

BRITT SOCIETY BYLAWS

ARTICLE I – MEMBERSHIP

Section 1. Any person interested in the advancement of the Peter Britt Music and Arts Festival Association shall be eligible for membership in the Britt Society, Inc.

Section 2. There shall be three (3) classes of membership:

- (a) Active Member – One who gives volunteer service to Britt Society activities year round.
- (b) Supporting Member – Inactive member who pays dues, supports and encourages Britt Society events.
- (c) Honorary Member – Persons chosen because of their service and dedication to the Britt Society. Candidates for Honorary Member shall be nominated by the Membership Committee and shall be submitted to the Board of Directors before being present to the voting membership.

ARTICLE II – SOCIETY MEETINGS

Section 1. T. The Society shall generally meet on the fourth Tuesday of October.

Section 2. The regular meeting in October shall be known as the Annual Meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business.

Section 3. Special meetings may be called by one-fourth of the active membership, or by the President, or by the Board of Directors.

Section 4. Members shall be notified at least three (3) days prior to any regular or special meeting.

Section 5. Those present at any regular or special meeting shall constitute a quorum.

ARTICLE III – BOARD OF DIRECTORS

Section 1. The number of Directors who shall serve and hold office until their successors Are elected is eleven (11).

Section 2. The six elected officers and five elected directors shall constitute the Board of Directors

Section 3. Six members shall constitute a quorum.

Section 4. Between regular meetings the management of the Society shall be entrusted to the Board of Directors.

Section 5. A vacancy in the Board of Directors existing from any cause other than the expiration of a term shall be filled by a majority vote of the entire Board. A person so elected shall hold office for the unexpired term of the member he or she replaced.

Section 6. The Board of Directors by majority vote of the quorum present may declare the office of Directorship or chairperson vacant upon failure of such member to perform or fulfill the duties required.

Section 7 Qualifications for Directors:

(a) Shall have been an active member of Britt Society

(b) Shall have a grasp of organization procedures and be capable of advising the Board on long term plans and policies.

ARTICLE IV – OFFICERS AND DIRECTORS

Section 1. The officers of the Society shall be a President, a First Vice President, a Second Vice President, a Recording Secretary, a Corresponding Secretary, a Treasurer and five Directors. The immediate Past President shall automatically become one of the directors.

Section 2. Not later than the regular meeting in March, a nominating committee of three (3) members shall be appointed by the President to nominate officers and directors. Only one member shall be from the Board of Directors.

Section 3. The officers and directors shall be elected to serve for one (1) year or until their successors are elected, and their term of office shall begin at the close of the annual meeting. Before the election at the annual meeting, additional nominations from the floor shall be permitted. In the event there is only one nominee for an office or directorship, the President may instruct the Recording Secretary to cast an elective ballot for the nominee.

Section 4. No officer or director shall serve for more than two successive terms in the same position, except by the unanimous vote of the Board.

ARTICLE V – DUTIES OF OFFICERS

Section 1. Duties of the President:

- (a) It shall be the duty of the President to preside at all Britt Society Membership and board meetings, and to attend Britt Festival Board Meetings.
- (b) To enforce strict observance of the constitution of bylaws.
- (c) Shall appoint all facilitators and chairpersons of the committees necessary to the business of the corporation subject to the approval executive board.
- (d) Shall call for the reports of the committee chairpersons.
- (e) Shall direct the general business affairs of the corporation.
- (f) Shall be an ex-officio member of all committees with the exception of Nominating Committee.
- (g) Shall be an authorized signatory of the Society checking and/or savings accounts, and shall keep the Society checkbook in the anticipated or actual prolonged absence of the Treasurer.

Section 2. Duties of the First Vice President:

- (a) Shall in the absence of the President perform the duties of the President.
- (b) Shall fulfill the unexpired term of the President.
- (c) Shall act as facilitator of committees as assigned by the President.

- (d) Shall call for written reports of the assigned committees giving a copy to the President.

Section 3. Duties of the Second Vice President

- (a) Shall in the absence of the President and First Vice President perform the duties of the President.
- (b) Shall act as facilitator of committees as assigned by the President.
- (c) Shall call for written reports of assigned committees, giving a copy to the President.
- (d) Shall be the Parliamentarian

Section 4. Duties of the Recording Secretary

- (a) Shall keep permanent record of the proceeding of all meetings of the general membership and the Board of Directors.
- (b) Shall provide copies of the minutes to the President as soon as possible following a meeting.
- (c) Shall keep attendance records of the monthly Board and membership meetings.
- (d) In the Recording Secretary and Corresponding Secretary's absence it shall be the duty of the President to appoint a temporary.

Section 5. Duties of Corresponding Secretary:

- (a) Shall conduct the correspondence as deemed necessary by the President of the Board of Directors.
- (b) Shall in the absence of the Recording Secretary record the proceedings of the meetings and provide copies of the minutes as soon as possible following a meeting.

Section 6. Duties of the Treasurer:

- (a) Shall receive all moneys belonging to the Society and account for the same.
- (b) Shall pay all accounts recommended and approved by the Board of Directors and retain all of his/her vouchers for audit purposes.

- (c) Shall submit a written monthly cash flow report to the President of the board.
- (d) Shall submit an annual financial statement at the October board meeting. Copies shall be distributed at the annual membership meeting.
- (e) Shall be a member of the Budget Committee.
- (f) Shall pay over and deliver to his/her successor all moneys, vouchers, books and papers of the Society.
- (g) Shall maintain a current list of active supporting and honorary members and shall ensure notices of dues are mailed annually.
- (h) Shall arrange for publication and distribution of the membership roster with Volunteer Coordinator.
- (i) Shall notify Corresponding Secretary of new members so that thank you letters may be mailed to them.
- (j) Shall surrender to the Board President the checkbook and/or appropriate accounting and vouchers in anticipation of a prolonged absence.

Section 7. Duties of the Director:

- (a) Shall attend all board and membership meetings.
- (b) Shall advise and assist the officers in setting goals and policies.
- (c) Shall accept responsibilities for special projects as requested by the President.

ARTICLE VI – COMMITTEES

Section 1. Chairperson for each committee shall be appointed by the President.

Section 2. Chairperson shall see that meetings are held as necessary to complete the work of the committees.

Section 3. Shall report progress and results of assigned work to the Board of Directors as requested by the President.

Section 4. Shall submit written reports to include expense and income of all activities and events to the President to be placed in the permanent files.

Section. 5 Standing Committees shall file annual reports no later than the close of the fiscal year, September 30.

Section 6. Special committees shall file reports within thirty (30) days of completion of their committee project.

Section 7. Committees shall be reimbursed for out of pocket expenses by submitting receipts to the committee chairperson.

ARTICLE VII – COMMITTEES

Working committees shall be created as needed by a majority vote of the board.

Section 1. Nominating

- (a) Chairperson: appointed by the President.
- (b) Shall confer with the Membership Committee, the Executive Board, and other resources to research skills and talents of potential candidates.
- (c) Shall prepare a slate of candidates for officers and vacant board positions.
- (d) Shall notify the membership of the nominees for officers and directors thirty (30) days prior to the annual meeting.
- (e) Shall present the slate for election to the membership at the annual meeting in October.

Section 2. Bylaws

- (a) Chairperson: appointed by the President
- (b) The Parliamentarian shall be an ex-officio member of the committee.
- (c) Shall review the Bylaws and Standing Rules annually.
- (d) Shall review all proposals for amendment received from the Membership and make recommendations to the Society.

Section 3. Budget

- (a) Chairperson: appointed by the President.
- (b) Shall prepare an annual budget and present it to the Board of Directors for approval no later than the October meeting.
- (c) Shall present the proposed budget to the membership no later than the October meeting.
- (d) Shall assist the Treasurer as requested in preparing quarterly financial reports to the Membership.

ARTICLE VIII – ANNUAL FINANCIAL AUDIT

The financial records of the Society shall be audited at the end of the fiscal year and necessary non-profit government forms filed annually by a qualified person.

ARTICLE IX PARLIAMENTARY AUTHORITY

The rules in the current edition of Robert's Rules of Order Newly Revised shall govern the Society to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order of the Society.

ARTICLE X – AMENDMENT OF BYLAWS

These Bylaws can be amended at any regular meeting of the Society by a two-thirds vote of those in attendance, provided that the amendment has been submitted at the previous meeting.

Bylaws amended January 26, 2010