

FLORIDA VOCAL ASSOCIATION
CONSTITUTION AND BY-LAWS
Revised January 2002

ARTICLE I – NAME

The name of this association shall be The Florida Vocal Association, Incorporated, herein called the Florida Vocal Association or the F.V.A.

ARTICLE II - PURPOSES

The purposes of the Florida Vocal Association shall be:

1. to promote and develop interest in vocal and general music in Florida's secondary schools;
2. to encourage improvement and advancement in school choral groups;
3. to advance music education in the State of Florida; and,
4. to encourage and assist the professional growth of the membership.

ARTICLE III - AFFILIATIONS

This association shall exist as a component association of the Florida Music Educators Association, Inc., a federated state unit of the Music Educator's National Conference. It also falls under the governance of the Florida School Music Association.

ARTICLE IV - MEMBERSHIP

Section 1. Membership in the Florida Vocal Association shall be by individuals, not by schools.

Section 2. Active Membership. Active membership shall be open to all persons actively engaged in the teaching of choral and/or general music in the secondary schools of Florida.

Active membership shall grant participation in the activities of the F.V.A., including the right to vote upon business matters before the association and to hold office, and admission to all meetings of the F.V.A. upon the member's compliance with registration requirements.

Section 3. Affiliate Membership. Affiliate membership is open to music faculty members or music administrative staff in a Florida junior college, community college, college or university and to those who are responsible for music activities in a Florida school district in a supervisory, coordinating or similar capacity. Affiliate members shall have all privileges afforded to active members except the right to hold elective office.

Section 4. Associate Membership. Associate membership shall be open to all persons interested in the advancement and improvement of vocal and/or general music programs in Florida and who do not qualify for active membership. Associate members shall have all privileges afforded to active members except the right to vote and hold office.

Section 5. Retired Membership. Persons who have retired from teaching or supervisory positions in the field of school choral and/or general music may be granted Retired Membership. Retired members may pay a one time retired life membership or pay membership on a year to year basis. The Executive Board shall set the dues for retired membership. Retired members shall have all privileges afforded to active members except the right to vote and hold office.

Section 6. Student Membership. Student membership shall be open to students of music education at the college level who are not employed as teachers or supervisors and who are members of their college's MENC Student Chapter where available. Student members shall have all privileges afforded to active members except the right to vote and hold office.

Section 7. Honorary Membership. Honorary membership in the FVA may be granted by a majority vote of the active members present and voting at any business meeting to persons interested in school choral and/or general music, and who have made unique or outstanding contributions in music education. Honorary members shall have all privileges afforded to active members except the right to vote and hold office.

Section 8. Life Membership. Except for retired life members, the FVA has no provisions for life membership. Persons who are Life Members of FMEA and MENC shall pay the appropriate annual FVA dues directly to the FVA Executive Director.

Section 9. Joint Membership in MENC/FMEA/FVA. All FVA members, except Honorary and Associate members are required to hold joint membership in the Florida Music Educators Association and the Music Educators National Conference. There are no partial memberships for component associations of FMEA.

ARTICLE V - DUES and FEES

Section 1. Remittance of Dues. Dues shall be paid to MENC/FMEA as specified by enrollment procedures.

Section 2. Amounts of Dues and Other Fees. The amount of dues for all categories of membership in the FVA, shall be set by the FVA Executive Board, subject to approval of the membership by the majority vote of those voting. The amounts of other fees shall be set by the FVA Executive Board at its regular meetings.

ARTICLE VI - AUTONOMY and ORGANIZATION

Section 1. Non-Profit Status. This association shall be organized as a not-for-profit 501(c) (3) organization.

Section 2. Authority. The fundamental authority and responsibility of the Florida Vocal Association shall reside in the corporate/active membership and shall be exercised by the free expression and vote of each individual member, by the representative legislative powers vested in the Executive Board, and by the executive powers delegated to the Officers.

Section 3. Indemnity of Officers. Neither the Executive Board, nor any member thereof, nor any appointed officer or representative of the F.V.A. shall be required to accept financial responsibility for duly authorized activities of the F.V.A. carried on in good faith and in pursuit of the purposes and activities prescribed or authorized by the Constitution and By-laws. The Executive Director, in conjunction with the Florida School Music Association, shall arrange to purchase liability insurance to indemnify the organization and the individual board members from financial liability for their activities.

Section

4. District Organization. The Executive Board shall organize the membership into geographical districts for the purposes of convenience in planning and executing some activities of FVA. Each district shall have a District Chairman as its executive officer. All districts shall be governed by the rules and regulations of the Florida Vocal Association and the provisions of this Constitution and By-laws.

ARTICLE VII - STATE OFFICERS

Section 1. Officers. The officers of the Florida Vocal Association shall be a President, a President-elect, a Vice-President, a Junior High/Middle School Chairman, and a Junior High-Middle School Chairman-elect.

Section 2. Terms of Office. State Officers shall be elected to serve a term of two years and shall not be eligible to succeed themselves in the same office.

Section 3. Succession in Office. The President-elect shall automatically assume to the office of President upon that office being vacated. The immediate past-president shall automatically become the Vice President.

The Junior High-Middle School Chairman-elect shall automatically assume to the office of Junior High-Middle School Chairman upon that office being vacated.

Section 4. Executive Director. The Executive Board shall employ an Executive Director, prescribe the terms for the contract of employment including duties and compensation, and have full control over the actions of the Executive Director.

ARTICLE VIII - DISTRICT OFFICERS

Section 1. Officers. Each of the F.V.A. districts, as determined by the Executive Board, shall have a Chairman, a Chairman-elect, a Secretary, and a Coordinator.

Section 2. Terms of Office. District Officers shall be elected to serve a term of two years.

Section 3. Executive Officer. The Chairman shall be the executive office of the district, and shall attend all meetings of the Executive Board.

Section 4. Succession to Office. The Chairman-elect shall automatically assume the office of the Chairman upon that office being vacated.

ARTICLE IX - EXECUTIVE BOARD

Section 1. Authority. The Executive Board shall have the responsibility for the Association management, policies and actions of the Florida Vocal Association.

Section 2. Voting Members. The voting members of the Executive Board shall be the President, President-elect, Vice-President, Junior High /Middle School Chairman, Junior High-Middle School Chairman-elect and the Chairman of each of the prescribed districts. As the Presiding officer, the President will vote only to break a tie vote.

Section 3. Ex-officio Board Members. Non-voting (ex-officio) members of the Board are the Executive Director, the Chairman of any committee, the President of FMEA and the Music Consultant in the State Department

of Education, and the Executive Director of the Florida School Music Association.

ARTICLE X - NOMINATIONS and ELECTIONS

Section 1. Time and Place. State Officers shall be elected bi-annually at the General Membership Meeting of the FVA held in conjunction with the Annual FMEA Clinic/Conference and shall assume the duties of their office on July 1 following their election.

Section 2. Nominations for President-Elect. In January of even numbered years the President shall appoint a nominating committee of three members who are active and in good standing to submit candidates to the General Membership for the office of President-elect. A conscientious effort should be made to insure that membership of this committee is representative of the three geographic areas of the state (north, central, south).

The committee shall select potential nominees, contact them to determine their willingness to serve and shall present the names of two or more candidates to the Executive Board for its approval or modification at the spring Board meeting.

Following approval by the Board, the committee shall present the names of two or more candidates to the membership at the business meeting held at the FVA Pre-School Convention in each even-numbered year. After the committee has presented its candidates, the membership shall be given the opportunity to make any nominations from the floor after which nominations shall be closed. The election shall then be held in odd-numbered years during the General Business Meeting of the FVA held in conjunction with the FMEA Clinic-Conference.

Section 3. Nominations for Junior High-Middle School Chairman-Elect. In January of even-numbered years the Junior High-Middle School Chairman shall appoint a nominating committee of three members who are active and in good standing to submit candidates to the General Membership for the office of Junior High-Middle School Chairman-elect. A conscientious effort should be made to insure that membership of the committee is representative of three geographic areas of the state (north, central, south).

The committee shall select potential nominees, contact them to determine their willingness to serve and shall present the names of two or more candidates to the Executive Board for their approval or modification at the spring Board meeting.

Following approval by the Board, the committee shall present the names of two or more candidates to the membership at the business meeting held at the FVA Pre-School Convention in each even-numbered year. After the committee has presented its candidates, the membership shall be given the opportunity to make any nominations from the floor after which nominations shall be closed. The election shall then be held in odd-numbered years during the General Business Meeting of the FVA held in conjunction with the FMEA Clinic Conference.

Section 4. District Officers. District Officers shall be elected by the respective members of each district at a district meeting to be held prior to October 1. Odd-numbered districts shall hold elections in odd numbered years. Even-numbered districts shall hold elections in even numbered years.

Section 5. Elections. All elected officers of this Association shall be elected by a majority vote of the members present and voting. If such a majority does not exist, a second ballot shall be held between the two (2) candidates receiving the largest number of votes. The candidate receiving the most votes shall be declared elected.

Section 6. Voting Eligibility. Voting shall be by Active and Affiliate members only. It shall be the duty of the Executive Director to verify the eligibility of any member for voting privileges,

Section 7. Filing of Vacant Offices. The Executive Board shall have the authority to appoint a person to fill a vacancy of any state officer occurring during a term of office. A President-elect, Junior High/Middle School Chairman, or Junior High/Middle School Chairman-elect so appointed shall serve until the next annual FVA business meeting held in conjunction with the FMEA State In-Service Training Conference and Convention. In the event that convention is held in an even numbered year, a special election shall be held in accordance with the preceding sections of this Article.

Section 8. Uncompleted Terms. Any officer who is appointed by the Executive Board to fill a vacancy by virtue of the provisions Section 7 of this Constitution and who serves for less than one full year may be subsequently elected to that office for a full term as specified in the Constitution.

ARTICLE XI - MEETINGS

Section 1. General Business Meeting. A general business meeting of the F.V.A. membership shall be held in conjunction with the F.M.E.A. Annual In-Service Training Conference and Convention, and at the Annual Pre-School Convention. Additional business meetings of the membership may be held at other times and places as designated by the Executive Board.

Section 2. Meeting Agenda. Any business needing action by the membership of F.V.A. may be conducted at any of the regular business meetings, excepting that election of State Officers will take place at the F.M.E.A.

Annual In-service Training Conference and Convention.

All new business of the F.V.A. should be presented to the Executive Board before being brought to final vote by the association. Any new business initiated from the floor during regular or called meetings should be referred to the Executive Board of the F.V.A. before holding a vote for final action.

Section 3. Special Meetings of the Membership. Special meetings of the membership may be called at any time by the President or by the Executive Board. Upon written petition of any ten (10) percent of the active members in good standing, the President of F.V.A. shall be required to call a special meeting of the membership. The call or petition for a special meeting must state the business to be transacted and no business shall be transacted except that specified in the call or petition. The special meeting time and place shall be selected by the Executive Board with at least thirty (30) days notice to the entire membership.

Section 4. Executive Board Meeting. The Executive Board shall meet three times each year. Regular meetings of the Executive Board shall be held each year prior to the FMEA Annual State In-Service Training Conference and Convention, after State MPA's and prior to the Pre-school Convention.

Section 5. Special Board Meetings. Special meetings of the Executive Board may be called by the President, or upon the joint request of not less than five (5) members of that Board. The entire membership of the F.V.A. shall be notified of the special meeting and the agenda for that meeting not less than thirty (30) days in advance of the meeting. The call or request for a special meeting of the Board must state the business to be transacted and no business shall be transacted except that stated in the call or request.

Section 6. Rules of Order. All deliberations of the F.V.A. shall be governed by Robert's Rules of Order, Revised.

ARTICLE XII - QUORUMS

Section 1. General Membership Meetings. The quorum for the transaction of business by the FVA shall be not less than ten (10) percent of the active and affiliate members, in good standing, who must be present. The determination of a quorum shall be based upon the number of active and affiliate members from the current FVA membership rolls as certified by the Executive Director.

Section 2. Board Meetings. A quorum of not less than fifty (50) percent of the voting members of the Executive Board shall be required for the Board to transact business. There shall be no Proxies at meetings of the Executive Board.

ARTICLE XIII - DISPOSITION OF ASSETS IN CASE OF DISBANDMENT

In the event of dissolution or termination of the FVA, the residual assets of the Association will be turned over to one or more organizations as the FVA Executive Board shall determine and which are exempt as organizations described in Section 501(c) (3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or local government for exclusive public purpose. A court of proper jurisdiction shall dispose of any assets not so disposed of exclusively for such purposes to such organization or organizations as said court shall determine.

ARTICLE; XIV - AMENDMENTS

Section 1. This constitution may be amended at any time by a two thirds majority vote of the total active members of the Florida Vocal Association in attendance at any regular business meeting.

Section 2. Any proposed amendment must first be presented in writing for action by the Executive Board four (4) months in advance of any business meeting, whereupon the Board shall act and in turn submit the proposed amendment, along with its recommendation to the membership in writing one (1) month before the business meeting in which the vote is to be taken.

BY -LAWS

ARTICLE I - DUTIES OF STATE OFFICERS

Section 1. President. The President shall preside at all meetings of the F.V.A. and attend such committee meetings as he may deem necessary. He shall be the executive officer of the F.V.A. and shall be expected to act upon his best judgment in representing the F.V.A. in any matter upon which he has received no previous instructions from the membership or the Executive Board.

The President shall be responsible to the Executive Board at all times and must accept and carry out any instructions given him by the Board concerning F.V.A. business.

The President, unless otherwise ordered by the Executive Board or the membership of F.V.A., will appoint all committees created by either body. He shall direct the organization of all district and state activities. With the advice and consent of the Executive Board, he shall each year appoint and make recommendations concerning the executive staff of the association.

Section 2. President-elect. The President-elect shall, in the absence of the President, perform any or all of his duties. He shall consider his term as President-elect as one of preparation for the term of President and shall, to the best of his ability, carry out all instruction or duties given to him by the President or the Executive Board.

Section 3. Vice-President. The Vice-President shall, in the absence of the President and President-elect, carry out the duties of the President. He shall serve as an advisor to the President and shall carry out any duties assigned him by the President or Executive Board.

Section 4. Junior High-Middle School Chairman. The Junior High-Middle School Chairman, along with the Chairman-elect, shall represent the interests of the junior high-middle schools including the necessary arrangements for the junior high-middle school portion of the F.M.E.A. Annual State In-Service Training Conference and Convention.

Section 5. Junior High-Middle School Chairman-elect. The Junior High-Middle School Chairman-elect shall assist the Chairman whenever called upon to perform duties relating to junior high-middle school activities and shall, in the absence of the Chairman, carry out his duties.

Section 6. Executive Director. The Executive Director shall have no executive powers or duties other than those assigned to him by the Executive Board or the President. He shall be responsible to the Board at all times and must accept and carry out any instructions concerning FVA business.

The Executive Director shall keep accurate records of all meetings of the FVA and of the Executive Board. He shall handle all correspondence directed to his office in a prompt and efficient manner. He shall see that state bulletins are promptly mailed to each member, the Executive Board, the President and Executive Director of FMEA, the Executive Secretary of FSMA, and two copies to the State Consultant in Music Education.

He shall maintain an accurate membership roll of the F.V.A. and shall be the keeper of the archives containing historical material.

The Executive Director shall collect all funds of the FVA and deposit same as may be ordered by the Executive Board. He shall pay all bills and demands against the F.V.A. when duly authorized by the Executive Board. He shall keep a record of all receipts and disbursements in proper books and accounts which shall be subject to examination by the Executive Board at all times. He shall render an annual financial statement in writing to the full membership at a time designated by the Executive Board. Once each year he shall submit to the Executive Board an audited report of the Financial Statement and be responsible for filing the corporation report each year and any other legal or tax documents. All checks drawn against the F.V.A. funds shall be signed by the Executive Director. He shall be bonded in an amount set by the Executive Board.

Unless otherwise provided for by the Executive Board, the scheduling and administration of the State Festivals shall be the responsibility of the Executive Director.

ARTICLE II - DUTIES OF DISTRICT OFFICERS

Section 1. District Chairman. The District Chairman shall be the executive officer of the district and shall see that all district activities are carried out in accordance with F.V.A. rules and regulations. Each District Chairman shall serve as a member of the Executive Board and he or his duly authorized representative shall be present at every meeting of the Board. He shall be responsible for seeing that copies of all district bulletins are sent to the FVA Executive Director and as otherwise directed by the Board.

The District Chairman shall submit to the Executive Director a proposed budget for his district each year, collect all district monies and see that they are properly deposited. He shall pay all bills and demands against his district account as authorized by his approved budget. The district financial books shall be made available to each member of the district and a copy of same placed on file with the Executive Director of F.V.A.

He shall be responsible for filing on a timely basis all reports requested by the Executive Director and the Executive Board. He will see that all district records are maintained in an orderly manner and passed on to his successor.

Section 2. Chairman-elect. The Chairman-elect shall serve as an assistant to the chairman and carry out any duties assigned to him by the Chairman. In the absence of the Chairman he shall perform the duties of the Chairman. The Chairman-elect shall consider his term of office as one of preparation for his term as Chairman.

Section 3. District Secretary. The District Secretary is responsible for the secretarial duties of the district as may be assigned by the Chairman.

Section 4. District Coordinator. The Coordinator shall be available to assist the District Chairman as needed.

Section 5. Other District Officers. Districts may create other offices for their district as individual circumstances might require, so long as they are not in conflict with the Constitution and By-laws.

ARTICLE III - DUTIES OF EXECUTIVE BOARD

Section 1. Authority and Responsibility. The authority and responsibility for the management, policies and actions of the F.V.A. shall reside in the Executive Board. It shall be responsible for the proper handling of F.V.A. finances.

Section 2. Approval of Officer Actions. The Executive Board shall assume the responsibility of approval of the President's action on all infractions of rules, regulations and improprieties of an ethical nature at all F.V.A. sponsored activities.

Approving the action of the Executive Director on matters arising at the State MPA's shall be the responsibility of the Executive Board.

ARTICLE IV - COMMITTEES

Section 1. Appointments. All committees shall be appointed by the President of F.V.A. who shall report to the Executive Board on all such appointments. The Board may advise the President on appointments.

Section 2. Length of Committee Appointments. All committee appointments expire on the date of expiration of the term of the F.V.A. President. The incoming President may reappoint committee members and chairmen, or he may allow the existence of an ad-hoc committee to terminate. Actions affecting the creation or termination of standing committees must have Board approval.

Section 3. Adjudication Committee. This committee shall be a standing committee of four FVA members representing high school and middle school directors. The chairman shall be appointed by the President. Committee members shall be appointed by the Chairman and the President.

The duties of the committee shall be as follows:

1. Establish criteria for evaluation and adjudication of festival performances.
2. Develop criteria for application as an adjudicator.
3. Develop and maintain an adjudicator internship program.
4. Implement adjudicator training workshops.
5. Review and evaluate teachers completing the adjudicator internship process, and submit recommendations to the Executive Board for inclusion on the adjudicators list.

Section 4. All-State Auditions Committee. The President shall appoint the Chairman of this committee. The Chairman shall be responsible for appointing two other members. At least one committee member shall be from Junior High/Middle School and one from Senior High School. This committee shall have the responsibility for monitoring the All-State auditions process and recommending necessary changes.

Section 5. Clinic Committee. This committee shall be a standing committee with the responsibility of advising and assisting the Executive Officers in planning and implementing the FVA Pre-School Convention and the

FMEA All-State In-service Clinic. The committee shall be composed of a chairman appointed by the FVA President and two additional FVA members. Duties will be defined in the Executive Officer's Manual.

Section 6. Ethics Committee. This committee shall be a standing committee composed of 3 board members representing three geographical regions of the state, North, South, Central on a rotational basis for continuity. The committee will be chaired by an executive officer. The duties of the committee shall be as follows:

1. To receive and investigate complaints of unethical actions by FVA members or participants in Association activities.
2. To report to and/or advise the Executive Board concerning any complaints.
3. To recommend to the Executive Board appropriate actions/ consequences.

CODE OF ETHICS

Members of the Florida Vocal Association are expected to:

1. Develop and foster a spirit of cooperation and growth within the membership. Strive to maintain the highest possible standard of musical performance and educational practice.
2. Conduct business affairs on the highest ethical and professional level.
3. Display the professional courtesy due invited clinicians, adjudicators and elected officers.
4. Refrain from destructive criticism of other choral programs and directors.
5. Uphold the Constitution, By-laws, and Rules of the Florida Vocal Association.

Section 7. Music Performance Assessment Sight Reading Committee.

This committee shall be a standing committee composed of at least three members of the FVA and shall include at least one person from the senior high school and one person from the junior high/middle school.

The President shall appoint the Chairman of this committee. The Chairman shall be responsible for appointing two other members. The duties of the committee shall be as follows:

1. Review and revise the FVA mpa sight reading guidelines annually. FVA members should submit to the committee chair requests/suggestions for changes in voicing, range, melodic and/or rhythmic content immediately following district evaluation.
2. Review material submitted by the designated composer for use at FVA District Evaluation Music Performance Assessment.
 - a. guidelines set forth by the committee. The committee is responsible for making suggestions and/ or changes to the exercises should there be confusing voice leading, harmonic instability, rhythmic uncertainty or range discrepancies.
 - a. Sightreading material for the following year should be submitted to the committee chair for consideration prior to the May Board Meeting.
3. The committee shall recommend to the Board persons qualified to write the sight-reading exercises used at the District MPA's.

Section 8. Finance Committee. This committee shall be a standing committee and shall have the responsibility of reviewing and advising the Executive Board on all financial aspects (expenditures and investments) of the FVA. The committee shall be chaired by the Vice-President and include at least two other FVA members.

Section 9. Music Committee. This committee shall be a standing committee. The President shall appoint the Chairman of this committee. The Chairman shall be responsible for appointing three other members. At least one of the other members shall be from senior high school and one from junior high or middle school. The duties of the committee shall be as follows:

1. Compile a list of music suitable for each of the areas on the FVA Music List.
2. Submit addenda to the list at times directed by the Executive Board.
3. Review publications from publishers and directors and submit recommendations for inclusion on the music list.
4. Review and publish the entire list as directed by the Executive Board.
5. Set criteria for and review all student compositions submitted for the annual composition award and determine a winner worthy of such an award. It shall be the duty of the committee chairman to notify each of the entrants in writing of the committee's decision and to make arrangements for the purchase of the award when there is a winner. The President and Chairman shall then arrange for the proper time and place for the award presentation.
6. The Chairman shall have the duty of writing or making arrangements for the writing of the sight reading exercises used at the All-State auditions.

Section 10. Past Presidents' Advisory Council. This committee shall be a standing committee composed of all past-presidents of the Florida Vocal Association. The council shall choose its own chairman who will

represent the council at meetings of the Executive Board. The Council Chairman is an advisory, non-voting member of the Executive Board. This council shall meet at least once annually for the purpose of making recommendations to the Executive Board of FVA.

ARTICLE V – MUSIC PERFORMANCE ASSESSMENTS

Section 1. FVA Sponsored Music Performance Assessments (MPA). All MPA's sponsored by the Florida Vocal Association shall be governed by the FVA rules and regulations.

ARTICLE VI - ADMINISTRATIVE YEAR

The administrative and fiscal year shall be from July 1 through June 30. All business and the terms of office for all state and district officers shall be governed by these dates.

ARTICLE VII - MEMBERSHIP YEAR

The membership year shall be from July 1 through June 30 of each school year. Dues may be paid at anytime during the year, but the full amount must be paid and membership will still expire on June 30.

ARTICLE VIII - AMENDMENTS

These bylaws may be amended by a two-thirds majority vote of the Executive Board. Suggested changes must be made in writing to Executive Board at any regular meeting. After a two-thirds majority vote, the matter must be voted upon a second time at the next regular board meeting. If a two-thirds majority approves, the change becomes effective immediately.