

# Operating Procedures

## Boston Chapter American Guild of Organists

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# Operating Procedures to Govern the Boston Chapter American Guild of Organists

*On June 1, 2022 the undersigned members of the Executive Committee of the Boston Chapter of the American Guild of Organists do adopt the following version of the Chapter's Operating Procedures. This document is in accordance with the National Bylaws of the American Guild of Organists, as adopted April 13, 1896 and amended through April 12, 2014.*

## Section I. NAME.

The name of this organization is the Boston Chapter of the American Guild of Organists (hereinafter, "Chapter"), a subordinate unit of the national organization known as the American Guild of Organists, whose headquarters is in New York, NY.

## Section II. MISSION STATEMENT.

The mission of the American Guild of Organists is to foster a thriving community of musicians who share their knowledge and inspire passion for the organ. (Article II Section 1 of the National Bylaws). Nothing in these Operating Procedures is to be read, and none of the Chapter's activities pursuant to these Operating Procedures is to be undertaken or executed, in a manner inconsistent with the fundamental purposes of the Guild.

## Section III. CHAPTER MEETINGS

The Chapter shall hold a minimum of one (1) General Chapter Meeting per year ("Annual Meeting") to announce the results of the election of officers, reports from the Officers and Sub-Committees of the Executive Committee on the condition of the Chapter, and the transaction of any other business that shall come before the Chapter. At the general meeting of the Chapter, the presence at the commencement of such meeting of not less than twenty-five percent (25%), of the Chapter membership, or twenty-five (25) members whichever is fewer, shall be necessary and sufficient to constitute a quorum for the transaction of any business.

## Section IV. CLASSES OF MEMBERSHIP

Article III, Sections 1-3 of the National Bylaws are incorporated by reference, as if fully set out herein. The membership of the Chapter consists of two (2) classes, voting members and non-voting members.

### Voting Members

1. **Voting Members.** Voting Members have established primary membership through the Chapter and have paid the dues set by National Council.
2. **Dual Members.** Dual Members shall consist of those Voting Members who have (I) established primary membership through another Chapter, (II) are approved by the Chapter, and (III) have paid the dues set by the National Council.

3. **Chapter Honorary Members.** Chapter Honorary Members shall consist of those individuals who have made a distinguished contribution to the furtherance of the purposes of the Guild and the Chapter. They shall be nominated by two Voting Members of the Chapter in good standing and elected by the Chapter. Such members shall not be required to pay any dues or fees set by the National Council. The privileges of this class of membership shall include the right to participate in all Chapter activities and to receive Chapter publications.
  - a. If the Chapter pays dues and fees set forth by the National Council, Chapter Honorary Members have the privileges of voting Membership.

### Non-voting members

1. **Chapter Friends.** Chapter Friends shall consist of those individuals who (I) support the purposes of the Guild, (II) are not organists or choral conductors, and (III) have paid the dues and fees set by the Chapter. Chapter Subscribing Members (those who pay for an annual subscription to TAO) shall require no election to membership and shall have no vote. The privileges of this class of membership shall be (I) participation in Chapter activities and (II) receipt of Chapter publications.
2. **Chapter Honorary Members.** If the Chapter does not pay dues and fees set by the National Council for the Chapter Honorary Member, then that Member shall not be eligible for election to Chapter or Guild office, and they shall have no vote.

### All Chapter Members

1. May submit articles to the newsletter and to any other Chapter publications
2. Receive the Chapter newsletter, the Chapter directory, and any Chapter communications
  - a. Members without emails shall receive all Chapter communications, newsletters, and directories by US Mail
3. May request listing in the Chapter's Substitute List and Instructor List on the Chapter website ( <http://www.bostonago.org> )

## Section V. CHAPTER GOVERNANCE

### Organization and Governance

The Chapter's operating procedures must not conflict with the Guild Charter or Bylaws of the Guild. The AGO has published a Chapter Management Guide to assist Chapters in their operations. These documents should be consulted by the Executive Committee of the Chapter.

Any changes to the Operating Procedures must be approved by the Chapter, the Regional Councillor, and the Vice President. The governance of the Chapter is vested in the Chapter Officers and Executive Committee as defined below.

## Executive Committee

The Executive Committee, comprised of Chapter<sup>1</sup> members in good standing, is the governing body of the Chapter. It conducts the business of the Chapter when the full membership does not meet. Its actions are subject to review by the Chapter membership. The Executive Committee consists of the elected officers and the members-at-large. All Chairs of Standing Committees, all past Deans, and all Regional, and National Officers who are members of the Chapter may attend the Executive Committee meetings with voice, but no vote, as may other persons at the invitation of the Dean.

## Executive Committee Meetings

The Executive Committee shall meet<sup>2</sup> in the months of October, January, March, and May. Meetings may also be scheduled for other times as shall be deemed necessary by the Dean. The Dean shall provide no less than a fourteen (14) day notice of any meeting of the Executive Committee. Attendance by the Executive Committee members is expected at all meetings. An Executive Committee member may miss no more than two (2) meetings. If more than two meetings are missed in any given program year, the Executive Committee may request replacement of that member.

## Officers<sup>3</sup>

The officers of the Chapter are Dean, Sub-Dean, Secretary, Treasurer, and Registrar.

## Other Elected Members and Voting Members of the Executive Committee

1. Members-at-Large

## Duties

### Duties of the Dean

The Dean is the chief executive officer of the Chapter and has the following duties and responsibilities:

1. Preside at all meetings of the Chapter and the Executive Committee and shall serve as an *ex officio* member of all standing and special committees of the Chapter, excluding the Nominating Committee.
2. Nominate the chairs of all standing committees for majority vote approval by the Executive Committee.
3. Nominate, at a called meeting, a person or persons to fill vacancies that may occur because of death, resignation, incapacity, removal, or disqualification of any officer or duly elected member of the Executive Committee.
4. Create, with the approval of the Executive Committee, special project committees.
5. Oversee the work of officers and committees
6. Submit reports at the general meetings of the Chapter outlining issues and recommendations the Dean considers appropriate for consideration by the members of the Chapter.
7. Carry into effect all directions and resolutions of the Chapter and Executive Committee and make such reports to the Chapter and the Executive Committee as may be necessary or required by the policies of the Chapter or Executive Committee.

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<sup>1</sup> Addition of "Chapter" approved by Executive Committee, January, 2020

<sup>2</sup> Removed "preceding the regularly scheduled general meetings of the Chapter" April 2022

<sup>3</sup> Removed "Election Coordinator" as an elected position April 2022

8. Sign or countersign all contract and other documents for and on behalf of the Chapter pertaining to usual, regular, and ordinary affairs of the Chapter, as may be authorized by the Executive Committee.
9. Serve as the primary Chapter liaison to regional and national conventions. If the Dean is unable to attend, the Sub-Dean serves as the Chapter's representative. If neither of these officers can attend, the Executive Committee appoints a representative.
10. Perform such other duties as are incidental to the execution of this office or that may be required by the Executive Committee
11. Set dates and times for meetings of the Executive Committee. Calls the meeting to order and adjourns the meeting.
12. Call for votes by the Executive Committee votes at EC meetings, Executive Sessions during regularly schedule meetings, Special meetings, or through electronic vote, where valid
13. Certify by September 30 of each Program year that the Executive Committee Members have read the Operating Procedures, the Guild's National Bylaws and the Guild's Chapter Management Handbook.<sup>4</sup>
14. Serve for a normal term of two (2) years. May serve for a maximum of two (2) non-consecutive terms of two (2) years each

### **Sub-Dean**

The Sub-Dean has the following duties and responsibilities:

1. In the absence of the Dean, exercise the powers and perform all duties of the Dean.
2. Serve the Chair of the Program Committee and, as such, be responsible for planning, budgeting for, and implementing Chapter Programming during the year.
3. Countersign on behalf of the Chapter contracts pertaining to the activities of the Program Committee, or as authorized by the Executive Committee.<sup>5</sup>
4. Perform such other duties as are incidental to the execution of the office or that may be required by the Executive Committee
5. The Sub-Dean shall be automatically nominated for the Dean's position at the next election cycle. The Sub-Dean may run for this position unopposed. The Sub-Dean must appear on the ballot for the Dean position and be elected by the Chapter membership.
6. If the Sub-Dean chooses not to serve as Dean, two (2) candidates should be nominated for the position of Dean and be elected by the Chapter membership.
7. Serve for a normal term of two (2) years. May service for a maximum of two (2) non-consecutive terms of two (2) years each

### **Secretary**

The Secretary has the following duties and responsibilities:

1. The Secretary shall have custody of the records of the Chapter and shall be responsible for recording the proceedings of the meetings of the Chapter and the Executive Committee. The Secretary shall keep, or cause to be kept, lists of the Members of the Chapter in their respective classes.
2. Take minutes of the meetings of the Executive Committee and general meetings of the Chapter, circulating them to all Executive Committee members prior to the next scheduled meeting. Such minutes are to include:
  - a. Names of those Committee members present and absent

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<sup>4</sup> Added certification requirement April 2022

<sup>5</sup> Added signatory responsibility for Programs April 2022



- b. Reports of the officers and committees, including handouts
  - c. Reporting motions and amendments and outcomes of votes taken at the meeting
- 3. Keep or cause to be kept an archive set of the minutes, including copies of all handouts distributed at each meeting
- 4. Issue notices for all meetings of the Executive Committee 14 days prior to the meeting date.
- 5. Conduct the biennial election, to be completed by the dates set out in the AGO Headquarters

#### Bylaws

- a. Use electronic software for balloting, as appropriate
  - b. Contact members without email through paper correspondence, including:
    - i. Notification of the election timeframe
    - ii. Distribution of candidate biographies
    - iii. Distribution and receipt of paper ballots
    - iv. Tallying these ballots along with those received electronically<sup>6</sup>
- 6. In the case of a tie vote for any position, the Executive Committee will vote on the candidate(s) to decide that portion of the election. The vote shall be counted by two witnesses, not eligible for election. The vote shall be reported to the Dean and the Secretary.<sup>7</sup>
- 7. Conduct Chapter correspondence at the instruction of the Executive Committee. The Chapter and AGO Logos should appear on all official correspondence.<sup>8</sup>
- 8. Serve on the Chapter's Operating Procedures Committee and send copies of the Procedures to each newly elected Executive Committee member. Works with the Committee on Operating Procedures to keep track of changes initiated at the National Level and inform the Dean when changes in the Chapter's Operating Procedures are needed to conform to national practice.<sup>9</sup>
- 9. Make such reports and perform such other duties as are incidental to the execution of this office or that may be required by the Executive Committee.
- 10. Implement and oversee Record Retention policies for the Chapter and its Committees.<sup>10</sup>
- 11. Serve for two (2) years, with the possibility of subsequent re-elections, with a limit of six (6) consecutive years in office.

### 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 disbursement in books belonging to the Chapter.

The Treasurer is the custodian of all the financial records of the Chapter, and processes or oversees the processing of all financial transactions and tracks all invested funds and their use. These funds include, but are not limited to Chapter transactions, Special Projects Advisory Committee, the Organ Library, and other temporary or permanent activities that the Chapter may undertake. As such, the Treasurer has the following duties and responsibilities:

- 1. To maintain all financial records of the Chapter, keeping full and accurate accounts of the receipts and disbursement for each. This includes:
  - a. Assets, liabilities, and fund balances
  - b. Revenue and operating expenses

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<sup>6</sup> Added Secretary responsibility to conduct biennial elections April 2022

<sup>7</sup> Added process to count votes April 2022

<sup>8</sup> Added inclusion of logos on official correspondence April 2022

<sup>9</sup> Added responsibility to oversee Operating Procedures Committee April 2022

<sup>10</sup> Added oversight responsibility for records retention April 2022

- c. All other financial records and documents deemed necessary by the Executive Committee
2. Cause all monies and credits to be deposited in a timely manner in the name and to the credit of the Chapter in such accounts and depositories as may be designated by the Executive Committee.
3. Disburse or supervise disbursement of all funds of the Chapter, in accordance with the authority granted by the Executive Committee in the annual program budget, supported by proper documentation corresponding to the disbursements.
4. Present, in lieu of requiring a second signature on checks, a list of transactions at each meeting of the Executive Committee that have taken place since the last Executive Committee meeting, including the purpose of the disbursement. For deposits, the report should list the amount and categories for the deposits.
5. Send membership dues for Chapter honorary members annually to National Headquarters, and to monitor direct deposits from the Guild for the Chapter's share of membership dues and donations from members for educational programs and operating expenses.
6. Prepare and submit at each Executive Committee meeting, a report on the status of the program year budget, bringing attention to any projected expenditures or income trends that may deviate from the approved budget, and to prepare other reports or states of the Chapter's overall finances and accounts as may be requested by the Executive Committee.
7. Present annually a proposed program budget to the Executive Committee in sufficient time for internal discussion before presentation at the annual meeting of the Chapter.
8. Sign all financial documents on behalf of the Chapter.
9. Prepare or oversee the preparation and timely submission of annual tax filings and Form PC to the Commonwealth of Massachusetts and report the completion of these tasks to the Executive Committee.
10. Arrange extended liability insurance through the Guild if required for specific Chapter programs.
11. Convene and lead meeting of the Chapter Financial Committee as deemed necessary.
12. Report annually, at a minimum, to the Chapter Membership on the state of audit readiness of the Chapter
13. Perform such other duties incidental to the execution of this office as may be required by the Executive Committee
14. Serve for two (2) years, with the possibility of subsequent re-elections, with a limit of six (6) consecutive years in office.

### Registrar

The Registrar is the custodian of the membership records of the Chapter, and as such, has the following duties and responsibilities:

1. Contact new members to get acquainted and to encourage them to participate in Chapter activities, and to learn more about a member's interests (concerts, workshops, etc.). This information should be summarized and presented to the Executive Committee annually.
2. Assist with the mechanics of paying dues: helping with issues that arise, questions, with National, etc.
3. Assist members in gaining access to the AGO membership system for renewal. (Currently ONCARD.)<sup>11</sup>
4. Track non-renewals and take actions to encourage renewal

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<sup>11</sup> Removed requirement to renew membership at Chapter Meetings April 2022

5. Understand and be able to retrieve records of the chapter membership from the AGO's Membership data base
6. Maintain appropriate and necessary contact with the AGO HQ membership system as to support the chapter leadership.
7. Perform such other duties as are incidental to the execution of this office or task that the Executive Committee may direct.
8. Serve for two (2) years, with the possibility of subsequent re-elections, with a limit of six (6) consecutive years in office.
9. Delegate activities as appropriate and work with the Membership Committee on engaging and retaining members as well as addressing members' concerns.<sup>12</sup>

### **Members-at-Large**

Members at Large are elected to represent the overall Chapter membership and do not have a specific list of duties. They may serve the Executive Committee's strategic needs as determined by the Dean at any given time. Members-at-Large may have various responsibilities or projects – short or long term - during their elected four (4) year term. A Member-at-Large has the same responsibility to ensure the mission and success of the Chapter just as the Dean, Sub-Dean, Secretary, or Treasurer. A Member-at-Large is a full voting member of the Executive Committee.

## **Section VI. DUES OF THE CHAPTER**

Dues for voting members are determined by the National Council of the American Guild of Organists and are to be collected and reported according to the instructions issued by National Headquarters. The Executive Committee sets the dues for local non-voting members as well as the cost of newsletter subscriptions for non-Chapter members.

## **Section VII. ELECTION PROCEDURES**

### **Nominating Committee**

The Nominating Committee shall consist of three (3) persons who are voting members of the Chapter in good standing. No more than one (1) member may be a member of the Executive Committee. The Dean cannot serve as a member of the Nominating Committee. The Nominating Committee is appointed by vote of the Executive Committee upon the recommendation of the Dean. The Nominating Committee shall nominate one (1) or more candidates for each office. In the Special Circumstance, if a candidate cannot be found for a position, the Nominating Committee may nominate the current office holder for re-election, even if that exceeds the maximum term of service. A two-thirds majority vote of the EC is required for this exception. The Executive Committee must vote to approve any exception before the slate of candidates is finalized.

The Nominating Committee shall present the slate of candidates to the Executive Committee. The Secretary shall record the nominees in the minutes and announce to the Members of the Chapter prior to March 1 of the election year. Additional nominations may be made by petition if each petition is signed by five (5) voting members in good standing with the Chapter and submitted to the Chapter Secretary within thirty (30) days of the announcement of the slate to the Chapter membership. Such

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<sup>12</sup> Added responsibility to engage, retain members and address member concerns April 2022

petitions must be received by the Secretary and distributed either by mail or email (in the form of proxies) or at a general Chapter meeting. The slate of candidates prepared by the Nominating Committee, and the names of any candidate duly submitted by petition, are not subject to discussion or approval by the Executive Committee and may not be vetoed by the Executive Committee or any member thereof, including the Dean.

## **Election and Installation of Chapter Leaders**

The annual election of Chapter leaders, both Officers and Members-at Large of the Executive Committee, shall be concluded by May 31 of the election year. Ballots including the Chapter Nominating Committee slate and candidates nominated by qualified petition shall be prepared by the Secretary and distributed either by mail or electronically. Sufficient care must be taken to ensure that either the mailed or electronic ballot reaches every eligible Voting Member. A plurality of votes cast shall be sufficient for election. In case of a tie, the Executive Committee will vote by ballot to break the tie. Terms of office begin on July 1. Newly elected Chapter leaders shall be installed at the Opening Service of the Chapter in September

## **Election of Members-at-Large**

Each class of the duly elected Members-at-Large of the Executive Committee has three (3) members and serves for four (4) years, one half of the Members-at-Large being elected at any one biennial election. Elected Members-at-Large hold office only for the term for which they were elected, their term ending on June 30. A period of two (2) years must elapse before a Member-at-Large will be eligible for reelection to the Executive Committee.

## **Vacancies on the Executive Committee**

Any member of the Executive Committee may resign; such resignation, submitted in writing, is effective immediately upon its acceptance by the Executive Committee. Vacancies on the Executive Committee may result from, but are not limited to, resignation or death of a member or removal of a member for failure to fulfill the necessary responsibilities. Such vacancies may be filled by appointment of the Dean, with majority vote from the Executive Committee. A person appointed to fill an unexpired term must meet all qualifications to hold office.

## **Removal from Office**

An officer or Member-at-Large may be removed from office due to inability or failure to fulfill the required responsibilities only by action of the Executive Committee as follows:

1. Two (2) absences from Executive Committee meetings in a program year (September through June) may be cause for dismissal by a majority vote of the Executive Committee.
2. A simple majority vote of the Executive Committee authorizes the Dean (or other officer designated by the Executive Committee) to send a formal written notice to the office in question, stating that a removal action is pending before the Executive Committee. In the event of such action against the Dean, the Sub-Dean acts as the Chapter's Executive Officer.
3. The officer in question has a maximum of two (2) weeks (or until the next meeting, whichever occurs later) to appeal the Executive Committee's decision; after that, action to remove said officer requires a two-thirds majority vote of the Executive Committee.

## Section VIII. Programming Policy.

All programs sponsored by the Chapter must have the approval of the Executive Committee. The dates and costs of such programs must also be approved by the Executive Committee. The costs of the programs must conform to the budget. Programs for the upcoming program year must be presented to the Executive Committee at the last EC meeting of the Program Year. The Chapter Programs should be presented to the Chapter Membership at the Annual Meeting.

Any organization wishing to cosponsor a program with the Chapter should submit such a proposal to the Program Committee, with the understanding that confirmation of the event cannot be given until it is approved by the Executive Committee.

## Section IX. STANDING COMMITTEES.

The Executive Committee has the power to appoint all standing committees and committee chairs. All committees are based on Chapter needs and do not have to be staffed in any given Program Year. Committee Chairs and Committee members must be comprised of Chapter members in good standing.

<sup>13</sup> <sup>14</sup>

Chairs are nominated by the Dean and approved by vote of the Executive Committee. Each committee chair appoints members of that committee, who must be Chapter Members in good standing. The Dean will serve as an ex-officio member of all committees except the Nominating Committee. Each Committee Chair serves for two (2) years, with the possibility for reappointment for two (2) subsequent years with a limit of six (6) consecutive years as Committee Chair.

### Table of Appointed Positions

Advertising Coordinator
AGO/Quimby Regional Competition for Young Organists
AGO Professional Certification Committee
Chaplain
Child Safety Committee
Directory Committee
Finance Committee
Membership Committee

<sup>13</sup> "Committee Chairs and Committee members must be comprised of Chapter members in good standing." Approved by Executive Committee, January, 2020

<sup>14</sup> Added statement that not all committees need to be staffed in any given Program Year April 2022

Operating Procedures Committee
Organ Advisory Committee
Organ Library Committee/Archives
Placement Coordinator
Program Committee
Publicity/Communications
Reporter
Social Media Coordinator
Special Projects Advisory Committee (SPAC)
Substitute List Coordinator
Webmaster/Information Technology
Young Organist Initiative
Vital Records Committee

### **Advertising Coordinator<sup>15</sup>**

The Advertising Coordinator proposes the advertising rates for the Chapter and its communications outlets such as social media and the webpage. The Coordinator will inform the Social Media Coordinator and the Webmaster of the dates the ads should be posted and removed. The Coordinator will provide potential advertisers with a contract stating, at a minimum, the cost of the ad and the dates the ad will be published. The Advertising Coordinator is responsible to make certain the Treasurer receives the posting fee. If no posting fee is received, the ad will not be listed or will be removed. The Coordinator will review the advertising policy yearly and will propose changes to the policy as required.

### **AGO/Quimby Regional Competition for Young Organists (RYCO)**

This committee oversees the Chapter portion of the AGO/Quimby Competition. The chair of this Committee must be approved by the Quimby Competition Committee of the Guild. The Rules governing Chapter and Regional RCYO competitions are updated by the National Committee overseeing all RCYO competitions. These rules are updated by April 1st in even numbered years and shall be used to update the chapter operating procedures. This competition, held in odd-numbered years, is sponsored by Michael Quimby and administered by the seven regions of the American Guild of Organists. Please see Guild documents for specific competition details and funding requirements.

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<sup>15</sup> Added Advertising Coordinator position April 2022

## AGO Professional Certification Committee

This committee devises ways to aid members of the Chapter in preparing themselves for the AGO examinations. Should the Chapter be chosen as an AGO Examination Center, the chair is responsible for conducting the AGO Certification Exams according to the guidelines provided from National Headquarters. It is recommended that the chair of this committee have AGO Certification. For further information, refer to Certification guidelines from the Guild.

## Child Safety Committee<sup>16</sup>

The Child Safety Committee (CSC) maintains records related to the CORI (Criminal Offender Record Information) and SORI (Sex Offender Registry Information) certification of Chapter Members who will be in contact with youth in programs such as the Young Organist Initiative, Pipe Organ Encounters, Pedals Pipes and Pizza, etc. The Committee shall consist of two Chapter members, and each will sign a confidentiality agreement to maintain the privacy of the certifications received from the Commonwealth of Massachusetts. The committee is responsible for the secure storage of such information and the secure disposal of information as required by law.

The Committee Chairs shall serve terms of two (2) years with eligibility for reappointment . One (1) of the Committee Chairs shall also serve on the YOI Committee. At least one (1) member shall be separate from the Executive Committee.

All names of adults connected to the YOI, or any other BAGO program designed for minors, shall be provided to the Child Safety Committee by those organizing said event/program. CORI/SORI forms for these adults must be submitted a minimum of two (2) weeks prior to the event for approval. If a member of this committee is fulfilling this role in any way, their CORI/SORI also needs to be approved by the Dean at the time of renewal.

## Chaplain<sup>17</sup>

The Chaplain shall serve a term of two (2) years with eligibility for appointment for two (2) additional years with a limit of six (6) consecutive years as Chaplain.

The position of Chaplain of the Boston Chapter AGO is an honorary one. The Chaplain reports to the Dean and the Executive Committee.

The ideal candidate for BAGO Chaplain may be an ordained member of the clergy with an interest in the organ and Church music, who is also sensitive to the ecumenical nature of the role. A non-ordained person (e.g., advanced seminary student) may also be a suitable candidate at the discretion of the Dean and the Executive Committee.

The duties of the Chaplain of BAGO are restricted to those of a ceremonial/spiritual inspirational nature. The duties may include presiding/offering prayer at BAGO installation of officers and offering prayers/spiritual reflections at other Chapter events and meetings by invitation of the Dean. The Chaplain may offer occasional spiritual/inspirational messages to the Chapter members via such means as the BAGO social media or the BAGO monthly newsletter Pippings. Topics might include music and worship, professional growth, general pastoral concerns, clergy-musicians relations, etc.

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<sup>16</sup> Added Child Safety Committee April 2022

<sup>17</sup> Expanded Chaplain responsibilities April 2022

## Directory Committee

The Directory Committee publishes the biannual Chapter Yearbook/Directory. The Directory shall include names of all chapter members in good standing with the addresses and other contact information that individual members have authorized to be included.

A Chapter may choose to publish its Directory online. If so, the Directory committee is responsible for assuring that information so published is secure and available only to Chapter members. The committee should ensure that all chapter members have access to the Directory.

## Finance Committee<sup>18</sup>

The Chapter Treasurer chairs the Finance Committee, and consist of the Chapter Treasurer, the Dean, the Sub-Dean, The Library Committee Treasurer, and a member of the Executive Committee.

The Finance Committee prepares a proposed budget for each fiscal year based upon a fiscal year beginning on July 1. The committee shall submit the proposed budget no later than the February meeting of the Executive Committee. In addition to the annual budget, the committee shall recommend to the Executive Committee policies for financial responsibility relevant to future years.

## Membership Committee<sup>19</sup>

The Membership Committee is responsible for activities focused on recruiting and retaining chapter membership. The Membership Committee shall work in conjunction with the Registrar. These activities will include, but are not limited to the following:

1. Welcome new members and get acquainted with them, learn the member's interests (concerts, workshops, etc.), and to encourage them to participate.
2. Track non-renewals and take actions to encourage renewals.
3. Develop and administer a process for identifying and recruiting new members.
4. Investigates reasons for non-renewals and the ways in which the Chapter did not meet member needs and expectations. This information should be presented annually to the Executive Committee.
5. Serves as key contact for members and projects seeking information about membership categories, benefits, dues, etc.
6. Helps ensure that current members participate in the Chapter's social, musical and professional development programs
7. Takes an active role in ensuring that all chapter members are welcomed cordially at meetings and integrated seamlessly into the fabric of the Chapter
8. Sets the standards for hospitality and teach them to other
9. Performs other duties as are incidental to the execution of this committee or tasks that the Executive Committee or Registrar may direct

## Operating Procedures Committee<sup>20</sup>

The Operating Procedures Committee keeps the Executive Committee and Secretary advised of the contents of the National Bylaws, particularly as to the effect of any changes upon the Chapter's own Operating Procedures. This committee advises the Executive Committee on necessary revisions to the

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<sup>18</sup> Updated Finance Committee membership and Responsibilities April 2022

<sup>19</sup> Updated Membership Committee responsibilities April 2022

<sup>20</sup> Updated Operating Procedures Committee responsibilities April 2022



Operating Procedures and keeps records of all such policies and procedures as adopted by the Executive Committee, including such amendments and additional policies created by Executive Committee action, with indication of the dates of such actions. The Operating Procedures are to be reviewed every two years (even numbered years) in conjunction with the prior Dean to ensure that all information is up to date.

### **Organ Advisory Committee<sup>21</sup>**

The Organ Advisory Committee consults with church and synagogue musicians, clergy, and staff on the acquisition of, disposition of, and/or modifications to an organ in a worship or musical space. The Chair of the committee shall be appointed by the Dean with Executive Committee approval. The Chair shall then convene a committee, versed in the technical knowledge required for the requested consultation. Personal contact with the committee shall be made through the committee chair. The committee shall make recommendations, as appropriate, to the organization that requested the consultation. In the case of removal of an organ, the committee shall make recommendations regarding appropriate organizations to assist in re-locating the instrument, including listing on the Chapter website<sup>22</sup>. A consulting fee shall be charged for services, appropriate to the scope of services provided. The chair is responsible for ensuring that the consulting fee is sent to the Treasurer for deposit in Chapter accounts.

### **Organ Library**

The Library Committee oversees the operation and fiscal management of the Organ Library and is also responsible for fund raising. The Organ Library houses a large collection of books and periodicals, printed scores, composers' manuscripts, archival material, and recordings that have been donated to the Chapter. This music holdings of the library may be searched at the website [www.organlibrary.org](http://www.organlibrary.org). Contribution, both financial and material, are welcome and tax-deductible.

For specifics on the Library Committee Board, funding, and operations, please refer to Appendix A in this document.<sup>23</sup>

### **Placement Coordinator<sup>24</sup>**

The Placement Coordinator publishes information from churches/institutions seeking to employ organists/choir directors/music directors/other musicians. This information is posted in the Members Area of the Website and is available as a service to Chapter members in good standing. All information on the job position is provided by the institution and is not verified by the Chapter. At a minimum, the data includes Institution Name, website address, street address, phone number, position description, organ (if known), contact name, email and phone, and posting date. This data is then forwarded to the Webmaster for posting to the website. The listing shall be posted on the website for six months. It will also be removed earlier if the position is filled.

The Placement Coordinator makes certain the Treasurer receives the posting fee. If no posting fee is received, the posting will not be listed or will be removed.

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<sup>21</sup> Addition of Organ Advisory Committee Approved by Executive Committee, May, 2019

<sup>22</sup> Wording change from "In the case of removal of an organ, the committee shall make contact with other appropriate organizations to relocate the instrument, including listing on the Chapter website" to "In the case of removal of an organ, the committee shall make recommendations regarding appropriate organizations to assist in re-locating the instrument, including listing on the Chapter website" Approved by the Executive Committee, May, 2020

<sup>23</sup> Added Appendix on Operating Procedures for the Organ Library April 2022

<sup>24</sup> Removal of "Placement Committee" and Addition of "Placement Coordinator" Approved by Executive Committee, January, 2020

The Placement Coordinator regularly communicates with the contacts on the placement listing to ensure that the listing remains current. The Placement Coordinator will inform the Webmaster of any listings that have been filled or no longer current for removal from the website.

The Placement Coordinator agrees to have contact information (name, email, etc.) posted on the website so that institutions have a point of contact for postings.

## **Program Committee**

The Program Committee, of which the Sub-Dean shall be Chair, is responsible for all the programming in the Chapter including, but not limited to, recitals, concerts, lectures, or other special presentations. This committee proposes a program calendar and budget to the Finance Committee and Executive Committee. This committee shall also carry out appropriate logistics and make all arrangements to ensure the smooth coordination of Chapter events. The Sub-Dean presents the upcoming Chapter Programs at the Annual Meeting. In an election year, the incoming Sub-Dean immediately becomes a member of the Program Committee. The incoming Sub-Dean is responsible for implementing any Chapter programs that have already been approved and scheduled.

As part of the Program Committee responsibility, this committee is responsible for providing hospitality at all Chapter events.

## **Publicity/Communications<sup>25</sup>**

The Publicity/Communications Committee is responsible for all external publicity concerning Chapter meetings, public programs, recitals, and any other activities of the Chapter, as the Executive Committee deems necessary. The logos of the American Guild of Organists and of the Boston Chapter shall be included on all publicity materials.

It is the policy of the Chapter not to distribute email addresses of Chapter members to external organizations for publicity or other purposes.

## **Reporter<sup>26</sup>**

The Reporter gathers information about the Chapter and its activities and events each month and forward such information to National Headquarter for publication in The American Organist, the Chapter's newsletter, and such other publications as may be deemed appropriate by the Executive Committee.

## **Social Media Coordinator<sup>27</sup>**

Social Media Coordinator gathers and publishes all necessary items and information for the benefit of the members of the Chapter. Such items and information shall include, but not be limited to, the following:

1. Announcements of forthcoming meetings of the Chapter
2. Notices of upcoming Chapter program events

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<sup>25</sup> Updated Publicity/Communications responsibilities April 2022

<sup>26</sup> Updated Reporter Responsibilities April 2022

<sup>27</sup> Renamed Newsletter Editor to Social Media Coordinator and updated responsibilities April 2022

3. Letters from the Chapter Dean
4. Any other information deemed appropriate by the Executive Committee

The Social Media Coordinator is also the Editor of the Chapter Newsletter “Pipings” and ensures its timely publication and distribution.

The Social Media Coordinator works closely with the Sub-Dean and Webmaster to ensure publication of the newsletter content properly and in a timely manner. Chapter Programs are publicized in a timely manner and placed on the Website. The Committee should work closely with the Sub-Dean, Advertising Committee, and Webmaster to ensure distribution of Chapter news and programs properly and in a timely manner.

The Coordinator is charged with serving all members in decisions regarding social media posts. If the Executive Committee finds that the Social Media Coordinator has shown personal bias, this concern will be discussed at an Executive Committee meetings and social media posts may be removed.

### **Special Projects Advisory Committee (SPAC)**

The Special Projects Advisory Committee (SPAC) makes recommendations to the Executive Committee regarding the use of the income from invested Chapter funds derived from convention profits. Special projects are considered to augment the normal Boston Chapter activities and are also available to all AGO people or chapters in the country. An application form to request funding is available from the Boston Chapter.

The SPAC committee is governed by a committee of five (5) people each serving a term of five (5) years. One new committee member shall be appointed yearly. This person is selected from one or more people nominated by the Dean and then approved by the Executive Committee at their first meeting of the Chapter program year.

Projects supported are usually in, but not limited to, the following areas:

Education - Funds will not be awarded for purposes of tuition or for research as part of an academic degree. Proposals should include the project’s purpose, initial audience, co-sponsorship, and the usefulness of the project to other groups. Applicants are encouraged to contact publishers and journal editors to determine feasibility of publication.

Concerts – Funds will not be provided for a concert series; a single event within the series however is acceptable. Applicants should explain why the event is noteworthy and include information about the anticipated audience, concert location, instrument, performers, publicity plans and co-sponsorship.

New music – Include information about the premiere performance and/or performers, and how the composition will be made available to other musicians for future performance. A copy of the proposed contract with the composer should be included if possible.

Organ building or restoration - Money will not be made available for instruments in or for religious institutions. Grants may be given for assistance in purchasing or restoring instruments in buildings used primarily for secular purposes.

Boston Chapter, AGO - Certain formalities of the application procedure may be waived for projects proposed on behalf of the Boston Chapter itself.

SPAC funds are usually distributed twice a year. For the specific schedule, please see the Chapter website.

For specifics on this Committee's funding and operations, please refer to Appendix B in this document.<sup>28</sup>

### **Substitute List Coordinator<sup>29</sup>**

The Substitute Coordinator publishes the List of BAGO members wishing to serve as substitutes. The list shall include names of all chapter members in good standing with the addresses and other contact information that individual members have authorized to be included. The Substitute Coordinator is not responsible for information provided and the data is not verified by the Chapter.

The list should be updated on a timely basis, as members either indicate a wish to be added, removed, or change data in their listing. The Substitute Coordinator sends the updated for to the Webmaster for posting on the website.

At least once a year, the Coordinator, in conjunction with the Registrar, should revalidate the data on the list, by asking substitutes to verify that their information is current, and that the substitutes are members of the Chapter in good standing.

### **Webmaster / IT Coordinator<sup>30</sup>**

The Webmaster maintains the Chapter website, designing and providing webpages for:

1. Official addresses and contact information for the Chapter and for National Headquarters, for Chapter Officers and Committee Chairs, and for Regional Councillors
2. The AGO Code of Ethics and Code of Professional Standards
3. General information about the Chapter including instruction on using the Chapter placement and substitute organist lists
4. Chapter events
5. Listing of names of patrons and sponsors of the Chapter and its activities
6. The concert calendar
7. Substitute list
8. Past issues of the chapter newsletter
9. Advertising information
10. Names and contact information of the Executive Committee and Committee Chairs/members
11. Chapter history, and other information as deemed appropriate by the Executive Committee

The webmaster is responsible for keeping the account up to date with the web server for the website and email accounts.

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<sup>28</sup> Added Appendix B, SPAC Operating Procedures April 2022

<sup>29</sup> Removal Of "Substitute List Committee" and Addition of "Substitute List Coordinator" Approved by Executive Committee, January, 2020; Updated responsibilities April 2022

<sup>30</sup> Updated Webmaster responsibilities and added IT Coordinator responsibilities April 2022

Members of the Executive Committee or Chapter Committees have been assigned to be content owners of webpages. (See The Chapter Management Guide for current ownership). The content owners will provide the webmaster updates to the webpages, which the webmaster will post.

As IT Coordinator, this position is responsible to recommend new technologies for use by the Chapter. Also, as designated, the IT coordinator can conduct activities on behalf of the Executive Committee, such as conducting polls, organizing meeting dates, etc.

### **Young Organist Initiative**

This Committee oversees the scholarship awarded to young pianists and organists who possess musical skill, potential, and work ethic with the opportunity to study organ. Each scholarship winner will receive one year of lessons (20 total) with an AGO member and perform at historic King's Chapel in June of each year as part of their noontime recital series. Additionally, each scholarship winner receives a voucher for organ music and supplies, and a one-year membership in the Chapter.<sup>31</sup>

### **Vital Records Committee<sup>32</sup>**

This Committee Identifies, collects, and suggests storage and retention periods for records required to be kept for non-profit 501 (c) 3 organizations required under Massachusetts Law.

## **Section X. SPECIAL COMMITTEES**

The Dean appoints, with the approval of the Executive Committee, the Chairs of any committees created to attain a one-time purpose authorized by the Executive Committee. An example of a Special Committee is a Pipe Organ Encounter program committee.

## **Section XI. AMENDMENTS TO OPERATING PROCEDURES**

Following adoption by the Executive Committee and approval by the Chapter Membership, the Regional Councillor, and the National Vice-President, these Operating Procedures and any provision thereof may be amended at any time by action of the Executive Committee.

The Operating Procedures must not conflict with the Charter or the Bylaws of the Guild. Should the Charter or Bylaws of the Guild be amended to create a conflict, then the Charter and Bylaws of the Guild take precedence over the Chapter Operating Procedures.

The amendments to the Operating Procedures shall be published to the Chapter Membership for a comment period thirty (30) days before the Executive Committee vote. Publication of proposed changes shall be made on the Chapter website and in the Chapter Newsletter. All comments should be considered by the Executive Committee prior to voting.

A two-thirds majority of votes cast by the Executive Committee shall be sufficient to amend any provision or add to the Operating Procedures. Any amendment or addition thereto shall be included in the document and added in numerical sequence in order of enactment, complete with the date of such enactment.

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<sup>31</sup> Removed name of vendor who previously provided vouchers April 2022

<sup>32</sup> Created Vital Records Committee April 2022

Approved changes to the Operating Procedures will be noted by footnotes to this document indicating the content and date changes were made. Additionally, a signatory sheet shall be added at the end of this document recording Executive Committee Member approval (which can be recorded in an electronic vote).

## Appendix A: Special Programs Advisory Committee Operating Procedures<sup>33</sup>

### Section I. Background, Purpose, Name, and Organization

**Background.** The financial success of the 1976 National Convention of the American Guild of Organists, hosted and organized by the Boston Chapter (“chapter”), led to invested funds dedicated to funding grants.

**Mission.** Nothing in these operating procedures is to be read, and none of the chapter’s activities pursuant to the operating procedures is to be undertaken or executed in a manner inconsistent with the fundamental purposes of the American Guild of Organists: to foster a thriving community of musicians who share their knowledge and inspire passion for the organ (Article II, Section 1 of the National Bylaws).

**Purpose.** The specific purpose of the Special Projects Advisory Committee (“SPAC”) is to solicit, review and make funding recommendations to the chapter’s executive committee on grants to worthwhile individuals and organizations for special projects which further the cause of the organ and its music.

**Name.** The name of the committee is the Special Projects Advisory Committee of the Boston Chapter, American Guild of Organists.

**Committee Status.** SPAC is a committee of the Boston Chapter, American Guild of Organists. Its responsibilities and authority are defined in this document.

**Fund Defined:** A portion of the chapter’s invested funds is specifically dedicated to funding grants. This fund is not administered or controlled by SPAC.

**Grant Defined.** Grants awarded from the invested funds dedicated to SPAC purposes and following the procedures set forth in this document are called “grants.”

### Section II. Committee

**Number of Members and Term.** SPAC shall consist of five (5) members who shall each serve a five (5) year term without compensation. One new member shall join each year, and one member complete his/her term each year. By year is meant program year of the chapter (July through June).

**Appointment.** Members are appointed by the executive committee of the chapter and must be chapter members in good standing. One member is designated by the dean of the chapter to serve as SPAC administrator.

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<sup>33</sup> Special Programs Advisory Committee Operating Procedures incorporates into Chapter Operating Procedures June 2022

**Duties of Administrator:** The administrator shall oversee all operations of SPAC: setting application deadlines and procedures, soliciting applications, facilitating review of grants, presenting recommendations to the chapter's executive committee, and notifying applicants about decisions. He or she is also responsible for preparing and presenting a report from SPAC on applications received and approved and the monies awarded at the annual meeting of the chapter.

**Duties of Members.** SPAC members are responsible for attending SPAC meetings, reviewing applications, determining that grants recommended for award conform to the goals and guidelines of SPAC and the chapter, and performing any other tasks necessary to assist the SPAC administrator.

**Committee Officers.** Except for the office of administrator, SPAC may select from its membership other officers such as secretary as it sees fit.

**Vacancies.** If a member resigns or is removed, the SPAC administrator shall collaborate with the dean of the chapter to appoint a replacement. Resignation must be submitted in writing. Fulfillment of a partial term shall not be counted as part of the five (5) year term limit.

**Removal.** A committee member may be removed from office by the chapter's executive committee. The reason for removal shall be failure or inability to fulfill the required responsibilities (not attending and participating in two meetings in a given program year), and/or not maintaining membership in the chapter.

**Removal Process.** A simple majority vote of the chapter's executive committee authorizes the Dean to send written notice to the SPAC member stating that a removal action is pending before the executive committee and giving the reason. The member has a maximum of two (2) weeks, or until the next executive committee meeting, whichever occurs later, to appeal the decision. Action for removal requires a two-thirds majority vote of the executive committee.

**Ex-Officio Member.** The dean of the chapter shall be an ex-officio non-voting member of SPAC.

### **Section III. Meetings and Record Keeping**

**Meetings.** SPAC shall meet as often as necessary to perform its responsibilities, whether in person, by Zoom, or telephone, and no less than two (2) times a year. Minutes shall be taken and be made available to the dean of the chapter in a timely and regular fashion.

**Funding Cycles.** Normally there are two funding cycles a year. SPAC has the authority to alter this as it sees fit to accomplish its goals.

**Quorum and Voting.** A majority of the members then serving on the committee, but in no event less than three (3) shall constitute a quorum for the transaction of business. Decisions made shall be approved by a majority of members then serving on the committee, but in no event less than two (2). Written consent or dissent of any action submitted via e-mail may be counted as a valid vote for transaction of business.



**Recommendations for Funding.** All grants approved by SPAC for funding must be submitted for final approval by the chapter's executive committee. Each proposed project shall be accompanied with a form provided by the chapter that includes a summary of the findings of SPAC, the date and result of SPAC voting, the amount recommended, and information required to issue and mail the check. Checks to grantees shall be prepared by the chapter treasurer.

**Notification of Results.** The SPAC administrator shall notify all applicants of the results of deliberations by SPAC. Appropriate feedback shall be given for projects that were not approved. The administrator shall prepare a cover letter to send with the check to grantees, specifying any follow-up reports or paperwork needed for SPAC files.

## **Section IV. The Fund, Its Investment, and Accounting**

**The Fund.** The chapter's invested funds, which include a designated amount for SPAC, are managed by the chapter's finance committee. SPAC has no direct control over these monies. The fund is irrevocably dedicated to charitable purposes. No part of the funds may inure to the benefit of any member of SPAC, the chapter or any individual.

**Capital.** The capital amount dedicated to SPAC is permanently restricted and no part of the capital amount may be used to award grants.

**Interest.** Grant awards are made from interest income from SPAC's capital amount. SPAC may spend up to 5% (based on a trailing 5-year average) in a given year.

**Treasurer.** The chapter treasurer shall act as treasurer for SPAC, issuing checks and keeping records. All accounting shall follow chapter policies as well as generally accepted accounting principles (GAAP). The treasurer shall provide information to SPAC on the status of the funds and what may be spent in any given program year.

**Dissolution of SPAC.** Should the chapter ever elect to dissolve SPAC the designated SPAC fund assets shall become part of chapter funds. No individual shall be entitled to share in the distribution of the fund on dissolution of SPAC.

## **Section V. Grants**

**Eligibility.** Grantees do not need to be a member or a chapter of the American Guild of Organists. SPAC members and Boston chapter officers and directors are not eligible to receive grants as individuals. The Boston chapter itself may apply for and be awarded a grant following the established procedures.

**Applications.** Individuals and organizations shall apply for grants following the procedures and using the forms specified by SPAC. SPAC has full authority to change such procedures and forms from time to time.

**Conflict of Interest.** If a SPAC member or a Boston chapter officer or director would be indirectly aided by a grant award, or if such individual is a member of the governing body of an organization applying for

a grant, such fact shall be disclosed before deliberations of SPAC. It is the responsibility of such individual to inform SPAC of the conflict of interest and to abstain from deliberations and voting.

**Awards.** It shall be the policy of SPAC to recommend grants for funding on a regular basis for worthwhile projects. Notwithstanding the foregoing, SPAC shall not be required to award grants in the absence of worthwhile projects. If at any time grants are not awarded using only part of the available income from the fund, SPAC may opt to hold funds over until the next opportunity to award grants or to increase the capital amount of the fund.

**Projects.** Projects must be marketed to and open to the general public. Projects must relate to the organ or choral singing in some way and be consistent with the ideals of the American Guild of Organists. They also must be consistent with the charitable and educational restrictions for organizations exempt from federal taxation. The following are examples of fundable projects:

**Concerts.** Concert series are not fundable, but a single concert is, even if within a series. Applicants should explain why the event is noteworthy and include information about the anticipated audience, location, instrument, performers, publicity plans and co-sponsorship if any.

**Education.** Proposals should include the project's purpose, initial audience, co-sponsorship if any, and the usefulness of the project to other individuals and groups. Applicants are encouraged to contact publishers and journal editors to determine feasibility for publication. Funds will not be awarded for purposes of tuition or for research as part of an academic degree program.

**New Music Commissions.** Applicants should include information about the composer, premiere performance, performer(s), and how the composition will be made available to other musicians for future performance. A copy of the proposed contract with the composer should be included.

**Organ Building or Restoration.** Money will not be made available for instruments in or for religious institutions. Assistance in purchasing or restoring instruments in buildings used primarily for secular purposes is fundable.

**Publications.**

**Broadcasts.**

**Recordings.**

**Research Projects.**

**Scholarships.**

## **Section VI. Amendments**

Following adoption, amendments to the SPAC operating procedures may only be made by the chapter's executive committee, following the same procedures in the chapter bylaws for amending chapter bylaws.

## Appendix B: Library Operating Procedures

### SECTION I. Background, Purpose, Name, and Organization

**HISTORY.** The Organ Library (“Library”) of the Boston Chapter (“Chapter”) of the American Guild of Organists was established on August 18, 1983 by an agreement between the Trustees of Boston University (“BU”) and the Chapter (agreement appended to these operating procedures). The official dedication of the Library was held on November 25, 1985. Mrs. E. Power Biggs and Dean Phyllis Curtin were present to cut the ribbon. The ceremony was reported in the Boston Globe and The American Organist.

The Library was created thanks to the endowment given by the estates of E. Power Biggs and his wife, Margaret. There were other private donors, large and small, and grant money was obtained from the Stevens Foundation and the San Francisco and Washington, D.C. AGO Chapter Foundations. Later, the financial success of the 1976 and 2014 National Conventions of the American Guild of Organists, hosted in Boston and organized by the Chapter, subsequently led to additional invested funds dedicated to supporting operational costs of the Library.

The agreement with BU may be terminated if either party determines that the other party has failed to comply with the terms of the agreement, providing that the party allegedly failing to comply does not remedy the problem within 90 days of receipt of a written notice.

**Location.** The Library is housed at the BU School of Theology, 745 Commonwealth Avenue in Boston. Some archived material is on long-term loan through an agreement with the Organ Historical Society.

**Mission.** Nothing in these operating procedures is to be read, and none of the Chapter’s activities pursuant to the operating procedures is to be undertaken or executed in a manner inconsistent with the fundamental purposes of the American Guild of Organists: to foster a thriving community of musicians who share their knowledge and inspire passion for the organ (Article II, Section 1 of the National Bylaws).

**Purpose.** The specific purpose of the Library is to cultivate and preserve items devoted exclusively to the organ, its history, literature, construction, and performing artists. The collection includes sourcebooks, periodicals, scores, manuscripts, audio recordings, and personal papers and memorabilia of prominent figures such as organists, organ builders, and consultants. Some of the holdings are key for historical evaluation, for the facilitation of scholarly research, and for the enhancement of musical education.

**Ownership.** The Chapter is owner of the entire collection.

**Management.** The Chapter has designated that a Library Committee (“LC”) manage the finances, policies, and activities of the Library. However, major decisions regarding the collection, as defined in Section II and Section III of this document, shall be referred to the Chapter’s Executive Committee (“EC”) by the LC for final approval. The LC is a standing committee of the Chapter, and its responsibilities and authority are defined in this document.

**Fund Defined.** A portion of the Chapter's invested funds is specifically dedicated to the Library. The Fund is currently invested with Morgan Stanley. Stewardship and management of this asset is defined in Section IV below.

## **SECTION II. Library Committee**

**Number of Members and Term.** The LC shall consist of a Chair appointed for a two (2) year term and at least four (4) members who shall each serve a three (3) year term. By year is meant program year of the Chapter (July through June). A chair may be reappointed for two additional (2) year terms. A member may be reappointed for a second three (3) year term. Following serving at least one year on the LC, a member may be considered for an appointment as Chair. Whether chair or a member, the limit is six years. It is recommended that membership include both senior personnel from the Chapter with proven leadership experience as well as other Chapter members who exhibit a strong interest in the Library and its mission. If a LC member resigns or is removed, another member shall be appointed to complete their term. The appointment process is outlined in Section II.2. below. That individual shall be eligible for a full term at a later time. The Chapter Dean and the Librarian shall be ex-officio non-voting members. There may also be advisory members on the LC - those individuals who have expertise of value and who may have exhibited a strong commitment to the library and its operation over the years. Advisory members shall have no term limit and may not vote on matters before the LC.

**Appointment.** The Chair shall be appointed by the Chapter's Dean in consultation with the LC. The LC shall nominate a new committee member each year and seek approval from the EC with a majority vote required. Candidates should have modest computer skills, familiarity with organ literature, make a commitment to attend LC meetings (at least 4 per year), and be willing to assume occasional special projects during their term. LC members must be Chapter members in good standing at their appointment and remain so throughout their involvement on the LC.

**Designated Management Roles.** The LC Committee shall select one member to serve as Library Treasurer. The LC shall seek approval of the Chapter's EC for the Library Treasurer to obtain authority to enact transactions in the Library's share of the Fund, with a two-thirds majority vote required. If no LC member is qualified or willing, the Chapter Treasurer shall serve as Library Treasurer. The LC may select from its membership people to fulfill other roles, such as secretary and librarian. The Librarian shall be paid a salary, determined by the LC. The duties shall be designated by the LC and will include some of the duties and responsibilities of the LC as listed in Section II.6. below. In addition, paid library assistants may occasionally be employed to help with special projects and volunteers may be used to assist with operating the library.

**Duties of Chair.** The Chair shall set agendas, convene meetings, ensure that minutes are recorded and distributed, and generally determine that the LC and its employees/ volunteers are properly conducting and/or overseeing the operations and finances of the Library and meeting all of the duties and responsibilities assigned to the LC. He or she also shall serve as supervisor for the paid librarian, setting appropriate goals and evaluation procedures and maintaining personnel records. The Chair shall attend EC meetings, but hold no voting privileges, and ensure effective communication between the LC and the EC.

**Duties of Library Treasurer.** The duties of the Library Treasurer are given in Section IV of this document.

**Duties and Responsibilities of the LC.** The following shall comprise the duties and responsibilities of the LC:

1. To preserve, organize, enhance, and protect the collection from fire, water, and any other type of damage, and from theft and vandalism.
2. To store and preserve the archives of the Boston Chapter of the American Guild of Organists.
3. To promote and facilitate the use of the Library for its stated purposes through regular and varied announcements to the Chapter and the greater community. This shall include a web site that is kept up to date, the Chapter newsletter, The American Organist, other publications, and any other avenues, such as social media channels.
4. To set library policies and procedures and see that they are followed.
5. To hire and oversee staff members as appropriate to accomplish collecting, organizing, cataloging, copying/scanning, storing, preserving, selling duplicate scores, and other typical duties, as well as to assist visitors and researchers using the Library.
6. To create application forms and seek applications for, designate recipients of, and identify funding sources for the two scholarship programs of the Library: the Margaret Power Biggs Research Grant and the Max B. Miller Book Award. LC members shall not be eligible for these awards. Any conflicts of interest shall be documented and forwarded to the EC for resolution by a two-thirds majority vote.
7. To ensure that the Library and BU both regularly fulfill the obligations specified in the agreement between the Trustees of BU and the Chapter.
8. To follow the guidelines of the Chapter regarding financial management, use of the invested funds, transparency, and reporting. More information regarding this can be found in Section IV of this document.
9. To conceive and execute fund raising activities to enhance the Library endowment fund and support the operational costs of the Library.
10. To maintain regular exchange of information with the Chapter's EC and members of the Boston Chapter, owner of the collection.
11. To refer all major recommendations regarding the collection to the EC for final approval. Examples are permanent loan of materials, changes in location, fund raising campaigns, changes in affiliation, and use of the capital of the endowment fund.
12. To submit a report to the Dean of the EC for the Chapter's annual meeting that highlights activities during the program year (July 1 through June 30) and sets forth details of financial transactions enacted during that period.

**Duties of Members.** LC members shall attend LC meetings regularly and actively participate in fulfilling the duties and responsibilities of the LC as specified in this document.

**Vacancies.** If a member resigns or is removed, the LC Chair shall collaborate with the LC and the Dean of the Chapter to appoint a replacement as outlined in Section II.2. above. Resignations must be submitted in writing.

**Removal.** A LC member may be removed by the Chapter's EC for failure or inability to fulfill the required responsibilities (not attending meetings and participating in fulfillment of the duties and responsibilities of the LC, and/or not maintaining membership in the Chapter.)

**Removal Process.** A simple majority vote of the Chapter's EC authorizes the Dean to send written notice to the LC member stating that a removal action is pending before the EC and giving the reason. The

member has a maximum of two (2) weeks, or until the next EC meeting, whichever occurs later, to appeal the decision. Action for removal requires a two-thirds majority vote of the EC. Ex-Officio Members. The Dean and Sub-Dean of the Chapter shall be ex-officio non-voting members of the LC. In addition, paid staff such as a librarian shall be ex-officio and non-voting.

### **SECTION III. Meetings and Record Keeping**

**Meetings.** The LC shall meet as often as necessary to perform its duties and responsibilities, whether in person, via Zoom or telephone, and no less than quarterly. Minutes shall be taken and be made available to LC members and the Dean, Sub-Dean and Treasurer of the Chapter.

**Quorum and Voting.** A majority of the members then on the LC, but in no event less than four (4), shall constitute a quorum for the transaction of business. Decisions made shall be approved by a majority of members then in office, but in no event less than three (3). Written consent or dissent of any action submitted via e-mail may be counted as a valid vote for transaction of business.

**Recommendations to the EC.** All decisions that have a major impact on the collection and/or the management, operation, and financing of the Library shall be considered recommendations and shall require forwarding to the Chapter's EC for final approval. Examples are permanent loan of materials, changes in location, fund raising campaigns, changes in affiliation, and use of the capital of the investment fund. Such approval shall require a two-thirds majority of the EC.

### **SECTION IV. The Fund, Its Investment, and Library Accounting**

**The Fund and Its Management.** The Chapter's invested funds, which include a designated amount for the Library, are managed in their entirety by the Chapter's finance committee. The Library Treasurer shall serve on this committee to represent the interests of the Library. Even though there may be more than one account at the chosen investment firm, all accounts shall bear the name of Boston Chapter, American Guild of Organists. The Fund is irrevocably dedicated to charitable purposes. No part of the Fund may inure to the benefit of any member of the Chapter's committees, any member of the Chapter, or any other individual.

**Library Share of The Fund.** The OL has a designated share of the Fund. The Chapter shall not reduce and/or redirect any amount of invested funds designated for operation of the Library except under the following critical circumstances: dissolution of the Library or a change in status, such as becoming an independent 501(c)(3) entity or alignment with another organization.

**Approval to Access and for Enacting Transactions.** The Chapter's finance committee shall make recommendations to the EC regarding authorization of individuals to access on-line information and/or enact transactions, as well as rescission of those privileges. Such approval of these recommendations shall require two-thirds majority of the EC.

**Capital.** The capital amount dedicated to the Library is permanently restricted and no part of the capital amount may be used to support the Library without a two-thirds majority vote of the Chapter's EC.

Interest. Operational costs of the Library shall be met primarily by using returns on the invested funds. The Library may spend up to 5% (based on a trailing 5-year average) in a given year.

**Other Income.** The Library may also support operational costs through other sources of funding, such as sale of duplicate scores, donations received when Chapter members pay annual dues, and other fund-raising activities of the LC.

**Library Treasurer.** The LC Treasurer shall issue checks, make deposits, and keep records on each transaction. The LC Treasurer may not write a check to himself or herself nor to a relative. Checks over \$2,000 shall first be approved by the LC and then the EC before issuance. All accounting shall follow Chapter policies as well as generally accepted accounting principles (GAAP). The LC Treasurer shall provide a budget report at each LC meeting for review and approval, and the report shall be appended to the minutes of the meeting. The Treasurer shall also prepare a financial report to be included with the LC's annual report to the Chapter, shall submit information needed by the Chapter Treasurer to issue tax forms to employees and the federal government, and shall submit information to the Chapter Treasurer needed for annual tax filings.

## **SECTION V. Dissolution and Other Significant**

Should dissolution of the Library ever be desired or necessary, or any change in status desired, such as becoming an independent 501(c)(3) entity or alignment with another organization, the LC shall make recommendations to the Chapter's EC for dispensation of the collection and the funds designated for operation of the Library. As the holdings and the financial underpinnings are Chapter assets, the EC shall have final authority over proposed changes, and approval shall require a two-thirds majority of the EC. As stated in Chapter operating procedures, the fund is irrevocably dedicated to charitable purposes, and that shall factor in the deliberations. No part may inure to the benefit of any member of a committee of the Chapter or any other individual.

## **SECTION VI. Amendments**

Following adoption, amendments to the Organ Library and Library Committee Operating Procedures may only be made by the Chapter's EC, following the same procedures in the Chapter bylaws for amending Chapter bylaws.

## **Appendix C: Operating Procedures for Endowed Funds**

### **Section I: Endowment Fund**

BAGO has a permanently restricted endowment fund managed by Morgan Stanley. Under guidelines set forth in the section below on appropriate use, monies may be used for supporting operations and programs of the Chapter, Organ Library and SPAC. Each of these has a specific designated share in the fund.

The fund is irrevocably dedicated to charitable purposes. No part may inure to the benefit of any member of a committee of the Chapter or any other individual.

## Section II: Management Oversight

The Chapter's finance committee is charged with ensuring that achievement of the return will be sought from a moderate investment strategy that provides an opportunity for superior returns within acceptable levels of risk and volatility. To that end two members of the committee shall meet with the assigned MS fund manager at least once a year, and more frequently if deemed necessary by the committee.

The finance committee is also charged with ensuring that use of the funds for operations and programs is appropriate and that expenditures do not negatively affect the purchasing power of the portfolio over the long term. The finance committee shall ensure that transparency and the best general accounting practices are instituted and followed.

The finance committee shall submit a report to the executive committee for use at each annual meeting of the membership on the status of the fund and how it was used during the current program year.

## Section III: Appropriate Use

The capital amounts for each share (Chapter, Organ Library and SPAC) are restricted and no part of the capital amounts may be used without a two-thirds majority vote of the Chapter's EC. Each arm of the chapter may spend up to 5% of their share (based on a trailing 5-year average) in a given year. If funds for a larger project are required, withdrawals up to the limit specified above may be made annually and held in reserve over a period of years until they are needed for the project.

Organ Library expenditures are limited to operational expenses in support of the library and must be approved by the library committee. A check over \$1,500 from the library share must have two signatures and be approved by the Chapter's EC.

SPAC expenditures are limited to projects its committee recommends to the Chapter's EC for approval. Proposals for Chapter expenditures shall be reviewed by the finance committee and if acceptable then submitted to the EC for approval, with a two-thirds majority vote required. Some examples of appropriate uses are:

- Seed money for hosting a regional or national convention
- Giving funds to SPAC and the library to further support their work The Young Organists Initiative
- Offering a POE
- Educational initiatives for the membership AGO Annual Fund
- An advertising campaign to promote the library and SPAC as national resources
- Authorized Access and Accounting

The dean, Chapter treasurer and Library treasurer shall have electronic access to the account for obtaining information.

Only the EC shall have authority to designate signatories. Two authorized signatures are required for checks over \$1,500 from any of the three shares. An authorized signer may not write a check payable to himself/herself nor to a relative. The Chapter and Library treasurers shall ensure that sufficient funds are available in the account from which checks are written so as not to incur overdraft charges.

The Organ Library treasurer shall report on finances to the library committee at each meeting. The report shall be approved and included in the minutes and distributed to the Chapter dean, sub-dean and treasurer. The Chapter treasurer shall report regularly on transactions involving the endowment fund at EC meetings and prepare a report from the finance committee on the status and use of the fund for each annual meeting of the membership.



The split between the three entities of Chapter, Organ Library and SPAC shall be calculated annually at the beginning of the calendar year by the Chapter treasurer and be based on activity in the previous calendar year. If new endowment funds are received for other purposes, such as to support the YOI program, the Chapter treasurer shall keep track accordingly.

## Section XII. SIGNATORIES

THEREFORE, we, the undersigned members of the Executive Committee of the Boston Chapter American Guild of Organists, do hereby adopt the above and foregoing Operating Procedures to govern the Boston Chapter of the American Guild of Organists, the first day and date mentioned above (January 2018).

Robert Barney, Dean	Louise Munding, Sub-Dean
Jay Lane, Secretary	Daryl Bichel, Treasurer
Bart Dahlstrom, Assistant Treasurer	Lynn Vermeer, Registrar
Tish Kilgore, Election Coordinator	John Dunn, Auditor
Terrance Kerr, Auditor	Eric Anderson, Member-at-Large, 2018
Jeremy Bruns Member-at-Large, 2018	Colin Lynch, Member-at-Large 2018
Patrick Valentino, Member-at-Large 2018	Leo Abbott, Member-at-Large 2019
Jonathan Ambrosino, Member-at-Large 2019	Katelyn Emerson, Member-at-Large 2019
Lois Regestein, Member-at-Large 2019	Anthony Brown, Member-at-Large 2020
Claire DeCusati, Member-at-Large 2020	Jonathan Ortloff, Member-at-Large 2020
Joe Scolastico, Member-at-Large 2020	
Eileen Hunt, Vice-President, AGO	Cheryl Duerr, Northeast Regional Councillor

## Signatories to the Amended Operating Procedures, May 2019

<i>Electronically approved May 2019</i>	<i>Electronically approved May 2019</i>
Louise Munding, Dean	Jeremy Bruns, Sub-Dean
<i>Electronically approved May 2019</i>	
Jay Lane, Secretary	Daryl Bichel, Treasurer
<i>Electronically approved May 2019</i>	<i>Electronically approved May 2019</i>
Lynn Vermeer, Registrar	Tish Kilgore, Election Coordinator
<i>Electronically approved May 2019</i>	<i>Electronically approved May 2019</i>
Leo Abbott, Member-at-Large 2019	Jonathan Ambrosino, Member-at-Large 2019
	<i>Electronically approved May 2019</i>
Lois Regestein, Member-at-Large 2019	Claire DeCusati, Member-at-Large 2020
<i>Electronically approved May 2019</i>	<i>Electronically approved May 2019</i>
Jonathan Ortloff, Member-at-Large 2020	Joe Scolastico, Member-at-Large 2020
<i>Electronically approved May 2019</i>	<i>Electronically approved May 2019</i>
Alain Bojarski, Member-at-Large 2024	Terry Halco, Member-at-Large 2024
	<i>Electronically approved May 2019</i>
Mary Jodice, Member-at-Large 2024	Father David Michael, Member-at-Large 2024
<i>Electronically approved March 2019</i>	<i>Electronically approved March 2019</i>
Eileen Hunt, Vice-President, AGO	Leslie Smith, Northeast Regional Councillor

## Signatories to the Amended Operating Procedures, May 2020

Of the 13 EC members, 11 voted. Of the 11 votes, 10 were to approve the change to the Organ Advisory Committee wording. The motion carries.

<i>Electronically voted May 2020</i>	<i>Electronically voted May 2020</i>
Louise Munding, Dean	Jeremy Bruns, Sub-Dean
<i>Electronically voted May 2020</i>	<i>Electronically voted May 2020</i>
Jay Lane, Secretary	Daryl Bichel, Treasurer
	<i>Electronically voted May 2020</i>
Lynn Vermeer, Registrar	Tish Kilgore, Election Coordinator
	<i>Electronically voted May 2020</i>
Jonathan Ortloff, Member-at-Large 2020	Claire DeCusati, Member-at-Large 2020
<i>Electronically voted May 2020</i>	<i>Electronically voted May 2020</i>
Alain Bojarski, Member-at-Large 2022	Joe Scolastico, Member-at-Large 2020
<i>Electronically voted May 2020</i>	<i>Electronically voted May 2020</i>
Mary Jodice, Member-at-Large 2022	Terry Halco, Member-at-Large 2022
<i>Electronically approved wording May 2020</i>	<i>Electronically voted May 2020</i>
Eileen Hunt, Vice-President, AGO	Father David Michael, Member-at-Large 2022
	<i>Electronically approved wording May 2020</i>
	Leslie Smith, Northeast Regional Councillor

## Signatories to the Amended Operating Procedures, June 30, 2022

<i>Electronically approved 6/22/22</i>	<i>Electronically approved 6/29/22</i>
Jeremy Bruns, Dean	Mitchell Crawford, Sub-Dean
<i>Electronically approved 6/22/22</i>	<i>Electronically approved 6/22/22</i>
Jeffrey Mills, Registrar	Daryl Bichel, Treasurer
<i>Electronically approved 6/26/22</i>	<i>Electronically approved 6/22/22</i>
Alain Bojarski, Member-at-Large 2022	Claire DeCusati, Election Coordinator
<i>Electronically approved 6/22/22</i>	<i>Electronically approved 6/29/22</i>
Father David Michael, Member-at-Large 2022	Terry Halco, Member-at-Large 2022
<i>Electronically approved 6/29/22</i>	<i>Electronically approved 6/22/22</i>
Christine Hogan, Member-at-Large 2024	Jonathan Wessler Member-at-Large 2024
<i>Electronically approved 6/23/22</i>	
Cathy Meyer Member-at-Large 2024	
<i>Electronically approved 6/10/22</i>	<i>Electronically Approved 6/09/22</i>
Jonathan Ryan Vice-President, AGO	Leslie Smith, Northeast Regional Councillor