

**BYLAWS OF
THE LUTHERAN CHORAL ASSOCIATION OF PORTLAND, OREGON
(Replaced October 1, 2018; Revised September 12, 1993 and October 7, 2007)**

Article I – Name

Sec 1 The name of this Association shall be the Lutheran Choral Association of Portland, Oregon.

Article II – Purpose

Sec 1 To provide an ecumenical organization in which singers in the metropolitan area may join their voices in praising God.

Sec 2 To provide a choir to present a series of Fall concerts in the Portland metropolitan area and to participate with other choirs on special occasions.

Article III – Members

Sec 1 Any person may become a member of this Association by participating in its activities and will be considered a member as long as such participation continues.

Article IV - Meetings

Sec 1 Regular rehearsals of the Association will be held during the summer months to prepare for the Fall concert series and in December to prepare for an Epiphany concert. Additional rehearsals may be requested by the director.

Sec 2 An Annual Meeting of the membership of the Association shall be held in August or September of each year, at a time and place indicated by the President, for the purpose of electing officers and transacting other necessary business. Business shall be transacted by those present and voting, with a quorum as designated in Sec 4 below. The meeting may be held as part of a weekly rehearsal or during a concert warm-up period. Notification must be delivered to the membership at least seven (7) days prior to the meeting.

Sec 3 Special meetings of the Association may be called by the President or the Executive Board. Notification shall be made as described in above Sec 2.

Sec 4 Twenty (20) members of the Association shall constitute a quorum for all annual and special meetings.

Sec 5 Meetings shall be conducted and duties of officers shall be defined according to Roberts Rules of Order, Revised, except as otherwise provided herein.

Article V – Officers

Sec 1 The officers of this Association shall be: President, First Vice-President, Second Vice-President, Treasurer, Attendance Secretary, Recording Secretary, Publicity Chair, Librarian, Property Manager, and Special Events Coordinator. These officers constitute the Executive Board and shall serve one-year terms to which they may be re-elected as long as they are willing to serve.

Sec 2 The Executive Board shall act as the Board of Directors of the Corporation.

Sec 3 The Executive Board shall do everything to promote the purposes of the Association. No member of the Board shall contract any debt on behalf of the Association unless first authorized to do so by the Association or the Executive Board.

Sec 4

The President shall be responsible for the following:

1. Officiate at all meetings.
2. Arrange for concert sites.
3. Plan a board meeting in Winter or Spring. Past Presidents may attend board meetings, but not have a vote.
4. Arrange for practice facility.
5. Appoint a board member to assist the Treasurer in counting the offering at concerts.
6. Select members, one of whom is not a member of the Executive Board, for an annual audit of financial records.
7. Appoint a person(s) to gather a slate of candidates for the various offices.
8. Perform duties as may be assigned by the Executive Board.
9. Write a thank you letter to the host congregation soon after each concert.
10. With the advice and consent of the Board, appoint a director and accompanist as needed

Sec 5

The First Vice-President shall be responsible for the following:

1. Arrange riser installation and removal for concerts.
2. Attend the board meeting to prepare for the coming year.
3. Perform additional duties as may be assigned by the Executive Board.

Sec 6

The Second Vice-President shall be responsible for the following:

1. Enlist members to provide devotions at rehearsals.
2. Attend the board meeting to prepare for the coming year.
3. Perform additional duties as may be assigned by the Executive Board..

Sec 7

The Attendance Secretary shall be responsible for the following:

1. Send a post card (between May 1 and May 20) to all who were in the organization who do not have email to inform them of the first rehearsal date.
2. Prepare sign-in sheets for each rehearsal.
3. Monitor 1st through 4th rehearsals to check for returned members and new members.
4. By the fourth week of rehearsals, have a directory of active members of the Association so that it can be edited and distributed the fifth week.
5. Fill in for Corporate Secretary when needed.
6. Attend the board meeting to prepare for the coming year.
7. Perform additional duties as may be assigned by the Executive Board.

Sec 8

The Recording Secretary shall be responsible for the following:

1. Take minutes of all meetings and submit a copy to each member of the Executive Board within two weeks of the meeting.
2. Keep copies of all correspondence.
3. Attend the board meeting to prepare for the coming year.
4. Perform additional duties as may be assigned by the Executive Board.

Sec 9

The Treasurer shall be responsible for the following:

1. Receive an offering at every regular rehearsal, count and deposit it promptly in the Association's bank accounts.
2. Collect and count offerings with one (1) other board member on the night of each concert. Promptly deposit these funds in Association's bank account(s).
3. Pay all properly presented bills in a timely fashion.
4. Prepare financial reports for the Executive Board and for the annual meeting.
5. File the annual corporation report and pay the associated fee.
6. Receive and deposit all other income.
7. Keep accurate financial records.
8. Attend the board meeting to prepare for the coming year.
9. Perform additional duties as may be assigned by the Executive Board.

Sec 10

The Publicity Chair shall be responsible for the following:

1. Handle all advertising, publicity, and public relations through all available media. This shall include providing flyers, bulletin inserts, and bulletin text for area churches and churches of members.
2. Distribute call board announcements at least one month before the first rehearsal.
3. Attend the board meeting to prepare for the coming year.
4. Perform additional duties as may be assigned by the Executive Board.

Sec 11

The Librarian shall be responsible for the following:

1. Inventory music for the coming year.
2. Purchase new or replacement music.
3. Prepare music for distribution to the members.
4. Sort and file music at the end of the season.

5. Attend the board meeting to prepare for the coming year.
6. Perform additional duties as may be assigned by the Executive Board.

Sec 12 The Property Manager shall be responsible for the following:

1. Assign a music binder to members or sell one to those who choose to buy one.
2. Keep records of binders and keep physical possession of those not assigned.
3. Contact those who have not returned a binder if they borrowed one.
4. Purchase and care for equipment as needed by the Association (e.g. fans).
5. Arrange for storage and hauling of riser trailer.
6. Store the Flag of Honor given to us after the events of September 11, 2001. Provide for its display as requested by the President or Executive Board.
7. Attend the board meeting to prepare for the coming year.
8. Perform additional duties as may be assigned by the Executive Board.

Sec 13 The Special Events Coordinator shall be responsible for the following:

1. Coordinate special events, such as anniversary banquets and summer picnics.
2. Arrange for the recording of a concert, collecting orders and payments, and distributing concert CD's.
3. Arrange for a group photo at least every two years, preferably annually.
4. Attend the board meeting to prepare for the coming year.
5. Perform additional duties as may be assigned by the Executive Board.

Sec 14 The following tasks shall be performed by various members of the Executive Board or Association as determined each season by the President:

1. Prepare a copy of the concert schedule soon after it has been confirmed and create a flyer.
2. Create and distribute a concert poster with easel to each host church a few weeks before the concert. Pick up posters on the evening of the concert. Store posters and easels when not in use
3. Create and have copies made of concert programs.
4. Create and distribute directions to concerts.
5. Find host church ushers to hand out concert programs and collect the offering.
6. Locate restrooms and dressing rooms and designate a secure place for purses at each concert site.
7. Make sure the church is cleared of Lutheran Choral items after concerts.

Sec 15 In the event any of the elected officers are unable to perform their duties, the president shall appoint someone to serve until a new person is chosen by the Board.

Article VI – Elections

Sec 1 At least one month prior to the annual meeting, the President shall appoint a person(s) to prepare a slate of candidates. Additional nominations from the floor may be made.

Article VII – Dues and Assessments

Sec 1 There shall be no regular dues. An offering will be taken at every rehearsal.

Article VIII – Concert Offerings

Sec 1 An offering will be taken at all concerts.

Article IX – Organizational Restriction & Dissolution Provision

Sec 1 This corporation is organized exclusively for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

Sec 2 Notwithstanding any other provision of these Articles, the corporation shall not carry on other activities not permitted:

(a) by a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Sec 3 Upon dissolution of this corporation after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, religious, and/or scientific purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code.

Article X – Amendments

Sec 1 These Bylaws may be changed, amended, or repealed by a three-fourths (3/4's) vote of those present and voting at any meeting of the members convened for that purpose, providing that reasonable notice for calling such meeting shall have been given. This notice shall contain a statement of the proposed changes to be made in the Bylaws. This need not be the sole purpose of such meeting.