

# The Etude Club of Berkeley

## **Constitution and Bylaws**

**Revised October 2013**

### **Article I – Name**

The name of this organization shall be The Etude Club of Berkeley.

### **Article II – Objectives**

The objectives of this Club shall be to maintain high musical standards among its members and provide opportunities for them to perform for each other; to encourage young people in the study and appreciation of music; and to stimulate the advancement of musical appreciation in the community.

### **Article III -- Membership**

Section 1. Any person is eligible for membership in this Club who is in sympathy with the aims and objectives of the Club and who has fulfilled the qualifications for membership in accordance with the provisions of this Constitution and Bylaws.

Section 2. Applications for membership shall be in writing and shall include the proposed member's qualifications, the recommendation of the member proposing the person, and the signatures of two additional sponsoring members. Applications shall be accepted by the Executive Board; new members shall be introduced at the first regular meeting following their acceptance.

Section 3. All members are privileged to attend regular meetings, to vote, to be elected to office and to be appointed to a committee as a member or as the chairman.

Section 4. There shall be two types of members: performers who present the musical portion of the Club programs, and non-performing, general members. The Audition Committee approves prospective performers either by audition or by hearing them perform as an Etude Club ensemble guest. Honorary memberships may be bestowed by action of the Executive Board.

Section 5. The membership of the Club shall be limited to three hundred members.

Section 6. Members may resign from the Club by notifying the Executive Board. A member who has resigned in good standing may be reinstated at the discretion of the Executive Board.

Section 7. Members who stop participating in Club activities and fail to pay dues may be removed by the Executive Board.

Section 8. Members who are inactive as a result of prolonged illness may be placed on inactive status at the discretion of the Executive Board; dues may be waived for these members, though they may receive club notifications if they so request.

### **Article IV – Officers and Directors**

Section 1. The elected officers of this Club shall be a President, a First Vice-president, a Second Vice-president, a Recording Secretary, a Corresponding secretary, a Treasurer, and a Parliamentarian. These officers constitute the Executive Board and are elected for a term of one year. No officer shall serve in the same capacity for more than two consecutive years except with approval of the Executive Board.

Section 2. Duties of officers:

A. The President shall preside at each meeting of the Club and of the Executive Board and shall serve as an ex-officio member of all committees except the Nominating Committee. The President shall appoint, annually, an Auditor, a Historian, and a Chair for Hospitality, Membership, Scholarship, and other committees as approved by the Executive Board.

B. The First Vice-president shall preside in the absence of the President. This person shall be Program Chairman and shall be responsible for all programs. This person shall also serve as a member of the Auditions committee.

C. The Second Vice-president shall assist the President and First Vice-president. This person shall act as stage director.

D. The Recording Secretary shall keep a record of all the proceedings of the Executive Board meetings and of the regular business meetings.

E. The Corresponding Secretary shall issue all notices required by the Executive Board, notify Board members of special called meetings, and write notes of felicitation and sympathy.

F. The Treasurer shall receive and account for all moneys belonging to the Club. This person shall make a report of the finances of the Club at each Executive Board meeting and shall place the moneys in a bank designated by the Executive Board. The books of the Treasurer shall be audited at the end of each Club year. This Treasurer shall serve as Chairman of the Budget Committee which shall prepare a budget for the current year and present it to the Executive Board for approval and to the membership for adoption at the business meeting in October of each year.

G. The Parliamentarian shall decide all points of order in meetings in accordance with *Robert's Rules of Order* which shall govern this Club in all cases where applicable and not inconsistent with this Constitution and Bylaws.

**Article V – The Executive Board**

Section 1. The elected officers shall constitute the Executive Board.

Section 2. Two thirds of the Executive Board shall constitute a quorum for all matters of business and policy.

Section 3. Vacancies occurring on the Executive Board shall be filled by recommendation from the Nominating Committee.

Section 4. The Executive Board shall recommend plans for promoting the objectives of the Club, prepare business and submit it to the Club for approval, authorize routine expenses, exercise supervisory care of the affairs of the Club and perform such other duties as may be entrusted to it.

**Article VI – Elections**

Section 1. Candidates for office shall be proposed by a Nominating Committee which shall consist of five members: one appointed by the President to be *Chair*, one elected by the Executive Board, two elected by the members at the October business meeting and one selected by these four. This committee shall function all year, fill all vacancies and prepare the slate to be presented at the March business meeting.

Section 2. The President shall be chosen from the performing membership whenever possible; otherwise this officer may be chosen from the general membership. The First Vice-president must be chosen from among the performing members.

Section 3. The Nominating Committee shall present their report at the March business meeting. Nominations from the floor may be made at this time provided the consent of the prospective nominee has been obtained. The election of officers shall be held at this meeting.

Section 4. The new officers shall assume their duties at the close of the Club year.

#### **Article VII – Meetings**

Section 1. The regular program meetings of the Club shall be held on the fourth Monday afternoon of each month, usually from September through May or June or at the discretion of the Executive Board.

Section 2. Two regular business meetings shall be held preceding the programs in October and March. The fiscal year shall run from July 1<sup>st</sup> to June 30<sup>th</sup>.

Section 3. Special meetings may be called at any time by the President or at the request of five members of the Executive Board.

#### **Article VIII – Amendments**

Section 1. This Constitution may be amended at any regular business meeting of the Club by a two thirds vote of those present and voting, provided that written notice of the proposed amendment has been given to all members at least one week previously.

Section 2. Bylaws of this Club may be adopted at any regular meeting by a majority vote, provided that previous notice has been given. After they have been adopted, they shall be amended only in accordance with provisions set forth in the Bylaws themselves.

#### **Article IX – Dissolution**

Section 1. Upon the winding up and dissolution of this association, after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to a nonprofit fund, foundation or association, which is organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which has established its tax-exempt status according to Internal Revenue Service and Franchise Tax Board regulations.

Section 2. No part of the net earnings of this association shall ever inure to or for the benefit of or be distributed to its members, trustees, officers, or other private persons, except that the association shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.

Section 3. Notwithstanding any other provisions of these articles, the association shall not carry on any other activities not permitted to be carried on by an association exempt from income taxes according to Internal Revenue Service and Franchise Tax Board regulations.

## **Bylaws of the Etude Club of Berkeley**

### **Article I – Fees and Dues**

The annual Dues shall be proposed by the Executive Board and approved by the membership at a regular business meeting. A member accepted after February first shall pay one half of the regular dues.

### **Article II --- Committees**

There shall be several standing committees of the Club, including: Auditions, Historian, Hospitality, Membership and Scholarship. The committee Chairs will be selected annually by the President. The members of each Committee shall be selected the Chair. The duties shall be as follows:

- A. The Auditions Committee shall be composed of the Auditions chairman, the First Vice-president, and as many others as is deemed necessary for the number and variety of auditions.
- B. The Hospitality Committee shall be responsible for providing and serving tea and refreshments, and shall select members to greet people each month and welcome new members. The Chair shall mail the list of participating members to the President before the first of the month for acknowledgment in the monthly letter.
- C. The Membership Chair shall receive correspondence pertaining to new members and resignations and shall be responsible for answering the same. Such information shall be given to the President and Executive Board.
- D. The Historian shall keep on file all available past records of the Club and shall give a report to the annual meeting if so requested by the Board. This Chair shall also keep a scrapbook.
- E. The Scholarship Committee shall be appointed by the President in accordance with available funding in order to fulfill the Club's mission to encourage young people in the study and appreciation of music; and to stimulate the advancement of musical appreciation in the community. The Chair shall give the President awards information before the first of the month of the awards ceremony.

### **Article III -- Scholarships**

Section 1. Annual scholarship awards may be made to young musicians selected by a judging committee or to music education, in accordance with Section B below.

- A. Applicants must reside in Alameda or Contra Costa counties, and be between the ages of 13 and 18 on the date of the audition.
- B. No Scholarships shall be given unless the fund contains \$500 and a minimum of \$250 must always remain in the fund.
- C. There shall be a committee, appointed by the president to oversee this scholarship program.

### **Article IV – Amendments**

Amendments to these Bylaws may be adopted at any regular business meeting of the Club by a majority vote, provided that written notice of the proposed amendments has been given to all members at least one week previously.