



LAKELAND CHORAL SOCIETY, INC. BYLAWS

(Updated 7.24.2024)

ARTICLE I- Purpose

Lakeland Choral Society Inc. is a not-for-profit organization founded in 1967, the purposes of which are (1) the establishment and continuance of an adult choral ensemble and/or additional choirs dedicated to the performance of significant choral literature, and (2) the awarding of financial assistance in the form of scholarships for education in the study of vocal music.

ARTICLE II – Membership

Section 1. Member Classes.

1. Singing Membership shall be open to adult singers subject to audition by the Music Director and subject to payment of membership dues as set by the Board of Directors.
2. Non-Singing Membership shall be open to interested adult community members by invitation of the Board of Directors, and are not subject to membership dues.

Section 2. Voting Rights. Members eligible to vote shall consist of those Singing Members who are current with their dues, and each Member shall be entitled to one vote on each matter submitted to the membership.

Section 3. Membership Dues. Dues shall be set by the Board of Directors and are due and payable at the first scheduled rehearsal of the concert season, or as otherwise specified by the Board of Directors on a case by case basis. Dues may be waived or discounted by a majority vote of the Board of Directors or by the Music Director at his/her sole discretion on a case by case basis. The Board of Directors shall

review the monetary needs of the organization and determine the required amount of Membership Dues each fiscal year.

ARTICLE III – Meetings of Members

Section 1. Annual Meetings. The Board of Directors shall call an annual meeting of the members of this organization during the first quarter of the calendar year. At this meeting, Directors shall be elected to replace those whose terms expire at the end of the concert season. Any other proper business, which may be brought before the membership, shall also be transacted. Candidates for the Board of Directors may be presented by a nominating committee appointed by the Board and/or by nominations from the floor.

Section 2. Special Meetings. Special Meetings of the Membership shall be called by the President at the direction of a majority vote of the Board of Directors; any active Member may request a special meeting in accordance with Notice requirements as set forth under Florida Law.

Section 3. Quorum. Members in attendance at a duly called meeting shall constitute a quorum for the transaction of business.

Section 4. Notice. Members shall be given official notice of meetings orally, and in writing sent to their physical address, or via electronic communication including but not limited to electronic mail, facsimile, or via the internet at www.lakeindchoralsociety.org.

ARTICLE IV – Staff

Section 1. Music Director. The Music Director for each choir shall design and implement all choir concerts and programs, set regular and special rehearsal dates, and conduct all rehearsals and performances with any needed assistance from the Board, LCS Committees, or the community. The Music Director is responsible for choosing an Accompanist and other guest artists including vocalists, instrumentalists, etc.

The Music Directors shall be an ex-officio member of the Board of Directors, and shall attend all regularly scheduled Board meetings. The Music Director shall present estimates of concert and related expenses to the Treasurer and Finance Committee for inclusion in the annual budget, and shall present a concert program together with a final concert budget for Board approval at least three months prior to

each performance. The Music Directors shall keep all concert costs within the limits of the approved annual budget for that choir. The Board of Directors shall be responsible for setting the compensation of the Music Directors on a fiscal year basis.

Section 2. Accompanists. The Accompanists shall accompany all rehearsals and performances at the discretion of the Music Directors. The Board of Directors shall be responsible for setting the hourly rate of compensation of the Accompanist for both (a) rehearsals, and (b) performances on a fiscal year basis, and the Music Director must include this amount in the projected concert budget presented to the Finance Committee for inclusion in the annual budget.

Section 3. Other Staff. The Board of Directors may from time to time determine it beneficial to hire additional staff or employees to further the purposes of the organization. The Board of Directors is responsible for prescribing the duties and fixing the compensation of any such position by Board Resolution.

ARTICLE V – Board of Directors

Section 1. General Powers. The Board of Directors shall strive to further the purposes of Lakeland Choral Society Inc. The Board of Directors shall manage the administrative affairs of the organization, including but not limited to: (a) performing any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws; (b) appointing and removing, employing and discharging, and except as otherwise provided in these Bylaws, prescribing the duties and fixing the compensation, if any, of all officers, agents and employees of the corporation; and (c) supervising all officers, agents and employees of the corporation to assure that their duties are performed properly.

Section 2. Composition and Tenure. The Board of Directors shall consist of a minimum of **five** members from whom the officers shall be elected by a majority vote. Board Members shall consist of willing members of the organization. There may be a maximum of **fifteen** (15) Board Members in total. There shall be a maximum of **three** (3) Non-Singing Members serving as Board Members at any time. The Board shall strive to have at least one member of each voice part on the Board. **Terms shall consist of three (3) years for all Board Members.** Each Board Member shall hold his/her office commencing on July 1 of the year in which they are elected and shall hold such office until his/her

successor has been duly elected and installed. **All Directors shall be eligible for re-election to an additional three-year term, but shall then remain off the Board for one (1) year before being eligible for re-election unless otherwise willing to serve and duly approved by a majority of the remaining Board Members.**

Section 3. Election or Appointment. Open seats on the Board of Directors of the organization shall be elected at the Annual Meeting of the Membership. The Board shall fill any vacancy occurring in the Board of Directors prior to or after the Annual Meeting. A Board Member appointed to fill a vacancy shall serve until his/her successor is duly elected and installed.

Section 4. Quorum. A majority of the elected Board Members shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 5. Meetings. The Board of Directors shall meet at a minimum once each calendar year and may hold additional meetings as necessary. Meetings may be called by the President or by majority consent of the Board of Directors. (rev. Oct. 22, 2012)

Section 6. Voting Rights. Each elected Board Member shall have one vote on each matter submitted to the Board, unless such a vote presents a conflict of interest, in which case the interested Board Member is not eligible to vote on that matter.

Section 7. Removal of a Board Member. Any Board member who accumulates three (3) unexcused absences during a fiscal year shall automatically forfeit his/her Board status. A Board Member may be removed for any other reason by a majority vote of the remaining Board Members, or by a majority vote of the Membership.

ARTICLE VI– Officers

Section 1. Officers. The officers of the organization shall be elected by the Board of Directors, and shall consist of President, Vice President, Secretary, Treasurer, and Historian.

Section 2. Election and Terms of Office. The officers of the organization shall be elected at the April Meeting of the Board of Directors and shall hold office for one (1) year until his/her successor is duly appointed and installed. Officer terms shall commence July 1 of each year. Officers except the

Treasurer shall hold office for no more than two (2) consecutive terms, and shall then remain out of that office for one (1) year before being eligible for re-election unless otherwise willing to serve and duly approved by a majority of the remaining Board Members. No Board Member shall serve as an Officer until they have served at least one (1) year on the Board of Directors.

Section 3. Vacancies. A vacancy in any office shall be filled by the Board of Directors. That office will be held until a successor is duly appointed and installed.

Section 4. Duties of Officers.

President. The President shall be the principal executive officer of the organization and shall supervise and moderate all affairs of the organization. He/she shall preside at all meetings of the members and of the Board of Directors. He/she shall oversee and approve all communications made to the members. He/she may sign any legal instruments, which the Board of Directors has authorized to be executed, except in cases, where the signing and execution thereof shall be expressly delegated by the Board of Directors, or by statute, to some other officer or agent of the organization. He/she shall appoint special committees as needed and request special committee meetings. He/she shall perform all duties incident to the office of President and such other duties as may be assigned by the Board of Directors from time to time.

Vice President. The Vice President shall assume the duties of the President in the absence of the President. He/she shall perform such other duties as may be assigned by the Board of Directors from time to time.

Secretary. The Secretary shall keep the minutes of the meetings of the membership and of the Board of Directors in books provided for that purpose, see that all notices are duly given in accordance with the provisions of these Bylaws, and shall perform all duties incident to the office of Secretary. He/she shall also be responsible for maintaining a current record of the term status of each Director and provide adequate notice to the Board of expiring terms.

The Secretary shall keep a current listing of the membership. He/she shall perform such other duties that may be assigned by the Board of Directors from time to time.

Treasurer. The Treasurer shall be responsible for all funds and securities of the organization, receive and give receipts for moneys due and payable to the organization from any source, and deposit all such

moneys in the name of the organization in a bank or trust company selected by the Board of Directors. The Treasurer is an ex-officio member of the finance committee. He/she shall disburse funds of the organization upon presentation of written statements of payments due, limited by the provisions and activities specified in the fiscal year's approved budget. Expenses that exceed budgeted amounts shall be approved by the Board of Directors before disbursement. All expenses that exceed \$500.00 shall require review and written authorization by the President before disbursement of such funds. The Treasurer shall submit written financial statements to the Board at least quarterly, or more often if requested by the President or the Board, and shall submit a fiscal year- end annual report to the Board. These financial statements should compare actual and budgeted income and expenses. He/she shall monitor all activities of the Finance Committee, and shall provide a report of such activities to the Board upon request.

Historian. The Historian shall be responsible for keeping an accurate archival record of the activities and achievements of Lakeland Choral Society Inc., and preparing such items for presentation to the Board of Directors and General Membership. The Historian is appointed.

Article VII – Standing Committees

Standing Committees shall consist of (1) an Executive Committee, (2) a Finance Committee, (3) a Membership Committee, (4) a Scholarship Committee, (5) a Publicity Committee, and (6) a Social Committee. The Executive board will appoint the chairs of each committee. The Board may create additional special committees as needed. The President shall special committee chairs. Committee Chairs report to the board.

(1) Executive Committee.

1. Membership: The Executive Committee shall consist of the appointed officers: namely the President, Vice President, Secretary, and Treasurer. The Chair of the Executive Committee shall be the President, and he/she shall be responsible for providing a written report on all Committee activities to the Board of Directors.
2. Purpose: The purpose of the Executive Committee is to act in the stead of full board.
3. Meetings: The Executive Committee shall meet as necessary between regularly scheduled meetings. The President shall set meeting dates and may call additional meetings as necessary to facilitate the purposes of the committee.

(2) Finance Committee.

1. Membership: The Finance Committee may consist of members of the Board, the general membership, and community members. The Chair of the Finance Committee shall be responsible for providing a written report to the board on all Committee activities. The Treasurer is an ex-officio member.
2. Purpose: The purpose of the Finance Committee is to (1) prepare and present an annual budget for approval by the Board of Directors, (2) plan and implement fundraising and grant activities to support the purposes of the organization, and (3) otherwise assist the Treasurer in financial activities of the organization.
3. Meetings: The Finance Committee shall meet once every quarter to review the organization's monetary needs and evaluate further need for fundraising, grant, and financial activities. The Committee Chair shall set meeting dates, and may call additional meetings as necessary to facilitate the purposes of the committee.

(3) Membership Committee.

1. Membership. The Membership Committee may consist of members of the Board, the general membership, and community members, and shall include the primary section leaders of each voice section.
2. Purpose: The purpose of the Membership Committee is to oversee the needs of the general membership, and recruit new members. The Membership Committee shall carry out member-related events and activities. It is responsible for membership attendance and directory.
3. Meetings: The Membership Committee shall meet once every quarter to review and address membership needs. The Committee Chair shall set meeting dates, and may call additional meetings as necessary to facilitate the purposes of the committee.
4. The Music Director shall select a Section Leader from the Board of Directors who represents each voice section, or, a section leader may be selected from tenured choir members, who are in good standing, with two or more years of Lakeland Choral Society Experience. The section leaders shall perform such activities as the Music Director shall assign them, who shall report to the Music Director at his/her discretion and the following duties:
 - a. Be a member of the membership committee, meeting once quarterly as outlined in Article VII, Section 4, Number 1 of the Lakeland Choral Society bylaws.
 - b. Ensure every member of the section feels welcome, guide singers where needed and create a way to communicate with them outside of rehearsal.

- c. Verify attendance and and/or tardiness for their section, following up with those who are absent so they can be prepared when they return. Once the music director sets a seating arrangement, verify seating arrangement at each rehearsal, making sure every member has a seat where they should be.
- d. Lead the section and the choir through performance and behavior at rehearsals and concerts. Attend all scheduled rehearsals and performances during the season, giving priority to LCS activities over other engagements.
- e. In event of absence, the section leader will temporarily delegate responsibilities to another trusted member of the choir.
- f. Advise the music director about the status and needs of the section, and opportunities to enhance the musical experience of the choir and audience.
- g. Make certain the section is well informed regarding the logistics of all Lakeland Choral Society events. Communicate between the membership committee and section to answer questions members have.

(4) Scholarship Committee.

1. Membership. The Scholarship Committee may consist of members of the Board, the general membership, and community members. The Chair of the Scholarship Committee shall be responsible for providing a written report to the board on all Committee activities.
2. Purpose: The purpose of the Scholarship Committee is to oversee the scholarship audition process, to maintain record of any and all scholarships awarded by the organization in conjunction with the Treasurer, to determine the amount of such awards for approval by the Board, and to communicate with scholarship recipients to facilitate payment of awarded scholarships by the Treasurer. The Scholarship Committee should also strive to keep in touch with former scholarship recipients.
3. Meetings: The Scholarship Committee shall meet once every quarter to address the needs of Lakeland Choral Society Inc.'s various scholarship programs. The Committee Chair shall set tentative dates, and may call additional meetings as necessary to facilitate the purposes of the committee.

(5) Publicity Committee

1. Membership. The Publicity Committee may consist of members of the Board, the general membership, community members, the web master and social media administrators and

shall include the Historian as an ex-officio member. The Chair of the Publicity Committee shall be responsible for providing a written report to the board on committee activities.

2. Purpose: The Publicity Committee shall be responsible for all Publicity, Public Relations, and for contact with the general public.
3. Meetings: The Publicity Committee shall meet once every quarter to address the Publicity needs of the organization. The Committee Chair shall set meeting dates, and may call additional meetings as necessary to facilitate the purposes of the committee.

(6) Engagement Committee:

1. Purpose: The Engagement Committee helps to keep Lakeland Choral Society members engaged throughout the season and between seasons. The Committee plans social events for choral society members, advises the Board of opportunities to keep members engaged, and recognizes members through member benefit programs (birthdays, singer of the month, etc.). Responsibilities of the Engagement Committee may include, but are not limited to, the following:

- a. Promoting a welcoming atmosphere within the choir rehearsal setting, by greeting and engaging both new and old members.
- b. Helping to promote a welcoming atmosphere in all choir activities.
- c. Planning and hosting of events during winter and summer breaks (off-season).
- d. Creating opportunities to enhance choir spirit, such as choir t-shirts or other spirit wear.
- e. Obtaining approval for potential engagement events from the Board.
- f. Planning and facilitating other events as requested by the Board.
- g. Producing an internal newsletter for members.
- h. Presenting copies of all communications and planning information to the Board during monthly meetings or as requested.
- i. The Chair of the Engagement Committee will act as liaison between the membership and the Board.

ARTICLE VIII – Scholarships

Section 1. Scholarship. The Scholarships are auditioned awards presented annually to area high school and college/university voice students to provide financial assistance for the continuation of vocal study at a post-secondary institution of their choice. Students are auditioned by the Scholarship Committee. The Scholarship Committee, with approval by a majority vote of the Board of Directors, shall dictate required qualifications for the award, the number of scholarships awarded, and each scholarship amount. The awards are disbursed directly to the school chosen by each recipient.

ARTICLE IX – Donations

Donations to Lakeland Choral Society Inc. will be allocated to the general fund and used to further the general purposes of the organization unless designated for a specific purpose by the donor.

ARTICLE X – Fiscal Year

The fiscal year of the organization shall be July 1 through June 30 of the following year, or as otherwise determined by the Board of Directors.

ARTICLE XII – Amendments to Bylaws

The power to alter, amend, or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provision for the regulation and management of the affairs of the corporation not inconsistent with law or the Articles of Incorporation.