POLICY AND PROCEDURE MANUAL

OXFORD CIVIC CHORUS

POLICIES, PROCEDURES, AND BEST PRACTICES

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REVIEWING AND MODIFYING POLICIES, PROCEDURES AND BY-LAWS

Each year the Board of Directors (Board) will review the PNP manual, including the By-Laws. If changes to the By-Laws are recommended, these will be presented to the membership at the annual corporate meeting. If changes to the PNP are recommended, (adding, modifying or omitting), this will be put to a majority vote of the Board. Once such action has been taken, the Board President, Vice President and Artistic Director will date and sign the printed copy kept by the Board Secretary. The signatures are an endorsement of the changes and ensure an understanding of policies and expectations.

GOVERNING POLICIES AND PROCEDURE FOR BOARD MEMBERS

BOARD MEMBERS RESPONSIBILITIES

The Board of Directors of the Oxford Civic Chorus (OCC) is responsible and accountable for the direction and management of the Chorus. The Members of the Board work in cooperation with the Artistic Director, Accompanist, and members of the chorus, to ensure that the By-Laws and mission of the organization are followed. A Board Member should be passionate about OCC, committed to supporting OCC both in time and resources, self-motivated, fiscally literate, legally aware, and understand Board governance.

The following guidelines have been established to assist the Board Members in accomplishing the goals of the organization. While these responsibilities will not fall on all Board members at all times, any Board Member should be willing to assist with these.

Responsibilities:

The Board Member's responsibilities in Leadership and Ethical matters include but are not limited to:

1. Determining the organization's mission and purpose.
2. Supporting and evaluating the Artistic Director with the goals of the organization in mind.
3. Ensuring effective organizational planning and conducting organizational and operational duties with positive leadership, exemplified by open communication, creativity, dedication, and compassion.
4. Attending Board meetings regularly and contributing constructively by challenging ideas when necessary and voting according to one's convictions.
5. Securing adequate financial resources for the organization to fulfill OCC's mission.
6. Assisting in the development of the organization's annual budget and ensuring that proper financial controls (e.g., accounting practices, audit) are in place.
7. Defining prerequisites for potential new Board Members, orienting these new members, and periodically evaluating their performance, said duties are to be performed by the President and Nomination Committee Chair.
8. Adhering to legal and ethical standards and norms including respecting and protecting privileged information to which the attending Board Members have access in the course of official duties.
9. Regularly reviewing their own performance and composition through Board evaluations to ensure constituent representation, Board expertise, and commitment.

10. Articulating the organization's mission, accomplishments, and goals to gain support from the community and enhancing the organization's public image in order to gain support from the community.
11. Ensuring community within the organization, with the Artistic Director, and with other Board Members. While differences of opinion will likely arise, Board Members should keep disagreements impersonal. By practicing discretion and accepting decisions made on majority basis, the Board can have unity and confidence in its decisions.

The Board Member's responsibilities in Fundraising and Financial Management matters include but are not limited to:

1. Supporting the organization's fund-raising efforts through personal giving in accordance with one's means and willingness to assist in the solicitation of others.
2. Identifying and pursuing sources of contributed income (individuals, corporations, foundations, grants, etc.), and communicating these to the fundraising committee chair.
3. Participating in committees and task forces to implement fundraising projects as presented by the fundraising committee chair and voted on by the Board.
4. Assisting with budget preparation and approval, particularly as committee chairs accurately anticipating expenses.

The Board Member's responsibilities in Marketing and Performance matters include but are not limited to:

1. Assisting with other marketing functions as requested and as available.
2. Assisting with preparation for performances as requested.

The Board Member's responsibilities in Community Relations matters include but are not limited to:

1. Representing the chorus at community functions as requested.
2. Demonstrating the highest standards of personal integrity, truthfulness, honesty, and fortitude in all activities in order to inspire confidence and trust by the membership.
3. Refraining from actions and involvements that might prove embarrassing to the Chorus and resigning if such actions or involvements develop.
4. Maintaining the confidential nature of all Board deliberations until acting as spokesperson if and only if specifically authorized to do so by the Board.
5. Collaborating with and supporting other volunteers in carrying out the duties of OCC.
6. Recognizing that the Board President or his/her designee alone speaks for the Board.

The Board Member's responsibilities in Planning matters include but are not limited to:

1. Preparing for, regularly attending, and actively participating in Board meetings and committee assignments.
2. Approving the chorus' music, concerts, themes and programs as presented by the Artistic Director.

The Board Member's responsibilities in Staffing matters include but are not limited to:

1. Helping to appoint and support the Artistic Director.
2. Monitoring and evaluating the Artistic Director's performance, taking corrective action as necessary.
3. The President of the Board will prepare an annual written performance appraisal for the Artistic Director with input from all Board Members and it will be presented to the Artistic Director by the President.
4. Reviewing and approving all policies, practices and procedures, ensuring that they comply with state and federal employment laws and regulations as well as organizational By-Laws and Mission.

THE DISTINCT ROLES OF BOARD OF DIRECTORS VS. THE ARTISTIC DIRECTOR

Oxford Civic Chorus' Board of Directors has specific duties that are distinct from those of the Artistic Director. Members of the Board have fiduciary responsibilities and are required to act within their authority, primarily for the organization's benefit including amending By-Laws, approving the annual budget, developing long-term strategic plans, and ensuring its own succession. Board Members do not have power or authority individually. The Board often establishes committees to accomplish its activities. Board Members should remember to not interfere with the Artistic Director and Accompanist, or act beyond the member's committee charge and must remain accountable to the Board as a whole.

UNIQUE ROLE OF SINGING BOARD MEMBERS

Board Members who are also singers hold a unique role. They are part of the governing Board at the Board meetings but are choir members at rehearsals. The Board President is the only Board Member to speak at rehearsals on behalf of the Board. Board Members will at times need to address the choir for various reasons, but this needs to be approved by the Artistic Director and the Board President. Singing Board Members should be model choir members. They should never correct or challenge the Artistic Director, but are to be on time, quiet during rehearsal, positive in all comments, help with set up and take down when available, reach out to members and make OCC a safe, welcoming and professional environment. Because rehearsals can get noisy and distracting, it may be easy to forget these expectations. Contrary behavior should be brought to the attention of the Board President who may address any issues privately.

REGULAR BOARD OF DIRECTORS MEETINGS

The Board of Directors will meet monthly. Time and dates of the meetings for the next year will be established at the annual Board of Directors meeting during summer break based on the needs and availability of the Board Members. The meeting schedule may be changed by the Board as necessary throughout the year. Choir members are welcome to attend any Board meeting other than executive sessions but only as an observer unless otherwise approved and included on the agenda. If a member would like the Board to take up an issue, he/she may submit a written request to the Board President at least one week before the meeting. Members are asked to notify the Board Secretary if planning to attend. Planning meetings and Board retreats will be scheduled for the summer months. Notification of changes will be made in compliance with the By-Laws of this organization.

ANNUAL PLANNING RETREAT

The President of the Board is to schedule an annual planning retreat each summer prior to the fall season to discuss and finalize the year ahead. This retreat may also include Board training and welcoming new Board Members. Board Members may submit topics or agenda items for this meeting; however, this is not a Board meeting but rather a planning/training retreat. All Board Members are encouraged to attend.

CONFIDENTIALITY

Board Members of the Oxford Civic Chorus may not disclose, divulge, or make accessible confidential information belonging to or obtained through their affiliation with OCC to any person, including relatives, friends and business and professional associates, other than to persons who have a legitimate need for such information and to whom OCC has authorized disclosure. Employees and Board Members shall use confidential information solely for the purpose of performing services for OCC. This policy is not intended to prevent disclosure when required by law.

At the end of a Board Member's term in office or upon the termination or resignation of a contracted employee, he or she shall return, all documents, papers, and other materials, regardless of medium, that may contain or be derived from confidential information in his or her possession.

CONFLICT OF INTEREST

The purpose of the following policy and procedures is to complement Oxford Civic Chorus's By-Laws to prevent the personal interest of employees, Board Members, and volunteers from interfering with the performance of their duties to OCC, or result in personal financial, professional, or political gain on the part of such persons at the expense of OCC or its Members, supporters, and other stakeholders.

DEFINITIONS

Conflict of Interest: A conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust. Persons in a position of trust include all paid employees, officers, and Board members of Oxford Civic Chorus.

Board: The Board of Directors.

Officer: An officer of the Board of Directors.

Volunteer: A person other than a Board Member who does not receive compensation for services and expertise provided to and retains a significant independent decision-making authority to commit resources of the organization.

Employee: A person who receives paid compensation for services.

Supporter: Corporations, foundations, individuals, 501 (c) (3) nonprofits, and other nonprofit organizations who contribute to OCC.

POLICY

No member of the Oxford Civic Chorus Board of Directors or staff shall participate in any discussion or vote on any matter in which he or she or a member of his or her immediate family has potential conflict of interest due to having material economic involvement regarding the matter being discussed. When such a situation presents itself, the staff member or Board Member must announce his or her potential conflict, disqualify himself or herself, and be excused from the meeting until discussion is over on the matter

involved. The President is expected to make inquiry if such conflict appears to exist and the Board or staff member has not made it known.

PROCEDURE

1. Full disclosure, by notice in writing, shall be made by the involved parties to the full Board of Directors in all conflicts of interest, including but not limited to the following:

    A. A Board Member is related to another Board Member or staff member by blood, marriage or domestic partnership.

    B. A Board or staff member in a supervisory capacity is related to another staff member whom she/he supervises.

    C. A Board Member or their organization stands to benefit from an OCC transaction or staff member of such organization receives payment from OCC for any subcontract, goods, or services other than as part of her/his regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the By-Laws and Board policy.

    D. A Board Member's organization receives grant funding from OCC.

    E. A Board Member or employee is a member of the governing body of a contributor to OCC.

    F. A volunteer working on behalf of OCC who meets any of the situations or criteria listed above.

2. Following full disclosure of a possible conflict of interest or any condition listed above, the Board of Directors shall determine whether a conflict of interest exists and, if so, the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect OCC's best interests. Both votes shall be by a majority vote without counting the vote of any interested Board Member, even if the disinterested Board Members are less than a quorum provided that at least one consenting Board Member is disinterested.

3. A Board Member or committee member who is formally considering employment with OCC must take a temporary leave of absence until the position is filled. Such a leave will be taken within the Board Member's elected term which will not be extended because of the leave. A Board Member or Committee member who is formally considering employment with OCC must submit a written request for a temporary leave of absence to the Secretary of the Board, indicating the time period of the leave. The Secretary of OCC will inform the President of the Board of such a request. The President will bring the request to the Board for action. The request and any action taken shall be reflected in the official minutes of the Board meeting.

4. An interested Board Member, officer, or staff member shall not participate in any discussion or debate of the Board of Directors, or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present Board or committee member.

5. Anyone in a position to make decisions about spending OCC's resources (i.e., transactions such as purchases, contracts), who also stands to benefit from that decision, has a duty to disclose that

conflict as soon as it arises (or becomes apparent); he/she should not participate in any final decisions.

6. A copy of this policy shall be given to all Board Members, staff members, volunteers or other key stakeholders upon commencement of such person's relationship with OCC or at the official adoption of stated policy. Each Board Member, officer, staff member, and volunteer shall sign and date the policy at the beginning of her/his term of service or employment and each year thereafter. Failure to sign does not nullify the policy.

BOARD MEMBER NOMINATION PROCESS

The duty of the Nominating Committee is to find the best candidate for each vacancy on the Board. The Nominating Committee, with the input of the Board, will identify the needs of OCC and seek out Board leaders who can bring the expertise, dedication, and external leadership that is needed presently and in the future. All Board Members are expected to nominate qualified applicants to the nomination committee.

The nominating committee will review eligibility of applicants for each position, accept nominations, and recruit qualified applicants. The Board recruitment process requires both vetting a candidate and cultivating the interest of a potential Board Member until he/she is ready to accept an invitation to become an ambassador and advocate for the OCC. All applications will be submitted online and uploaded by the Nomination Chair to OCC's Google Drive.

An invitation to join the Board is extended only by the Nominating Committee Chair or Board President. A member of the committee will be designated to contact each candidate to inquire if he or she is willing to have his/her name be placed on the ballot which will be presented to the Board and to the membership for a vote.

RESOLVING BOARD MEMBER CONFLICTS

A healthy Board disagrees on issues at times; however, healthy discussions may become conflicts. If time is exhausted at the Board meeting and the conflict is not resolved, an outside meeting with a mediator, such as the Board President, should be scheduled to seek resolution. Ultimately, the collective body makes decisions. When members of the Board leave the boardroom, any disagreement should remain private. Disagreements must never become public. If an agreement cannot be reached and behavior becomes disruptive, the Board President may ask the member to take some time off or resign. Other Officers should be consulted and support the President's decision prior to taking such action.

PROPER RESIGNATION FROM THE BOARD

Board Members are not to vacate a position unless there is a replacement. If this is unavoidable, the Board Member should talk to the Board President in person as soon as possible and no more than a month before a replacement will be needed. That conversation will include efforts to work through the reasons for the resignation to see if it can be avoided. If one simply cannot complete the term, the Board Member will complete all assigned tasks or pass them to the President for reassignment. A letter of resignation should be written to the Board President including an explanation of why he/she is leaving. This document is to be filed with the minutes of the upcoming Board meeting. The resigning Board Member should be prepared to explain the reasons for his/her resignation at the last attended Board meeting and refrain from telling others until the Artistic Director and all Board Members have been made aware. If

expenses are incurred by OCC due to a Board Member's resignation, the resigning member may be responsible to reimburse OCC.

REPORTING A NEGLIGENCE OR IMPROPRIETY OF A BOARD MEMBER

At any time if a Board Member sees another Board Member behaving in a manner in conflict with the legal obligations of a 501(c)(3) or are in violation of the By-Laws, he/she will make documentation of the offense and submit it to the Board President. If the President is the person under question, the Vice President should be informed. In either case, the President (or Vice President if the person in question is the President) and another officer will have a meeting with the person in question to discuss the potentially liable conduct. If the person is able to correct his/her behavior, it will be noted as such and no further action will be taken. If the person in question is unwilling or unable to comply, actions will be taken to remove him/her from the Board as laid out in the By-Laws. All members are responsible to protect the OCC organization and are expected to initiate this process for any apparent negligent behavior. Board Members are also expected to bring forth any impropriety that may negatively affect the organization.

BOARD EVALUATION

Each year the Board will complete a self-evaluation administered by the chairman of the nominating committee. The purpose is to provide direction to the Board President and stay on top of any issues that need to be addressed.

LEGAL RIGHTS OF MEMBERS OF THE CORPORATION AND ANNUAL CORPORATE MEETINGS

Authority to make important operational decisions is granted to the Board. However, the organization and its Board of Directors are accountable to the members and are required to act in their best interests. At the Board's request, the OCC membership will vote to determine the annual membership dues. In order to be a voting member of the OCC, one must be a current paying member. OCC By-Laws require an annual meeting so that members can attend and perform their governance responsibilities. The annual meeting provides a venue for OCC members to learn about the current finances, strategic planning, annual goals and to vote on important matters. This meeting will be run in accordance to the OCC by-laws by the Board President or other appointed Board Officer. These meetings will generally follow parliamentary procedure, must have a quorum, and the Board Secretary will take minutes. The Board may call other corporate meetings as necessary. Each member holds one vote.

COMMITTEE CHARGES

Members' contribution to the success of the organization goes beyond singing. While not required, all members are encouraged to be involved at the committee level.

Members will elect officers and Board Members at the annual meeting presented by the nominating committee. Any member may nominate either himself or others to serve on the Board, but it is up to the nominating committee as to who will be put forth for a vote.

Choir members do not share in the responsibilities outlined as belonging to the Board, although the Board may solicit member input on various issues. Members are encouraged to regularly share ideas with Board Members.

SOCIAL COMMITTEE: The Social Committee will foster community by providing snacks and friendly faces and an end-of-semester event. This committee may also help facilitate other informal gatherings.

FINANCE COMMITTEE: The Finance Committee will help set the budget by working with committees, particularly the fundraising committee, to plan for expenses and implement budgets, and compile these into a comprehensive OCC annual budget. The Finance Committee will prepare for an annual audit, keep all financial records up to date, and work very closely with the Planning and Development committees to establish long range financial objectives. The chair will give monthly reports at Board meetings and keep profit loss statements. Only the Treasurer and President will have access to financial accounts.

PLANNING COMMITTEE: The planning committee will assist in planning all performance events, will facilitate strategic planning and create the annual calendar, and will create the "our story timeline" by considering all planned/proposed events and evaluating where we need more points of contact with the community.

NOMINATING COMMITTEE: The nominating committee will solicit and receive Board Member nominations, collect applications for all nominations to be kept in a working file, work to understand the current needs of the Board and present qualified applicants to meet these needs, direct the election of Board Members and officers, and foster diversity in the Board membership. The Nominating Chair may be asked to assist with a Board evaluation process. This person will also work with the President to ensure that each Board Member is properly trained/equipped for his/her role.

FUNDRAISING COMMITTEE: The Fundraising Committee will establish annual fundraising targets, develop a schedule coordinated with Planning Committee and Publicity Committee and send it to the Board for approval, recommend to the Board short and long-term fundraising strategies, monitor achievement of fundraising targets, prepare and present analysis, and recommend attention or action by the Board, suggest ways for the Board and OCC members to participate in fundraising activities.

PUBLICITY/MARKETING COMMITTEE: The Publicity/Marketing Committee will establish the marketing needs and strategy of OCC and present these to the Board, implement this strategy and maintain a public presence, organize the social media strategy, work to maintain the website, and be responsible for a regular emailing. This should be shared with the Board and approved by the Artistic Director before being distributed.

HARMONICS/ COMMUNITY LIAISON: The Harmonics/Community Liaison will link OCC with the Lafayette-Oxford - University community. This person will also oversee the OCC Harmonics, a group which supports OCC in various ways and helps build and maintain important relationships within the community. The Community Liaison will work in conjunction with marketing and fundraising to market and publicize the OCC.

FUNDRAISING, GIFTS AND DONATIONS

FUNDRAISER MONIES DISTRIBUTION:

Fundraising campaigns can be undertaken for a variety of purposes, which may include: assisting in purchasing concert attire, marketing expenses, off-setting concert expenses, etc. All unrestricted funds not needed for a specific campaign will be added to the OCC general fund. OCC will not refund donors for their gifts to the Chorus.

ORGANIZATION ENDORSED EVENTS:

All fundraising projects conducted in the name of the Oxford Civic Chorus must be submitted to the Board of Directors for approval through the Fundraising Committee Chorus. Members may submit fundraising proposals to the Fundraising Committee in writing. All fundraisers must be approved before any work can be done to publicize the campaign or raise any money.
In order to be approved by the Board of Directors, fundraising projects must:

1. Result in charitable contributions, as defined by the Internal Revenue Service Code and the state of Mississippi.
2. Not result in the violation of any law or regulation (state or federal).
3. Not expose the organization to litigation or other liabilities, including reputation risk.
4. Not result in OCC losing its status as an IRS 501(c)(3) not-for-profit organization.
5. Not violate OCC's corporate charter, mission or vision.
6. Not be too difficult or too expensive to administer in relation to their expected income.
7. Not affect OCC's tax burden.
8. Not exceed OCC's fundraising budget.

NON-ENDORSED EVENTS:

Individuals or groups who conduct a non-sponsored fundraising project may donate proceeds to the Oxford Civic Chorus in accordance with the Gift Acceptance Policy.

GIFT ACCEPTANCE POLICY

OCC solicits and accepts gifts for purposes that will help the organization further and fulfill its mission. OCC urges all prospective donors to seek the assistance of personal legal and financial advisors in matters relating to their gifts, including the resulting tax and estate planning consequences. The Treasurer shall work with any legal or tax professionals when needed regarding any and all gifts made to OCC. Any and all gifts made to OCC are to be used for the benefit of the organization and are the property of OCC and not any individual member of OCC. The following policies and guidelines govern acceptance of gifts made to OCC for the benefit of any of its operations, programs or services.

Use of Legal Counsel—OCC will seek the advice of legal counsel in matters relating to acceptance of gifts when appropriate. Review by counsel is recommended for:

A. Gifts of securities that are subject to restrictions or buy-sell agreements.
B. Documents naming OCC as trustee or requiring OCC to act in any fiduciary capacity.

C. Gifts requiring OCC to assume financial or other obligations.
D. Transactions with potential conflicts of interest.
E. Gifts of property which may be subject to environmental or other regulatory restrictions.

Restrictions on Gifts—OCC will not accept gifts that (a) would result in OCC violating its corporate By-Laws, (b) would result in OCC losing its status as an IRC § 501(c)(3) not-for-profit organization, (c) are too difficult or too expensive to administer in relation to their value, (d) would result in any unacceptable consequences for OCC, or (e) are for purposes outside OCC's mission. Decisions on the restrictive nature of a gift, and its acceptance or refusal, shall be made by the Board of Directors.

Gifts Generally Accepted Without Review:

- Cash. Cash gifts are acceptable in any form, including by check, money order, credit card, or on-line. Donors wishing to make a gift by credit card must provide the card type (e.g., Visa, MasterCard, American Express), card number, expiration date, and name of the card holder as it appears on the credit card.
- Marketable Securities. Marketable securities may be transferred electronically to an account maintained at one or more brokerage firms or delivered physically with the transferor's endorsement or signed stock power (with appropriate signature guarantees) attached. All marketable securities will be sold promptly upon receipt unless otherwise directed by OCC's Board of Directors. In some cases marketable securities may be restricted, for example, by applicable securities laws or the terms of the proposed gift; in such instances the decision whether to accept the restricted securities shall be made by the Board of Directors.
- Bequests and Beneficiary Designations under Revocable Trusts, Life Insurance Policies, Commercial Annuities and Retirement Plans. Donors are encouraged to make bequests to OCC under their wills, and to name OCC as the beneficiary under trusts, life insurance policies, commercial annuities and retirement plans.
- Charitable Remainder Trusts. OCC will accept designation as a remainder beneficiary of charitable remainder trusts.
- Charitable Lead Trusts. OCC will accept designation as an income beneficiary of charitable lead trusts.

Gifts Accepted Subject to Prior Review—Certain forms of gifts or donated properties may be subject to review prior to acceptance. Examples of gifts subject to prior review include, but are not limited to:

- Tangible Personal Property. The Board of Directors shall review and determine whether to accept any gifts of tangible personal property in light of the following considerations: Does the property further the organization's mission? Is the property marketable? Are there any unacceptable restrictions imposed on the property? Are there any carrying costs for the property for which the organization may be responsible? Is the title/provenance of the property clear?
- Life Insurance. OCC will accept gifts of life insurance where OCC is named as both beneficiary and irrevocable owner of the insurance policy. The donor must agree to pay, before due, any future premium payments owing on the policy.
- Real Estate. All gifts of real estate are subject to review by the Board of Directors. Prior to acceptance of any gift of real estate other than a personal residence, OCC shall require an initial environmental review by a qualified environmental firm. In the event that the initial review

reveals a potential problem, the organization may retain a qualified environmental firm to conduct an environmental audit. Criteria for acceptance of gifts of real estate include: Is the property useful for the organization's purposes? Is the property readily marketable? Are there covenants, conditions, restrictions, reservations, easements, encumbrances or other limitations associated with the property? Are there carrying costs (including insurance, property taxes, mortgages, notes, or the like) or maintenance expenses associated with the property? Does the environmental review or audit reflect that the property is damaged or otherwise requires remediation?

Personal Property (In-Kind Gifts)

1. "In-kind gifts" refers to the donation of goods and services.

2. Acceptable items include, but are not limited to, the following:
   a. Office equipment, furniture, and supplies.
   b. Computer equipment and supplies.
   c. Decorations.
   d. Food.
   d. Gift certificates, new products, or other items suitable for use as prizes or auction items.

3. All donors making in-kind gifts are asked to complete an in-kind donation form so donations are correctly recorded and acknowledged. See Appendix for the In-Kind Donation form.

4. OCC reserves the right to decline any in-kind gifts when the quantity is insufficient for equitable distribution.

5. Property that requires additional insurance, special facilities, or security to properly safeguard it may not be accepted without prior approval of the Board of Directors.

6. Gift credit

a. Donors of in-kind gifts are not credited a specific dollar amount unless an appraisal of the gift from a qualified third party accompanies the gift or the gift is new and accompanied by a copy of the purchase receipt. For recording purposes, gifts without an appraisal or receipt copy are valued at $0.01.

7. All in-kind gifts are acknowledged in writing with a thank you letter describing the gift given.

8. The following language is included in the receipt provided for the donation of in-kind gifts with an estimated value greater than $5,000:

a. Your gift may require you to complete IRS Form 8283 together with an appraisal of the donated property. Please consult your tax advisor.

b. The deduction you receive from this gift may be limited to the lower of the cost or the market value of the goods donated. Please consult your tax advisor.

9. Gifts of Service

a. Professional service Gifts of professional services (e.g., legal, musical performance, graphic design, accounting, catering, etc.)

DONOR RECOGNITION:

All monetary donations and gifts in kind will be acknowledged with a thank-you note from the Board of Directors within one month of the donation. At the beginning of each fiscal year the Treasurer, Secretary, and Fundraising Chair will agree upon a process for tracking and communicating donations received. This may be via email, a shared document, or other means convenient to the individuals in these roles.

FINANCIAL RECORD KEEPING

The role of the Treasurer, per OCC By-Laws: The Treasurer shall keep a complete and correct record and an exact showing at all times of the financial condition of OCC. He/she shall be the legal custodian of all monies, notes, and other valuables that may from time to time come into the possession of OCC. He/she shall deposit all funds of OCC coming into his/her hands in some reliable bank or other depository to be designated by the Board of Directors, shall keep such bank account in the name of OCC, shall furnish at the meetings of the Board of Directors, or whenever needed, a statement of the financial condition of OCC, and shall perform such other duties as the By-Laws may require or the Board of Directors may prescribe. All checks must be signed by the Treasurer or President. The Treasurer shall serve *ex officio* as chair of the Budget Committee.

Filings:

- Secretary of State: See Financial section for details on SOS filings
- Employee Tax filing: See Financial section for details on annual filings
- IRS: See Financial section for details on 990n filings

For these filings, the Treasurer will need the Employee Identification Number and DUNS number.

FINANCIAL PROCEDURES

The OCC, according to its By-Laws, is to conduct an annual audit. External audits are strongly encouraged but may be conducted every other year. Internal audits are to be conducted annually.

Bonding: The Treasurer and President will both be bonded.

BANKING INFORMATION

The Treasurer and President will be the signatories on the bank account. Any check for an amount greater than $1,000 will require the signatures of both the Treasurer and the President.
Accounts are held at First National Bank, Oxford. See Appendix for current account information.

RECORDKEEPING

Financial records are currently kept in QuickBooks by the Treasurer. (See Appendix for current account information). This is a subscription service, with a monthly fee being charged directly to the bank account. It enables a wide variety of reporting and easy audit access. Most financial records will be kept for 7 years. Physical copies need not be maintained if electronic copies are saved in a secure and accessible location with appropriate backup. Annual statements and IRS filings will be maintained indefinitely. General ledgers, invoices, bank statements, deposit receipts, check registers, donation acknowledgements, grant applications, and contracts will be securely destroyed (e.g. shredded) after 7

years. Debit card and other purchase receipts and cash receipts will be securely destroyed after 3 years. If there are past years for which annual statements are not available, more detailed records may be kept indefinitely in their stead. See Appendix for retention guidelines for documents not listed here.

RECEIPT OF FUNDS

Checks should be stamped (for deposit only to…) immediately upon receipt. Copies should be made of all checks before deposit. Whenever possible, they will be scanned and an electronic copy will be attached to the deposit record in QuickBooks.

PAYMENTS

Invoices presented for budgeted and anticipated expenses will be paid as due. The Treasurer will confirm any unrecognized expenses with the appropriate committee chair or Board officer before making payment. Any expenditures falling significantly outside the annual budget should be brought before the Board of Directors for approval before expenses are incurred.

DEBIT CARD

Debit cards will be held by the President and Treasurer. These may be used by other Board Members for designated expenses, such as copying and printing charges, office supplies, etc. Receipts for all purchases made with the card should be forwarded to the Treasurer. Whenever possible, they will be scanned and an electronic copy will be attached to the expense record in QuickBooks. If a Board Member makes an unapproved charge to the organization, he/she will be responsible to reimburse the organization.

REIMBURSEMENT

While direct payment from the organization is preferred for record-keeping purposes, individuals may on some occasions make expenditures on behalf of the organization. Appropriate expenses will be reimbursed upon submission of a detailed receipt. Only those expenses approved by the Board will be reimbursed.

The Treasurer will avoid making purchases requiring personal reimbursement due to the possibilities of impropriety. If a budgeted expenditure is necessary, the Treasurer will seek approval by the Board President, who will review all receipts.

LEGAL COMPLIANCE

SECRETARY OF STATE FILING (Find more information on the SOS website.)

Each year the Board Treasurer is responsible to register the OCC with the Mississippi Secretary of State. The following is needed to file a renewal online:

1. The charity's Employer Identification Number (EIN) or registration number.
2. A current list of the organization's officers and directors, including contact information - at least two (2) of the officers' addresses must be different from the charity's address.
3. Signatures of two (2) officers - the President (or other authorized officer) and the Treasurer. The same person cannot sign the registration form twice. A signature request will have to be sent electronically. Therefore, an email address for the signers will be required.

4. Copy of the IRS 990.
5. A reviewed financial statement will be needed if the charity received more than $250,000 but less than $500,000 in contributions (government grants are excluded from this calculation) *Or,*
6. An audited financial statement will be needed if:
7. The charity received more than $500,000 in contributions (government grants are
    a. excluded from this calculation); or,
    b. The charity's fundraising functions are not performed solely by persons who are unpaid for such services.
8. Current copies of contracts with fundraising professionals (fundraising counsels and/or professional fundraisers).
9. An Affidavit of Solicitation: if the charity files a renewal after the registration has expired, the charity will have to complete the Affidavit of Solicitation section on the registration form. The President (or other authorized officer) and Treasurer must also sign the Affidavit of Solicitation.
10. A $50 filing fee payable with credit card or E-check.

The SOS also requires the following:

Once the Corporation is formed, it is required to keep records of several matters, including but not limited to appropriate accounting records, the minutes of all meetings of OCC's members and Board of Directors, and a list of members. For a full list of records which are required to be maintained by OCC, see Section 79-11-283 of the Mississippi Code. The Mississippi Code may be accessed free of charge by visiting the Secretary of State's website at http://www.sos.state.ms.us/ed_pubs/mscode/.

If OCC plans on soliciting contributions from the public through any means, including the Internet, it may be required to register with the Secretary of State's Office prior to beginning its solicitation efforts. This registration is separate and in addition to any required filings with the Secretary of State's Business Services Division. Please consult a private attorney or contact the Secretary of State's Securities and Charities Enforcement Division at (601) 359-1350 for more information regarding whether the Corporation must register with the Secretary of State.

ANNUAL TAX FILING

OCC is considered a small tax-exempt organization whose annual gross receipts are normally $50,000 or less. OCC satisfies its annual reporting requirement by electronically submitting Form 990-N due every year by the 15th day of the 5th month after the close of your tax year. An *e-Postcard* cannot be filed until after the tax year ends.

Completing the e-Postcard requires the eight items listed below:

1. Employer identification number (EIN), also known as a Taxpayer Identification Number (TIN).
2. Tax year
3. Legal name and mailing address
4. Any other names the organization uses
5. Name and address of a principal officer
6. Web site address if the organization has one

7. Confirmation that the organization's annual gross receipts are $50,000 or less
8. If applicable, a statement that the organization has terminated or is terminating

OCC Treasurer will also file a 1099 in January of each year for any paid contractor (Artistic Director, Accompanist, Interns, etc). OCC has used the service Efile in the past. For more information visit the IRS Website: https://www.irs.gov/charities-non-profits/annual-electronic-filing-requirement-for-small-exempt-organizations-form-990-n-e-postcard

LEGAL OBLIGATIONS AND LIABILITY OF A NON-PROFIT BOARD

A non-profit Board has three main functions:

1. To fulfill the mission and vision of the organization.
2. To provide fiscal oversight and management.
3. To support the Artistic Director, with financial oversight being most important.

The Board acts as a trustee of the organization's assets and ensures that the nonprofit is well managed and remains fiscally sound. In doing so, the Board must exercise proper oversight of the organization's operations and maintain the legal and ethical accountability of its contracted employees and volunteers. The main legal responsibilities of a nonprofit Board are often summarized in the "three Ds":

- Duty of care: Board Members are expected to actively participate in organizational planning and decision-making and to make sound and informed judgments.
- Duty of loyalty: When acting on behalf of the organization, Board Members must put the interests of the nonprofit before any personal or professional concerns and avoid potential conflicts of interest.
- Duty of obedience: Board Members must ensure that the organization complies with all applicable federal, state, and local laws and regulations, and that it remains committed to its established mission.

In addition to its legal responsibilities, the Board acts in a fiduciary role by maintaining oversight of the nonprofit's finances. Board Members must evaluate financial policies, approve annual budgets, and review periodic financial reports to ensure that the organization has the necessary resources to carry out its mission and remains accountable to its donors and the general public. The Board must also ensure compliance with federal and state regulations.

Liability usually falls into three categories:

- Corporate liability: Each nonprofit corporation is incorporated in a particular state, according to that state's corporate law. Board Members are responsible to make sure the corporation follows state law and that it follows its By-Laws. If the corporation is an employer, the Board Members have a fiduciary responsibility to ensure that employment taxes and related things are properly handled.

- Federal liability: Fiduciary liability carries over into the federal arena. In addition to fiduciary issues, the IRS also holds the Board accountable for operating under the regulations and limitations of Section 501(c) of the Internal Revenue Code. The Board is responsible for

ensuring OCC's programs are (and continue to be) operated for exclusively tax-exempt purposes. While there are no fines associated with falling short of the mark, the Board does not want to be responsible for causing the organization to lose its tax-exempt status. Board Members are also directly responsible for setting appropriate compensation arrangements. The IRS can and will hold individual Board Members personally liable if they find what they consider excessive compensation. Under Intermediate Sanctions, these penalties can be substantial.

- General liability: This involves issues such as gross negligence. Board Members can be held liable for preventable accidents they did not take steps to prevent or eliminate.

COPYRIGHT COMPLIANCE

DEFINITION OF COPYRIGHT

Copyright is a form of intellectual property granting the creator (author) of an original work exclusive rights for a certain period of time. An "original work" is something fixed in a tangible medium of expression that exists in some physical form (e.g., photograph, artistic rendering, printed prose, musical composition, recording, etc.). It is important to respect the right of copyright owners and seek permission when copying music, especially because illegal copying deprives composers the chance to earn income from their creative works, deprives publishers the opportunity to recoup the investment made in the production of printed editions, and prevents publishers from monitoring the use and popularity of certain editions.

INDICATION OF COPYRIGHT NOTICE

A copyright notice indicates that a work is under copyright protection and contains:

- the word "copyright"
- the copyright symbol, ©
- the date of publication
- the name of the author or the owner of all the copyright rights in the published work

DEFINITION OF PUBLIC DOMAIN

Some works once under copyright protection may now exist in the "public domain." Works arrive in the public domain through one of four ways:

- Expiration of copyright
- Failure to renew copyright
- Lack of required copyright notice
- Dedication (i.e., the copyright owner deliberately places a work in public domain)

Generally, works in public domain are free to use, but not ALL publicly accessible works are necessarily considered in public domain. It is sometimes necessary to contact the Copyright Office to determine if a

work is in public domain (U.S. Copyright Office; 101 Independence Avenue, S. E.; Washington, DC 20559-6000; 202-707-3000).

BASIC COPYRIGHT INFRINGEMENTS

If a song or music is under copyright, the following actions are NOT allowed:

- making copies of the song's words (lyrics)
- making copies of the sheet music or lead sheet (photocopy or hand-written)
- arranging the song (without the author's or copyright holder's permission)
- projecting words/music
- passing on an arrangement of the song (this includes recordings)

Permission to do any of these must be secured by the author or copyright holder.

COPIED MUSIC IN A CHORAL LIBRARY

OCC will purchase or acquire usage rights for EVERY copy of music possessed and conduct regular audits of the choral library to ensure this policy is upheld. OCC will maintain records of copyright permissions (i.e., permission letters, invoices/receipts for copyright fees, contracts, etc.)

DIRECTOR AND ACCOMPANIST ROLES AND EXPECTATIONS

ARTISTIC DIRECTOR RESPONSIBILITIES

Overview:

The Artistic Director of the Oxford Civic Chorus is responsible for leadership, artistic vision, and musical development of the chorus. He or she will work in close consultation with the Board of Directors and will be involved in all aspects of chorus operations.

The Artistic Director's responsibilities include but are not limited to:

Programming

1. Selecting a theme and music for each season. Repertoire for the fall and spring seasons will be submitted to the Board by the end of the fiscal year following the spring season, or before June 30th to ensure adequate time for planning of the upcoming season.
2. Choosing a diverse repertoire.
3. Selecting music that challenges and inspires performers.
4. Selecting music that attracts audiences.
5. Selecting music for special events and overseeing selection for chamber ensemble performances.
6. The writing of program notes for concerts when appropriate.

Musical Leadership

1. Preparing and directing rehearsals and performances.
2. Attending at least 90% of rehearsals, providing adequate notice for absence, and securing a substitute.
3. Maintaining good interpersonal skills and positive atmosphere in rehearsals and encouraging singers.
4. Being dedicated to artistic achievement by OCC members.

5. Working with singers of varying levels of musical training.
6. Being available to chorus members for music-related issues.
7. Demonstrating musicianship in interpretation and adaptations of pieces.
8. Leading efficient rehearsals.
9. Maintaining a good working relationship with the accompanist.
10. Selecting and securing soloists and instrumentalists for concerts.
11. Rehearsing soloists and instrumentalists in preparation for concerts.
12. Auditioning prospective members of the chorus and overseeing auditions for the chamber ensemble.
13. Conducting (or supervising an intern who will conduct) rehearsals and performances of the chamber ensemble.
14. Evaluating singer readiness, if there is a question of their preparation, and determines eligibility for participation in performances.
15. Appointing and communicating with sectional leaders as appropriate.
16. Emailing weekly schedule to members prior to rehearsal.

Board

1. Serving as an advisory "ex officio" member of the Board of Directors.
2. Maintaining communication with the Board President and the Board of Directors.

Operations

1. Collaborating with Board/planning committee in planning and executing special projects.
2. Selecting the most appropriate venue for performances.
3. Staging performances.
4. Investigating cost-effective resources for music and instrumentalists.
5. Following and staying within the annual budget.

Public Relations

1. Acting as a spokesperson for the organization, including public appearances, fundraising events, and solicitations as his/her schedule allows.
2. Fostering relationships with other cultural organizations, including joint activities where appropriate.
3. Cultivating a strong working relationship with musicians and music educators in the community.

Professionalism

1. Maintaining professionalism at all OCC activities and in all OCC communications.
2. Dressing professionally for rehearsals.
3. Participating in musical and professional organizations locally and nationally.

The Artistic Director shall receive an annual written performance appraisal given by the Board President in consultation with the Board of Directors. This appraisal will be based on the Artistic Director's job description and occur before distribution of any bonuses or renewal of contract.

ACCOMPANIST RESPONSIBILITIES

Overview:
The Accompanist provides keyboard accompaniment for the chorus and supports the Artistic Director.

Musical Responsibilities:

1. Prepares for all rehearsals and performances.
2. Accompanies weekly rehearsals and performances.
3. Provides adequate notice in case of absences and helps the Artistic Director find a substitute.
4. Exhibits musicality and flexibility in the interpretation of pieces and any changes made to arrangements.
5. Rehearses with soloists and instrumentalists in preparation for performances.
6. Works with the Artistic Director to plan and implement seasonal concerts and community events.
7. Complies with all copyright laws and informs the Board of any compliance issues.

Professionalism

1. Maintains professionalism in all OCC activities and communication.
2. Is punctual to rehearsals and concerts.
3. Maintains good interpersonal skills in rehearsals.
4. Maintains good working relationship with Artistic Director.
5. Participates in community events that promote a positive image for OCC.
6. Uses appropriate lines of communication to discuss concerns.

Board

1. Serves as an "ex officio" member of the Board of Directors at the discretion of the Artistic Director and attends monthly Board meetings.
2. Communicates effectively with members of the Board of Directors.

NON-DISCRIMINATION POLICY

The Oxford Civic Chorus does not discriminate against individuals (staff, Board Members, or participants) on the basis of race, color, age, sex, gender identity, sexual orientation, national or ethnic origin, ancestry, citizenship, religion, religious affiliation, creed, physical or mental disability, medical condition, marital status, veteran status, or any other protected status under the law. Members are responsible to communicate any special needs to the Membership Secretary and may be asked to submit any specific requests in writing.

PROGRESSIVE DISCIPLINE POLICY AND PROCEDURE

Policy:
OCC, at its sole discretion, may amend or modify this policy. OCC is an at-will organization and may, at its sole discretion, terminate employment and compensation with or without cause. Neither the policies

and procedures of OCC, nor any other document, shall be construed as a contract of employment unless it is explicitly stated to be by the Board of Directors.

Exceptional Disciplinary Process:
There are times when an employee's behavior is so problematic it warrants immediate dismissal. These may include, but are not limited to: sexual misconduct, theft or embezzlement, or criminal convictions.

Normal Disciplinary Process
Step 1: Oral Warning

After informal efforts to correct the issue, the contracted employee is made aware of a performance problem in a conversation with the Board President. The President will tell the employee that he/she has entered the disciplinary process and that this is step one. The discussion should define the problem, lay out steps the employee can take to rectify it, and set a target date for resolution. The Board President will document the discussion, including the specifics listed above, and place it in the employee's personnel file, kept by the Board Secretary.

Step 2: Written Warning
If the problem identified in step 1 is not corrected by the scheduled date, the President will proceed to step 2, a written warning. This is a memo which describes the problem, the expected improvement, the time frame for improvement, and notes that failure to improve performance may lead to further disciplinary action, up to and including termination. The document is signed by the Board President and one Board Member prior to presenting it to the employee for signature. If the employee chooses not to sign, the President notes on the memo that it was presented and the employee chose not to sign it. This memo will be placed in the employee's personnel file.

Step 3: Probation
If the problem is not corrected by the date scheduled in the previous step, the President will place the employee on probation. The employee will be given a second memo identifying the problem, the expected improvement, and a target date for resolution of the problem. The memo should state that if the employee does not make the necessary improvements by date indicted, the employee will be terminated. This memo requires the signature of the Board President and one other Board Member prior to presenting it to the employee. Probation is at least one month.

Step 4: Termination
If the above efforts fail to resolve the problem, the employee will be terminated. The Board President or designee will meet with the employee to present their decision. The employee's final check will be given to him/her at the time of the meeting. All OCC property will be collected from the employee at this meeting. Property of OCC unavailable at the time of discharge shall be returned to OCC within 24 hours of the discharge.

Time Frames
The time between each step may vary. The President should set a reasonable time frame designed to fit he problem yet move the issue toward a resolution. The President is responsible for follow-up and to work

with the employee to resolve the problem or complete the discipline problem. The Board of Directors will also monitor the process but will not participate unless directed to do so by the Board President.

Removal from Progressive Discipline
When the employee successfully resolves the issue, he or she is taken off the Progressive Discipline Program. The President will write a memo acknowledging the improvement and stating the employee is being removed from the Progressive Discipline Program. This memo is signed by the Board President and one other Board Member prior to presenting it to the employee. The employee is given the opportunity to sign it before it is placed in his/her personnel file. If the employee chooses not to sign, the supervisor notes that on the memo and places the memo in the personnel file.

If the issue reoccurs after the employee has been taken off of the disciplinary process, he or she can be placed back on Progressive Discipline at any step, up to and including termination.

PERSONNEL GRIEVANCE POLICY

Our grievance procedure policy explains how employees can voice their complaints in a constructive way. The President of the Oxford Civic Chorus Board should know everything that annoys employees or hinders their work, so they can resolve it as quickly as possible. Employees should be able to follow a fair grievance procedure to be heard and avoid conflicts.

The Board encourages employees to communicate their grievances. That way we can foster a supportive and pleasant workplace for everyone.

Scope
This policy refers to everyone in the company regardless of position or status.

Policy elements.
Grievance definition.
We define grievance as any complaint, problem or concern of an employee regarding their workplace, job or coworker relationships.

Employees can file grievances for any of the following reasons:

- Workplace harassment.
- Health and safety.
- Other individual's behavior.
- Adverse changes in employment conditions.

This list in not exhaustive. However, employees should try to resolve less important issues informally before they resort to a formal grievance.

Employees who file grievances can:

- Reach out to the Board President.
- File a grievance form explaining the situation in detail.

- Refuse to attend formal meetings on their own.
- Appeal on any formal decision.

Employees who face allegation have the right to:

- Receive a copy of the allegations against them.
- Respond to the allegations.
- Appeal on any formal decision.

The Oxford Civic Chorus Board is obliged to:

- Have a formal grievance procedure in place.
- Communicate the procedure.
- Investigate all grievances promptly.
- Treat all employees who file grievances equally.
- Preserve confidentiality at any stage of the process.
- Resolve all grievances when possible.
- Respect its no-retaliation policy when employees file grievances with the company or external agencies (e.g. equal employment opportunity committee).

Procedures
Employees are encouraged to talk to each other to resolve their problems. When this isn't possible, employees should know how to file a grievance:

1. Communicate informally with the Board President. The President will try to resolve the problem. When employees want to complain about the President, they should first try to discuss the matter and resolve it between them. In that case, they're advised to request an informal meeting. The President should try to resolve any grievance as quickly as possible. When they're unable to do so, they should refer to the Board and cooperate with all other procedures.
2. If the grievance relates to the President's behavior that can bring disciplinary action (e.g. sexual harassment or violence), employees should refer directly to the Board of the Oxford Civic Chorus.
3. Accommodate the procedure outlined below.

The Board should follow the procedure below:

1. Ask employee to fill out a grievance form.
2. Talk with the employee to ensure the matter is understood completely.
3. Provide the employee who faces allegations with a copy of the grievance.
4. Organize mediation procedures (e.g. arranging a formal meeting).
5. Investigate the matter or ask the help of an investigator when needed.
6. Keep employees informed throughout the process.
7. Communicate the formal decision to all employees involved.
8. Take actions to ensure the formal decision is adhered to.
9. Deal with appeals by gathering more information and investigating further.
10. Keep accurate records and ensure a copy of all is kept in employee's personnel file.

This procedure may vary according to the nature of a grievance. For example, if an employee is found guilty of racial discrimination, the company will begin disciplinary procedures.

BOARD MEETINGS

Meeting protocol and Robert's Rules of Order

The definition of protocol is "an official procedure or system of rules that govern affairs of states or diplomatic occasions." To more narrowly define Board meeting protocol, look to the powers of the Board of Directors. Board Members are the workhorses of the organization.

The meeting chair follows a facilitation protocol including:

- Only one person speaks at a time.
- The speaker must be recognized before speaking.
- All comments are made through the chair.
- Comments are confined to the current issue.
- Discussion should alternate between pro and con arguments.
- Not allowing lengthy papers to be read during the meeting.
- No cross conversations.
- No verbal attacks of other members.
- All rules must be respected and obeyed.

ROBERT'S RULES OF ORDER, or parliamentary law, helps boards maintain order by providing an approved method of conducting meetings in a democratic, orderly, and expeditious manner. Orderly meetings effectively uphold the organization's objectives according to the By-Laws and protect the rights of the organization's members. Each rule is affected by, and in turn, affects all other rules. Robert's Rules contains a comprehensive set of rules that addresses virtually every potential meeting issue.

GUIDING PRINCIPLE: *There must be a careful balance of the rights of the organization, the rights of subgroups, and the rights of individual members.*

Ten Basic Rules of Parliamentary Procedures

1. Rights of organization supersede rights of individual members.
2. All members are equal and their rights are equal (attend meetings, make motions, speak in debate, nominate, vote, hold office).
3. A quorum must be present to do business (as indicated/determined by by-laws).
4. The majority rules.
5. Silence is consent (individual members who do not vote still agree w/majority decision by remaining silent).
6. Two-thirds vote (necessary whenever limiting or revoking rights of members or changing a decision).
7. *One* question at a time, *One* speaker at a time.
8. Debatable motions receive full debate (debate can only be suspended by two-thirds vote).
9. Once a question is decided, it is out of order to bring up same motion or one essentially like it at same meeting.
10. Personal remarks in debate are always out of order.

Six Steps to Every Motion

1. Members raises hand, is recognized, and makes a motion: states motion in the affirmative: *"I move that…"* (not *"I make a motion that…"*)

2. Another member seconds the motion. (*committee recommendations need no second but are subject to discussion.)*
3. Presiding officer restates the motion.
4. Members debate the motion.
5. Presiding officer puts the question to a vote. (i.e., "calls for the question" of aye's or no's).
6. Presiding officer announces the result of the voting. (*"Ayes have it, motion carries" or "No's have it, motion lost"*).

POINT OF ORDER

When a member notices a violation of a rule, the rule can be called out without waiting for the chair to recognize the member that questions it. In such a situation, the member calls out, "Point of Order." The chair listens to the complaint and makes a ruling on whether there is a violation. If the member disagrees with the chair's ruling, the member may appeal the decision of the chair.

APPEALING POINT OF ORDER

The member states, "I appeal the decision of the chair." The chair explains the reason for the ruling. Each member has the opportunity to debate one time. The chair gives a closing statement and a vote is taken on whether the decision of the chair should be sustained. Only a majority of the negative may overturn the ruling of the chair.

SUSPENDING THE RULES

Sometimes boards need to perform a task that is specifically prohibited in the By-Laws. There is a workaround for such a circumstance called "suspending the rules." The group can move to "suspend the rule that prohibits…" in order to complete a specific task.

QUORUM

The quorum is the minimum number of members who must be present to conduct business and pass motions. The number of acceptable voting members that constitutes a quorum is specified in the organization's By-Laws. Meetings can be held when a quorum is not present, but official business cannot be transacted.

TYPES OF MOTIONS AND HOW TO WRITE EFFECTIVE MOTIONS

Four Basic types of Motions:

1. Main Motions: A main motion is an item that you want to introduce to the membership to consider and vote on. You cannot introduce a main motion when any other motion is on the floor. Main motions yield to privileged, subsidiary, and incidental motions.

2. Subsidiary Motions: The purpose of a subsidiary motion is to change or affect how a main motion is handled. The membership votes on the subsidiary motion before they vote on the main motion. Example: A main motion to take a specific action is filed and seconded. Another member moves to refer the action to a committee (subsidiary motion) and it is seconded. The members vote on the subsidiary motion first.

3. Privileged Motions: The purpose of a privileged motion is to bring up items that are urgent about special or important matters that are unrelated to pending business. Example: A privileged motion is to delay a motion until after a recess. The chair addresses this motion before the main motion.

4. Incidental Motions : The purpose of an incidental motion is to question or clarify the procedure relative to other motions. Incidental motions must be considered before the motion that it questions. Robert's Rules lists incidental motions that cover almost any issue that surfaces. Example: A member files a broad or vague motion and another member seconds it. Another member files a motion to table the main motion and requests additional information. The incidental motion is seconded. The chair addresses the incidental motion before the main motion.

WRITING A CLEAR, CONCISE BOARD MOTION

Any motion should be clearly and concisely worded. Think through a motion carefully and determine exactly what it is to accomplish. Include details and support it. Anticipate questions and objections and answer them in the motion. Address any legal concerns in your summary. If there is a fiscal component, include how the action will be funded.

Main motions that require funding may require two main motions—one to pass the action and one to fund it. Review the motion to see if it asks for a clear action to be taken. State a timeframe when applicable. Rely on the chair and fellow Board Members for assistance.

One of the negatives in writing vague, unclear motions is that the motion will be subjected to being amended many times. Moreover, one risks losing the substance of the original intent. Motions that are specific, concise, and unique keep the meeting moving fluidly. By understanding the type of motion one is making, taking time to think it through, and addressing potential objections, one can write a clear motion that will help members make an informed vote.

HELPFUL TIPS FOR WRITING A BOARD MEETING MOTION:

- Be specific, unique and concise.
- Understand the different motion types.
- Address potential objections.
- Rely on your Board chair and Board Members for assistance.

MODIFYING MOTIONS

- *Before* Chair states motion, maker of motion can propose modification.
- *After* Chair states motion, maker can request unanimous consent to modify motion.
- Subsidiary motion to amend.
- Refer main motion to committee.
- Substitute motion.

AMENDING MOTIONS

- Inserting words/phrases (*"I move to insert the phrase…at the end of the motion"*)

- Striking words/phrases (*"I move to strike the word…"*)
- Striking and inserting words/phrases (*"I move to strike the word…and insert the word…*")

OTHER ITEMS OF NOTE
Know who is a voting and non-voting member.
Chair (President) *can* break a tie vote (or the vote is lost if majority does not rule).
The Chair can vote in ballot or roll call votes.

ROLE OF MINUTES

Meeting minutes serve as an official and legal record of the meeting of the Board of Directors and also serve the purposes of tracking progress, detailing future plans, and serving as a reference point. Meeting minutes should reflect a record of motions, votes, and abstentions.

Minutes should include:

- Date of the meeting
- Time the meeting was called to order
- Names of the meeting participants and absentees
- Corrections and amendments to previous meeting minutes
- Additions to the current agenda
- Whether a quorum is present
- Motions adopted or rejected
- Voting-that there was a motion and second, and the outcome of the vote
- Actions taken or agreed to be taken
- Next steps
- Items to be held over
- New business
- Open discussion or public participation
- Next meeting date and time
- Time of adjournment

Each agenda item should include a short statement of each action taken by the Board along with a brief explanation of the rationale for their decision. If there are extensive arguments, a succinct summary of the major arguments will suffice.

Discussions are to be recorded objectively, avoiding inflammatory remarks and personal observations. (Avoid adjectives and adverbs whenever possible.) Language is to be clear, unambiguous, and complete.

In a legal arena, meeting minutes are presumed to be correct and can be used as legal evidence of the facts they report. Board discussions are to be accurately documented to reflect the actions and intentions of the Board of Directors. Since Boards carry legal liability, information should be basic and language simple to avoid any legal complications that place the organization at a disadvantage in any legal proceedings. Use names only when recording motions and seconds.

After the meeting, a formal record should be created and submitted to the Board for corrections as soon as possible while information is still fresh.

Meeting handouts and documents that were referred to during the meeting to the final copy may be submitted with the minutes rather than summarizing the contents in the minutes.

Once your meeting minutes are fully written, they are made official by having the Board Secretary sign them. All Board Members are expected to review the minutes and submit any amendments in email form to the Board Secretary prior to the following Board meeting. Further discussion needed may take place at the following meeting when minutes will be voted on as official.

Minutes are available for the membership to view. Copies are to be kept in a notebook in addition to digitally uploaded into the OCC Google Docs for easy reference.

The Board must approve the minutes before sharing in print or online. Members of the corporation may have access to the minutes which are available at each rehearsal in a minute notebook, which is kept by the Board Secretary. Additionally, the Board President may inform the membership of motions as appropriate.

Helpful Tips for Taking Board Meeting Minutes

- Use a template
- Check off attendees as they arrive
- Do introductions or circulate an attendance list
- Record motions, actions, and decisions as they occur
- Ask for clarification as necessary
- Write clear, brief notes-not full sentences or verbatim wording
- Maintain the same verb tense

Common Mistakes in Taking Board Meeting Minutes

- Failure to document a quorum
- Ambiguous description of Board actions
- Including information that could harm the Board in a legal sense
- Lengthy delays in providing minutes after a meeting
- Delays in approving minutes from past meetings-missing mistakes
- Failing to file and manage documents
- Failing to get documents signed so they serve as an official and legal record.
- Amending the minutes

ANNUAL MEMBERSHIP MEETING

Per the By-Laws, at least once per calendar year, the Corporation membership shall meet to renew membership, elect new Board Members, hear reports from the Board concerning Corporation status, and review plans for future performance and activities. A written or printed call to meeting, stating the place, day and hour of the meeting and the purpose for which said meeting is called, shall be delivered, mailed,

or transmitted electronically by the Membership Secretary of the Corporation, or by the officer or persons calling the meeting, to each member of record, at such email address as appears upon the records of the Corporation, at least seven (7) days before the date of the proposed meeting. A call to meeting delivered in person shall constitute a waiver of these notice specifications. Each member of the Corporation shall have the right at all meetings to one (1) vote. Each Board Member shall have the right at all meetings to one (1) vote. A quorum is required for a membership meeting and shall consist of twenty-five percent (25%) of the currently active membership. A majority of such a quorum may decide any question that may come before the meeting. In the absence of a quorum at any meeting, the members or Board members present may adjourn to a subsequent time.

REVIEW OF POLICIES, PROCEDURES AND BY-LAWS

The Policies, Procedures and By-Laws of the Oxford Civic Chorus shall be reviewed for accuracy and relevancy annually. Review shall be done by the Board Officers, Artistic Director and any other Board appointed designee.
Documentation of this review shall be inserted into the footer of each record. *"reviewed on _____ by OCC ____"*

Additions to the body of work (Policies & Procedures or By-Laws) or revisions to current documents shall be presented to the Board of Directors for review, discussion, and approval at the first scheduled meeting after formulation/revision of the work.

MEMBER INFORMATION

AUDITION PROCESS

New Oxford Civic Chorus singers are selected by audition with the Director at the beginning of each semester (August and January).

1. Prior choral experience is desirable, but by no means a requirement.
2. Nothing needs to be prepared for the audition.
3. The Artistic Director will lead the person auditioning through different vocalizations to determine the person's ability to match pitch and produce a desirable tone.
4. After the director has established that the person auditioning can match pitch and has a desirable tone, the director will place that person in the appropriate section.

Selected singers become members of OCC upon registration which includes payment of dues and submission of signed membership agreement.

MEMBERSHIP AGREEMENT

Each paying member must read, sign, and adhere to the membership agreement. For specifics of this agreement see Appendix.

ATTENDANCE

To ensure the quality and consistency of OCC performances, regular attendance at rehearsals is expected. Section leaders will be designated for each section (Soprano, Alto, Tenor, Bass) and take attendance weekly and will be coordinated by the Membership Secretary. If a member is not able to attend a

rehearsal, he/she is expected to notify his/her section leader prior to rehearsal. If two rehearsals are missed, a courtesy call or email will be made to the singer to check status. If the singer is not interested in continuing his/her participation, his/her name will be removed from the roster. The singer is responsible to promptly return music to the OCC Librarian.

Attendance at dress rehearsal is MANDATORY. Any singer not attending dress rehearsal will not be allowed to participate in the concert unless arrangements have been made with/approved by the Artistic Director prior to dress rehearsal.

SCHOLARSHIP FUND

Funds are available each semester to help members who are unable to pay dues as a result of financial limitations. The Membership Secretary will handle all requests for assistance. The Scholarship Fund may also be used to assist members in purchasing concert attire. Members may be asked to complete a written request for assistance offering a brief explanation of the members' circumstances. The Board will determine available funds each budgeting cycle. Additional fundraising efforts may be made to increase available funds. The Board may refuse to extend Scholarship Fund benefits to a member if deemed inappropriate. Recipients of the Scholarship Funds will remain anonymous unless needed to be known by Board Members.

DUES

Dues are collected at the beginning of each semester in conjunction with the Membership Agreement. The Board is responsible to decide if dues need to be raised due to increases in expenditures to meet budget needs and may present any proposed membership increase to the membership for a vote.

CONDUCT

In order to protect the interests of the group as a whole, all Oxford Civic Chorus participants are expected to exhibit responsible behavior during rehearsals, performances, and on all other occasions when representing OCC. Failure to act appropriately may result in removal of the offender from the premises and/or the Chorus. Removal will be addressed by the Artistic Director, other staff, Board Member(s) or law enforcement officials, as deemed necessary by the gravity of the individual situation. See Membership Removal/Policy.

Inappropriate behavior may include, but are not limited to:

- Theft or inappropriate removal or possession of OCC property.
- Participation while under the influence of alcohol or illegal drugs.
- Boisterous, disruptive or disrespectful behavior.
- Sexual or other unlawful or unwelcome harassment.
- Excessive absenteeism.
- Non-compliance to requests of the Artistic Director.

PERSONAL APPEARANCE AND HYGIENE

In order to promote optimal morale of the OCC as well as the image that the Chorus presents, standards for professional presentation have been established and all OCC participants are expected to comply.

Participants who repeatedly fail to comply with these guidelines will be requested to resign from the Chorus.

The following standards are mandatory for all OCC participants:

1. A clean and tasteful appearance is to be maintained during rehearsals, performances, and while representing OCC for any reason.
2. Offensive body odor and/or poor personal hygiene are not acceptable.
3. Scented toiletries (i.e., perfume, cologne, aftershave lotion, body lotion, etc.) are not to be worn during performances. Moderate use of these toiletries is acceptable for other gatherings.
4. Members will be informed of concert attire prior to each performance and will not be allowed to perform unless dressed accordingly.

SINGER REQUIREMENTS

To ensure the quality and consistency of OCC performances, singers are expected to be able to demonstrate a competent level of familiarity with the repertoire. When musical problems come to the attention of the Artistic Director, he/she will ask a member of that section (or section leader) to mentor the singer in rehearsals. After four weeks, the Artistic Director may ask the singer to demonstrate his/her progress in a private meeting. All musical problems will be addressed at the discretion of the Artistic Director or his/her designee and will be handled in a confidential manner.

SECTIONAL LEADERS

Section leaders shall serve as model choir members who have advanced musical skill and are able to encourage other members. They are available to do the following: answer questions to those in their section, sit beside and help a struggling member, communicate to the Artistic Director needs of the section, head sectional rehearsals if requested, take attendance of their section, and contact absent members, make gentle corrections, as needed, and work to help members feel supported in their musical endeavors. They must be able to attend rehearsals regularly and work under the direction of the Artistic Director.

MUSIC CARE

The music used by the OCC is the property of the organization or in some instances has been borrowed. Members may submit a request to the Librarian to purchase music. This is up to the discretion of the Board. Members are to use only pencil to make markings unless music has been purchased by the member. Each semester the music will be returned upon completion of the concert unless otherwise stated. Each member is responsible to remove any personal items from his/her music folder such as tissues or candy wrappers. If music is severely damaged or lost, the member is responsible to report this to the OCC Librarian and reimburse the organization for the cost of the music. All music is to be returned at the end of each semester or upon withdrawal of a member.

CONFLICT RESOLUTION FOR MEMBERS

If a member has a conflict with another member that is not discriminatory in nature, he/she should first speak to that member or ask the Artistic Director to address the concern to the membership (i.e., too much talking, distracting cell phone use, etc.). If a member demonstrates any behavior that is deemed as sexual misconduct or bullying/discriminatory in nature, the offended party is to bring this to the attention of

Artistic Director and/or the Board President as soon as possible. A follow-up meeting will be held with the Board President and appropriate measures will be directed by the Board and presented to the offended party. Then the offender will be approached. Sexual misconduct or discrimination/bullying will not be tolerated. If a member disagrees with a decision made by the Artistic Director or the Board, he/she may make a written appeal and may be asked to attend a Board meeting for further discussion.

MEMBER DISMISSAL

If a member exhibits negative behavior the director and a member of the Board of Directors will have a meeting with that member to discuss the member's behavior, and provide a warning. If the member's behavior does not change the director will remove that individual from the group. The director also holds the right to dismiss someone without a warning if the offense is deemed severe enough. If a member is dismissed from the choir, their dues will not be returned.

PERFORMANCE INVITATIONS

OCC welcomes opportunities to perform at community events. Because the size of the full chorus limits many performance possibilities, the Chamber Ensemble, or a smaller group of Chorus members, may be substituted for the full chorus for some of these invitations. Approval by the Board of Directors and Artistic Director is required for every invitation.

In order for OCC to accept an invitation to perform, the following information from the person/group extending the invitation must be submitted in writing to the Board of Directors or the Artistic Director:

1. Date, time and place of requested performance.
2. Contact information from the person making the invitation.

The following factors will be used to determine feasibility and appropriateness of accepting the invitation:

1. Lead time for planning/schedule.
2. Relevance of participation to mission of the Chorus.
3. Number of chorus members needed.
4. Location of venue (suitable for size of group singing, expected size of audience, etc.)
5. Number/location of proposed rehearsal(s), if necessary.
6. Music requested (who provides, who chooses, etc.).
7. If the Accompanist is needed.
8. If piano/instruments needed (if so, who is responsible for moving, tuning, etc.).
9. If risers needed (if so, who is responsible for renting/borrowing, moving, set-up/takedown, returning, etc.).
10. Time of arrival of performers.
11. Is an Honorarium offered.

APPENDIX A: KEY GOVERNING DOCUMENTS

MISSION STATEMENT:

Inspiring Singers, Enriching Community, Expanding Musical Horizons.

BY-LAWS:

The Oxford Civic Chorus ("Corporation") is a 501(c)(3) nonprofit organization incorporated in the State of Mississippi.

ARTICLE I

1. NAME

   The name of this Corporation shall be Oxford Civic Chorus, Inc.

2. LOCATION

   The post office address of its principal officers is to be determined each year by the Board of Directors.

3. MEMBERSHIP

   Persons shall be considered members of and have voting rights in the Corporation only after paying their dues and submitting a completed membership form.

ARTICLE II

1. FISCAL YEAR

   The fiscal year of the Corporation shall end on the 30th day of June each year.

ARTICLE III
Meetings

1. BOARD MEETINGS

   The Officers of the Board of Directors shall meet as necessary to conduct the business of the Corporation, at a time and place designated in the call to meeting.

2. ANNUAL BOARD OF DIRECTORS MEETING

   Although all Board Members are invited and encouraged to attend all Board meetings, at least once per calendar year, as soon after June 30th as possible, the entire Board of Directors shall meet to initiate the year's programs and planning. All currently serving Board Members are expected to attend Annual Board of Directors Meetings.

3. ANNUAL CORPORATION MEMBERSHIP MEETINGS

   At least once per calendar year, the Corporation Membership shall meet in order to renew membership, elect new Board Members, hear reports from the Board concerning Corporation status and review plans for future performance and activities.

4. NOTICE OF MEETINGS

   A written or printed call to meeting, stating the place, day and hour of the meeting and the

purpose for which said meeting is called, shall be delivered, mailed or transmitted electronically by the Membership Secretary of the Corporation, or by the officer or persons calling the meeting, to each member of record, at such address as appears upon the records of the Corporation, at least seven (7) days before the date of the proposed meeting. A call to meeting delivered in person shall constitute a waiver of these notice specifications.

5. VOTING AT MEETINGS

A. Voting Rights. Each member of the Corporation shall have the right at all meetings to one (1) vote. Each Director of the Corporation shall have the right at all meetings of the Board of Directors to one (1) vote.

B. Quorum. A quorum shall consist of twenty-five percent (25%) of the currently active membership or majority of the Board of Directors, as the case may be. A majority of such quorum shall decide any question that may come before the meeting. In the absence of a quorum at any meeting, the members or Directors present may adjourn to a subsequent time.

ARTICLE IV

1. ELECTION AND QUALIFICATION

The Board of Directors of the Corporation shall consist of a minimum of nine (9) members and a maximum of fifteen (15), and shall comprise the eight (8) corporate officers hereinafter designated; an additional number of Directors who hold no other office in the Corporation; the Music Director, who shall serve ex-officio as a non-voting member of the Board; and the Accompanist, who shall at the discretion of the Music Director serve ex-officio as a non-voting member of the Board. Directors and Officers shall be elected by a majority of the Corporation members present at the annual meeting. The elected Directors shall be divided into two classes to provide for the expiration of the term of one half of the elected Directors annually. Directors shall be elected for a term not to exceed two years and commencing immediately after their election, and shall continue to hold office until their successors are elected and qualified; Directors may be re-elected to subsequent terms. Vacancies that occur at the end of a Director's first year of office shall be filled by election by the membership of the Corporation at its annual meeting.

2. SELECTION OF THE MUSIC DIRECTOR

On or before July 1st of each year, the Board of Directors shall select and designate a Music Director who shall have the responsibility, under the general direction of the Board, for all of the musical activities of the Corporation for the coming season. The Music Director shall submit all proposed programs to the Board for its approval as to programmatic and financial feasibility. The Music Director shall select an Accompanist to present for Board approval. The Music Director and Accompanist shall be contract employees for the Oxford Civic Chorus.

3. VACANCIES

Any vacancy occurring in the Board of Directors because of death, resignation, increase in the number of Directors, or otherwise, shall be filled following a majority decision of the remaining members of the Board of Directors until the next annual meeting. If there are but two remaining Directors, and they cannot agree, then the President shall fill the vacancy.

4. QUORUM

A majority of the whole Board of Directors shall be necessary to constitute a quorum for the transaction of any business, except the filling of vacancies; and an act of a majority of the Directors present shall be the act of the Directors, unless the act of a greater number is required by law. A lesser number than a quorum may adjourn to a subsequent time.

5. SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by the President, or in his absence, by the Vice-President, or at the request of three members of the Board of Directors.

6. MANAGEMENT OF CORPORATION

The Board of Directors shall have power to conduct, manage and control all of the business and affairs of the Corporation, and to make such rules and regulations as they may from time to time deem necessary, not inconsistent with the laws of the State of Mississippi or these By-Laws.

7. MISCELLANEOUS

In addition to the powers and authorities herein above or by statute expressly conferred, the Board of Directors is hereby authorized to exercise all such powers and to do all such acts and things as may be exercised or done by a corporation organized and existing under the provision of the laws of the State of Mississippi relating to corporations not for profit.

ARTICLE V
Officers

1. ELECTION

Officers of the Corporation shall be a President, a Vice-President, a Board Secretary, a Membership Secretary, a Treasurer, a Publicist, a Librarian, and a Historian. Directors and Officers shall be elected by a majority of the Corporation members present at the annual meeting. The elected Officers shall be divided into two classes to provide for the expiration of the term of one half of the elected Officers annually. Officers shall be elected for a term not to exceed two years commencing immediately after their election, and shall continue to hold office until their successors are elected and qualified; Officers may be re-elected to subsequent terms. Any two or more offices may be held by the same person, except for the offices of President and Board Secretary. In the event of the death or resignation of the President, the officers shall succeed to that office in the following order: Vice-President, Board Secretary, Treasurer, Membership Secretary, Publicist, Librarian, and Historian. In the event of the absence of the President at any meeting of the membership or the Board of Directors, the next succeeding officer in the order aforesaid shall preside at such meeting and perform all the duties of the President thereat.[32] If the annual

meeting of the members or Directors is not held at the time designated in the By-Laws, such failure shall not cause any defect in the corporate existence of Corporation, but the officers for the time being shall hold office until their successors are chosen and qualified.

2. VACANCIES

Whenever any vacancies shall occur in any office by death, resignation, increase in the number of officers of the Corporation, or otherwise, the same shall be filled by the Board of Directors, and the officer so elected shall hold office until his successor is chosen and qualified.

ARTICLE VI
Duties of Officers

1. PRESIDENT

The President shall preside at all meetings of the Directors, and discharge all of the other duties that ordinarily devolve upon a president. The President shall appoint the advisory committees of the Board, with a Board Member as chairman of each, and any other committees as he or she may deem advisable to serve during his/her term of office. He or she shall execute all contracts, mortgages, promissory notes and other instruments of writing on behalf of the Corporation that have been duly authorized by the Board of Directors, and shall perform such duties as the By-Laws provide or the Board of Directors may prescribe.

2. VICE-PRESIDENT

The Vice-President shall perform the duties incumbent upon the President during the absence or disability of such President, and shall perform such other duties as the By-Laws may require or the Board of Directors may prescribe.

3. BOARD SECRETARY

The Board Secretary shall attend all meetings of the membership and the Board of Directors and shall keep or cause to be kept in a book provided for the purpose and by electronic means a complete record of the proceedings of such meetings. He or she shall perform such other duties as the By-Laws may require or the Board of Directors may prescribe. If the Board Secretary is absent from any meeting, the President shall appoint a Secretary for such meeting.

4. TREASURER

The Treasurer shall keep a complete and correct record, and an exact showing at all times of the financial condition of the Corporation. He or she shall be the legal custodian of all monies, notes and other valuables that may from time to time come into the possession of the Corporation. He or she shall deposit all funds of the Corporation coming into his/her hands in some reliable bank or other depository to be designated by the Board of Directors and shall keep such bank account in the name of the Corporation and shall furnish at the meetings of the Board of Directors or whenever needed a statement of the financial condition of the Corporation and shall perform such other duties as the By-Laws may require or the Board of Directors may prescribe. All checks must be signed by the Treasurer. The Treasurer shall serve ex officio as chair of the Budget Committee.

5. MEMBERSHIP SECRETARY

The Membership Secretary shall be responsible for keeping accurate records of all former and current members of the Corporation. He or she shall attend to the giving and serving of all notices of the Corporation and shall perform such other duties as the By-Laws may require or the Board of Directors may prescribe.

6. PUBLICIST

The Publicist shall have the responsibility of seeing that proper publicity is given to the Corporation and its activities. The Publicist shall serve ex officio as chair of the Publicity Committee.

7. LIBRARIAN

The Librarian shall be in charge of the care, custody and distribution of the music of the Corporation, and shall perform such other duties as the By-Laws may require or the Board of Directors prescribes.

8. HISTORIAN

The Historian shall keep an accurate and complete record of publicity, programs, photographs and other items of general interest to the Corporation.

9. DELEGATION OF AUTHORITY

In case of the absence of any officer of the Corporation, or any other reason that the Board of Directors may deem fit, the Board of Directors may delegate the powers or duties of such officer to any other officer or person, provided a majority of the Board of Directors concurs therein.

ARTICLE VII

REMOVAL OF OFFICERS, MEMBERS, AND DIRECTORS

The officers and members of the Corporation shall hold office subject to removal by the Board of Directors at any time. The Directors of the Corporation shall hold office subject to removal at any time by a majority of the members at any meeting called for that purpose at which a quorum is present.

ARTICLE VIII
Committees

1. COMMITTEE STRUCTURE

The Board may create advisory committees, designed to facilitate the duties of Board officers and Corporation interests. These committees are designated as Planning, Fundraising, Nominating and Budget, as well as committees designed for specific, limited tasks. Depending on need, the Board may designate these committees to act as either standing or ad-hoc committees, and the status of currently active committees may be changed at the discretion of the Board. All committees will be chaired by a Board Member appointed by the President, and committee members will be actively recruited from the Corporation membership and the community. Ex officio, the Treasurer will

serve as chair of the Budget Committee. Committee members will be approved by the Board, and will be called to a term not to extend more than one year without re-confirmation by the Board.

2. PLANNING COMMITTEE

   The general duties of the Planning Committee shall be: in consultation with the Music Director, develop and recommend to the Board an annual plan of activities; review requests and recommendations for elements of planning; recommend task forces and special projects, and goals to be achieved by each; perform other duties as may be assigned by the Board or the Board President.

3. FUNDRAISING COMMITTEE

   The general duties of the Fundraising Committee shall be: establish annual fundraising targets, develop schedule coordinated with Planning Committee, and submit to Board for approval; recommend to the Board short and long-term fundraising strategies; monitor achievement of fundraising targets, prepare and present analyses, and recommend attention or action by the Board; suggest ways for Board and Corporation members to participate in fundraising activities; perform other duties as may be assigned by the Board or the Board President.

4. BUDGET COMMITTEE

   Under the guidance of the Corporation Treasurer serving as chair, the general duties of the Budget Committee shall be: recommend an annual budget to the Board; allocate and monitor spending; report, as requested, to the Board on the Corporation's financial status; facilitate an annual audit, whether internal or independent; perform other duties as may be assigned by the Board or the Board President.

5. PUBLICITY and MARKETING COMMITTEE

   Under the guidance of the Corporation Publicist as chair, the general duties of the Publicity and Marketing Committee shall be: plan and implement marketing strategies for soliciting new Board Members, singers, and new-member applications for each semester; advertise for each performance; maintain active relationships with all local media outlets and supply them with content about OCC; manage the OCC website and social media; perform other duties as may be assigned by the Board or the Board President.

6. NOMINATING COMMITTEE

   The Nominating Committee shall comprise at least one member of the Board who is not an Officer, and at least two members of the Corporation at large. The general duties of the Nominating Committee shall be: direct the nomination and election of the Corporation's governing Board and Officers; foster diversity in Board membership and representation in programs and committees; perform other duties as may be assigned by the Board or the Board President.

7. PROJECT COMMITTEES, TASK FORCES AND FRIENDS COMMITTEE

A. Project Committees and Task Forces: To accomplish planned activities not generally falling under the duties of an existing committee, the Board may as needed establish project committees and/or task forces. Such special committees will form under the direction of at least one Board Member, and will exist only as long as their assigned task requires.

B. Friends Committee: To assist with activities of the organization for which members of the Corporation may be unavailable, the Board may establish a Friends Committee, to be called the OCC Harmonics, and to consist of family members and friends who wish to help support the organization's functions.

ARTICLE IX

1. DUES

Each applicant for membership shall be required to pay membership dues, payable upon becoming a member, and to complete a membership form providing contact information for Corporation records.

2. SPECIAL ASSESSMENTS

There shall be no special assessments, over and above the aforesaid annual dues, levied against the membership of the Corporation, except by majority vote of the membership present at the annual meeting or at a regular rehearsal of the members, or at a special meeting called for that purpose, at which a quorum is present.

3. EXECUTION OF INSTRUMENTS

The Board of Directors shall have power to incur indebtedness and to give promissory notes and to mortgage any and all property of the Corporation as security therefor, and to purchase, rent and lease equipment, supplies and any and all other property, real or personal, which it may from time to time deem necessary and advisable, and to contract with guest soloists, music directors, and accompanists; and all such instruments necessary in the carrying out of these powers shall be duly and officially signed by the President, and the President's signature shall be duly attested by the Board Secretary of the Corporation, and when so signed and attested shall be binding on this Corporation. The Board of Directors, however, may by resolution authorize any other officer or person to perform such acts or execute any instruments designated by the Board of Directors.

4. PRIVILEGE OF MEMBERS TO PERFORM

The privilege of members to perform in any musical program of the Corporation shall be at the discretion of the Music Director. The Music Director has the right, upon approval by the Board, to invite guest performers, whether paid or unpaid.

ARTICLE X

1. AMENDMENTS

   The power to make, alter, or repeal the By-Laws of this Corporation shall be vested in a two-thirds majority of the members present at any annual meeting of the membership or at any meeting called for that purpose.

APPENDIX B: IN-KIND GIFT ACCEPTANCE FORM

Oxford Civic Chorus
P.O. Box 1871
Oxford, MS 38655

Donor: _____
Donation(s):

Item(s)	Value
Total	

This confirms that the items listed above were given by the donor to Oxford Civic Chorus.
No items were received in exchange for this/these donation(s).
Oxford Civic Chorus is recognized as a non-profit organization per IRS Code 432.56.215-B.
Our tax identification number is _____.
Please retain this receipt for income tax purposes.

APPENDIX C: RECORDS RETENTION

Corporate records

Document	Retention period
Annual reports to the secretary of state or attorney general	Permanent
Articles of incorporation	Permanent
Board meeting and Board committee minutes	Permanent
Board policies and resolutions	Permanent
By-Laws	Permanent
Fixed asset records	Permanent
IRS application for tax-exempt status (Form 1023)	Permanent
IRS determination letter	Permanent
State sales tax exemption letter	Permanent
Contracts	7 years after termination
General correspondence	3 years

Accounting and corporate tax records

Document	Retention period
Annual audits and year-end financial statements	Permanent
Depreciation schedules	Permanent
IRS Form 990 tax returns	Permanent
General ledgers	7 years
Business expense records	7 years
IRS Form 1099	7 years
Journal entries	7 years
Invoices	7 years
Sales records (books)	5 years

Petty cash vouchers	3 years
Cash receipts	3 years
Credit card receipts	3 years

Bank records

Document	**Retention period**
Check registers	7 years
Bank deposit slips	7 years
Bank statement and reconciliation	7 years
Electronic fund transfer documents	7 years

Human resource records

Document	**Retention period**
Employment and termination agreements	Permanent
Retirement and pension plan documents	Permanent
Records relating to promotion, demotion or discharge	7 years after termination
Accident reports and workers' compensation records	5 years
Background checks, drug test results, driving records and employment verifications	5 years
Resumes, employment applications and related materials (including interview notes) for employees	4 years after termination
Resumes, employment applications and related materials (including interview notes) for applicants not hired	3 years
Timesheets, compensation history and job history	4 years after termination
Performance appraisal and disciplinary action records	4 years after termination
I-9 forms	3 years after hire date or 1 year after employment ends (whichever is later)

Donor and grant records

Document	Retention period
Donor records and acknowledgment letters	7 years
Grant applications and contracts	7 years after expiration

Legal, insurance and safety records

Document	Retention period
Appraisals	Permanent
Insurance policies	Permanent
General contracts	3 years after expiration

Source: https://www.missionbox.com/article/351/document-retention-for-us-nonprofits-a-simple-guide

APPENDIX D: ACCOUNTS AND VENDORS

COMMUNICATION

Google Docs and Gmail - ID: OCC38655@gmail.com
Linkedin

PUBLICITY/MARKETING

OCC uses the following social media (as maintained by the Marketing and Publicity Chair):

- Website: Weebly
- FaceBook
- Twitter
- Instagram

FINANCIAL

QuickBooks - ID: OCC38655
Bank accounts - First National Bank of Oxford.

We have one checking account. Marilyn McClain has been our representative with FNB. Note that FNB has committed to donate $200/annually. Online banking information is kept by the Treasurer.

INSURANCE

The President and Treasurer are each bonded up to $10,000. Policies are issued by the *FCCI Insurance Group,* sold by *HUB International Limited.*
Policy #ADV44100542-40 with Berkley Southeast covers Commercial General Liability, Business Property, and Hired/Non-owned auto liability, effective 5/7/2018 to 5/7/2019. Liability Limits are $1M each occurrence/$2M aggregate, $300k damage to rented premises, and $10k medical expense (any one person). Property Limit is $25,000, which covers our music, or anything else we own. Our current annual premium is $629.

The other coverage is Directors and Officers Liability (D&O) including coverage for Employee Practices Liability and Crime, which is excluded in the above policy. The agent originally quoted Travelers at an annual premium of $983 ($500k liability limit). Per the Board's request at the July meeting I've asked for two additional quotes from Hartford and CNA for comparison.

MUSIC

J.W. Pepper and Son, Inc. https://www.jwpepper.com/sheet-music/welcome.jsp

CONCERT ATTIRE

Attire is purchased through Stage Accents https://www.stageaccents.com/
Current styles for women are *Item# 8650 - Georgette Dress* and *Item# 8718 - Amadeus Jacket*
Men wear their choice of black tuxedo with white shirt, black bowtie, and black cummerbund.

APPENDIX E: SAMPLE MEMBERSHIP FORM

Membership Form – Fall 2018 Thomas Ardrey, Director

The Oxford Civic Chorus is a 501(c)(3) nonprofit organization
incorporated in the State of Mississippi

LAST NAME	FIRST NAME	
MAILING ADDRESS	EMAIL ADDRESS	
HOME PHONE	WORK PHONE	CELL PHONE
BEST WAY TO REACH ME IS ☐ EMAIL ☐ HOME PHONE ☐ CELL PHONE ☐ WORK PHONE		
CHORUS SECTION (S/A/T/B)	SEMESTER DUES ☐ $50 REGULAR RATE ☐ $25 STUDENT RATE	

OCC Scholarship Fund

☐ I would like to make an additional voluntary donation to the OCC Scholarship Fund to assist singers who have difficulty with the financial requirements for OCC participation – payment of dues or purchase of concert attire.
AMOUNT OF DONATION $_____

☐ I would like to request the assistance of the OCC Scholarship Fund.

Membership Commitments

1. AUDITION: Oxford Civic Chorus singers are selected by audition with the Director at the beginning of each semester (August and January). Selected singers become members of OCC (a nonprofit corporation membership organization) upon registration, which includes payment of dues and submission of this membership form.
2. REGISTRATION - DUES AND MEMBERSHIP FORM: Semester dues of $50 (regular rate) or $25 (student rate) and a signed membership form will be turned in no later than the fourth rehearsal of each semester. Please do not take your music folder home with you until you have paid your dues.
3. REHEARSALS AND ATTENDANCE: Rehearsals are held weekly at 7:oo p.m. on Mondays. Please come at 6:45 to get prepared and visit with other choir members. Regular attendance is essential for good musicianship and high quality performances. Up to two absences per semester are allowed; further absences may be granted at the Director's discretion. Singers will give the director their full attention and refrain from talking to each other or using cell phones (talking, texting, etc.) during rehearsals. It is each member's responsibility to be prepared for each rehearsal and to ask questions to their sectional leaders or director when unsure.
4. SHEET MUSIC: Sheet music is purchased using member dues and other OCC funds; it will be turned in to the Music Librarian as directed. Singers will mark original sheet music only in pencil and only with necessary markings for musical interpretation, as given by the Director. Or you may purchase your music in full.
5. CONCERT ATTIRE: Women will purchase (approx. $100 from Stage Accents) the selected dress, jacket, and jewelry for formal concerts. Men will purchase (approx. $100 from Stage Accents), rent, or borrow a tuxedo with black bow tie and cummerbund for formal concerts. Instructions for ordering attire will be provided. Attire for informal performances is usually black with a color of accent specified.
6. CONCERT TICKETS: Each participating singer for each semester's formal concert performance is asked to sell a minimum of five concert tickets; cost is usually $10 adults, $5 students. Participating singers will help publicize concerts and build audience. Tickets will be available through the UM Box Office.
7. GENERAL SUPPORT: The Oxford Civic Chorus is only as strong as its committed membership. Every singer's responsibility is to support the chorus's efforts to grow and prosper musically, organizationally, and financially.
8. SPECIAL NEEDS: If you have any need for special accommodations, please speak to our membership secretary or director. We will do our best to accommodate you.
9. COMMUNICATION: Emails will be sent weekly from the Director and occasional from the Board. It is the responsibility of the membership to read these and respond accordingly.

Your Signature Date

APPENDIX F: SAMPLE SCHOLARSHIP REQUEST FORM

SCHOLARSHIP REQUEST

DATE: _____

NAME: _____

ADDRESS:

_____

TYPE OF ASSISTANCE REQUESTED:
___ Full membership ___ Student membership ___ Concert Attire

Are you able to pay a portion of your membership? ____ If so, what amount?____

EXPLAIN NEED FOR SCHOLARSHIP

_____

_____

_____

HOW HAS MUSIC IMPACTED YOUR LIFE?

_____

_____

_____

_____

_____
Signature

****

Granted _____ Y/N

_____
President, Oxford Civic Chorus Date

APPENDIX G: MEMBER SUGGESTION FORM

Member Suggestion Form

The Oxford Civic Chorus welcomes ideas from the Membership! If you have a suggestion you would like the Director or the Board to consider, please complete the following form and return it to the membership secretary. (Not all blanks will apply to all suggestions.)

Name:
_____

Date of submission:
_____

Suggestion:

_____

_____

_____

_____

Proposed timeline:
_____

Estimated Expense: _____

Would you be willing to participate in the process to make this happen? Explain.

_____

_____

How will this help fulfill the OCC mission statement which states *OCC is inspiring singers, enhancing community, expanding musical horizons.*

_____

_____

_____

_____

To be completed by the board

Action Taken:

_____

_____

APPENDIX H: PROCEDURES DETERMINED ANNUALLY

Some procedures will vary each year depending on skills and preferences of the individuals involved. These are listed here in order to allow easy updates of the Policy and Procedures document.
The Treasurer will record in a single location all incoming donations, including donor contact information and will pass this information to the Secretary and Fundraising Chair. The Secretary will coordinate the sending of acknowledgements. Updates should be as timely as possible, with a minimum of one monthly update several days ahead of the regular Board meeting.

FISCAL YEAR 2018-2019

Communication of donation information:

The Treasurer will record in a single location all incoming donations, including donor contact information. She will pass this information to the Secretary and Fundraising Chair. The Secretary will coordinate the sending of acknowledgements. Updates should be as timely as possible, with a minimum of one monthly update several days ahead of the regular Board meeting.