

East Lincoln Community Chorus, Inc
By-Laws

Article I: Name

- A. The name of the organization shall be the East Lincoln Community Chorus, Inc.

Article II: Purpose

- A. The purpose of this organization is to provide opportunities for the people of the eastern area of Lincoln County, North Carolina to participate in choral performances.
- B. This organization is organized for educational and charitable purposes including the making of distributions to organizations that qualify as exempt organizations under Sections 501 (c) (3) and 170 (c) (2) or the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Code).

Article III: Objectives

- A. The East Lincoln Community Chorus (hereafter known as "ELCC") shall organize, support and present choral music presentations approved in accordance with these by-laws.

Article IV: Membership

- A. Any person interesting in supporting the activities of ELCC may become a member upon completion of a membership form or by submitting information at a rehearsal.
- B. Membership is limited to persons 14 years old and older. Those members under 18 years of age must have parental consent to participate.
- C. Active members are defined as having participated in the most recent previous show and / or in the most current show.

Article V: Officers

- A. The officers of ELCC shall be President, Vice President, Secretary and Treasurer.
- B. The President shall preside at all meetings, is an ex-officio member of all committees, except the Nominating Committee, and shall coordinate and monitor the activities of all committee chairpersons.
- C. The Vice President shall preside over meetings in the absence of the President, assume the presidency should the President be unable to serve, and perform such other duties as the ELCC may direct.

- D. The Secretary shall record proceedings of all meetings and keep all permanent records and perform such other duties as ELCC may direct.
- E. The Treasurer shall collect monies due ELCC and deposit these in accounts approved by ELCC. The Treasurer shall maintain accurate records of transactions in accordance with all IRS policies and requirements and be responsible for pay bills and reimbursements. The Treasurer shall also perform other duties as ELCC may direct.
- F. The officers shall be elected to serve one (1) term, starting July 1, and completing June 30 or until their successors are elected. There are no limits as to the number of terms an officer may serve in office.
- G. A vacancy in any office may be filled by nomination and election by the Board.
- H. Upon reasonable written notice, any officer may be removed from office for cause by a majority vote of the Board. Any accused officer shall not vote on the issue of his/her office, although he/she shall be afforded an opportunity to be heard concerning the issue both before the Board and to be confronted by his/her accuser with evidence of wrongdoing.
- I. The Board shall serve as the Nominating Committee and shall report their list of nominations to the Board at least fourteen (14) days prior to the Board meeting.

Article VI: Board

- A. The Board shall consist of all officers of ELCC and up to four other board members. Meeting times and frequency shall be determined by a majority of the Board. This Board shall prepare the recommended budget and shall determine the musical selections to be performed by ELCC.
- B. A quorum of the Board shall consist of any three members of the Board.
- C. The duties of the Board shall be to transact the necessary business of ELCC. The Board shall have the power to authorize disbursements of funds outside the budget. Attendants at Board meetings will consist of Board members and other invited individuals as necessary to transact business. However, only the Board members will be permitted to vote on any matter discussed.

Article VII: Meetings

- A. The Board shall meet at least twice (2) times per year. The purpose at one of the meetings will be to ratify the board positions.

Article VIII: Committees

- A. Performance Committee
 - 1. This committee will include the board members and up to four (4) additional appointed members, such as the producer, accompanist, and music director.
- B. Other Committees
 - 1. Other committees may be appointed for shows at the discretion of the board.

Article IX: Financial

- A. General Information:
 - 1. The fiscal year of ELCC shall begin on July 1 each year.
 - 2. Any disbursements of ELCC funds shall be by check and require the signature of the Treasurer or the President.
 - 3. All funds of ELCC not otherwise employed shall be deposited, from time to time, to the credit of ELCC in such banks as the Board may select.
 - 4. The Board shall prepare a budget for each planned performance(s). The budget will be distributed and approved by the Board. The budget will detail the expected financial needs for the planned performance. The budget will direct the fundraising requirements for the performance.
 - 5. No part of any earnings of ELCC shall enure to the benefit of any officer of the organization or any private individual except for the reasonable compensation for services rendered as approved by ELCC.

Article X: Parliamentary Authority

- A. Parliamentary authority shall be the latest edition of Robert's Rules of Order, Revised, except in those cases where it conflicts with these By-Laws.

Article XI: Amendments

- A. These By-Laws may be amended at any regular or special Board meeting provided notice has been given at least three (3) days in advance of the meeting at which they may be acted upon. A two-thirds vote of the board shall be required for adoption.

Article XII: Liability and Indemnification

- A. To the fullest extent permitted by law, the officers and directors of ELCC shall not be personally liable for the debts, liabilities or other obligations of ELCC.
- B. The officers and directors of ELCC shall be indemnified by ELCC to the fullest extent permissible under the laws of North Carolina except for crimes of moral turpitude or misappropriation of funds.

Article XIII: Dissolution

- A. In the event of dissolution of ELCC, all assets remaining after payment of the obligations and liabilities of the corporation shall be distributed at the discretion of the current board to an organization supporting the arts and music in our community.