



OPERATING PROCEDURES

TO GOVERN THE SAN JOSE CHAPTER AMERICAN GUILD OF ORGANISTS

On this date, _____ 2006, the undersigned members of the Executive Committee of the San Jose Chapter of the American Guild of Organists do adopt the following as OPERATING PROCEDURES, which are in accordance and agreement with the National Bylaws of the American Guild of Organists, as adopted April 13, 1896, and as amended through April 24, 2006, and which supersede the former governing bylaws of the San Jose Chapter as adopted May 15, 1994, with revisions through May 15, 1999.

SECTION I: NAME. The name of this organization shall be the San Jose Chapter of the American Guild of Organists (hereinafter, "Chapter"), a subordinate unit of the national organization known as the American Guild of Organists, whose headquarters is in New York City, New York.

SECTION II: STATEMENT OF FUNDAMENTAL PURPOSE. Article II, Section 1, of the National Bylaws is incorporated: "The purpose of the American Guild of Organists is to promote the organ in its historic and evolving roles, to encourage excellence in the performance of organ and choral music, and to provide a forum for mutual support, inspiration, education, and certification of Guild members."

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 the fundamental purposes of the Guild.

SECTION III: CLASSES OF MEMBERSHIP.

1. VOTING MEMBERS: Regular; Special/Disabled (65 or older, or disabled); Partner (second voting member at the same address, no national magazine [TAO]); Dual; Student (fulltime with current valid school ID); Student Dual.

2. NONVOTING MEMBERS: Chapter Friend (nonorganists or retired nonperforming organists).

SECTION IV: CHAPTER GOVERNANCE.

1. OFFICERS: Elected annually, officers of the Chapter shall be a Dean, Sub-Dean, Secretary, Treasurer/Registrar, Newsletter Editor, Historian, two Auditors, and three Members-at-Large.

- 2. DUTIES OF THE DEAN:** The Dean shall be the chief executive officer of the Chapter, and as such shall have the following duties and responsibilities:
- a. Preside at all meetings of the Chapter and Executive Committee;
 - b. Nominate annually, for approval by the Executive Committee, the chairs of all standing committees and of the Nominating Committee;
 - c. Nominate, for approval by the Executive Committee, a person or persons to fill vacancies that may occur as the result of death, resignation submitted in writing, incapacity, removal, or disqualification of any officer or duly elected member of the Executive Committee;
 - d. Create, with the approval of the Executive Committee, committees (except Nominating Committee) and correlate the work of the officers and standing committees;
 - e. Serve as an *ex officio* member, with vote, of all committees (except Nominating Committee);
 - f. Submit a report at the annual meeting;
 - g. See that all directions and resolutions of the Chapter and Executive Committee are carried out as may be required by chapter OPERATING PROCEDURES;
 - h. Sign and/or countersign, on behalf of the Chapter, all contracts or other documents pertaining to affairs authorized by the Executive Committee;
 - i. Remain in office for two years (two 1-year terms) unless the Nominating Committee deems otherwise or membership does not reelect.
- 3. DUTIES OF THE SUB-DEAN:**
- a. In the absence of the Dean, the Sub-Dean shall exercise all powers and perform all the duties of the Dean;
 - b. Chair the Program Committee of three members and be responsible for planning chapter programs for the year;
 - c. Remain in office for two years (two 1-year terms) unless the Nominating Committee deems otherwise or membership does not reelect. In the event of the death or resignation of the Dean, the Sub-Dean will succeed to the office and may be nominated to succeed the Dean for the next full term.
- 4. DUTIES OF THE SECRETARY:**
- a. Take minutes of the meetings of the Executive Committee and retain an official copy of same. Minutes should include members noted present or absent and a copy of the Treasurer's report;
 - b. Keep track of attendance at Executive Committee meetings. When a member of the Executive Committee has been absent without excuse for two consecutive meetings during the September–June period, the Secretary must report the absence to the Dean for action;
 - c. Send copies of the minutes of the previous Executive Committee meeting to all members of the Executive Committee at least two weeks before the date of the next meeting.
- 5. DUTIES OF THE TREASURER/REGISTRAR:**
- a. Shall be custodian of all financial and membership records of the Chapter;
 - b. Keep full account of receipts and disbursements of chapter monies, including assets, liabilities, fund balances, revenue and operating expenses;

- c. Deposit all chapter monies in such depositories as designated by the Executive Committee;
 - d. Collect dues and send required portion to national office;
 - e. Send membership report to national office each year;
 - f. Disburse funds as directed by the Executive Committee, with proper vouchers to record such transactions;
 - g. Sign and/or countersign documents such as financial reports;
 - h. Serve on the Finance Committee;
 - i. Be responsible for the preparation of returns for Internal Revenue Service and Franchise Tax Board of California, to ensure continuation of the not-for-profit status of the Chapter;
 - j. Send chapter membership information to the Directory Chair, the Newsletter Editor, and the Membership Chair after the June renewal period;
 - k. Provide membership applications upon request.
- 6. NEWSLETTER EDITOR:**
- a. Shall be responsible for gathering, editing and publishing all information for the benefit of chapter members;
 - b. Publish the newsletter monthly, September through June;
 - c. Newsletter items may include, but are not limited to: chapter programs, annual meeting, calendar of recitals and special events, list of positions available, message from the Dean, and any other interesting and appropriate items;
 - d. Publish temporary slate of Executive Committee nominees in March and April, and the official ballot in May;
 - e. Enclose membership renewal sheet in the May and June issues.
- 7. DUTIES OF THE HISTORIAN:**
- a. Keep copies of chapter recitals, concerts and programs, newspaper articles, chapter newsletters, chapter directories and compensation booklet, all of which provide a history of this Chapter.
- 8. DUTIES OF THE AUDITORS:**
- a. Examine financial records of the Chapter following the close of the fiscal year of the Chapter (July 1 – June 30);
 - b. Serve as members of the Finance Committee.
- 9. DUTIES OF THE MEMBERS-AT-LARGE:**
- a. Shall attend board meetings regularly and help with chapter activities and work as needed;
 - b. Members-at-Large shall hold office for three years, with one new member being elected each year.
- 10. EXECUTIVE COMMITTEE:** The Executive Committee is the governing body of the Chapter. It conducts the business of the Chapter. Its actions are subject to review by the Chapter membership.
- a. Shall consist of elected officers, chairs of the standing committees, and any district, regional or national officers who are members of this Chapter.
 - b. Vacancy on the Executive Committee resulting from death, resignation submitted in writing, or removal for failure to fulfill responsibilities may be

filled by appointment by the Dean, with confirmation by the Executive Committee.

- c. A person appointed to fill such a vacancy shall meet all qualifications to hold office and shall serve for the unexpired term of his/her predecessor, or until a successor has been duly elected and officially installed.

11. REMOVAL FROM OFFICE: An officer or duly elected member of the Executive Committee may be removed from office due to inability or failure to fulfill his/her responsibilities only by action of the Chapter Executive Committee as follows:

- a. A simple majority vote of the Executive Committee shall authorize the Dean (or other officer designated by the Executive Committee) to send a formal written notice to the officer in question, stating that the action to remove him/her from office is pending before the Executive Committee.

(1.) In the event of such action against the Dean, the Sub-Dean shall act as the Chapter's executive officer.

- b. The officer in question shall have a maximum of two weeks to respond (or until the next meeting, whichever occurs later), after which time action to remove said officer shall require a two-thirds majority vote of the Executive Committee.

12. EXECUTIVE COMMITTEE MEETINGS: Executive Committee meetings will be on a schedule determined by the committee members. A meeting may be called at any time by the Dean. Regular attendance is expected of all Executive Committee members. All meetings shall be conducted in accordance with parliamentary practices found in *Robert's Rules of Order*. A majority of members is necessary to constitute a quorum for transaction of business.

- a. Any district, regional or national officers who are members of this Chapter shall not be included in the number needed to establish a quorum.

13. CHAPTER ANNUAL MEETING: The Annual Chapter meeting shall be held before June 30th each year for installation of officers, shall report on the Chapter's condition, and shall transact necessary business. Time and place shall be noted in the newsletter no less than two months in advance. A quorum shall consist of 25% of the voting members.

SECTION V: DUES OF THE CHAPTER. Dues are determined by the National Council of the American Guild of Organists. The dues of Chapter Friends are set by the Executive Committee.

SECTION VI: ELECTION PROCEDURES.

1. NOMINATING COMMITTEE AND ELECTION PROCEDURES: No later than Dec. 31st of each year, the Dean shall appoint a Chair who will then form a Nominating Committee of three members, two of whom shall not be members of the Executive Committee.

- a. They shall nominate, annually, one or more members for each office and as many for Member-at-Large as are needed.
- b. An initial slate shall be given to the Executive Committee in February, recorded in the minutes, and published in the March newsletter.

- c. Additional nominations may be made by petition, signed by at least five chapter (voting) members in good standing; and must be received by the Secretary before April 1st.
- d. The final slate of nominees will be published in the May newsletter;
- e. If there is more than one nominee for any office, the election shall be done by mail and must be concluded one week prior to the Annual Meeting. A plurality of votes shall be sufficient to elect.
- f. If there is but one nominee per office, it shall be the final slate.

2. **INSTALLATION OF OFFICERS:** Shall take place each spring at the annual meeting. Terms of office begin July 1st.

SECTION VII: STANDING COMMITTEES. Shall be named as necessary for the efficient operation of the Chapter. These may include Program, Education/Resources, Professional Concerns, Finance, Directory, and Membership.

1. **PROGRAM:** This committee is chaired by the Sub-Dean and is responsible for all Chapter programs including:

- a. Selection of artists or lecturers and program site;
- b. Negotiation of fees and contracts;
- c. Reporting plans to the Executive Committee for approval;
- d. Developing publicity for programs; and
- e. Carrying out the appropriate logistics and making all arrangements to ensure the smooth coordination of Chapter events.

2. **EDUCATION/RESOURCES:**

- a. Shall be responsible for assisting Chapter members in preparation for AGO examinations for certification;
- b. Shall administer the Frasier Scholarship according to the guidelines the Chapter has established;
- c. Shall plan, organize, and support other educational opportunities;
- d. Shall publicize educational opportunities in the newsletter.

3. **PROFESSIONAL CONCERNS:**

- a. The chair of this committee shall be the Chapter's Professional Concerns Coordinator.
- b. This committee shall be responsible for:
 - (1.) Developing Chapter policy and establishing relations with institutions in the community regarding the ethical and professional conduct of the Chapter's members;
 - (2.) Carrying out the policies set forth in the National AGO Code of Ethics, including the Discipline;
 - (3.) Maintaining a list of AGO member substitute organists for the Chapter.

4. **FINANCE:** This Committee shall consist of the Treasurer and Auditors. Chair is appointed by the Dean. The Committee shall submit a balanced budget in October, which shall include itemized revenue and expenses, and shall submit periodic reports to the Executive Committee.

5. **DIRECTORY:** This shall be published annually. Included may be: addresses and phone numbers of national officers, regional officers, district officers, Executive Committee, membership roster, newsletter information, historical notes, substitute list, code of ethics, mission statement, listing of chapter programs, email groups, and local and national websites.

6. **MEMBERSHIP:** The chair and this committee shall:
- a. Pursue prospective members, work to retain existing members, and urge former members to reinstate;
 - b. Write a “welcome to new members” column for the newsletter;
 - c. Send an official letter of welcome to each new member;
 - d. Maintain a record of prospects, including those who join and those who do not;
 - e. Coordinate accurate records with the Registrar, who sends an annual report to National;
 - f. Encourage current members to help new members feel wanted and welcome.

SECTION VIII: AMENDMENT(S) TO OPERATING PROCEDURES. Following adoption by the Executive Committee and approval of the Chapter, Regional Councillor, and National Vice President, these OPERATING PROCEDURES and any provision thereof may be amended at any time by action of the Executive Committee. A majority of votes cast shall be sufficient to amend any provision of or add to these OPERATING PROCEDURES. Any amendment or addition thereto shall be included in this document and added in numerical sequence in order of enactment, complete with the date of such enactment.

Dean: _____	Sub-Dean: _____
Secretary: _____	Treasurer/Registrar: _____
Newsletter Editor: _____	Historian: _____
Auditor: _____	Auditor: _____
Member-at-Large: _____	Member-at-Large: _____
Member-at-Large: _____	
Committee Chairs: _____	_____
_____	_____
_____	_____
National Vice President: _____	

