



MEMBERSHIP HANDBOOK

2021 – 2022

Our 42nd Season

*Creating Choral Community,
Artistry & Excellence*

The Business of Cherry Creek Chorale

Vision

Enriching our community through artistry and unity.

Mission

We create collaborative, engaging and versatile musical experiences for our singers and audiences while demonstrating our love of one another, artistic excellence, and passion for the choral art.

Volunteering

As a non-profit organization, we rely on Chorale members to help with production and administrative tasks. **All Chorale members are expected to volunteer in some capacity throughout the year.**

Artistic and Administrative Staff

Artistic Director & Conductor

Brian Leatherman

Associate Conductor

Will White

CherryTones Director

Debbie Johnson

Principal Accompanist

Debbie Johnson

Assistant Accompanist

Debbie Johnson

Executive Director

Bookkeeper

Jann Folsom

Music Librarian

Liz Fallon

Web & Communications Manager

Mike Freeland

Board of Directors

President

Ron Lester

President-Elect

Mary Moyer

Past President

Trevor Girtin

Vice President

Lisa Blunck

Secretary

Nancy Lauth

Treasurer, Finance Committee Chair

Kathleen Meier

Artistic Committee Chair

Gloria Srikijkarn

Philanthropy Committee Chair

John Chamberlin

Marketing Committee Chair

Brad Folsom

Member Services Committee Chair

Kay Frevert

Outreach Committee Chair

Production Committee Chair

Brian Frevert

Section Leaders

Soprano I

Gloria Srikijkarn

Soprano II

Nancy Lauth

Alto

Carolyn Gentle

Tenor

Ben Bowen

Bass

John Wollan

Special Responsibilities

Box Office Manager

Rohn Goldstein

Concert Attire

Ruth Most, Elaine Gilley

Concert CD Sales

Liz Barraud

Concert Program Design

Jenny Bock

Grocery Reward Programs

Lisa Blunck, Nancy Lauth

Historian

Sally Bradley

Hospitality Coordinator

Debi Simons

Member Ticketing Coordinator

Cynthia Phinney

Name Badges

Kay Frevert, Brad Folsom

Showcase Coordinators

Jann and Brad Folsom

Chorale website

cherrycreekchorale.org

CHERRY CREEK CHORALE MEMBER POLICIES

Welcome to the Cherry Creek Chorale! We hope that you will share our enthusiasm for diverse and exciting choral music. As a member of the CCC, you make a personal commitment of your time, your musical ability, and your presence at rehearsals and performances. Your unique personality and talent contribute to our performance quality, musical integrity, and morale.

DEFINITIONS

Concert Set: All rehearsals leading up to and including a pair of concert performances. The number of concert sets may vary per season. Generally there are four concert sets in a concert season, including possible additional scheduled performances. A missed performance is considered an absence.

Concert Season: From the first fall rehearsal through the last spring concert.

Leave of Absence: Officially recognized non-participation in a concert set, during which you retain all rights, privileges, and responsibilities of membership.

Member: One who has been accepted into the Chorale by the Artistic Director, has paid his/her dues for the current semester, and has not had two or more consecutive Leaves of Absence.

ATTENDANCE *The following policy applies to each Concert Set:*

1. You are expected to attend all rehearsals and concerts.
2. You are responsible for notifying your Section Leader in advance of any absence.
3. You may miss one rehearsal in a Concert Set. A second absence may be granted at the discretion of the Section Leader. Participation at rehearsal retreats may make up for an additional absence.
4. If more absences are necessary, you and your Section Leader will need to determine if you are sufficiently prepared to sing in the concert. If not, you will be put on leave for that Concert Set. You may resume participation for the next Concert Set.
5. Absences from a concert week rehearsal must be cleared with the Artistic Director in order to sing the concert. If you anticipate missing a performance you must discuss your absence with your Section Leader and the Artistic Director at the earliest possible date.
6. You are responsible for obtaining all information given during your absence before the next rehearsal (e.g., music markings/notations, change in rehearsal times).
7. Courtesy to the Artistic Director and to the Chorale membership requires promptness at rehearsals. Please explain tardiness or early departure to your Section Leader. Section Leaders will monitor the amount of rehearsal time missed. Arrival or departure at break will be counted as one-half (1/2) absence.

REHEARSAL CANCELLATION POLICY

In the event of a potential rehearsal cancellation due to inclement weather, a decision will be made by the Artistic Director & Conductor (using the input of assigned people in various locations and distances around town) during the 3:00 pm hour, and a formal announcement (Yea or Nay) will be sent out via email by the Web and Communications Manager no later than 4:00 pm. The decision will be final at that point. Before heading out to rehearsal on a questionable evening: **CHECK YOUR EMAIL!** *Remember, though, that regardless of the*

decision on cancellation, if you don't feel that it's safe for you to drive, don't venture out! Your safety is paramount, so make your determination as your own judgement suggests.

DUES: **August - December = \$95** **January - May = \$95**

Dues are collected at the first rehearsal of each semester and are non-refundable after the 3rd rehearsal. Dues are not pro-rated for partial semester participation. Dues can be paid by check or by credit card using the Paypal link on the Members page of the CCC website

CHERRY CREEK CHORALE VOCAL PLACEMENT

We celebrate that our membership includes a diversity of vocal ability and experience. Consistent with our Vision & Mission, the Board of Directors instituted vocal placement sessions. Our goal is to assist the Artistic Director and the members. The sessions add to the Artistic Director's knowledge and memory of each member's voice, enabling him to place singers in the group (voice placement) and assist singers in their vocal development. This knowledge is especially helpful to the Artistic Director as the chorale experiments with new and different riser formations and accommodates personnel changes when members are unable to sing a particular concert. The sessions benefits the members by giving them the opportunity to be heard by the Artistic Director in a non-threatening environment, to ask questions and obtain help or support if necessary. This program aids the ensemble by ensuring that members are placed optimally and are singing to the best of their ability.

Every two to four years, members will make appointments to sing for the Artistic Director, either alone or in groups of two or three. If the member wishes to sing with one or two other singers, they will be singers of the member's own choosing. The review is emphatically NOT a re-audition and will consist of the following:

- 1) Singing the first two and one half lines of "America" in different vocal ranges
- 2) Vocalizing to determine current range and vocal color
- 3) Slowly singing an ascending and descending major scale a cappella
- 4) Singing a crescendo/decrescendo exercise

NOTE: The session will be audio recorded and is only for the Artistic Director's use.

The member will have the opportunity to discuss any concerns or questions they may have. The review should last 5-10 minutes and will be done as a part of semi-annual new member auditions and/or prior to regular Tuesday rehearsals. We anticipate that the process will take at most four years (one section per year) or at minimum two years (one section per semester) to complete. At the discretion of the Board and the Artistic Director, the process will repeat.

As a result of the reviews, the following may occur:

- 1) The member will continue in their current section.
- 2) The member may be re-assigned to a different section more appropriate to their vocal range.
- 3) The member may be asked to stand or sit in a different place within the section or choir to enhance their voice and the voices of those around them.
- 4) The member's vocal color classification may be changed (Flashlight/Blender/Moon).
- 5) The member may be enrolled in a series of up to 6 voice lessons (paid for by the Chorale with an approved instructor) to address and assist with any vocal concerns. After the series of lessons has been completed, the member and Artistic Director will meet to assess their progress and decide next steps.

We want to ensure that each member can enjoy a long and fruitful singing life, and that the Chorale continues to present the very best choral product.

The Board and the Artistic Director thank you for your part in making this program a success for each individual singing member and the ensemble as a singing family.

LEAVE OF ABSENCE (LoA)

1. A Leave of Absence occurs when you do not sing a full Concert Set.
2. If you take two consecutive LoA's, whether in the same Concert Season or in two Concert Seasons (for example, the last Concert Set of the current season plus the first Concert Set of the next season), you will need to re-audition in order to resume your membership.
3. If you are unable to sing a Concert Set, inform your Section Leader as soon as possible.
4. While you are on a Leave of Absence, you are welcome to attend rehearsals until two weeks before the concert.

MUSIC POLICY

- All music is the property of the Cherry Creek Chorale or the entities that have loaned music to the Chorale. Music issued to you is to be returned to the Chorale after the completion of a Concert Set or at any time that you are unable to continue singing in the Chorale.
- Mark your music in pencil only. Make no holes, pen markings or highlighting in music that is on loan to Cherry Creek Chorale. The organization that loans us music may request that pencil markings be erased.
- You will receive music for the upcoming Concert Set upon the return of music for the completed Concert Set. If music is not returned or is no longer usable, you will be billed for the current replacement costs plus any additional fees charged by a loaning entity.

REHEARSAL PROTOCOL

- Know where you are in the music at all times. Have a pencil in your hand all the time at all rehearsals.
- Listen actively and DO NOT TALK OR HUM when the singing stops!
- Follow along in your music while another section is rehearsing and apply the musical learning/suggestions to your part...do not hum along.
- Direct any questions or comments to the Conductor or Associate Conductor during rehearsals.
- In rehearsals (so you get used to it) and in concerts do not follow along in the music when a soloist or a small group is singing. Turn your music to the next place you sing.
- Practice with music in folder and in concert order as soon as possible and especially during the final three weeks before concerts.
- Set your cell phones and pagers to *Silent* during rehearsal.
- After rehearsal, return chairs as directed and other equipment if needed.
- Don't wear anything scented to rehearsals, music retreats or performances.
- We PRACTICE at home and REHEARSE at rehearsal. You have a responsibility to work out problem spots on your own.

CONCERT PROTOCOL

- Carry your music -- in a black folder -- in your left hand unless directed otherwise.
- Keep your music at your side and only raise it when the Artistic Director steps on the podium or otherwise gives a signal.
- Do not break the mood at the end of a piece until the Artistic Director lowers his hand or baton and has turned to acknowledge the applause; then just beam at the audience.
- Between pieces minimize movement and speaking to other singers; remain engaged.
- While singing, appropriate movement is encouraged.
- Stay loose; flex your knees, but maintain good posture.
- Generally the singers do not applaud other performers.

CONCERT ATTIRE

Women:

Chorale dress and jacket, black hose, black shoes (closed toe preferred)
Earrings - black, silver, rhinestones, or diamonds (No dangles, no larger than 1 inch. No other jewelry showing except a ring or two. (Please **no** necklaces.)
Lipstick, extra blush (we tend to "pale" in the light)

Men:

Black tuxedo (no tails), black socks, polished black shoes, cummerbund, black bow tie, white tuxedo shirt with pleats (well ironed, no ruffles)

Special Occasions:

- **Red** bow tie, cummerbund, and pocket square for the December or other special occasions - \$10
- **Tartan Plaid** bow tie for biannual Celtic Concert - \$5-15

Care of your Garments

Do not dry clean dress or jacket!

Dress: Hand or machine wash, delicate cycle, cold water, air dry, and hang.

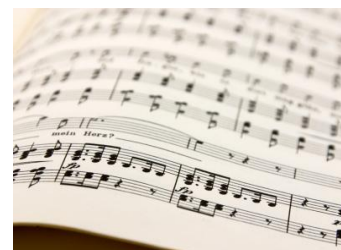
Jacket: Hand wash, cold water, avoid rubbing the fabric, dry and store flat.

CHORALE MEMBER RESPONSIBILITIES

1. Pay dues before the end of the second rehearsal of each semester.
2. Come prepared to rehearsal.
3. Practice your music at home to reinforce the learning done in rehearsals. Several practice aids are supplied on the CCC website.
4. Bring pencils to mark music.
5. Listen closely to the Conductor or Associate Conductor for musical direction and markings.
6. Notify Section Leader of absence.
7. Purchase and maintain concert attire. Women - \$63 for the jacket and \$68 for the dress.
8. **Volunteer as time and talent allow for various committees and/or aspects of concert production!**

SECTION LEADER RESPONSIBILITIES

1. Take attendance at each rehearsal.
2. Welcome new members.
3. Communicate rehearsal and musical changes to section members.
4. Share Artistic Director's musical practices such as count singing, breathing, counting, and pronunciation, as applicable.



5. Assist Board of Directors with occasional special requests as needed.

SINGING OPPORTUNITIES AVAILABLE TO THE CHERRY CREEK CHORALE

1. Members of the Chorale have the opportunity to audition each year for The CherryTones, a sub-group of the CCC which performs at smaller venues, private parties, company events, and at CCC concerts.
2. The Showcase event is an opportunity for Chorale members to provide entertainment for each other and their family and friends. Participants are chosen by audition by the Showcase sub-committee.
3. In past years, CCC members have sung *The Star Spangled Banner* at a Colorado Rockies game and holiday carols during intermissions of Nutcracker Ballet productions.
4. Other opportunities may arise. Chorale member volunteers will be welcomed, with details for participation explained by the Artistic Director and/or the Associate Conductor.

SHOWCASE CONCERT POLICIES - Adopted by the Board of Directors 2-17-2020

The Showcase will occur every other year in February.

Length of the program will be similar to Chorale concerts: 90 minutes including intermission. If necessary, the program may stretch to a maximum of 2 hours. Ideal start time is 7:00 PM and ending time no later than 9:00 PM to allow for clean-up and exiting the building before 10:00 PM per Bethany's requirements.

The Associate Conductor of the Chorale shall act as Music Director and M.C.

The Audition Committee shall consist of the Showcase chair, and the 4 members of the Artistic Staff. Decisions will not rest upon one person's shoulders and will be a consensus of this group.

Auditions are required for the purpose of judging preparation level.

- Performers should be at performance level at the time of audition; to include costuming, additional "cast" members; staging/choreography, etc.
- The audition is not to be considered as a competition. It is only a check for preparation level and appropriateness for the show.

The goal of the committee is to include the maximum number of participants, which may mean the following:

- Members auditioning for more than one act should assume that they will, most likely, be chosen for one act only.
- Those not chosen will be placed on a waiting list for the next Showcase and given priority, assuming that performance level addressed above is met.
- As many performers/acts will be chosen as possible, as long as the 90-120 minute time limit is met.

If the Principal Accompanist or Assistant Accompanist is used by a performer/act, the Principal Accompanist or Assistant Accompanist will be paid by the Chorale at a rate of \$50 per act.

This payment will be made whether or not the performer/act is chosen for the Showcase to compensate the Accompanists for their time. The Accompanists will submit a list of performers/acts they accompany to the Treasurer. The Chorale will not pay outside accompanists.

The program will not be advertised to the general public.

Purpose of the event is to have fun with quality.

All performers will be required to buy a ticket for the performance.

Proceeds from tickets are to cover the cost of room rental and related expenses, not to make a profit.

**COMMUNICATIONS AND THE CHERRY CREEK CHORALE WEBSITE:
CHERRYCREEKCHORALE.ORG**

The Home Page

Our website is designed to service our patrons as well as our membership. It is our primary means of communication between the Artistic Director, Chorale members, the committee chairs (i.e., the Board of Directors) and among the members themselves.

Members are encouraged to sign up for concertgoer email announcements by clicking on the link labelled "JOIN OUR EMAIL LIST," toward the bottom of the Home Page.

Members Only

The email address of every member in good standing is included on the blast email distribution list. This mechanism is used frequently to disseminate timely information from the Artistic Director and the Officers of The Chorale. The WebMaster maintains this list at the direction of the Artistic Director and the Membership Services Committee Chair.

The Chorale uses the Members Only page as its main method of communication outside of rehearsals. You will find concert, rehearsal, music, and logistics information on this page on a weekly basis. **Make it a practice to visit the web site PRIOR TO rehearsals.**

User ID and Password

While the Home Page is directed to the world at large, in the lower left corner you will find a button labeled *Chorale Member Login*. Click on this, and when prompted for a password, enter "member" (the *word* member, not your name) as user ID, and "ccc333" as password. User ID is not case sensitive; however the password is, so use lower-case Cs.



For convenience, check the box marked "Remember my password" or your browser's version of this phrase, before proceeding.

The main page of the Members Only area contains announcements, alerts and often, musical or rehearsal instructions (or links to them in the forum) from the Artistic Director.

CHERRY CREEK CHORALE BOARD AND MEMBER COMMITTEES

ARTISTIC COMMITTEE

The Artistic Committee is composed of two committees: A *Standing* Committee and an *Ad hoc Music* Committee.

Standing Committee

Responsible for: The music program for each year (with the exception of the Showcase Concert). Music selection for a given season is to be completed by January 1st prior to the season in question.

The overall content of choir performances. Activities that are presented from the beginning to the end of the concert, including but not limited to introductions, announcements, music selection, etc.

Collaborations with other organizations and selecting and inviting other groups, guest artists, orchestras, instrumentalists, etc. to perform with the CCC. Choices and decisions about all these matters are bound by the committee's funding allocations for the year.

Composition:

The Standing Committee is composed of no more than 9 members including the CCC Artistic Director/Conductor, the CCC Associate Conductor, the Cherry Tones Director, the CCC Music Librarian, and additional persons to be selected and approved by CCC Artistic Director & Conductor and the Artistic Committee Chairperson.

The Standing Committee is to meet no fewer than three times per year.

Ad Hoc Music Committee

Responsible for: Makes music and programmatic recommendations for performances to the Standing Committee. The Ad Hoc Committee is to meet no less than once a year. Suggestions are not limited to this once-a-year meeting. Anyone at any time can present ideas for review to the CCC Artistic Director & Conductor or to the members of the Standing Committee.

Composition: CCC Artistic Director & Conductor, the CCC Associate Conductor, the Artistic Committee Chairperson, and any other members of the CCC who may wish to participate.

PHILANTHROPY COMMITTEE

Purpose: The Philanthropy Committee is responsible for soliciting, developing, or applying for: donations from individuals and businesses (including member donations, program ads, and matching grants), foundation and government grants, and certain commission (such as Tagawa gift cards) or purchase rebate (such as Amazon Smile) plans. Donations may be cash, vehicles, stocks, IRAs, provisions in wills, and may be designated as sponsorship of a specific concert, concert season, event, or project.

EXECUTIVE COMMITTEE

Purpose: The Executive Committee is comprised of the President, President-Elect, Past President, Vice President, Secretary, and Treasurer. The Executive Committee will oversee operations of the Board of Directors and is empowered to act on behalf of the Board between meetings, presenting these acts later for a full Board review.

FINANCE COMMITTEE

Purpose: The Finance Committee, headed by the Treasurer, is primarily concerned with the preparation and execution of the annual budget plan. Its members serve as liaisons between Committee chairs and the Board, to assist in the preparation and management of each Committee's budget. In addition, it reviews the financial activity of the organization and oversees the performance of the Bookkeeper of activities such as: control and disbursements of the current budget expenses, incomes, endowments, investments and grant activities of the organization.

MARKETING COMMITTEE

Purpose: The CCC Marketing Committee oversees development and implementation of a marketing plan, including identifying potential markets, their needs, how to meet those needs with services and programs, and how to promote concerts and other service projects that may be developed. The Marketing Committee is responsible for advertising and public relations, representing the organization to the community, and enhancing the organization's image, including communications with the press, media and social media.

MEMBER SERVICES COMMITTEE

Purpose: The Member Services Committee is responsible for issues related to membership and members, including integrating new members into the CCC, and ensuring that members' voices about crucial issues are represented at Board meetings, and is responsible for coordinating auditions, welcoming new members, collecting and recording dues, meeting needs of continuing members, providing social activities as a means of enhancing community and updating the Member Handbook. The Committee is responsible for coordinating refreshments for the CCC Friday concert reception, and select member functions, such as Saturday music retreats, the annual business meeting, etc. The Committee works with Section Leaders to communicate with members as well as actively interacting with individual members to solicit ideas and obtain feedback.

OUTREACH COMMITTEE

Purpose:

- Research and develop collaborations with other groups
 - Cultivate relationships with schools, colleges / universities, other performing groups, artists, etc.
- Develop strategies to build membership

- Follow up on collaborations with community arts organizations initiated by the CCC Artistic Committee.
 - Transfer connection opportunity to other Board Committees
 - Develop methods to encourage interest.
- Research and develop list of financially successful local corporations, and cultivate a group of C-level leaders to support activities of the CCC.
- Establish relationship with local community and business organizations as appropriate.
- Develop opportunities to promote and publicize the CCC.
- Coordinate and lead usher and ambassador volunteer corps to serve as front-of-house personnel at all regular concerts and occasional special performances.
- Bridge Artistic, Development, Marketing and Member Services committees, as appropriate.

PRODUCTION COMMITTEE

Purpose: The Production Committee is in charge of rehearsal and concert productions, with the emphasis being on concert productions; this includes the Showcase concert. The Production Chair acts as a liaison between the Chorale and the performance venue to ensure all rehearsal and concert timings and set-ups are scheduled and organized, and that the CCC is properly billed for only the scheduled reservations it has actually used. The Committee coordinates all aspects of concert ticketing, receptions, and riser crews.

TAX- DEDUCTIBLE CONTRIBUTIONS TO THE CHERRY CREEK CHORALE

Because the Cherry Creek Chorale is a tax exempt organization under IRS Code section 501(c)(3), your contributions to CCC may be used on Schedule A of your individual income tax return. The new tax law passed in 2017 has made some changes which will probably affect your Schedule A. The "Standard Deduction" for 2021 are as follows:

<u>FILING STATUS</u>	<u>STANDARD DEDUCTION 2021</u>
Single less than age 65	\$12,550
Single over age 65	\$14,250
Married Filing Joint	\$25,100
Married Filing Joint 1 spouse over age 65	\$26,450
Married Filing Joint both spouses over 65	\$27,800
Head of Household	\$18,800

Schedule A deductions include:

Medical/Dental
 Taxes (State Income or Sales), Real Estate, Personal Property)
 Mortgage Interest
 Contributions
 Miscellaneous Deductions

The new standard deduction amounts mean that, unless you have more dollars in deductions for the Schedule A than the amount listed above for your filing category, your return will not include a Schedule A. However, Colorado does give you an extra deduction for charitable contributions that would have been used on Schedule A.

The following types of contributions are typical for members of CCC:

- DUES— There is no direct economic benefit to you, so they are deductible.
- UNIFORM—The cost of the outfits and dry cleaning charges are deductible if “you must wear them while volunteering and they are not suitable for everyday use.” This is a deduction, which might be questioned by the IRS if your return was selected for audit. The key qualifier is “everyday use”. Whether you deduct these costs is a matter for you and your tax preparer to determine.
- CAR EXPENSES – A deduction of 14 cents per mile is allowed for car expenses directly related to getting to rehearsals and performances. Board members may also deduct mileage to attend board meetings or to make grant presentations to various philanthropic groups.
- TRAVEL—Bus, train, air, ship, out of pocket auto expenses and taxi or parking charges are deductible if you are required to travel to perform services for the organization. There is a “however” that states that the charitable organization expenses are not deductible if there was a significant element of personal pleasure, recreation or vacation associated with the travel. If your trip consists of one continuous segment of charitable organization activity and then moves to vacation, it is my opinion that the travel to and from, and expenses for the charitable organization portion of the trip are deductible.
- MEALS, LODGING & INCIDENTALS—Cost of these is deductible if you are traveling out of town with the group on a group function. A meal is not deductible if you make a quick stop at McDonald’s on the way to rehearsal. You should keep receipts. If you have neglected to keep documentation, you can substitute the allowable “Per Diem” figure for a day that is totally spent in charitable group activity. The Per Diem figure varies by the geographic area in which you are performing services for the group.

The IRS is stringent in requiring documentation for charitable contributions. You must keep records for all items you plan to deduct. Record mileage and purpose, and keep receipts.

Additional information is available in IRS Publication 526. If you have questions, check with your tax advisor.

Submitted by Elaine Gilley, Certified Public Accountant

06/01/2021

WELCOME!



By-Laws of Cherry Creek Chorale

Article I. NAME

The name of this organization shall be the Cherry Creek Chorale.

Article II. PURPOSE

The purpose of this organization is to provide an opportunity for interested adults to perform a wide variety of choral music for the general public, thus increasing both the appreciation and knowledge of music for both groups.

Article III. PRINCIPAL PLACE OF BUSINESS

The place in the state where the principal office of the organization is to be located shall be in unincorporated Arapahoe County.

Article IV NON-DISCRIMINATION

This organization does not discriminate on the basis of gender, ethnicity, religious beliefs, disability or gender preference/identity.

Article V. MEMBERS

Section 1. Membership shall be determined by audition with the Director of the Chorale, or the Director's designee. A member will be considered in good standing upon payment of dues, the amount of which shall be fixed by the Board of Directors at the beginning of each fiscal year, and based upon continuing compliance with the provisions of these By-Laws, and other policies and procedures which may be set from time to time by the Board of Directors as authorized herein.

Section 2. The duties of membership will include regular attendance at rehearsals and performances.

Article VI. MEETINGS OF THE MEMBERSHIP

Section 1. An annual meeting of the general membership will be held in May of each year for the purpose of electing the Board of Directors, pursuant to notice of the date and time thereof as set forth in Section 2 of Article VI.

Section 2. Special meetings may be called at any time by the President, upon at least three (3) days notice to the membership. Notice may be given in writing or orally, and may

include notice by telephonic or electronic means. Notice of a special meeting given at any rehearsal of the Chorale shall be deemed sufficient hereunder. Any member may object to the transaction of any business because the meeting was not properly called or convened.

Section 3. All final actions on any matters requiring the approval of the general membership hereunder shall be taken only at the annual meeting or any properly noticed special meeting at which a quorum of the general membership is present. The presence of 25% of the membership in good standing shall constitute a quorum at any meeting. Each member shall be entitled to cast one vote on any motion made or other action proposed at the meeting.

Section 4. Robert's Rules of Order shall be the authority for all questions or procedures at any meetings.

Section 5. Meetings will be chaired by the presiding member of the Board of Directors.

Article VII. BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of a maximum of fifteen (15) members.

Section 2. The term of each director of the organization will be thirty-six (36) months. No person shall serve more than six (6) consecutive years.

Section 3. Election of new directors to fill the term(s) of directors whose term is expiring, or election of current directors to a second term, will occur as the first item of business at the annual business meeting of the Chorale.

Section 4. Any director may be removed from the Board of Directors by an affirmative vote of the majority of directors at any duly called meeting of the Board of Directors at which a quorum is present. Notice of removal vote will be given with the notice of the meeting. The director involved will have the opportunity to defend him/herself.

Section 5. Directors shall not be entitled to receive compensation for their service. Reimbursement of expenses incurred by any director on behalf of the Chorale shall be made with approval of the Board of Directors.

Article VIII. MEETINGS OF THE BOARD OF DIRECTORS

Section 1. The Board of Directors shall meet regularly at dates, times and places to be determined by the Board.

Section 2. Special meetings may be called at any time by any director, upon at least three (3) days notice to the other directors. Notice may be given in writing or orally, and may include notice by telephonic or electronic means.

Section 3. Any Director may object to the transaction of any business because the meeting was not properly called or convened.

- Section 4. All final actions on any matters requiring the approval of the Board of Directors hereunder shall be taken only at a properly noticed regular or special meeting at which a quorum of the Board of Directors is present. A quorum of the board shall consist of a majority of the total number of board members. Unless otherwise provided, a majority of the quorum shall determine the outcome of any matter submitted to the Board of Directors for approval. The presence of a majority of the Board of Directors shall constitute a quorum at any meeting. Each director shall be entitled to cast one vote on any motion made or other action proposed at the meeting.
- Section 5. Robert's Rules of Order shall be the authority for all questions or procedures at any meeting.
- Section 6. Meetings will be chaired by the President of the Board of Directors who shall be elected by the membership.

Article IX. **DIRECTORS**

Section 1. Powers and Duties

The Board of Directors shall have and exercise the power to do all lawful acts and things necessary to the operation and management of the Chorale, including but not limited to: the exercise of all the powers conferred by the Articles of Incorporation, reference to which is hereby made; to elect, appoint or employ officers, agents and other representatives; to determine their duties and salaries; to require security in such instances that the Board of Directors may determine; to determine who shall sign notes, checks, drafts, contracts, deeds, reports and other documents; to receive and pass upon reports of officers and agents; and to delegate all or a portion of the powers of the Board of Directors from time to time to one or more individuals, members or committees of the same.

Section 2. The Directors will be any members in good standing and shall perform such duties as may be assigned by the President or the Board.

Section 3. Each Director shall be a Committee Chair and expected to attend 75% of the Board of Director meetings.

ARTICLE X. **OFFICERS**

Section 1. The officers of this organization will be the President, President-Elect, Past-President, Vice-President, Secretary, and Treasurer who will also serve as the Executive Committee. The Executive Committee will oversee operations of the Board and is empowered to act on behalf of the Board in-between meetings, presenting these acts later for a full Board review.

Section 2. Officers will be elected annually by the general membership at the annual meeting. Each officer shall serve a term of thirty-six (36) months, and shall not serve more

than two (2) consecutive terms on the Board. The President-Elect shall be elected annually and shall serve one year as President-Elect, one year as President, and one year as Past-President and shall not serve more than one (1) consecutive term. No more than two (2) Officers will be elected at any given time.

- Section 3. Any office hereunder shall be deemed vacant upon the removal of the person filling such office as a member of the Board of Directors, pursuant to the removal provisions of Article VI hereunder.
- Section 4. A vacancy in any office will be office will be filled by a vote of the general membership at any duly called meeting for the unexpired portion of the term.
- Section 5. The President will be the chief executive officer of the organization. It will be the duty of the President to preside at all meetings of the Board of Directors and to have general supervision of the affairs of the organization. The President will execute on behalf of the organization all contracts, deeds, conveyances, and other instruments in writing that may be required or authorized by the Board of Directors for the proper and necessary transaction of the business of the organization.
- Section 6. The President-Elect will serve in a training position to the President upon who's position The President-Elect will succeed the following fiscal year. The President-Elect shall perform such duties as may be assigned by the President or the Board.
- Section 7. The Past-President will serve as an advisor to the President and the Board concerning Chorale business and the general running of the Board of Directors and shall perform any other such duties as may be assigned by the President or the Board.
- Section 8. The Vice-President will act in the absence of the President and perform such other duties as may be assigned by the President or the Board. In the absence of the President, the execution by the Vice-President on behalf of the organization of any instrument will have the same force and effect as if it were executed on behalf of the organization by the President.
- Section 9. The Secretary will be responsible for keeping the organization records. The Secretary will give or cause to be given all notices of meetings of the Board and all other notices required by law or by these by-laws. The Secretary will be the custodian of all books, correspondence, and papers relating to the business of the organization, except those of the Treasurer.
- Section 10. The Treasurer shall function as the Chief Financial Officer and have charge and custody of and be responsible for all funds and securities of the organization. The Treasurer, or the Board's designee, will receive and give receipts for moneys due and payable to the organization from any source whatsoever, and deposit all such moneys in the name of the organization in such banks, trust companies or other depositories which shall be selected by the Board of Directors. The Treasurer will perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or the Board of Directors. If determined necessary by the Board of Directors the Treasurer shall demonstrate evidence of bondability for the faithful discharge of the duties of Treasurer in such sum and with such surety or sureties as the Board of Directors shall determine.

Article XI. **COMMITTEES**

- Section 1. The Board of Directors may designate one or more committees, each of which will consist of at least one committee chair and such other members as determined by the Board of Directors. Committee members may be members of the Board of Directors, members of the organization, or other interested individuals.
- The studies, findings, and recommendations of all committees will be reported to the Board of Directors for consideration and action.
- Section 2 Each Committee Chair will be elected and will be a member of the Board of Directors.

Article XII. **MISCELLANEOUS**

- Section 1. The organization will have the power to indemnify and hold harmless any director, officer, or employee from any suit, damage, claim, judgment or liability arising out of, or asserted to arise out of, conduct of such person in his or her capacity as director, officer or employee. The organization will have the power to purchase or procure insurance for such purposes.
- Section 2. The Board of Directors may authorize any officer or other person acting as the duly approved agent of the Chorale to enter into any contract or execute and deliver any instrument in the name of, and on the behalf of, the organization.
- Section 3. All checks, drafts and other orders for payment of funds will be signed by such officers or duly-approved agent of the Chorale, as the Board of Directors may from time to time designate.
- Section 4. The Chorale will keep correct and complete books and records of account and will also keep minutes of the proceedings of its members and Board of Directors, and it will keep such records at the registered or principal office of record, as required by state law, giving the names and addresses of the Board of Directors. All books and records may be inspected at any reasonable time by any member, subject to reasonable limitations imposed by the Board of Directors to ensure the safekeeping thereof and the efficient operation of the Chorale.
- Section 5. No part of the net earnings of the Chorale shall inure to the benefit of, or be distributable to its members, director, officers or other persons or entities, except that except that the Chorale shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- Section 6. The fiscal year of the organization will be July 1st through June 30th.

Article XIII. AMENDMENTS

The Board of Directors may amend these by-laws to include or omit any provision that it could lawfully include or omit at any time the amendment is made. Upon advance notice of at least seven (7) days, which may occur orally at any scheduled rehearsal of the Chorale, amendments or revisions may be submitted and approved at any meeting of the general membership at which a quorum is present, upon receiving the approving vote of a majority of the members in attendance at the time the vote is taken; provided that no amendment to the by-laws or conduct of the affairs of the Chorale shall be made in any manner or for any purpose contrary to the statutes of the state of Colorado or the provisions of 501(c)(3) of the Internal Revenue Code as now in force or afterwards amended.

Article XIV. DISSOLUTION

Section 1. Voluntary Dissolution

The dissolution of the Chorale shall be authorized at a meeting of the Board of Directors, following the adoption of a resolution to dissolve by the membership. At least seven (7) days advance written notice shall be given of a meeting of the general membership at which a resolution to dissolve the Chorale is to be considered. A quorum of the general membership shall be present at such meeting, and the approving vote of a majority of the members in attendance at the time the vote is taken shall carry the dissolution resolution.

Section 2. Distribution of Assets

Upon the dissolution of the Chorale, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Chorale, dispose of all of the assets of the Chorale, exclusively for the purpose of the Chorale in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, cultural or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section.501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law, as the Board of Directors shall determine.

Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Chorale is then located, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.