

**OPERATING PROCEDURES TO GOVERN
THE CENTRAL FLORIDA CHAPTER**

American Guild of Organists

May 07, 2024

Approved by the National Council as amended October 16, 2023

On this Tuesday, May 7, 2024, the undersigned members of the Executive Committee of the Central Florida Chapter of the American Guild of Organists do adopt the following as OPERATING PROCEDURES, which are in accordance and agreement with the National Bylaws of the American Guild of Organists, as adopted April 13, 1896 and amended through October 16, 2023.

SECTION 1. NAME. The name of this organization shall be the Central Florida Chapter of the American Guild of Organists (hereinafter, "chapter"), a subordinate unit of the national organization known as the American Guild of Organists.

SECTION 2. MISSION STATEMENT

Article II, Section 1 of the National Bylaws is incorporated by reference, as if fully set out herein. Nothing in these Operating Procedures and none of the chapter's activities pursuant to these OPERATING PROCEDURES shall be read, undertaken, or executed in a manner inconsistent with the fundamental purposes of the Guild.

SECTION 3. CLASSES OF MEMBERSHIP.

Article III, Sections 1-3 and Article VII, Section 3 of the National Bylaws of the American Guild of Organists are incorporated by reference, as if fully set out herein.

SECTION 4. CHAPTER GOVERNANCE.

1. OFFICERS The officers of the chapter shall be the Dean, Sub-Dean, Secretary, Treasurer and Registrar, Membership Director.

2. DUTIES OF THE DEAN: The Dean shall be the chief executive officer of the chapter, and as such shall have the following duties and responsibilities:

- Issue notices for all meetings of the Executive Committee.
- Preside at all meetings of the chapter and Executive Committee when present.
- Nominate the directors of all standing committees for appointment by the Executive Committee.
- Nominate, for appointment by the Executive Committee, a person or persons to fill vacancies that may occur as the result of death, resignation, incapacity, removal or disqualification of any officer or duly elected member of the Executive Committee.
- Create, with the approval of the Executive Committee, committees and correlate the work of the officers and standing committees.
- Serve as ex officio member of all committees, excluding the Nominating Committee. (NOTE: "Ex officio" means "by virtue of office held," and carries no implication that the ex officio member has no vote.)
- Submit reports at the general meetings of the chapter, including issues and recommendations the Dean considers appropriate for consideration by the members of the chapter.

- Carry into effect all directions and resolutions of the chapter and Executive Committee and make such other reports to the chapter and Executive Committee that the Dean shall deem necessary, or that policies of the chapter or Executive Committee may require.
- Sign and countersign all contracts and other instruments, 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.
- Have an updated signature on file with the chapter's bank account and account-holder access to the account or appoint the Sub-Dean for banking access.
- Serve as primary chapter liaison with regional leadership and Executive Director of the Guild.
- Serve as the Chapter Education Coordinator or nominate a person to be appointed by the Executive Committee to serve in that role to support members working toward AGO Certification (see Professional Certification Committee).
- Remain in office for a term of two (2) years, with the possibility of nomination for re-election to a total of 2 consecutive two-year terms.
- Perform such other duties as are incidental to the execution of this office or that may be required of the Dean by the Executive Committee.

3. DUTIES OF THE SUB-DEAN: The Sub-Dean, in the absence of the Dean of the chapter, shall exercise all the powers and perform all the duties of the Dean of the chapter. The Sub-Dean will serve as Director of the Program Committee (ref. Section VIII, paragraph 10 below and as such be responsible for planning the annual program of activities for the chapter.

The Sub-Dean shall remain in office for a term of two (2) years, with the possibility of nomination for re-election to a total of 2 consecutive two-year terms. The Sub-Dean shall perform such other duties as are incidental to the execution of this office or that may be required of him/her by the Executive Committee. In case of the Dean's death, resignation or removal, the Sub-Dean will succeed to the office of Dean for the remainder of the Dean's elected term.

4. DUTIES OF THE SECRETARY: The Secretary shall keep records belonging to the chapter and have custody of the minutes of the meetings of the Executive Committee and of general meetings of the chapter. Such minutes of the Executive Committee shall include the names of those members who are present and absent as well as copies of the reports from all committees.

- The Secretary shall 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.
- The secretary shall be the recorder and keeper of the minutes of all executive committee meetings.
- The secretary shall be responsible for maintaining and updating the officer roster with AGO national.
- The secretary shall remain in office for a term of two (2) years, with the possibility of nomination for re-election to a total of 2 consecutive two-year terms.

5. DUTIES OF THE TREASURER: The Treasurer shall be custodian of all financial records of the chapter, and as such, shall have the following duties and responsibilities:

- It is imperative that the treasurer and dean (or Sub-Dean) be responsible to review the chapter's bank card, to show both of their signatures. Both the treasurer and dean must have full access to view the status of the account.
- Supervise and have custody of all financial records of the chapter and keep full and accurate accounts of the receipts and disbursements of the chapter. These shall include

- Assets, liabilities and fund balances.
- Revenue and operating expenses.
- Track donations and distributions in the Chapter Scholarship Fund
- All other financial records and documents deemed necessary by the Executive Committee.
- Cause all monies and credits to be deposited in the name of and to the credit of the chapter in such accounts and depositories as may be designated by the Executive Committee.
- Preparation of, in consultation with dean and sub-dean, or finance committee, or entire Executive Committee, an annual budget of expected revenue and expenses for approval by the Executive Committee
- Maintenance of online access to all financial accounts with multi-factor authentication by the treasurer, ensuring that at least one other officer acts as a signer and has access to the account in case the treasurer is incapacitated.
- Disburse, or supervise the disbursement of, all other funds of the chapter, in accordance with the authority granted by the Executive Committee, utilizing proper vouchers to correspond to the disbursements and keeping accurate records thereof.
- Cause the chapter executive committee to establish and abide by internal controls and a policy on individual disbursement limits that do not exceed the chapter's budgeted expense for the disbursement.
- Prepare and submit such reports or statements of the chapter's finances and accounts prior to all meetings of the Executive Committee, and as requested by the Executive Committee.
- It is the responsibility of the treasurer to file an N990 postcard each January with the IRS so that the chapter can continue to operate with non-exempt status. The Chapter's fiscal year is January 1 to December 31. Assistance is available on the AGO website at <https://www.agohq.org/irsfilinghelp/>.
- File Annual Non Profit Corporation report each January with Florida Division of Corporations. <https://dos.fl.gov/sunbiz/>
- Sign and/or countersign such instruments requiring the treasurer's signature.
- Serve as a member of the Finance Committee.
- The treasurer shall remain in office for a term of two (2) years, with the possibility of nomination for re-election to a total of 2 consecutive two-year terms.
- Perform such other duties incidental to the execution of this office that may be required by the Executive Committee

6. DUTIES OF THE REGISTRAR: The Registrar shall be custodian of the membership records of the chapter and, as such, shall have the following duties and responsibilities:

- Direct members who need assistance in renewing membership to the AGO national office.
- Provide chapter membership information to prospective members.
- Understand and be able to access online chapter membership reports available from the AGO National membership database.
- On a monthly basis, review membership reports to identify new members and those who are up for renewal.
- The Registrar shall remain in office for a term of two (2) years, with the possibility of nomination for re-election to a total of 2 consecutive two-year terms.
- Perform such other duties as are incidental to the execution of this office or task that the Executive Committee may direct.

7. MEMBERSHIP DIRECTOR: The Membership Director shall be responsible for activities focused on recruiting and retaining chapter membership. These activities will include, but are not limited to the following:

- Develop and administer a process for identifying and recruiting new members and ensuring that they are registered in a timely fashion.
- Recommend and implement steps to maximize retention of members.
- Serve as key contact person for members and prospects seeking information about membership categories, benefits, dues, etc.
- Help ensure that current members participate in the chapter's social, musical, and professional development programs.
- Take an active role in new member onboarding to ensure that these members are welcomed cordially at meetings and become active in the life of the chapter.
- Provide information to prospective members that demonstrates the value of joining the chapter and direct them to the AGO website to join.
- Serve as Director of the Membership Committee if the chapter has created one, (Section VIII, Paragraph 7, below)
- The Membership Director shall remain in office for a term of two (2) years, with the possibility of nomination for re-election to a total of 2 consecutive two-year terms.
- Perform such other duties as are incidental to the execution of this office or tasks that the Executive Committee may direct.
- List birthdays, retirements, deaths, and other significant events in the Chapter newsletter.
- Interview new members and provide short biographical sketches of them to the Newsletter Editor.
- Encourage members to share stories and anecdotes from their careers.
- Shall keep a copy of all Chapter programs and any Chapter publications.

8. MEMBERS-AT-LARGE. Members-at-Large of the Executive Committee should be involved in any duties that support the functions and vitality of the chapter. Members-at-Large shall remain in office for a term of three (3) years, with the possibility of nomination for re-election to a total of 2 consecutive three-year terms.

9. The Dean will appoint members in good standing to fill non-voting rolls on the Executive Committee, as needed by the Chapter:

A. Chapter Historian: The chapter historian will keep printed and/or digital records of all chapter programs and supporting collateral, newsletters, and any published articles about the chapter.

B. CHAPTER NEWSLETTER EDITOR: The Editor of the Chapter Newsletter, *Mixture Magic*, shall be responsible for:

- Publishing chapter information including but not limited to, promotions of upcoming programs and events, special announcements, welcoming new members, member profiles, job listings, and any other newsworthy information deemed necessary.
- Knowing about distributing this information through online platforms such as Constant Contact, Mailchimp, etc. and should work closely with the chapter webmaster to support consistent messaging.
- Including in all communications the national branding utilizing the AGO logo.

C. Publicity Officer. The Public Publicity officer will be responsible for promoting chapter events through various media. The AGO logo should be included in all media when promoting an event. To request the logo, please contact AGO headquarters.

D. WEBMASTER: The webmaster or social media administrator is responsible for maintaining and updating a chapter's website to ensure that the following information is up to date:

- Current officer roster
- Promote upcoming programs and special events
- Review and maintain an accurate substitute list, should the chapter wish to post one.
- Upload current newsletters
- Ensure that there is a "contact us" area on the website that links to a designated volunteer assigned to answer questions.
- Include a link to the national website to become a member.

E. TECHNOLOGY DIRECTOR: The Technology Director will have charge of Chapter equipment including computers, cameras, switching devices, projectors and screens, and other equipment purchased by the Chapter. The Director will advise the Executive Committee on equipment needs and specifications, and will review and maintain Chapter owned equipment.

F. CHAPLAIN: The Chaplain shall be nominated by the Dean and appointed by the Executive Committee and shall serve a term of one (1) year, with eligibility for appointment to successive terms. The Chaplain shall perform those duties deemed appropriate to the office.

As the AGO is a non-sectarian organization unaffiliated with any specific religious tradition the appointment of a chaplain is not obligatory. The chaplain serves:

- as advisor to the Executive Committee on appropriate issues
- as an advisor to chapter members seeking support
- as leader or host of chapter events involving clergy or comprising worship events.

The chapter should not expect the chaplain to be an advocate for chapter members involved in disputes or as a spokesperson for the chapter on spiritual matters. Chaplains who are not voting members of the AGO shall not have any voting privileges on the Executive Committee.

15. EXECUTIVE COMMITTEE. The Executive Committee is comprised of all elected officers of the chapter and other duly elected members of the Executive Committee. Voting members are the Dean, Sub-Dean, Secretary, Treasurer, Registrar, Membership Director, and six Members-At-Large. The Past-Dean shall serve as an ex officio member of the Executive Committee for one year. Committee Chairs are ex officio (non-voting) members of the Executive Committee and are encouraged to enter into discussions. The Executive Committee is the representative governing body of the chapter. The Executive Committee conducts the business of the chapter when the full membership is not present. Regional and National Officers who are members of the chapter may attend chapter Executive Committee meetings with voice, but no vote, with the exception of the President of the AGO who has voice and vote in every chapter executive committee. The executive committee is not exclusive to key officers, such as the dean, sub-dean, treasurer and

secretary. The executive committee consists of all duly elected officers and members-at-large elected to serve on the chapter executive committee and all committee chairs. Six voting members of the Executive Committee shall constitute a quorum for conducting official business. Chapter Friends may not serve as officers and do not have voting rights.

16. EXECUTIVE COMMITTEE MEETINGS. The Executive Committee shall meet preceding the regularly scheduled general meetings of the chapter in the months of September and May. Meetings may also be scheduled for other times as shall be deemed necessary by the Dean, typically once each month, except June and December. The Dean shall provide no less than a fourteen-(14) day notice of any meeting of the Executive Committee. Attendance by Executive Committee members is expected at all meetings.

17. GENERAL MEETINGS OF THE CHAPTER. General meetings of the chapter shall be held in September and May. A general meeting may take place at such other time as deemed necessary, with approval of the Executive Committee. Twenty [20] percent of the members shall be necessary and sufficient to constitute a quorum for the transaction of the business of the chapter.

SECTION 5. DUES OF THE CHAPTER

The AGO National Council determines annual dues for membership in the American Guild of Organists.

SECTION 6. ELECTION PROCEDURES

1. NOMINATING COMMITTEE

The Nominating Committee shall consist of three (3) persons who are voting members of the chapter in good standing. Not more than one (1) may be members of the Executive Committee. The Dean may not be a member of the Nominating Committee. The Nominating Committee is appointed by vote of the Executive Committee upon the recommendation of the Dean, typically in February of each year. (see Section I.2.c). The Nominating Committee shall nominate one (1) or more candidates for each office and an excess of candidates for membership at-large on the Executive Committee in place of those whose terms of office are about to expire. The Nominating Committee shall present the slate to the Executive Committee at the March Executive Committee meeting. The slate of candidates shall be recorded in the minutes, published to all chapter members and announced to the general membership according to the schedule required in the National Bylaws. Additional nominations may be made by petition if each petition is signed by five (5) voting members of the chapter in good standing and submitted to the chapter Secretary within thirty (30) days of the announcement of the slate to the chapter membership. 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.

2. ELECTION AND INSTALLATION OF CHAPTER LEADERS

The annual election of chapter leaders, both Officers and members at-large of the Executive Committee, shall take place in April, with results announced by May 15 of each 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 (in the form of proxies) or at a general chapter meeting. Sufficient care must be taken to ensure that either the mailed/electronic ballot or notification of the meeting at which voting is to take place

reaches every eligible Voting Member. The ballots are to be opened and counted only in the presence of at least two chapter members in good standing including one member who is not currently serving on the Executive Committee. A plurality of votes cast shall be sufficient for election. Newly elected chapter leaders shall be installed at the May general meeting of the chapter. Terms of office begin on July 1.

3. ELECTION OF EXECUTIVE COMMITTEE MEMBERS AT-LARGE.

Each member-at-large is elected for a term of three years.

4. VACANCIES ON THE EXECUTIVE COMMITTEE

Any member of the Executive Committee may resign in writing by submitting a letter of resignation to the Executive Committee. Resignations are effective immediately upon acceptance by the Executive Committee. A vacancy on the Executive Committee including, but not limited to, resignation or death of a member, or removal of a member for failure to fulfill responsibilities may be filled through appointment by the Dean. Any chapter member appointed to fill a vacancy must meet all qualifications to hold office and will serve for the unexpired term of the person's predecessor or for the predetermined term length until the successor has been duly elected and officially installed.

5. REMOVAL FROM OFFICE. A duly elected officer or member-at-large of the Executive Committee may be removed from office due to inability or failure to fulfill responsibilities of the role only by action of the chapter Executive Committee as follows:

- a. By simple majority vote the Executive Committee will authorize the Dean or another officer to send a formal written notice to the officer or member-at-large in question, stating that action to remove the officer from the elected position is pending before the Executive Committee. In the event of such an action against the Dean of the chapter the Sub-Dean shall act as the chapter's executive officer.
- b. The Executive Committee shall request a response from the officer or member-at-large in question within two (2) weeks, or before the next meeting of the Executive Committee, whichever is later. After such time action to remove the said officer or member-at-large shall require a two-thirds majority vote of the Executive Committee.

SECTION 7. PROGRAMMING POLICY

All programs sponsored by the chapter must have the approval of the Executive Committee. The Executive Committee must also approve all calendar dates and expenses of all programs sponsored by the chapter. Any organization wishing to co-sponsor a program with the chapter shall submit a proposal to the Sub-Dean. No member of the Executive Committee or the chapter shall give confirmation of any event prior to its approval by majority vote of the Executive Committee.

SECTION 8. STANDING COMMITTEES

The Executive Committee has the power to appoint all standing committees and committee Directors. The Dean nominates committee Directors, and each committee Director appoints members of the committee, subject to ratification by the executive committee. The Dean serves as an ex officio member of all committees except for the Nominating Committee.

1. AGO PROFESSIONAL CERTIFICATION COMMITTEE

The chapter Education Coordinator serves as the Director of this Committee. This Committee is responsible for providing support to chapter members preparing for AGO certifications. Should the chapter be chosen as an AGO Examination Center, the Director is responsible for conducting AGO Certification Exams according to the guidelines provided by National Headquarters.

2. OPERATING PROCEDURES COMMITTEE

The Operating Procedures Committee is responsible for keeping the Executive Committee advised of the contents of the National Bylaws, particularly the effect of any changes upon the chapter's own Operating Procedures. This Committee advises the Executive Committee annually on necessary revisions to these 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.

3. COMPETITION COMMITTEE

The Competition Committee shall be responsible for conducting the Chapter Competition in Organ Performance. Local competitions shall be governed by the rules of the AGO Regional Competitions for Young Organists, such rules being published in THE AMERICAN ORGANIST. Chapter competitions held in alternate years shall be sponsored by the chapter and shall follow procedures conforming to the chapter's own rules as adopted by the Executive Committee.

In such competitions as are governed by national rules, refer to the most recent competition rules.

The Competition Committee shall submit to the Executive Committee the names of four (4) or more persons to serve as judges for all competitions. The Executive Committee shall approve three (3) judges by way of majority vote. Judges may not include current or former instructors or family members of any competitors.

The Competition Committee may also be asked to supervise the chapter's scholarship auditions, should the chapter choose to hold such an event. The Competition Committee may be organized for the sole purpose of such an event. Scholarship auditions would not need to be governed by the AGO Regional Competitions and would not be considered part of the AGO Regional Competition selection process.

4. YEARBOOK COMMITTEE (DIRECTORY COMMITTEE)

The Yearbook Committee shall publish the annual Chapter Yearbook (or Chapter Directory). The Yearbook shall include the names of all current chapter members in good standing with addresses and other contact information that individual members have authorized to be included. The director of the yearbook committee must obtain consent from all members for inclusion of their information in the publication. A schedule of preparation should be published for chapter members asking them to update their contact information in the AGO member database. The Yearbook shall also include official addresses and contact information for the chapter and for National Headquarters, for chapter officers and committee Directors, and for the Regional Councillor. The Yearbook shall also include the following: a schedule of chapter programs for the year; general information about the chapter including instructions on using the chapter placement and substitute organist lists; a listing of names of patrons and sponsors of the chapter and its activities; the AGO Code of Ethics and Code of Professional Standards; and any other material that the Executive Committee shall deem necessary or helpful to the membership. A chapter may choose to publish its Yearbook online. If so, the Yearbook Committee is responsible for assuring that information so published is secure and available only

to chapter members. The Yearbook Committee should ensure that all chapter members have access to the Yearbook.

5. FINANCE COMMITTEE

The Finance Committee shall consist of the Treasurer, the Dean, a member of the Executive Committee, and the Sub-Dean. The Executive Committee shall appoint the Director after nomination by the Dean.

The Finance Committee shall prepare a proposed budget for each year based upon a program year beginning on July 1. The Committee shall submit the proposed budget no later than the April meeting of the Executive Committee. A copy of the approved budget shall be sent to AGO National Headquarters. In addition to the annual budget the Committee shall recommend to the Executive Committee policies for financial responsibility relevant to future years.

After July 1 each year, a full financial statement (Income/Expense Report and Balance Sheet), shall be sent to AGO National Headquarters.

(NOTE: Chapters may require the budget to be submitted at an earlier date. The Finance Committee will need to maintain accurate membership statistics in order to project income for the upcoming year. The Finance Committee duties may be described more specifically by enumerating responsibilities for specific investment accounts or endowment funds that the chapter may hold.)

6. HOSPITALITY COMMITTEE

The Hospitality Committee shall be responsible for all social events of the chapter, making all provisions that the Dean shall deem necessary. A member of the committee or someone from the chapter shall be "on-duty" at all chapter events to welcome and recognize new members.

7. MEMBERSHIP COMMITTEE

The Membership Committee, of which the Membership Director or Registrar is Director, shall assist the Membership Director/Registrar in recruiting new members and retaining current members.

8. PROGRAM COMMITTEE

The Sub-Dean serves as the chair of the Program Committee. The Program Committee is responsible for all programming logistics in the chapter, including but not limited to recitals, concerts, lectures, networking events, virtual programming or other special presentations. This Committee shall be responsible for proposing a program calendar and budget to the Finance Committee and Executive Committee.

SECTION 9. AMENDMENTS TO OPERATING PROCEDURES

Following adoption by the Executive Committee and approval by the chapter membership, the Regional Councilor, and the national Vice President, these OPERATING PROCEDURES and any provision thereof may be amended at any time by action of the Executive Committee. A majority of votes cast shall be sufficient to amend any provision of or add to these OPERATING PROCEDURES. Any amendment or addition thereto shall be included in this document and added in numerical sequence in order of enactment, complete with the date of such enactment.

(NOTE: Amendment of policies governing chapter elections requires a vote of the chapter membership, chapter procedures being parallel to and in keeping with the rules governing

national elections in National Bylaws (Article VI, Section 1): "All Bylaws of the Guild shall be subject to alteration or repeal, or new bylaws adopted, by the affirmative vote of two-thirds of the National Council at any meeting of the National Council. If any Bylaw regulating the number of members or method of electing the National Council is adopted, amended, or repealed by the National Council, such Bylaws must be approved by vote of the Members.")

WHEREFORE, we, the undersigned members of the Executive Committee of the Central Florida Chapter of the American Guild of Organists, do hereby adopt the above and foregoing OPERATING PROCEDURES to govern the Central Florida Chapter of the American Guild of Organists, the first day and date mentioned above.

Charlene T. Cranmer, Dean

Date

Leona M. Greenlaw, Secretary

Date

Douglas B. Spike, Treasurer

Date