

# **LANSING MATINEE MUSICALE, INC. BYLAWS**

## **ARTICLE I - NAME**

This organization shall be known as Lansing Matinee Musicale, Incorporated, hereinafter referred to as LMM; an affiliate of the Southwest District of the Michigan Federation of Music Clubs, hereinafter known as MFMC-SWD; the Michigan Federation of Music Clubs, hereinafter known as MFMC; the Northeastern Region of the National Federation of Music Clubs; and the National Federation of Music Clubs, hereinafter known as NFMC.

## **ARTICLE II - PURPOSE**

The purpose of LMM shall be to encourage, develop and maintain high artistic standards; to promote American music and American artists; to advance education in music and the allied arts; to provide performance opportunities; and to support community service in the arts.

## **ARTICLE III - MEMBERSHIP**

Section 1: Membership classes shall consist of Active, Active Performing, Associate, and Honorary.

Section 2: An Active Member shall be one who, along with supporting LMM through payment of dues, attends programs, serves on various committees, assists in other LMM activities, and may hold office.

Section 3: An Active Performing Member shall be one who qualifies as an Active Member, and, in addition, has successfully completed performance audition requirements.

Section 4: An Associate Member shall be one who supports LMM through payment of dues and who shall have all of the privileges but none of the obligations of an Active Member.

Section 5: An Honorary Member shall be one who has been nominated and granted this status by a 2/3 vote of the Board of Directors, hereinafter known as the Board; this member shall retain all the rights and privileges of their previous LMM membership class, but shall not be required to pay LMM dues.

Section 6: The membership year of LMM shall be July 1 through June 30. Annual dues for all classes of LMM membership shall be recommended by the Board and approved by a majority vote at the Annual Meeting. Dues are payable upon receipt of the dues statement and must be received prior to July 1; members whose dues are not paid by December 31 of the same calendar year shall be dropped from membership. The dues payment of members joining after April 1 shall be applied to the following membership year.

#### **ARTICLE IV – OFFICERS AND DIRECTORS**

Section 1: The elected officers of LMM shall be a President, a Vice-President, a Recording Secretary, and a Treasurer. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by LMM.

Section 2: The Nominating Committee shall be chaired by the Immediate Past President and shall consist of two (2) additional members selected by the Board at its September meeting in odd-numbered years. It shall be the duty of this committee to nominate at least one (1) candidate for each office; the report of this committee shall be printed in the

LMM March newsletter. Any candidate, to be eligible for office, must have been a member of LMM for one year immediately preceding election. The election shall take place at the regular meeting in April in even-numbered years, when additional nominations may be made from the floor; the election shall be by ballot unless there is only one candidate for an office, in which case election may be by viva voce unless any two members shall request to elect by ballot.

Section 3: Officers shall serve for a term of two (2) years or until a successor is elected. The term of office shall begin July 1 of even-numbered years. No member shall hold more than one office at a time and no member shall be eligible to serve more than one (1) consecutive term in the same office, with the exception of the Treasurer who may serve for up to two (2) consecutive terms.

Section 4: In the event that the President is unable to complete a term of office, the Vice-President shall immediately succeed to the office of President. In the event of a vacancy in any other office, the Board may appoint a member to fill the office until a special election can be held. After three (3) consecutive absences from regular and special meetings of the Board, it shall be at the discretion of the Board to declare the office vacant.

Section 5: (a) The President shall preside at all meetings of LMM and the Board; maintain general supervision of LMM interests; shall be a signatory on all LMM bank and investment accounts and safety deposit box(es); sign contracts in the name of LMM; appoint, with the approval of the Board, a Corresponding Secretary, committee chairs, and chair(s) of Performing Arts Students, hereinafter referred to as PAS; and attend MFMC-SWD Board meetings and the MFMC convention. The President shall be a member of the Board

and a member ex-officio of all standing and special committees, with the exception of the Nominating Committee.

(b) The Vice-President shall assist the President in the discharge of official duties, shall preside at meetings in the absence of the President, and shall attend MFMC-SWD meetings and the MFMC convention.

(c) The Recording Secretary shall keep an accurate record of the proceedings of Executive Committee and Board meetings, of regular membership meetings, and of the Annual May meeting. The Recording Secretary shall distribute copies of all minutes to each Board member at least seven (7) days prior to the next Board meeting.

(d) The Treasurer shall be responsible for the collection and disbursement of all monies; shall keep an itemized account of all monies, funds, and properties of LMM; shall oversee the deposit of all monies and shall be a signatory on all accounts in such bank or banks approved by the Board; shall present an itemized statement of the financial affairs of LMM at each meeting of the Board; shall present a proposed balanced budget for approval by the Board at the April Board meeting, and to the membership for approval at the Annual May meeting; shall submit the books for an August audit by a former Treasurer or a committee of three (3) members selected by the President; shall present the audit report for approval at the September Board meeting, and at the October membership meeting; and shall submit all records for the fiscal year, July 1 through June 30, to a professional accountant for tax preparation. A member of the Membership committee may be appointed by the President and approved by the Board, to assist in the recording and depositing of dues, and this person shall be known as the Assistant Treasurer but shall not be an officer of LMM.

Section 6: Directors shall be the Immediate Past President, the Finance Committee chair, and the chair(s) of the PAS.

Section 7: No officer shall receive compensation, but may submit expenses for reimbursement.

## **ARTICLE V - MEMBERSHIP MEETINGS**

Section 1: Regular program meetings of LMM, at which business may be conducted, shall be held from October through May; the date, time and place shall be determined by the President in consultation with the Program Planning Committee.

Section 2: The May program meeting shall be known as the Annual Meeting. This meeting shall include the presentation of reports from officers and committees, approval of a balanced budget, the installation of officers, and any other business that may arise.

Section 3: In addition to regular program meetings, study group meetings shall be held at least four (4) times a year for the presentation of programs for a more in-depth study of various aspects of the performing arts.

Section 4: Special meetings may be called by two (2) elected officers, by five (5) members of the Board, or by any ten (10) members. Except in case of emergency, at least three (3) days' notice shall be given.

Section 5: Fifteen (15) members of LMM shall constitute a quorum at any regular or special meeting.

## **ARTICLE VI - BOARD OF DIRECTORS**

Section 1: The voting members of the Board shall consist of the elected officers, the Immediate Past President, the Assistant Treasurer, the Investment Agent, one PAS chair, one chair of each Standing Committee, and the Corresponding Secretary. The Chair of the Past President's Assembly (hereinafter known as PPA), the historian, and the parliamentarian shall be non-voting members of the Board.

Section 2: Except as otherwise indicated in these Bylaws, the Board shall conduct the business of the organization.

Section 3: The Board shall hold regular monthly meetings September through May at such time and place as it shall determine. Special meetings may be called by the President or upon written request of at least three (3) members of the Board; such meetings shall be held within ten (10) days of written request to the President or the Secretary, and the purpose of the meeting shall be stated in the call.

Section 4: Seven (7) Board members shall constitute a quorum at all regular and special meetings of the Board.

Section 5: All regular meetings of the Board shall be open to the membership.

## **ARTICLE VII - EXECUTIVE COMMITTEE**

Section 1: The Executive Committee shall consist of the President, the Vice-President, the Recording Secretary, the Treasurer, and the Immediate Past President.

Section 2: The Executive Committee shall have general supervision of the affairs of LMM between meetings of the

Board, and shall be responsible for the long-range strategic planning of LMM.

Section 3: Three (3) Executive Committee Members shall constitute a quorum. Meetings may be called by the President or upon written request of two members of the Committee. Except in case of emergency, at least three (3) days' notice shall be given.

## **ARTICLE VIII – AFFILIATED AND SPONSORED ACTIVITIES**

Section 1: Performing Arts Students (PAS) is a Junior Club of LMM, MFMC, and NFMC. The PAS chair(s) and a committee consisting of at least two (2) members shall be appointed by the President and approved by the Board. The PAS chair(s) shall serve for a term of two (2) years or until a successor is appointed, but shall serve for no more than four (4) consecutive terms in this position. One PAS chair shall serve on the Board and shall coordinate communication with the PAS Awards sub-committee and with MFMC and NFMC Junior Club Counselors as necessary.

Section 2: The Southwest District Festival is an event of NFMC, MFMC, MFMC-SWD, and LMM. LMM members may volunteer as workers, may assist in providing lunch for judges and workers, and may serve in other capacities.

Section 3: The Past Presidents Assembly, PPA, Local Chapter 34 of the NFMC Past Presidents Assembly, is composed of the past presidents of LMM. The Chair of the PPA shall be elected by the members of the PPA, and shall serve on the LMM Board as a non-voting member. Recommendations from the PPA may be submitted to the President of LMM for consideration by the Board.

## **ARTICLE IX – COMMITTEES AND APPOINTED POSITIONS**

Section 1: Except as otherwise indicated in these Bylaws, chairs of Standing Committees shall be appointed by the President and approved by the Board, and shall serve for a period of two (2) years or until a successor is appointed, but shall serve for no more than four (4) consecutive terms in the same position. No committee member or chair shall receive compensation, but may submit budgeted expenses for reimbursement.

Section 2: Except as otherwise indicated in these Bylaws, general duties of all Standing Committee chairs shall be to select, with the approval of the President, members to serve on their committee; to attend all regular and special meetings of the Board; to maintain an up-to-date position description; to submit a report at each regular Board meeting; to make recommendations to the Finance Committee by February 1<sup>st</sup> for preparation of the annual proposed budget; and to submit a written annual report at the April Board meeting for presentation to the membership at the Annual May meeting.

Section 3: The Board may authorize the President to appoint additional Standing and Special committees as necessary for the well-defined and continuing interests of LMM.

Section 4: The President or the President's designee shall be an ex-officio member of all Standing and Special committees except the Nominating Committee.

Section 5: The Membership Committee shall consist of at least three (3) members and shall be responsible for membership recruitment and orientation, and shall keep accurate



records of the membership in all its classes. A member of the Membership committee may be appointed by the President to assist in the recording and depositing of dues, and this person shall be known as the Assistant Treasurer.

Section 6: The Finance Committee shall consist of at least five (5) members, including the Treasurer, a former Treasurer if available, and the chair of the Competition and Awards Committee or their designee. This committee shall meet at the call of the chair or of any two members and shall formulate long term investment policies; shall keep up-to-date files on all assets and properties owned by LMM, with copies to the President and the Treasurer; shall manage the investment of all LMM assets, both real and personal; shall prepare an annual budget by March 1<sup>st</sup>; shall prepare an annual written accounting of all assets, investments, and activities for presentation to the Board, and for presentation by the Treasurer to the membership at the Annual May meeting; shall recommend membership dues and fees to the Board prior to its March meeting; shall provide for an annual audit for approval by the Board at its September meeting; and shall be responsible for all State and Federal filing requirements. One member of the Finance Committee, other than the Treasurer, shall be elected annually by that committee, shall be bonded, and shall act as the Investment Agent, and, along with the Finance Committee chair, shall have power to manage the investment accounts, and, along with the President and the chair of the Finance Committee, shall serve as a signatory on the LMM safety deposit box(es), and shall be a signatory on all investment accounts and on any bank accounts approved by the Board. The Finance Committee may submit amendments to the LMM budget, which may be adopted by the Board with a 2/3 vote.

Section 7: The Competition and Awards Committee shall consist of at least five (5) members, including the chair of the Finance Committee. The chair shall appoint a committee member to coordinate the Richardson Awards subcommittee(s), and a committee member to coordinate the PAS Awards subcommittee(s).

Section 8: The Program Planning Committee shall consist of at least five (5) members, including at least two (2) Active Performing members, and shall be responsible for programs at all regular meetings of LMM; sub-committees such as a Tea and a Phone committee may be created and filled by this committee as needed.

Section 9: The Study Club Committee shall consist of at least three (3) members, including at least one (1) Active Performing member, and shall be responsible for planning programs, meeting places and refreshments for each study club session.

Section 10 The Performance Audition Committee shall consist of at least three (3) members, two (2) of whom shall be Active Performing members; the committee shall determine the process of qualifying members who wish to become Active Performing members.

Section 11: (a) The Communications Committee shall consist of at least three sub-committees: Newsletter, Publicity, and Electronic Media. The chair of this committee shall facilitate the activities of these sub-committees.

(b) The Newsletter Sub-Committee shall consist of at least two (2) members, and shall create and distribute a newsletter to the membership with advance information concerning the programs and events of LMM and PAS.

(c) The Publicity Sub-Committee shall consist of at least two (2) members, and shall provide the public with advance information concerning the programs and events of LMM and PAS.

(d) The Electronic Media Sub-Committee shall consist of at least two (2) members, and shall be responsible for creating and maintaining the LMM web site, and also for facilitating electronic media networking.

Section 12: The Choral Ensemble Committee shall consist of at least two (2) members, one of whom shall serve as librarian. The committee shall be responsible for providing a director and an accompanist; each shall receive an honorarium or stipend in an amount to be determined by the Finance Committee and approved by the Board. This committee shall facilitate the coordination of rehearsal and performance dates and places.

Section 13: The Music Outreach Committee shall consist of at least three (3) members, and shall coordinate LMM and PAS participation in presenting programs in health care and retirement centers; and shall assist in educational enrichment programs in schools, as well as other community events, and may coordinate with other service organizations in these and other activities.

Section 14: The Bylaws Committee shall consist of at least five (5) members, including the Parliamentarian, and shall be chaired by the Immediate Past President. This committee shall be responsible for the drafting of Bylaws and any proposed amendments, and their subsequent presentation to the Board and membership for approval; shall keep on file a re-

cord of all Bylaws and amendments; and shall distribute approved Bylaws as requested.

Section 15: The Historian shall assemble all materials of interest concerning LMM, maintain records of LMM activities, and provide for the placement of archival materials in LMM designated repositories.

Section 16: The Parliamentarian shall attend all meetings of LMM and the Board as a non-voting member; shall provide parliamentary advice to officers and members of the Board between meetings; and shall serve as a member of the Bylaws Committee.

Section 17: **Additional** Standing Committees may be appointed by the President as directed by LMM or by the Board. Special committees such as Yearbook, Administrative Manual, and Special Projects may be appointed by the President as needed and as directed by LMM or the Board, but these chairs shall be non-voting members of the Board.

## **ARTICLE X – ELECTRONIC MEETINGS**

The Board of Directors, Executive Committee, Standing Committees, and Special Committees are authorized to meet by telephone conference, via secure web sites, or through any other electronic communications media as long as all the participants can simultaneously hear each other and participate in the meeting.

## **ARTICLE XI - DISSOLUTION**

In the event of dissolution of LMM, the Board shall, after paying or making provision for the payment of all of the liabilities of LMM, dispose of all of the assets of LMM exclu-

sively for the purposes of the corporation in such manner, or to such organization(s) established and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the United States Internal Revenue Service Code, as the Board shall determine.

## **ARTICLE XII - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern LMM in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special rules of order LMM may adopt.

## **ARTICLE XIII - AMENDMENT OF BYLAWS**

After recommendation by the Board, these Bylaws may be amended at any regular program meeting of LMM by a two-thirds (2/3) vote, provided that written notice has been given at the previous regular program meeting.