

# International Horn Society Bylaws

*Revised April 2015*

## Article I

### Name

The name of this society shall be the International Horn Society.

## Article II

### Purpose

The purpose of this society shall be to promote musical education with particular reference to the horn, and in pursuit thereof to carry on activities described in paragraph 5 of the Articles of Incorporation of the International Horn Society.

## Article III

### Membership

Membership in the Society shall be open to all persons and

- Section 1. institutions with a special interest in the horn.
- Section 2. Members shall pay annual dues as assessed by the Board of Directors (hereinafter referred to as the "Advisory Council") [See Article X, Section I], which shall be used to defray expenses of the Society.
- Section 3. There shall be five types of members: (a) Club Membership, (b) Regular Membership, (c) Honorary Membership, (d) Life Membership, (e) Non-voting Membership, and other such types of membership as desired.
- Section 4. Honorary members may be nominated at any time by any member in good standing, and may be elected to honorary status upon receiving a two-thirds majority vote of the Advisory Council.

## Article IV

### Officers

The elected officers of the Society shall be the President,

- Section 1. Vice-President, and the Secretary/Treasurer. Officers shall be elected in even-numbered years by the Advisory Council at the Annual Meeting, shall be chosen from among the elected membership of the Council, and shall be allowed to serve for no more than two consecutive terms. Vacancies shall be filled by vote of the Advisory Council for unexpired terms. The office of Secretary/Treasurer may be separated into two offices at the discretion of the Advisory Council, separation of duties to be decided at that time.
- Section 2. Term of office for the elected officers shall be for two years. The elected officers shall serve on the Advisory Council by reason of office.
- Section 3. The President shall be the principal executive officer of the Society and shall in general supervise the business and affairs of the Society. The President shall preside at all meetings of the Society, shall sign any contracts and other instruments which the Advisory Council has authorized to be executed, and in general shall perform all duties incident to the office of President and other such duties as may be prescribed by the Advisory Council. The President shall have the authority to deposit and withdraw funds of the Society in the event that the Secretary/Treasurer or the delegated Executive Director is unable to do so.
- Section 4. The Vice President shall act in the absence of the President, shall counsel with the President, and shall accept other such responsibilities and assignments as the President or the Advisory Council may request. In the event of the permanent inability of the President to serve, the Vice

President shall succeed to the office of President for the remainder of the current term.

- Section 5. The Secretary/Treasurer shall keep the minutes of all meetings of the Society, shall be responsible for all membership communications and procedures, and be the custodian of the past records of the Society and responsible for their inclusion in the official Archives. He/she will also administer regional workshop funds and oversee the Executive Director on budgetary, investment, and banking matters. The Secretary/Treasurer shall administer such other duties as may be assigned by the Advisory Council.
- Section 6. Nominees for any office must be members of the International Horn Society in good standing during their term of office. Termination of membership in the Society shall also constitute termination of office.

## Article V

### Executive Director

The Executive Director shall be hired by and serve at the

- Section 1. discretion of the Advisory Council.
- Section 2. The duties and salary of the Executive Director shall be decided upon by majority vote of the Advisory Council and shall be reviewed each year.
- Section 3. The Executive Director shall fulfill all duties as delegated by the officers, the Editor, and the Advisory Council, and shall be responsible to those who have so delegated. These duties include, but are not limited to controlling and maintaining a current computerized listing of the total membership of the Society, preparing the Membership Directory, being responsible for the receipt and disbursement of all income and expenditures of the Society, maintaining accurate records of all fiscal transactions, making formal financial reports at all meetings of the Society, depositing funds of the Society at depositories approved by the Council, and having all financial accounts audited as needed.

## Article VI

### Advisory Council

- Section 1. The Advisory Council shall consist of 15 elected members. The term of office for the 15 elected members shall be three years, with one-third of the members elected each year.
- Section 2. Nine members of the Advisory Council shall be elected by the members of the Society. Nominations for the elected members shall be made through the Executive Director, who shall solicit nominations from all the members of the Society. Individuals may not nominate themselves for a position on the Advisory Council ballot. Nominations must be received by December 1, ballots distributed by March 1, and all ballots returned by April 15 of each year. The three nominees receiving the largest number of votes shall be declared elected.
- Section 3. Six members of the Advisory Council shall be elected by the Advisory Council. A slate of nominees shall be presented by an Advisory Council nominating committee to the Advisory Council no later than the annual meeting. The two nominees receiving the largest number of votes shall be declared elected.
- Section 4. No elected member may serve continuously for more than two consecutive terms. Those who have served two consecutive terms shall stand off of the Advisory Council for a period of three years before becoming eligible for Advisory Council nomination. Vacancies may be filled by a majority vote of the Advisory Council for unexpired terms.

- Section 5. The Advisory Council shall be responsible for carrying out the aims and purposes of the Society and determining Society policy. It shall have ultimate and final charge in management of Society affairs excepting certain matters pertaining to the Annual Workshop. (see Article XII)
- Section 6. The Advisory Council shall receive and act upon recommendations and reports of the officers and official committees of the Society.
- Section 7. One-third of the elected members of the Advisory Council at a meeting duly assembled shall constitute a quorum for the transaction of business, and the act of a majority of Council members present at such a meeting shall be an act of the Council.
- Section 8. In the event of the absence of both the President and the Vice President at a meeting of the Society, the members of the Council present shall elect a chairman *pro tempore* to preside over the meeting.
- Section 9. The Advisory Council by a two-thirds vote may remove from office any officer who is unable to attend meetings and/or is unable to administer the duties of the office when, in the opinion of the Council, the effectiveness of the Society is impaired.
- Section 10. Members of the Advisory Council and Officers of the Society shall hold office until 30 June or until a successor is duly elected and installed in office.

## Article VII

### Editor

- The Editor of *The Horn Call*, Journal of the International
- Section 1. Horn Society, shall be appointed by and serve at the pleasure of the elected members of the Advisory Council. At the discretion of the Council such editorial assistance as deemed necessary by the Editor may be appointed. The Editor shall have the sole responsibility for the preparation, content, publication, and mailing of *The Horn Call*.
- Section 2. In executing the responsibility for publication of the Journal, the Editor shall procure approval of the Advisory Council on matters pertaining to the costs of publication and mailing. The Executive Director shall be responsible for the handling of such costs.
- Section 3. The Editor, together with such assistant editors as are approved by the Advisory Council, shall be designated collectively as the Editorial Board of *The Horn Call*.

## Article VIII

### Meetings

- A general meeting of the International Horn Society shall be
- Section 1. held annually in conjunction with an Annual Horn Workshop for the purpose of conducting such business as may be referred to membership by the Advisory Council. Each member in good standing may vote in person or by proxy and shall be entitled to one vote.
- Section 2. Active members may propose new business to the Advisory Council. Such proposals must be submitted in writing to the President or the Secretary no later than 30 days prior to the annual meeting of the Society.
- Section 3. The Advisory Council shall hold one or more meetings, as deemed necessary during the annual Horn Workshop.
- Section 4. Special meetings of the Advisory Council may be called by any member of the Advisory Council upon approval by majority vote of the Council. Calls for special meetings of the Council and the purposes of such meetings shall be issued by the President.

- Section 5. The officers shall constitute the Executive Committee. Special meetings of the Executive Committee may be called by any officer. Calls for such Executive Committee meetings and purposes of such meetings shall be issued by the President. Interim actions of the Executive Committee shall be subject to confirmation by the Advisory Council.
- Section 6. Necessary Advisory Council business may be conducted by mail or by telephone, when appropriate, in lieu of a formal meeting.

## Article IX

### Standing Committees

- The President shall be empowered to appoint such standing
- Section 1. committees as deemed necessary by the Council for the support of the aims and purposes of the Society.
- Section 2. The members of such standing committees shall be appointed from the membership of the Society. Each such committee shall be composed of not less than three persons, with the President designating one such appointee as Chairman.
- Section 3. The President shall be an *ex officio* member of all committees, excluding the Nominating Committee.

## Article X

### Dues and Receipt of Gifts

- The Advisory Council shall determine the amount or amounts of
- Section 1. annual dues (stated in U.S. dollars) and shall publish its decision no less than 30 days in advance of the set date upon which such dues are payable.
- Section 2. Dues are payable at any time of year; the Executive Director renews memberships upon receipt of dues.
- Section 3. The President or presidential designee may accept financial or other gifts in the name of the Society with the approval of the Advisory Council. Such gifts shall be used at the discretion of the Advisory Council consistent with the aims and purposes of the Society.
- Section 4. No part of the net earnings of the Society shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
- Section 5. The fiscal year for the International Horn Society shall end on December 31 of each year.

## Article XI

### Publications

- The official publications of the Society shall be *The Horn*
- Section 1. *Call*, Journal of the International Horn Society.
- Section 2. *The Horn Call* shall be published up to four times per year and may include, but not be limited to, articles dealing with the horn, general news items of the horn world, reviews of horn music and recordings, and advertisements.
- Section 3. The Advisory Council may authorize additional publication projects consistent with the purpose of the Society.
- Section 4. A Directory of all Society members, with their complete addresses, shall be published annually. The Executive Director shall provide the Editor of *The Horn Call* with directory information, and the Editor shall be responsible for the publication and distribution of the Membership Directory.

## **Article XII**

### **Horn Workshops**

A horn workshop shall be held annually at a host institution.

- Section 1. Invitations to sponsor a workshop shall be submitted in writing to the Advisory Council and shall include a detailed description of facilities available, a listing of costs to the general participants who might participate, and proposed dates.
- Section 2. The Advisory Council shall select host institutions for future workshops and shall announce its decision to the Society at the earliest possible time.
- Section 3. The International Horn Society and the institution sponsoring a workshop shall jointly assume financial responsibility for the workshop, and they shall develop plans for the administration and efficient operation of the workshop. The following regulations must be adhered to:
- A. The host institution shall provide for the meeting(s) of the Advisory Council within the workshop schedule.
  - B. Featured Artists for the Symposium shall be approved by a Standing Committee. No financial negotiations or contracts for the purpose of defraying expenses of specific workshop Featured Artists shall be made before Committee approval. Financial support for artists, ensembles, and venues may be secured from outside sources as allowed by the Symposium Guidelines in place at the time the symposium is selected.
  - C. The aims and purposes of the Society shall not be compromised.
- Section 4. The President shall name a Workshop Coordinator each year to assist and act as liaison between the host institution and the Advisory Council.

## **Article XIII**

### **Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or any special rules of order the Society may adopt.

## **Article XIV**

### **Amendments**

These Bylaws may be amended at any official meeting of the

- Section 1. Society by a two-thirds votes, provided that notice of any proposal to amend is given previous to that meeting.
- Section 2. Amendments proposed by the Advisory Council or by a petition signed by at least two percent of the Society's membership may be presented by mail ballot to the membership for action.

## **Article XV**

### **Ratification**

These Bylaws shall be ratified by an affirmative vote of members of the Society in good standing within 60 days after the date of publication.