

# **By-Laws of the Texas Private School Music Educators Association**

## **Article I Name**

Sec. 1.01 - This association is known as the **TEXAS PRIVATE SCHOOL MUSIC EDUCATORS ASSOCIATION** and abbreviated as "TPSMEA."

## **Article II Purposes**

Sec. 2.01 - The purposes of the Association are:

- A. To help establish and encourage music programs in private schools in the State of Texas.
- B. To help establish and encourage high musical, educational and ethical standards in these private school music programs.
- C. To help promote co-operation and co-ordination of private school music activities.
- D. To encourage the development of all phases of music within the private schools of the State of Texas.
- E. To encourage and assist in personal and collegial growth, as individuals, musicians, teachers and educators in private schools in the State of Texas.

Sec. 2.02 - To hold, manage, pledge, sell, encumber and exchange, real and personal property of every kind and nature for the purposes and ideals herein contained within the guidelines of IRS Code 501(c)(3).

## **Article III Membership**

Sec. 3.01 - The term of membership begins on July 1<sup>st</sup> and ends on June 30<sup>th</sup> of the subsequent year.

Sec. 3.02 - There will be two types of membership in this organization

- A. Voting Membership is open to Active Members only.
  - 1. Qualifications – all applicants who are actively engaged in teaching music in a private, parochial or home school music program shall be eligible for voting membership.
  - 2. Rights and Privileges – Voting Members may:

- a. Hold office, attend all meetings, enter into any discussion, propose motions and amendments, vote on all matters and participate in annual meetings.
- b. if unable to attend the annual meeting are permitted to vote by proxy in the manner stipulated in the policies and procedures outlined in the handbook.
- c. Appeal rulings of the State Board of Directors in the manner stipulated by the policies and procedures outlined in the handbook.
- d. Active members shall receive a subscription to all official news media of the organization at no additional fee.
- e. Shall have all the rights of voting membership as further stated in the constitutions, this document, the handbook and other policies and procedures as passed by the general membership.
- f. Only in the absence of a music program in the school, an associate member from the school may sponsor a student(s) for participation.

### 3. Restrictions

- a. All current members are subject to review by the Executive Board at any time.
- b. Membership may be forfeited for any of the following reasons: Suspension pending investigation; one year's arrears in dues; adjudged consistent failure in performance of assigned duties; grossly immoral or unethical conduct, or engaged in activities which violate the policies of TPSMEA.

B. Non-Voting Member – The following are non-voting members of TPSMEA: Associate, Corporate, Professional/Institutional, Retired and Honorary Life

#### 1. Qualifications:

- a. **Associate Members** must be professionally engaged in one or more of the following activities: Headmasters, assistant headmasters, heads of schools or grade divisions of private schools in the State of Texas, Administrators of private schools in the State of Texas Members of the music teaching profession in the employ of private schools in the State of Texas, must not be actively engaged in a music

program but must be interested in the furtherance of a music program in private schools in the State of Texas;

b. **Corporate Membership** is open to all commercial retail firms who are engaged in retail sales, merchandising and publications. Corporate membership is by invitation only and TPSMEA reserves the right to reject any and all corporate membership applications.

c. **Institutional and Professional Membership** is open to associations, schools, colleges and universities which support music in private schools in Texas.

d. **Retired Membership** is open to all former members of TPSMEA who have retired from the teaching profession and were in good standing the prior three years.

e. **Honorary Life Membership** is bestowed to those persons who, in the opinion of the State Board of Directors, have rendered outstanding service to a music program or programs in private schools in the State of Texas or to the TPSMEA, shall be eligible for an HONORARY LIFE MEMBERSHIP upon invitation of the State Board of Directors. Nominations for membership must be presented to the State Board of Directors and include a simple statement of services rendered and a short biography of the nominee. Upon approval of the State Board, appointments may be made by the President of TPSMEA.

2. Rights and Privileges – Non-Voting Members may:

a. attend business meetings.

b. enter into discussion on the floor but may not propose motions and/or amendments nor vote on any matter.

c. May appeal decisions of the State Board of Directors in which they are directly affected to the Executive Board in the manner stipulated in the constitution.

d. Shall receive a subscription to all official news media of the organization at no additional fee.

e. Shall have all rights of Non-Voting Membership as further stated in the constitution, by-laws, handbook or other policies and procedures as passed by the general membership.

f. May obtain an official membership list of TPSMEA members from the Executive Director upon application in writing.

g. May have their website advertized on the TPSMEA Corporate members' webpage.

h. Upon payment of the exhibitors fee, exhibit at the TPSMEA Clinic/Concert meeting.

3. Restrictions:

a. All Non-Voting Memberships are subject to review by the Executive Board at any time.

b. Membership may be forfeited for any of the following reasons: Suspension pending investigation; one year's arrears in dues; adjudged consistent failure in performance of assigned duties; grossly immoral or unethical conduct, or engaged in activities which violate the policies of TPSMEA.

c. Any Non-Voting Membership may be forfeited if adjudged guilty of dishonesty or misrepresentation by the Executive Board.

d. Non-Voting Membership is forfeited if there is an established commercial connection that violates the TPSMEA's Conflict of Interest Policy.

## **Article IV**

### **Dues**

Sec. 4.01 The dues of this association will be assessed for all memberships with the exception of Honorary Life Membership.

Sec. 4.02 All Dues and Fees are set by the State Board of Directors

Sec. 4.03 Dues paid before September 1<sup>st</sup> receives a discount while renewing memberships submitted after this date pay the full amount.

Sec. 4.04 After February 1<sup>st</sup> of each calendar year, dues collected from new members will be ½ the amount set by the State Board of Directors.

## **Article V**

### **Officers**

Sec. 5.01 GENERAL:

A. Elections

1. The election of officers shall take place at the annual business meeting at the annual All State Clinic/Concert.
2. Nominations may be made by a Nominating Committee and/or from the floor at the annual business meeting
3. The majority vote of those present shall determine the person elected
4. The election of Divisional Vice Presidents shall be made by the Divisions during at the annual All State Clinic/Concert meeting.
5. The tenure for all offices shall be for 2 years, with the exception of the President-Elect which shall be 1 year just prior to their 2 year term as President
6. Candidates for office must have been a voting member for a minimum of 2 years
7. Additionally, candidates for the office of President must have served at least two years on the Executive or State Board prior to their election as President.
8. Voting will be conducted by a Nominating Committee or as directed by the President
9. The majority of the vote of those present and by proxy shall determine the person elected

B. Suspension and Removal from Office

1. Any officer adjudged guilty of malfeasance may be suspended by the Executive Board until the next annual meeting.
2. In cases of suspension written charges must be forwarded to the officer in question within 7 days of the charge.
3. The Executive Board will have 30 days to investigate the charges and a decision will be rendered.
4. Notification of the decision will be given to the officer within 7 days of the decision.
5. The officer will have 7 days after receipt of the decision to file a written appeal with the Executive Board.

6. In the event of an appeal the Executive Board will present the evidence and decision to the general membership at the annual meeting and the officer will be allowed up to one hour to present a statement and any rebuttal evidence.

7. The present membership, sitting as a court, shall be the final arbiter and will either uphold the decision of the Executive Board or overturn the decision and return the officer to his/her office.

8. A vote of three-fourths plus one, of the active members attending the annual meeting in support of the charges shall constitute a vote of no-confidence and the officer in question shall resign from office.

9. Any officer found guilty of malfeasance is liable to immediate dismissal from the association and the association may turn all evidence over to the appropriate law enforcement agency for possible criminal prosecution.

10. The association, if applicable, may also seek civil damages against the officer.

#### C. Resignations

1. In the case of an officer's resignation, the president shall appoint and the State Board of Directors will confirm, a member to fill out the unexpired term.

2. In the event the president resigns the president-elect shall assume the office of the presidency to fill out the unexpired term.

3. In the event the president resigns and there is no president-elect to assume office, the procedures for appointing a new president as specified by the constitution shall be followed.

### Sec 5.02 PRESIDENT:

#### A. General Duties

1. It shall be the duty of the president to oversee the organization of the TPSMEA and to preside at all general meetings thereof.

2. It shall be the duty of the president to represent the association at other conventions, conferences, or meetings or to appoint a representative to do so when the association is invited to send a delegate, should the president and the Executive Board accept such an invitation.

3. In addition, the president shall be responsible for all duties pertaining to his/her office as generally understood in Parliamentary Law.

4. The term of office shall be for 2 years and shall start 1 year after election and shall end on June 30<sup>th</sup> following the close of the second year of the term.

5. The newly elected president shall serve as President-Elect for 1 year and serve on the Executive Board.

6. A candidate for the office of president must have served at least one full term on the State Board of Directors.

7. A member may not serve as president more than 2 consecutive terms (4 years maximum) without a break of at least one full term (2 years).

#### B. Specific Duties

1. chair all meetings of the membership

2. call and chair all meetings of the State Board and Executive Board

3. actively seek input from the membership

4. moderate or appoint a designee to all TPSMEA state-wide events

5. oversee the creation and maintenance of a yearly calendar of events

6. to fill by appointment any vacated elected office to other qualified TPSMEA members until an election can be held

7. serve as liaison or appoint a designee to other professional organizations to actively promote TPSMEA in the music community

8. with the approval of the Executive Board, to appoint committees, committee members and chairperson

9. represent or appoint an alternate to represent TPSMEA at local, state or national meetings

10. be an ex-officio, non voting member of all appointed committees

C. President-Elect

1. assist the President in carrying out the duties as set by President
2. attend all meetings of the State and Executive Board
3. be an ex-officio, non voting member of all appointed committees
4. actively promote TPSMEA in the music community

Sec. 5.03 EXECUTIVE SECRETARY:

A. General Duties

1. The executive secretary shall perform all duties of a recording secretary including maintaining the official book of the corporation and shall distribute all correspondence as required or as directed by the president.
2. The executive secretary's term of office shall be for two years and shall run from July 1<sup>st</sup> after their election to June 30<sup>th</sup> of the second year of their term.

B. Specific Duties

1. serve as recording secretary at all meetings
2. maintain all official books/documents of the association
3. report the minutes of each meeting to the membership
4. keep accurate records of the membership
5. serve on the Executive Board
6. maintain records of all TPSMEA Activities
7. maintain all entry and adjudication forms
8. maintain the policies and procedures of the organization
9. serve as liaison to other professional organizations
10. actively promote TPSMEA in the music community

Sec. 5.04 Executive Vice President Membership and Professional Development

A. General Duties



1. The Vice President Membership and Professional Development term of office shall be for two years and shall run from July 1<sup>st</sup> after their election to June 30<sup>th</sup> of the second year of their term.
2. The Vice President Membership and Professional Development is responsible for recruiting prospective members for the Association and assuring retention of current members.
3. The Vice President Membership and Professional Development will develop educational activities to include: preparation and maintenance of certifications as well as establishing and maintaining professional development programs.
4. The Vice President Membership and Professional Development will maintain relationships with The Texas Education Agency and to help the Association achieve steady and healthy growth in both numbers and educational development.

**B. Specific Duties**

1. Serve on the Executive Board
2. Actively promote TPSMEA in the music community to increase visibility and overall membership of the association
3. Attend and promote TPSMEA at TMEA and the Southwest Music Festival along with other state conventions where potential new members could be recruited.

**Sec. 6.05 DIVISION VICE PRESIDENTS:**

**A. General Duties**

1. Each division shall elect a vice president from its membership.
2. Each vice president shall serve on the Board of Directors.
3. The vice president's term of office shall be for two year and shall run from July 1<sup>st</sup> after their election to June 30<sup>th</sup> of the second year of their term.

**B. Specific Duties**

1. oversee all divisional activities
2. appoint members to administrative positions within their respective divisions
3. chair all division meetings

4. serve on the State Board of Directors
5. contact and enter into a verbal agreement with clinicians
6. develop and submit the divisional calendar for the subsequent year to the president and executive director for approval no later than April 1<sup>st</sup> and any and all changes to the calendar throughout the year prior to posting
6. maintain the divisional page of the TPSMEA website
7. actively recruit new members to their division and to TPSMEA
8. maintain communication with members of their division
9. actively promote TPSMEA in the musical community
11. perform other duties as assigned by the State Board of Directors, the Executive Board or the President.

#### Sec. 6.06 EXECUTIVE DIRECTOR

##### A. General

1. The Executive Director of TPSMEA is hired on a one-year contractual agreement, reviewed and renewed at the summer Board meeting.
2. Run the day to day operations of TPSMEA

##### B. Specific Duties

1. maintain all TPSMEA membership records
2. contact commercial accounts for sustaining membership
3. prepare exhibitor packets to be sent to prospective exhibitors
4. coordinate all financial arrangements for TPSMEA
5. serve as a liaison between the Board and retail business
6. secure housing for the All-State Convention
7. coordinate all physical facilities with the Board of Directors, hotel management, concert venues and other vendors
8. contract all association printing and publishing (newsletter, directory, directory, and the TPSMEA -managed music web site)

9. perform business functions not specifically delegated to another officer
10. oversee preparation of semi-annual financial statements, and select and coordinate accounting firm review of TPSMEA financial records as prescribed by the Board of Directors
11. maintain TPSMEA checking/saving/investment accounts and maintain business and financial archives
12. fill positions as determined by the Board of Directors and take responsibility for employee management
13. contract on behalf of TPSMEA with clinicians, composers and adjudicators
14. purchase trophies, patches and awards for TPSMEA statewide events
15. serve on the Executive Board

## **Article VI**

### **Executive Board**

Sec. 7.01 The Executive Board shall consist of the President, President-Elect (in years where there is a person filling such position), Vice President Membership and Professional Development, Executive Secretary, and Executive Director.

Sec. 7.02 The Executive Board shall meet as necessary to carry out the business of TPSMEA.

Sec. 7.03 All officers must be present to hold a business meeting.

Sec. 7.04 Reimbursement will be made for travel, housing, and meal expenses dependent upon the financial ability of the association to assume these obligations and as set forth by the State Board of Directors.

Sec. 7.05 The Executive Board may act in matters as set forth in the Constitution.

Sec. 7.06 In the event of a vacancy the board may appoint any qualified member of the association to serve out the unexpired term.

Sec. 7.07 Reports of minutes will be made available to the membership.

Sec. 7.08 Executive authority not defined, delegated or prohibited herein is reserved to the Executive Board.

**Article VII**  
State Board of Directors

Sec. 8.01 The State Board of Directors shall consist of the executive board, two immediate past presidents of the association and the divisional vice presidents.

Sec. 8.02 They shall meet at least twice a year with the meetings being held during the annual All State Clinic/Concert and during the summer, and shall submit a written report of their proceedings to the members no later than one month from the date of the meeting.

Sec. 8.03 The executive secretary shall serve as secretary to the Board.

Sec. 8.04 At least two-thirds of the members must be present to hold a business meeting.

Sec. 8.05 The State Board of Directors may act in matters as set forth in the Constitution.

Sec.8.06 In the event of a vacancy on the State Board of Directors the President will appoint a member to serve in the office until an election can be held at the next annual divisional or general membership meeting.

Sec. 8.07 The Division Vice Presidents must report to the members annually at the state meeting matters brought to the State Board which were voted on by the divisional membership.

**Article VIII**  
Committees

Sec. 9.01 All committee chairpersons shall be appointed by the president. The chairpersons shall determine the number of committee members and enlist.

Sec. 9.02 Chairpersons shall function only for two years unless renewed by the president prior to, at or soon after the annual meeting as possible.

Sec. 9.03 Any expense incurred by a committee in the course of its business must be approved by the president and/or the Executive Board

in consultation with the Executive Director regarding financial resources available.

Sec. 9.04 All committee chairpersons shall file both financial and progress reports with the Executive Board at the time of each meeting and with the entire association at the annual meeting.

Sec. 9.05 The Counsel of Past Presidents, which is the only standing committee of TPSMEA, is exempt from the progress reports stated above and reports directly to the President and/or Executive Board of TPSMEA.

### **Article XI** Annual Meeting

Sec. 11.01 All meetings of the association shall be conducted in strict adherence to Parliamentary procedure.

Sec. 11.02 Members who persist in violating this procedure shall be asked to withdraw from the meeting.

Sec. 11.03 The annual meeting shall be held at a site and date agreed upon by the State Board of Directors. This site shall be selected at the annual meeting of the State Board of Directors.

Sec. 11.04 The exact dates shall be set each year by the Executive Board.

Sec. 11.05 The Executive Board shall notify the members of the dates in writing, 120 days in advance.

### **Article X** Quorum

Sec. 12.01 A quorum at the annual meeting shall consist of 50% of the registered attendees who are active members.

### **Article XI** Amendments

Sec. 13.01 Amendments to the by-laws may be proposed from the floor of the annual meeting.

Sec. 13.02 The by-laws may be amended at any annual meeting by a two thirds majority of the voting members present. Voting members unable to attend the annual meeting shall be permitted to vote by written proxy.

Sec. 13.03 The by-laws may be amended at any special meeting called for that purpose if the amendments are submitted to all members, in writing, fourteen days prior to the date of the meeting.

Sec. 13.04 Those amendments to the by-laws that are passed by the voting members assembled shall become law within 30 days of their adoption unless a written appeal is made to the State Board of Directors by two-thirds of the voting membership.

Sec. 13.05 Passed amendments are to be incorporated into the body of the By-Laws by the Executive Secretary and the Executive Secretary shall provide revised copies for the membership when such alterations or additions are made. Each edition of the revised constitution shall be filed in the permanent TPSMEA files where they shall be available to the membership upon request.

Sec. 13.06 Active members unable to attend the annual meeting shall be permitted to vote by absentee ballot if that ballot is requested two weeks prior to the conference date and is returned to the secretary three days before the annual meeting.