

Proposed AMS By-Laws Revisions - September 2025

CURRENT	PROPOSED	RATIONALE
ARTICLE IV. COUNCIL		
<p>A. The Council of the Society shall consist of not more than sixty regular members plus two student members from each chapter.</p> <p>1. The regular members of the Council shall be scholars who have made notable contributions to the stated object of the Society. Regular members of the Council shall serve terms of three years, a quota of not more than twenty being elected in any year.</p>	<p>A. The Council of the Society shall consist of not more than sixty regular members plus two student members from each chapter.</p> <p>1. The regular members of the Council shall be scholars individuals who have made notable contributions to the stated object of the Society. Regular members of the Council shall serve terms of three years, a quota of not more than twenty being elected in any year.</p>	<p><i>The term “scholar” is replaced by “individual” to better reflect the professional diversity of the Society and the contributions to musical knowledge generated by professionals working outside the academy.</i></p>
<p>2. The student members of the Council shall be students who have embarked on doctoral programs in any field of musical scholarship. Student members have voting privileges for matters arising at Council meetings, but not for elections. Student members shall serve overlapping terms of two years. One student shall be elected or chosen in each Chapter each year.</p>	<p>2. The student members of the Council shall be students who have embarked on doctoral advanced educational programs in any field of musical scholarship. Student members have voting privileges for matters arising at Council meetings, but not for elections. Student members shall serve overlapping terms of two years. One student shall be elected or chosen in each Chapter each year.</p>	<p><i>The term “doctoral” is replaced by “advanced educational” to better encompass the diversity of educational programs devoted to the advanced study of music.</i></p>

<p>B. The Council shall elect a Secretary from past or present regular members of the Council for a term of two years. A Council Secretary may be elected to continue in office up to a maximum term of twelve years, and shall, if not currently an elected member of the Council, serve as an <i>ex officio</i> member of the Council. The Council Secretary is charged with the coordination of all Council activities and will function as liaison between the Council and the Board of Directors, in close cooperation with the Secretary of the Society. The Council Secretary shall serve as an ex officio member of the Board of Directors.</p>	<p>B. The Council shall elect a Secretary from past or present regular members of the Council for a term of two years. A Council Secretary may be re-elected by a two-thirds vote of the Board of Directors to continue in office for two-year terms, up to a maximum of six terms, or twelve years total. The Council Secretary shall, if not currently an elected member of the Council, serve as an ex officio member of the Council. The Council Secretary is charged with the coordination of all Council activities and will function as liaison between the Council and the Board of Directors, in close cooperation with the Secretary of the Society. The Council Secretary shall serve as an ex officio member of the Board of Directors.</p>	<p><i>This language added in bold provides a means for re-electing a serving Council Secretary and is based on the model for re-electing the Board Secretary (Article V: Officers, Section C) through a two-thirds vote of the Board.</i></p>
<p>E. The Council shall nominate the candidates for election to the Ethics Committee.</p>	<p>E. The Council shall nominate the candidates for election to the Ethics Committee.</p>	<p><i>This revision will sunset the Ethics Committee. The work of the Ethics Committee stands outside the legal purview of the Society. In the current political climate, the remit of the Ethics Committee puts its members at legal risk.</i></p>
<p>ARTICLE VI. BOARD OF DIRECTORS</p>		
<p>C. Meetings of the Board of Directors shall be called by the President or by the</p>	<p>C. Regular meetings of the Board of Directors shall be called by the President</p>	<p><i>This revision allows for the calling of emergency meetings of the Board of</i></p>

Secretary whenever directed by the President, by the Board of Directors or five members thereof. Notice of the time and place of such meetings shall be provided at least ten days in advance.	or by the Secretary whenever directed by the President, by the Board of Directors or five members thereof. Notice of the time and place of such meetings shall be provided at least ten days in advance. Emergency meetings of the Board of Directors may be called by the President, Secretary, or Executive Director with lesser notice of time and place, but only in exigent circumstances.	<i>Directors with less notice and, if necessary, by the Executive Director.</i>
D. The President shall function as Chair of the Board of Directors. In the absence of the President, the Chair shall devolve upon the succeeding officer who is present in the following order: Vice-President, President-elect, Secretary. Decisions shall be by absolute majority vote of the Directors present unless otherwise provided by these ByLaws or by the laws of the State of New York. A quorum of the Board of Directors shall be seven and shall include at least two officers. In the event of an emergency, the President or Executive Director shall be empowered to act, subject to the earliest possible ratification by the Board of Directors.	D. The President shall function as Chair of the Board of Directors. In the absence of the President, the Chair shall devolve upon the succeeding officer who is present in the following order: Vice-President, President-elect, Secretary. Decisions shall be by absolute majority vote of the Directors present, unless otherwise provided by these ByLaws or by the laws of the State of New York. A quorum of the Board of Directors shall be seven voting members with at least two officers present . In the event of an emergency, the President or Executive Director shall be empowered to act, subject to the earliest possible ratification by the Board of Directors.	<i>The addition in bold clarifies that a quorum of the Board of Directors requires seven <u>voting</u> members. The Executive Director is not counted for the purposes of quorum, but may be counted for the purpose of meeting the minimum officer requirement.</i>
ARTICLE VII. COMMITTEES		
B. Standing committees shall be Executive, Finance, and Ethics.	B. Standing committees shall be Executive and Finance, and Ethics.	<i>The work of the Ethics Committee stands outside the legal purview of the society. In the current political climate, the remit of</i>

		<i>the ethics committee puts members at legal risk.</i>
B.3. The Ethics Committee shall be charged with advising the President, the Executive Director, the Board, and the Council on matters pertaining to ethical conduct within the spaces, events, and publications of the AMS. It shall be elected by the AMS membership from a roster nominated by the Council and approved by the Board.	B.3. The Ethics Committee shall be charged with advising the President, the Executive Director, the Board, and the Council on matters pertaining to ethical conduct within the spaces, events, and publications of the AMS. It shall be elected by the AMS membership from a roster nominated by the Council and approved by the Board.	<i>The work of the Ethics Committee stands outside the legal purview of the society. In the current political climate, the remit of the Ethics Committee puts its members at legal risk.</i>
ARTICLE IX. MEETINGS OF MEMBERS		
A.1. An annual meeting of members shall be held at a time and place to be determined by the Board of Directors, but not earlier than August 15 nor later than December 27 of each year. The Council shall advise the Board of Directors concerning any significant changes of policy regarding the place and date of the annual meeting.	A.1. An annual meeting of members shall be held at a time and place to be determined by the Board of Directors, but not earlier than August 15 nor later than December 27 of each year. The Council shall advise the Board of Directors concerning any significant changes of policy regarding the place and date of the annual meeting.	<i>This change simplifies the text by removing outdated or overly specific language.</i>