

OPERATING PROCEDURES TO GOVERN THE BROOKLYN CHAPTER OF THE AMERICAN GUILD OF ORGANISTS

On this March 13, 2018, the undersigned members of the Executive Committee of the Brooklyn 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 amended through June 20, 2016.

SECTION 1. NAME. The name of this organization shall be the Brooklyn Chapter of the American Guild of Organists (hereinafter, "Chapter"), a subordinate unit of the national organization known as the American Guild of Organists.

SECTION 2. MISSION STATEMENT. Article II, Section 1 of the National Bylaws is incorporated by reference, as if fully set out herein. 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 3. CLASSES OF MEMBERSHIP. Article III, Sections 1-3 and Article VII, Section 3 of the National Bylaws of the American Guild of Organists are incorporated by reference, as if fully set out herein.

SECTION 4. CHAPTER GOVERNANCE.

1. OFFICERS. The elected officers of the Chapter shall be the Dean, Sub-Dean, Registrar, Secretary and Treasurer.

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 when present.
- b. Nominate the directors of all standing committees for appointment by the Executive Committee.
- c. Nominate, for appointment by the Executive Committee, a person or persons to fill vacancies that may occur as the result of death, resignation, incapacity, removal or dis-qualification of any officer or duly elected member of the Executive Committee.
- d. Create, with the approval of the Executive Committee, committees and correlate the work of officers and standing committees.
- e. Serve as *ex officio* member of all committees, excluding the Nominating Committee.
- f. Submit reports at the general meetings of the Chapter, including issues and recommendations the Dean considers appropriate for consideration by the members of the Chapter.

- g. Carry into effect all directions and resolutions of the Chapter and Executive Committee and make such other reports to the Chapter and Executive Committee that the Dean shall deem necessary, or that policies of the Chapter or Executive Committee may require.
- h. Sign and countersign all contracts and other instruments for and on behalf of the Chapter pertaining to usual, regular and ordinary affairs of the Chapter, as may be authorized by the Executive Committee.
- i. Serve as primary Chapter liaison with the District Convener, Regional Coordinator for Professional Development, Regional Coordinator for Education, Regional Councillor and Executive Director of the Guild.
- j. Remain in office for a term of one (1) year, with the possibility of nomination for re-election to two (2) additional one-year terms. After the expiration of the third term, the Dean must take a one-year hiatus from Executive Committee membership following which s/he may seek election to the Executive Committee in another capacity.
- k. Perform such other duties as are incidental to the execution of this office or that may be required of the Dean by the Executive Committee.
- l. Issue notices for all meetings of the Executive Committee.

3. DUTIES OF THE SUB-DEAN. The Sub-Dean, in the absence of the Dean of the Chapter, shall exercise all the powers and perform all the duties of the Dean of the Chapter.

The Sub-Dean shall remain in office for a term of one (1) year, with the possibility of nomination for re-election to two (2) additional one-year terms. The Sub-Dean shall perform such other duties as are incidental to the execution of this office or that may be required of him/her by the Executive Committee and/or the Dean. In case of the Dean's death, resignation or removal, the Sub-Dean will succeed to the office of Dean for the remainder of the Dean's elected term. In case the Sub-Dean is unable to succeed as Dean, the Executive Board may choose some other qualified person, preferably a Board member, to serve out the retiring Dean's term.

3a. DUTIES TO BE SHARED BETWEEN THE DEAN AND SUB-DEAN. By mutual agreement the Dean and Sub-Dean shall divide between them such responsibilities as program, correspondence, publicity, concert management, execution of planned chapter activities.

4. DUTIES OF THE SECRETARY. The Secretary shall keep records belonging to the Chapter, record minutes of the meetings of the Executive Committee of the Chapter and have custody of the minutes of the meetings of the Executive Committee and of general meetings of the Chapter. Such minutes of the Executive Committee shall include the names of those members who are present and absent as well as copies of the reports from all officers and committees. After each election, the Secretary shall update the names and contact information of Chapter leadership in ONCARD. The Secretary shall make such reports and perform such other duties as are incidental to the execution of this office or as may be required by the Executive Committee. The Secretary shall remain in office for a

term of one (1) year with the possibility of four (4) additional one (1) year terms. After the expiration of the fifth term, the Secretary must take a one-year hiatus from Executive Committee membership after which s/he may return in another capacity.

5. DUTIES OF THE TREASURER. The Treasurer shall be custodian of all financial records of the Chapter, and as such, shall have the following duties and responsibilities:

- a. Supervise and have custody of all financial records of the Chapter and keep full and accurate accounts of the receipts and disbursements of the Chapter, using a ledger which tracks income and expenses to the annual budget of the chapter. (The ledger shall be separate from banking records or a check register and may be kept manually on paper, or in an electronic system.) These accounts shall include
- (1) Assets, liabilities and all fund balances.
 - (2) Revenue and operating expenses.
 - (3) All other financial records and documents deemed necessary by the Executive Committee.

(amended 9/18/2018)

b. Cause all monies and credits to be deposited in the name of and to the credit of the Chapter in such accounts and depositories as may be designated by the Executive Committee.

c. Disburse, or supervise the disbursement of, all other funds of the Chapter, in accordance with the authority granted by the Executive Committee, utilizing proper vouchers to correspond to the disbursements and keeping accurate records thereof.

d. Prepare and submit to the Executive Committee monthly reports correlating with the approved annual budget of income and expenses, all fund balances and activity of the funds. Prepare and submit the annual report of income and expenses and a balance sheet at the end of the fiscal year. Prepare and submit other such reports of the Chapter's finances and accounts as may be requested by the Executive Committee.

e. Sign and/or countersign such instruments requiring his/her signature.

f. Serve as a member of the Finance /Budget Committee.

g. Perform such other duties incidental to the execution of this office that may be required by the Executive Committee

h. The Treasurer shall serve for a term of one year with the possibility of re-election to four (4) additional one (1) year terms. At the expiration of the fifth term, the Treasurer must take a one year hiatus from serving on the Executive Committee, after which s/he may return in another capacity.

i. All chapter financial records belong to the chapter. At the close of a Treasurer's final term, all chapter financial records, bank account information including statements, and government filing records in possession of the Treasurer shall either be surrendered to the dean-elect or passed to the Treasurer-elect.

(amended 9/18/2018)

6. DUTIES OF THE REGISTRAR. The Registrar shall be custodian of the membership records of the Chapter and, as such, shall have the following duties and responsibilities:

- a. Assist members in gaining access to the AGO ONCARD system for renewal.
 - b. Provide opportunities for chapter members to renew using ONCARD at chapter meetings.
 - c. Distribute the AGO membership brochure to those interested.
 - d. Understand and be able to retrieve records of the chapter membership from the AGO's Membership database through the ONCARD system.
 - e. Maintain appropriate and necessary contact with the ONCARD system as to support the chapter leadership.
 - f. Develop and administer a process for identifying and recruiting new members and ensuring that they are registered in a timely fashion.
 - g. Analyze the demographics of the current membership and recommend and implement steps to maximize retention of those members.
- Serve as key contact person for members and prospects seeking information about membership categories, benefits, dues, etc.
- Send National and Chapter membership applications to prospective members, as determined by the Executive Committee.
- j. Perform such other duties as are incidental to the execution of this office or tasks that the Executive Committee may direct.

8. DUTIES OF THE CHAPTER ARCHIVIST (HISTORIAN). The Chapter Historian shall keep a copy of all Chapter programs, any published article concerning the Chapter appearing in a newspaper or magazine, any Chapter publication, and any book, score or concert program submitted by a member of the Chapter.

9. DUTIES OF THE WEBMASTER. The Chapter Webmaster shall have responsibility for the Chapter's relationship with the web builder, for distributing passwords and for giving such technical assistance as may be necessary to the Chapter Officer who maintains the contents of the website.

The Dean, or other designated officer, shall be responsible for maintaining the Chapter Website with the most current information possible. The Website shall include, but not be limited to, the following: a full listing of chapter events for the current year; contact information for Chapter leaders as determined by the Executive Committee; a link to the National AGO Website <http://www.agohq.org>; and any other information useful to individuals interested in contacting the Chapter through the Internet. The Dean shall forward the Chapter's Web address to National Headquarters to enable interested parties to reach the Chapter from a link on the National AGO Website.

10. DUTIES OF THE CHAPLAIN. The Chaplain shall be nominated by the Dean and appointed by the Executive Committee and shall serve a term of one (1) year, with eligibility for appointment to successive terms. The Chaplain shall perform those duties deemed appropriate to the office.

11. EXECUTIVE COMMITTEE (EXECUTIVE BOARD). The Executive Committee is the representative governing body of the Chapter. The Executive

Committee conducts the business of the Chapter when the full membership is not present. The Committee shall consist of all elected officers of the Chapter and all duly elected members of the Executive Committee. All Directors of standing committees and all District, Regional, and National Officers who are members of the Chapter may attend Chapter Executive Committee meetings with voice, but no vote.

12. EXECUTIVE COMMITTEE MEETINGS. The Executive Committee shall meet the second Tuesday in the months of September, October, November, (December), January, February, March, April, May and June. Meetings may also be scheduled for other times as shall be deemed necessary by the Dean. A quorum shall consist of one half the membership of the Executive Committee plus one. The Dean shall provide no less than a fourteen (14) day notice of any meeting of the Executive Committee. Attendance by Executive Committee members is expected at all meetings.

13. GENERAL MEETINGS OF THE CHAPTER. General meetings of the Chapter shall be held once a year at a date to be determined by the Executive Committee. A general meeting may take place at such other time as deemed necessary, with approval of the Executive Committee. Half the membership plus one members shall be necessary and sufficient to constitute a quorum for the transaction of the business of the Chapter.

SECTION 5. DUES OF THE CHAPTER

The AGO National Council determines annual dues for membership in the American Guild of Organists.

SECTION 6. ELECTION PROCEDURES

1. NOMINATING COMMITTEE

The Nominating Committee shall consist of three (3) persons who are voting members of the Chapter in good standing. Not more than one (1) may be members of the Executive Committee. The Nominating Committee is appointed by vote of the Executive Committee upon the recommendation of the Dean (see Section I.2.c). The Nominating Committee shall nominate one (1) or more candidates for each office and candidates for membership at-large on the Executive Committee in place of those whose terms of office are about to expire. The Nominating Committee shall present the slate to the Executive Committee. The slate of candidates shall be recorded in the minutes, published to all chapter members and announced to the general membership according to the schedule required in the National Bylaws. Additional nominations may be made by petition if each petition is signed by five (5) voting members of the Chapter in good standing and submitted to the Chapter Secretary within thirty (30) days of the announcement of the slate to the Chapter membership. The slate of candidates prepared by the Nominating Committee and the names of any candidate duly submitted by petition are not subject to discussion or approval by the Executive Committee and may not be vetoed by the Executive Committee or any member thereof, including the Dean.

Following the Election, the Chair of the Nominating Committee shall contact each elected officer and Executive Committee member to advise him/her that s/he has been elected.

2. ELECTION AND INSTALLATION OF CHAPTER LEADERS

The annual election of Chapter leaders, both Officers and members at-large of the Executive Committee, shall take place by May 31 of each year. Ballots including the Chapter Nominating Committee slate and candidates nominated by qualified petition shall be prepared by the Secretary and distributed either by mail or through an electronic ballot service or at a general Chapter meeting. Sufficient care must be taken to ensure that either the mailed/electronic ballot or notification of the meeting at which voting is to take place reaches every eligible Voting Member. The ballots are to be opened and counted only in the presence of at least two Chapter members in good standing including one member who is not currently serving on the Executive Committee. A plurality of votes cast shall be sufficient for election. Newly elected Chapter leaders shall be installed at the next general meeting of the Chapter. Terms of office begin on July 1.

3. ELECTION OF EXECUTIVE COMMITTEE MEMBERS AT-LARGE.

The duly elected members at large of the Executive Committee shall be divided into three (3) classes, each class having three (3) members. Elected Members at-Large of the Executive Committee shall hold office for a three-year term with the possibility of re-election to a second three-year term. Following a one-year hiatus, previously elected Executive Committee Members-at-Large may be elected to up to two (2) more three (3) year terms. Elections for Committee Members-at-Large are held annually on a rotating basis so that only one class is up for re-election/replacement at a time. An Executive Committee member-at-large shall serve until his/her successor is duly elected and officially installed. At the expiration of the third term, an Executive Committee member must take a one-year hiatus from service after which s/he may run for election to service in this or another capacity.

4. VACANCIES ON THE EXECUTIVE COMMITTEE

Any member of the Executive Committee may resign from his/her position with such resignation submitted in writing to the Executive Committee. The resignation is effective immediately upon its acceptance by the Executive Committee. A vacancy on the Executive Committee that may result from, but not be limited to, resignation or death of a member, or removal of a member for failure to fulfill responsibilities may be filled through appointment by the Dean with approval of the Executive Committee. Any Chapter member 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 for the predetermined term length until the successor has been duly elected and officially installed.

5. REMOVAL FROM OFFICE.

A duly elected Officer or duly elected member at large 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. By simple majority vote the Executive Committee shall authorize the Dean or other officer designated by the Executive Committee to send a formal written notice to the officer or member-at-large in question, stating that action to remove such officer from elected position is pending before the Executive Committee. In the event of such action against the Dean of the Chapter the Sub-Dean shall act as the Chapter's executive officer.
- b. The Executive Committee shall request a response from the Officer or member at large in question within two (2) weeks, or until the next meeting of the Executive Committee, whichever is later. After such time action to remove said Officer or member at large shall require a two-thirds majority vote of the Executive Committee.

SECTION 7. PROGRAMMING POLICY

All programs sponsored by the Chapter must have the approval of the Executive Committee. The Executive Committee must also approve all calendar dates and expenses of all programs sponsored by the Chapter. Any organization wishing to co-sponsor a program with the Chapter shall submit a proposal to the Executive Committee. No member of the Executive Committee or the Chapter shall give confirmation of any event prior to its approval by majority vote of the Executive Committee.

SECTION 8. RESERVE POLICY

1. The chapter's opening balance at the beginning of each fiscal year or remaining at the end of a fiscal year in the closing balance will be the chapter reserve funds.
2. Chapter reserve funds include both designated and undesignated funds.
 - (a) The treasurer will maintain a chapter ledger for all transactions, and will record all activity of deposits and withdrawals of money for both designated and undesignated uses throughout the fiscal year.
 - (b) The chapter executive committee will consider all money in the chapter reserve funds not received by the chapter for a specific purpose to be undesignated funds, which the chapter executive committee may allocate for any use it has approved.

SECTION 9. STANDING COMMITTEES AND OFFICERS

The Dean nominates committee Directors, subject to approval by the Executive Committee, and each committee Director appoints the members of his/her committee. The Dean serves as an ex officio member of all committees.

All Standing Committee Directors must be re-nominated every year, by the Dean, immediately following the Chapter Election, and the nomination must be approved by the Executive Committee. Each Committee Director is responsible for appointing the members of his/her committee.

1. OPERATING PROCEDURES COMMITTEE

The Operating Procedures Committee shall be responsible for keeping the Executive Committee advised of the contents of the National Bylaws, particularly as to the effect of any changes upon the Chapter's own Operating Procedures. This Committee advises the Executive Committee on necessary revisions to Operating Procedures and keeps records of all such policies and procedures as adopted by the Executive Committee, including such amendments and additional policies created by Executive Committee action, with indication of the dates of such actions. (*Note: This is a required Committee for any Chapter that has written its own Operating Procedures.*)

2. NEWSLETTER EDITOR(S)

The Editor(s) of the Chapter Newsletter, (*The Brooklyn Bombarde*), shall have responsibility for gathering and publishing all necessary items and information for the benefit of the members of the Chapter. Such items and information shall include, but not be limited to, the following: announcements of forthcoming meetings of the Chapter; notices of upcoming Chapter program events, a calendar of future programs or events in the community; a list of positions available for church and synagogue musicians; a letter from the Chapter Dean; the Chapter's current Substitute List; and any other such item deemed appropriate by the Executive Committee or the Editors.

3. COMPETITION COMMITTEE

The Competition Committee shall be responsible for conducting the Chapter Competition in Organ Performance. Local competitions held in odd-numbered years shall be governed by the rules of the AGO/Quimby Regional Competitions for Young Organists, such rules being published in the June issue of the previous even-numbered year in THE AMERICAN ORGANIST. Competitions held in even-numbered years shall be sponsored by the Chapter and shall follow procedures conforming to the Chapter's own rules as adopted by the Executive Committee.

In such competitions as are governed by national rules, the Director of the Competition Committee shall keep the Executive Committee advised as to the contents of the national rules, especially the financial obligation of the Chapter to the respective Region of the AGO. The amount of prize money, if any, shall be determined by vote of the Executive Committee, based on recommendation from the Finance Committee. The Competition Committee shall inform any prospective competitors of the competition by announcing the date, location and any other pertinent information in October of each year and shall

announce the competition to the general membership of the Chapter, and the Regional Competition Coordinator, no later than November. The Competition Committee is responsible for publicizing the competition. All press releases and informational mailings or circulars shall bear the logo of the American Guild of Organists and the name of the local Chapter with clearly legible contact information.

The Competition Committee shall submit to the Executive Committee the names of four (4) or more persons to serve as judges for all competitions. The Executive Committee shall approve three (3) judges by way of majority vote. Judges may not include current or former instructors or family members of any competitors.

The Competition Committee may also be asked to supervise the chapter's scholarship auditions, should the chapter choose to hold such an event. The Competition Committee may be organized for the sole purpose of such an event. Scholarship auditions would not need to be governed by the AGO/Quimby Regional Competitions and would not be considered part of the AGO Quimby Regional Competition selection process.

4. DIRECTORY COMMITTEE (YEARBOOK COMMITTEE)

The Yearbook Committee shall publish the Chapter Directory (or Chapter Yearbook) annually. The Yearbook shall include names of all current chapter members in good standing with addresses and other contact information that individual members have authorized to be included. The Yearbook shall also include official addresses and contact information for the Chapter and for National Headquarters, for Chapter officers and committee Directors, and for Regional Councillors and District Conveners. The Yearbook shall also include the following: a schedule of Chapter programs for the year; general information about the Chapter including instructions on using the Chapter placement and substitute organist lists; a listing of names of patrons and sponsors of the Chapter and its activities; the AGO Code of Ethics and Code of Professional Standards; and any other material that the Executive Committee shall deem necessary or helpful to the membership. The Directory (Yearbook) shall be a paper publication only.

5. FINANCE AND BUDGET COMMITTEE

The Finance Committee shall consist of the Treasurer, the Dean, a member of the Executive Committee, and the Sub-Dean. The Executive Committee shall appoint the Director after nomination by the Dean.

The Finance Committee shall prepare a proposed budget for each fiscal year based upon a fiscal year beginning on July 1. The Committee shall submit the proposed budget no later than the February meeting of the Executive Committee. In addition to the annual budget the Committee shall recommend to the Executive Committee policies for financial responsibility relevant to future years.

6. PLACEMENT OFFICER

The Placement Officer shall be responsible for maintaining a current list of positions available for church and synagogue musicians, such list to be available to all members by means of personal contact with the Placement Officer. The Officer shall make

announcements of such positions as appropriate, including publishing them in the Chapter Newsletter and Chapter Website with the institution name, contact person's name and contact information, title or position, salary and benefits, and all other pertinent information available.

7. CALENDAR COMMITTEE (PROGRAM COMMITTEE)

The Program Committee shall be responsible for all programming in the Chapter, including but not limited to recitals, concerts, lectures or other special presentations. This Committee shall be responsible for proposing a program calendar and budget to the Finance Committee and Executive Committee. The Executive Committee shall be responsible for carrying out appropriate logistics and making all arrangements to ensure the smooth coordination of Chapter events.

8. INFORMATION TECHNOLOGY OFFICER

The Information Technology Committee, shall be responsible to assist members with the renewal process as offered by the AGO's ONCARD system when such assistance is required and shall assist the chapter officers in their duties as they relate to ONCARD technology.

The Officer shall also be responsible for coordination of Chapter needs for audiovisual equipment, computer hardware or software and any other equipment or technology needed by the Chapter to carry out its activities. The Information Technology Officer shall also advise the Executive Committee on matters of Information Technology, including but not limited to acquisition or lease of computer or audiovisual equipment, purchase of software, Website policy, or any other technology-related matters that may affect the Chapter.

SECTION 10. AMENDMENTS TO OPERATING PROCEDURES

Following adoption by the Executive Committee and approval by the Chapter membership, the Regional Councillor, and the 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.

WHEREFORE, we, the undersigned members of the Executive Committee of the (Brooklyn Chapter) of the American Guild of Organists, do hereby adopt the above and foregoing OPERATING PROCEDURES to govern the Brooklyn Chapter of the American Guild of Organists, the first day and date mentioned above.

Dean

Date

Secretary

Date

Treasurer

Date