

Constitution and Bylaws of the Rappahannock Music Study Club as amended and adopted by the membership at the February 19, 2024 meeting, Grace Episcopal Church, Kilmarnock VA

CONSTITUTION

ARTICLE I – NAME

The name of this organization shall be Rappahannock Music Study Club

ARTICLE II – PURPOSE

Section 1. A purpose of this organization is to award scholarships and grants for music education to worthy and needy students, as well as to create a broader appreciation of music through study and performance, to encourage individual participation, and to stimulate interest in good music throughout the communities.

Section 2. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal Tax Code) No part of the net earning of the corporation/organization shall inure to the benefit of, or be distributed to its members, trustees, directors, officers, or other private persons; except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of this organization shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. No member of the Executive Committee or Scholarship Committee, or a family member of these Committee members, shall be a person who directly or indirectly receives funds from the endowments.

Section 4. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Section 5. Upon the dissolution of this organization, assets shall be distributed to the Virginia Federation of Music Clubs. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation/organization shall be distributed to a fund, foundation, or corporation organized and operated exclusively

for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.).

ARTICLE III – MEMBERSHIP AND DUES

Section 1. Those individuals interested in the study and promotion of good music shall be eligible for membership.

Section 2. The method of receiving a member into this organization shall be as follows: After a prospective member has shown interest in joining, the Membership Chair shall make the new member welcome, record information for Yearbook, and give dues check to Treasurer.

Section 3. Membership in this organization shall be unlimited in number.

Section 4. Dues for the coming club year shall be paid no later than the annual meeting in May. New members joining after January 1 shall pay only one-half membership dues for the year. Upon non-payment of dues for two months, and after due notice, a member shall forfeit membership.

Section 5. A member wishing to resign from this club is requested to send written notification to the Secretary.

Section 6. Ten members present at any regular meeting of this organization shall constitute a quorum.

ARTICLE IV – OFFICERS

The officers of this organization shall be the President, Secretary and Treasurer.

ARTICLE V

NOMINATION AND ELECTION OF OFFICERS

Section 1. The President shall solicit from the membership volunteers to fill board positions in January.

Section 2. The President shall present at the March meeting one candidate to fill each office.

Section 3. The President shall ask for additional nominations from the floor at the March meeting.

Section 4. No member may be nominated whose consent to serve if elected has not previously been obtained.

Section 5. Officers shall be elected in April, installed in May, and assume their duties at the close of the May meeting. The term of office shall be two years.

Section 6. A majority vote of members present shall constitute an election of officers, provided there is a quorum.

ARTICLE VI – EXECUTIVE BOARD

Section 1. Except as otherwise provided in the Constitution or Bylaws, the business of this organization shall be managed by the Executive Board which shall be composed of the elected officers and the Chair of the Scholarship Committee.

Section 2. The Executive Board shall meet regularly, no less often than every two months, the schedule to be determined at the beginning of the Club year, in June.

ARTICLE VII – MEETINGS

Regular meetings of this organization shall be held on the third Monday of September through May at eleven A.M., unless otherwise designated. The location for all meetings is to be published in the Yearbook.

ARTICLE VIII – AFFILIATIONS

This organization shall be affiliated with the National Federation of Music Clubs and the Virginia Federation of Music Clubs.

ARTICLE IX – AMENDMENTS

Section 1. The constitution may be amended at any regular meeting of this organization by a majority vote by member present and voting, provided a proposed amendment has been submitted in writing and properly presented at the last regular meeting previous to the time of voting.

Section 2. An amendment shall be effective upon adoption unless a different effective day is specified.

BYLAWS

ARTICLE I – DUTIES OF OFFICERS

Section 1. The President shall: preside at all meetings of the general membership and the Executive Board; appoint all non-elected committee chairs; serve as ex-officio of all committees; attend District, State or other Federation meetings at the shared expense of RMSC, or arrange for a delegate to go in his/her stead, if possible; represent this organization in all work with other organizations.

Section 2. Executive Board members shall perform the duties of the President in the absence of the President. In the event the office of the President becomes vacant, the Executive Board members shall manage the office of President for the unexpired term.

Section 3. The Secretary shall keep the minutes of all meeting of this organization including minutes of the Executive Board meetings. He/she shall also attend to correspondence pertaining to club matters.

Section 4. The Treasurer shall keep an accurate roster of all members of this organization; receive all monies of this organization and deposit all endowment funds in such brokerage accounts as designated by the Executive Board; and deposit all dues, unrestricted donations and other income unrelated to endowment funds in a bank as designated by the Executive Board. The Treasurer shall also collect all dues and send out notices to members in arrears and prepare a budget for approval by the Executive Board and for presentation and approval by the membership in May. The Treasurer shall report on the state of the checking account and the balance in the two trust funds to the membership in May and upon the request by two or more members. A report on checking and trust fund accounts shall be given to the Executive Board at every meeting.

ARTICLE II – COMMITTEES

There shall be the following Standing committees: Membership, Yearbook, Publicity, Scholarship and Hospitality. The Chair of the Scholarship Committee is a voting member of the Executive Committee, whereas the chairs of the other Standing Committees may participate in Executive Board meetings as non-voting members. In addition, the President may appoint ad hoc committees as may be necessary, and whose chairs can attend Executive Board meetings as non-voting members when invited to do so by the President..

ARTICLE III – AMENDMENTS

These By-Laws may be amended by the same method used in amending the

Constitution, an amendment to be effective upon adoption unless a different effective date is specified.

Amended: 1978, 1981, 1989, 1991, 1997, 2001,2007, 2009, 2011, 2024

MAIN TAKEAWAYS/CHANGES are

1. Replacement of the Vice President position with the Scholarship Chair. This maintains the Executive Board (Team) at four members.
2. Treasurer maintains three separate (checking) accounts, one each at Janney for Dunton and Pledge funds, and one at Chesapeake Bank for Club monies. Avoids co-mingling of restricted and non-restricted money.
3. No more nominating committee--Constitution Article V revised.