

CONSTITUTION AND BYLAWS

The Ohio Choral Directors Association

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Revised June 2017

CONSTITUTION

ARTICLE I - NAME

This organization shall be known as the Ohio Choral Directors Association. It shall be affiliated with the American Choral Directors Association.

ARTICLE II PURPOSE

1. To foster and promote choral singing that will provide artistic, cultural and spiritual experiences for the participants.
2. To foster and promote the finest types of choral music to make these experiences possible.
3. To foster and encourage rehearsal procedures and vocal techniques conducive to attaining the highest possible level of musicianship and artistic performance.
4. To provide guidance, encouragement and opportunities for conductors beginning in the field of choral music.
5. To foster and promote the organization and development of choral groups of all types in schools and colleges.
6. To foster and promote the development of choral music in places of worship.
7. To foster and promote the organization and development of choral societies in cities and communities.
8. To foster and promote understanding of choral music as an important medium of contemporary artistic expression.
9. To foster and promote significant research in the field of choral music.
10. To foster and encourage choral composition of superior quality.
11. To cooperate with all organizations dedicated to the development of musical culture in America.

12. To foster and promote international exchange programs involving performing groups, conductors and composers.
13. To disseminate professional news and information about choral music.

ARTICLE III MEMBERSHIP

Section 1: There shall be eight membership classifications: (1) Active, (2) Associate, (3) Industry Associate, (4) Institutional, (5) Contributing, (6) Life, (7) Student, and (8) Retired.

Section 2: Membership eligibility, methods of admission, privileges, tenure and dues shall be as prescribed in the Bylaws of the Association, Article I.

ARTICLE IV AUTONOMY OF ORGANIZATION

Section 1: This organization shall be constituted as a nonprofit, educational association.

Section 2: The fundamental authority and responsibility of the Association shall reside in the corporate active membership and shall be exercised by the free expression and vote of each individual member, by representative legislative powers vested in the Board of Directors and by the executive powers delegated to the officers.

Section 3: Neither the Board of Directors, nor any member thereof, nor any member shall be required to accept financial responsibility for duly authorized activities of the Association carried on in good faith and in pursuit of the purposes and activities prescribed or authorized by the Constitution and Bylaws.

Section 4: Official business involving OCDA may be transacted at a regularly constituted or specially invoked meeting of the Executive Committee and/or Board of Directors.

Section 5: The membership shall be organized, as a convenience in planning and executing some of the activities and programs of the Association, according to geographic regions of the State of Ohio. The regions, being defined in Article IX of the Bylaws, shall be named: Northwest, Northeast, SouthCentral, Southwest and EastCentral.

ARTICLE V - STATE OFFICERS

Section 1: The Officers of the Association shall be as follows: President, VicePresident, PresidentElect, Treasurer, Secretary and Regional Chairpersons.

Section 2: The PresidentElect shall be elected by ballot as provided in the Bylaws. He/she shall serve a term of two years beginning on July 1 of unevennumbered years. At the end of his/her term, the PresidentElect shall automatically succeed to the office of President.

Section 3: The Treasurer shall be appointed by the President with the approval of the Executive Committee.

Section 4: The Secretary shall be elected by ballot as provided in the Bylaws. He/she shall serve a term of two years beginning on July 1 of unevennumbered years.

Section 5: Regional Chairpersons shall be elected by ballot as provided in the Bylaws. They shall serve a term of two years according to the following: Northeast, SouthCentral and Southwest Regional Chairpersons beginning on July 1 of unevennumbered years and EastCentral and Northwest Regional Chairpersons beginning on July 1 of evennumbered years.

Section 6: The President shall serve a term of two years beginning on July 1 of unevennumbered years. At the end of his/her term, the President shall automatically succeed to the office of VicePresident. In the event of a vacancy in the office of President, the VicePresident shall serve the balance of the unexpired term.

Section 7: Elections shall be conducted as provided in the Bylaws.

ARTICLE VI APPOINTED OFFICIALS

Section 1: Appointed Officials shall include, but not be limited to, the Treasurer, the Editor of *OCDA News*, the Webmaster, all Repertoire & Resources Chairpersons and Special Committees. They shall be appointed by the President with the approval of the Executive Committee.

ARTICLE VII EXECUTIVE COMMITTEE

Section 1: The Executive Committee shall consist of the President, the VicePresident, the PresidentElect, the Treasurer and the Secretary.

Section 2: Any vacancy occurring on the Executive Committee, with the exception of that of President, shall be filled from the active membership by Executive Committee appointment with the approval of the Board of Directors.

ARTICLE VIII BOARD OF DIRECTORS

Section 1: Voting members of the Board of Directors shall consist of the elected members of the Executive Committee and the Regional Chairpersons. Nonvoting members of the board shall include the Treasurer, the Editor of *OCDA News*, the Webmaster, Repertoire & Resources Chairpersons, and any other appointed members.

ARTICLE IX MEETINGS

Section 1: Business meetings of the Association shall be held at least annually at a time and place determined by the Board of Directors, usually during the summer conference.

Section 2: Biannual meetings of the Board of Directors shall be called by the President to conduct the business of the Association.

Section 3: Other meetings of the Board of Directors or the Executive Committee may be called by the President.

Section 4: Special meetings of the Board of Directors may be called by the President or upon the signed petition of three Regional Chairpersons and two other elected members of the Board of Directors.

Section 5: The call for special meetings of the Board of Directors must state the business to be transacted. No business shall be transacted except that specified in the call without approval of the majority of the members of the Board of Directors.

ARTICLE X QUORUM

Section 1: The quorum of the Executive Committee shall be three of the four voting members of that Committee.

Section 2: The quorum of the Board of Directors shall be six members of the Board, including three members of the Executive Committee.

Section 3: The quorum of the Association for the transaction of business at business meetings shall consist of a quorum of the Board of Directors, as stated above, plus the active membership present and voting.

ARTICLE XI - AMENDMENTS

Section 1: Amendments and/or revisions to this Constitution may be initiated by the Executive Committee, the Board of Directors or by a petition signed by ten percent of the state membership from no fewer than three of the regions of the Association.

Section 2: This Constitution may be amended or revised by an approving vote of twothirds of the active members present and voting at a business meeting, or amendment or revision may be made by an approving vote of twothirds of the active members who cast ballots by mail in accordance with the Bylaws, provided, however, that in any case, sixty days notice of such contemplated amendment or revision shall be given by mail to active members.

BYLAWS

ARTICLE I MEMBERSHIP

Section 1: Active. Any person who is engaged as a parttime or fulltime choral director, or who is responsible for the administration of a choral program, is eligible for active membership.

An active member may participate in all activities of the Association, has the right to vote, to hold office, and upon compliance with registration requirements, may be admitted to all meetings and conventions. In addition, active members shall receive all benefits of the National Association, Divisional Association and State Association of ACDA including all of their publications.

The candidate for active membership shall be accepted on receipt of a completed ACDA Application Form and payment of the annual membership dues for a term of one year from the date of acceptance. Membership shall be continued each succeeding year on receipt of membership dues prior to or during the month designated for membership renewal. Active membership shall be renewed on receipt of the current annual dues. Failure to remit annual payment during the membership renewal period shall result in discontinuation of the membership.

Section 2: Associate. Any person who is interested in the objectives of the Association is eligible for associate membership. Privileges accorded the associate member shall be the same as those for the active member, except for voting and the right to hold office in the Association. Transfer of an associate member to active may be made upon compliance with requirements and procedures for active membership. The candidate for associate membership shall be accepted on receipt of a completed ACDA Application Form and payment of the annual membership dues for a term of one year from the date of acceptance. Procedures for continuing membership are the same as those for active membership.

Section 3: Industry Associate. Membership in the National Association by an industry associate shall entitle same to like privileges in OCDA as a nonvoting member.

Section 4: Student. Student membership may be submitted by individual students or by the ACDA sponsorteacher for a student group. The student shall be a nonvoting member, ineligible for office, except in a student capacity or in a local student chapter. Student members shall receive all other membership benefits and publications. Students actively engaged as choral directors are eligible for active membership in ACDA.

Section 5: Life. Life membership shall be open to persons who are eligible for active membership and who have been active members of ACDA for a minimum of ten years upon payment of life membership dues. Life members shall have the same privileges as active members.

Section 6: Retired. ACDA members attaining retirement status may maintain membership in ACDA by payment of reduced annual dues. Privileges accorded retired members will be the same as those for active members.

ARTICLE II DUES

Section 1: Dues shall be determined by National ACDA for all membership categories specified by ACDA.

Section 2: Payment of dues shall entitle the member to all privileges associated with his/her class of membership in the American Choral Directors Association, the Central Division of ACDA and the Ohio Choral Directors Association.

Section 3: Additional dues, for State purposes, may be assessed by the Board of Directors of OCDA with the approval of the National Executive Committee and Board of Directors as specified in the ACDA Bylaws.

Section 4: The prerequisite for attendance at the conventions of OCDA shall be membership in ACDA and payment of registration fees. Exceptions shall be at the discretion of the Executive Committee.

ARTICLE III ADMINISTRATIVE AND FISCAL YEAR

Section 1: The administrative and fiscal years shall be from July 1 through June 30, or such period as may be determined by the Board of Directors.

ARTICLE IV MEMBERSHIP YEAR

Section 1: Membership dues shall be for one year from the date of acceptance of said dues.

ARTICLE V FISCAL POLICIES AND PROCEDURES

Section 1: A verified financial statement shall be prepared by the Treasurer and/or officials of the Association who have been empowered by the Constitution and Bylaws and the Board of Directors to handle Association funds. Such a statement shall be published in the Fall issue of *OCDA News* following the close of the fiscal year.

Section 2: The certification of the financial statement shall consist of an audit of the financial records of the Association by a committee appointed by the President or by a Public Accountant at the conclusion of the Treasurer's term of office.

Section 3: The complete financial records of the Association shall be examined and approved by the Board of Directors at least annually.

Section 4: Any fiscal policies and procedures needed in the administration and operation of the

Association and not specified in these Bylaws shall be formulated by the Executive Committee and approved by the Board of Directors.

ARTICLE VI - DUTIES OF OFFICERS, APPOINTED OFFICIALS

Section 1: The President shall preside at all business meetings and conventions of the Association, call and preside at meetings of the Executive Committee and Board of Directors, make appointments as provided in this Constitution and these Bylaws, serve as *ex officio* member of all committees, be responsible for implementing the overall program of the Association and perform all other duties pertaining to the office. Between meetings of the Board of Directors, he/she shall have the authority with the Executive Committee to carry on affairs vital to the successful operation of the Association.

Section 2: The VicePresident shall serve as an advisor to the President, Executive Committee, and the Board of Directors, He/she shall assume all duties of the President in case of resignation, disability or death until the PresidentElect assumes the office of President at the beginning of the next regular biennium. The VicePresident shall chair the nominating committee and assume all other duties which may be assigned him/her by the President.

Section 3: The PresidentElect shall assist the President as requested. He/she shall become familiar with all functions of the organization and duties of the presidency; shall be responsible for the OCDA session at the OMEA state convention; shall exercise responsibility for membership; shall be responsible for programs of development of the organization, and shall develop a program of regional membership solicitation.

Section 4: The Treasurer shall be responsible for all financial affairs of the Association as governed by policies set forth by the Board of Directors. He/she shall report to the Board of Directors at all Board meetings. He/she shall be guided in the handling of affairs by the ACDA policies adopted by the National Board.

Section 5: The Secretary shall work with the Executive Committee in keeping a complete and accurate record of all business meetings of the Association and all meetings of the Executive Committee and the Board of Directors. At the conclusion of his/her term, the secretary shall update the Policies and Procedures Manual to reflect Board actions taken during his/her term.

Section 6: Each regional Chairperson shall attend meetings of the Board of Directors, promote activities in his/her region related to OCDA, act as a coordinator for OCDA activities in his/her region, act as a liaison between his/her membership and the organization, promote the continuing recruitment of members and act as an advisor to the Nominating Committee in selecting a successor to his/her position.

Section 7: The Editor of *OCDA News* is responsible for the publication and dissemination of the Association's official newsletter. He/she may appoint any necessary assistant with the approval of the Executive Committee.

Section 8: Repertoire & Resources Chairpersons shall perform those duties assigned by the President, the Board of Directors, and by corresponding Repertoire & Resources Chairpersons of the ACDA Central Division and of the National Association.

Section 9: Appointed officials shall include, but not be limited to, the Treasurer, the Editor of *OCDA News*, the Webmaster, Conference Chairperson and all Standing and Special Committee Chairpersons.

ARTICLE VII TERM LIMITATIONS

Section 1: The Executive Officers shall be elected for one term of two consecutive years according to Article V of the Constitution.

Section 2: With the exception of the secretary, who may run for re-election, no member may serve consecutive terms in any given elective office.

Section 3: Repertoire & Resources Chairpersons normally serve one two-year term, but at the discretion of the President and with the approval of the Executive Committee, may serve a second term. The term limitation for Repertoire & Resources Chairpersons is four years.

ARTICLE VIII ELECTION PROCEDURES

Section 1: A Nominating Committee shall be appointed by the VicePresident with the approval of the Executive Committee and shall consist of three voting members of the Board of Directors. The Vice-President shall be a nonvoting member of the committee and shall serve as a chairperson. Neither the President nor the President-elect shall serve on the Nominating Committee.

Section 2: The Vice-President shall invite nominations for elected offices from the membership in the fall edition of *OCDA News*.

Section 3: Prior to, or on the day of, the winter meeting of the Board of Directors, the Nominating Committee shall present to the President a slate of nominees for office according to the schedule in Article V of the Constitution. Normally, two candidates shall be nominated for each office.

Section 4: The nominees for office shall be announced to the in the winter edition of *OCDA News* at least thirty days prior to the distribution of ballots.

Section 5: The membership shall cast votes by ballot. Ballots shall be returned by the membership to the Vice-President, who will tally all that are postmarked by a date determined by the Nominating Committee.

ARTICLE IX - REGIONS

The Northwest Region shall consist of Allen, Auglaize, Crawford, Defiance, Erie, Fulton, Hancock, Hardin, Henry, Huron, Lucas, Marion, Mercer, Ottawa, Paulding, Putnam, Sandusky, Seneca, Van Wert, Williams, Wood, and Wyandot Counties; the Northeast Region of Ashtabula, Cuyahoga, Geauga, Lake, Lorain, Mahoning, Medina, Portage, Summit, Trumbull, and Wayne Counties; the South Central Region of Adams, Athens, Brown, Fairfield, Fayette, Franklin, Gallia, Highland, Hocking, Jackson, Lawrence, Madison, Meigs, Perry, Pickaway, Pike, Ross, Scioto, Union, and Vinton Counties; the Southwest Region of Butler, Champaign, Clark, Clermont, Clinton, Darke, Greene, Hamilton, Logan, Miami, Montgomery, Preble, Shelby, and Warren Counties; and the East Central Region of Ashland, Belmont, Carroll, Columbiana, Coshocton, Delaware, Guernsey, Harrison, Holmes, Jefferson, Knox, Licking, Monroe, Morgan, Morrow, Muskingum, Noble, Richland, Stark, Tuscarawas, and Washington Counties.

The address of record determines the region with which a member is associated.

ARTICLE X BOARD OF DIRECTORS

Section 1: The Board of Directors shall serve as the legislative and policymaking body of the Association and shall serve in the government of the Association as specified in the Constitution and Bylaws.

ARTICLE XI RELATIONSHIPS WITH OTHER ORGANIZATIONS

Section 1: Cooperative relationships, including conventions and other activities, may be exercised by the Association with other state education associations and/or musical organizations as authorized by the Board of Directors.

ARTICLE XII OFFICIAL PUBLICATION

Section 1: The official publication of the Association shall be *OCDA News*. It shall be issued at least three times annually. It shall be mailed to all members in good standing, to all state and division Presidents and to the National Office.

ARTICLE XIII - DISPOSITION OF ASSETS IN EVENT OF DISBANDMENT

Section 1: In the event of disbandment, properties and funds of OCDA remaining after all financial obligations have been met shall be utilized only for the purpose of furtherance of choral music in the State of Ohio and shall be dispensed by the Board of Directors.

ARTICLE XIV - RULES OF ORDER

Section 1: *Robert's Rules of Order Revised* shall be the authority for all questions of procedure in business meetings not covered by these Bylaws.

ARTICLE XV - AMENDMENTS

Section 1: Amendments and/or revisions to these Bylaws may be initiated by the Executive Committee, the Board of Directors or by a petition signed by ten percent of the State membership from no fewer than three of the regions of the Association.

Section 2: These Bylaws may be amended by an approving vote of twothirds of the active members present and voting at a business meeting, or amendment or revision may be made by an approving vote of twothirds of the active members who cast ballots by mail in accordance with the Bylaws, provided, however, that in any case, sixty days notice of such contemplated amendment or revision shall be given by mail to active members.