

San Diego AGO Chapter Operating Procedures

Article I

Name and Organization

Section 1: The name of this organization shall be the San Diego Chapter of the American Guild of Organists.

Section 2: The San Diego Chapter is chartered by the American Guild of Organists, a national non-profit educational corporation, and the purposes and government of the Chapter shall conform to that of the National organization.

Article II

Membership

Section 1 - Classes of Members: Membership shall be as defined in Articles III and VII of the Bylaws of the American Guild of Organists. Membership shall consist of Voting Members (General, Certificated, and Dual) and Non-Voting Members (Chapter Friends and Chapter Honorary Members).

Section 2 – Dues:

- Dues for Voting Members shall be as prescribed by the National Council.
- National and Chapter dues for Chapter Honorary Members shall be paid by the Chapter.

Article III

Organization and Governance

Section 1: The governance of the Chapter is vested in the Chapter Officers and the Board of the Chapter.

Section 2 – Chapter Officers: The Chapter officers shall consist of a Dean, a Sub-Dean, a Secretary, a Treasurer, a Registrar and two Auditors. The election of officers shall take place by mail. Chapter officers shall hold office for two years or until their successors are duly elected. The terms of all Chapter officers shall begin on July 1. No Chapter officer shall serve more than two successive terms in any one Chapter office. Chapter Officers are expected to attend all Chapter Board meetings. Terms of office vacated before the end of such term may be filled by a simple majority vote of the Chapter Board. Such appointments shall be effective until the time of the next regular election.

- The Dean shall be the chief executive office of the Chapter. The Dean shall preside at all meetings of the Chapter and the Chapter Board, and shall be an ex-officio member of all standing and special committees of the Chapter. The Dean shall appoint a Chaplain and a Historian and shall be responsible for selecting the chairpersons of all standing and special committees, with the concurrence of the Chapter Board, and shall ensure, in consultation with

the Treasurer, the preparation of the annual budget, which shall be presented to the Chapter Board for approval at its June meeting. The Dean shall supervise the publication of the newsletter.

- The Sub-Dean, as Program Committee Chair, shall, with the Program Committee, be responsible for the planning and execution of all programs sponsored by the Chapter, with the exception of the Scholarship Auditions and Pipe Organ Encounters. The Sub-Dean will work with the Treasurer and the Dean in planning the budget and is responsible for furnishing copies of contracts to the Dean and any Co-Sponsors. The Sub-Dean shall preside for the Dean at any meeting which the Dean is unable to chair and shall assist the Dean in any necessary matters.
- The Secretary shall be responsible for recording the actions of the meetings of the Chapter and the Chapter Board. The Secretary shall have custody of the records of the chapter for the past two years and shall transfer to the Historian any records which are older than two years in June of each year.
- The Treasurer shall have supervision over the management of the funds of the Chapter and shall keep, or cause to be kept, full and accurate records and accounts of receipts and disbursements in books belonging to the Chapter. The Treasurer shall, at each regular meeting of the Chapter Board, submit a report of all receipts and disbursements since the last report, and report the current year-to-date status of receipts and expenses as they relate to the budget for the year. The Treasurer shall send acknowledgements of donations received to all donors, as well as to the honorees or family thereof, if any.
- The Registrar shall collect all dues and deliver said monies to the Treasurer, report membership information to AGO National Headquarters and the Treasurer and Newsletter Editor. The Registrar shall provide membership forms upon request and send Chapter membership renewal forms and dues statements to all Chapter members.
- The Auditors shall examine the Chapter financial records at the end of each fiscal year, and at any other time deemed advisable by the Chapter Board, and shall submit a report of each audit at the next regular Chapter Board meeting.

Section 3 - Chapter Board: The Chapter Board shall consist of the Chapter Officers, six (6) Members-at-large, and, for one year, the immediate past Dean. Members-at-large hold office for a period of two (2) years, or until their successors are duly elected. One half of the Members-at-large shall be elected each year in May, and their terms shall begin on the following July 1.

Section 4 – Investment Committee: The Investment Committee shall consist of three persons, appointed by the Dean and approved by the Chapter Board. One of the three shall be an elected Auditor. The Committee shall elect their own Chairperson each year, who shall be responsible for the preparation for all required reports. The two non-Auditor members shall be the co-signers on all transactions of the Investment Committee. The Investment Committee shall be responsible for the

receipt and management of all Endowment, Memorial, and Scholarship funds and of such other funds as may be established, and shall make all decisions as to the method of fund investment and distribution of proceeds, subject to Chapter Board approval. These funds shall be separate and distinct from the operating funds of the Chapter. The Investment Committee shall make a quarterly financial report to the Chapter Board.

Section 5 – Standing Committees: Standing Committees shall include committees for Program, Courtesy, Social, Education/Scholarship, and other purposes as may be deemed necessary. Their duties shall be such as are usually assigned to such committees. These committees are responsible to the Chapter Board for approval of their actions and shall report to the Chapter Board as required.

Article IV Meetings

Section 1: The Chapter shall hold a minimum of one (1) general Chapter meeting per year for the installation of Officers, reports from the Officers and Chapter Board on the condition of the Chapter, and the transaction of any business that shall come before the Chapter. At all meetings of the Chapter the presence at the commencement of each meeting of not less than twenty-five percent of the membership, or twenty-five members, whichever is fewer, shall be necessary and sufficient to constitute a quorum for the transaction of any business.

Section 2: The Chapter Board shall meet on a periodic and timely basis and shall be empowered to transact the business of the Chapter between general Chapter meetings. All actions of the Chapter Board are subject to ratification by the Chapter. At all meetings of the Chapter Board, the presence at the commencement of such meeting of not less than a simple majority of the elected members thereof shall be necessary and sufficient to constitute a quorum for the transaction of any business.

Article V Elections

The Chapter Board shall, not later than December 31 of each year, appoint a Chapter Nominating Committee of at least three (3) members, a majority of whom shall not be members of the Chapter Board. The Chapter Nominating Committee shall nominate one candidate for each Chapter Office (if terms are due to expire the following June).

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 petitions shall be prepared by the Secretary and distributed either by 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.

Article VI Disbandment

The Chapter may be disbanded by the National Council upon written request of the Chapter or by recommendation of the Regional Councilor. Prior to action by the National Council, a committee of Officers and Members of the Chapter may give reasons for or against the disbandment in writing to the National Council.

In the event of disbandment, each Member of the Chapter may (1) transfer individually to any other Chapter which the Member may choose, or (2) join as an Independent Member. The assets and property of the Chapter remaining after payment of expenses and satisfaction of all liabilities shall accrue to the Guild for distribution as determined by the National Council for the nonprofit purposes of the Guild.

Article VII Amendment of Procedures Manual

Section 1 – Procedure: The Operating Procedures of the Chapter shall be reviewed every two years to insure compliance with AGO National Bylaws. The Operating Procedures shall be subject to alteration or repeal, or new Operating Procedures may be adopted by the affirmative vote of two-thirds of those present and voting at any meeting of the Chapter Board. Such alteration, repeal, or addition of Operating Procedures shall be proposed in writing to the Chapter Board with notice of the meeting at which they shall be first discussed. The Chapter membership shall be notified promptly of any such change.

If any Operating Procedure regulating the number of members on, or method of electing the members of the Chapter Board or Investment Committee is adopted, such amended or repealed procedures must be approved by the affirmative vote of two-thirds of those present and voting at a meeting of the Chapter. The proposed change shall be published in writing to the Chapter with notice of the meeting at which they shall be first discussed.

Section 2 – National Bylaw Changes: At any time that changes in the National Bylaws should bring these Operating Procedures into conflict with the National Bylaws, such changes shall take precedence automatically.

**Article VIII
Transition**

Section 1 – Effective Date: These Operating Procedures shall be considered a restatement in entirety of the Procedures Manual Revision of June 1988, and will take effect on July 1, 2009.