



ARKANSAS
SYMPHONY
ORCHESTRA
GUILD

Yearbook Directory 2019-2020

Notice of Confidentiality:

This ASOG Yearbook represents information confidential to our membership. Copies of this publication are made available to members only. It is hoped that all members will afford the Membership Data confidential treatment.

Arkansas
Symphony
Orchestra
Guild

2019-2020

MISSION STATEMENT

Founded in 1968, the Arkansas Symphony Orchestra Guild is the volunteer organization which supports the activities of the Arkansas Symphony Orchestra. Its purpose, as stated in its Bylaws, is to support and promote growth of the Arkansas Symphony Orchestra Society, Inc., by raising funds, advancing music education programs and encouraging audience development.

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ARKANSAS SYMPHONY ORCHESTRA
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www.ArkansasSymphony.org

ASO Guild website: www.arsymphonyguild.org

ARKANSAS SYMPHONY ORCHESTRA GUILD BOARD OF DIRECTORS

PRESIDENT

Betty Herron

1st Vice Pres/Pres-Elect/

Fundraising

Teresa Osam

2nd Vice Pres/Member

Services

Tandy Cobb

3rd Vice Pres/Music

Education

Susan Marsh

4th Vice Pres/Orchestra

Services

Shirley Vanderslice

Treasurer

Gail Davis

Assistant Treasurer

Mary Francis Cotham

Recording Secretary

Pat Luzzi

Fundraising Chair (Designer House)

Larry West

Board Members at Large (Appointed by President)

Debbie Bass

Dale Ronnel

IMMEDIATE PAST-

PRESIDENT

Nikki Lawson

ARKANSAS SYMPHONY ORCHESTRA GUILD COMMITTEE CHAIRS & REPORTING STRUCTURE

1st Vice President of Fundraising: Teresa Osam
Designer House - Larry West (Chair), Paige James,
Kelly Fraiser
Bridge Tournament - Gail Davis, Linda Raff
Public Relations - Jane Dennis

2nd Vice President of Member Services: Tandy Cobb
Corresponding Secretary - Alice Pfeiffer
Guild Notes - Ouida Keck
Hospitality - Jane Liem (Chair), Phyllis Barrier, Peyton
Bishop, Joyce Hendricks, Fran Nelson, Jane Prather
Membership - Mary Jo Lewno
New Member Mentoring - Mary Wilgen, LeeLee Doyle
Programs - George Keck
Yearbook - Debbie Bass (Chair), Ellyse Frazier

3rd Vice President of Music Education: Susan Marsh
Children's Concert - Beth and Paul Nyhus
Orchestra & You - June Lloyd, Dale Ronnel
Stella Boyle Smith Young Artists Competition -
Bob & Jeanne Fitzgerald
Youth Orchestra Liaison - Sherry Shinn

4th Vice President of Orchestra Services: Shirley Vanderslice
Artist Hospitality - Scott Mason
Concert Activities (Ushers) - Lori Llewellyn, Mary Rock
Musician Appreciation - Janice James

Ad Hoc Committees:

Historian: Mary Fine
Photography: Camille Williams

Nominating Committee:

Chair (Immediate Past Pres) - Nikki Lawson
Members - Ouida Keck, Susan Marsh, Beth Nyhus,
Teresa Osam, Camille Williams

ASO Guild Calendar

[bold, italic type denotes ASOG event]

August 2019

29 11:00- *Officer/Chairmen Orientation and Board Meeting*,
1:00 Fitzgerald Hall, St. John Center, 2500 N. Tyler St., 72207

September 2019

19 9:00 *Board Meeting (Prior to Brunch~same location)*
19 10:00 *Fall Brunch Meeting, Country Club of Little Rock,*
4200 Country Club Boulevard, 72207
28 7:30 Masterworks Concert, Robinson Center
29 3:00 Masterworks Concert, Robinson Center

October 2019

1 7:00 River Rhapsodies Series, Clinton Presidential Center
5 7:30 Special Event Concert, Robinson Center
17 3:30 *Board Meeting (Prior to General Meeting~same location)*
17 4:30 *General Membership Meeting, Home of Pat Luzzi*
105 Germay Drive, 72223

November 2019

2 6:00 OPUS Ball XXXV, Little Rock Marriott Hotel
9 7:30 Masterworks Concert, Robinson Center
10 3:00 Masterworks Concert, Robinson Center
12 7:00 River Rhapsodies Series, Clinton Presidential Center
20 4:30 Dr. Ruth Marie Allen Concert Series, (at) UAMS
21 10:30 *Board Meeting (Prior to General Meeting~same location)*
21 11:30 *General Membership Meeting, Home of Jackye Finch*
4716 Hawthorne Road, 72207
22 7:30 Arkansas Symphony Youth Orchestra Fall Concert,
Woolly Auditorium, Arkansas School for the Blind

December 2019

12 5:30 *Holiday Party, Home of Donna Cone*
5500 Country Club Boulevard, 72207
19 7:30 Traditional Holiday Concert, Robinson Center
21 7:30 Pops Concert, Robinson Center
22 3:00 Pops Concert, Robinson Center

ASO Guild Calendar

[bold type denotes ASOG event]

January 2020

16 10:30 **Board Meeting (Prior to General Meeting~same location)**
16 11:30 **General Membership Meeting, Home of Nikki Lawson,**
 8 Sunset Drive, 72207
16 6:00 **Symphony Designer House - "Bare Bones" Party**
 21509 Denny Road, 72223
19 6:00 Mid-Winter Concert for All Youth Orchestras,
 Wilbur D. Mills High School
25 7:30 Masterworks Concert, Robinson Center
26 3:00 Masterworks Concert, Robinson Center
28 7:00 River Rhapsodies Series, Clinton Presidential Center

February 2020

7 10:00 **Children's Concert, Robinson Center**
8 7:30 Pops Concert, Robinson Center
9 3:00 Pops Concert, Robinson Center
13 10:00 **Board Meeting (Prior to General Meeting~same location)**
13 11:30 **General Membership Meeting, Home of Mary Millsap,**
 6 Longfellow Lane, 72207
28 9:00- **Bridge BASH - Tournament Fundraiser (two sessions),**
 4:00 Pleasant Valley Country Club
29 **Stella Boyle Smith Young Artists Competition**
 9:00 Semi-finals
 1:00 Finals
29 7:30 Masterworks Concert, Robinson Center

March 2020

1 3:00 Masterworks Concert, Robinson Center
3 7:00 River Rhapsodies Series, Clinton Presidential Center
12 10:00 **Board Meeting (Prior to General Meeting~same location)**
12 11:30 **General Membership Meeting, Home of Karen Shires,**
 37 Woodstream Cove, 72211
14 7:30 Pops Concert, Robinson Center
15 3:00 Pops Concert, Robinson Center

ASO Guild Calendar

[bold type denotes ASOG event]

April 2020

9 6:00 *Symphony Designer House - "Crescendo" Party*
21509 Denny Road, 72223

10 10:00- *Symphony Designer House - Opens to the Public*
4:00

10 7:30 Arkansas Symphony Youth Orchestra Spring Residency
With Jeremy Crosmer, Woolly Auditorium,
Arkansas School for the Blind

16 3:00 *Board Meeting (Prior to General Meeting~same location)*

16 4:30 *General Membership Meeting, Home of Ann Owen*
2501 N. Pierce Street, 72207

18 7:30 Masterworks Concert, Robinson Center

19 3:00 Masterworks Concert, Robinson Center

21 7:00 River Rhapsodies Series, Clinton Presidential Center

23 6:00 *Symphony Designer House - "Girls Night Out" Party*
21509 Denny Road, 72223

26 6:00 Spring Concert for all Youth Orchestras and the
Arkansas Symphony Youth Orchestra "Side-by-Side"
with the ASO Concert, Wilbur D. Mills High School

May 2020

2 7:30 Masterworks Concert, Robinson Center

3 3:00 Masterworks Concert, Robinson Center

5 7:00 River Rhapsodies Series, Clinton Presidential Center

9 7:30 Pops Concert, Robinson Center

10 3:00 Pops Concert, Robinson Center

10 1:00- *Symphony Designer House - Final day*
4:00

21 10:00 *Board Meeting (Prior to Luncheon~same location)*

21 11:30 *Spring Luncheon, Arkansas Governor's Mansion*
1800 Center Street, 72206

**PAST PRESIDENTS OF THE
ARKANSAS SYMPHONY ORCHESTRA GUILD**

1968-70.....	Nancy Pfeifer
1970-71.....	Vinnie Wittenberg
1971-72.....	Madge Brown
1972-73.....	Judy Snowden
1973-74.....	Barbara Patty
1974-75.....	Barbara Patty
1975-76.....	Beth Rule Nyhus
1976-77.....	Olga Elwood
1977-78.....	Carol Rasco
1978-79.....	Marilyn Owen
1979-80.....	Nan Squire
1980-81.....	Tandy Cobb
1981-82.....	Burke Coleman
1982-83.....	Nancy Bishop
1983-84.....	Ann Burton Portis
1984-85.....	Karen Flake
1985-86.....	Ellon Cockrill
1986-87.....	Linda Murray
1987-88.....	Carol Ann Penick
1988-89.....	Linda Norton
1989-90.....	Courtney Jackson
1990-91.....	Anne McCarley
1991-92.....	Helen Caruthers
1992-93.....	Joyce Landgren
1993-95.....	Penny Rudder
1995-97.....	Kim Montez
1997-98.....	Brigita Gardner
1998-99.....	Dale Ronnel
1999-00.....	Kay Spencer
2000-01.....	Pam Dean
2001-02.....	Nan Squire
2002-03.....	Nancy Horne
2003-05.....	Rosemary Arnold
2005-07.....	Nan Squire
2007-08.....	Larcie Burnett
2008-09.....	Susan Marsh

**PAST PRESIDENTS OF THE
ARKANSAS SYMPHONY ORCHESTRA GUILD
(continued)**

2009-10	Sherry Shinn
2010-11	Mary Wildgen
2011-12	Betty Herron
2012-13	Camille Williams
2013-14	Jane Phillips
2014-15	George Keck
2015-16	Gail Davis
2016-17	Michael Upson
2017-18	Ouida Keck
2018-19	Nikki Lawson

IN MEMORIAM
October 2018-September 2019

*May Griebel
*Lauretta Koenigseder
Larry Morgan
*Ann Burton Portis
Dorothy Schwander
*Anne Turner
*Irene Vratsinas

**Life Member*

**ARKANSAS SYMPHONY ORCHESTRA GUILD
DONOR RECOGNITION
2019-2020**

Thank you to the following individuals who made a donation in addition to their annual membership dues.

BRASS (\$10-\$49)

Earl and Steven Cloud
Dora Jane Flesher
Marlene Zenker

PERCUSSION (\$50-99)

Debbie Bass
Julie and Bob Cabe
Jo Evelyn Elston
Cheryl Fallis
June Lloyd
Martha Mitchell
Norma Moore
Shirley Vanderslice

STRINGS (\$100-\$199)

Anonymous
Jean Hendrix
Betty and Jerry Herron
Larry Morgan
Jane and John Prather

NEW LIFE MEMBERS (\$500)

(none this year)

MEMORIALS

(none this year)

VOLUNTEER OPPORTUNITIES

FUNDRAISING:

PLAYING CARD FUNDRAISER – We will continue this fundraiser, a unique opportunity where we created sets of playing cards showcasing historic sites, landmarks, etc. within the state of Arkansas. We need members to help with distribution and selling the cards.

BRIDGE TOURNAMENT – We will hold our annual “Bridge Bash” Bridge Tournament fundraiser this year on February 29, 2020 to showcase “playing card” games. Members are needed to help with setup, cleanup, check-in and gathering of door prizes.

SYMPHONY DESIGNER HOUSE – This biennial fundraiser will be held next spring April 10 through May 10, 2020. It requires the assistance and expertise of over 500 volunteers, with opportunities including being a sponsor at various levels, room docent, volunteer recruitment, day captain, gift shop and much more!

KROGER COURTESY CARD – Members may obtain a Kroger Food Store Courtesy Card (providing them discounts on store specials) and also participate in Kroger’s philanthropic organization donation program by designating the ASO Guild as the organization they wish to support.

AMAZONSMILES PROGRAM – Amazon donates a small portion of purchases to designated organizations. Go to Amazon using “smile.amazon.com”. Everything is identical – prices and products. On your first visit, you will select the charitable organization to receive your donations (“Arkansas Orchestra Society GuildInc”)

PUBLIC RELATIONS – Promotes the Guild and its activities. This committee engages with the various media sources to promote and publicize Guild events, special dates and accomplishments.

VOLUNTEER OPPORTUNITIES (continued)

MEMBER SERVICES:

GUILD NOTES – Assists the ASOG “Guild Notes” email newsletter editor by providing information and photographs.

HOSPITALITY – Plans and assists with Guild luncheons, monthly meetings and other Guild functions.

NEW MEMBER MENTORING – Mentors acquaint new members with the Guild and help them make new friends too! This committee pairs “experienced” Guild members with new members to help them learn about the Guild, become engaged with our activities and feel welcome.

EDUCATION

CHILDREN’S CONCERT – Help is needed to greet, seat and usher out student groups for this one-hour concert. This year's concert, "Safari - A Musical Journey", will be held at 10:00 am on Friday, February 7, 2020 at Robinson Center and is geared for grades 3-8. Volunteer time commitment is 9:00am to 11:45am.

ORCHESTRA & YOU – Be part of a team that takes music education and the joy of music into our Little Rock area schools (grades K-3).

STELLA BOYLE SMITH YOUNG ARTIST COMPETITION – Held every year and scheduled on February 29, 2020, this competition is for young, talented, aspiring musicians. The committee needs help with organization, implementation and publicity.

ARKANSAS SYMPHONY YOUTH ORCHESTRAS (ASYO) – More than 250 young musicians in four separate orchestras make up the ASYO. Serve on this committee that aids ASO staff during auditions and performances.

VOLUNTEER OPPORTUNITIES

(continued)

ORCHESTRA SERVICES:

CONCERT ACTIVITIES/USHERS- Be a part of the action as a member of the Usher Corps by serving as an usher and providing other assistance for ASO events.

MUSICIAN APPRECIATION – Help make the ASO musicians feel appreciated through special recognition event(s), which typically are a meal provided prior to a performance.

MEMBERSHIP ROSTER

(* Indicates Life Member)

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BYLAWS OF THE ARKANSAS SYMPHONY ORCHESTRA GUILD

ARTICLE I NAME AND PURPOSE

Section 1. Name. The name of this organization shall be the Arkansas Symphony Orchestra Society Guild, Inc., hereinafter referred to as the Guild.

Section 2. Location. The principal office of the corporation shall be located in the City of Little Rock, County of Pulaski. The Corporation may have such other offices, either within or without the State of Arkansas, as the Board of Directors may designate or as the business of the Corporation may require from time to time.

Section 3. Purpose. The purpose of the Guild shall be to organize persons who wish to help on a volunteer basis in the support and promotion of the Arkansas Symphony Orchestra by

- a. cooperating with the Guild in support of the Arkansas Symphony Orchestra
- b. fostering an awareness of music and by furthering community support of the Arkansas Symphony Orchestra both financially and culturally throughout the state.
- c. aiding talented students of music and by advancing music education at all levels in the community, and
- d. sponsoring fund-raising projects and providing other such services that will implement the objectives of the Guild.

ARTICLE II MEMBERSHIP AND DUES

Section 1. Membership. Membership in the Guild shall be open to all who are interested in promoting the objectives of the Guild.

Section 2. Dues. Dues shall be payable on or before the first day of June. The fiscal year shall be from June 1 to May 31. There shall be three categories of Membership: Active, Lifetime and Courtesy. Dues shall be determined by a vote of the Board of Directors.

Section 3. Privileges. Active and Lifetime members shall have the privilege of voting and holding office.

Section 4. Life Members. Life members are those who make a single payment to the Guild of an amount which shall be determined on recommendation by the Board of Directors.

Section 5. Courtesy Members. Courtesy membership may be extended annually at the Board's discretion.

ARTICLE III OFFICERS

Section 1. Officers. The officers shall consist of the President, First, Second, Third, and Fourth Vice Presidents, Recording Secretary, Treasurer, Assistant Treasurer, and such other officers and assistant officers as may be deemed necessary.

Section 2. Election. Officers and board members shall be elected annually by the Guild membership at the Annual Meeting from a slate presented by the Board Nominating Committee or from nominations from the floor.

Section 3. Term of Office. The term of office shall be from June 1 until May 31. The first Vice-President shall become President whenever feasible following his/her term of office. The Assistant Treasurer shall become Treasurer. All officers shall be elected for a one-year term.

Section 4. Duties. The President shall preside at the meetings of the Guild and the Board of Directors. The President shall be the general executive officer of the Guild. The President may appoint committees not otherwise provided for and shall be an ex-officio member of all committees. The President shall represent the Guild at any meetings of organizations at which the Guild desires representation.

The First Vice-President shall assist the President and shall be in charge of financial development and public relations, and shall serve as a member of the finance committee

The Second Vice-President shall be in charge of Member Services and shall oversee those committees as designated by the President.

The Third Vice-President shall be in charge of Music Education and shall oversee those committees as designated by the President.

The Fourth Vice-President shall be in charge of Orchestra Services and shall oversee those committees as designated by the President.

The Recording Secretary shall prepare minutes of the meetings of the Guild and the Board of Directors

The Treasurer shall chair the Finance Committee and be the custodian of the funds of the Guild. The Treasurer shall make payments in accordance with the budget. The Treasurer shall present financial statements at the regular meetings of the Guild and the Board of Directors. The Treasurer shall keep full and accurate records of all invoices and receipts. The Treasurer shall prepare an annual budget in consultation with the Finance Committee for the approval of the Board of Directors and for presentation at the Annual Meeting.

The Assistant Treasurer shall assist the Treasurer in his/her duties and shall serve in such office in the absence of the Treasurer. The Assistant Treasurer shall be a member of the Finance Committee.

Section 5. Resignation, Termination, Absences and Vacancies.

Resignations from the board must be in writing and received by the Recording Secretary. A board member shall be terminated from the board due to excess absences of more than two un-notified absences or three notified absences in a row. A board member may be removed from the board for other reasons by a majority vote of the remaining board members. A vacancy shall exist when one of the following shall occur: a) a board member resigns from office; b) a member resigns as chairman of a standing committee; c) a member is removed by majority vote of the Board of Directors when deemed necessary; d) a board member is terminated due to excess absences. Should a vacancy occur during a given term, such vacancy will be filled by the Board Nominating Committee. Persons so appointed shall serve until the next general election.

ARTICLE IV BOARD OF DIRECTORS

Section 1. Board of Directors. The Board shall include the President, the Immediate Past President, First, Second, Third and Fourth Vice Presidents, Recording Secretary, Treasurer, Assistant Treasurer, Chair of the Fundraiser, and two at-large members. A quorum for the transaction of business shall be a majority of the board. A board member may vote by proxy executed in writing prior to a Board meeting.

Section 2. Election. The Board of Directors shall be elected annually by the Guild membership at the Annual Meeting from a slate presented by the Board Nominating Committee or from nominations from the floor.

Section 3. Duties. The Board of Directors shall have general charge and control of the affairs, funds, and property of the Guild. At the Annual Meeting they shall present to the membership all proposed major program activities and the proposed budget for ratification for the coming year.

Section 4. Vacancies. A vacancy shall be considered to exist when one of the following shall occur: a) a Board member resigns from office; b) a member resigns as chairman of a standing committee; c) a member is removed by 2/3 vote of the Board of Directors when deemed necessary. Should a vacancy occur during a given term, such vacancy will be filled by the Board Nominating Committee. Persons so appointed shall serve until the next general election.

Section 5. Meetings. The meeting of the Board of Directors shall be held monthly or as deemed necessary by the President. Special meetings of the Board of Directors may be called by the President, and in the President's absence, by the first Vice-President. Members of the Board of Directors shall be notified of all meetings by the Recording Secretary who shall send notice not less than three (3) days before the meeting.

Section 6. Quorum and Vote. A quorum for the transaction of business at any regular or special meeting of the Board of Directors shall consist of 1/3 of the Board. A majority of votes cast shall decide any question that may properly come before the meeting, excepting vacancies.

ARTICLE V COMMITTEES

Section 1. Standing Committees are those whose activities are vital to the program of the Guild. Standing Committees shall be determined each year by the Board of Directors to fulfill the administrative and program responsibilities of the Guild. A Chair and Co-Chair, if deemed necessary, for the Standing Committees shall be presented by the Standing Committee Nominating Committee for the election by the Guild at the annual meeting. The Chairs of the Standing Committees report to their respective vice presidents.

Section 2. Special committees. Special Committees may be appointed by the President, who shall designate their powers and the terms of the committee's appointment.

3. Nominating Committees. The Board Nominating Committee shall be composed of five (5) Guild members, including the Immediate Past President, who shall serve as Chair. One of the five members shall have served on the immediate past Board Nominating Committee. The committee shall be selected annually by the Chair and approved by the Board of Directors at their first meeting. The duties of this committee shall be to present a slate for the election of those members of the Board of Directors by the membership at the March membership meeting and to fill vacancies on the Board as they occur throughout the Guild year. The Standing Committee Nominating Committee shall consist of the Incoming President, who shall serve as Chair, and the four incoming Vice Presidents. Each member of this committee is responsible for presenting nominees for those reporting to him/her. The Chair is responsible for coordinating the selection of a slate of chairs which is presented to the Board of Directors for approval at the May Board meeting. Committee vacancies occurring during the year are filled by each respective Vice President in consultation with the President. The term of office of all Standing Committees shall be from June 1 until May 31 and all Chairs shall be elected for a one-year renewable term.

Section 4. Finance Committee. The Finance Committee will consist of the Treasurer who will serve as Chairman, First Vice-President, and Assistant Treasurer. This committee shall recommend dispersal of funds to the Arkansas Symphony Orchestra Board after analyzing the budget needs for the coming year and present these conclusions to the Board of Directors for approval.

ARTICLE VI **INDEMNIFICATION OF DIRECTORS AND OFFICERS**

Section 1. Mandatory Indemnification. In accordance with Ark. Code Ann. #4-33-852 and 4-33-856, the Corporation shall indemnify any Director or officer and his or her estate or personal representative who is wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Director or officer is a party by virtue of his or her status as a Director or officer of the Corporation

Section 2. Permissible Indemnification. Pursuant to A.C.A. #4-33-851 and except as provided in Section 3 below, the Corporation may indemnify a Director or officer made a party to a proceeding by virtue of his or her status as a Director or officer, against liability incurred in the proceeding if the following conditions are met: (1) the Director or officer conducted himself or herself in good faith; (2) with respect to conduct in his or her official capacity, the Director or officer had reason to believe that his or her conduct was in the best

interests of the Corporation; and (3) in cases of conduct not in his or her official capacity, the Director or officer had reason to believe that his or her conduct was at least not opposed to the best interest of the Corporation.

Section 3. Prohibition of Indemnification in Certain Cases. The Corporation shall not indemnify a Director or officer in connection with any proceeding by or in the right of the Corporation in which the Director or officer was adjudged liable to the Corporation, or in connection with any other proceeding charging improper personal benefit to the Director or officer, whether or not involving action in his or her official capacity, in which the Director or officer was adjudged liable on the basis that personal benefit was improperly received by the Director or officer.

Section 4. Procedure for Authorizing Indemnification of Directors. Before the Corporation may indemnify any Director pursuant to Section 2 above, a determination must be made that indemnification of a Director is permissible because the Director has met the standards of conduct set forth in Section 2 of this Article VI. The Board of Directors shall make that determination by a majority vote of a quorum consisting of Directors who are not at the time parties to the proceeding; provided, however, that if such a quorum cannot be obtained, then the determination shall be made either by a committee designated by the Board of Directors or by special legal counsel in accordance with A.C.A. #4 33 855(b) (2) and (3). Furthermore, the Corporation may not indemnify a Director until twenty (20) days after the effective date of the written notice of the proposed indemnification to the Attorney General of the State of Arkansas. The Corporation may pay for or reimburse the reasonable expenses incurred by a Director or officer who is a party to a proceeding in advance of final disposition of the proceeding upon authorization made in accordance with A.C.A. #4-33 855 and upon satisfaction of all the conditions prescribed in 4-33-853.

Section 5. Insurance. The Corporation may purchase and maintain insurance on behalf of its Directors and officers to insure against liabilities asserted against or incurred by the Corporation's Directors or officers in that capacity or arising from their status as Directors and officers, whether or not the Corporation would have the power to indemnify them against the same liability under the preceding sections of this Article VI.

Section 6. Definitions. The following definitions apply to the indemnification provisions of this Article VI:

(a) Proceeding. "Proceeding" means any threatened, pending or completed civil action, suit or proceeding, whether judicial, administrative, or investigative, and whether formal or informal.

- (b) **Liability.** “Liability” means the obligation to pay a judgment, settlement, penalty, fine (including excise tax assessed with respect to an employee benefit plan), or reasonable expenses actually incurred with respect to proceeding.
- (c) **Expenses.** Indemnification against expenses which is mandated or permitted under this Article VI is limited to reasonable expenses, including attorneys’ fees, incurred in connection with a proceeding.
- (d) **Ark. Code Ann.** All citations in these Bylaws to “Ark. Code Ann.” or to “A.C.A.” shall refer to the Arkansas Code of 1987 Annotated, as amended from time to time by the Arkansas Legislature.

ARTICLE VII CONTRACTS, LOANS, CHECKS, AND DEPOSITS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authorization may be general or confined to special instances.

Section 2. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to special instances.

Section 3. Checks, Drafts, etc. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officers, agent or agents, of the Corporation and in such a manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

ARTICLE VIII MEETINGS OF THE GUILD

Section 1. Annual Meeting. The annual meeting of the membership of the Guild shall be held in April or May of each year for the purpose of acting on the report of the Board Nominating Committee and approving the annual budget. If the election of Directors shall not be held on the dates designated herein for any annual meeting of the members, or at any adjournment thereof,

the Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as may be convenient.

There will be a minimum of four general meetings each year held on a periodic basis on the call of the President.

Special Meetings. Special Meetings may be called by the President, Board of Directors or by no less than 10% of Guild members provided two weeks' notice of such meetings is sent to Guild members.

Section 2. Place, Purpose and Notification of Meetings. The Board of Directors may designate the location for all meetings. Written, printed, or e-mailed notice stating the place, day, and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be sent to the general membership not less than two weeks prior to the date of the meeting.

Section 3. Proxy Vote. At the Annual Meeting, a member may vote by proxy executed in writing prior to the meeting.

Section 4. Quorum and Vote. A quorum for the transaction of business at any membership meeting of the Guild shall consist of a majority of the voting members present. A majority of votes cast shall decide any question that may properly come before the meeting.

ARTICLE IX **AMENDMENTS AND RULES OF ORDER**

Section 1. Amendments. The Bylaws may be amended by a 2/3 vote of those members present and voting at any meeting of the Guild called for that purpose.

Section 2. Rules of Order. Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure not specifically covered by the Bylaws or by special rules of procedure adopted by the Guild.

CERTIFICATE

I, the undersigned, hereby state and certify that the foregoing is a true, corrected and conformed copy of the Bylaws of THE ARKANSAS SYMPHONY ORCHESTRA SOCIETY GUILD (Amended as of DATE) duly adopted by the affirmative vote of more than two-thirds of the members voting on it at a meeting held on DATE, and that the same have not been altered, modified, amended or repealed in any respect and remain in full force and effect on this date.

ALICE PFEIFFER
Recording Secretary
Last Revised – April 2019

ARKANSAS SYMPHONY ORCHESTRA GUILD POLICIES AND PROCEDURES

The business of the Guild takes place at the monthly Board meetings. A quorum of Board members (2/3) is required to conduct business. The Board includes the President, Immediate Past President, First, Second, Third and Fourth Vice Presidents, Recording Secretary, Treasurer, Assistant Treasurer, Chair(s) of the Fundraiser, and two at-large members.

Committee chairs report to their VP, who then submits a report to the Board.

Approved expenditures require receipts for reimbursement.

Each Chair completes a report of that committee's activities and submits to the pertinent Vice President.

Each Chair is urged to send thank-you notes to persons for services involved with his/her committee.

Mailings to the general membership require the President's approval.

Payment is required to confirm a reservation to any ticketed Guild function.

When a Standing Committee Chair position becomes vacant, the Vice President overseeing this committee assumes the duties of this position until a replacement is appointed.

The Guild shall not disperse year-end funds until all financial transactions are completed or on the recommendation of the Finance Committee.

All major fundraisers require a written budget and system of checks and balances between the Treasurer and the Chair(s) of the project for all funds received and dispersed.

The Board of Directors determines exceptions to persons paying to attend ASOG ticketed events.

All website submissions must be submitted to the president for approval. All approved submissions will be incorporated into the website in a timely manner.

Last revised – April 2019

ARKANSAS SYMPHONY ORCHESTRA SOCIETY, INC.

BOARD LIST for 2019-2020

Executive Committee

Jan Hundley, *Chair*

Richard P. Wheeler, M.D., *Immediate Past Chair*

Rick Adkins, *Governance Committee Chair*

Carolyn Witherspoon, *Personnel Committee Chair and Secretary*

John Rowland, *Treasurer/Finance Committee Chair*

David Gerstein, *ASO Player's Association President*

Phil Peters, *Development Committee Chair*

Susan Marsh, *Education Committee Chair*

T. Martin Davis, *Joint Committee on Orchestra Affairs Committee Chair*

Terri Erwin, *Opus Advisory Committee Chair*

Brigita Gardner, *Guild Liaison Committee Chair*

Ellen Gray, *At Large*

Lee Ronnel, *At Large*

Martin Thoma, *At Large*

Directors

Elizabeth Andreoli

Philip Kaplan

GUILD

Suzanne Babbie

Philip Kenney

REPRESENTATIVES

Debi Barnes

D. Dean Kumpuris

Betty Herron - ASO Guild

Phyllis Barrier

Joseph Lampo

Kathy Westmoreland -

Rene Bressinck

Christi Lemery

Russellville Symphony Guild

Lisa Brumley

Lauriann Lines

Jim Gifford - Hot

Meredith Catlett

Supha Mays

Springs/Hot Springs

Alan Cochran

Dr. Robert Moore

Village Symphony Guild

Denise Compton

Lynn Parker

Jane Cornish

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Instructions for UNUSED TICKETS

Unused ASO Tickets are tax-deductible when ample notice is given for the seats to be resold.

Please call the ASO Office [501-666-1761] no later than:

- Friday afternoon for weekend concerts
- Monday afternoon for Tuesday River Rhapsodies Series Concerts

♪ *Notes* ♪

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