

Operating Procedures to Govern

Toledo Chapter

American Guild of Organists

On this July 1, 2022, the undersigned members of the Executive Committee of the Toledo 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.

Section 1. NAME. The name of this organization shall be the Toledo 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 officers of the Chapter shall be the Dean, Sub-Dean, Secretary, and Treasurer. These officers shall be elected for a term of 2 years and may serve two consecutive terms.

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 disqualification 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 the 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 two (2) years, with the possibility of nomination for re-election.
- 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.

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 will serve as Director of the Program Committee (ref. Section VIII, paragraph 8 below) and as such be responsible for planning the annual program of activities for the Chapter.

The Sub-Dean shall remain in office for a term of two (2) years, with the possibility of nomination for re-election. 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. 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.

4. 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. 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 committees. The Secretary shall issue notices for all meetings of the Executive Committee. Shall maintain the Chapter email account including a current email list of active members and at large contacts. The Secretary shall make such reports and perform such other duties as are incidental to the execution of this office or that may be required by the Executive Committee.

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. These shall include
 - (1) Assets, liabilities and fund balances.
 - (2) Revenue and operating expenses.
 - (3) Scholarship Fund
 - (4) All other financial records and documents deemed necessary by the Executive Committee.
- 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. Send to National Headquarters the portion of members' dues required, according to the current dues structure of the American Guild of Organists as approved by National Council.
- d. 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.
- e. Prepare and submit such reports or statements of the Chapter's finances and accounts as may be requested by the Executive Committee.
- f. Sign and/or countersign such instruments requiring his/her signature.
- g. Collect and process member dues
- h. Make periodic recommendations to the Executive Committee on determining an annual budget for the Chapter and on management of the Chapter's assets.
- i. Submit annual reports for both the Internal Revenue Service (990-N) and the Ohio Charitable Organization.
- j. Perform such other duties incidental to the execution of this office that may be required by the Executive Committee.

6. DUTIES OF THE MEMBERSHIP COORDINATOR. The Membership Coordinator shall be custodian of the membership records of the Chapter and, as such, shall have the following duties and responsibilities:

- a. Report to AGO National Headquarters the names of all members who have paid dues, including information on 1) class of membership (voting member, chapter friend, subscribing member), 2) information on membership history (renewal, new member, reinstatement of lapsed member) and 3) dues category (student, regular, senior, partner, etc.) A copy of this list also is provided to the Chapter Treasurer.
 - b. Gather current information for the Chapter Yearbook or Directory and provide this information to the Treasurer, the Yearbook or Directory Editor and the Newsletter Editor.
 - c. Shall publish the annual Chapter Yearbook (or Chapter Directory). 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.

- d. Provide appropriate membership forms upon request. Assist members when needed with the online AGO application/ renewal process.
- e. Serve as key contact person for members and prospects seeking information about membership categories, benefits, dues, etc.
- f. Perform such other duties as are incidental to the execution of this office or tasks that the Executive Committee may direct.
- g. As needed, the MEMBERSHIP COORDINATOR may recruit Chapter members to assist with some tasks (i.e. produce yearbook, etc.)

8. DUTIES OF THE CHAPTER 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. The Chapter Historian shall copy or electronically scan all items and maintain them in an readily accessible file for a period of 4 years. Annually, the Historian will transfer all original items to the Canaday Center at the University of Toledo where the permanent archives of the Chapter are stored.

9. DUTIES OF THE NEWSLETTER EDITOR.

- a. The Editor of the Chapter Newsletter, 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; and any other item deemed appropriate by the Executive Committee.
 - b. The Editor shall maintain the email contact list for the Newsletter (Mailchimp) in coordination with the Secretary.
 - c. The editor shall communicate current information to the webmaster (System Foundry) for inclusion on the website.
-

10. DUTIES OF THE PUBLICITY OFFICER.

- a. The Publicity Officer shall have responsibility for all publicity concerning Chapter meetings, public programs, recitals and any other activities of the Chapter, as the Executive Committee deems necessary. The logo of the American Guild of Organists shall be used in all printed publicity materials.
- b. Shall gather information about the Chapter and its activities and events each month and forward such information to National Headquarters for publication in THE AMERICAN ORGANIST, and such other reporting as may be deemed necessary by the Executive Committee.

11. DUTIES OF THE EDUCATION COORDINATOR. The Education coordinator shall have responsibility for administering the Chapter Scholarship Program and coordinating the Guild Exams for Chapter members.

- a. Coordinate the scholarship auditions to be held in October.
- b. Arrange for a location to hold auditions and recruit judges.
- c. Publicize the auditions and provide application materials
- d. Receive application materials and coordinate the audition program.
- e. Organize the Scholarship/Student recital in the Spring season.
- d. Assist Chapter members who wish to take the AGO exams that occur locally within the Chapter.

12. 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 typically serves 1) as advisor the Executive Committee on appropriate issues, 2) as “on-call” advisor to Chapter members seeking support or 3) as leader or host of Chapter events involving clergy or comprising worship events. The Chaplain shall perform those duties deemed appropriate to the office.

13. EXECUTIVE COMMITTEE. 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.

14. EXECUTIVE COMMITTEE MEETINGS. The Executive Committee shall meet preceding the regularly scheduled general meetings of the Chapter (usually in the months of October, January, March and May). Meetings may also be scheduled for other times as shall be deemed

necessary by the Dean. The Dean shall provide no less than fourteen- (14) days notice of any meeting of the Executive Committee. Attendance by Executive Committee members is expected at all meetings.

15. GENERAL MEETINGS OF THE CHAPTER. General meetings of the Chapter shall be held quarterly. A general meeting may take place at such other time as deemed necessary, with approval of the Executive Committee. Twenty percent of the current members in good standing shall be necessary and sufficient to constitute a quorum for the transaction of the business of the Chapter. If applicable, this vote of the membership may be conducted electronically.

Section V. DUES OF THE CHAPTER

The AGO National Council determines annual dues for membership in the American Guild of Organists. The Chapter shall collect and report membership dues according to these policies as embodied in the instructions issued annually from National Headquarters.

SECTION VI. ELECTION PROCEDURES

1. NOMINATING COMMITTEE. The Nominating Committee shall consist of three (3) to five (5) persons who are members of the Chapter in good standing. Not more than two (2) 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 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 Nominating Committee shall present the slate to the Executive Committee. The slate of candidates shall be recorded in the minutes, published in the Chapter Newsletter 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 three (3) 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.

2. ELECTION AND INSTALLATION OF CHAPTER LEADERS. The election of Chapter leaders, both Officers and members at-large of the Executive Committee, shall take place via U.S. Mail or electronic voting by April 1 in even-numbered years. The Secretary of the Chapter shall distribute and collect the ballots. Ballots shall be unsigned and shall be returned in an

envelope with the member's signature across the envelope seal. 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 general meeting preceding July 1 (usually a meeting in May) of the Chapter. Terms of office begin on July 1.

3. ELECTION OF EXECUTIVE COMMITTEE OFFICERS AND MEMBERS AT-LARGE.

Elections for officers and members at-large on the Executive Committee are held in even-numbered years. The term for Officers shall be two years. The duly elected members at-large of the Executive Committee shall be divided into two (2) classes of four-year terms, each class having as equal numbers as possible and shall consist of members numbering not less than one (1) and not more than three (3). Each member at-large is elected for a term of four years, one-half of the total number of members at-large being selected in each election year. Elected members at-large of the Executive Committee shall hold office only for the term in which they are elected and shall serve until their successors are duly elected and officially installed.

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. 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 VII. 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 Program 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 VIII. STANDING COMMITTEES

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

1. PROGRAM COMMITTEE. The Program Committee, of which the Sub-Dean shall be the Director, 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. This Committee shall also be responsible for carrying out appropriate logistics and making all arrangements to ensure the smooth coordination of Chapter events.

3. FINANCE 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.

SECTION IX. 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 Toledo Chapter of the American Guild of Organists, do hereby adopt the above and foregoing OPERATING PROCEDURES to govern the Toledo Chapter of the American Guild of Organists, the first day and date mentioned above.

_____ Dean	_____ Date
---------------	---------------

_____ Secretary	_____ Date
--------------------	---------------

_____ Treasurer	_____ Date
--------------------	---------------

_____	_____
-------	-------

_____	_____
-------	-------
