



**West Virginia Music Educators Association, Inc.**

**(approved by membership May 2019)**

## **Constitution**

### **Article I – Name**

The name of this organization shall be the West Virginia Music Educators Association, Inc.

### **Article II – Purpose**

WVMEA's objective is to strengthen and advance the cause of music education throughout the Mountain State by providing in-service conferences, cooperating with other educational organizations in matters pertaining to music education, and disseminating information regarding current developments in music education. In addition, WVMEA provides leadership models in professional growth for teachers; serves as a clearinghouse for effective techniques, resources, materials, and common concerns; offers special opportunities for musical growth to school pupils.

### **Article III – Affiliation**

This organization shall function as the State affiliate of NAFME -The National Association for Music Education and the Southern Division of NAFME.

### **Article IV – Non-Profit Status**

WVMEA is organized under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### **Article V – Membership**

**Section 1. Active Membership** – This membership is open to individuals who are engaged in music teaching, supervision or administration in West Virginia. Individuals who meet the criteria may become an active member of this association upon payment of the prescribed dues. Active members whose dues are fully paid shall have the privilege of voting and holding office.

**Section 2. Retired Membership** – This membership is open to individuals who have retired from active engagement in music education and residing in West Virginia. Individuals may become a retired member of the association upon payment of the prescribed dues. Retired members whose dues are fully paid shall have the privilege of voting and holding office.

**Section 5. Collegiate Membership** – NAFME Collegiate members become members of NAFME and WVMEA through a West Virginia college or university after appropriate dues are received by NAFME. Collegiate membership dues cover the academic year – July 1 through June 30 of the following year.

Advisors may or may not collect an additional local fee for chapter operation. If local fees are collected, these will be independent of NAFME dues and shall not be mandated, administered, or regulated by NAFME. The advisor and chapter members are responsible for the collection and management of these local fees, if imposed.

## **Article VI – Governance**

**Section 1. Elected State Officers** - The officers of this association, elected by the membership, shall consist of:

- President
- Immediate Past President
- President Elect

**Section 2: Appointed State Officer** - The office of this association, a non-voting position, is appointed and interviewed by the executive board shall consist of:

- Executive Director

**Section 3: Executive Board** – The Executive Board shall consist of the officers in Article VI, Sections 1 and 2 and the President or Chair(s) of each of the music divisions.

- A.** West Virginia Bandmasters Association, West Virginia Vocal Music Association, West Virginia Orchestra Directors Association, West Virginia Society for General Music, West Virginia Collegiate Music Educators Association, Collegiate Advisor, Solo and Ensemble Chairperson, Research and Grants Chairperson, Music in our Schools Month Chairperson, West Virginia Children’s Choral Association, Historian, Retired Membership Chairperson, Advocacy Chairperson, Technology Chairperson, Public Relations Chairperson, Tri-M Chairperson and other divisions that may be created by the executive board.

Non-voting, ex-officio members are:

- B.** The West Virginia Department of Education, State Coordinator of Fine Arts, Publications Chairperson, President of the West Virginia Division of the American Choral Directors Association, In-Service Site Chairperson, Society for

Music Teacher Education Representative, and the West Virginia American String Teachers Association.

**Section 3. Council of Past Presidents** – The past presidents of the WVMEA shall serve as the advisory body to the Executive Board and to the membership. They shall act as the resolutions committee, shall have the right to recommend educational policies, and shall assume such other duties as may be assigned by the executive board.

**Section 4. Earnings and Activities Guidelines (IRS)** – The Association shall not engage in a financial transaction with a voting member or his or her immediate family, unless a majority of a quorum of the disinterested voting Board Members determine in advance the transaction is in the best interest of the Association and there is not a more advantageous arrangement. The Association shall not make a loan of money or property to, or guarantee an obligation of a Board Member or his or her immediate family, except to advance a Board Member's reimbursable expenses reasonably expected to be incurred in the performance of a Board Member's duties.

## **Article VII – Elections**

### **Section 1. Nominating and Election Committees**

- A.** A nominating committee, one of whom shall be designated as chair, will be appointed by the executive board by July 1 preceding the election. The nominating committee will report, naming two nominees for the office of President Elect, shall be forwarded to the President by December 1 preceding the election. The president will provide a report for the nominating committee to the membership at the association's annual business meeting preceding the beginning of the terms of office.
- B.** An election committee consisting of three members shall be appointed by the executive board to review ballots and their tabulation by the Executive Director. The report of the election committee shall be made available to the President within three weeks after the voting deadline. The President shall be responsible for announcing the results of the election and for presenting the election results.

**Section 2. Dates** – Ballot shall be available online within two weeks after the annual meeting to be and voting closed within a four week period as designated on the ballot. The Executive Director shall be responsible for the preparation of the ballot.

**Section 3. Ballots** Elections shall be administered electronically. The ballot can be accessed by active and retired members in good standing at the time of the election. A simple majority of votes cast shall be necessary for election.

## **Article VIII – Meetings**

**Section 1. Annual Meetings** – The annual meeting of this association shall be held at such time and place as may be determined by the executive board.

**Section 2. Special Meetings** – Special meetings of the association shall be called by the President with the approval of the executive board. Notification of a special meeting must be made to the eligible voting members at least two weeks in advance of the meeting.

**Section 3. Executive Board Meetings** – The executive board shall meet at the time of the annual meeting, or at the call of the President, or upon the joint request of not less than one-third of the voting members of the executive board.

**Section 4. Quorum** – A quorum for the transaction of business at a general meeting of the association shall consist of not less than one-twentieth of the active members. A quorum for the transaction of business at a meeting of the executive board shall consist of not less than one-third of the voting members.

#### **Article IX – Amendments**

This constitution may be altered or amended by an approving vote of two-thirds of the members who legally vote on the amendment in accordance with the stipulation of the By-Laws, provided, however, that in any case sixty days' notice of such contemplated amendment or alteration shall be posted for access to all members of record who are eligible to vote. Amendments and revisions to this constitution will be initiated by the executive board every two years alongside the President-Elect election, or by a petition signed by twenty percent of the active membership. Amendments and revisions must be posted for a comment period and will be voted upon by the general membership alongside the president-elect election.

#### **Article X – Funds**

**Section 1. Dues** – Any change in the annual dues shall be recommended by the Executive Board

**Section 2. Spending of Funds** – The executive board shall control the disbursing of all funds of the association. All checks shall be signed by the Executive Director and countersigned by the President.

## Bylaws

### Article I – State Officers, Terms of Office

State and Division Officers – Terms of office for the president, immediate past president, president elect, shall be for two years, beginning on July 1 of the odd numbered year following their election.

### Article II – Re-Election of Officers

Re-Election of State Officers – State officers, may not be re-elected to succeed themselves, but may be returned to the same office after a period of one or more terms has elapsed.

### Article III – Duties of State Officers

**Section 1. President** – The president shall preside at all meetings of the association and of the executive board, and shall:

- Uphold the constitution, bylaws, and standing resolutions.
- Have the authority to call special meetings of the association or the executive board.
- Exercise a general supervision over the affairs of the association.
- Have the power, with the concurrence of the president elect, immediate past president and the *executive director*, to decide cases of emergency when an immediate decision is necessary.
- Appoint all committees and serve as an ex officio member as needed.
- Represent the association at official national and division meetings.
- Cast a vote in the event of a tie in an executive board meeting.

**Section 2. Immediate Past President** - The immediate past president shall perform all the duties of the president in the event of his/her absence. If the office of president becomes vacant, and the immediate past president is unwilling or unavailable; the executive board shall appoint a former immediate past president to the office.

**Section 3. President-Elect** – The president-elect shall promote and sustain the membership each year by soliciting membership renewals and canvassing the field of new eligible membership. If the office of the president and immediate past president both become vacant, the president-elect will assume the position of president until the executive board appoints a new president, who will finish the dedicated term. In the event the office of president-elect becomes vacant, the executive board will appoint a new president-elect.

**Section 4. Executive Director**– The executive director shall be hired as an at-will, independent contractor, who serves at the discretion of the executive board. He/she is interviewed and appointed by the executive board. The executive director is answerable to the board for all business transactions and responsibilities associated with the position. This position has no voting rights on the board.

The executive director shall be responsible for the correspondence of the association and shall:

- Keep a true record of the meetings of the association and of the executive board.
- Make disbursements by checks countersigned by the president, and/or bank card upon warrants approved by the executive board.
- Keep an itemized account of all receipts and disbursements.
- Prepare a comprehensive financial report for the annual meetings, and shall prepare a financial statement at any time upon the request of the president of the executive board.
- Submit all funds, books, cancelled checks, receipts, documents and records in their complete form, and all correspondence to his/her successor at the expiration of his/her appointment.
- The executive director shall receive an annual honorarium commensurate with the duties of his/her appointment, and shall be bonded by an established bonding company, both of these amounts to be determined annually by the executive board.

**Section 5. Executive Board** – The executive board shall administer the business and educational affairs of the association and have responsibility for:

- its general policies and program of activities.
- filling vacancies in state offices by temporary appointment pending regular elections.
- selecting the members of the state nominating committee and bylaws revision committee
- business management and operation of the association and for the management and control of the funds thereof.
- fixing the time and place of the meetings and conferences and cooperate with the president, in planning the details of such meetings.
- approving the appointment of the executive director as prescribed in Article I, Section 4 of the bylaws of this constitution, and determining the amount of the annual honorarium and bond for the executive director
- providing annually for complete auditing of the accounts of the association.
- appointing an editor or editors for association publications, and have full supervision and control of the acts of such person or persons in the performance of editorial duties, supervising and directing the publication of proceedings, bulletins, committee reports, and all other official publications.
- serving as the unifying body to coordinate the professional and educational program of its component divisions as listed in Article VI, Section II of the constitution.

## **Article IV – Committees**

Special committees shall serve during the term of the administration in which they are appointed, or for such period as may be determined by the responsible administrative officers. Committees dealing with specific educational projects shall base their general plan of action on policies adopted and approved by the executive board.

## **Article V – Publications**

**Section 1. “Etude”** – “Etude” shall be the official digital publication of the association.

**Section 2. Publications Chairperson** - The publications chairperson shall be appointed by the President with the approval of the executive board at the annual summer meeting. The Chairperson will be responsible for preparation, editing, and distribution of all paper and digital communication between WVMEA and its members.

**Section 3. “Etude” Funds** - Etude shall be paid for from the general account. The executive director will pay all fees associated with maintaining digital communication with the membership. Income generated from any publication will be submitted to and handled by the executive director . A comprehensive report of all income and expenditures shall be maintained and available to the president or executive board upon request.

**Section 4. Editorial Policy** - The editorial policy of “Etude” is the final responsibility of the executive board as authorized in Article I, Section 5 of the Bylaws.

**Section 5. Honorarium** - The publications chairperson shall receive an annual honorarium to be determined annually by the executive board.

## **Article VI – Limitation of Responsibility of Officers**

The authority and responsibility for the management and for the maintenance of the good will and credit of the association is vested in the executive board. But is especially understood that neither the board nor any member thereof, nor any salaried officer, nor any member of the association shall be required to accept personal financial responsibility for duly authorized bills or obligations, or for suits or litigation which may develop from authorized activities of the organization carried on in good faith and in pursuit of the objectives, purpose, and activities prescribed or authorized by the constitution or bylaws.

## **Article VII – Fiscal and Administrative Year**

The fiscal and administrative year shall be from July 1 to June 30, or such other periods as may be determined by the executive board.

### **Article VIII – Disposition of Assets in Case of Dissolution (IRS)**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be donated to another organization that has a similar mission as WVMEA.

### **Article IX – Membership Year**

The annual period for which payment of membership dues shall be applied shall coincide with that of NAFME.

### **Article X – Rules of Order**

Robert's Rules of Order Revised shall govern all business meetings of the association.

### **Article XI – Amendments**

The bylaws may be amended in the same manner as that provided in Article IX of the constitution.