

NATS Boston Chapter By-Laws rev. 2013

Article I: Name

This organization shall be known as the Boston Chapter of the National Association of Teachers of Singing, Inc., hereafter referred to as the Chapter, and is subject to its By-Laws as well as those of the National Organization.

Article II: Mission and *Code of Ethics*

The Chapter adopts fully the stated mission of NATS. "The mission of NATS is to encourage the highest standards of the vocal art and of ethical principles in the teaching of singing, and to promote vocal education and research at all levels, both for the enrichment of the general public and for the professional advancement of the talented." The Chapter, as an organization, subscribes without reservation to the **NATS *Code of Ethics***.

Article III: Membership

Membership in good standing of the National Association of Teachers of Singing, Inc. is a prerequisite to membership in the Chapter. Chapter members receive access to the Chapter Directory in its existing format, as well as other Chapter-wide correspondence or communication.

Only Full members, not Associate or Affiliate members, are eligible to vote and hold office at the Chapter level. Chapter membership will be terminated when a member resigns or is dropped from membership in NATS National, and/or when Chapter membership is not renewed by the advertised deadline.

Members become eligible for Emeritus membership at age 68, having been members in good standing for at least twenty years. Requests for this membership status must be sent to the National Executive Director of NATS.

Article IV: Officers and Board of Directors

General Powers.

The business and affairs of the Chapter shall be managed by its Board of Directors.

Number, Term, and Qualifications.

Chapter Officers within the Board of Directors shall consist of President, Vice-President, Secretary and Treasurer. In addition, there shall be a minimum of three additional Directors.

Each Director shall remain on the Board until their resignation, retirement, removal, or death. Board members are requested to provide at least two months notice prior to their departure from the Board. Directors must be members in good standing of the Boston Chapter and NATS National.

The terms of office for the Officers on the Board are two years. The Officers are elected from within the standing Board and shall serve no more than three terms in the same position, unless re-elected by two thirds of the Directors. Consecutive terms are allowed and encouraged.

Election of Directors.

The Officers of the Board shall be elected by a majority vote of the Directors then in office. If any Director so demands, the election of Directors shall be by ballot.

When a vacancy occurs on the Board of Directors, the Nominating Committee will provide a slate of nominees for the Board to approve. The approved slate will then be voted on by the active Chapter membership. In the case of more nominees than positions available on the Board, the candidates receiving the greatest number of "yea" votes (by paper or electronic means) by Chapter members voting by the stated deadline will be elected to the Board.

Vacancies.

Any vacancy occurring in the Officer positions may be filled by the affirmative vote of a majority of the remaining Directors, provided there are two or more such Directors. In the case of a sole remaining Director, a call shall be made by said Director to the membership for Board nominations and, once a Board has been established, the Officer positions may be filled by the affirmative vote of a majority of the new Board. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Board Officer Duties and Responsibilities.

President:

The President shall preside at all meetings of the Chapter Board including the Asynchronous Online Meetings and shall present such matters as may properly come before the meeting. The President is Co-signer with the Investments Officer (Vice President) on all investment transactions.

Vice President:

The Vice President shall assist the President in any specified areas as needed and will also function as the Investments Officer of the Chapter. As Investments Officer, the Vice President will act as a liaison between the Board and any external Investments Advisor, be Co-signer with the Chapter President on all investment transactions, present bi-annual reports to the Board regarding the status of any investments and will maintain appropriate records.

In the absence of the President at a meeting or Chapter event, the Vice President shall assume the position of Chair of the meeting or host of the event.

Should the President resign or otherwise be unable to serve, the Vice-President shall succeed to the Presidency for the remainder of the President's unexpired term.

Secretary:

The Secretary shall keep accurate minutes of the proceedings of the Board of Directors and, following review and approval by the President, shall present the minutes to the Board following each meeting. The Secretary shall archive the minutes and all relevant materials concerning Chapter activities.

Treasurer:

The Treasurer shall keep the financial records, manage all funds except investments, pay all properly authorized Chapter bills and present a written report to the Board of Directors at each meeting, as well as interim reports as requested.

Committees.

Standing Chapter Committees include: Programs, Nominations, Membership and Song Festivals. The President may convene ad hoc committees to address specific issues which may arise. The Board of Directors shall confirm all standing committee appointments as well as the creation of and appointments to all ad hoc committees. All standing and ad hoc committees will be chaired by a member of the Board.

Chapter members who are not members of the Board are welcome to become members of any ad hoc or standing Chapter Committees. The involvement of Chapter members in committee work is regarded as important and desirable.

All committees will bring forward recommendations for the consideration and approval of the Board. The Chair of each standing committee shall be that committee's archivist and shall provide archival copies of pertinent committee materials to the Secretary and succeeding Chairs. Ad hoc committee reports will be archived by the Secretary as needed.

Investments.

The Board will, as deemed appropriate, appoint an outside Investments Advisor to advise and assist in the proper management and allocation of any investment funds. The Vice President will confer with the Investments Advisor and will report bi-annually to the Board on the status of all investments. The President and Vice President are the designated co-signers on all investment related decisions.

Ethical Violations of Board Members.

Should a Board member be found to have violated the NATS Code of Ethics, the issue will be brought before the NATS National Ethics Committee and investigated thoroughly. Any elected Officer may be removed by a two-thirds vote of the Chapter membership.

Article V: Meetings of the Board

There shall be at least three meetings annually to organize and carry out the programs and events of the year. These meetings may be in person, though, as appropriate, technology may be used to facilitate Board member participation (e.g. Skype or Google Hangouts, etc). There may also be Asynchronous Online Meetings to attend to immediate business.

Any Board member who fails to participate in three consecutive meetings shall be removed from the Board and replaced from the membership in accordance with Article IV, "Election of Directors."

Ex officio members of the Board include the Regional Governor, the Massachusetts Governor and the immediate Past President.

Business meetings of the Chapter will be conducted in accordance with **Robert's Rules of Order**.

Article VI: Fees, Dues, and Assessments

The annual Chapter dues are payable to the National Organization before February 1st of each year or by a check sent directly to the Membership Chair and recorded by the Treasurer. The dues rate may be increased by a vote of the Board of Directors. When necessary, Chapter dues may be accepted directly by the Chapter President, provided the Member is in good standing with the National Organization.

Article VII: Song Festival Participation

Only students of Chapter members will be allowed to enter the Song Festivals. Other rules and regulations regarding the Song Festivals will be communicated to the membership annually prior to the Festivals.

Article VIII: Rules of Amendment

These By-Laws may be amended by a majority of the responding Chapter members voting by mail or electronically, provided that such amendments have been announced to the membership and at least three weeks have been given for consideration prior to the voting deadline.