



## **OPERATING PROCEDURES FOR THE PALOMAR CHAPTER OF THE AMERICAN GUILD OF ORGANISTS (AGO)**

On this day of **June 18, 2018**, the undersigned members of the Executive Committee of the Palomar Chapter of the American Guild of Organists, do adopt the following as Operating Procedures to govern the Palomar Chapter of the American Guild of Organists, which are in accordance and agreement with the National By-Laws of the American Guild of Organists, adopted April 1896, and as amended from time to time, most recently June 20, 2016:

### **ARTICLE I – CHAPTER NAME**

The name of the organization shall be the Palomar Chapter of the American Guild of Organists (hereinafter referred to as Chapter), a subordinate unit of the National Organization known as the American Guild of Organists, whose headquarters are in New York, NY. The Chapter is also registered with the State of California as a non-profit association.

### **ARTICLE II – PURPOSE**

**SECTION 1.** The fundamental purpose of the Chapter is to foster a thriving community of musicians and inspire passion for the organ, as stated in Article II, Section 1 of the National By-Laws of the American Guild of Organists (referred to as the "Guild"), which is incorporated in this document by reference.

**SECTION 2.** 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.** The Chapter shall function in the geographic area commonly referred to as North San Diego County, California, which generally includes all the area north of the San Diego City limits.

### **ARTICLE III - CLASSES OF MEMBERSHIP AND DUES**

**SECTION 1.** The membership of the Chapter shall consist of voting and non-voting members as defined in Article III, Sections 1 through 4 and Article VII, Section 3 of the National By-Laws of the American Guild of Organists, which are incorporated by reference. As of May 2007, additional categories of membership are as follows: Special (over age 65), Dual (primary member of another chapter), Chapter Friend (non-voting), Student (non-voting), Partner (non-voting and second member at same address), and Chapter Honorary Member.

**SECTION 2.** The annual dues of the Chapter shall be established by the Executive Committee and shall be consistent with those established by the American Guild of Organists national organization.

## ARTICLE IV - ORGANIZATION AND GOVERNANCE

**SECTION 1.** The governance of the Chapter shall be by the Executive Committee and the officers as herein defined.

- a) The Officers of the Chapter shall be Dean, Sub-Dean, Secretary and Treasurer. In addition to these officers, the Executive Committee shall also consist of three Members-at-Large, and all shall be elected in accordance with the provisions of Article VI, below.
- b) The term of office for all officers shall be one year. No individual shall serve that office more than five consecutive terms.
- c) The term of the Executive Members-at-Large shall be three years, with one member being elected each year. In the event the in-office member of the Executive Committee is elected to be officer, or vacate his office for any reason, his place on the Executive Committee will be filled by appointment until the next annual election in accordance with Section 2A herein.

**SECTION 2. DUTIES OF OFFICERS** (See also ADDENDUM B, which describes the "typical duties and responsibilities of officers and chairmen".)

- a) **Dean.** The Dean is the Chief Executive Officer of the Chapter. The Dean shall preside at all meetings of the Chapter and Executive Committee. The Dean shall appoint Chairpersons of all Standing and Special Committees (**Exception:** ARTICLE IV, Section 5-A, Chairman of Endowment Fund shall be elected by all members) and shall serve as an ex-officio member of all committees. The Dean shall appoint a person or persons to fill vacancies that may occur as the result of death, resignation, incapacity, removal or disqualification of any office or member of the Executive Committee or any Chairperson. The Dean shall perform all functions consistent with the responsibility of Chief Executive Officer including but not limited to, reporting to members on Chapter activities, carrying out directions of Chapter Membership and Executive Committee, ensuring the satisfactory performance of all Officers and Committee Chairpersons.
- b) **Sub-Dean.** The Sub-Dean, in the absence or unavailability of the Dean, shall exercise all powers and all duties of the Dean, and in the case of resignation or death of the Dean, shall succeed to the office of the Dean. The Sub-Dean may be requested to be the Chairperson of the Program Committee for the following year and as such be responsible for planning the program for that year (See ADDENDUM A, #11 herein). The Sub-Dean shall perform such other duties as may be required by the Dean and/or the Executive Committee.
- c) **Secretary.** The Secretary shall have custody of all of the records of the Chapter and shall be responsible for recording all the activities of the Executive Committee and Chapter. The Secretary shall keep, or cause to be kept, lists of the Members of the Chapter in their respective classes. In the event of unavoidable absence by the Secretary from any Chapter or Executive Committee meeting, the Secretary shall arrange for an alternate to perform. The Secretary shall perform such other duties as may be assigned by the Dean or by the Executive Committee.
- d) **Treasurer.** The Treasurer shall have supervision over the management of the funds of the Chapter and shall keep, or cause to be kept, full and accurate records and accounts of receipts and disbursements in books belonging to the Chapter. The Treasurer shall present current financial status reports at each meeting of the Executive Committee, and as requested by the Dean, at specified Chapter meetings. In the event of unavoidable absence by the Treasurer from any Chapter or Executive Committee meeting, the Treasurer shall arrange for an alternate to perform. The Treasurer shall be a member of the Finance Committee (See ADDENDUM A, #5 herein) and shall perform each other duties as may be assigned by the Dean or by the Executive Committee.
- e) **Chaplain.** The Chaplain shall be appointed by the Dean for a term of one year and shall perform those duties deemed appropriate to the office.

### SECTION 3. DUTIES OF THE EXECUTIVE COMMITTEE

The Executive Committee shall meet on a periodic and timely basis and shall be empowered to transact the business of the Chapter between general Chapter meetings. All actions of the Executive Committee are subject to ratification by the Chapter membership if financial expenditures are more than \$2,000.

### SECTION 4. PERFORMANCE

All Officers and Members of the Executive Committee are expected to be in attendance at Executive Committee meetings, unless excused by the Dean for cause. Absence without cause from three successive meetings shall be grounds for removal from office.

### SECTION 5. COMMITTEES

The Executive Committee shall authorize the formation of Standing Committees (based upon ongoing need) and Special Committees (based upon temporary need) as necessary and desirable for the Chapter's effective and efficient operation. The Committees may include AGO Education/Examinations, By-Laws, Competition, Ethics, Finance, Historian, Membership, Nominating, Placement, Professional Concerns, Program, Publicity, Hospitality/Social, Student Guild Group Liaison, and Telephone.

- a) **Exception: Endowment Fund Committee:** There shall be a three person standing committee, known as the **Endowment Fund Committee**. The members of this Committee shall be elected by the Chapter for three-year terms, with one member being elected in years divisible by three and two members being elected in each of the other two years. In the event of vacancy occurring on this Committee by reason of death, resignation or inability to perform, a replacement shall be appointed by the Dean with concurrence of the Chairperson of the Committee until the next annual election. The function of this Committee shall be to invest the principal amount of the Endowment Fund Committee at the highest interest rate consistent with reasonable prudence, the corpus or principal to remain intact, except that expenditure of the principal, or any part thereof, **may be allowed only the directed by a two-third vote of the entire chapter membership (not simply a quorum)** and that otherwise only the earned interest be made available for expenditure. The Committee shall administer the fund for the benefit of Palomar Chapter and organ music in general. In using the fund proceeds, the Committee will initiate and receive project proposals made or passed by the Executive Committee. Signature control for withdrawal of any monies shall consist of the Chairperson of the Committee and either the Treasurer or Dean of the Chapter.
- b) **Scholarship Fund:** This Committee was formed in June of 2008, to establish funds for students and adults for organ playing education. All memorials and scholarship donations will be deposited for this purpose.
- c) **Committee Organization:** Each committee shall consist of a chairperson and as many members as the Dean and Executive Committee deem to be necessary to accomplish the purposes of the committee. In accordance with ARTICLE IV, Section 2a, the Dean shall appoint the Chairperson of each committee and that person shall appoint members as required. Each committee chairperson shall receive a written definition of committee assignments from the dean upon appointment and shall report on activities on a regular and periodic basis to the Dean.
- d) **Committee Responsibilities.** A description of the "typical responsibilities of each of the possible Committees" is attached to these procedures, identified as ADDENDUM A.

### ARTICLE V – MEETINGS

The annual meeting of the chapter shall take place in June of each year at a place and time determined by the Program Committee. At this meeting, all incoming officers and elected Executive and Endowment Fund Committee members will be installed. General meetings of the chapter shall be held at times and places as determined by the Program Committee. The Executive Committee shall be empowered to call a special general meeting at any time it is deemed necessary. Twenty-five (25) percent of the members eligible to

vote shall be deemed to be a quorum for the transaction of business. All business meetings shall be conducted in accordance with Roberts Rules of Order, current edition.

#### **ARTICLE VI - ELECTION PROCEDURES**

The annual election of officers and Executive Committee and Endowment Fund Committee members shall take place either by E-Mail or postal mail, or at the April general meeting of the Chapter, providing that adequate notice of such election is given. A majority of the votes cast shall be sufficient for election (or in the case of more than two candidates for an office, a plurality). Those elected shall be installed at the annual meeting in June of each year, or in the absence of installation at the annual meeting, shall take office on July 1 of each year.

#### **ARTICLE VII – DISBANDMENT**

The Chapter may be disbanded by the National Council upon written request of the Chapter, or by recommendation of the Regional Chairman. Prior to action by the National Council, a Committee of officers and members of the Chapter may give reasons for, or against, disbandment in writing to the National Council. In the event of disbandment, each member of the chapter may transfer individually to any other chapter which the member may choose. The assets and property of the Chapter remaining after payment of expenses and satisfaction of all liabilities shall accrue to the Guild for distribution as determined by the National Council for the non-profit purposes of the Guild.

#### **ARTICLE VIII AMENDMENT OF PROCEDURES**

Following adoption by the Executive Committee and approval of the chapter, Regional Chairman and National Council, these Operating Procedures may be amended at any time by action of the Executive Committee. Amendments shall be included as part of this document and added in sequence to this document.

#### **ADDENDUM A**

#### **PALOMAR CHAPTER AGO OPERATING PROCEDURES**

**COMMITTEE RESPONSIBILITIES.** The following is a description of the typical functions of each of the possible committees as listed in ARTICLE IV, Section 5:

1. **AGO Education/Examinations Committee.** This Committee shall be responsible for devising ways to aid members of the chapter in their efforts to prepare themselves for the AGO examinations. The chairperson shall be responsible for conducting AGO examinations if the chapter becomes a National Examination Center.
2. **By-Laws Committee.** This Committee shall be responsible for keeping the Executive Committee advised of the contents of the National By-Laws, particularly as to the effect of them upon the chapter. The By-Laws Committee shall also be responsible for advising the Executive Committee of the corresponding policies that have been developed by the chapter and keeping record of all such polices and procedures as adopted by the Executive Committee, including such amendments and additional polices created by Executive Committee action, with indication of the date of such action.
3. **Competition Committee.** This Committee shall be responsible for conducting the annual student competition in organ performance. Local competitions held in odd-numbered years shall be governed by the rules of the National Competition Committee. Local competitions held in even-numbered years shall be governed by the rules of the Chapter, as adopted by the Executive Committee. In such competitions that are governed by National Rules, the chairperson shall keep the Executive Committee advised as to the contents of the National Rules, especially the financial obligation of the chapter to the Regional. The amount of prize money may be determined by the Finance Committee.

4. **Ethics Committee**. This Committee shall be responsible for carrying out the recommended policies of the National Ethics Committee concerning ethical practices, as found in the Code of Ethics of the National Council, by which members shall abide. The Ethics Committee shall have copies of the Code of Ethics available, so that a copy may be available for individual members and/or the churches where they are employed.
5. **Finance Committee**. This Committee shall submit a budget for each year, prior to the start of the fiscal year on July 1. The budget shall be based upon estimated revenues, including dues and program income, and all chapter expenses, both ongoing and program related, and shall be presented to the Executive Committee for approval. The Treasurer and the Sub-Dean shall be members of the Finance Committee. The Finance Committee shall meet periodically during the year to review the chapter's performance against budget and recommend any necessary changes.
6. **Historian Committee**. This Committee (usually a single person) shall keep a copy of the each recital program, any articles appearing in newspapers or magazines concerning the chapter, a copy of all chapter publications, and all books, music, programs of concerts and recitals sent to the Historian by the members of the chapter. The Historian Committee shall keep the history of the guild in such a place so that it shall be accessible to all members.
7. **Membership Committee**. This Committee shall be responsible for obtaining new members for the chapter and may propose to the Executive Committee certain plans and programs which will expose eligible non-members to the benefits of chapter membership. The Committee shall also receive data on new members for the Secretary and Treasurer and be responsible for seeing that they receive information about the Guild and chapter, that they are properly introduced at Chapter meetings and that their names are on all pertinent mailing and telephone lists.
8. **Nominating Committee**. This Committee shall be appointed by **December 31** of each year and shall consist of at least three (3) persons, not more than one of which may be a member of the Executive Committee. The Nomination Committee shall nominate one or more candidates for each office and an excess of candidates for the Executive Committee positions which are about to expire, and for the (1987 convention) Endowment Fund Committee positions. The slate prepared by the Nominating Committee shall be approved by the Executive Committee, recorded in the minutes, published in the newsletter, and announced to the general membership **prior to March 1**. Additional nominations maybe made by petitions signed by at least three (3) members of the Chapter in good standing and submitted to the Secretary so that they may receive the same consideration as those proposed by the Nominating Committee (see ARTICLE VI herein).
9. **Placement Committee**. This Committee shall be responsible for maintaining a current listing of positions available for church musicians (such list to be available to all members by means of personal contact with the Placement Chairperson), announcements at all general meetings of the chapter, and publishing in the chapter newsletter. Suggested items to be included on the list are: Name of church or organization, title or position, type of organ, and all other pertinent information available.
10. **Professional Concerns Committee**. This Committee shall be responsible for defining the professional concerns which the chapter needs to consider. It shall be responsible for defining the professional concerns which the chapter needs to consider. It shall also be responsible for developing ways to assist the chapter and its' members to address those concerns, develop ways to educate the chapter members and local churches concerning the policies developed, and obtain any guidelines or special help that may be available from both the National Councilors for Professional Concerns and his representatives.
11. **Program Committee**. This Committee, of which the Sub-Dean shall be the chairperson, shall be responsible for all programming by the chapter, including but not limited to, regular meetings, special concerns, recitals, workshops, lectures, etc., for the coming year. The Program Committee shall have the following duties and responsibilities:

- a) Select all artists, lecturers, and performing groups for the following season, and research costs and availabilities. Issue confirmations of program dates and negotiate contracts for artists' fees when necessary.
- b) Issue confirmations of program dates and negotiate contracts for artists' fees when necessary.
- c) Arrange a suitable location for each program.
- d) Report preliminary plans to the Executive Committee on a timely basis; suggested dates are not later than March, in order to facilitate Finance Committee action and final approval by the Executive Committee in the month of May.
- e) Coordinate arrangements for meals and /or refreshments at each meeting with Social Committee.
- f) Compile and publish a brochure describing the entire year's programming.
- g) Provide necessary information and dates to the Publicity Committee on programs so that desired publicity may be obtained.
- h) Assist the current Dean in any capacity deemed necessary, so that each program or event of the current year shall run smoothly.

The following Programming Policy shall be observed by the Program Committee: Any program sponsored by the chapter must have the approval of the Executive Committee. The date and fee of such program must also be approved by the Executive Committee. Any organization wishing to co-sponsor a program with the chapter should submit such a proposal to the Program Committee. The Dean and/or Sub-Dean should reach a clear understanding with such an organization in that final approval for a co-sponsored program is made by the Executive Committee, and that confirmation of the even cannot be given until such approval is enacted. It is further suggested that the chapter set a policy determining if the chapter will pay to use a facility and ensure that the church's liability insurance is in effect during an AGO program.

12. **Publicity Committee**. This Committee shall be responsible for preparation and release of all information relative to the chapter's activities, both to chapter members and to others. Functions shall include:
  - a) Preparation and dissemination of regular chapter newsletters to all members and interested persons
  - b) Reporting of chapter activities to *The American Organist* magazine on a regular basis
  - c) Preparing and issuing press releases relative to chapter activities such as recitals, seminars, etc., that are either open to the public or newsworthy
  - d) Preparing and submitting date in a timely fashion for the chapter directory section other *Southern California Combined Directory*, or if this practice is discontinued, preparing and issuing an annual chapter directory
13. **Hospitality/Social Committee**. This Committee shall be responsible for making specific arrangements for meals and/or refreshments which may be planned as part of each chapter meeting or program by the Program Committee. The Committee shall coordinate their activity with the Program Committee.
14. **Student Guild Group Liaison**. The Liaison Representative will report and share activities of the Student Guild Group in order to foster the mutual support of both groups.
15. **Telephone Committee**. This committee shall be responsible for reminding members of upcoming programs and meetings.

**ADDENDUM B**  
**PALOMAR CHAPTER AGO OPERATING PROCEDURES**

**TYPICAL DUTIES AND RESPONSIBILITIES OF OFFICERS AND CHAIRMEN**

Included in the duties of all Executive Board members shall be the obligation to attend the board meetings as scheduled by the Dean. At the discretion of the board, if a member is unable to attend board meetings at the appointed times, or if he/she fails to attend three consecutive meetings, he may be requested to resign his office. Nonpayment of dues by December 31 shall also be grounds for dismissal.

**DEAN**

Presides at all chapter and board meetings and is ex-officio member of all chapter committees. Responsible for month by month planning in accordance with the National Office Dean's Manual. Responsible for preparation, printing and distribution of the monthly chapter newsletter. Assures that other chapter officers and chairpersons understand and carry out their duties and responsibilities. Maintains and retains chapter records and correspondence such as minutes, newsletters, publicity, programs, and the like.

**SUB-DEAN**

Presides at chapter meetings in the absence of the Dean. Appoints and chairs the chapter Program Committee. Responsible for planning and preparation of chapter meeting programs for the following year and presents proposed program and costs each March for the Executive Board approval. Assures that hosts, artists, and other concerned are aware and prepared for program schedules and follows up and coordinates with these persons in advance of program dates. Also forwards program publicity to the Publicity Chairman. Arranges and coordinates appropriate transportation and housing for artist. Retains program correspondence and related materials.

**SECRETARY**

Takes and prepares minute of all chapter meetings, including general and executive. Assures that minute copies are available for the Dean and mailed to absentee board members. Prepares and sends chapter news articles to *The American Organist* magazine in accordance with magazine guidelines and requirements. Prepares chapter correspondence as required by the Dean, such as Get Well and Sympathy cards, notes and letters to program hosts, churches, and the like.

**TREASURER**

Prepares and maintains detailed accounting records and ledgers of all chapter receipts and disbursements of funds in appropriate allocations. Makes bank deposits of funds and maintains a checking account requiring the Treasurer or Dean's (or Secretary's) signature for disbursements and pays chapter bills and expenses authorized by the Executive Committee and/or Dean. Collects members' dues and sends required payment forms to National Office. Balances chapter expense and receipt ledgers and reconciles with bank statement monthly. Issues membership cards for all paid dues. Prepares required financial records for yearly audit. Assists the Dean by providing such statistical and financial information as required and by sending delinquent dues notices to members as requested.

**MEMBERS-AT-LARGE**

To participate in the discussion and voting of board matters. This office shall entail one (1) one year term and two (2) two year terms. There shall be three (3) members-at-large at all times, in addition to the IMMEDIATE PAST DEAN who shall be a member of the new board for a one year term. He/she shall act in an advisory capacity with full voting rights and privileges.

