

The Greater Bridgeport Chapter of the American Guild of Organists Operating Procedures

On this 15th day of May, 2018, the undersigned members of the Board of the Greater Bridgeport 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 April 24, 2006. Minor revisions and clarifications were made on the 23rd day of September, 2018 to these procedures, based on feedback received from the Northeast Region Councilor.

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

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.

OFFICERS. Elected officers of the Chapter shall be the Dean, Sub-Dean, Secretary, and Treasurer. Officers shall serve a term of two years, with the possibility of re-election to a second consecutive two-year term. The Board may choose to nominate a Treasurer for subsequent terms if it deems necessary, due to the learning curve and specialized skills required in that position, which includes financial oversight of the M. Louise Miller—Paul E. Knox Scholarship Fund.

BOARD. The elected officers of the chapter, elected at-large members, and appointed coordinators/committee chairs compromise the Board of the Chapter. Appointed positions may be created and filled by vote of the board. Current such positions are described in section 6. The Board is the representative governing body of the Chapter, conducting the routine business of the Chapter. Board members (whether elected or appointed) have one vote even if they serve in multiple elected or appointed positions. Six (6) members shall constitute a quorum of the Board. Members may vote on a matter electronically if it must be dealt with at a time other than a regularly scheduled meeting of the Board.

BOARD MEETINGS. The Board shall meet regularly and, generally, at least three times a year. The Dean may call meetings, and shall provide no less than fourteen (14) days' notice of any meeting of the Board. Attendance by Board members is expected at all meetings.

GENERAL MEETINGS OF THE CHAPTER. General meetings of the Chapter shall be held at least once per year and may take place at such other time as deemed necessary, with approval of the Executive Committee. Twelve (12) members shall be necessary and sufficient to constitute a quorum for the transaction of the business of the Chapter.

DUES OF THE CHAPTER. The AGO National Council determines annual dues for membership in the American Guild of Organists. The Chapter shall collect membership dues according to these policies as embodied in the instructions issued annually from National Headquarters and using the ONCARD automated membership payment system.

SECTION 5. OFFICER AND CHAPTER LEADERSHIP ROLE DEFINITIONS.

1. **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 Board when present.
 - b. Nominate the directors of all standing committees for appointment by the Board.
 - c. Nominate, for appointment by the Board, a person or persons to fill vacancies that may occur as the result of death, resignation, incapacity, removal or disqualification of any officer or duly elected or appointed member of the Board.
 - d. Create, with the approval of the Board, committees and coordinate the work of the officers and standing committees.
 - e. Serve as ex-officio member of all committees, excluding the Nominating Committee, should one be convened.
 - 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, resolutions and such 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 Board. Be a signatory on Chapter accounts, or designate one or more signatories in addition to the Treasurer.

- i. Serve as primary Chapter liaison with the District Convener, Regional Coordinator for Professional Development, Regional Coordinator for Education, Regional Coordinator for Competitions, Regional Councilor and Executive Director of the Guild.
 - j. Remain in office for a term of two (2) years, with the possibility of nomination for re-election to a second consecutive two-year term.
 - k. Perform such other duties as are incidental to the execution of this office or that may be required of the Dean by the Board.
2. 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. In addition the Sub-Dean will:
- a. Coordinate chapter programming, and, as such, be responsible for planning the annual program of activities for the Chapter, subject to Board approval.
 - b. Remain in office for a term of two (2) years, with the possibility of nomination for re-election to a second consecutive two year old.
 - c. 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.
 - d. 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.
3. DUTIES OF THE SECRETARY. The Secretary shall keep record books belonging to the Chapter and have custody of the minutes of the meetings of the Executive Committee and of general meetings of the Chapter.
- a. Minutes of the Board shall include the names of those members who are present and absent as well as copies of the reports from all committees.
 - b. Working with Dean, shall issue notices for all meetings of the Board.
 - c. Be the recorder of minutes at meetings of the Board.
 - d. Written minutes shall be distributed to all Board members at the next meeting of the Board or earlier at the request of the Dean.
 - e. Keep a copy of the minutes of all meetings of the Board and general membership.

- f. Shall remain in office for a term of two (2) years, with the possibility of nomination for reelection to a second two year term.

4. 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. These shall include:
 - 1. Assets, liabilities and fund balances.
 - 2. Revenue and operating expenses.
 - 3. All other financial records and documents deemed necessary by the Board.
- 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 Board.
- c. Be familiar with the AGO's membership database and systems and liaison with National Headquarters as needed regarding payment of dues.
- d. Disburse, or supervise the disbursement of, all other funds of the Chapter, in accordance with the authority granted by the Board, and keep accurate records thereof.
- e. Prepare and submit such reports or statements of the Chapter's finances and accounts as may be requested by the Board. Reports will be given at all Board meetings and at the Annual Meeting of the Chapter.
- f. Sign and/or countersign such instruments requiring his/her signature.
- g. Make periodic recommendations to the Board on determining an annual budget for the Chapter and on management of the Chapter's assets.
- h. Manage Chapter PayPal and associated bank accounts. Ensure that the annual IRS 990N filing is made in a timely and accurate fashion.
- i. Oversee Appointed (Standing) Treasurers for specific Chapter long-term programs, as designated by the Board. Any such Treasurer must report all activities at every Executive Committee Meeting with responsibilities set by the Board. Any such Treasurer will work cooperatively with Chapter Treasurer to ensure integrity and transparency for all finances using the single IRS Tax Employer Identification Number (EIN).

Such standing Treasurers currently include:

- 1. M. Louise Miller – Paul E. Knox Scholarship Fund

5. DUTIES OF COORDINATORS OR STANDING COMMITTEE CHAIRS. Coordinators and Standing Committee Chairs serve specific Chapter functions and are members of the Board. Coordinators or Committees are:

- a. Created and populated by the approval of the Board.
- b. Populated, in most cases, by chapter members with relevant skills and interests.
- c. Can enlist other chapter members, officers or other Board members to form a committee.
- d. Remain appointed without term limits, to maintain consistency in operation.
- e. Attend and report at all Board meetings.
- f. Can be replaced by Board approval due to changing needs of the Chapter.

SECTION 6. COORDINATORS AND STANDING COMMITTEES.

1. COMMUNICATIONS – gathering, publishing, disseminating, and promoting chapter events and information to members and the community. This includes the website, social media, e-blasts, communications from other chapters and musical organizations, member news, and submissions to print, broadcast, and digital media. Such items and information shall include, but not be limited to, announcements of forthcoming meetings of the Chapter; notices of upcoming Chapter program events; job postings; member and area music events, and any other item deemed appropriate by the Board or at the discretion of the Communications Coordinator or Chair. The Webmaster reports to the Communications Coordinator or Chair. The Webmaster maintains and updates the website and makes recommendations for its hosting, design platform, and development. S/he may also provide advice to the Board on all appropriate technology including issues of privacy and the protection of digital chapter history, as well as interface with National Headquarters as new technology services are introduced or updated. The Webmaster may be a chapter member or a friend of the chapter, and also may be an independent contractor or a vendor who is engaged by the Board to maintain the website.
2. MEMBERSHIP & OUTREACH — welcomes new members, guides the Chapter’s strategy for engaging church musicians who are not currently members, follows up with members regarding renewals, and assists members who need help negotiating the online renewal process. This position requires facility with the Guild’s membership databases and systems.
3. M. LOUISE MILLER – PAUL E. KNOX SCHOLARSHIP – committee consisting of competition Judges and Treasurer to define/refine annual competition program, promote awareness of the program to prospective contestants, judge contestants,

choose and publicize winners, process awards, work with Chapter Sub-Dean and Board to involve winners in future chapter programs where possible; manage, in conjunction with Chapter Treasurer, Scholarship Investment and Checking Account funds.

4. CHAPLAIN – performs those duties deemed appropriate to the office; as an advisor to the Board on appropriate issues, as an “on-call” advisor to Chapter members seeking support, and as leader or host of Chapter events involving clergy or comprising worship events. The Chapter should not expect the Chaplain to be an advocate for Chapter members involved in disputes or act as a spokesperson for the Chapter on spiritual matters, since the Guild is non-sectarian.
5. HISTORIAN – gather and organize artifacts and information to advise Chapter Board and Membership on past and upcoming accomplishments and events.
6. CAREER DEVELOPMENT & SUPPORT– due to the diversity of needs of Chapter membership, and the diversity of skills present in the Chapter, many different members may provide support and skills to chapter members. Support might be provided in areas such as skills in seeking employment, negotiation with potential employers, conflict resolution, copyright law issues, performance evaluation, and other topics, within the guidelines set by the Guild. The Dean and Sub-Dean will attempt to refer members, upon request, to the appropriate Chapter member who may best be of help. Thus, this area may or may not involve a coordinator or standing committee, as appropriate.
7. MEMBERS-AT-LARGE – up to two (2) members elected annually to a two (2) year term and eligible for re-election. Member at large are often future (or past) officers, coordinators, or standing committee chairs, or bring unique skills to the Board. Normally, service as a coordinator/ committee chair, and/or substantial work in support of one or more chapter events each year is an expected part of this role.

SECTION 7. ELECTION PROCEDURES

A Nominating Committee, consisting of Chapter members in good standing, shall be appointed by the Board annually or biennially. The Nominating Committee is appointed by vote of the Board upon the recommendation of the Dean (see Section I.2.c).

The National bylaws state:

Section 3. Chapter Office. Chapters may hold elections annually, or biennially in even-numbered years. In either event, in the year prior to the election, the Executive Committee of each Chapter shall, not later than December 31, appoint a Chapter Nominating Committee of at least three (3) members, a majority of whom shall not be members of the Chapter Executive Committee. The Chapter Nominating Committee shall nominate one or more candidates for each Chapter Office and an excess of candidates for membership at large on the Executive Committee in place of those whose terms of office are about to expire.

The slate prepared by the Chapter Nominating Committee shall be delivered to the Executive Committee, recorded in the minutes and announced to the Members of the Chapter prior to March 1 of the election year. Additional nominations may be made by petitions signed by at least five (5) Chapter Voting Members in good standing. Such petitions must be received by the Secretary prior to April 1, or within thirty (30) days after the notification of the members of the Chapter Nominating Committee's slate, whichever is later. 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 e-mail (in the form of proxies) or at a general Chapter meeting. Sufficient care must be taken to ensure that either the mailed ballot or notification of the meeting at which voting is to take place reaches every eligible Voting Member. The election shall be concluded by May 31 of the election year. A plurality of votes cast in person or by proxy shall be sufficient for election.

The annual election of Chapter leaders, both Officers and Members-at-Large, shall normally take place at the annual business meeting. A simple vote by show of hands is sufficient unless there is a need to use unsigned written ballots. Where ballots are used they are to be counted only in the presence of at least two Chapter members in good standing, including one member who is not currently serving on the Board. A plurality of votes cast shall be sufficient for election.

Newly elected Chapter leaders shall be installed at the Annual Meeting of the Chapter. Terms of office begin on July 1.

SECTION 8. VACANCIES ON THE BOARD.

Any member of the Board may resign from his/her position with such resignation submitted in writing to the Board. The resignation is effective immediately upon its acknowledgement by the Board. A vacancy may result from, but not be limited to, resignation or death of a member, or removal of a member for failure to fulfill responsibilities. Such vacancies may be filled through appointment by the Dean. 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.

SECTION 9. REMOVAL FROM OFFICE.

A duly elected Officer, Coordinator/Committee Chair or duly elected member at-large of the Board may be removed from office due to inability or failure to fulfill his/her responsibilities only by action of the Board as follows:

A. By simple majority vote the Board shall authorize the Dean or other officer designated by the Board to send a formal written notice to the person in question, stating that action to remove such officer from elected or appointed position is pending before the Board. 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 Board shall request a response from the person in question within two (2) weeks. After such time action to remove said person from office shall require a two-thirds majority vote of the Board.

SECTION 10. PROGRAMMING POLICY.

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

SECTION 11. AMENDMENTS TO OPERATING PROCEDURES.

Following adoption by the Board and approval by the Chapter membership, the Regional Councilor, and the national Vice President, these OPERATING PROCEDURES and any provision thereof may be amended at any time by action of the Board. Changes in procedures affecting elections also require approval of the Chapter membership, as described below. In any vote, 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.

Amendment of policies governing Chapter elections requires a vote of the Chapter membership, Chapter procedures being parallel to and in keeping with the rules governing national elections in National Bylaws (Article VI, Section 1): "All Bylaws of the Guild shall be subject to alteration or repeal, or new bylaws adopted, by the affirmative vote of two-thirds of the National Council at any meeting of the National Council. If any Bylaw regulating the number of members or method of electing the National Council is adopted, amended, or repealed by the National Council, such Bylaws must be approved by vote of the Members.")

WHEREFORE, we, the undersigned members of the Board of the Greater Bridgeport Chapter of the American Guild of Organists, do hereby adopt the above and foregoing OPERATING PROCEDURES to govern the Greater Bridgeport Chapter of the American Guild of Organists, the first day and date mentioned above.

[Signature]

Dean

May 15, 2018

Date

Benedetto Ales

Sub-Dean

5.15.18

Date

Alex M. Caldwell

Secretary

5-15-18

Date

Paul Thomas

Treasurer

5-15-18

Date

Approval by Chapter Membership:

5-19-18

Date