FOLK MUSIC SOCIETY OF NEW YORK, INC.
(NEW YORK PINEWOODS FOLK MUSIC CLUB)
Constitution and Bylaws
as of June 2002

I. General
A. The name of this organization is "The New York Pinewoods Folk Music Club" (Hereinafter referred to as "the Club"). The Club is incorporated in the State of New York as a 501 (c) (3) not-for-profit, educational corporation under the name "Folk Music Society of New York, Inc."

B. The purpose of the Club is to promote the study of, interest in and participation in folk music and folk song, with particular emphasis on the traditional music and song of the English-speaking peoples. The Club carries out its mission through concerts, classes, publications, residential folk music events, social gatherings, fund-raising, sale of paraphernalia and other similar activities.

C. The Club is a membership organization.
1. Membership in the club is open to anyone interested in the purposes of the Club and who pays dues. Any member is entitled to all privileges of membership in the Club.
2. Dues shall be set at a Board of directors meeting by a majority vote of those Directors in attendance.
3. The Fiscal Year of the Club shall be September 1 to August 31.

II. The Board of Directors
A. The business of the club shall be conducted by a Board of Directors (hereinafter referred to as "the Board") consisting of at least 10 but not more than 20 members of the Club.
1. The Board shall be elected by the general membership for a term of one year to correspond to the calendar year.
2. Except for necessary executive sessions, the meetings of the Board are open to all members of the Club.

B. In what follows, the term of the outgoing Board is referred to as "the old year" and the term of the incoming Board as "the new year."
1. The outgoing Board shall propose a slate of at least 10 candidates to the general membership by mail, prior to December 15 of the old year. There shall be no upper limit to the number of names on the ballot.
2. In addition to the names selected by the outgoing Board, any member's name must be placed on the ballot, provided it is supported by written petition of at least 10 members of the Club, is accompanied by written consent of the nominee, is presented to the President of the outgoing Board prior to December 1 of the old year, and meets requirement 3 below.
3. All persons whose names appear on the ballot must have been members of the Club for at least 6 months, meaning they must have joined before July 1 of the old year, provided that at least 10 such persons are willing to run. If not, the requirement is waived.
4. Every member of the club shall receive on ballot. For a family membership, every adult, age 18 or over, included in the membership shall receive one ballot. Those adults included in the family membership must reside at the same address. At the time of joining, the Membership Secretary (see D7 below) shall ascertain the names of all adults included in a family membership.
5. The ballots are to be returned and counted before the first Board meeting of the new year which shall take place in January of the new year.

C. The Ballot
1. Twenty names or fewer on the ballot;
2. Each name on the ballot shall have two boxes next to it marked "yes" and "no." A candidate receiving more "yes" votes than "no" votes shall be elected; others shall be deemed "ineligible."
3. More than 20 names on the ballot:
   a. Each name on the ballot shall have a single box next to it; each member of the club may vote for up to and including 20 names.
4. Names:
   a. The 20 names receiving the highest number of votes shall be the new Board of Directors, subject to c. and d. below.
   b. A candidate receiving an insufficient number of votes, although among the top 20, shall be deemed "ineligible." A sufficient number of votes shall be 1/4 of the number of ballots returned if the number of names on the ballot is fewer than 25, 1/8 of the number of ballots returned if the number of names on the ballot is 25 to 30 inclusive. There is no requirement if more than 30 names are on the ballot.
   c. In the event of a tie vote for the last one or more places, that is, two or more tied for the 20th place, 3 or more tied for the 19th and 20th places, etc., these places shall be deemed vacant and must be filled from among the tied candidates by the elected members of the Board, subject to FI below.

D. The Officers of the Board
Officers shall be members of the Board and elected by the Board. They may be removed from office by a majority vote of the entire Board. The officers of the Board, and their duties, shall be as follows:
1. The President shall preside over Board meetings and, when necessary, act in behalf of the Club between meetings.
2. The Vice President shall carry out the duties of the President in the absence or at the request of the President.
3. The Treasurer shall disburse and keep records of petty cash funds and of expenses and income from all Club activities.
4. The Recording Secretary shall record and keep records of the proceedings at all Board meetings, shall take attendance at such meetings, and inform any Board member of excessive absences (see H below).
5. The Corresponding Secretary shall assist the President and other officers with Club correspondence.
6. The Program Officer shall chair the program committee which shall arrange, according to the directives of the Board, all performance programs for the Club, or delegate such responsibility to others.
7. The Membership Secretary shall engage in correspondence with members, answer inquiries concerning the Club from non-members, send dues notices and receive dues.
8. The Education Officer shall arrange time and personnel for all instructional activities of the Club.
9. The Publicity Officer shall chair the publicity committee which shall attend to advertising and production and mailing of publicity materials.
10. The Newsletter Editor shall choose the contents of and be in charge of producing the Newsletter and shall also be a member of the publicity committee.

E. Procedure for Election of the President and Program Officer
1. On the first ballot, those nominated shall have been members of the Board for at least one year.
2. To be elected on the first ballot, a nominee must receive a vote at least equal to 50% of the Board members present.
3. If more than two persons have been nominated, and no one receives 50% of the vote on the first ballot, a second vote shall be taken between the two nominees receiving the largest number of votes on the first ballot. If on the first ballot, there is a tie for second place, the Board shall vote among those tied to decide who shall run on the second ballot.
4. If on the second ballot, no candidate receives a vote at least equal to 50% of those Board members present, nominations are reopened and the one year eligibility requirement is waived. In this case, if no candidate receives a vote at least equal to 50% of those voting, a fourth vote is taken between the two candidates with the largest number of votes.

F. The Meetings of the Board of Directors
1. In the event that a Board of fewer than 10 members results from an election, those elected shall constitute an interim Board whose first order of business shall be to fill vacancies at least sufficient to bring the Board to 10 members. Vacancies may not be filled with persons deemed "ineligible" at the last election (see C1 and C2 above).
2. At the first meeting of the new year, the President of the old Board shall serve as convener provided that such person is a member of the new Board. If not, then the Vice-President of the old Board shall serve as convener provided that this person is a member of the new Board. If neither the President nor the Vice-President of the old Board is a member of the new Board, then the President of the old Board shall be asked to appoint a convener from among the members of the new Board. The first order of business shall be the breaking of tie votes (II, C2 above). The second order of business shall be the election of the new President.
3. Board members must be given at least 10 days notice of Board meetings. No more than 75 days may elapse between meetings.
4. A quorum shall consist of one-half the members of the Board. A provisional quorum shall consist of one less than a quorum. Any meeting operating with a provisional quorum must give any resolution a 2/3 affirmative vote to pass.
5. Only Board members may vote on questions put before the Board. No proxies are permitted.
6. Parliamentary procedure shall be followed whenever a Board members so requests.
7. At the request of four or more members of the Board, the President shall call a special meeting as soon as possible after the required notification period.

G. The Standing Committees and. Special Positions
1. The Program Committee shall consist of the Program Officer and any others the Board may designate.
2. The Publicity Committee shall include the Publicity Officer, the Newsletter Editor and any others the Board may designate.
3. The Circulation Secretary shall maintain the Club's mailing lists.
4. The Volunteer Coordinator shall assemble and maintain a list of volunteers and shall contact them as needed.

H. Any Board member may be removed from the Board by a 2/3 vote of the entire Board. At least 10 days written notice must be given to all Board members that the removal will be discussed at the next meeting and the Board member under discussion must be given a reasonable chance to speak at the meeting. Those Board members not present are to be polled by mail for the purpose of voting on the removal.
1. A member of the Board who misses two consecutive meetings, or who misses three out of any five consecutive meetings, shall be informed that non-attendance at the next meeting shall make that member liable to removal from the Board by a majority of the Board members voting at the next meeting. The Board member must be notified in advance and in writing of such liability.
2. In that event that the total number on the Board at any time is fewer than 20, the Board may fill vacancies through the election of Club members by vote of a majority of the entire Board. The Board may not fill a vacancy with any person deemed "ineligible" (see C1 and C2 above) at the last election.

III. No person may obligate the Club for more than $25 without Board approval. In the event that anyone does, the Board may require that person to meet said obligation.

IV. This document may be amended by an affirmative vote of 2/3 of the entire Board, followed by majority approval by those members of the Club who choose to vote in a mail ballot. The Board vote must be taken at a meeting and only those Board members present at the meeting may vote on the amendment.