

**NEW YORK STATE  
BAND DIRECTORS ASSOCIATION**

***CONSTITUTION and BYLAWS***



# **NEW YORK STATE BAND DIRECTORS ASSOCIATION CONSTITUTION**

Adopted: August 17, 1981  
Amended: March 16, 1988  
March 4, 1989  
August 13, 1995  
March 2, 1996  
August 10, 2000  
March 10, 2001  
Revised: March 7, 2009

## **PREAMBLE**

The New York State Band Directors Association is a not-for-profit professional organization composed of Band Directors and Teachers. It is founded for the purpose of improving and promoting instrumental music in New York State. This shall be accomplished through a program of appropriately designed forums, planned and regulated in a thoroughly democratic manner by the entire membership.

## **ARTICLE I – NAME**

### **Section I**

The name of this organization shall be the New York State Band Directors Association.

### **Section II**

A two-thirds affirmative balloted vote of the entire membership (not just of the members present, but of the entire membership) shall be required to change the name of this organization or to affiliate with any other organization. Ballots by mail will be accepted.

## **ARTICLE II – OBJECTIVES**

The objectives of this organization shall be to:

1. Assist and serve the needs of Band Directors in all areas of the profession and to encourage their professional growth and development;
2. Provide encouragement, networking, and professional development opportunities for college and university students' training for the instrumental music profession;
3. Promote, encourage, and honor outstanding musicians in our schools by sponsoring statewide honor bands that rehearse and perform under nationally recognized conductors at the Annual NYSBDA Symposium;
4. Advance the standards of school, community, and professional bands by providing forums for the exchange of ideas and methods;

5. Foster a spirit of friendliness and cooperation among Band Directors in elementary and secondary schools, colleges and universities, as well as community and military organizations in New York State;
6. Cooperate with:
  - a. The State Department of Education, the New York State Music Association, and the universities and colleges of the state;
  - b. All school administrations, Board of Education, and Governmental Agencies in the development and maintenance of band music at all levels;
  - c. Associations and organizations whose common goal is the further improvement of the band as a worthwhile medium of musical expression.
7. To encourage and foster the development of community bands and community music programs;
8. To encourage a genuine spirit of professional ethics and maintain a highly professional attitude in all meetings and functions of the organization.

## **ARTICLE III – OFFICERS**

### **Section I**

The Officers of this organization shall consist of a President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, Treasurer, and Executive Director.

### **Section II**

Officers (with the exception of the Executive Director) shall be elected for a term of two years and shall not hold the same office for more than two consecutive terms (four consecutive years).

### **Section III**

The Executive Director shall be appointed by the Executive Board. The Executive Director is not subject to any term limits and may continue to serve indefinitely at the discretion of the Executive Board.

### **Section IV**

The Executive Board shall consist of the Officers, the two Immediate Past Presidents, eight Regional Representatives, four At Large Representatives, the Band Stand Editor, and Website Editor. All positions with the exception of Band Stand Editor and Website Editor shall be elected from the General Membership. The Executive Board may terminate any person holding any office at any time by a simple majority vote of the same.

### **Section V**

An Advisory Board shall be formed for the purpose of advising the Executive Board on matters pertaining to the organization.

1. The Advisory Board will be made up of four members representing different backgrounds that are not serving on the current Executive Board: two members representing the General NYSBDA Membership, one member representing Music Administration, and one member representing Music Industry.

2. Members of the Advisory Board shall be appointed by the President to two-year renewable terms, but each member must be approved by the Executive Board.
3. Members of the Advisory Board shall be invited to all meetings of the Executive Board, but are not entitled to vote as a member of the Executive Board.

## **ARTICLE IV – MEMBERSHIP**

### **Section I – Active Membership**

Active membership shall be granted to all directors and instrumental teachers who are engaged in the development of band ensembles. Active members will pay dues, which entitles them to vote and hold office.

### **Section II –Retired Membership**

Active retired membership shall be granted to all retired directors and instrumental teachers. Active retired members will pay dues, which entitles them to all rights and privileges of active members

### **Section III – Student Membership**

Student membership shall be granted to students enrolled in the study of music in a New York college or university upon payment of dues. A Student Member is not entitled to vote or hold office. Student members may choose to form student chapters of NYSBDA at their colleges or universities. Student chapters may also choose to elect officers to coordinate the activities of their chapters, organize student membership drives, sponsor events/workshops, and promote and encourage future Band Directors.

### **Section IV – Honorary Membership**

Honorary membership may be granted at the discretion of the Executive Board to any individual who has made a significant contribution to the field of band ensembles. An Honorary Member is not entitled to vote or hold office and will not be required to pay dues.

## **ARTICLE V MEETINGS**

A minimum of two meetings of the General Membership shall be held annually as specified in the Bylaws.

## **ARTICLE VI**

Constitutional amendments/revisions to be acted upon by the General Membership shall be made at any General Membership Meeting of the organization by a two-thirds vote of the voting members present. Proposed amendments shall be presented first to the General Membership at the previous General Membership Meeting, and shall be published in the announcement of the next General Membership Meeting.

## **BYLAWS**

### **ARTICLE I – OFFICERS AND EXECUTIVE BOARD**

#### **Section I – President**

1. It shall be the duty of the President to preside at all meetings of the General Membership and Executive Board;
2. It shall be the President's duty to make emergency decisions that may arise. These decisions shall hold until the next meeting of the Executive Board or General Membership, when the decision shall be confirmed or rejected;
3. The President shall call regular and special meetings as provided for in the Bylaws;
4. It shall be the President's duty to appoint all committees and committee chairs as may be necessary to promote the work of the organization. The President shall be an ex-officio member of all committees, but shall not be required to attend committee meetings;
5. The President shall advise the 1<sup>st</sup> Vice-President in the duties of the office prior to leaving office at the final Executive Board Meeting of the academic year (June);
6. The President shall mail notices of all meetings;
7. The President shall serve as the liaison to all State Agencies, Organizations, and Associations, and represent the interests of the organization as directed by the Executive Board.

#### **Section II – First Vice President**

1. It shall be the duty of the First Vice President to assist the President in the furtherance of the organization;
2. It shall be the duty of the First Vice President to perform all the duties of the President in the event of the President's absence, inability, disability, or resignation;
3. The First Vice President shall serve as Coordinator of the organization's Annual Symposium. This shall include the supervision of all Committee Chairs and Committees for each Symposium held during the First Vice President's tenure in that position;
4. The First Vice President shall advise the First Vice President-Elect in the duties of the office prior to leaving office at the final Executive Board Meeting of the academic year (June);
5. The First Vice President will assume the Presidency and shall become acquainted with the duties of the Presidency prior to leaving office.

#### **Section III – Second Vice President**

1. It shall be the duty of the Second Vice President to assume the duties of the First Vice President in the absence of the First Vice President;
2. The Second Vice President shall also serve as Chair of the Membership Committee;
3. The Second Vice President will communicate with and provide direction for the activities of NYSBDA Student Chapters;
4. The Second Vice-President shall advise the Second Vice-President Elect in the duties of the office prior to leaving office at the final Executive Board Meeting of the academic year (June).

#### **Section IV – Third Vice President**

1. It shall be the duty of the Third Vice-President to assume the duties of the Second Vice-President in the absence of the Second Vice-President;
2. The Third Vice-President shall serve as the Coordinator of the Band Director's portion of the New York State Summer Music Conference;
3. The Third Vice-President shall advise the Third Vice-President Elect in the duties of the office prior to leaving office at the final Executive Board Meeting of the academic year (June).

#### **Section V – Secretary**

1. It shall be the duty of the Secretary to maintain a record of the proceedings at all Executive Board and General Membership Meetings;
2. The Secretary shall perform whatever official correspondence is required in relation to the organization as directed by the Executive Board;
3. At the discretion of the President, the Secretary shall compile, publish, and distribute materials deemed pertinent;
4. The Secretary shall advise the Secretary-Elect in the duties of the office prior to leaving office at the final Executive Board Meeting of the academic year (June).

#### **Section VI – Treasurer**

1. It shall be the duty of the Treasurer to pay all obligations incurred by the organization as directed by the Executive Board, to supervise and keep a written report of all transactions of the office, and to prepare an annual budget report that will be presented at business meetings of the organization;
2. The Treasurer shall close all books following an Annual Audit by the Executive Board, and be prepared to turn over all books and records to the Treasurer-Elect at the final Executive Board meeting of the academic year (June);
3. The Treasurer shall advise the Treasurer-Elect in the duties of the office prior to leaving office at the final Executive Board Meeting of the academic year (June).

#### **Section VII – Executive Director**

1. It shall be the duty of the Executive Director to assist members of the Executive Board as deemed appropriate by the same;
2. The Executive Director shall assist the President in his role as liaison to all State agencies, organizations, associations, and represent the interests of the organization as directed by the Executive Board.

#### **Section VIII – Past Presidents**

The two Immediate Past Presidents' duties shall include advising the Officers and other members of the Executive Board in all matters concerning the organization, helping to provide continuity to the traditions of the organization.

## **Section IX – Executive Board**

1. It shall be the duty of the Executive Board to:
  - a. Enforce all rules and regulations of the organization;
  - b. Interpret the Constitution and Bylaws;
  - c. Direct the President to appoint such committees as may be provided in the Constitution or required to properly conduct the business of the organization.
  - d. Arbitrate any difficulties which may arise;
  - e. Exercise such emergency powers as may be necessary to properly conduct the business of the organization, including the appointment of an officer or member of the Executive Board in the event a vacancy occurs prior to the end of a term;
  - f. Provide for the Annual Auditing of the accounts of the Treasurer.
2. The Executive Board shall perform such legislative duties as cannot be brought before the membership due to the set time of meetings.

## **ARTICLE II – REGIONAL AND AT LARGE REPRESENTATIVES**

### **Section I**

1. Eight Regional Representatives and four At Large Representatives from the State of New York shall be elected by the membership every two years for two-year terms of office;
2. Each Representative will perform other duties as assigned by the President.

## **ARTICLE III – DUES**

### **Section I**

The Executive Board will decide on appropriate dues for the membership, which must then be approved by the General Membership at one of the bi-annual General Membership Meetings.

### **Section II**

Active Membership begins when current dues are received by the Second Vice President. Membership status is good for one calendar year.

## **ARTICLE IV – MEETINGS**

1. Two bi-annual meetings of the General Membership and four quarterly meetings of the Executive Board shall be called by the President.
2. Additional meetings of the Executive Board shall be called at the discretion and authorization of the President.
3. A quorum for General Membership Meetings shall consist of all the members present at a meeting officially called by written notice. The notice must take place one month prior to the proposed meeting.
4. Eleven members of the Executive Board shall constitute a quorum for the transaction of business.

## **ARTICLE V – ELECTION OF OFFICERS**

### **Section I**

The President shall appoint a Nominating Committee consisting of three members of the Executive Board, and three Members At Large. The Nominating Committee is subject to approval by the Executive Board.

### **Section II**

A slate of officers will be presented by the Nominating Committee at the March General Membership Meeting of the organization. Nominations from the General Membership must be presented in writing to the Secretary at least two weeks prior to such meeting in order to be presented from the floor at the General Membership Meeting. Nominating speeches by the membership shall be limited to a total of three minutes for each candidate. If there is more than one person speaking for the same candidate, the total time shall not exceed three minutes.

### **Section III**

All officers are to be elected at the Annual March General Membership Meeting. They shall take office and assume administration of the organization at the final Executive Board Meeting of the academic year (June). This meeting shall be a combined meeting of all Executive Board members leaving office, and all Executive Board members assuming office. The outgoing President shall be in charge of this meeting, and will turn the administration of the organization over to the 1<sup>st</sup> Vice President and new Executive Board at the conclusion of this meeting.

### **Section IV**

As per the Constitution Article III, Section II, an Officer may not hold the same office for more than two consecutive terms (4 consecutive years).

### **Section V**

All members of the Executive Board shall be elected by ballot by plurality vote of the active members present. Where there is but a single candidate for an office, the rules may be suspended. In such a case the President (with the consent of the majority of the active members present) may cast a unanimous vote for a given candidate or for an entire slate as presented by the Nominating Committee.

## **ARTICLE VI – AMENDMENTS**

These Bylaws may be amended at any General Membership Meeting of this organization by a two thirds affirmative vote of the active members present.

## **ARTICLE VII – PARLIAMENTARY AUTHORITY**

All meetings of this organization shall be conducted according to the current edition of Roberts Rules of Order.



## **ARTICLE VIII – DISSOLUTION**

In the event this organization is dissolved, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.