

# BYLAWS OF THE FORT WORTH MUSIC TEACHERS ASSOCIATION

## ARTICLE ONE

### NAME, ORGANIZATION, PURPOSE, OFFICE

**Section 1.1 Name.** The name of this organization shall be FORT WORTH MUSIC TEACHERS ASSOCIATION, Incorporated (herein called the Association).

**Section 1.2 Affiliation.** The Association shall be affiliated with TEXAS MUSIC TEACHERS ASSOCIATION and MUSIC TEACHERS NATIONAL ASSOCIATION, INC., Cincinnati, Ohio, a Code Section 501(c)(3) organization. The Association is organized and shall be operated exclusively for educational purposes within the meaning of the Internal Revenue Code, Section 501(c)(3).

**Section 1.3 Objectives.** The Association is not organized for profit and no part of the net earnings of the organization shall inure to the benefit or be distributable to any individual or entity except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and/or expenses incurred. The Association 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. The specific objectives of this Association shall be:

A. To promote high standards in music education and performance

B. To stimulate the growth and professional development of its members

C. To promote continuing growth of the fine arts in the city of Fort Worth and its vicinity

D. To sponsor student activities which promote their increased knowledge and skill in the field of music

E. To maintain a spirit of helpfulness and fellowship within the profession

**Section 1.4 Office.** The registered office of the Association shall be in the City of Fort Worth, County of Tarrant, State of Texas. The address of the registered office may be changed from time to time by the Executive Board.

## ARTICLE TWO MEMBERSHIP

**Section 2.1 Classification.** There shall be three classifications of membership: Active, Honorary and Student.

A. Active members shall be qualified persons engaged in the teaching of any branch of music for remuneration. Active members shall pay dues to Music Teachers National Association (MTNA), Texas Music Teachers Association (TMTA), and Fort Worth Music Teachers Association (FWMTA) and agree to adopt the MTNA/TMTA Code of Ethics as their personal model of professional conduct. They may vote, hold office and avail themselves of all opportunities offered by MTNA, TMTA, and FWMTA. Active members of other local Texas

Associations may become members of Fort Worth by request and payment of Fort Worth Association dues.

B. Honorary membership may be conferred by the Association on the recommendation of the Executive Board upon any person who has achieved distinction in music or has given noteworthy service to the Association. Honorary members may hold office or vote.

C. Student membership shall be open to students currently involved in regular music study and whose teacher has enrolled him/her in the Texas Students Affiliate (SA) program. Any student participating in TMTA-SA State activities shall have paid local and state SA dues. All student members are eligible to attend the State Convention and participate in the TMTA-SA activities with the payment of the appropriate fees and meeting the appropriate qualifications for the event. There shall be three Categories of Student memberships:

TMTA-SA for students in Grades 1-12

TMTA-SA Post 12<sup>th</sup> for High School graduates, high school graduate equivalents, or collegiate students

MTNA/TMTA-SA Collegiate students who are members of an organized, chartered and affiliated student chapter of a College.

### **Section 2.2 Application for Membership.**

Applicants for teacher membership shall complete the MTNA New Member application and the FWMTA Member Information Form. The MTNA Form is available on the website: [www.mtna.org](http://www.mtna.org) which will allow all fees to be paid with credit card. Both forms are available from FWMTA Vice President for Membership. Students Membership is offered and managed by a teacher member.

**Section 2.3 Action on New Members.** The VP for Membership shall receive new member notification and direct it to the Executive Board. The Board may approve how to contact new members and welcome to membership. New members shall be announced to the general membership at meetings or in other communication.

**Section 2.4 Affiliation.** All members of this Association except honorary ones shall be members of TMTA and MTNA, and are expected to conduct themselves according to the MTNA Code of Ethics.

**Section 2.5 Termination.** Membership in the Association may be terminated by the member or revoked by the Association as prescribed in the Texas Music Teachers Association Bylaws.

**ARTICLE THREE  
EXECUTIVE BOARD**

**Section 3.1 General Powers: Delegation.** The activities, property and affairs of the Corporation shall be managed by its Executive Board, which may exercise all powers of the Association and do all such lawful acts and things as are permitted by statute, the Articles of Incorporation, or these Bylaws.

**Section 3.2 Number and Qualifications.** The Board shall consist of six elected officers, three appointed officers, three elected directors and a past president, who is automatically a director. The elected officers shall be the President, Vice President for Programs, Vice President for Membership, Vice President for Student Affiliate and Activities, Corresponding & Recording Secretary, and Treasurer. The three appointed officers are the Parliamentarian, and the chairpersons of the two standing committees. The standing committees are Budget and Finance and Newsletter. Only active and honorary members of FWMTA may serve on the Executive Board.

**Section 3.3 Term of Office.** The members of the Board shall hold office for a term of two years, or until their resignation, retirement, disqualification or removal from office.

**Section 3.4 Filling of Vacancies.** Any vacancy occurring in an elected position on the Board shall be filled by the affirmative vote of the Association, provided that a quorum is present and voting at any regular or special meeting thereof. The President shall appoint a candidate for the vacant position, subject to the approval of the Board and election by the membership. Any person elected or appointed to fill a vacancy shall hold office until the end of the original term of office. Vacancies in appointed positions shall be filled by presidential appointment.

**Section 3.5 Removal.** Any member of the Executive Board may be removed from his position at any regular or special meeting of the Board by the affirmative vote of a majority of the number of Board members fixed by these Bylaws, if notice of the intention to act upon such matter shall have been given in the notice of such meeting.

**Section 3.6 Annual Meeting.** An annual meeting of the Board shall be held near the beginning of each fiscal year of the Association. Projects, programs and assignments for the year shall be reviewed and the annual budget adopted by the Board. Any other business as may properly come before the Board shall be transacted. Written or printed notice stating the place, day and hour of each annual meeting of the Board shall be delivered not less than seven (7) nor more than fifty (50) days before the date of such meeting, either personally or by mail, by or at the direction of the President.

**Section 3.7 Regular Meetings.** Regular meetings of the Board shall be held at such times and places as may be fixed by the President and communicated to all Board members. Any and all business may be transacted at a regular meeting. In the event that a regular meeting cannot be held and an impending business must be transacted, the Board may use a virtual meeting to transact such business.

**Section 3.8 Special Meetings.** Special meetings of the Board may be called by the President on one week's notice, either personally or by e-mail. On the written request of two (2) or more Board members, special meetings shall be called by the President, except as may be otherwise expressly provided by statute, the Articles of Incorporation or these Bylaws, neither the business to be transacted at, nor the purpose of any special meeting of the Board need be specified in the notice of such a meeting.

**Section 3.9. Quorum and Manner of Acting.** At all meetings of the Board the presence of a majority of the number of Board members fixed by these Bylaws shall be necessary and sufficient to constitute a quorum for the transaction of business.

**Section 3.10. Board Members' Compensation.** No Board member shall receive compensation for his services as a Board member or as a member of a standing or special committee. Nothing herein contained shall be construed to preclude any Board member from receiving reimbursement for expenses incurred on behalf of the Association.

**ARTICLE FOUR  
COMMITTEES**

**Section 4.1 Committees of the Board.** The Board may designate two or more members to constitute a committee or committees for any purpose; provided that such committee or committees shall have only the power of recommending action to the Board and of carrying out and implementing any instructions or any policies, plans and programs approved by the Board.

**Section 4.2. Standing Committees.** There shall be two standing committees: Budget and Finance and Newsletter. The Chairpersons of these Committees are voting members of the Executive Board.

**Section 4.3. Special Committees.** There shall be three special committees: Senior Awards/Scholarships, Teacher Certification, and Website. The chairpersons of these committees are invited to attend meetings of the Executive Board but are not voting members of the Board.

**Section 4.4 Duties of Committee Chairs.** Each committee chairperson shall select committee members to carry out the work of that committee. Chairs shall submit a report of their activities at regular meetings of the Association and a comprehensive written report of activities, income and expenses to the Executive Board at the end of the fiscal year.

**Section 4.5 Other Committees.**

A. A committee shall be appointed each year in the month of September to select a person to be recommended to TMTA for consideration as a possible Director of that organization. The name of the person selected by the Committee shall be presented to the Executive Board for approval and then to the Association membership at the October meeting.

B. A committee shall be appointed to select nominees for TMTA Teacher of the Year, TMTA Pre-College Teacher of the Year and TMTA Collegiate Teacher of the year. These nominees shall be presented to the Executive Board for approval and upon approval, to the Association membership before the deadline stated by the TMTA Teacher of the Year Committee.

C. At the October meeting of the Executive Board in even numbered years, or via electronic correspondence at that time, a Nominating Committee of five membership shall be appointed by the President and approved by the Board. This committee shall consist of three members from independent private studios, and two representatives from area schools. A slate of candidates, with one nominee (who has agreed to serve if elected) for each elective position, will be presented to the Board in March of the following year. After approval by the Board, the Nominating Committee report will be presented to the Association at its regular meeting no later than April 30th. Nominations may be made from the floor provided the nominee has already agreed to serve if elected. In the event that a candidate does not receive a majority of the votes cast or if there is a vacancy in the slate of nominees, the Nominating Committee will select another nominee to present to the Board for approval.

**ARTICLE FIVE  
MEETINGS OF THE ASSOCIATION**

**Section 5.1 Schedule.** Meetings of the Association shall be held regularly as scheduled by the Executive Board. There shall be a minimum of four meetings during the calendar year. Additional meetings may be called at the discretion of the President.

**Section 5.2 Quorum.** Fourteen members in good standing shall constitute a quorum for the purpose of transacting business at any regular meeting.

**ARTICLE SIX  
OFFICERS: ELECTION POWERS AND DUTIES**

**Section 6.1 Election.** The elected officers and directors shall be elected by voice vote of qualified members of the Association present and voting, or by written ballot if more than one candidate for an office is nominated, or if any member requests that the vote be taken in writing and if necessary, via e-mail. Elected officers shall assume their responsibilities on July 1.

**Section 6.2 President.** The President shall have general supervision of the activities and affairs of the Association, and shall have general and active control thereof. The President shall preside when present at the meetings of the Executive Board and of the Association. In the absence of the President, the duties shall be performed by the Vice President for Programs, the President elect, or such other Board member as may be designated by the President or the Board. The President shall maintain a file of job descriptions for all elective and appointive offices and shall make copies available upon request.

**Section 6.3 Vice Presidents.** Each Vice President shall generally assist the President and shall perform such duties and services as shall be prescribed or delegated by the President or the Board. The Vice President for Student Affiliate and Activities shall maintain a file of job descriptions of Student Activity chairs and shall make copies available upon request.

**Section 6.4 Secretaries.** The Recording and Corresponding Secretary shall record and keep official minutes of all meetings of the Board and of the Association. He shall generally perform all duties usually appertaining to the office of secretary of an association. In the absence of the Secretary, these duties shall be performed by a person designated by the President.

**Section 6.5 Treasurer.** The Treasurer shall collect and give receipts for all monies due the Association, deposit all monies received, pay all bills, maintain an accurate account of all receipts and disbursements, present a financial report at each Executive Board meeting, maintain an interest-bearing account and a checking account in a bank approved by the Board, and maintain addresses and telephone numbers of the current membership. The Treasurer shall complete a year-end financial report within one month of the end of the fiscal year, and shall present the financial records for audit biennially. The outgoing Treasurer shall share responsibilities with the incoming Treasurer until the end of the fiscal year.

**Section 6.6 Parliamentarian.**

The Parliamentarian shall speak to and rule upon all points of parliamentary procedure when required to do so. A recent edition of Robert's Rules of Order shall govern in all cases except those which are otherwise governed by the Bylaws or Standing Rules of the Association.

**ARTICLE SEVEN  
FISCAL YEAR**

The fiscal year of the Corporation shall be July 1 through June 30, as established by the Music Teachers National Association.

**ARTICLE EIGHT  
DUES**

**Section 8.1 Annual Dues.** Members retain active membership in FWMTA by payment of dues each membership year, which is July 1 to June 30. Payment is due upon receipt of the Renewal Notice. Membership is delinquent if dues are not paid by June 30. The FWMTA amount is recommended by the Board, approved by the general membership and published in the annual Yearbook. MTNA and TMTA amounts are announced on the Application/Membership Renewal form. A half-year membership is available after January 1 with the payment of one half dues amount as stated on the MTNA New Membership form. Dues paid after April 15<sup>th</sup> by a new teacher member shall apply to the coming fiscal year and the member may attend the Annual TMTA Convention.

**Section 8.2 Student Dues.** Student dues are collected by each teacher. These dues with the list of names are sent to the VP for Student Affiliate and Activities, who forwards the dues and list to the TMTA office. The amount of student dues is recommended by the Board, approved by the general membership, and published in the Yearbook.

**ARTICLE NINE  
CONVENTION ATTENDANCE**

**Section 9.1. TMTA Convention.** Official delegates to the TMTA annual convention shall be selected each year as stated in the TMTA Bylaws. The President and one other active FWMTA member shall be among these delegates.

**Section 9.2 TMTA Expenses.** Financial assistance shall be provided for the convention attendance expenses of the President and other delegate. Financial assistance for other FWMTA members may be provided at the discretion of the Executive Board.

**Section 9.3. MTNA Expenses.** Financial assistance shall be provided for the President to attend the MTNA annual conference.

**ARTICLE TEN  
INDEMNIFICATION OF BOARD MEMBERS**

The Association will to the fullest extent to which it is empowered to do so by the Texas Non-Profit Corporation Act, or any other applicable laws as may from time to time be in effect, indemnify every Board member of the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding in which he may be made a part, or in which he may become involved, by reason of his being or having been a Board member of the Association, or any settlement thereof, whether or not he is a Board member at the time such expenses are incurred, except in such cases wherein the Board member is adjudged guilty of willful misfeasance in the performance of his duties, provided that in the event of a settlement, the indemnification herein shall apply only when the Executive Board approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Board member may be entitled.

**ARTICLE ELEVEN  
PARLIAMENTARY AUTHORITY**

Robert's Revised Rules of Order shall govern the proceedings of the association, except in such cases as are covered by Bylaws or Standing Rules adopted by the Association.

**ARTICLE TWELVE  
DISSOLUTION**

In the event of the dissolution of the Association for any reason, any funds or assets of the Association remaining after the settlement of the liabilities of the association shall be contributed to the Texas Music Teachers Educational Foundation, Inc.

**ARTICLE THIRTEEN  
AMENDMENTS**

**Section 13.1 Amendments.** These Bylaws may be amended or new Bylaws may be adopted at any meeting of the association, after approval by the Board, by an affirmative vote of a majority of those members present and voting, provided that notice of the proposed amendment or adoption be contained in the notice of such meeting, and a quorum is present. Copies of amendments must be reported to the Executive director of MTNA before final approval.

**Section 13.2 Email voting.** These Bylaws may also be amended via electronic mail by a quorum vote provided that the amended Bylaws or new Bylaws are submitted to membership at least thirty days in advance of the required return date.

**These Bylaws revised August 1993**

**Bylaws revised January 2000**

Article One, Section 1.2, 1.3

Article Two, Section 2.5

Article Thirteen – final sentence

**Bylaws revised 2001**

Article Three, Section 3.2

Article Four, Section 4.2

**Bylaws revised 2008**

Article Two, Section 2.1, 2.2

Article Eight, Section 3.1,3.2

**Bylaws revised 2013**

Article Two, Section 2.1 – B

Article Three, Section 3.2, 3.7, 3.8

Article Four, Section 4.2, 4.3

Article Five, Section 5.1, 5.2

Article Six, Section 6.1, 6.2, 6.3, 6.4

**Bylaws revised 2020**

Article Two, Section 2.3

Article Three, Section 3.2

Article Four, Section 4.3, 4.5 – C

Article Six, Section 6.3

Article Eight, Section 8.2

Article Nine, Section 9.1

Article Thirteen