

A S S O C I A T E D
M A L E C H O R U S E S
O F A M E R I C A , I N C .



*THE FELLOWSHIP
OF SONG*

CONSTITUTION AND BY-LAWS

REVISED ON OCTOBER 29, 1994

**ASSOCIATED MALE CHORUSES
OF AMERICA, INC.**

REVISED ON OCTOBER 29, 1994

CONSTITUTION

PREAMBLE

Recognizing the power of music, not only to entertain and instruct, but also to uplift the spirit, arouse the finest instincts and develop the soul of man, certain male choruses hereby associate themselves.

ARTICLE I

This association shall be known as the Associated Male Choruses of America, Inc., hereafter referred to as the Associated.

ARTICLE II

PURPOSE

The objectives of the Associated are the extension of male chorus singing among the men of North America, and through this the promotion of fellowship and good will, the enjoyment and culture of the people, and the development of musical art.

The Associated seeks to: maintain and extend male chorus singing in our culture; create good will through music; use the enthusiasm of singing to interest more men in male chorus activity; bring people of varied vocations, locations and interests to perform, experience and enjoy the unique, rich sound of male chorus music; help organize new choruses; encourage students of music through our scholarship fund program; improve the quality of male chorus repertoire and standard of performance and thus enhance audience enjoyment; and bring before the public music on a unique scale possible only through massed chorus singing utilizing hundreds of voices.

ARTICLE III

MEMBERSHIP

The membership shall be of two classes:

A. CHORUS MEMBERSHIP (Voting)

1. A member chorus shall consist of any male chorus in North America, whose members subscribe to the aims and ideals of the Associated and which has been duly elected in accordance with the By-Laws hereinafter appended.
2. Voting Power shall be vested with the member choruses through their District Governor or District President, and Elected Representatives, and in the manner outlined in the By-Laws.
3. Each member chorus shall have the advantage of all services of the Associated, its officers and offices, as outlined in the By-Laws.

B. INDIVIDUAL MEMBERSHIP (Non-voting)

1. Active. Any dues paying member belonging to a chorus that has paid their current Associated dues. They shall receive the Associated newsletter.
2. Life. There shall be a life membership which shall consist of persons who have complied with the By-Laws requirements. They shall receive the Associated newsletter and minutes of all meetings.
3. Student. Any high school or college student who is a member of a school choir shall indicate they are applying for a student membership. They shall receive the Associated newsletter.
4. Associate. Any paid employee of a member chorus, district, or the Associated. They shall receive the Associated newsletter.
5. Affiliate. Affiliate memberships may be obtained by any unpaid member or employee of a member chorus, district, or the Associated or any person or organization whose aims are consistent with the objectives of the Associated, and who have complied with the BY-Laws requirements. Affiliate members shall receive the Associated newsletter and minutes of all meetings.
6. Honorary. In recognition of distinguished service rendered in the cause of male chorus music, honorary members may be elected by a unanimous vote at any meeting of the Board of Directors. They shall receive the Associated newsletter.

ARTICLE IV
MANAGEMENT

A. ELECTIVE OFFICERS

The elective officers of the Associated shall be Active Members and consist of:

1. President
2. First Vice-President
3. Vice-Presidents at large (as provided for in the By-Laws)
4. Treasurer

B. APPOINTIVE OFFICERS

There shall be appointive officers appointed by the Board of Directors consisting of:

1. Executive Secretary
2. Associated Newsletter Editor
3. Legal Counsel
4. Historian

C. EXECUTIVE COMMITTEE

1. There shall be an Executive Committee consisting of the Elective Officers, the Immediate Past President, plus the Executive Secretary who shall be an Ad Hoc member of this Committee.
2. The Executive Committee shall act for the Associated in the interim between regular meetings.

D. BOARD OF DIRECTORS

1. There shall be a Board of Directors consisting of:
 - (a) The Executive Committee.
 - (b) One (1) elected Active Member representative (President or Governor) from each district.
 - (c) Districts shall elect one (1) Active Member representative per one hundred (100) members, then one (1) Active Member representative for each additional one hundred (100), or major fraction thereof (50 or more), of dues paying singers within the district.
2. The Board of Directors shall conduct all necessary business at the meetings of the Associated. It is expected they will express the thought and feeling of their districts concerning the affairs of the Associated at all meetings.
3. Whenever any vacancy shall exist in the Board of directors, the remaining members of the Board shall function as the full Board until the vacancy is regularly filled.

ARTICLE V

AMENDMENTS

This constitution may be amended by a sixty (60) percent vote of the member choruses through their District Presidents or Governors present, by attendance or written proxy, provided notice in writing of such amendment(s) has been given to all member choruses at least ninety (90) days in advance of such meeting. The President or Governor shall cast one (1) vote for each of the member choruses in good standing that he represents.

BY-LAWS

SECTION I

MEMBER CHORUSES

- A. The Executive Secretary shall examine and pass on all applications for membership as representative of the Executive Committee.
- B. After approval of the application and payment has been made of the per capita dues, the chorus shall become a member chorus in good standing for the current fiscal year. In the event the application is approved after March 1st of any Associated year (ending August 31) the per capita dues shall be one half (1/2) of the annual per capita.
- C. The Board of Directors, at its discretion, shall have the power to drop a member chorus from membership for any action inconsistent with the Constitution and By-Laws. In the event such action is contemplated, notice to the chorus shall be given in writing, with opportunity to be heard on the question before final action is taken.
- D. Reinstatement of former member choruses shall be decided by the Executive Committee.

SECTION II

VOTING POWER

Each member of the Board of Directors, except Appointive Officers and the Immediate Past President, shall be entitled to one vote at all Associated meetings. Written proxies shall be honored only from the Executive Committee members. The President shall cast a vote only to break a tie.

SECTION III

DUES AND FISCAL YEAR

- A. Dues:
All dues will be determined by a sixty (60) percent affirmative vote of the total members of the Board of Directors declared at any regular or special meeting called for such purpose, providing written notice of such intention is given ninety (90) days in advance of such meeting to all member choruses.
1. Active members shall pay annual per capita dues for the Associated year.
 2. Life Membership shall not be less than one hundred dollars (\$100). This membership is a one time assessment.
 3. Student members shall pay annual per capita dues for the Associated year. In no event shall student dues exceed one-half (1/2) of the dues paid by active members during any fiscal year.
 4. Associate members shall pay annual per capita dues for the Associated year.
 5. Affiliate members shall pay annual per capita dues for the Calendar year.
 6. Honorary members shall be exempt from dues.
- B. Per Capita:
1. The Executive Secretary shall send statements to the District Secretary / Treasurer by September 1st of the Associated year for the per capita dues of active members for the ensuing year (September 1 to August 31).
 2. Each District Secretary / Treasurer shall collect per capita dues from member choruses and remit to the Executive Secretary.
 3. Per capita is due on November 1st of each year. If not paid by December 31st of the current year, said member chorus shall not be in good standing.
- C. Fiscal Year:
1. The fiscal year of the Associated shall end on August 31 of each year.

SECTION IV

MEETINGS

- A. The Associated Board of Directors shall hold an annual business meeting in the fall of each year. There shall be a mid-year meeting in the spring each year. . The Board of Directors will set meeting dates at least one (1) year in advance of the meeting. Additional meetings of the Board or the Executive Committee may be called provided a thirty (30) day written notice is given to all affected members.
- B. Presence of a quorum is required to transact business at any meeting. A simple majority of the Board of Directors and/or their proxies shall constitute a quorum.
- C. All District and regular standing committee reports shall be filed in writing with the Executive Secretary at a regular meeting.
- D. All meetings of the Board of Directors, and the respective committees, shall be governed by Roberts Rules of Order Revised.
- E. The President may call a meeting of the Executive Committee if he deems it necessary.
- F. Elective, Appointive Officers, and Standing Committee Chairmen required to attend Associated meetings, may be reimbursed for travel expenses in order to attend these meetings. The amount of this reimbursement shall be determined annually by the Board of Directors at the fall annual meeting and awarded at their discretion.

SECTION V

ELECTIONS

- A. All officers shall be elected for a term of two (2) years.
- B. Elections shall take place at the fall annual meeting, with those elected taking office immediately following the election.
- C. The officers shall be elected by a simple majority vote of the Board of Directors present and/or their proxies. Slate of proposed officers shall be sent to each Director at least thirty (30) days prior to the election.
- D. The President and all Vice-Presidents shall not hold the same office for more than two (2) consecutive terms.

SECTION VI

DUTIES OF OFFICERS

A. ELECTED:

1. President: He shall preside at all Associated meetings. He may act as a member of any committee and is responsible for any activity that will help the committee function. He has the power and authority to appoint committees and select chairmen for those committees. He shall attend as many District and International Sings as possible.
2. First Vice-President: He shall assume the duties of the President during his absence. He shall perform any other duties assigned him by the President.
3. Second Vice-President: He shall assume the duties of the President in the event of the absence of both the President and the First Vice-President. He shall perform any other duties assigned him by the President.
4. Third Vice-President: He shall assume the duties of the President in the event of the absence of the President and First and Second Vice-Presidents. He shall perform any other duties assigned him by the President.
5. There shall be no more than three (3) Vice-Presidents elected at large from the Associated by the Board of Directors.
6. Treasurer:
 - (a) He shall deposit all monies of the Associated in a depository account approved by the Board of Directors, shall pay all bills contracted by the Associated and shall perform such other duties as are incidental to his office.
 - (b) He shall be bonded if deemed necessary by the Executive Committee in a suitable bonding company at the expense of the Associated and his accounts shall be audited at the end of the fiscal year by an auditing committee appointed by the President.
 - (c) He shall prepare a budget for the following choral year to be presented at each spring mid-year meeting.
 - (d) He shall maintain the Associated accounting records and disburse both the Scholarship and General funds.
 - (e) He shall with the Executive Secretary report the status of the Associated to the Board of Directors.
 - (f) He shall (in cooperation with the Executive Secretary) provide information which may be required by the Internal Revenue Service.
 - (g) He shall be a member of the Scholarship Committee.

B. APPOINTIVE:

1. Executive Secretary:

- (a) He shall be reimbursed for services rendered as determined by the Board of Directors.
- (b) He shall mail to appropriate members and district Secretary /Treasurers bills, for per capita and monies due, and shall promptly transfer to the Treasurer, monies received taking the Treasurer's receipt thereof.
- (c) He shall be bonded if deemed necessary by the Executive Committee in a suitable bonding company at the expense of the Associated and his accounts shall be audited by the same auditing committee appointed to audit the Treasurer's accounts when office changes or when needed.
- (d) He shall maintain all records of the Associated, prepare minutes of all meetings and notify all members of the Board of Directors at least thirty (30) days in advance of pending meetings.
- (e) He shall be responsible for the arranging of meeting facilities and consult with the Executive Committee to establish meeting agendas.
- (f) He shall be an Ad Hoc member of the Scholarship Committee.
- (g) He shall with the Treasurer report the status of the Associated to the Board of Directors.
- (h) He shall contact prospective choruses through written correspondence and by personal contact whenever possible.
- (i) He shall promote the activities of the Associated by appearances at as many International functions as is possible.
- (j) He shall be responsible for the inventory of official Associated supplies available for sale. Monies collected from such sales shall be transferred to the Treasurer.
- (k) He shall perform such other duties as may be assigned to him by the President or the Board of Directors.

2. Legal Counsel:

He shall be available to the Board of Directors and all member choruses for legal advice.

3. Associated Newsletter Editor:

He shall be responsible for gathering and compiling information regarding Associated, district, and chorus activities and disseminating same in the newsletter in a manner directed by the Board of Directors.

4. Historian:

He shall be responsible for gathering and maintaining all pertinent historical data regarding Associated, district, and chorus activities past and present.

SECTION VII

VACANCIES

Should a vacancy occur in any of the elected or appointive offices, replacements shall be made by a simple majority vote of the Executive Committee to fill the remainder of the term.

SECTION VIII

DISTRICTS

- A. The Board of Directors shall have the power to organize district organizations of the member choruses. A district shall be composed of two or more member choruses in good standing within a prescribed area (usually geographic). No chorus in such area may belong to another district organization unless that chorus obtains the consent of the Board of Directors.
- B. A member chorus of the Associated must also be a member in good standing of the district in which the chorus is located when a district exists. The Board of Directors may fix geographical boundaries for the district organizations.
- C. The prime function of the district organization is to uphold and promote the aims, objectives, and ideals of the Associated as outlined in the Constitution.
- D. No member chorus shall be transferred from one district to another without the consent of the District's Official Board and the Board of Directors of the Associated.
- E. No District shall be removed from or combined with another District without the consent of all District Boards involved.
- F. Each District shall elect its own officers, who shall be responsible for the affairs of the Associated within the District.
- G. In addition to the regular duties of the District Officers, it shall also be the responsibility of the District Secretary/Treasurer to send statements of per capita dues to active District choruses. The District Treasurer shall be responsible for the collection of such monies and for transmittal of those funds to the Associated Executive Secretary.
- H. Member choruses must remain in good standing with the District and the Associated.
- I. No member chorus may participate in a District or International Big Sing unless per capita is paid in accordance with Associated and/or District By-Laws.

SECTION IX

COMMITTEES

The President shall appoint all long term (standing) and short term committees. These committees shall report directly to the President unless otherwise charged.

- A. Long term (standing) committees shall consist of the following:
1. **Audit:**
Annually review and audit all books and accounts pertaining to the Associated.
 2. **Common Repertoire:**
Review choral selections recommended as additions or deletions to the Associated Common Repertoire and all related activities as outlined in the Common Repertoire Policy Statement.
 3. **Music Reviewer:**
He shall be responsible for reviewing available male chorus music and disseminating that information through the newsletter.
 4. **Promotion and Publicity:**
Responsible for all publicity and promotions furthering the objectives of the Associated.
 5. **Constitution and By-Laws:**
Periodically review for additions and revisions.
 6. **International Big Sing:**
Provide assistance to the host chorus with planning and promoting International Big Sings as set forth in the most current International Big Sing Policy Statement.
- B. Short term committees shall consist of the following:
1. **Nominating Committee:**
The Nominating Committee shall be appointed by the President with the approval of the Board of Directors. The committee shall consist of the Immediate Past President as its chairman and two (2) other active members of the Associated. This committee shall be appointed at the annual meeting one (1) year prior to the election. The Committee shall present the names of the candidates for office at the spring meeting prior to the election. The names of the candidates should appear in the Associated newsletter in the issue closest to the election. At the time of the election, nominations will be taken from the floor, and those names added to the list of candidates. The Nominating Committee will be dissolved at the end of the election.
 2. Such other committees as deemed necessary by the President.

- C. Scholarship Fund:
The Scholarship Fund shall be administered in accordance with the Scholarship Fund Policy Statement. The Chairman shall be elected by the Board of Directors.
1. Trustees:
There shall be a minimum of three (3) Trustees to administer the Scholarship Fund.
 - a. A Chairman
 - b. The Associated Treasurer
 - c. The Associated Executive Secretary
 - d. Any other members as the Executive Board may deem desirable.
 2. Responsibilities:
Conduct all scholarship activities including but not limited to, selection of recipients and disbursement of all funds and the accounting thereof.

SECTION X

PUBLICATION

- A. The Associated newsletter is the official publication of the Associated. It will be issued at regular intervals to report the activities and objectives of the Associated.
- B. The editor of the Associated newsletter, who is appointed by the Board of Directors, shall be reimbursed for services rendered at a rate to be determined by the Board of Directors.
- C. The Associated newsletter shall be called the Chorister.
- D. Each District shall make its own determination with regard to a District publication. In no event shall the Associated be responsible for any District publication.

SECTION XI

BIG SINGS

- A. District Big Sings shall be under the supervision of the District Board of Directors, and shall be conducted at the expense of the District and/or their member choruses.
- B. International Sings may be held at five (5) year intervals, or at a time to be determined by the Board of Directors. They will be open to all member choruses of the Associated or individual chorus members in good standing within their District and the Associated. These sings may, with the consent of the Board of Directors, be operated by member choruses and/or sponsored by civic or fraternal organizations. A Big Sing Supervisory Committee will be appointed by the President to assist with planning the sing, and to be sure the most current Big Sing Policy Statement is complied with.
- C. The host chorus of a District or International Big Sing shall contribute ten (10) percent of the net profit of the Big Sing to the Associated. A written report with payment shall be sent to the District Secretary/Treasurer and by him to the Executive Secretary of the Associated within sixty (60) days after conclusion of the Big Sing.
- D. The Associated banner shall be available for use by any member chorus hosting a Big Sing.

SECTION XII

AMENDMENTS

Amendments to these By-Laws may be made at any regular or special meeting of the Associated provided the following conditions are met:

- A. There must be a quorum present.
- B. Written notice of the proposed amendment(s) must be given to all member choruses at least ninety (90) days prior to the meeting.
- C. These By-Laws may be amended by a sixty (60) percent vote of the member choruses through their District Presidents or Governors present, by attendance or written proxy, provided notice in writing of such amendment(s) has been given to all member choruses at least ninety (90) days in advance of such meeting. The President of Governor shall cast one (1) vote for each of the member choruses in good standing that he represents.

SECTION XIII

TERMINATION

Upon termination of the organization, any residue left shall go to the Associated Male Choruses of America, Inc. Scholarship Fund, or such charitable trust as the last Board of Directors shall direct. Any organization and/or fund that said residue is directed to must qualify under section 501c3 of the Internal Revenue Services Code.