

RUSSIAN AMERICAN COLONY SINGERS (RACS)  
A NOT-FOR-PROFIT CORPORATION

Mission Statement

To expose and educate people to Russian-American & Russian culture.

Objectives

The objective of RACS is to expand culture through exposure to Russian-American and Russian culture. Some of the methods used to achieve this will be:

1. To become established in the Anchorage community as a recognized, permanent arts organization with a reputation for high quality performance of Russian choral music.
2. To perform concerts and events locally and in other locations to promote Russian and Russian American culture. These may be in the form of staged events, festivals, and other venues.
3. To encourage and coordinate inter-cultural gatherings and performance.
4. To create a general awareness of Russian culture and folk arts.

# RUSSIAN AMERICAN COLONY SINGERS (RACS) BY-LAWS

## ARTICLE I ORGANIZATION

1. The name of the organization shall be Russian American Colony Singers (RACS).
2. The seal of the corporation shall be of such design as shall be approved and adopted from time to time by the Board of Directors, and the seal or a facsimile thereof may be affixed by any person authorized by the Board of Directors or these By-Laws by impression, by printing, by rubber stamp, or otherwise. The foregoing notwithstanding, however, unless otherwise required by the laws of the State of Alaska, the Board of Directors may opt not to utilize a corporate seal.
3. The organization may change its name by a vote of the membership.

## ARTICLE II PURPOSES

The following are the purposes for which this organization has been organized:

- To create a general awareness of Russian culture and folk arts.
- To encourage and coordinate inter-cultural gatherings and performance.
- To provide an opportunity for accomplished singers who have a sincere interest in Russian culture, to share and enjoy through public performance classical, liturgical, or folk choral music in the Russian language, composed by Russians or popular among Russians, and similar music and other art forms in other languages and from other cultures.
- To provide an opportunity for accomplished artists who have a sincere interest in Russian culture, to share and enjoy their form of art.
- To provide a vehicle where aspects of Russian culture that are advantageous to local culture can be observed, understood, and potentially integrated.

## ARTICLE III MEMBERSHIP

Membership in this organization shall be open to all who meet the following criteria:

All new members must be approved by the Board of Directors: The Board of Directors will be notified of the new member application. A majority of the directors must be in favor of granting membership. During the period following application and prior to the Board review and vote on their application, applicants may participate in all RACS activities except for voting as a member. Should the membership be declined, the membership fee will be refunded and the member will no longer be granted membership status.

The Board of Directors may delegate this authority by creating a Membership Committee. This committee will consist of 5 members and function as the approval mechanism for new members. A majority vote in favor of membership is required for an applicant to become a member. This committee can be dissolved and its role revert to the Board of Directors by a majority vote of the Board of Directors.

General Members: Any individual who has a genuine interest in the purposes of this organization, and who wishes to contribute time and talent to further the purposes of the organization. General Members shall have the right to vote at all general membership meetings in accordance with the By-Laws.

Artist Members: Artist Members are those members who have been selected to directly demonstrate artistic talent relevant to the goals and mission of the organization. The membership fee may be waived on approval of the Board of Directors. Artist Members shall be chosen in accordance with the By-Laws from among the General Members using the following criteria:

1. Must make application to the Cultural Director
2. The Cultural Director shall provide applicant the opportunity to demonstrate their artistic ability. These demonstrations may be held with the assistance of evaluators at the discretion of the Cultural Director
3. After demonstration, the Cultural Director determines acceptability using the following criteria:
  - i. Demonstrated skills or abilities
  - ii. Need for skills or abilities demonstrated
  - iii. Commitment to attend rehearsals and perform in concerts or equivalent commitment depending of art form
  - iv. Sincerity of interest in the purposes of the organization

Sponsor Members: Any individual or corporation donating any amount of money, services or goods. The Board of Directors shall determine the form of recognition, privileges and obligations of a Supporting Member. Sponsor Members do not vote.

Membership rolls will be maintained for the members approved by the board of directors.

#### ARTICLE IV MEETINGS

The annual membership meeting of this organization shall be held during the month of September each and every year. The Board of Directors may change when the general meeting occurs.

The Secretary shall notify all members in good standing via mail or electronic means the time and place of the annual meeting at least 5 business days before the date of the meeting.

Regular meetings of this organization shall be held at a suitable place selected by the board.

The presence of not less than twenty five percent (25%) of the members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser percentage may adjourn the meeting for a period of not more than two weeks from the date scheduled by these By-Laws and the Secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called.

Special meetings of this organization may be called by the President when he deems it for the best interest of the organization. Notices of such meeting shall be communicated by mail or electronic means to all members at their addresses as they appear in the membership roll book at least five business (5) days prior to the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. At the request of sixty percent (60%) of the members of the Board of Directors or twenty five percent (25%) of the members of the organization, the president shall cause a special meeting to be called however such request must be made in writing at least five business (5) days before the requested scheduled date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

## ARTICLE V VOTING

At all meetings except for the election of Board Members, all votes shall be by raising of hands. For election of Board Members, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of Board Members. At all votes by ballot the President of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as 'Inspectors of Election' and who shall, at the conclusion of such balloting, certify in writing to the Board of Directors the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

## ARTICLE VI ORDER OF BUSINESS - Board Meetings

1. Roll Call
2. Reading and Acceptance of the Minutes of the preceding meeting
3. Reports of Committees
4. Reports of Officers
5. Old and Unfinished Business
6. New Business
7. Adjournments

## ARTICLE VII BOARD OF DIRECTORS

The business of this organization shall be managed by a Board of Directors consisting of five (5) members, together with the officers of this organization. At least one of the directors elected shall be a resident of the State of Alaska and a citizen of the United States.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization as defined in Article V and they shall serve for a term of two (2) years.

The Board of Directors shall have the control and management of the affairs and business of this organization. The Board of Directors shall only act in the name of the organization when it shall be regularly convened by the President after due notice to all the directors of such meeting. This meeting may be conducted via teleconferencing or videoconferencing.

A simple majority of the members of the Board of Directors shall constitute a quorum and the meeting of the Board of Directors shall be held regularly on the 1<sup>st</sup> day of July each and every year.

Each director shall have one vote and such voting may not be done by proxy.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

The Board of Directors shall select from one of their members a Secretary.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interest of the organization.

The President of the Board of Directors may appoint Advisory Directors to the Board. Advisory Directors are persons with either specialized knowledge useful to the board or provide a leadership function needed by the organization. An example may be an

accountant, attorney, or other profession whose skills are valued by the board or the head of a committee whose function is important to the organization.

Advisory Directors serve at the pleasure of the Board and its President and can be removed by majority vote of the directors or the decision of its President.

## ARTICLE VIII OFFICERS

The initial officers of the organization shall be as follows:

President  
Vice President  
Secretary  
Treasurer  
Cultural Director

The selection of which officer positions are assumed by board members will be determined by agreement of the Board of Directors at a special Board meeting within 2 weeks following of the election of Board Members at the Annual General Membership meetings.

The President shall preside at all membership meetings.

The President shall by virtue of his office be Chairman of the Board of Directors.

The President shall present at each annual meeting of the organization and annual report of the work of the organization.

The President shall appoint all committees, temporary or permanent.

The President shall see all books, reports and certificates required by law are properly kept or filed.

The President shall be one of the officers who may sign the checks or drafts of the organization.

The President shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall in the event of the absence or inability of the President to exercise his office become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president.

The Secretary shall keep the minutes and records of the organization in appropriate books. It shall be the Secretary's duty to file any certificate required by any statute, federal or state.

The Secretary shall give and serve all notices to members of this organization.

The Secretary shall be the official custodian of the records and seal of this organization.

The Secretary may be one of the officers required to sign the checks and drafts of the organization.

The Secretary shall present to the membership at any meetings any communication addressed to him as Secretary of the organization.

The Secretary shall submit to the Board of Directors any communications which shall be addressed to him as Secretary of the organization.

The Secretary shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization.

The Treasurer must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

The Treasurer shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

The Treasurer shall exercise all duties incident to the office of Treasurer.

The Cultural Director shall provide strategic leadership to ensure the development of professional offerings and provide oversight for programming, marketing and managing all aspects of the organization's annual presentations.

The Cultural Director shall undertake a collaborative role with the Board of Directors in the areas of strategic planning, artistic/cultural programming, audience development and fundraising.

The Cultural Director shall work closely with the Board of Directors and Budget Committee to develop the budget and operates within that budget.

The Cultural Director shall provide vision; inspiration and direction in the organizations grant writing tasks.

The Cultural Director shall recommend guest artists for each season for approval of the Board of Directors. She will provide guidance and oversight to these guest artists.

The Cultural Director shall act as an entrepreneurial leader who can catalyze in the cultural arena for mutually advantageous relationships to the organization.

The Cultural Director shall work closely with the Board of Directors to ensure the continuing development of its regional and national profile.

The Cultural Director shall provide leadership as Choir Director and Conductor executing all duties and functions as required to ensure successful completion of choir season performances.

Officers shall by virtue of their office be members of the Board of Directors.

No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

#### ARTICLE IX PROFESSIONAL SERVICES

The organization will have no employees.

The board of directors may contract for professional or other services.

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ARTICLE X COMMITTEES

All committees of this organization shall be appointed by the Board of Directors and serve at the convenience of the Board of Directors.

ARTICLE XI DUES

The dues of this organization shall be determined by the Board of Directors.

ARTICLE XII AMENDMENTS

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than forty percent (40%) of the members.

Adopted by the General Membership September 7, 2010:



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Eric Hutchins, President