

# **Constitution and Bylaws of the Piedmont Classic Guitar Society Winston-Salem, NC**

## ARTICLE I

### Purpose

The purposes for which this corporation is formed are as follows: To cultivate, promote, foster, sponsor, and develop understanding, taste, and love of the musical arts and especially to promote interest in the classic guitar and similar stringed instruments; to foster the study of the classic guitar in private studios and at the elementary, secondary, and college levels, and to encourage the development of innovative curricula in support of these ends; to promote the guitar as an ensemble instrument, to encourage composition, arrangements, and publication of ensemble music involving the guitar; and to support scholarly research into the guitar's history and literature; all of the foregoing purposes being limited to non-profit, educational, cultural, scientific, and charitable ends.

## ARTICLE II

### Membership and Dues

The membership of this organization shall be active and honorary.

**Section 1. Active Members.** Membership in the PCGS is open to all persons and entitles them to all rights and privileges of membership.

**Section 2. Honorary Members.** Any person may be an honorary member of PCGS upon a majority vote of the Board of Directors. No dues shall be charged to honorary members.

**Section 3. Dues.** Annual dues are fifteen dollars (\$15) for an individual membership. Family memberships are twenty dollars (\$20). Student dues are seven dollars and fifty cents (\$7.50). All dues are payable to the treasurer, are due on January 1, and are prorated quarterly for new members.

## ARTICLE III

### Officers and Directors

**Section 1. Who may vote or hold office.** Only active members shall be eligible to hold offices, nominate, or vote at meetings.

**Section 2. Officers.** The officers of the PCGS shall be a president, program director, secretary, treasurer, and publicity director.

**Section 3. Board of Directors.** The Board of Directors shall consist of the PCGS officers.

**Section 4. Election of Officers.** At the annual September meeting, the officers shall be elected from the membership of the society. Prior to the meeting a nominating committee shall have prepared a slate of candidates. Additional nominations may be made from the floor at the time of the election. A majority of members present and voting shall be necessary to elect officers.

**Section 5. Term of Office.** The term of office for officers and directors shall be for one year running from October 1 to September 30.

**Section 6. Vacancies.** Whenever any vacancy occurs in the officers of the society, the Board of Directors will appoint to fill the vacancy until the next annual meeting of the members. A board member may serve in two offices in case of a vacancy.

## ARTICLE IV

### Duties of Officers and Directors

**Section 1. President.** The president shall (1) preside over all meetings of the society and the Board of Directors, (2) perform all duties usually performed by an executive and presiding officer, (3) sign all papers of the Board of Directors: provided, however, that the Board of Directors may authorize any person to sign any or all checks, contracts, and other instruments in writing on behalf of the society. The president shall perform such other duties as may be prescribed by the Board of Directors.

**Section 2. Program Director.** The program director shall organize, prepare and present all programs and performances.

**Section 3. Secretary.** The secretary shall keep a complete record of all meetings of the society and of the Board of Directors and shall handle all PCGS correspondence. Upon the election of his or her successor, the secretary shall turn over to him/her all books and other property belonging to the society that he may have in his possession.

**Section 4. Treasurer.** The treasurer collects and disburses all funds, maintains the PCGS financial records, and performs such duties with respect to the finances of the society as may be prescribed by the Board of Directors.

**Section 5. Publicity Director.** The publicity director shall handle all publicity and advertising for the society.

**Section 6. Board of Directors.** The Board of Directors shall have general supervision of the affairs of the society and shall recommend to the general membership all rules and regulations not inconsistent with law or these bylaws for the management of the business and guidance of the society. It shall be their duty to require proper records to be kept of all business transactions. The Board of Directors may appoint additional directors if necessary. The Board shall meet no less than once each quarter of the fiscal year.

**Section 7. Quorum.** A quorum shall be a majority of the Board. No business may be transacted unless a quorum is present. In the case of emergency, any one of the elected officers may act for the Board to make necessary decisions in the best interest of the society.

**Section 8. Agreements with Members.** The Board of Directors shall have the power to carry out any and all agreements of the association with the members and others in every way advantageous to the society and others collectively.

**Section 9. Depository of Funds.** The Board shall designate the depositories for the funds of the PCGS.

## ARTICLE V

### Members' Meetings and Performances

**Section 1. Fiscal Year.** The fiscal year of this society shall commence on the first day of October and end on the last day of September of each year.

**Section 2. Annual Meeting.** The annual meeting of the members of this society shall be held on a date in the first quarter of each fiscal year determined by the Board of Directors.

**Section 3. Monthly Meetings.** Monthly meetings of the society will be held at a time and place determined by the Board of Directors.

**Section 4. Programs and Performances.** Programs, performances, lectures, discussions, workshops and classes will be offered throughout the year.

## ARTICLE VI

### Financial Assets

**Section 1. Financial Support.** Financial support of the PCGS shall derive from membership dues, registration for workshops, master classes, etc., fund-raising events such as concerts, contributions, etc; however, the PCGS shall not operate as a profit-making organization.

**Section 2. Dissolution.** Upon dissolution of the PCGS, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

## ARTICLE VII

### Activities Permitted

Notwithstanding any provisions of these articles, the PCGS shall not carry on any other activities not permitted by (a) a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future U.S. Revenue Law or (b) a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

## ARTICLE VIII

### Order of Business

**Section 1. Order of Business.** All business transacted or actions taken must originate with the Board of Directors. Members having any new proposal to be voted on must present it to the Board, accompanied by the signatures of at least ten voting members.

**Section 2. Parliamentary Authority.** The rules contained in ROBERT'S RULES OF ORDER, REVISED shall govern the PCGS in all cases in which they are not inconsistent with these bylaws.

## ARTICLE IX

### Miscellaneous Provisions

**Section 1. Seal.** The seal of the PCGS shall contain these words and figures (the seven parallel lines may be at a horizontal, vertical, or any other angle in relation to the circle and may be shortened or lengthened in either direction.