

LAKE WASHINGTON MUSIC TEACHERS ASSOCIATION  
BYLAWS

**ARTICLE I NAME**

The name of the organization is Lake Washington Music Teachers Association, hereinafter referred to as "LWMTA" or "Association." LWMTA is a member of WASHINGTON STATE MUSIC TEACHERS ASSOCIATION (WSMTA) and the MUSIC TEACHERS NATIONAL ASSOCIATION (MTNA).

**ARTICLE II. PURPOSE**

**Section 1.** The purpose of the Lake Washington Music Teachers Association is to foster the professional development of music teachers, the musical enrichment of music students, and the advancement of music throughout the greater Eastside community. All activities of the Association are aimed at fulfilling this purpose.

**Section 2.** LWMTA is not organized for profit and no part of the net earnings shall inure to the benefit of any individual.

**Section 3.** In the event of the dissolution of this Association, any funds remaining in the treasury after the payment of any outstanding debts shall be contributed to WSMTA which qualifies under Section 501 (c) (3) of the Internal Revenue Service.

**ARTICLE III. GOVERNING Policies**

The governing documents shall be the Articles of Incorporation, these Bylaws, the Policies and Procedures Manuals, and the MTNA Code of Ethics.

**ARTICLE IV. MEMBERSHIP**

**Section 1. Membership Classifications** The following membership classes are open to those who meet the respective qualifications and pay the annual dues provided for the respective classification pursuant to Section 6 hereof:

**a. Active Membership** shall be open to all individuals who are professionally engaged in any field of music activity in the Greater Eastside Community of the State of Washington, upon application and payment of requisite fees. Active Membership conveys the privileges of participation in all Association activities, the right to attend meetings and programs, to vote, to hold office, to enter students in Association programs, and to receive official Association communications. Sub categories of active membership:

(1) **Senior Membership** is available to Active members in good standing and who have attained the age of seventy (70) years and who have been Active State members for a minimum of five (5) successive years immediately preceding application for Senior Membership. Senior Membership conveys all rights and

privileges of Active Membership and entitles the senior member to the current discount that MTNA offers.

(2) **Dual Membership** is available to a married couple when one qualifies as an Active member. The Active member shall pay full National and State dues; the spouse shall pay all National dues and one half of the regular State dues. Dual Membership conveys all the rights and privileges of Active membership except the couple shall receive one copy of association communications.

**b. Student Membership** is open to any music student from high school (9<sup>th</sup> grade) through the age of twenty-six (26) currently involved in regular music study in the State of Washington. Student Membership conveys all rights and privileges of Active Membership except the right to vote and hold office or enter students into MTNA competitions. Any student beyond the age of twenty-six (26) who returns to a college, university or conservatory as a full-time music student shall have the option of Student Membership for a period not to exceed four consecutive years, subject to the membership regulations of LWMTA.

**c. Emeritus Membership** may be granted to members who are no longer actively engaged in the profession. Emeritus members shall pay National dues only. Emeritus Membership conveys all rights and privileges of Active Membership.

**d. Associate Membership** shall be open to those businesses, corporations, institutions, organizations, and individuals who have an interest in furthering the mission of LWMTA and who pay the prescribed dues. Associate Membership shall entitle one person from the business, corporation, institution, or organization the rights and privileges of active membership with the exception of holding office, having the right to vote, or of entering students into Association activities.

**e. Patron Membership** shall be open to all individuals not professionally engaged in any field of musical activity, but who wish to support the programs of the Association and who make a contribution to LWMTA. Patron members shall be entitled to attend programs of the Association upon payment of the registration fee and to receive official Association communications, but shall not have the right to vote or hold office or enter students in Association activities.

**Section 2. Application for Active Membership** shall be made through the Music Teachers National Association. Teachers applying to be members of the Association must remit dues for the Lake Washington Music Teachers Association, Washington State Music Teachers Association as well as the Music Teachers National Association.

**Section 3. Termination of Membership** A person's membership may be revoked for cause, other than nonpayment of dues, by a two-thirds vote of the entire Board of Directors. The vote for revocation shall occur only after the member has been advised of the complaint which has been lodged and has been given reasonable opportunity to present information on his or her behalf. Such member, if membership is revoked, may appeal for reconsideration of the decision by the Board. In no event will a dues refund be given. Revocation of membership for nonpayment of dues within the prescribed time period shall be **automatic** and not subject to any further procedure.

**Section 4. Resignations** A member in good standing may resign from the Association by submitting a letter of resignation to the Secretary, who will remove that member from the membership roster. No dues refund will be given.

**Section 5. Reinstatement** A member who resigned in good standing or who allowed annual dues to lapse may reactivate his/her membership by requesting such action and paying the current dues. If continuous membership is desired, the member must pay all dues accruing from the time of non-renewal through the current year.

**Section 6. Annual Dues** Annual dues for all categories of membership shall be due as determined by the Board of Directors. The Board shall establish the annual dues amount and communicate dues information to members. Dues are delinquent sixty (60) days beyond the renewal date after which time members are not in good standing or entitled to any of the privileges of membership until dues are paid for the current membership year.

**Section 7. Membership Year** The membership year shall commence on July 1 and end on June 30 of the following year. The Board of Directors may change the membership year for all membership categories.

## **ARTICLE V. OFFICERS**

**Section 1. Officers and Duties** Officers of the LWMTA shall be elected for a term of one year. *Their term shall be no longer than two consecutive years in one position.* \*They shall be active members with dues paid through the end of the fiscal year which they shall serve.

**a. The President** shall be the principal elected officer of LWMTA and shall preside at all meetings of the LWMTA and the Board of Directors. He/she shall recommend committees as may be required by the Bylaws or as he/she may deem beneficial to the LWMTA for appointment by the Board of Directors. The President shall serve as an ex-officio member of all committees except the Nominating Committee. He/she shall oversee the annual Adjudications or may appoint an Adjudications Chair. In addition, any items needing to be prepared for State and District conferences shall be under his/her duties and may be delegated.

**b. The Vice President** shall perform duties as requested by the President or the Board of Directors. If the President is unable to preside, then the Vice President shall preside in the absence of that officer.

**c. The Secretary** shall be responsible for taking, distributing and preserving the minutes of all business meetings of the Association and all meetings of the Board. At the Board's discretion, an Assistant Secretary may be appointed to take minutes at the general meetings and send them to the secretary for review. Minutes of both the Board Meetings and General Meetings may be maintained in electronic format and stored in the official records of the association.

**d. The Treasurer**, in cooperation with the President, shall be responsible for overseeing all financial affairs of LWMTA. He/she shall provide monthly financial reports to the Board and also to the membership at Chapter meetings. These financial reports may be maintained in electronic format and stored in the official records of the association. The Treasurer shall perform other such duties applicable to the office, i.e. attending Association events requiring the receipt of monies,

payment of building or equipment rentals for such events, payment of fees for event/workshop presenters, and reimbursement of expenses incurred by officers and committee chairs in the performance of their official duties when previously approved by the Board.

**Section 2. Succession** A nominating committee shall prepare a slate of officers for election at the May General Meeting.

**Section 3. Vacancies and Removal** Any officer, whether elected or appointed, shall cease to hold office upon termination of membership, or may be removed from office by two-thirds vote of the entire Board of Directors. Such action will be taken when it appears evident that an association officer has been or is unable to serve or is otherwise disqualified.

*\*Amended October 2014 to be in effect starting in 2015-2016*

## **ARTICLE VI. BOARD OF DIRECTORS**

**Section 1. Government** The government of the Association shall be vested in the Board of Directors, which shall be composed of the President, Vice President, Secretary, Treasurer and immediate past President. An additional member at large may be appointed by the Board.

**Section 2. Authority** In addition to the power and authority expressly conferred upon it in these Bylaws, the Board shall have the right, responsibility, and authority to exercise all such powers and perform such acts as may be exercised or done by the Association subject to the Statutes of the State of Washington, provisions of the Articles of Incorporation, and Section 501 (c) (3) of the Internal Revenue Service.

**Section 3. Duties** The Board of Directors, within the limits of the Bylaws, shall determine policies of the Association considering recommendations from the Committees, and individual members. It shall actively pursue the purposes of the Association and shall have discretion in the disbursement of all funds of the Association. It may adopt such rules and regulations for the conduct of the Association business as shall be deemed advisable, and may, in the execution of powers granted, appoint such agents as it may consider necessary.

**Section 4. Quorum** A majority of the members of the Board, three of whom must be elected officers, shall constitute a quorum of the Board of Directors. Meetings may be held by a teleconference call, and participation in such a meeting shall constitute presence.

### **Section 5. Meetings**

a. Regular meetings of the Board of Directors shall be held at least twice a year at such time and place as the Board may prescribe. Special meetings of the Board, such as teleconference meetings, may be called by the President or by a majority of the Board's members.

b. Action taken by written consent of the members of the Board via mail, or electronic transmission, shall be a valid action of the Board. Such action of the Board shall be preserved and reported in the official minutes.

## **Section 6. Indemnification and Limitation of Liability**

- a. Each officer and director, elected or appointed, and personal representatives, shall be indemnified by LWMTA against all expense or loss actually and reasonably incurred by him or her in connection with any action, suit or proceeding in which he/she is made a party by reason of being, or having been, an Officer or Director, excepting only any matters in which he/she is adjudged in such action, suit or proceeding, to be liable to LWMTA or is adjudged to have improperly received a personal benefit.
- b. Such indemnification shall not be deemed exclusive of any other indemnification rights to which such person may be entitled under any Bylaw, agreement, vote of the Board of Directors or members, or otherwise.
- c. The provisions contained in this Section 7 shall be interpreted and applied to provide indemnification to directors and officers to the fullest extent allowed by applicable law, as such law may be amended, interpreted and applied from time to time. The right to indemnification under this Section 7 shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, Bylaws, other agreement, vote of disinterested directors, insurance policy, principles of common law or equity, or otherwise.

## **ARTICLE VII. FINANCE**

**Section 1. Fiscal Year** LWMTA shall operate under a fiscal year which shall be the same as the membership year (Article IV, Section 7), unless otherwise determined by the Board of Directors.

**Section 2. Audit** An annual audit of LWMTA finances shall be conducted by two non-board members who report to the association at the May general meeting.

**Section 3. Finance Committee** The Finance Committee shall coordinate the Board's financial oversight responsibilities by recommending policy to the Board and monitoring its implementation. The Finance Committee will also be in charge of actively soliciting businesses and individuals for donations toward LWMTA's goals. It may have other duties assigned to it by the President with the approval of the Board. The Committee shall consist of the President, Vice President and Treasurer. The Treasurer shall serve as Chair of this committee.

## **ARTICLE VIII. MEETINGS**

### **Section 1. General Meetings**

The general meetings of LWMTA will be held September through May. These meetings are open to all members. Notice of association meetings shall appear in official LWMTA communication at least fourteen (14) days prior to the appointed time. A majority of members must be present for a vote.

**Section 2. Special Meetings** Special meetings of the membership may be called with a minimum of fourteen (14) days advance notice by the Board or upon signed petition from two-thirds (2/3rds) of all active members.

**Section 3. Parliamentary Authority** The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the LWMTA business meetings in all cases in which they are applicable, and in which they are not inconsistent with the Articles of Incorporation, the Bylaws of LWMTA and any special rules of order the Association may adopt.

## **ARTICLE IX Communications**

**Section 1. Official Communications** At periodic intervals LWMTA shall communicate official notices and articles in a format determined by the Board.

**Section 2. Bylaws** The LWMTA Bylaws shall be distributed to the membership.

**Section 3. Association Website.** The association will maintain an internet website for the purposes of communicating with the membership, representing the organization to outside individuals, and other purposes that the Board of Directors determines will advance the purposes of the association. Expenses associated with the website shall be approved by the general membership.

## **ARTICLE X. AMENDMENTS**

Bylaws may be amended at any business meeting of LWMTA by a two-thirds vote of the active members present and voting, the proposed amendment having been submitted to the members at least thirty (30) days prior to the voting.