

**BY-LAWS OF  
THE FOLK SONG SOCIETY OF GREATER BOSTON, INC.**

ARTICLE I  
NAME

The name of this corporation shall be The Folk Song Society of Greater Boston, Inc.

ARTICLE II  
PURPOSES

To gather and disseminate information relating to the genre of music generally known and describe as Folk Music.

To encourage the membership and other interested persons to become more familiar with and appreciative of the various kinds, styles and variations of instrumental and vocal Folk Music.

To organize, arrange for and present concerts and musical instructional sessions or “workshops” and lectures at which the membership and the public at large may become participants; to execute contracts or agreements with performers, musical artists, or folklore scholars for this purpose.

To organize and conduct meetings at which the membership and other interested persons may participate, individually or in groups, in exchanging information on folk music and related topics and for mutual entertainment.

To generally provide and conduct educational and community services in the broad field of Folk Music and in related fields.

No part of net earnings shall inure to the benefit of any private individual and no substantial part of the corporation’s activities shall be carrying on propaganda or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision hereof, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization which is exempt from Federal Income Tax under Section 501(c)3 of the Internal Revenue Code of 1954 or by an organization donations to which are deductible from taxable income under Section 170(c)2 of said code, or the corresponding provisions of any future internal revenue law of the United States of America.

ARTICLE III  
MEMBERSHIP

Membership shall be open to any person without restriction, upon payment of annual dues.

ARTICLE IV  
MEETINGS AND VOTING

- 1) Voting. Each Member shall be entitled to one vote in person on each question.
- 2) Meetings. The Members shall meet annually on the third Saturday in June, at such place and time as the President shall designate, for the election of the Directors, the hearing of reports, and the transaction of such other business as may properly come before the meeting. If for any reason the annual meeting is not so held, a special meeting may be held in lieu thereof and the business of the annual meeting transacted at such special meeting. Special meetings for any purpose may be called, and additional business for annual meetings may be specified, by the President.
- 3) Notice. Notice of all meetings of the Members, specifying the time, place, and purpose of the meeting, shall be given by the Secretary-Clerk of the corporation not less than three days before the date fixed for the meeting, by mail addressed to each person entitled to vote at such meeting, at his/her address as it appears on the membership records of the corporation. No notice need be given of any meeting if all the members in writing waive notice.
- 4) Quorum. Five of the Members, present in person, shall constitute a quorum, but a less number may adjourn any meeting from time to time and the meeting may be held as so adjourned without further notice. When a quorum is present, unless otherwise provided by law or these By-Laws, concurrence of a majority of those present and voting shall determine any matter before the meeting.

ARTICLE V  
DIRECTORS

- 1) Powers. As far as permitted by law, and subject to these Articles of Incorporation and other provisions of these By-Laws, the Directors shall have any may exercise all of the powers of the corporation, and they shall have the major responsibility of carrying out the purposes of the corporation.
- 2) Composition. The Board of Directors shall consist of not less than seven nor more than thirteen Members of the corporation.
- 3) Nomination and Election. Any Member may place the name of any person in nomination for any office of the corporation, provided that the person so named is either a Member of the corporation or states that he/she will become a Member immediately upon accepting the

nomination. The Membership shall annually elect, by a majority vote of those present at the time of election, the Board of Directors of the corporation.

4) Resignation and Removal. Any Director may resign at any time by delivering his/her resignation in writing to the Secretary-Clerk. Any Director may be removed at any time by a vote of two-thirds of the Directors present at a meeting of the Directors or by a vote of the Members present at a meeting of the Members, for misconduct or action adversely affecting the corporation or for failure to attend to the duties of the Director, the Director having been given notice of an opportunity to be heard at said meeting. Vacancies in the Directors, however occurring, may be filled by the Directors and any director so chosen shall serve until a successor is elected at the next succeeding annual or special meeting of the Members.

5) Term. Each Director elected at an annual or special meeting of the Members shall serve for one year or until his/her successor is elected and qualified.

6) Meetings. The Directors may hold regular meetings without call or notice immediately following and at the same place as the annual meeting of the Members and at such other times and places as the Directors from time to time determine.

7) Quorum. Three members of the Board of Directors shall constitute a quorum, but a less number may adjourn any meeting from time to time and the meeting may be held as so adjourned without further notice. When a quorum is present, unless otherwise provided by law or these By-Laws, concurrence of a majority of those present and voting shall determine any matter brought before the meeting.

8) Dues and Charges. Among the powers and duties of the Directors shall be the establishing of dues for membership and schedules of charges for concerts and other services provided or arranged for by the corporation.

## ARTICLE VI OFFICERS AND AGENTS

1) Terms. The corporation shall have a President, a Treasurer, and a Secretary-Clerk, all of whom shall be elected annually by and from the Directors, and it may have such other officers and such agents as the Directors may determine. Subject to other provisions of these By-Laws, each officer shall hold office until the meeting of the Directors following the next annual meeting of the Members or until his/her successor is elected and qualified. Each officer shall have such powers and duties as ordinarily determine, and each agent shall have such powers and duties as the Directors shall determine.

2) Vacancies and Removals. All officers and agents of the corporation elected or appointed by the Directors shall be subject to removal at any time by a vote of two-thirds of the Directors present at a meeting. Vacancies in office, however occurring, may be filled by the Directors.

ARTICLE VII  
COMMITTEES

The Directors may from time to time appoint such committees as they deem appropriate, with powers and duties as they shall determine. The Directors may appoint an executive committee and authorize it, between meetings of the Directors, to exercise any and all powers of the Directors except those requiring the concurrence of more than a majority of a quorum.

ARTICLE VIII  
DISPOSITION OF PROPERTY

1) No Benefit to Members. No part of the property of the corporation shall ever inure to the benefit of any Member of the corporation, or of any person related to any Member of the corporation, in any way that would impair the status of the corporation as a tax-exempt organization under the laws of the United States of America. Members and others who render services to the corporation may be compensated for the reasonable value of such services.

2) On Dissolution. Any property held by the corporation shall, upon liquidation or other termination of the corporation, be paid over to such organization as may be selected by the Directors, which organization shall be organized and operated exclusively for charitable, scientific, literary or educational purposes, within the meaning of those terms as used in Section 501 of the Internal Revenue Code of 1954, as the same may be amended from time to time, or of any substitute provision of law enacted therefor.

ARTICLE IX  
FISCAL YEAR

Except as otherwise determined by the Directors, the fiscal year of the corporation shall be September 1 through August 31.

ARTICLE X  
MISCELLANEOUS

1) Corporate Seal. The corporate seal of the corporation shall be in such form as the Directors may from time to time determine.

2) Checks. Checks drawn on the funds of the corporation shall be signed by the treasurer or by such other officer as may be authorized by the Directors.

3) Execution of Papers. The Directors may in particular cases authorize the execution of any legal instrument, of whatever name or nature, other than checks, which are to be executed on behalf of the corporation, by any officer of the corporation.

ARTICLE XI

## AMENDMENTS

Upon petition or request by not less than ten percent of the Members, or upon vote of a majority of the Directors, the Directors shall notify the Members in writing of changes proposed in these By-Laws. Such notification shall include a ballot by means of which the Members may vote on the proposed changes. A period of not less than 30 or not more than 90 days shall be provided for return of ballots from the Members. A plurality of votes of all returned ballots shall determine whether or not the changes to the By-Laws shall be enacted.