



# CONSTITUTION

*of the*

**New England Music Festival Association, Inc.**

*Updated for Approval October 10, 2024*

## **MISSION STATEMENT**

The New England Music Festival Association, a diverse community of music educators from public and private schools, youth ensembles, private studios and parents, is dedicated to offering high school musicians from across New England the opportunity to pursue musical excellence through solo and ensemble experiences and instill in each student a lifelong interest in music as a basic human experience.

DRAFT

# TABLE OF CONTENTS

<b>Mission Statement</b> .....	<b>2</b>
<b>Constitution of the New England Music Festival Association</b> .....	<b>5</b>
<b>ARTICLE I</b> .....	<b>5</b>
<b>Name</b> .....	<b>5</b>
<b>ARTICLE II</b> .....	<b>5</b>
<b>Purpose</b> .....	<b>5</b>
Section 1.....	5
Section 2.....	5
<b>ARTICLE III</b> .....	<b>5</b>
<b>Membership</b> .....	<b>5</b>
Section 1.....	5
Section 2.....	5
<b>ARTICLE IV</b> .....	<b>5</b>
<b>Organization</b> .....	<b>5</b>
Section 1.....	5
Section 2.....	5
Section 3.....	6
Section 4.....	6
Section 5.....	6
<b>ARTICLE V</b> .....	<b>6</b>
<b>Meetings</b> .....	<b>6</b>
Section 1.....	6
Section 2.....	7
Section 3.....	7
Section 4.....	7
<b>ARTICLE VI</b> .....	<b>7</b>
<b>Quorum</b> .....	<b>7</b>
Section 1.....	7
<b>ARTICLE VII</b> .....	<b>7</b>
<b>Meeting Governance</b> .....	<b>7</b>
Section 1.....	7
<b>ARTICLE VIII</b> .....	<b>7</b>
<b>Amending the Constitution, Adoption, and Ratification</b> .....	<b>7</b>

**Section 1** .....7

**ARTICLE IX** .....7

**General Provisions Dissolution**..... 8

    Section 1 .....8

    Section 2 .....8

DRAFT

# CONSTITUTION OF THE NEW ENGLAND MUSIC FESTIVAL ASSOCIATION

## ARTICLE I

### *NAME*

The name of this organization shall be the New England Music Festival Association, Inc., hereafter referred to as the "Association."

## ARTICLE II

### *PURPOSE*

#### *SECTION 1.*

To promote the performance of quality music.

#### *SECTION 2.*

To encourage high standards of musical performance. Section 3. To encourage focused study by vocal and instrumental students through performance opportunities.

## ARTICLE III

### *MEMBERSHIP*

#### *SECTION 1.*

Application and Election. Any person actively engaged or interested in music education may become a member of this Association.

#### *SECTION 2.*

Dues. Dues will be determined on a yearly basis by the Executive Board.

## ARTICLE IV

### *ORGANIZATION*

#### *SECTION 1.*

The Association is comprised of an Executive Board of **six (6) elected** and **thirteen (13)** appointed positions **and three non-voting positions.**

#### *SECTION 2.*

Offices of the Executive Board. The Executive board shall be comprised of the following officers: Band Manager (and Co-Manager), Bulletin Editor, Chorus Manager (and Co-Manager) Concert Festival

Coordinator, Dean of Students, Executive Secretary-Treasurer, Immediate Past President, Jazz Band Manager (and Co-Manager), Librarian, Member Services Chair, Orchestra Manager (and Co-Manager), President, President-Elect, Recording Secretary, Social Media Manager, Solo & Ensemble Performance Adjudication Festival Manager, Solo & Ensemble Performance Adjudication Festival Technical Coordinator, Student Housing Chair, and Web Site Manager, all of whom are voting members of the Executive Board. **The following are non-voting positions:**

### *SECTION 3.*

Nominations and Elections. A Nominating Committee chaired by the Immediate Past President, representing when practical each participating state, shall be appointed by the chair. The proposed slate of officers will be introduced onto the floor at the Annual Membership Meeting. Nominations from the floor by members deemed to be in good standing by the Association will be recognized followed by the election itself.

### *SECTION 4.*

Terms of Office. The President, President-Elect and the **four** managers shall be elected biannually at the time of the Annual Meeting to serve for a two-year term, but for not more than two consecutive terms. All other Executive Board positions are appointed by the President and approved by the Executive Board.

### *SECTION 5.*

Powers and Vacancies. Vacancies for both elected and appointed positions will be filled by recommendation of the President and approval by two-thirds vote of the Executive Board. Removal from Office. Officers can be removed from office, with cause, by two-thirds vote at a regular meeting of the Executive Board, where previous notice has been given. Duties: The Executive Board shall decide all matters of policy for the Association, unless otherwise provided for in the ByLaws. Committees: The Executive Board, upon recommendation of the President, shall appoint committees as necessary to the function of the Association. Board Positions: The Executive Board retains the power to create and dissolve Board positions with a majority vote at a regular meeting.

### *SECTION 6.*

**The composition and titles of the Executive Board positions and/or descriptions may be modified by a majority vote of the Executive Board to meet the evolving needs of the organization. Such changes do not require a membership vote unless the number of Executive Board members is reduced to fewer than thirteen (13), in which case approval by a majority of the general membership is required.**

## **ARTICLE V**

### *MEETINGS*

#### *SECTION 1.*

Executive Board Meetings. Executive Board meetings shall be open to members of the Association, except when designated as an Executive Session. Regular meetings shall be held, one in September (at the site of

the next Concert Festival), one in December (at the location of the second S&EPA site), one in March (at the Concert Festival) and one in June (either remotely, or at a site to be determined).

**SECTION 2.**

Annual Meeting. An Annual Membership Meeting shall be held at the time of the Concert Festival.

**SECTION 3.**

Special Meetings. Special Meetings of the Executive Board may be called by the President or at the request of three members of the Executive Board. Emergency meetings may be called (in-person or by virtual conferencing) at the discretion of the President. Such meetings will be scheduled by giving ample notice to all Executive Board members.

**SECTION 4.**

Members must be present (in-person or by virtual conferencing) to cast a vote. Balloting for elected positions may be done by any appropriate means.

## **ARTICLE VI**

### *QUORUM*

**SECTION 1.**

A quorum of the Executive Board shall consist of a simple majority. A quorum at an Annual Meeting shall consist of 20% of the total membership of the Association.

## **ARTICLE VII**

### *MEETING GOVERNANCE*

**SECTION 1.**

The rules contained in the most recent edition of “Robert’s Rules of Order: 12th Edition,” shall govern meetings where they are not in conflict with the ByLaws, Rules of Order, or other rules of the Association.

## **ARTICLE VIII**

### *AMENDING THE CONSTITUTION, ADOPTION, AND RATIFICATION*

**SECTION 1.**

The Constitution may be amended by a two-thirds vote of The General Membership, provided notice of such contemplated action is given to the Association Membership at least fourteen (14) days prior to the vote.

## **ARTICLE IX**

**GENERAL PROVISIONS** *DISSOLUTION*

*SECTION 1.*

Dissolution. Dissolution shall require previous notice to the Executive Board and a **two-thirds** vote of the membership to accomplish.

*SECTION 2.*

Upon dissolution of the organization, and after all outstanding debts and claims have been satisfied, the Directors shall direct any remaining assets to be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. In the event of dissolution, any remaining funds, after payment of legitimate bills, shall also be transferred on a pro rata basis to the participating State Music Educators Associations, based on active membership in the organization at the time of dissolution. If any assets remain undisposed of, they shall be distributed by the District Court of the county in which the principal office of the organization is located, as determined by the court.

DRAFT