



Colorado Bandmasters Association

CONSTITUTION

Ratified by the General Membership Friday, July 17,
2020 at the CBA General Membership Meeting
3:30PM Via Zoom Meeting

ARTICLE I – ARTICLES OF INCORPORATION

Section 1.

The name of the Corporation is "Colorado Bandmasters Association" (hereafter referred to as the CBA).

Section 2.

The place in this State where the principal office of the Corporation is to be located at the address of the current Executive Secretary.

Section 3.

Said Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 4.

The names and addresses of the persons who are the present Board of Directors of the Corporation are determined annually.

Section 5.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 3 hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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 a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code or corresponding section of any future federal tax code.

Section 6.

Upon dissolution of the Corporation, 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 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 Corporation 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.

Section 7.

The colors of the Association shall be red, white and blue.

Section 8.

The seal shall be in red, white, and blue colors. The design will be as displayed:



The letter "C" and the words "Colorado Bandmasters Association" shall be in red. Other features shall be in the blue color on a white background.

ARTICLE II - OBJECTIVES

Section 1. Purposes

Mission - The Colorado Bandmasters Association Exists to:

1. Promote comprehensive music education through participation and performance in band.
2. Provide support, leadership, and educational opportunities to students and directors.
3. Provide outstanding educational and performance events and venues that encourage, recognize, and reward musical artistry and excellence.
4. Work with other organizations to encourage and promote a lifelong love of music among students, teachers, and the community.

ARTICLE III- MEMBERSHIP

Section 1. Membership

Membership is open to all those involved in any aspect of instrumental music education. Three kinds of membership are available: active, student, and lifetime.

Section 2. Dues

To be a member in good standing, membership dues must be paid annually on or before August first. Current dues are decided annually by the Board of Directors, in accordance with the needs of the organization. Dues will be listed in the CBA Operating Procedures Handbook. Retired membership is complimentary upon request. CBA Hall of Fame members and CBA Past Presidents receive a complimentary lifetime membership.

ARTICLE IV - OFFICERS

Section 1. Elected Officers

All elected officers will be installed and assume responsibilities following the final business meeting of the Annual Convention. All elected officers shall be ratified by a majority of the voting membership and shall have voting power on the Board of Directors.

a. President:

The President will serve a two (2) year term. He/she will move into the position after serving two (2) years as President Elect of the CBA. The presiding officer shall be the President who shall be employed as an administrator who was previously employed as a band director or a teacher who is currently employed as a band director in the State of Colorado. The President shall call and preside at all meetings; enforce due compliance with the Constitution; appoint such committees as are necessary to conduct and execute the business of the organization; serve as an ex-officio member of all committees; have the singular power in an emergency to make temporary rulings pending approval of a general meeting or quorum; serve on the budget committee and contact and coordinate with area representatives any and all activities that the area representatives might run. The President also will maintain a current CBA Constitution and handbook, including all amendments and any revisions or additions approved by the membership and will make available the handbook to membership via the CBA website.

b. President-Elect:

The President-Elect will serve a two (2) year term. He/she will be elected biannually on even numbered years according to the provisions of the Constitution. The President-Elect shall have the same qualifications as the President and shall automatically assume the office of the President after the conclusion of their two year term. The duties of the President-Elect include; head of the convention committee (made up of the 1st Vice President-Graduate Credit; 2nd Vice President- Exhibits; Small School Representative- Meals; President and Past President- General Help; Executive Secretary- Registration, Pre and On-Site; Golf Tournament Committee- Appointed; Site Host-Appointed) which would include the printing of the Convention program plus preparation of all printed program materials and organizing the Hall of Fame induction Banquet/social in conjunction with the Convention, the post convention social and serve on the Budget Committee. The President Elect also shall be responsible for the distribution of information about the Annual Convention to all CBA members, potential CBA members and interested music educator personnel in the State of Colorado. The President-Elect shall select the clinicians for the Annual Convention and shall be responsible for the complete Convention schedule and related publicity including, but not limited to, the annual golf tournament. In the absence of the President, the President-Elect shall preside at meetings. In the event the President-Elect is unable to serve the office, the President shall appoint a temporary President-Elect to fulfill the duties of this office until the end of the term. (The appointment to be made from among the general membership and not assigned to an existing CBA officer.) In this event, the membership will be required to hold a special election to select a President for the following term.

c. First Vice President:

The First Vice President will serve a two (2) year term. He/she will be elected biannually on odd numbered years according to the provisions of the Constitution. The First Vice President shall have the same qualifications as the President. The First Vice President shall be available to help any of the CBA chairpersons. The duties of the first vice president include: responsible for arranging for recertification or postgraduate for participants through a college or university during the annual convention, responsible for the Public Relation needs of the CBA and act as the liaison between CBA and the colleges and universities. The First Vice President will maintain a master media list and be responsible for any press releases by the organization. The First Vice President shall also be available to perform any duties assigned by the President. In the event the First Vice President is unable to serve the office, the President shall appoint, with Board approval, a CBA member, not an officer, to fulfill the duties of this office until the end of the term.

d. Second Vice President:

The Second Vice President will serve a two (2) year term. He/she will be elected biannually on even numbered years according to the provisions of the Constitution. The Second Vice President shall have the same qualifications as the President. The duties of the Second Vice President include: heading-up the committee to award the exemplary band awards including the distribution of those awards at the annual convention; serve as middle/elementary school liaison, specifically to address concerns and needs of middle/elementary school band directors; work with President-Elect to coordinate middle/elementary school sessions for the annual convention; work to pair directors new to teaching and/or new to Colorado with successful veteran teachers to help all our members be as successful as possible and coordinate exhibitors for the annual Summer Convention. The Second Vice President shall be available to help any of the CBA chairpersons. The Second Vice President also shall be available for any duties assigned by the President. In the event the Second Vice President is unable to serve the office, the President shall appoint a CBA member, not an officer, to fulfill the duties of the office until the end of the term.

e. Recording Secretary:

The Recording Secretary will serve a two (2) year term. He/she will be elected biannually on odd numbered years according to the provisions of the Constitution. The duties of the Recording Secretary include: recording all minutes of the Board of Directors meetings and general meetings of the full CBA membership; distribution of minutes of business meetings to members upon request; maintain a permanent file of Board and general meeting minutes; maintain and update a history with all pertinent documents and a summary of Board actions; i.e., motions, proposals, etc. to be presented to the general membership at the Annual Convention. In the event the Recording Secretary is unable to serve the office, the President shall appoint a CBA member, not an officer, to fulfill the duties of the office until the end of the term.

f. Immediate Past President:

Upon the completion of a term of office, the President shall hold the office of Immediate Past President for two (2) years. It shall be the duty of the Immediate Past President to organize and run all elections for CBA and to be the head of the committee in charge of the Hall Of Fame Award, keep an updated Hall of Fame archive and serve on the Budget Committee. The Immediate Past President will also be responsible for maintaining the CBA website. The Immediate Past President will also organize and run the Scholarship Committee including, but not limited to the J.L. Gerardi Scholarship. In the event the Immediate Past President is unable to serve the office, the President shall delegate the responsibilities of this office to an existing elected Vice President.

g. Metro Area Representative:

Elected on even numbered years: The Metro Area Representative, elected by CBA members residing within Colorado Music Educators Association District 1 and 2 shall serve as Metro Area District chairperson on the CBA Board of Directors. As a member of the CBA Board of Directors, this person shall have the following duties: representing the Metro Area members at all Board of Director meetings; keep the membership of the Metro Area informed regarding development of CBA activities; cooperate with the CBA elected officers in the promotion and organization of district or regional festivals sponsored by CBA; maintain an accurate membership list of Metro Area members; encourage membership into CBA; initiate activities for area band directors and music students. In the event the Metro Area Representative is unable to serve the office, the President shall appoint, with Board approval, a CBA member from the Metro Area, not an officer, to fulfill the duties of this office until the end of the term.

h. Northern Area Representative:

Elected on even numbered years: The Northern Area Representative, elected by CBA members residing within Colorado Music Educators Association District 3 shall serve as the Northern Area Representative on the CBA Board of Directors. As a member of the CBA Board of Directors, this person shall have the following duties: representing the Northern area members at all Board of Director meetings; keep the membership of the Northern area informed regarding development of CBA activities; cooperate with the CBA elected officers in the promotion and organization of district or regional festivals sponsored by CBA; maintain an accurate membership list of Northern Area members; encourage membership into CBA; initiate activities for area band directors and music students. In the event the Northern Area Representative is unable to serve the office, the President shall appoint, with Board approval, a CBA member from the Northern Area, not an officer, to fulfill the duties of this office until the end of the term.

i. Southern Area Representative:

Elected on odd numbered years: The Southern Area Representative, elected by CBA members residing within Colorado Music Educators Association Districts 4, 5 and 6 shall serve as Southern Area Representative on the CBA Board of Directors. As a member of the CBA Board of Directors, this person shall have the following duties: representing the Southern Area members at all Board of Director meetings; keep the membership of the Southern Area informed regarding development of CBA activities; cooperate with the CBA elected officers in the promotion and organization of district or regional festivals sponsored by CBA; maintain an accurate membership list of Southern Area members; encourage membership into CBA; initiate activities for area band directors and music students; In the event the Southern Area Representative is unable to serve the office, the President shall appoint, with Board approval, a CBA member from the Southern Area, not an officer, to fulfill the duties of this office until the end of the term.

j. Western Area Representative:

Elected on odd numbered years: The Western Area Representative, elected by CBA members residing within Colorado Music Educators Association District 7 and 8 shall serve as Western Area Representative on the CBA Board of Directors. As a member of the CBA Board of Directors, this person shall have the following duties: representing the Western Area members at all Board of Director meetings; keep the membership of the Western Area informed regarding development of CBA activities; cooperate with the CBA elected officers in the promotion and organization of district or regional festivals sponsored by CBA; maintain an accurate membership list of Western Area members; encourage membership into CBA; initiate activities for area band directors and music students; In the event the Western Area Representative is unable to serve the office, the President shall appoint, with Board approval, a CBA member from the Western Area, not an officer, to fulfill the duties of this office until the end of the term.

j. Central Mountain Area Representative:

Elected on odd numbered years: The Central Mountain Area Representative, elected by CBA members residing within Colorado Music Educators Association District 6,7,8 shall serve as Central Mountain Area Representative on the CBA Board of Directors. As a member of the CBA Board of Directors, this person shall have the following duties: representing the Central Mountain Area members at all Board of Director meetings; keep the membership of the Central Mountain Area informed regarding development of CBA activities; cooperate with the CBA elected officers in the promotion and organization of district or regional festivals sponsored by CBA; maintain an accurate membership list of Central Mountain Area members; encourage membership into CBA; initiate activities for area band directors and music students; In the event the Central Mountain Area Representative is unable to serve the office, the President shall appoint, with Board approval, a CBA member from the Central Mountain Area, not an officer, to fulfill the duties of this office until the end of the term.

k. Small School Representative:

Elected on even numbered years: The Small School Representative, elected by CBA members from small schools (1A, 2A and 3A), and shall have the same qualifications as the President. The Small School Representative shall represent the best interests of the small school band programs in the State of Colorado on the CBA Board of Directors, will serve as a liaison and resource for all directors of small schools, or any school wishing to receive the services of the small school representative, and work with the President Elect to coordinate meals at the Annual Convention. In the event the Small School Representative is unable to serve the office, the President shall appoint, with Board approval, a CBA member from a small school, not an officer, to fulfill the duties of this office until the end of the term.

Section 2.

Appointed Officers

Appointed officers shall be ratified by a majority of elected officers and shall have voting power on the Board of Directors. Appointed members may have the same qualifications as the President or may be a person who is retired from an administrative or teaching position as a band director. In the event any Appointed Officer is ineligible to serve the office, the President shall appoint, with Board approval, a CBA member, not an officer, to fulfill the duties of any office until the end of the term.

a. Executive Secretary:

The Executive Secretary will be appointed by the CBA President with approval of the Board of Directors and serve a term of three years. The Executive Secretary will receive an annual stipend to be determined by the board of directors. The duties of the Executive Secretary include: handling all finances for the organization, all membership information for the organization and serves on the Budget Committee. The Executive Secretary may serve consecutive terms of office.

b. Chairperson of Marching Band Affairs:

The chairperson of Marching Band Affairs shall be appointed by the President with approval of the Board of Directors and serve a term of three years. The duties of this office include: responsible for appointing a Chief Judge; work with the band directors hosting regional marching festivals and other sanctioned contests to organize their events, work with the CBA Chief Judge in securing judges for all CBA sanctioned events, provide materials, establish dates, and arrange for photos to be taken at State Championships. The Chairman organizes all aspects of CBA State Marching Band Championships. The Chairman will organize the annual Marching Committee meeting and appoint members of the Marching Committee. The chair will also design all events to be financially self-sustaining through entry fees, advertising, solicitation or fund-raising; develop a long-range plan that will allow for the best possible standardized procedure for consistent evaluation of marching bands at all regional and state level events. The chairperson of Marching Band Affairs will be directly responsible to the President of CBA and serve on the Budget Committee. The chairperson of Marching Band Affairs will receive an annual stipend to be determined by the board of directors. The Chairperson of Marching Band Affairs may serve consecutive terms.

c. Chairperson of Concert Band Affairs:

The chairperson of Concert Band Affairs shall be appointed by the President with approval of the Board of Directors and serve a term of three years. The duties of this office include: organization of regional and state concert band festivals, work with the band directors hosting the festivals to ensure successful events, secure judges, provide materials, establish dates, recruit participating bands, and arrange for photos to be taken at the state event. The chair will work to move the concert activities to become financially self-sustaining through entry fees, advertising, solicitation or fund-raising. The chairperson of Concert Band Affairs will be directly responsible to the President of CBA and serve as the CBA representative on the CHSAA Advisory Board. The chairperson of Concert Band Affairs will receive an annual stipend to be determined by the board of directors. The Chairperson of Concert Band Affairs may serve consecutive terms.

d. Colorado All-State Jazz Chairperson:

The Colorado All-State Jazz Chairperson shall be appointed by the President with approval of the Board of Directors and serve a term of three years. It shall be the duty of the Colorado All-State Jazz Chairperson to organize and select clinicians and students for the Colorado All-State Jazz Band to perform at the designated concert. The Colorado All-State Jazz Chairperson shall receive a stipend to be determined by the board of directors. CBA and the Colorado All-State Jazz Chairperson shall not disclose names of judges used for auditions.

e. All Appointed Officers are Paid Board Positions:

All Appointed Officers will receive an annual honorarium to be decided upon by the board of directors and to be published in the policies and procedures handbook. The board of directors may approve additional pay as warranted, including travel expenses and any extra work warranting extra pay, if funds are available in the treasury.

ARTICLE V - MEETINGS

Section 1. Board of Directors' Meetings

Meetings of the Board of Directors shall be held at least four times a year; once in September, once in December, once in the spring in conjunction with the Colorado All-State Band and once in the summer in conjunction with the Summer Convention. Additional meetings will be called as deemed necessary by the President.

Section 2. General Membership Meetings

General membership meetings shall be held at least three times a year in conjunction with the Annual Convention, the Colorado Music Educators State Convention and the Colorado All-State Band. The President has the authority to call other General Membership Meetings if he/she deems necessary. In this circumstance, the membership must be notified 30 days in advance of said meeting.

Section 3. Quorum

a. Board of Directors' Meetings: A quorum of at least five (5) voting officers must be present to conduct meetings and transact business by the Board of Directors.

b. General Membership Business Meeting: A quorum of at least fifteen (15) members, including officers, must be present to conduct meetings and transact business at a general membership meeting. Full membership must be notified at least 30 days in advance of the time and site for general business meetings to allow such meetings to transact business, vote on amendments or elect officers.

ARTICLE VI - BOARD OF DIRECTORS

Section 1. Membership of the Board

The Board of Directors shall include: the President, President-Elect, First Vice President, Second Vice President, Recording Secretary, Immediate Past President, the five Area Representatives, Executive Secretary, Chairperson of Marching Band Affairs, Chairperson of Concert Band Affairs, the Colorado All-State Jazz Chairperson.

Section 2. Advisory Board

An Advisory Board shall serve in ex-officio capacity to the Board of Directors. The advisory Board shall be composed of the Immediate Past Presidents from the past six years, excluding the most Immediate Past President, who has a vote and serves as a member of the Board of Directors.

Section 3. Liaison Committee

The Board of Directors shall serve as a committee to represent the CBA at other local, state and national organizations.

ARTICLE VII - COMMITTEES

Section 1. CBA Jazz Band Affairs Committee

The Colorado All-State Jazz Chairperson may appoint committee members as deemed necessary.

Section 2. Auditing Committee

The Auditing committee shall consist of three (3) current or retired non-board members of the CBA and shall report directly to the board of directors annually. The President, President Elect and Immediate Past President shall appoint the Auditing Committee on an annual basis.

Section 3. Hall of Fame Award Committee

The CBA Immediate Past President shall serve as Chairperson of this committee. Nominations shall be solicited from among CBA members by May 1st on an annual basis. The membership will vote for the person to receive this award. The deadline for voting will be May 15th.

Section 4. Exemplary Band Award Committee

The CBA shall present awards annually to school band programs within the State which have demonstrated excellence in the areas of concert band, marching band, and jazz band. Nominations may be self-initiated or submitted by any member of CBA. All nominations must be submitted to the Second Vice President of CBA by June 1st. At least one member of the school winning the award must be a member of the CBA. There is no limit on the number of times the award may be given to any one school.

Section 5. Marching Band Committee

The Marching Band Committee shall be appointed by the Chairman of Marching Affairs and will include at least three (3) Board Members. The responsibilities of the committee are to serve as an advisory group to the Chairman of Marching Affairs.

Section 6. Concert Band Committee

The Concert Band Committee shall be appointed by the Chairman of Concert Band Affairs and will include at least eight (3) Board Members. The responsibilities of the committee are to serve as an advisory group to the Chairman of Concert Band Affairs.

Section 7. Nominating Committee

This committee shall be comprised of the Immediate Past President, who shall serve as Chairperson, the five Area Representatives, and any other board member who the Immediate Past President appoints to the committee. The Committee shall be responsible for nominating a slate of officer candidates according to the provisions of the constitution.

Section 8. Scholarship Committee

This committee shall be comprised of the Immediate Past President, who shall serve as Chairperson, the five Area Representatives, and any other board member who the Immediate Past President appoints to the committee. The Committee shall be responsible for the distribution of any scholarship funds approved by the budget committee.

ARTICLE VIII - AUTHORITY

Section 1. Responsibility

Except as provided in the Constitution, fiscal responsibility for the operation of CBA shall rest on the Board of Directors.

Section 2. Special Funds

Special funds shall be under the administration of the Board of Directors subject to a review of membership.

Section 3. Ultimate Authority

The ultimate governing authority of CBA shall be exercised by its membership in the business session(s) at the Annual Convention as shall be fixed by the Board of Directors.

Section 4. Programs

The Board of Directors shall have authority to plan and execute educational activities and present musical organizations and clinics, which shall comprise the Annual Convention program.

ARTICLE IX - ELECTION PROCEDURES

Section 1. State CBA Offices

By the end of the Colorado Music Educators Association Convention, the Nominating Committee shall notify the membership of officer positions to be filled. The Committee shall accept volunteers or nominations for each of the available positions and shall contact prospective nominees to verify their willingness to serve as an officer. By May 1st, the Immediate Past President shall prepare a ballot on which the membership can vote for the candidate of their choice and shall make available to each CBA member. During the time between May 1st and May 15th, the candidates may campaign state wide for the office for which they have been nominated. All CBA members must return their votes to the CBA Immediate Past President by May 15th. The CBA Immediate Past President shall count all ballots by June 1st. The result of all balloting will be announced by June 1st and introduced at the General Membership Meeting at the Annual Convention. New officers will be notified before the announcements are made to confirm acceptance. In the event of a tie, the CBA membership in attendance at the General Membership meeting of the Annual Convention shall vote to break the tie. In the event a position is not filled, the President, with the ratification of the Board of Directors will fill vacant positions in accordance with Article IV of the Constitution. Offices that will be voted on during odd years will be 1st Vice President, Recording Secretary, Western Area Representative, Central Mountain Area Representative and Southern Area Representative. Offices that will be voted on during even years will be; President Elect, Second Vice President, Metro Area Representative Northern Area Representative and Small School Representative. The Small School Representative will only be voted for by membership representing only 1A, 2A, or 3A schools.

Section 2. For Five Area Representatives

Area Representatives will be voted on by members from their respective areas only. Area members will submit votes to the Immediate Past President who will be responsible for verifying membership of a specific area. If any office has not been filled by the conclusion of voting as outlined in Section 1 of Article IX, the President may take nominations to fill the vacant position. The President will appoint a Representative, with Board approval, to fill any vacant Area Representative office.

ARTICLE X - AMENDMENTS

Section 1. Amendments

The Constitution of the CBA may be amended only by a two thirds vote of the members present during any general membership meeting. A quorum of 15 members, including officers, must be in attendance. An amendment must be presented to the membership before a vote may be taken.

ARTICLE XI - PARLIAMENTARY AUTHORITY

Section 1. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

ARTICLE XII - DISSOLUTION

Section 1. Dissolution

This Association may be dissolved by a two-thirds (2/3) vote of those present and entitled to vote at any Convention meeting or special meeting called for that purpose. Upon dissolution, the of Directors, after making provision for the payment of all liabilities of the Association, shall dispose of all of the assets of the Association in accordance with the provision of Article I, 6.

ARTICLE XIII - POLICIES AND PROCEDURES

Section 1. Operating Policies and Procedures

All operating policies and procedures are listed in the Policies and Procedures Handbook of the Colorado Bandmasters Association following this Constitution. The operating Policies and Procedures shall be maintained, updated, and voted on by the Board of Directors.

APPENDIX A

AGENDA ADDITIONS

To place an item on the agenda at a general or Board meeting, your name and the item to be discussed must be submitted and explained to the current CBA President at least one week prior to the scheduled meeting. In the event that this procedure cannot be followed, an item may be placed on the agenda with Board approval. The Board is open to all suggestions from current members.

APPENDIX B

DEADLINES AND EXCEPTIONS

In an attempt to be fair to all members in all activities the executive board must stress the necessity to adhere to all deadlines and other requirements set for all CBA activities including, marching band, concert band, scholarships, All State Jazz, convention, exemplary band award, elections, dues, membership, and Hall of Fame. It is understood that occasionally exceptions may need to be made concerning the deadlines and/or handbook procedures. Please note that in the occurrence of these exceptions it is required of the chairperson of each given activity to get approval. Approval for any exception can only be made by the President and at least one other board member selected by the President.

APPENDIX C

RULE CHANGES

The chairperson of Marching and Concert band affairs has the authority to make rule changes as needed providing they have the support of their respective committees.