

# ***GWINNETT COUNTY MUSIC TEACHERS ASSOCIATION***

## **BY-LAWS**

Replacing the GCMTA Constitution and By-laws adopted 9-21-10 and revised August 27, 2014

### **ARTICLE I - NAME**

The name of the organization is GWINNETT COUNTY MUSIC TEACHERS ASSOCIATION, founded in 1977, hereafter referred to as GCMTA or the Association, affiliated with Georgia Music Teachers Association (GMTA) and with Music Teachers National Association, Inc. (MTNA), Cincinnati, Ohio, a Code Section 501(c)(3) organization.

### **ARTICLE II - PURPOSE**

Section 1. The purpose for which this Association is organized and operated is exclusively literary and educational, as defined in Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended. The purpose of this organization shall be the advancement of music education, and in specific furtherance thereof:

- a. To conduct programs and activities to build a vital musical culture and an enlightened musical public for the benefit and the general welfare of all persons;
- b. To ensure that every student has access to a balanced, comprehensive, and high-quality program of music instruction;
- c. To improve the quality of teaching, research, and scholarship in music;
- d. To promote the involvement of persons of all ages in learning music;
- e. To foster the utilization of the most effective techniques and resources in music instruction;
- f. To facilitate the education of music teachers; and,
- g. To support the objectives of and carry out the various programs of GMTA and MTNA.

Section 2. No part of the net earnings of the organization shall inure to the benefit or, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to, any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. In the event of the dissolution of this organization, any funds remaining in the treasury after the payment of any outstanding debts shall be contributed to Georgia Music Teachers Association (GMTA) or another 501 (c) (3) organization.

### **ARTICLE III - MEMBERSHIP**

All members of GCMTA must be members in good standing with GMTA and MTNA.

Section 1. Membership Classifications in the Association are: Active, Collegiate, Patron, Senior, and Honorary Lifetime.

- a. Active Membership shall be open to all individuals residing in Gwinnett County, GA and contiguous counties who are professionally engaged in any field of music activity. Those persons holding Active Membership shall be entitled to participate in all Association activities and programs - unless otherwise restricted in the official Association publications - to vote, hold office, and receive the official Association publications. Active Membership shall also be open to those persons eligible for Senior Membership subject to the Association By-laws.
- b. Senior Membership shall be open to all Active Members 70 years of age or older. Senior Members will receive a senior discount of 25%.
- c. Collegiate Membership is open to all college music students who are also members of an affiliated state association and a collegiate chapter if available. Collegiate members shall be entitled to attend programs of GCMTA and to receive the official GCMTA publications, but shall not have the right to vote, hold office, or enter students in GMTA/MTNA competitions. Collegiate members will receive a discount of 25%.
- d. Honorary Lifetime Membership may be conferred by the GCMTA Executive Board upon individuals who have given distinguished service to GCMTA or to the art of music. Honorary Lifetime members qualifying for Active Membership shall have the rights and privileges of such membership.
- e. Patron Membership shall be open to all individuals or groups who wish to support the programs of the Association. Patron members shall be entitled to attend programs of the Association upon payment of the annual registration fee as determined by the Executive Board and to receive, and to be listed within, the official Association publications. Patron members shall not have the right to vote, hold office, or enter students in GCMTA/GMTA/MTNA competitions.

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## Section 2. Termination of Membership

A person's membership may be revoked for cause, other than nonpayment of dues, by a two-thirds vote by ballot of the Executive Board. The vote for revocation shall occur only after the member complained against has been advised of the complaint so lodged and has been given reasonable opportunity to present information on his or her behalf. Such member, if membership is revoked, may appeal for reconsideration of the decision by the Board. In no event will a dues refund be given. Revocation of membership for nonpayment of dues within the prescribed time period shall be automatic and not subject to any further procedure.

## Section 3. Resignations

A member in good standing may resign from the Association by submitting a letter of resignation to the President who will remove that member from the membership roster. No dues refund will be given.

## Section 4. Reinstatement

A member who resigned in good standing or who allowed annual dues to lapse may reactivate his or her membership by requesting such action and paying the current dues. If continuous membership is desired, the member must pay all dues accruing from the time of non-renewal through the current year.

Section 5. The Executive Board shall determine the membership year for all membership classifications.

## **ARTICLE IV: DUES**

Section 1: The MTNA Board of Directors establishes the national annual dues for all classifications of membership and shall be due as determined by MTNA. Similarly, GMTA Executive Board establishes the GMTA annual dues amount. Annual dues for all categories of membership in GCMTA shall be due as determined by the Executive Board and the dues information will be published in the next issue of the Directory.

Section 2. Dues are delinquent sixty days beyond the renewal date after which time members are not in good standing or entitled to any of the privileges of membership until dues are paid for the current membership year.

## **ARTICLE V: OFFICERS**

### Section 1. Officers and Duties

- a. The elected officers of the Association shall be a President, President-elect, Immediate Past President, Secretary, and Treasurer. The qualifications, authority, responsibilities and duties of each officer shall be described in the Procedural Manual of the ASSOCIATION.
- b. Officers shall not use their office to express opinions outside the ASSOCIATION without first obtaining approval from the Executive Board. All officers shall be responsible to the Executive Board for their actions.
- c. A vacancy in any office, except that of GCMTA President, shall be filled by appointment by the President and shall be subject to approval of the Executive Board. A President-elect selected in this manner cannot assume the office of GCMTA President without being elected to that office by the membership in a special election.
- d. Any officer, whether elected or appointed, shall cease to hold office upon termination of membership, or may be removed from office by two-thirds vote by ballot of the general membership. Such action will be taken when it appears evident that an officer has been or is unable to serve or is otherwise disqualified.

## **ARTICLE VI – ELECTION RULING**

Section 1: The president-elect, the vice-president(s), the secretary, and treasurer shall be elected by ballot, except when the number of nominees does not exceed the number to be elected, in which case the election may be by oral vote.

Section 2: All officers shall be elected by a majority vote of the membership present and voting at the meeting of the ASSOCIATION in odd-numbered years designated by the Executive Board.

Section 3: Officers are elected for a term of two years. No elected officer shall hold the same office for more than two terms in succession, with the exception of the president, who shall be limited to one term.

## **ARTICLE VII – EXECUTIVE BOARD**

### Section 1. Government

The government of the Association shall be vested in the Executive Board, which shall be composed of the President, President-elect, Secretary, Treasurer, Immediate Past President, and Chairs of all Committees (all of which shall be listed in the Procedural Manual).

## Section 2. Duties

- a. The Executive Board, within the limits of the By-laws, shall determine policies of the Association with recommendations from the Advisory Council, Committees, and individual members. It shall actively pursue the purposes of the Association, GMTA, and MTNA, and shall have discretion in the disbursement of all funds of the Association. It may adopt such rules and regulations for the conduct of Association business as shall be deemed advisable, and may, in the execution of powers granted, appoint such agents as it may consider necessary.
- b. It is the responsibility of GCMTA to certify that all governing documents are in compliance with the MTNA documents and to maintain all requirements as covered under the MTNA 501(c)(3) group exemption and MTNA current Bylaws.
- c. It is the responsibility of GCMTA to certify that all governing documents are in compliance with GMTA documents and to maintain all requirements as outlined in the GMTA Bylaws, Article XIII: Affiliated Local Associations.

Section 3. Members of the Executive Board shall not receive any compensation for their services but the Board may, by resolution, authorize reimbursement of expenses incurred in the performance of their duties. Such authorization may prescribe procedures for approval and payment of such expenses.

## **ARTICLE VIII – COMMITTEES**

Section 1. The president may appoint any committee as may be required by the Bylaws or as deemed beneficial to the Association. All committee appointees shall be subject to the approval of the Executive Board.

### Section 2. Advisory Committee

The AC shall serve in an advisory capacity to the President and to the Executive Board. The members and duties of the Advisory Committee will be enumerated in the Procedural Manual.

### Section 3. Nominating Committee

The president, in consultation with the president-elect, shall appoint a nominating committee of at least two active members to serve with the president-elect who shall serve as chair in even-numbered years. The committee shall make at least one nomination for each of the offices of president-elect, secretary, and treasurer and shall present this slate of nominees as provided in the Procedural Manual.

Section 4: Other committees shall be enumerated in the Procedural Manual.

## **ARTICLE IX – MEETINGS**

### Section 1. Business Meeting

Regular business meetings of GCMTA will be determined annually by the Executive Board.

## Section 2. Annual Meeting

The annual meeting of the Association will be held at the regular meeting designated as the annual meeting by the Executive Board. Active members will vote on Executive Board recommendations and any other business that may arise will take place at this meeting. At least two weeks notification shall be given to members prior to this meeting.

Section 3: The Executive Board shall hold a minimum of two meetings each year. Other special meetings may be called by the president. Two weeks notification shall be given to board members prior to each meeting.

## **ARTICLE X – FISCAL YEAR**

The Association shall operate under a fiscal year that coincides with that of GMTA and MTNA as determined by the Executive Board.

## **ARTICLE XI - QUORUM**

Section 1: A quorum at annual business meetings or special membership meetings of the ASSOCIATION shall consist of those present and voting.

Section 2. At least 10 members of the Executive Board, one of them being the President or President-Elect, shall constitute a quorum. Meetings may be held by teleconference calls, in which all persons participating can hear each other, and participation in such a meeting shall constitute presence at such meeting.

## **ARTICLE XII: TRANSACTION OF ASSOCIATION BUSINESS BY MAIL, E-MAIL, CONFERENCE CALL, ETC.**

In the event of urgent need, transaction of business by mail or other media may be conducted by the President. Such business must have the approval of the Advisory Committee prior to its submission to the members by the President. Each item of business submitted thus by the President shall meet the approval by a simple majority (51 percent) of the active members voting to become an official act of the ASSOCIATION.

## **ARTICLE XIII – PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association's meetings in all cases in which they are applicable, and in which they are not inconsistent with the Bylaws of the Association and any special rules of order the Association may adopt.

## **ARTICLE XIV – PUBLICATIONS**

Section 1. At periodic intervals GCMTA shall publish official notices and articles in a format determined by the Executive Board and described in the Procedural Manual. Other publications may be issued periodically. The Procedural Manual and the GCMTA Directory, which is a membership listing and a handbook for all Association activities, will be made available to members in good standing.

Section 2. The GCMTA By-laws shall be made available to the membership.

## **ARTICLE XV - AMENDMENTS**

Section 1. These By-laws may be amended at any meeting of the Association by a two-thirds vote of the active members present and voting. Amendments may be proposed by the Executive Board, any Advisory Council, or upon petition by ten percent (10%) of the Active members. Any proposed amendment must be submitted to the Executive Board for its consideration and recommendation prior to presentation at the annual meeting. Notice of any intended change shall be made available to the members at least two weeks prior to the meeting.

Section 2. These By-laws may be amended via mail or electronic mail ballot by a two-thirds vote provided that the proposed amendment(s) and ballot is submitted to the members at least thirty (30) days in advance of the required return date. The date for the return of the completed ballots must be clearly stated on the ballot. Amendments may be proposed by the Executive Board or upon petition by ten percent (10%) of the Active Members. Any proposed amendment must be submitted to the Executive Board for its consideration and recommendation prior to submission to the members. If any amendment is adopted pursuant to this Section 1, the Secretary of the Association shall promptly provide a copy thereof, via email or in the Association newsletter, to all members of the Association who did not participate in the voting on such amendment.