

# **MONTANA STATE MUSIC TEACHERS ASSOCIATION**

Organized 1927

Affiliated with Music Teachers National Association

Organized 1876

## **CONSTITUTION and BYLAWS**

Revised: June 1997

Amended: June 1998

Amended: June 1999

Revised: November 2005

Revised: November 2013

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## **CONSTITUTION**

### **PREAMBLE**

*The Montana State Music Teachers Association, an affiliate of the Music Teachers National Association (MTNA), in order to further the art of music; and to promote the growth and professional development of its members by providing programs that encourage and support teaching, performance, composition, and research; and being a not-for-profit organization whose funds are used solely to accomplish these objectives and not to the benefit of any private individual, does hereby adopt this Constitution and Bylaws.*

### **ARTICLE I – MEMBERSHIP AND DUES**

Section 1. Membership classifications and privileges shall be prescribed in the Bylaws of the Montana State Music Teachers Association, hereinafter designated as “MSMTA”, or as the “Association”.

Section 2. Membership dues shall be proposed by the Finance Committee and approved by the membership of the MSMTA at an annual meeting.

Section 3. Membership in the Association may be terminated by the member or revoked by the Association as prescribed in the Bylaws.

### **ARTICLE II - AFFILIATED LOCAL ASSOCIATIONS AND DISTRICTS**

Section 1. Any city, town or area music teachers association may become and remain affiliated with MSMTA by fulfilling the requirements of membership as stated in the Constitution and Bylaws.

Section 2. MSMTA members in cities, towns, or areas where there are no affiliated local associations may combine to form districts.

Section 3. The Executive Committee may suspend or terminate any affiliated association or district at any time for justifiable cause, as outlined in the Bylaws, subject to ratification of this action by the MSMTA Board.

### **ARTICLE III - OFFICERS**

Officers of the Association shall be a President, President-Elect, Secretary, Treasurer, Membership Secretary, and Immediate Past President. The manner of election and the duties of each officer shall be defined by the Bylaws.

### **ARTICLE IV - EXECUTIVE COMMITTEE**

Section 1. The Executive Committee shall be comprised of the President, President Elect, Secretary, Treasurer, Membership Secretary, and Immediate Past President.

Section 2. The Executive Committee shall determine policies of the Association in consultation with the MSMTA Board and within the limits of the Constitution and Bylaws. It shall actively pursue the purposes of the Association and shall have discretion in the disbursement of all funds of the Association. It may not spend more than \$100 for purposes other than those specified in the approved budget unless a greater amount is approved by the Association membership. It may adopt such rules and regulations for the conduct of Association business as shall be deemed advisable and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

Section 3. QUORUM. A majority of the members of the Executive Committee (at least one of them being President or President-Elect) shall constitute a quorum to transact business.

### **ARTICLE V - MSMTA BOARD**

Section 1. The MSMTA Board (hereafter designed as the "Board") shall be comprised of the Executive Committee, affiliated local association presidents, district representatives, and the chairs of the Standing Committees.

Section 2. The MSMTA Board may make recommendations to the Executive Committee regarding policy and membership concerns.

Section 3. The MSMTA Board shall have the power to rescind any decision of the MSMTA Executive Committee by a two-thirds (2/3rds) vote .

Section 4. QUORUM. Three (3) officers and a simple majority of Board members shall constitute a quorum of the MSMTA Board.

Section 5. The Executive Committee may submit items of business by mail to the full membership of the MSMTA Board requesting a vote via a mail ballot. The contents of the proposals and the results of such mail ballots shall be reported to the Secretary, approved and incorporated in the Minutes of the next meeting of the MSMTA Board.

Section 6. The MSMTA Board shall provide and regularly update a handbook for officers and committees, which shall include the duties of the officers and committee chairs, and other pertinent information.

#### **ARTICLE VI - COMMITTEES**

The President, subject to the approval of the Executive Committee, shall appoint such Standing and Special Committees and chairs as may be required by the Constitution and Bylaws, or as he or she may deem beneficial to the Association. The President shall be an *ex officio* member of all committees except the Nominating Committee. All Standing Committees serve for a period of two (2) years, with the exception of the Conference Committees or other Special Committees.

#### **ARTICLE VII - MEETINGS**

Section 1. At the annual conference, there shall be one or more business meetings of the Association, the time and place to be determined by the Executive Committee. Notice of such meetings shall appear in the official Association publication at least (30) days prior to the time appointed. At these meetings, the President shall permit the general membership to bring forward items for consideration.

Section 2. QUORUM. Three (3) officers and fifteen (15) percent of the Active members shall constitute a quorum for the election of officers and for the transaction of business at any annual meeting.

Section 3. Special meetings of the Executive Committee may be called by the President, or upon the request of not less than four (4) members of the Executive Committee, or upon a signed petition from fifteen (15) percent of the Active members of the Association.

Section 4. The MSMTA Board shall meet at least once each year. Prior to such meeting(s) the Executive Committee will meet to prepare various items to be presented before the MSMTA Board. Special meetings of the MSMTA Board may be called by the President, or upon the request of not less than a simple majority of the members of the MSMTA Board, or upon a signed petition from twenty (20) Active members of the Association.

Section 5. The rules contained in the current edition of *Robert's Rules of Order* shall govern the Association in all cases to which they are applicable, and in which they are not inconsistent with the Constitution and Bylaws of the Association, or any special rules of order the Association may adopt.

Section 6. The President may appoint a Parliamentarian to provide opinion during various meetings.

### **ARTICLE VIII - PUBLICATION OF CONSTITUTION AND BYLAWS**

The MSMTA Constitution and Bylaws shall be printed in the *Member Directory* and distributed to the membership in even-numbered years. The *Member Directory* is prepared by the President-Elect, with the assistance of the Membership Secretary.

### **ARTICLE IX - AMENDMENTS**

Section 1. This Constitution may be amended upon the recommendation of the Executive Committee and the MSMTA Board at any annual meeting of the Association by a two-thirds (2/3rds) vote of the members present. Written notice of the proposed amendment(s) must be submitted to the membership of the MSMTA at least thirty (30) days in advance of the meeting date.

Section 2. Upon the recommendation of the Executive Committee and the MSMTA Board, this Constitution may be amended by a mail ballot. Approval by a two-thirds (2/3rds) vote shall constitute amendment. The ballot and proposed amendments must be submitted to the members of the MSMTA at least thirty (30) days in advance of the required return date. The date for return of the completed ballots must be clearly stated on the ballot.

### **ARTICLE X - DISSOLUTION**

This Association may be dissolved as provided in the Bylaws.

# **BYLAWS**

## **ARTICLE I - MEMBERSHIP CLASSIFICATIONS**

Section 1. **ACTIVE MEMBERSHIP.** Active Membership shall be open to all individuals professionally engaged in any field of music activity. Those persons holding Active Membership shall be entitled to participate in all Association activities and programs, to vote, hold office, and receive the official Association publications. All MSMTA members must be members of MTNA.

Section 2. **COLLEGIATE MEMBERSHIP.** Collegiate Membership shall be open to all college students currently involved in music study and who are also members of MTNA, a local Association or District, and a collegiate chapter, if one exists. Collegiate members shall be entitled to the same privileges as Active members, but shall not have the right to vote, hold office, or enter students in MTNA Competitions. They may, however, enter students in competitions sponsored by MSMTA.

## **ARTICLE II - REVOCATION OF MEMBERSHIP**

1. Termination of membership for non-payment of dues is automatic 60 days beyond the due date. Membership may be reinstated upon payment of the dues.
2. The Board may terminate a membership by a 2/3rds vote if it determines that termination is in the best interest of MSMTA, or if continued membership is adverse to the purposes of MSMTA as stated in the Preamble to the Constitution.
3. The Board shall only consider and vote upon the proposed termination of a membership after the member has been advised of the alleged reason for termination and has been provided an opportunity to present information to the Board on his or her behalf. If membership is terminated, the individual may appeal to the Board for reconsideration of that decision. The Board will determine whether to uphold the membership termination by a 2/3rds vote. In the event a membership is terminated, a dues refund will not be given.

## **ARTICLE III - FISCAL YEAR**

The fiscal year shall commence on July 1 and shall end on June 30.

## **ARTICLE IV - MEMBERSHIP YEAR AND DUES**

Section 1. The membership year for all Active members shall be July 1 to June 30. The Collegiate student membership year shall be October 1 to September 30.

Section 2. DUES.

(a) Dues for Active and Collegiate members shall be in the amounts recommended by the Finance Committee and approved by the membership.

(b) Annual dues for Active and Collegiate members shall be payable upon receipt of dues notice from MTNA, and due on the first day of their membership year.

(c) Dues are delinquent 60 days beyond the renewal date, after which date members are not in good standing and are not entitled to any of the privileges of membership until dues are paid for the current membership year.

(d) After January 1, new member dues will be prorated at one-half of the annual amount.

## **ARTICLE V - ELECTION OF OFFICERS**

Section 1. A Nominating Committee shall be appointed by the President in odd-numbered years to nominate MSMTA officers. The committee shall consist of the Immediate Past President and three (3) Active members of the Association. The Nominating Committee shall prepare a slate of no more than two (2) candidates for each office. This slate shall appear in an issue of the official Association publication at least thirty (30) days before the date of the annual meeting of the Association.

Section 2. The Active members of MSMTA shall elect the officers of the Association by a majority vote. Nominations from the floor shall be allowed, provided the nominee is eligible for election and has consented to be a candidate. That consent must be given in writing or in person at the meeting. Election by the members must be by anonymous ballot, and each office shall be voted on separately. In the event of only one nominee for an office, the President may recommend election by general consent. The election shall take place at the conclusion of the annual meeting of the members in even-numbered years.

Section 3. The President-Elect, upon completion of his or her term of office, shall become President of the Association. Should the elected President-Elect be unwilling or

unable to assume the Presidency, the President shall be elected, for that term only, in the same manner as that of the other officers.

Section 4. Each officer shall be elected for a term of two (2) years.

Section 5. The officers' terms of office (except for that of Treasurer) shall begin immediately upon election at the annual meeting of the Association in even-numbered years.

Section 6. The term of the office for Treasurer shall be the same as the fiscal year, beginning on July 1 following the annual meeting of the Association in even-numbered years and ending on June 30 two (2) years later.

Section 7. No officer, except the Immediate Past President, may concurrently hold a national, divisional, or state office.

Section 8. A vacancy in any office (except that of President), shall be filled by the President selecting a successor in consultation with the Executive Committee, and be subject to the approval of the Board. An appointed President-Elect cannot assume the office of a vacant President without being elected to that office.

## **ARTICLE VI - DUTIES OF MSMTA OFFICERS**

Section 1. PRESIDENT. The President shall be the principal elected officer of the Association and shall preside at meetings of the Association, the Executive Committee, and the MSMTA Board. The President shall serve as an *ex officio* member of all committees except the Nominating Committee. He or she shall be responsible for planning the annual conference and shall secure the featured performing artists and any keynote speaker, and serve as host to the conference artists. He or she shall contact competition judges after consulting with the Competition Chair(s) who will administer and coordinate judges. He or she shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

Section 2. PRESIDENT-ELECT. The President-Elect shall assume all duties of the President in the absence of that officer and shall assist the President as needed. He or she shall chair the Membership Committee, coordinate all activity relating to recruitment, retention and development of members, and coordinate publication of the Member Directory. He or she shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

Section 3. TREASURER. The Treasurer shall be responsible for overseeing (in cooperation with the President) all financial affairs of the Association, and shall chair the Finance Committee. He or she shall receive MSMTA rebate dues from the Membership Secretary, and all other monies paid to the Association. He or she shall write checks for the amounts authorized by the Executive Committee and the budget as approved by the members. He or she shall be responsible for the preparation of periodic reports to the Executive Committee, a written annual report to the entire membership, and shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

Section 4. MEMBERSHIP SECRETARY. The Membership Secretary shall receive MSMTA rebate dues from MTNA, issue permanent membership cards, keep a record of paid members, provide follow-up contact with delinquent members, and notify local association presidents of their members who are delinquent. He or she shall work directly with the President-Elect to prepare the Member Directory to provide accurate records.

Section 5. SECRETARY. The Secretary shall record the minutes of all meetings of the Executive Committee, the Board, and Association, and shall distribute copies of minutes in legal form to all members of the Executive Committee and the Board. He or she shall serve as custodian of all properties of the Association with the exception of those pertaining to Certification, Historian, and Educational Resource Library, and shall maintain files of reports from various offices. He or she shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Association.

## **ARTICLE VII - AFFILIATED LOCAL ASSOCIATIONS AND DISTRICTS**

Section 1. Any town or city music teachers association may petition to the Executive Committee for affiliation in MSMTA by providing evidence that the following requirements have been fulfilled:

- a. That two (2) copies of the local association governing document(s) (e.g., Constitution and Bylaws) have been filed with the Secretary, and that they are consistent with those of MSMTA.
- b. That its fiscal and membership year coincide with that of MSMTA.

Section 2. Upon determining that a petitioning local music teachers association has fulfilled the requirements of Section 1 of this Article, MSMTA shall approve the petition.



Section 3. In referring to its affiliation, each local association shall use the phrase "Affiliated with the Montana State Music Teachers Association". This specified phrase shall be included in the Constitutions of all affiliate local associations and districts.

Section 4. Annual renewal of a local association or district shall be made without reconsideration by MSMTA provided:

- a. That the affiliate has not formally notified MSMTA that it wishes to discontinue affiliation.
- b. That all changes in the Constitution and Bylaws of the affiliated local association or district have been filed with MSMTA, that they are consistent with the Constitution and Bylaws of MSMTA, and have been approved by MSMTA.
- c. That it guarantees on the basis of submitted membership rosters that one hundred (100) percent of its Active and Collegiate members who meet the requirements of MTNA's Active or Collegiate Membership are members in good standing of MTNA.

#### **ARTICLE VIII - MSMTA BOARD**

Section 1. The MSMTA Board shall be composed of the Executive Committee, Affiliated Local Association Presidents, District Representatives if applicable, and Chairs of Standing Committees.

Section 2. Chairs of Standing Committees (except those Standing Committees chaired by a member of the Executive Committee), are appointed by the President and may include the following: College Faculty, Conference, Continuing Education, Festival, Finance, Historian, Legislative, Membership, MSMTA Scholarships, MTNA Competitions, MTNA Foundation, Nominating, Past Presidents Advisory Committee, Publications, and Technology.

Section 3. GUIDELINES. Guidelines covering the duties and procedures of each Standing or Special Committee shall be established and approved by the Executive Board. All Guidelines shall conform to the letter and spirit of these By Laws. Changes to Guidelines can be made with the approval of the Executive Committee, without the vote of the MSMTA Board or membership.

## **ARTICLE IX – STANDING COMMITTEES**

Section 1. MTNA CERTIFICATION. The Certification Chair will serve as a liaison between the National and State Associations. MSMTA's Certification Chair will encourage members to become nationally certified.

Section 2. The FINANCE COMMITTEE consists of the Treasurer and three (3) members. It presents a budget for the ensuing fiscal year for the membership to approve at the Annual meeting. It reviews the Treasurer's records and financial statements in even-numbered years. The Finance Committee shall then file its written report with the Treasurer and publish it in the next *Montana Music News*.

Section 3. The LEGISLATIVE COMMITTEE consists of the Chair and not more than three (3) members. It examines resolutions for consistency with the Constitution and Bylaws of the Association, and examines and proposes amendments. The Legislative Committee recommends any changes to the Executive Committee.

Section 4. The MEMBERSHIP COMMITTEE consists of the President-Elect, the Membership Secretary, Local Association Presidents, and District Representatives, if applicable.

Section 5. The PAST PRESIDENTS' ADVISORY COMMITTEE shall consist of all past presidents of MSMTA who are Active members. This committee shall serve in an advisory capacity to the Executive Committee. The MSMTA Immediate Past President shall serve as chair of this committee.

## **ARTICLE X - OFFICIAL PUBLICATION NOTICE TO MEMBERS**

Section 1. The *Montana Music News* shall be the official MSMTA publication. All official notices shall be published therein, and such publication shall constitute notice to all members. The *Montana Music News* shall be sent to all members.

Section 2. A financial statement showing assets, liabilities, receipts, and disbursements of MSMTA shall be published in the issue of the *Montana Music News* immediately following the end of the fiscal year.

Section 3. The MSMTA Constitution and Bylaws shall be published in the *Member Directory*.

## **ARTICLE XI - AMENDMENTS**

Section 1. The Bylaws may be amended at the annual meeting by a two-thirds (2/3rds) vote of the Active members present, providing notice has been given at least thirty (30) days prior to such a vote.

Section 2. Bylaws may also be amended by referendum as provided in Article XII.

## **ARTICLE XII - REFERENDUMS**

Section 1. The Executive Committee may at any time, by the affirmative vote of two-thirds (2/3rds) of its members, refer any question of Association policy (including proposals for changes to the Constitution or Bylaws) to the Active members of the Association for a determination by mail ballot.

Section 2. The Executive Committee shall, in like manner, submit any question of Association policy (including proposed changes in the Constitution or Bylaws), for determination by the Active members of the Association, whenever directed so to do by a *resolution* adopted by the affirmative vote of a majority of those voting at any regularly-called meeting of the membership.

Section 3. Whenever directed to do so by a petition signed by not less than ten (10) percent of the active members of the Association, the Executive Committee shall, by the affirmative vote of two-thirds (2/3rds) of its members, submit any question of Association policy (including proposals for changes in the Constitution or Bylaws), to the Active members of the Association for a determination.

Section 4. Ballots for use in any such referendum shall be prepared, distributed, and counted in accordance with the following procedures:

- a. The Association Secretary shall mail to each voting member not less than thirty (30) days before the election date: (1) A copy of the resolution or petition; (2) an official ballot; and (3) an envelope addressed to "MSMTA Secretary" with the words "Official Ballot" clearly marked on the face thereof.
- b. Such ballots sealed in the envelope provided shall be postmarked not less than ten (10) days before the election date to the Association Secretary.

- c. On the date specified for the election the sealed envelopes will be delivered to a committee of not less than three (3) members appointed by the President.
- d. The committee shall canvas and record the votes and certify the result of the referendum as determined by two-thirds [2/3rds] of the votes cast.
- e. The committee shall transmit the certification of the election and the official ballots to the Association Secretary who shall cause the results to be published in the *Montana Music News*.

### **ARTICLE XIII - DISSOLUTION**

In the event of dissolution of this organization, the Executive Board serving at the time shall, after payment of final expenses and outstanding debts, distribute all assets, in its discretion, to any or all of the following: The MTNA Foundation and/or Music Departments of then-operating Montana colleges and universities which are exempt from Federal income tax under Section 501(c)(3).

Written receipts for such distributions shall discharge the Executive Board from any and all further liabilities, duties, and responsibilities with respect to this organization, its property, and affairs.