article II – PURPOSE

- A. This corporation is organized in order to:
1. Educate and develop the choral vocal music skills of its members.
 2. Provide opportunities to display such skills in community concerts, the profits of which go to support local charitable organizations, music education of local students, and music appreciation of area residents.
 3. Foster cultural awareness in our 55+ retirement community through choral vocal arts.

Article III – MEMBERSHIP

- A. Only full-time residents of The Villages are eligible for V V membership as singers. **Members are expected to participate in activities of the Chorus during a performance season unless excused by the Music Director / Conductor. (Note: The terms “Music Director” and “Conductor” are used here interchangeably.)** On occasion, the Conductor may have guest artists who are not V V members perform with the Chorus.
- B. When accepting new members, V V does not discriminate on the basis of race, creed, color, religion, sex, marital status, pregnancy, sexual orientation, ancestry, national origin, age, handicap, place of birth, or gender. This is in compliance with Florida and Federal law.
- C. Prospective candidates are required to audition for the **Music Director**. Auditions take place twice a year at the discretion of the **Music Director and as arranged by the Membership Chairperson**. The first audition for a performance season is held in August and the second audition is held in January.
- D. New members shall purchase a costume, pay annual membership dues and, agree to pay any additional fees that may arise and are approved by a majority of the **Board**. **The Board sets the dollar amount of the annual membership dues at its regularly scheduled meeting in the month of August**. Each member is responsible for paying the yearly membership dues by the second rehearsal scheduled for the first concert session of the performance season. A “concert session” is defined here as a concert **performance** and the rehearsals leading up to the concert.
- E. Every member is expected to-participate in scheduled concerts, rehearsals, and any additional rehearsals as specified by the Conductor. The V V fiscal year is defined here as April 1 through March 31. The V V performance season is defined as August 1 through March 31. A performance season normally includes three concert sessions. Each concert session includes rehearsals leading to a concert in the months of October, December, and

March. The specific dates and times for each concert session are determined by the Board in consultation with the Conductor and venue officials.

1. There are several basic types of rehearsals during a concert session:
 - a. Weekly rehearsals are usually held on Friday mornings from 9:00 am – 12:00 noon but on occasion they are held on other days of the week. For various reasons, a scheduled rehearsal may need to be rescheduled. **Absence from a rescheduled rehearsal will not be counted toward the two (2) absences that may occur during a concert session.** This is further specified in **Article III.E.2** below.
 - b. Additional rehearsals may be scheduled prior to a concert and/or as a make-up at the discretion of the Conductor.
 - c. Sectional rehearsals may be called if deemed necessary **by the Conductor.**
2. Individual attendance is of utmost importance; therefore, only two absences from rehearsals during each concert session are permitted.

G. F. A member may be suspended from active membership by the Conductor or removed from active membership by a 2/3 vote of the Board for any of the reasons listed below:

1. Any act or attitude detrimental to the harmony, discipline, purposes, or image of the V V.
2. Failure to attend rehearsals or concerts.
3. Failure to abide by the V V Constitution and By-laws.
4. Failure to conform to the costume standards.
5. Failure to pay annual membership dues.
6. If a member is suspended from active membership, he or she will not participate in the remaining rehearsals and concerts of the performance season. If the suspension is the second occurrence, then the suspension will result in the member being removed from active membership.

G. A member may resign at any time by notifying their Section Leader or the President and

1. Must return all V V property.
2. In order to be considered for reinstatement to active membership, a former member must begin by making application to the Membership Chairperson for an audition with the Conductor and then **by** following all other procedures as set forth in this **Article III** for prospective new members.

H. An Associate Membership is available to current members of the V V who are no longer able to withstand the rigors of concert performance. An Associate Member:

1. May attend any or all rehearsals and sit outside the choir loft area of the venue.
2. Will retain voting rights.
3. Will pay **the annual** membership dues **in the amount set by the Board** to help cover the cost of music.
4. Will not participate in concerts.

Article IV – GOVERNING BODY

A. The governing body of the V V is the Board of Directors, hereinafter referred to as the Board. The Board shall consist of members of the V V and operate on behalf of the members of the V V in making decisions relative to the operation of the organization.

- B. Candidates for Board positions shall be solicited by a nominating committee, which is appointed by the President. The resulting slate of candidates shall then be voted on at the Annual Meeting.
- C. The Board shall meet as deemed necessary by the President or at the request of another Board Member or Ex-officio Board Member to address business at hand. In general, regularly scheduled board meetings for a performance season will be held in August, October, January, and March (before the Annual Meeting). A quorum of the board is required to conduct the official business of the chorus. A quorum is defined here as a majority of the number of individual members who at the time of a particular meeting are serving on the board as either an elected officer or as an appointed standing committee chairperson. If an individual member is serving in two or more of the 19 voting positions as listed in **Article IV.E** below, he or she will only be counted once in the calculation used to determine if a quorum is present.
- D. All business meetings shall be conducted in accordance with Roberts' Rules of Order.
- E. The Board consists of the following elected officers, appointed committee chairpersons, and ex-officio members:
1. Elected Officers
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
 - e. Assistant Treasurer
 - f. Soprano Section Leader
 - g. Alto Section Leader
 - h. Tenor Section Leader
 - i. Bass Section Leader
 2. Appointed Standing Committee Chairperson
 - a. Artistic Liaison
 - b. Historian
 - c. Information Technologies
 - d. Member-at-Large
 - e. Membership
 - f. Co-Music Librarian (2)
 - g. Program
 - h. Publicity
 - i. Stage Manager
 3. Ex-officio Members (non-voting)
 - a. Immediate Past President
 - b. Conductor
 - c. Accompanist
- F. The term of each elected member of the Board shall be for two (2) years. Consecutive terms may be served by members of the Board. The term of each appointed member of the board shall coincide with that of the President. Upon the resignation or dismissal of a Board member, the President shall appoint someone from within the membership to fill the vacancy of that term. A dismissal needs the approval of two-thirds (2/3) of the board members.

- G. The non-elected board positions are appointed by the President and have term end dates that coincide with the term end date of the President.
- H. In order to address any special needs of the Chorus, the President may establish ad hoc committees.
- I. In order to define, clarify, and establish a common basis for the ongoing governance of the organization, a Policy and Procedure Manual will serve as a supplement to the Constitution and By-Laws. In order for a Policy and Procedure statement or a related form to be included in the Manual, a majority vote of the Board of Directors is required.
- J. In order to fully define the duties and responsibilities of the positions on the Board of Directors, the Board will take official action as needed to adjust and affirm a set of Position Descriptions. The set of Position Descriptions will serve as a supplement to the Constitution and By-Laws
- K. If official Board action is required to address an immediate need of the Chorus, the President **shall** call a special meeting of the Board or use either electronic or voice procedures to engage the Board in the decision making process.

Article V – BOARD MEMBER RESPONSIBILITIES

- A. **President** (Elected to 2-year term)
 - General overall responsibility for management and administration
 - Administers policy
 - Schedules and chairs Board meetings
 - Informational announcements
 - Selects a board member to serve as Parliamentarian
 - Appoints standing committee chairpersons
 Refer to Position Description for additional responsibilities.
- B. **Vice-President** (Elected to 2-year term [alternate years to President])
 - Back-up to President
 - Delegated responsibilities by the President
 - Volunteer responsibilities
 Refer to Position Description for additional responsibilities.
- C. **Secretary** (Elected to 2-year term)
 - Recording of meeting minutes
 - Board meeting protocol
 Refer to Position Description for additional responsibilities.
- D. **Co-Treasurer** (Elected to 2-year term)
 - Budget submission
 - Financial reporting
 - Bill payment
 - Tax preparation
 - Ticket sales
 Refer to Position Description for additional responsibilities.

- E. **Section Leaders** (Soprano, Alto, Tenor, and Bass) (Elected to 2-year term)
- Records attendance for section members
 - Arranges seating for their section based upon the Conductor's general design
 - Information distribution
 - Informs the President, ~~and~~ Membership Chairperson **and Conductor** if a section member is in jeopardy of being excluded from a concert session.
 - Determines and communicates to the Board any ongoing membership needs
- Refer to Position Description for additional responsibilities.
- F. **Artistic Liaison** (Appointed by president)
- Serves as communicative link between Conductor and membership
 - Serves as artistic advisor to Board of Directors and Conductor
 - Coordinates selection of instrumentalists at the request of the Conductor
- Refer to Position Description for additional responsibilities.
- G. **Historian** (Appointed by President)
- Maintains all records of V V activities.
- Refer to Position Description for additional responsibilities
- H. **Information Technologies** (Appointed by President)
- Serves as webmaster to maintain the chorus website
 - Coordinates production and electronic distribution of membership newsletter
 - Coordinates production and distribution of Friends of the Village Voices newsletter
 - Serves as technical advisor for online ticket sales
 - Electronically collects, stores, and processes membership data
- Refer to Position Description for additional responsibilities
- I. **Member-at-Large** (Appointed by President)
- Additional representation for the membership on the Board.
 - Organizes refreshments for the annual meeting
 - Plans and organizes the Annual Party
- Refer to Position Description for additional responsibilities.
- J. **Membership** (Appointed by President)
- Organizes twice yearly auditions that are performed by the Conductor
 - Works with Section Leaders and the Information Technologist to help maintain an accurate roster of chorus members
- Refer to Position Description for additional responsibilities.
- K. **Co-Music Librarian (2)** (Appointed by President)
- Inventory/ distribution/ storage of music
 - Direct interaction with Conductor related to functions of the music library
 - Monitors number of singers for each concert period
- Refer to Position Description for additional responsibilities.
- L. **Program** (Appointed by President)
- Receives program booklet content for concert sessions

- Inserts content into draft program booklet
- After final approval, electronically sends finished program booklet to copy center

Refer to Position Description for additional responsibilities.

M. **Publicity** (Appointed by President)

- Advertising
- Marketing
- Community awareness
- Coordinates preparation of concert flyers and concert business cards

Refer to Position Description for additional responsibilities.

N. **Stage Manager** (Appointed by President)

- Serves as the hub for all communications between the Chorus and the administrative, technical, and support officials of the venue
- Provides support for development of slides that are used during concerts

Refer to Position Description for additional responsibilities.

O. **Immediate Past President** (Non-voting)

- Provides historical advice to new officers
- Assures smooth transition of responsibilities

P. **Conductor / Music Director** (Hired by the Board, Non-voting)

- Shall conduct all musical activities of the organization
- Re-evaluate any member of the Chorus when circumstances warrant and make the resultant conclusions to the Board
- Select all music for the concerts
- Collaborate with the **Vice President** to establishing performance season dates of auditions, rehearsals, and concerts.
- Strive for the highest musical quality possible with the Chorus
- Ex-officio member of the Board
- **The terms Conductor and Music Director are used interchangeably**

Q. **Accompanist** (Chosen by Conductor; Hired by the Board, Non-voting)

- Shall accompany the V V for all rehearsals and concerts
- An ex-officio member of the Board

Article VI – Annual Membership Meeting

A. An annual membership meeting of the V V organization shall be held after the final concert of the performance season.

1. Board shall establish the date on a yearly basis for a review of the season
2. Primary reason is for election of Board members
3. Any other business deemed necessary shall be presented at this meeting
4. A quorum for the annual meeting shall be a majority of the members present and voting.

- B. In order to provide a smooth transition of chorus leadership, predecessors shall, within thirty (30) days, forward any pertinent materials to the newly elected officers and newly appointed Standing Committee Chairpersons.
- C. If deemed necessary by the President, additional membership meetings may be called.

Article VII – AMENDMENTS

- A. Additions, deletions or alterations of the V V Constitution and By-Laws may be proposed by any full dues paying member of the chorus. The proposal shall be provided to the **Board** for review. If the **Board** votes in favor of the proposed amendment, it shall be presented to the general membership for a vote.
- B. A general membership approval vote by two-thirds (2/3) of the members present and voting at the annual meeting is required to pass an amendment to the Constitution and By-Laws.

Article VIII – DISSOLUTION

- A. The V V may dissolve upon a vote of two-thirds (2/3) of the membership.

Article IX - YEAR END AND ACCOUNTING METHODS

- A. The V V is a calendar year corporation (January 1 to December 31)
- B. The V V method of accounting is cash basis.

The current V V Constitution and By-Laws was adopted on the 12th day of December 2012, revised on the 23rd day of March 2018, and revised on the 23rd day of March 2023 by a majority vote of the general membership.

And now, based upon a 2/3 majority vote of the members present and voting at the organization's annual meeting of March 18, 2024, the revised and amended

CONSTITUTION AND BY-LAWS OF THE VILLAGE VOICES CHORUS, INC

is hereby approved and becomes effective immediately.

Thomas J. Meloy Thomas J. Meloy
President

Date 3/18/2024

Vicki Yates Vicki M. Yates
Secretary

Date 3/18/2024