

Constitution and By-Laws of the Bluegrass Chapter – American Theatre Organ Society, Inc.

ARTICLE I

The name of the organization shall be known as the Bluegrass Chapter of the American Theatre Organ Society.

ARTICLE II

The Bluegrass Chapter – American Theatre Organ Society is, and shall be, a non-profit tax-exempt organization as provided for and by the American Theatre Organ Society, and devoted entirely to furthering the purposes set forth in Article III.

ARTICLE III

The purposes of the Chapter include the following:

- A. To contribute to the education of musicians and students of music and to the cultural enrichment of the public and its understanding and appreciation of the Theatre Pipe Organ and its music by:
 - 1. encouraging the education and training of performers on the Theatre Pipe Organ;
 - 2. permitting any Theatre Pipe Organ owned or controlled by the Chapter to be used by students, performers and practitioners of the art of playing the instrument in furtherance of their education, art, and skills;
 - 3. presenting concerts, motion picture exhibitions and other performances featuring Theatre Pipe Organ music, all net proceeds of which shall be use exclusively for the purpose of the organization;
 - 4. preserving historical manuscripts, scores of Theatre Pipe Organ musical composition and any memorabilia;
 - 5. commissioning new music and arrangements for the Theatre Pipe Organ;
 - 6. preserving and expanding, through workshops, lectures and demonstrations, the skill of Theatre Pipe Organ playing, building, voicing, and maintenance.
- B. To preserve the historical tradition of the Theatre Pipe Organ in American music and theatre by:
 - 1. restoring, enlarging and maintaining, wherever possible, remaining specimens of the instrument for public educational and historical purposes;
 - 2. collecting and preserving for posterity examples of the musical sounds of Theatre Pipe Organs;
 - 3. assisting in the removal, rehabilitation, reinstallation and maintenance of Theatre Pipe Organs;
- C. The above purposes shall also apply to electronic organs.

ARTICLE IV
MEMBERSHIP

- A. Membership in the Bluegrass Chapter – American Theatre Organ Society shall be open to all individuals interested in furthering the purposes set forth in Article III of these By-Laws.
 - 1. Chapter Members shall be encouraged to join and participate in the activities of the American Theatre Organ Society.
- B. Classes of members shall be the following:
 - 1. Regular members shall be members of the Bluegrass Chapter.
 - 2. Mailing list members shall, by paying a fee assessed by the Chapter, be placed on the mailing list of the Chapter. No fee shall be assessed for recipients of e-mail mailing lists.
- C. Membership Dues:
 - 1. Dues shall be assessed each member to cover incidental costs pertaining to the organization and its purposes.
 - 2. The amount of dues may be established at any meeting of the Chapter.
 - 3. Dues shall be based on the following membership categories, including Regular, Benefactor, etc.
- D. Resignations:
 - 1. Members may resign at any time by giving notice to the Secretary.
 - 2. Members that resign or let their membership lapse may be reinstated by paying dues according to the membership category they wish. Reinstated members shall pay dues for the whole year regardless of when they reinstate their membership.
- E. Honorary Members:
 - 1. Honorary members, entitled to enjoy the privileges of membership without payment of dues, may be elected by a majority vote of the membership at any regular or special meeting of the Chapter. Honorary members are to be elected or renewed on an annual basis.
 - 2. Honorary Lifetime members, also entitled to enjoy the privileges of membership without payment of dues, may be elected by a majority vote of the membership at any regular or special meeting of the Chapter. Honorary Lifetime Membership shall remain in effect as long as a member so designated is active in the organization.

ARTICLE V
OFFICERS

- A. Officers: The officers of the Chapter shall be a President, Vice-President, Secretary, Treasurer and chairpersons of Appointed Committees.

B. Duties of the Officers:

1. President:

- a. shall preside at all meetings of the Chapter;
- b. shall call meetings of the Chapter.

2. Vice-President:

- a. shall assist the President;
- b. shall assume the duties of the President in his or her absence or inability to act;
- c. shall review the financial records of the Chapter at least once a year and prior to the annual meeting.

3. Secretary:

- a. shall keep the records of, and conduct the correspondence of the Chapter subject to the general directions and supervision of the President;
- b. shall act as secretary at the meetings of the Chapter, keeping and preserving true and correct minutes of all business transacted thereby; may supply copies of meeting minutes to be included in the Chapter newsletter; or, minutes of meetings may merely be retained by the Secretary and provided upon request to any member. Minutes shall be provided regularly to the officers of the Bluegrass Chapter.
- c. shall keep a revised and up-to-date roster of all Chapter members, as verified by the Treasurer.

4. Treasurer:

- a. shall function as financial officer of the Chapter in signing of checks, depositing and distributing funds;
- b. shall keep an accurate account of receipts and expenditures of the Chapter and report same at meetings of the membership;
- c. shall report the net worth of the Chapter when requested to do so. This information is to be available at all times to any member in good standing upon private request to the President or Treasurer; requestable information to include access to books and financial account sheets;
- d. shall collect all monies due to the Chapter, giving receipts in the Chapter's name, and shall account for all monies;
- e. shall control expenditures in keeping with authorized projects, available funds, and Chapter policy of record by action of the Chapter membership.

C. There shall be four Directors of the Chapter appointed by the Executive Board to serve one-year terms. The Directors will be appointed at the annual meeting each year.

1. The duties of the Directors shall be to assist the Chapter officers in both decision-making and carrying out assigned tasks for the benefit of the chapter.
- D. The Executive Board of the Chapter shall consist of the four officers and the four directors. Meetings of the Executive Board shall occur at the instigation of one of the Chapter officers for the purpose of conducting business between annual meetings. It shall be the responsibility of the Executive Board to have a minimum of one meeting per year in addition to the Annual Meeting.

ARTICLE VI

ELECTIONS

- A. Elections for office in the Bluegrass Chapter - American Theatre Organ Society shall take place at the Annual Meeting in June.
- B. A nominating committee shall be appointed by the President by April preceding the Annual Meeting to nominate persons for office in the Chapter. The nominating committee's report shall appear in the issue of the newsletter, preceding the Annual Meeting in June.
- C. Terms of office (may be re-elected for succeeding terms):
1. President: two years
 2. Vice-President: two years
 3. Secretary: three years
 4. Treasurer: three years
- D. Those members eligible to vote shall be regular members or honorary members only.

ARTICLE VII

MEETINGS

- A. The Annual Meeting shall occur in June of each year. Annual reports and other such matters shall be presented and other such matters shall be conducted at this meeting, including the election of officers. Voting members not able to be present at this meeting shall have a chance to vote for officers of the Chapter by mail ballot to be mailed to the Secretary prior to the Annual Meeting.
- B. Any member may sign a proxy form and file it with the Secretary of the Chapter authorizing someone, specifically designated on the proxy form, to vote on his or her behalf. The proxy form must be signed by the member personally. Unless it reads otherwise, the proxy form will remain in force for no longer than one year from the date shown on the form.
- C. Special meetings may be called by the President, or requested by at least five (5) members, at any time. Sufficient notice must be sent to all members so that they may have a chance to attend the special meeting.

D. A regular meeting time shall be established and confirmed by the membership.

ARTICLE VIII
COMMITTEES

The President of the Bluegrass Chapter shall appoint committees at his or her discretion or by direction of the membership as the situation demands. Appointment shall be for one-year terms from date of appointment. Members may serve succeeding terms.

ARTICLE IX
PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Chapter in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Chapter may adopt. A quorum shall consist of a majority of the members present and voting.

ARTICLE X
AMENDMENT OF THE BY-LAWS

These By-Laws can be amended at any regular meeting of the Chapter by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting.

ARTICLE XI
DISSOLUTION

- A. The Bluegrass Chapter may be dissolved by the two-thirds vote of the membership and in accordance with the State laws providing for such dissolution.
- B. Residual funds of the Bluegrass Chapter shall be disposed thereof by a donation to a 501(c)(3) organization, as determined by the Board of Directors.

END OF CONSTITUTION AND BY-LAWS OF BLUEGRASS CHAPTER – AMERICAN THEATRE ORGAN SOCIETY

/s/ William Webber

Signature of President

6/23/2014

Date adopted