



Colorado Music Educators Association
By-Laws
effective February 1, 2010

**COLORADO MUSIC EDUCATORS ASSOCIATION
BYLAWS
February 1, 2010**

**ARTICLE
NAME AND AFFILIATIONS**

Section 1: The name of this association is "COLORADO MUSIC EDUCATORS ASSOCIATION," hereinafter also designated as "CMEA" or the "Association."

Section 2: Colorado Music Educators Association shall function as the official state affiliate of MENC - The National Association for Music Education, hereinafter also designated as "MENC."

Section 3: The Colorado Music Educators Association also functions as the music division of the Colorado High School Activities Association ("CHSAA"). Representation on the CHSAA Music Committee is determined by CHSAA and the CMEA Board of Directors.

**ARTICLE II
PURPOSE**

The purpose of the Colorado Music Educators Association shall be to promote and improve music education in the state of Colorado.

**ARTICLE III
GOVERNANCE**

Section 1: Vesting of Government - The government of this Association is vested in its members, who have the right of control in all of its affairs.

Section 2: Board of Directors - The activities and affairs of this Association shall be conducted subject to provisions of law, the Articles of Incorporation, and these Bylaws. All Association powers shall be exercised by or under the direction of the Board of Directors ("the Board"). The Board shall be the general policy-making body of the Association and shall be responsible for the budget and all Association business affairs. The Board shall serve as the legal representative of the Association.

Section 3: Councils - The Councils shall be responsible for the activities of the Association and shall represent the membership to the Board. The Councils shall hold programmatic responsibility for the annual conference and publications, and shall also provide input to the Board regarding policies of the Association.

Section 4: State and District Assemblies - The State and District Assemblies shall identify and discuss issues of interest and concern to the membership and provide direction to the Board and the Councils.

ARTICLE IV MEMBERSHIP

Section 1: Active Members - Active membership shall be open to persons engaged in music teaching or other music-related educational work. Each active member shall have the right to vote and to hold office. Each active member shall hold concurrent membership in MENC.

Section 2: Life Members - CMEA shall extend the same rights and privileges of active membership in the Association to all persons holding Life Membership in MENC.

Section 3: Introductory Members - CMEA shall extend the same rights and privileges of active membership in the Association to all persons holding Introductory Membership in MENC.

Section 4: Collegiate Student Members - Collegiate membership shall be open to music students in teacher education programs at the college or university level who are not employed full time as teachers and whose institution maintains a collegiate chapter. Collegiate members shall receive all privileges of active membership except the right to vote or to hold office in CMEA.

Section 5: Retired Members - Retired membership shall be open to former music educators who have retired from teaching or other music education activities and who were members of MENC at the time of retirement. Retired members shall have the same rights and privileges as active members (including the right to vote), except that retired members may only be elected to district office.

Section 6: Retired Affiliates - Retired affiliate status shall be open to former music educators who have retired from teaching or other music education activities and who are members of MENC at the time of retirement. Retired affiliates do not hold membership in MENC or CMEA, but are afforded the opportunity to attend the CMEA Clinic/Conference at a fee designated by the Board of Directors.

Section 7: Corporate Members - Corporate membership shall be open to all businesses or organizations who wish to support the Association. Corporate members shall have all rights and privileges of active members except the right to vote or to hold office.

Section 8: Honorary Life Members - Honorary life membership in CMEA may be awarded to individuals outside the field of professional music education in recognition of distinguished service to music education.

Section 9: Patron Members - Patron membership in CMEA may be awarded for one year to individuals who promote the advancement of music education.

Section 10: Other Members - Any changes or additions made by MENC to these categories of membership shall also be recognized by CMEA.

ARTICLE V DUES

The Board of Directors shall determine state dues for each membership category.

ARTICLE VI MEETINGS OF MEMBERS

Section 1: Annual Meeting - An Annual Meeting of the membership shall be held during the Association's annual conference. Written notice of the Annual Meeting and its agenda shall be given to the membership via one of the official publications.

Section 2: Special Meetings - Special meetings of the membership shall be called by the President at the direction of the Board of Directors or by petition signed by 20% of the active members. Special meetings shall be held at the time and place designated by the Board of Directors. At least 30 days written notice of any special meeting and its agenda shall be given to the membership through the mail or one of the official publications.

Section 3: Quorum - A quorum for the Annual Meeting of the membership shall consist of 5% of the active membership. A quorum for any special meeting of the membership shall consist of 10% of the active membership.

ARTICLE VII OFFICERS

Section 1: Officers - The officers of this Association shall be the President, the Immediate Past President, and the President-Elect.

Section 2: Succession - The President-Elect shall be elected by the membership for a six year term: two years as President-Elect, two years as President, and two years as Immediate Past President.

Section 3: President - The President shall serve as the Chief Executive Officer of the Association and, subject to the control of the Board of Directors, shall supervise and control the affairs of the corporation and the activities of the officers. The President shall preside at all meetings of the Board of Directors and all membership meetings.

Section 4: Immediate Past President - In the absence of the President, or in the event of his or her inability to act, the Immediate Past President shall perform all the duties of the President. When so acting, he or she shall have all the powers of, and be subject to all restrictions on, the President.

Section 5: Powers and Duties - All powers, duties, and responsibilities of the officers of the Association shall be as set forth herein, and as provided by resolution of the Board of Directors.

ARTICLE VIII BOARD OF DIRECTORS

Section 1: Membership - The Board of Directors of CMEA ("the Board") shall be comprised of the elected officers of the Association (President, Immediate Past President, and President-Elect), and the Chair of each Council. The chair-elect of each Council shall serve as an ex-**officio** (non-voting) member of the Board.

Section 2: Executive Committee - The Executive Committee of the Board of Directors shall consist of the President, the Immediate Past President, and the President-Elect. They shall have the power to act for the Board of Directors in an emergency or between meetings of the Board in accordance with directions established by the Board. All actions of the Executive Committee shall be reported to the Board.

Section 3: Standing Committees and Task Forces - The Board of Directors shall have the power to create and eliminate standing committees and task forces as needed to accomplish its duties. The chairs of these shall report regularly to the Board. Membership shall be designated by the Board. The standing committees of the Board may include, but are not limited to, the following:

- A. Advisory Committee
- B. Staff Committee
- C. Finance Committee

Section 4: Ex-Officio Appointments - The Board of Directors shall have the power to create and eliminate ex-**officio** positions as needed to assist with functions of the Association. Appointment to these positions shall be made by the President and approved by the Board. Each ex-**officio** member will serve on the Committee or Council designated by the Board. Ex-**officio** members may be asked to attend regular Board meetings in a non-voting, advisory capacity. The ex-officio positions may include, but are not limited to, the following:

- A. Chair, Advocacy (Advisory Committee)
- B. Chair, Government Relations (Advisory Committee)
- C. Chair, Multicultural Education (Advisory Committee)
- D. Chair, Music In Our Schools Month (Advisory Committee)
- E. Chair, Public Relations (Advisory Committee)

- F. Chair, Research (Advisory Committee)
- G. Chair, Retired Members (Advisory Committee)
- H. Chair, Special Learners (Advisory Committee)
- I. Chair, State Tri-M (Advisory Committee)
- J. Historian (Advisory Committee)
- K. Chair, Awards (Staff Committee)
- L. Chair, Clinic/Conference Exhibits (Staff Committee)
- M. Chair, Clinic/Conference Equipment (Staff Committee)
- N. Chair, Clinic/Conference Registration (Staff Committee)
- O. Chair, Membership (Staff Committee)
- P. Chair, Clinic/Conference Technology (Staff Committee)
- Q. Editor, Colorado *Music Educator* (Staff Committee)
- R. Editor, Colorado *Cadence* (Staff Committee)

Section 5: Vacancies - Should an unexpected vacancy occur within an elected position prior to expiration of term, the President, with Board approval, shall appoint a replacement. Vacancy in the office of President shall be filled by the Immediate Past President. Vacancy in the office of President-Elect shall be filled by special election by the entire membership.

Section 6: Removal From Office - Officers, Board Members, and Council Members may be removed from office by the Board of Directors as permitted by and in accordance with the laws of the State of Colorado.

Section 7: Regular Meetings - The Board of Directors shall hold at least three regular meetings per year. The President shall provide at least ten days notice to the most recent address on record of all Directors.

Section 8: Special Meetings - The President or two or more Directors may call a Special Meeting at any time upon ten days written notice delivered by mail to the most recent address on record of all Directors.

Section 9: Waiver of Notice - Members of the Board may waive any required notice in writing. Such waiver, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

Section 10: Quorum - A quorum of any meeting of the Board of Directors shall be a majority of its voting members.

ARTICLE IX COUNCILS

Section 1: General Music Council - There shall be a General Music Council ("GMC") which shall be responsible for the activities of the Association related to K-12 general music education. The Council shall be comprised of a Chair, a Chair-Elect, a Secretary/Treasurer, and one Representative from each of the eight geographic districts. In addition, the Chair of GMC shall appoint a representative to the Society for General Music, who will also serve on the GMC in an ex-officio (non-

voting) capacity.

Section 2: Instrumental Music Council - There shall be an Instrumental Music Council ("IMC") which shall be responsible for the activities of the Association related to K-12 instrumental music education. The Council shall be comprised of a Chair, a Chair-Elect, a Secretary/Treasurer, and one Representative from each of the eight geographic districts.

Section 3: Vocal Music Council - There shall be a Vocal Music Council ("VMC") which shall be responsible for the activities of the Association related to K-12 vocal music education. The Council shall be comprised of a Chair, a Chair-Elect, a Secretary/Treasurer, and one Representative from each of the eight geographic districts.

Section 4: College and University Music Council - There shall be a College and University Music Council ("CUMC") which shall be responsible for the activities of the Association related to post-secondary education. The Council shall be comprised of a Chair, a Chair-Elect, and one Representative from each Colorado college and university which offers a program leading toward K-12 music education licensure in Colorado. The Collegiate MENC President and Faculty Advisor shall serve on the CUMC in an ex-officio (non-voting) capacity. Collegiate student members ("CMENC") shall constitute an official standing committee of CUMC, and shall be chaired by the Collegiate MENC President.

Section 5: Voting Rights - Each council member shall have equal voice and vote within each Council.

Section 6: Standing Committees and Task Forces - Each Council shall have the power to create and eliminate standing committees and task forces as needed to accomplish its duties. Membership of these standing committees and task forces shall be designated by each Council and communicated to the Board of Directors.

Section 7: Succession - Upon completion of the two-year term as Chair-Elect of each Council, the Chair-Elect shall immediately assume the duties as Chair for a two-year term.

Section 8: Meetings - Each Council shall meet at least two times per year. The Chair or two or more members of any council may call a meeting at any time upon ten days written notice delivered by mail to the last address of record of all members of the Council.

Section 9: Quorum - A quorum of any given Council shall consist of a majority of its voting members.

Section 10: Ex-Officio Members - Upon recommendation of a Council, the Board of Directors may appoint ex-officio members to that Council to represent other music associations, such as Colorado Bandmasters Association, American Choral Directors Association, American String Teachers Association, International Association of Jazz Educators, Colorado State Music Teachers Association, etc.

ARTICLE X STATE AND DISTRICT ASSEMBLY

Section 1: State Assembly - State Assembly shall consist of the Board of Directors, all Councils, all Committees of the Board of Directors, and the Operations Director. The State Assembly shall meet at least twice per year.

Section 2: District Assembly - The District Assembly shall consist of the District Representatives to the General Music, Instrumental Music, and Vocal Music Councils, and the representatives to the College and University Music Council. The District Assembly shall meet at least once per year.

ARTICLE XI ELIGIBILITY, TERM, AND ELECTION

Section 1: Eligibility for Election - All persons seeking statewide elective office in the Association shall be Active Members of CMEA. Candidates for District Representative must be Active or Retired Members of CMEA, and must be employed in, on leave from, or retired from the District for which they seek office, as defined in Article XVI.

Section 2: Elected Positions - Elected positions of the Association shall include the following:

- A. President-Elect
- B. Chair-Elect of the GMC, IMC, VMC, and CUMC Councils
- C. Secretary/Treasurer of the GMC, IMC, and VMC Councils
- D. District Representatives to the GMC, IMC, and VMC Councils

Section 3: Term of Office - The term for each office is two years commencing on February 1 following the January election. The President-Elect and District Representatives from even-numbered districts will be elected in January of even-numbered years. Council Chairs-Elect, Council Secretary/Treasurers, and District Representatives from odd-numbered districts will be elected in January of odd-numbered years.

Section 4: Nominations

a. Nominations for President-Elect - A Nominating Committee consisting of the Immediate Past President and the Chair-Elect of each Council shall recommend two candidates for President-Elect to the Board at the fall meeting for Board approval. The Nominating Committee shall be chaired by the Immediate Past President. In the event that the Immediate Past President is unable to serve in this capacity, the Chair shall be appointed by the Board of Directors.

b. Nominations for Council Officers and District Representatives - Each Council is responsible for selecting two candidates for Chair-Elect, Secretary/Treasurer, and District Representatives. Information on each candidate

will be submitted to the President-Elect no later than October 1.

Section 5: Elections - Ballots will be mailed to all active members of the Association no later than November 30 each year. Completed ballots shall be mailed to the President-Elect and must be postmarked no later than January 10. Elections will be conducted by secret ballot.

Section 6: Election Process - The Election Commission shall be chaired by the President-Elect and shall consist of the Chair-Elect (or designated representative) of each Council. The Election Commission will count the ballots, oversee the certification of the results of the election, and publish the results. If necessary, a vote among the Election Commission will be completed to break a tie vote. Results shall be publicized at the earliest opportunity to the entire membership, but no later than the annual membership meeting.

ARTICLE XII PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall govern all meetings of the Association.

ARTICLE XIII ADMINISTRATION

Section 1: Operations Director - The Operations Director shall be appointed by the Board of Directors and supervised by the President. The performance of the Operations Director shall be reviewed at least annually by the Executive Committee to determine ongoing appointment. The Board of Directors shall determine the authority, duties, and compensation of the Operations Director.

Section 2: Fiscal Year - The Fiscal Year of the Association shall be determined by the Board of Directors.

Section 3: Execution of Instruments - The Board of Directors may, by resolution, authorize any officer or agent of the Association to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association. Such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the Association by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 4: Check, Notes, and Deposits - Except as otherwise specifically determined by resolution of the Board, all checks, drafts, promissory notes, orders for the payment, and other evidence of indebtedness of the Association shall be signed by the President and countersigned by the Immediate Past President or

President-Elect of the Association. All banks, trust companies, or other depositories utilized for any Association funds must be selected by resolution of the Board.

Section 5: Gifts - The Board of Directors is authorized and empowered on behalf of the Association to receive any contribution, gift, bequest, or devise for the nonprofit purposes of the Association.

Section 6: Books and Records - The Association shall keep correct and complete books, records of accounts, and minutes of the proceedings of its Board and Councils.

Section 7: Review of Records – An annual review of the Association finances shall be made at the close of each fiscal year by a certified accounting agency. The financial statements from the review shall be published in an official publication of the Association.

**ARTICLE XIV
PUBLICATIONS**

The Board of Directors shall designate the official publications of the Association. Payment of annual dues shall include subscriptions to the publications of the Association designated by the Board of Directors for each membership category.

**ARTICLE XV
AMENDMENTS**

These Bylaws may be amended by no less than a two-thirds majority vote of the active membership present at an annual business meeting or a two-thirds majority vote of ballots returned by mail. Notice of such proposed amendments must be published in one of the official publications of the Association or otherwise made known to the membership not less than thirty days prior to the voting. If the vote is taken by mail, the thirty-day publication notice must be met, and the voted must be conducted by secret ballot.

**ARTICLE XVI
DISTRICT BOUNDARIES**

The CMEA Districts will be defined as follows. The District designated for representation on the CMEA Councils is based on the district of *employment*, not *residence*.

District 1 (SOUTH DENVER METRO) Denver, Arapahoe, and Douglas Counties

- District 2 (NORTH DENVER METRO) Jefferson, Adams, Gilpin, Clear Creek, Boulder Counties (except St. Vrain School District) plus Platte Canyon District 3 (NORTH CENTRAL AND NORTHEASTERN PLAINS) Larimer County, St. Vrain Valley School District. Weld, Morgan, Logan, Sedgwick, Phillips, Washington, Yuma, and tit Carson Counties.
- District 4 (SOUTHEASTERN COLORADO) Cheyenne, IGowa, Crowley, Otero, Bent, Prowers, Baca, Las Animas, Huerfano, and Pueblo Counties.
- District 5 (PIKES PEAK) Elbert, Lincoln, El Paso, Teller, and Eastern Fremont Counties.
- District 6 (SAN LUIS VALLEY) Costilla, Conejos, Alamosa; Rio Grande, Mineral, Saguache, western Fremont, Chaffee and Park (except Fairplay) Counties.
- District 7 (SOUTHWESTERN) Archuleta, LaPlata, Montezume, San Juan, Hinsdale, Dolores, San Miguel, Ouray, Gunnison, Montrose, Delta, and Mesa Counties.
- District 8 (NORTHWESTERN) Moffat, Routt, Jackson, Grand, Summit, Lake, Eagle, Pitkin, Garfield, and Rio Blanco Counties plus Fairplay.