

**SWEET ADELINES INTERNATIONAL CORPORATION
STANDARD FORM REGIONAL BYLAWS
(MANAGEMENT TEAM)**

**ARTICLE I
NAME**

The name of this region, organized by the authority and under the provisions of the bylaws of Sweet Adelines International Corporation, shall be _____ Region # _____, of Sweet Adelines International.

**ARTICLE II
PURPOSE**

The purpose for which this region is formed is to perpetuate and enhance the barbershop music art form through education, thereby benefitting local communities by furthering their artistic enrichment. The region will accomplish this purpose by:

1. Providing education and training for its members in singing four-part harmony, barbershop style, without instrumental accompaniment, the parts being tenor, lead, baritone and bass; this to be accomplished by organizing and maintaining choruses and quartets; and
2. Giving public and private performances to promote an interest in the development and general appreciation of all things pertaining to the art form of barbershop harmony; and
3. Doing any and all things necessary to accomplish said purpose, including the owning and disposition of real and personal property; provided that no actions inconsistent with its status as a charitable organization recognized under Section 501(c)(3) of the United States IRS Code shall be permitted.

In the event of dissolution, to distribute its assets to Sweet Adelines International Corporation, a corporation organized under the laws of the State of Oklahoma, if it is then in existence and exempt under Section 501 (c)(3) of the Internal Revenue Code of 1954. If Sweet Adelines International Corporation is not then in existence or exempt under Section 501 (c)(3) of the Internal Revenue Code of 1954, to another organization which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code of 1954, to be used in such manner as will best accomplish the general purposes for which this region is organized; and

4. Uniting the chapters in the region in promoting the purpose of Sweet Adelines International.

**ARTICLE III
GEOGRAPHIC AREA, MEMBERSHIP AND ORGANIZATION**

The territory of Sweet Adelines International shall be divided into geographic areas known as regions. Every chapter located within the geographic area of the region, as defined by the International Board of Directors, shall be a member of the region, except as the International Board of Directors may otherwise provide. Each chapter shall be subject to the provisions of the Regional Bylaws.

Section 1. - GOOD STANDING

A chapter shall be considered in good standing in the region provided it complies with all requirements of the International Certificate of Incorporation, the International Corporate Bylaws, these Regional Bylaws and any rules and policies as established from time to time by the International Board of Directors and the Regional Management Team.

Section 2. - FISCAL YEAR

The fiscal year of the region shall begin the first day of May in each year.

Section 3. - REGIONAL ANNUAL MEMBERSHIP MEETING

An annual meeting of the membership of the region may be scheduled at the discretion of the Regional Management Team.

If the region is incorporated, an annual meeting may be required under the state or jurisdiction of incorporation's laws. Each chapter in good standing shall be entitled to select a representative from its membership in good standing as its spokesperson.

Section 4. - NOTICE OF MEETING

At least sixty (60) days prior to the date of a Regional Annual Membership Meeting, notice of said meeting shall be sent to each chapter.

Section 5. - VOTING, ANNUAL MEMBERSHIP MEETING

If a vote is included on the agenda, voting privileges shall be exercised through chapters of the region and each chapter (including Chapter-at-Large) shall be allowed one vote, to be cast by its representative. Unless otherwise specified in these bylaws, all issues presented to the representatives shall require a majority vote of those present. No elective or appointive regional officer or Regional Management Team member, nor International appointee may serve as a chapter representative.

Section 6. - QUORUM

A majority of the delegates registered shall constitute a quorum.

Section 7. - SPECIAL MEETINGS OF THE GENERAL MEMBERSHIP

Special meetings, other than the Regional Annual Membership Meeting, may be held throughout the year for general membership participation.

- A. Special meetings may be called by the Regional Management Team, or upon written request to the Regional Management Team by a majority vote of the chapters voting, provided that written notice of the time, place and purpose thereof is issued to all chapters not less than fifteen (15) days prior to the date of the called special meeting.
- B. Action taken at any special meeting shall not be invalidated for want of such notice should such notice be waived.

**ARTICLE IV
REGIONAL MANAGEMENT TEAM**

The Regional Management Team shall be the policy-making body of the region and, as such, shall establish rules for carrying out regional business, provided that none of the acts of the Regional Management Team conflicts with policies established by the International Board of Directors.

Section 1. - NUMBER, TERM OF OFFICE

The number of management team members of the region shall be eight appointed/elected as hereinafter provided.

The term of office of each regional management team member shall be for two years, or until their successor shall be appointed/elected. The terms of office and duties of the new regional management team members shall begin on May 1 subsequent to their appointment or election.

No member may serve more than three consecutive two-year terms on the regional management team.

When/if a new region is formed, and to establish rotation, four positions will serve one-year terms and four positions will serve two-year terms as follows: Appointed/elected for two-year terms are the Communications Coordinator, Education Coordinator, Marketing Coordinator, and Team Coordinator. Appointed/elected for one-year terms are the Directors' Coordinator, Events Coordinator, Finance Coordinator, and Membership Coordinator.

The initial one-year terms will not be included as part of the three consecutive two-year terms.

In Fiscal 2009-2010 only, to revise rotation, an exception is made to the above rotation procedure and extends to three years the terms of the Communications Coordinator, Events, Coordinator, Marketing Coordinator and Team Coordinator. The one-year extension will not be included as part of the term limits as defined in this Section.

Section 2. - ELECTION/APPOINTMENT OF REGIONAL MANAGEMENT TEAM

The Education Coordinator is appointed by the Regional Leadership Committee, with approval of the Education Direction Committee. The Communications Coordinator, Marketing Coordinator, Finance Coordinator, Events Coordinator, and the Team Coordinator are appointed by the regional management team.

The Directors' Coordinator is elected by the chapter directors. The Membership Coordinator is elected by the regional membership. The Nominating Committee shall submit a list of nominees consisting of more than the number to be elected, together with their qualifications, to each chapter. Ballots will be sent to regional chorus directors for the Directors' Coordinator position and to the chapters for the Membership Coordinator position. The vote for the Membership Coordinator will be tallied in the same manner as the International Board election, with each chapter in the region, including Chapter-at-Large, having one vote.

Only a member in good standing in their chapter who meets the qualifications established by the International Board of Directors and the Regional Management Team shall be eligible to be appointed or elected as a member of the regional management team.

Section 3. REGULAR MEETINGS

Regular meetings of the Regional Management Team shall be held as defined in this section. At least ten (10) days prior to each regular meeting of the Regional Management Team, notice of said meeting shall be issued to each management team member.

- A. **INITIAL MEETING** - The Initial Meeting of the new management team shall be held as soon as possible after May 1 of each year. The time and place of such meeting shall be determined by the Regional Management Team.

- B. MIDYEAR MEETING - There shall be a Midyear Meeting, the time and place of which shall be determined by the Regional Management Team.
- C. ANNUAL MEETING - The regular Annual Meeting of the Regional Management Team (with the newly appointed/elected management team members observing) shall be held prior to the Regional Annual Membership Meeting.

Section 4. SPECIAL MEETINGS

Special Meetings of the Regional Management Team may be called by the Regional Management Team provided that written notice of the time, place, and purpose thereof is issued to each management team member at least ten (10) days prior to the date of the called special meeting. Action taken at any special meeting shall not be invalidated for want of such notice if such notice shall be waived by all management team members.

Section 5. ACTION IN LIEU OF MEETING

If and when a majority of the management team members shall severally or collectively consent in writing to any action to be taken by the Region, such action shall be as valid a regional action as though it had been authorized at a meeting of the Regional Management Team.

All actions by mail or e-mail shall be presented for ratification at the next meeting of the Regional Management Team.

Section 6. VACANCIES

A vacancy in the position of Education Coordinator shall be filled by appointment by the Regional Leadership Committee with approval of the Education Direction Committee.

The Regional Management Team shall appoint a member within thirty (30) days to fill a vacancy on the Regional Management Team for a position appointed by the Regional Management Team or elected by the regional membership, or the regional chorus directors. Said action shall be presented for ratification at the next meeting of the Regional Management Team.

Time served completing an unexpired term will not be included as part of the term limits as defined in Article IV, Section 1.

Section 7. QUORUM

A majority of the members of the Regional Management Team shall constitute a quorum.

ARTICLE V DUTIES OF THE REGIONAL MANAGEMENT TEAM MEMBERS

Job descriptions for members of the Regional Management Team are included in the corporate *Policy Book*.

ARTICLE VI REMOVAL FROM OFFICE

Section 1. INTERNATIONALLY APPOINTED TEAM MEMBERS

In the event that the internationally appointed member of the Regional Management Team fails to perform the duties that are delegated to them by the International Board of Directors, or their conduct is deemed by it to be prejudicial to Sweet Adelines International Corporation, the

International Board of Directors may remove such team member from office by a two-thirds (2/3) vote.

A team member so removed shall have been served with written notice of the charges against them, and shall have been given thirty (30) days from the date of such notice to produce evidence to refute such charges.

Section 2. REGIONALLY APPOINTED/ELECTED TEAM MEMBERS

Any regionally appointed/elected member of the Regional Management Team who fails to perform the duties of their office, or whose conduct is deemed prejudicial to the Organization, may be removed from their position by consensus of the Regional Management Team. Prior to such removal, a team member shall have been given an opportunity to produce, before the team, evidence to refute such charges.

Any regionally appointed/elected team member thus removed shall have the right of appeal to the International Board of Directors.

ARTICLE VII COMMITTEES

Section 1. STANDING COMMITTEES

A. STANDING COMMITTEES/APPOINTMENTS

The standing committees of the region shall be the Nominating Committee, Finance Committee, a Bylaws and Rules Chair, and any others as are, or may be, prescribed by the Regional Management Team.

All committee members shall be members in good standing of a chapter which is in good standing with the region and the international organization.

B. CHAIRS OF STANDING COMMITTEES

Chairs of standing committees, except finance, shall be appointed by consensus of the Regional Management Team to serve on such committees during the term of office of the appointing body.

The chair of each standing committee, after consultation with Regional Management Team, shall appoint members of their committee.

C. REPLACEMENTS

If at any time a chair of a standing committee is not fulfilling their position for any reason, the chair will be replaced by consensus of the Regional Management Team.

Section 2. SPECIAL COMMITTEES

Special committees may be appointed by consensus of the Regional Management Team and/or the membership at large, to perform functions not performed by standing committees, and shall serve until the special purpose for which they are appointed has been fulfilled, or until dissolved by the Regional Management Team.

The Regional Management Team shall be empowered to appoint such special committees at any time, as it deems needful. All committee members shall be members in good standing of a chapter which is in good standing with the region and the international organization.

If at any time a chair of a special committee is not fulfilling their position for any reason, such chair shall be replaced by consensus of the Regional Management Team.

Section 3. NOMINATING COMMITTEE

The management team will appoint a nominating committee to develop the slate for the elections of the Directors' Coordinator and Membership Coordinator. The nominating committee will consist of one member of the Regional Management Team and two members from the membership at large. The Regional Management Team will designate one of these members as chair of the Committee. All committee members shall be members in good standing in chapters which are in good standing in the region and the international organization.

The Nominating Committee will work in conjunction with the RMT to solicit and disseminate recommendations and appropriate paperwork to the Regional Leadership Committee for the International appointment of the Education Coordinator to the RMT. The Nominating Committee will work in conjunction with the RMT to solicit and disseminate recommendations and appropriate paperwork to the RMT for the election within the region of the Membership Coordinator and the Directors' Coordinator. The Nominating Committee also will work in conjunction with the RMT to solicit and disseminate recommendations and appropriate paperwork to the RMT for appointment of the Communications Coordinator, Finance Coordinator, Events Coordinator, Marketing Coordinator and Team Coordinator.

ARTICLE VIII REGIONAL FINANCES

Section 1. INCOME

The region shall be financed by the chapters within the region. A portion of the per capita fee, remitted by each chapter within the region to International Headquarters, shall be rebated to the regional treasury, said rebate to continue for five years subsequent to the time the region is formed. The amount to be rebated shall be determined by the International Board of Directors.

Section 2. DISBURSEMENTS

Regional funds shall be disbursed, as approved by the Regional Management Team, in payment of:

- A. Postage, stationery and miscellaneous clerical expenses incurred in official region business;
- B. Region bulletin expense, if any;
- C. Expense allowance to apply to required attendance of members of the Regional Management Team at the Annual International Convention and/or any internationally sponsored educational event.
- D. Bonding of the Region's Finance Coordinator and such other regional officers, if any, as the Regional Management Team may from time to time designate for the purpose of countersigning checks, drafts, and orders for payment in the name of the region;
- E. Any additional expenditure, as authorized by the Regional Management Team prior to such expenditures.

ARTICLE IX REGIONAL COMPETITIONS

Annual, or biennial, Regional Chorus and Quartet Competitions shall be held under the supervision of the international organization, and shall be governed by its policies of competition and judging.

ARTICLE X STANDING RULES

Specific regulations necessary to carry out the meaning of these bylaws shall be provided for in Region Standing Rules, which shall be adopted by the Regional Management Team.

- A. Standing Rules must be consistent with these bylaws, the Certificate of Incorporation, and the International Corporate Bylaws. Standing Rules shall be submitted to International Headquarters for examination and approval.
- B. Approved Regional Standing Rules shall be furnished by the region to each chapter within the region, the International Bylaws and Rules Specialist and the Corporate Secretary at International Headquarters.

ARTICLE XI AMENDMENTS

Section 1. INTERNATIONAL BOARD OF DIRECTORS

- A. These bylaws may be amended by a two-thirds (2/3) affirmative vote of the International Board of Directors. Any amendments thus adopted shall become amendments to the bylaws of all regions of Sweet Adelines International.
- B. Any proposed amendments to be acted upon by the International Board of Directors shall have been considered by the Regional Management Teams with each team having one vote, and shall have received an affirmative two-thirds (2/3) of the number of votes cast.
 - 1. Proposed amendments to these bylaws may be initiated by a Regional Management Team or the International Board of Directors.
 - 2. Amendments to be proposed by a Regional Management Team shall receive a two-thirds (2/3) affirmative vote of that Regional Management Team at any regular business meeting of that Regional Management Team. A statement of the nature of the proposed amendments shall be sent to each team member at least thirty (30) days prior to the meeting at which the proposed amendments are to be considered.

ARTICLE XII PARLIAMENTARY PROCEDURE

Robert's Rules of Order, Newly Revised shall be the parliamentary authority on all matters not covered by these bylaws.

The rules contained in the most current edition of *Robert's Rules of Order, Newly Revised* shall guide Sweet Adelines International in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any policies or standing rules, or procedures that Sweet Adelines International may adopt.