

AREA VIII, AGEHR, Inc., BYLAWS

Effective Date: April 17, 2010

ARTICLE I

Name and Objectives

- A. The organization shall be known as Area VIII of the American Guild of English Handbell Ringers, Inc., a non-profit organization. Area VIII, AGEHR, Inc., is organized exclusively for educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, and shall be governed in accordance with the laws of the State of Missouri.
- B. The primary objectives of the organization shall be to educate, to promote the exchange of ideas relating to handbell and hand chime ringing, and to sponsor educational and performance activities within the Area that are not exclusively competitive. (AGEHR, Inc. Bylaws, Article II.1)

ARTICLE II

Membership

- A. Members of the American Guild of English Handbell Ringers, Inc., who reside in the geographical area designated by AGEHR, Inc., as Area VIII, are members of Area VIII. A member in good standing shall be any member who has paid annual dues to AGEHR and has no other outstanding financial obligations to the Guild.
 - 1. Any member serving in an appointed or elected position shall be a voting member in good standing.
- B. Privileges for voting members in good standing shall include:
 - 1. having one vote in the election of officers
 - 2. ratifying of Area VIII Bylaws revisions and other situations requiring a vote of the membership as call for by the Area VIII Board of Directors
 - 3. being eligible to hold Area VIII office through appointment or nomination for elected position
 - 4. receiving Area VIII periodical publications
 - 5. lending privileges through the Area VIII Resource Library
 - 6. attending Area VIII Board Meetings without a vote
 - 7. initiating or signing petitions for Bylaws revisions
 - 8. participating in Area VIII, AGEHR, inc. events
 - 9. any additional membership benefits as established by the Area VIII Board
- C. Area VIII shall operate within the National Bylaws of AGEHR, Inc.

ARTICLE III

Executive Committee and Elections

- A. The officers who constitute the Executive Committee shall be the Chair, Chair-Elect, Past-Chair, Secretary, and Treasurer who have been elected from the resident voting membership.
- B. The Executive Committee shall perform the duties specified in these Bylaws and shall act for Area VIII Board in the conduct of business between meetings.

C. The elections shall be held in even-numbered years.

1. The slate, a minimum of two names for each elective office, shall be prepared by a nominating committee of three, appointed by the Area Chair and approved by the Executive Committee, in November preceding an election year. One (1) member of the committee shall be the most recent Past-Chair of Area VIII, who will serve as committee chair. Biographical material for each candidate will be sent to the membership in the March/April issue of Quavers. Campaigning will not be permitted.
2. Ballots shall be mailed to all voting members of Area VIII within the first two (2) weeks of July. Ballots must be returned to a person independent of the Area VIII Board or to an independent accounting firm. In order to be counted, ballots must be postmarked by the designated date. A simple majority of all members voting shall elect. An automatic recount by a person independent of the Board shall occur if the margin of victory is less than or equal to one percent (1%) of the total votes cast. In the event of a tie, the election results shall be determined by a majority vote of the Executive Committee.
3. Members who have demonstrated participation in Guild events, including attendance at workshops and conferences of the Area and/or National level are eligible for nomination to the position of Chair-Elect. Candidates should have demonstrated participation in Area VIII affairs by attending at least one (1) recent Area VIII conference and/or having served a term on their respective state committees.
4. Officers will be announced in the next issue of Quavers following the election, and will begin their terms on October 1.
5. The Chair-Elect will serve a term of six (6) years as follows: two (2) years as Chair-Elect, (2) years as Chair, two (2) years as Past-Chair, non-renewable.
6. The Secretary and Treasurer shall serve a term of two (2) years, renewable for one (1) term.
7. Should a vacancy occur in the office of Area Chair during the first year of the term, the Past-Chair will resume the duties of the Chair until October 1, relinquishing the office to the Chair-Elect for the second half of the term. Should a vacancy occur in the office of Area Chair during the second half of the term, the Chair-Elect will accede to the office for the unexpired term. Under these circumstances, the Chair's term shall not exceed three (3) years nor be shorter than one (1) year.
8. Should either of the circumstances cited under C.7. occur, the new Chair will immediately appoint a committee of three (3) to nominate two(2) persons for the office of Chair-Elect. Within a period of one (1) month after nominees have been selected and confirmed, a ballot containing these two (2) names and biographical material shall be mailed to the voting membership. The successful candidate will immediately assume the office of Chair-Elect if the position has been vacated; if it has not, she/he will accede to the office the following October 1.
9. Should a vacancy occur in the office of Chair-elect, the procedure cited in C.8. will be followed.
10. Should a vacancy occur in the office of Secretary or Treasurer, it may be filled by appointment from the Area Chair, with approval from the remaining Executive Committee members.
11. Upon evidence of any Executive officers' incapacity, incompetence, or unwillingness to serve, the Area Board by two-thirds (2/3) vote may declare that office to be vacant.

ARTICLE IV
Elected Officers

- A. Duties of the Area chair, Chair-Elect, Past-Chair, Secretary, and Treasurer will be prescribed by the Rules of Procedure adopted by Area VIII or as directed by the Area Chair, with approval of the Area Board.

ARTICLE V
Appointed Positions and Committees

- A. The Chair, with approval from the Executive Committee, shall appoint and dismiss State Chairs as deemed necessary for conducting business of the Area.
- B. Duties of State Chairs will be prescribed by the Rules and Procedures adopted by Area VIII, or as directed by the Area Chair.
- C. Other appointed officers for the Area shall be determined by the Area Chair and the Executive committee, to serve for specified times as the needs and welfare of the Area Demand.

ARTICLE VI
Area Board

- A. The focus of the Area VIII Board shall be on policy and governance matters.
- B. The Area VIII Board shall consist of the Area Chair, Chair-Elect, Past Chair, Secretary and Treasurer, and appointed officers. All board members shall have a voice and a vote.
- C. There shall be an annual meeting of the Board. Special meetings may be called by the Area Chair with the approval of the Executive Committee.
- D. Each member of the Area VIII Board shall be accountable to the Area VIII Board.
- E. Upon evidence of incapacity to serve or unwillingness to follow these Bylaws or governing documents on the part of any elected member of the Board, by a two-thirds (2/3) vote of the Board, that person shall be removed from the office and the office declared vacant.
- F. The Area VIII Board may call for a special vote of the membership when necessary. A two-thirds (2/3) vote of the Area VIII Board shall be required before the issue is submitted to the voting membership.
- G. A majority of the members of the Area VIII Board shall constitute a quorum at a scheduled or called meeting.

ARTICLE VII
Meetings

- A. General business meetings for all members in good standing shall be held at the Area VIII conference. Ample time will be allowed in the schedule for these meetings.
- B. There shall be a minimum of one (1) meeting of the Executive committee each fiscal year. Special meetings may be called by the Chair as deemed necessary.
- C. There shall be an annual meeting, held in the fall, of the entire Area Board.

ARTICLE VIII
Quavers

- A. The publication of Area VIII for its general membership shall be titled Quavers.
- B. Quavers shall be published and sent throughout the year to all members of Area VIII.

- C. The Area Chair shall appoint a Quavers editor and production staff, with the approval from the Executive Committee.

ARTICLE IX

Official Records

- A. The Area Board may establish such documents as may be necessary for implementing the provisions of the Bylaws and for governing the organization. These shall include the Book of Motions and any additional records as deemed necessary by the Executive Committee.
- B. Generally accepted parliamentary procedure shall govern Area VIII, AGEHR, Inc. In case of a dispute, Roberts Rules of Order, most recently revised, shall be used to settle the question when they are not inconsistent with these Bylaws or Rules and Procedures adopted by Area VIII.

ARTICLE X

Responsibility to AGEHR, Inc., a non-profit organization

- A. Nothing herein contained shall operate to relieve the Area of any other rule or regulation for which it is governed by the AGEHR, Inc., Bylaws or Official Records.
- B. Upon dissolution of Area VIII, AGEHR, Inc., assets shall be transferred to AGEHR, Inc.

ARTICLE XI

Revisions

- A. A formal review of the Area VIII Bylaws shall be called by the Area Chair at least once every four (4) years.
 - 1. Revisions of the Area VIII Bylaws may be initiated at any time by a voting member, a special committee appointed by the Area Chair, or the Area Board.
- B. Bylaws revisions shall be reviewed by the Area VIII Board of Directors. A two-thirds (2/3) vote of the Area VIII Board of Directors shall be required for approval before the revisions are submitted to the AGEHR, Inc., Board of directors.
- C. Following successful review by the AGEHR, Inc., Board of Directors, the revised Bylaws may be placed before the voting membership of Area VIII for approval.
- D. In the event the Area VIII Board of Directors rejects the proposed revision, a petition to the Area Chair bearing the signature of five percent (5%) of the Area VIII voting membership will cause this set of revisions to be placed before the general Area membership according to procedures set forth in Article XI, Sections C. and E.
- E. Proposed revisions of these Bylaws shall be submitted in writing by the Area Executive committee to the general Area membership. Ballots shall be mailed to all voting members of Area VIII. All ballots must be postmarked by the designated date and returned to a person independent of the Board or an independent accounting firm.
- F. A two-thirds (2/3) majority of the votes cast shall be required for adoption.

February 2000 Revision

April 2004 Revision, May 2004 Further Revisions

Changes suggested by AGEHR, Inc., Board of Directors, June 15, 2004

Approved by Area VIII Board of Directors, June 17, 2004

Updated Revisions submitted to AGEHR, Inc., Board of Directors, July 1, 2004

Reviewed and Approved by Area VIII Executive Board – no revisions - April 2010