

# PROPOSED BYLAW AMENDMENTS

## ARTICLE III. MEMBERSHIP

### SECTION 3. A.

3. *Individual Membership* shall be classed as ~~Special, Contributing~~ ***Senior Individual***, *Life, Subscriber, Donor or Patron*.

a. A Senior ~~Special or Contributing~~ ***Individual Member***. Any senior interested in the advancement of music may become a ~~Special or Contributing~~ ***Senior Individual Member*** upon payment of annual dues as provided in the NFMC Standing Rules and Procedures.

b. *Life Membership* shall be conferred upon an individual on the payment of the Life Membership fee as stated in the NFMC Standing Rules and Procedures. **With the exception of the magazine subscription, as set forth in the Standing Rules,** a Life Member shall have all the privileges of active membership and shall be exempt from the payment of State and National annual dues. However, a Life Membership is not transferable from one State to another State. An individual who ~~takes up~~ **establishes** residence in another state.....

c. A *Subscriber, Donor or Patron* shall be any individual who has given at one time (except as provided in "d") sums specified in the NFMC Standing Rules and Procedures for this specific purpose. Such an individual shall have all the privileges of active membership and shall be exempt from the payment of State and National annual dues. However, such membership is not transferable to another state and any such member who ~~takes up~~ **establishes** residence in another state.....

### SECTION 4.A.

2. An Individual Student may become a ~~Student Special~~ ***Student/Collegiate Individual Member*** upon the payment of dues as provided in the NFMC Standing Rules and Procedures.

### SECTION 5.A.

2. An Individual in the Junior Division may become a *Junior Special* ***Individual Member*** upon the payment of dues as provided in the NFMC Standing Rules and Procedures.

**B. FORFEITURE.** ~~If dues are not received by February 1, members shall be considered delinquent. Any member whose dues are in arrears for more than a year shall be considered to have forfeited membership and shall be dropped from the rolls.~~ **If dues are not received for Senior Organizations, Senior Individual, Senior Associate Groups, Student/Collegiate Organizations, Student/Collegiate Individual or Student/Collegiate Associate Groups by the December 1 deadline, members shall be considered delinquent.**

## ARTICLE IV. STATE FEDERATIONS

### SECTION 2. REPRESENTATION.

B. ON THE NATIONAL BOARD. A State Federation of three or more Active Senior Clubs which paid membership dues for the fiscal year ~~on or before February 1 of the year in which the Biennial Convention is held,~~ **by the postmarked deadline of December 1 in the even year prior to the Biennial Convention** shall be known as a Qualified State and shall be entitled to representation on the National Board of Directors. One representative shall be elected by each Qualified State as provided in Article VIII, Section 2B. Each state shall provide in its own Bylaws for the method of electing its representative.

## ARTICLE V. MEETINGS

### SECTION 3. VOTING BODY.

C. NEW MEMBERS. A new Senior ~~Special or Contributing~~ ***Individual Member*** shall be eligible to vote at any session of the Federation only if the current dues have been received by the National Treasurer ~~at least six months prior to the opening of the session~~ **on or before the deadline of December 1.**

## ARTICLE VII. EXECUTIVE COMMITTEE

B. SPECIFIC DUTIES. The Executive Committee shall:

5. Approve the appointment of the ~~Chairman and five (5) members of the Editorial Board~~ **State News Editorial Chairman and five (5) members, one from each Region, of the Editorial Board** and the Chairman of the Arts Advocacy Department as provided in Article IX, Section 2A.6.

AND

## ARTICLE IX. OFFICERS

### SECTION 2. DUTIES OF OFFICERS.

#### A. THE PRESIDENT

6. Appoints, subject to approval of the Executive Committee, the ~~Chairman and five (5) members of the Editorial Board~~ **State News Editorial Chairman and five (5) members, one from each Region, of the Editorial Board** and the Chairman of the Arts Advocacy Department.

## ARTICLE VIII. ELECTION OF DIRECTORS AND OFFICERS

### SECTION 1. QUALIFICATIONS FOR NOMINATION TO AN NFMC ELECTIVE OFFICE.

A. In order to be considered for nomination as an officer, **(President, First Vice-President, Vice-Presidents in charge of each of the Five Regions, Recording Secretary and Treasurer)**, one does not need to be a current NFMC Board member, but must have served two terms (4 years) on the Board prior to being nominated.

**SECTION 4.2. ELECTION OF BOARD MEMBERS.**

A. MEMBERSHIP. *Members of the Board of Directors* shall be the elected Representatives from the Qualified States, and sufficient additional ~~Directors~~ **Members**-at-Large to bring the total to ~~forty-one~~ ~~forty-nine~~ (49 **41**). The ~~Directors~~ **Members**-at-Large shall be elected by the voting body of the Convention. The remaining ~~twenty-two~~ ~~twelve~~ (12 **22**) members shall be elected/**appointed** as provided in Sections ~~4G 5F and 5 6A~~ of this Article.

**1. COMPOSITION. The Board of Directors shall consist of sixty-three (63) members, who shall be elected biennially, and all NFMC Past Presidents.**

B. TERM. ~~Directors~~ **Members-at Large** shall assume office upon election and shall serve for a two-year term.

C. RESTRICTION FOR STATE PRESIDENTS. *No person shall be eligible to serve as a member of the National Board of Directors and as a State President at one and the same time.*

**SECTION 2-3. NOMINATIONS.**

**A. SELECTION OF NOMINATING COMMITTEE FOR MEMBERS-AT-LARGE.**

1. At the Fall Session of the Board of Directors in the even numbered year, a Nominating Committee **for Members-at-Large** of seven (7) members shall be selected.

2. The Board shall elect seven members who may or may not be members of the Board of Directors, five of whom shall be selected by geographical locations, one for each Region. From this committee the President shall name the Chairman and Secretary.

3. Nominations for members of the Nominating Committee shall be made from the floor, and the election shall be by ballot, except that the election may be by acclamation where there is only one nominee for a position. A plurality vote shall elect. In the event that a member of the committee shall find it impossible to serve, the person receiving the next highest number of votes shall be called to fill the vacancy.

4. Immediately following the meeting of the Board, the Recording Secretary shall notify the members of the Nominating Committee of their election and the personnel of the Nominating Committee shall be sent as an attachment to the minutes of the Council of State Presidents.

**B. APPOINTMENT OF NOMINATING COMMITTEE FOR OFFICERS.**

**At the Fall Session in the even numbered years, a Nominating Committee for Officers shall be appointed by the President to submit names for a slate of officers, i.e., President, First Vice-President, Vice-Presidents in Charge of each of the Five Regions, Recording Secretary and Treasurer.**

**B-C. ELECTIONS OF STATE REPRESENTATIVES.**

1. Each Qualified State Federation shall elect one person to serve as a Director from that State for a two-year term. Provisions shall be made in the Bylaws of the State Federation for the method of election of this Representative. *No person shall serve as the President of a State Federation and as the State Representative on the National Board of Directors at one and the same time.*

2. Each State shall send the name of its elected Representative, together with qualifications and assurance of willingness to serve, to the Chairman of the Nominating Committee **for Members-at-Large**. Such names and qualifications ~~must reach the Committee before December 1~~ **shall be submitted to the Committee on or before the deadline of December 1** in the even numbered year.

3. Failure of any Qualified State Federation to send this information **on or** before **the deadline** of December 1 shall be deemed a waiver of right to elect, and the power of election of such state shall be transferred to the Nominating Committee **for Members-at-Large**, who shall fill such vacancy with nomination for ~~Directors~~ **an** at-Large **member, to be** selected from such state, when feasible.

**C.D. NOMINATIONS OF DIRECTORS FOR MEMBERS-AT-LARGE.**

1. Suggestions of possible nominees for ~~Directors~~ **Members**-at-Large may be sent to ~~the said~~ Nominating Committee by any member or organization. Such names, with qualifications, must reach the committee before December 1 in the even year.

2. The Nominating Committee **for Members-at-Large** shall give careful consideration to all suggestions, but the final power of nomination for all ~~Directors~~ **Members**-at-Large and Directors for any State which failed to elect a representative shall be vested in ~~the Nominating~~ **this** Committee .

**D.E. NOMINATING COMMITTEE REPORTS.**

1. The Nominating Committee **for Members-at-Large** shall confirm the elections furnished by the Qualified States for State Representatives, and shall make sufficient nominations for ~~Directors~~ **Members**-at-Large to bring the total nominations to ~~forty-nine~~ **one** (49 **41**).

2. Not later than February 15, ~~the both~~ Nominating Committees shall report a complete slate to the President and the Recording Secretary who shall check the report to verify its conformity with the provisions of the Bylaws. A copy of the report, including qualifications ~~of nominees for~~ **of each nominee for the slate of officers and** ~~Directors~~ **Members**-at-Large, shall be sent with the Call to Convention to all organizations and individuals entitled to vote at the Convention.

**SECTION 3.4. ELECTION OF DIRECTORS MEMBERS-AT-LARGE.**

**A. REPORT OF THE NOMINATING COMMITTEE FOR MEMBERS-AT-LARGE.** The report of ~~the this~~ Nominating Committee shall be read on the first day of the business session of the convention, at which time further nominations for ~~Directors~~ **Members**-at-Large may be made from the floor.

B. REGULATIONS. An Elections Committee appointed by the President shall be in charge of the elections. **The election shall be scheduled at a convention mid-point, with the specific time schedule being** stated in the official Call to Convention. Election shall be by ballot vote of the qualified voters registered with the Credentials Committee before the opening of the polls.

C. ELECTION REQUIREMENTS. A plurality vote of all qualified voters present and voting shall be required to elect a ~~Director~~ **Member-at-Large**.

D. REPORT OF ELECTION. The Elections Committee shall tabulate the vote and report the results **by announcing the number of votes received by each candidate** at the scheduled time in the program for such report.

E. DECLARATION OF ELECTION. The President shall declare the election and set the time and place for the first meeting of the new Directors immediately after the election. In case of ties for any of the ~~Director~~ **Member-at-Large** positions ~~beyond those~~ required to fill the ~~forty-one~~ ~~forty-nine~~ (49 **41**) member Board, the President shall declare those positions unfilled, and shall proceed in accordance with Article VIII, Section 4A **5E**.

#### **SECTION 4. 5. ELECTIONS BY THE BOARD.**

**A. Board members and incoming State Presidents, with previous consultation with the outgoing State President, shall be eligible to vote for NFMC officers.**

**B. The retiring Board and the incoming State Presidents shall meet together for the first Board meeting of the convention, at which time the Nominating Committee for Officers will present their slate of nominees. Following their presentation, floor nominations for just the elective officers may only be made by a Board member or the current State President. Nominations should include brief resumes of two minutes or less. Following this procedure, the State Presidents will be excused and the Board meeting resumed.**

**C. MEETING TIME. A room and time shall be scheduled for ALL candidates nominated for elective office to be present in order to "meet and greet" all convention attendees as soon as possible after the nominations are presented to the Board.**

**D. The election of officers and chairmen shall be scheduled early in the convention to allow an orientation/meeting time for outgoing chairmen and officers to meet with their incoming counterparts.**

~~A.E.~~ **ADDITIONAL DIRECTORS MEMBERS-AT-LARGE. If forty-one** ~~forty-nine~~ (49 **41**) ~~Directors~~ **Members-at-Large** have not been declared elected, the Board of Directors shall elect sufficient additional ~~Directors~~ at-Large **members** as the first order of business. **Candidates for the open position(s) shall be restricted to those who were tied. A plurality vote shall be required for election. A tie vote by the Board shall be decided by lot. New members of the Board shall be invited to enter the meeting at this time.** ~~Those so elected may be invited to enter the meeting at this time.~~

~~B.F.~~ **OFFICERS. The Directors shall then elect from their own membership The newly elected Board (the State Representatives, the Past National Presidents, and the newly elected Board Members-at-Large) shall meet with the incoming State Presidents immediately following the election of the Members-at Large to elect a President, a First Vice-President, five Vice-Presidents in Charge of Regions, a Recording Secretary, and a Treasurer. Nominations shall be made from the floor and The elections shall be by ballot, if there are two (2) or more nominees. If there is only one nominee, voting may be by voice vote. When elected, an individual NOT currently on the Board shall be brought into the meeting. If the individual IS on the Board and IS elected, a new Member-at-Large vacancy is created which shall then be filled as in Article VIII, Section 4E. Following the election of officers, the State Presidents will be excused and the Board will complete the election process as in Article VIII, Sections 6A and B.**

1. Eligibility.
  - a. No person shall be eligible to the same office for more than two consecutive terms, except the Treasurer.
  - b. The Vice-Presidents in Charge of Regions shall be selected by geographical location, one from each Region.
2. Term of Office. Officers shall assume their duties at the close of the Convention during which they are elected, except the Treasurer, who shall assume the duties of office at the end of the fiscal year.

#### **SECTION 56. ADDITIONAL ELECTIONS AND APPOINTMENTS.**

A. **ADDITIONAL POSITIONS.** When the election of officers has been completed, the President-elect shall announce the appointment of an Office Committee Chairman and the appointments, subject to confirmation of the Board, of a Coordinator of Division Activities and a Parliamentarian. The Directors shall elect the Chairman of the Council of State Presidents, each of the nine Division Chairmen and the Editors/Chairmen of *Music Clubs Magazine* and *Junior Keynotes*. Nominations for these positions shall be made from the floor, and the election shall be by ballot, if there is more than one nominee. If there is only one nominee, voting may be ~~viva voce~~ **by voice vote**. This shall apply to all elections by the Board, ~~with the exception of the election of officers~~ **except where otherwise stated.**

B. **VACANCY.** Should a Director elected by the Convention be selected for one of these positions, the vacancy thus created shall be filled at this meeting, **in accordance with Article VIII, Section 5E** ~~by the election of an additional Director at-Large to bring the total Board membership to sixty-three (63).~~ **This figure does not include the Past National Presidents,**  
**1. Vacancies may be filled by Presidential appointment in the event only one person is nominated and elected but unable to serve.**

- C. **STIPULATION. Should the newly elected President be serving as a State Representative, that position shall remain open for said state to elect a new Representative.**

## ARTICLE XII. FINANCE

### SECTION 4.

A. PAYMENT DEADLINE. ~~All dues shall be received by the National Treasurer on or before February 1 each year.~~

**1. All dues for Senior Organization, Senior Individual Senior Associate Groups, Student/Collegiate Organization, Student/Collegiate Individual and Student/Collegiate Associate Groups shall be received by the National Treasurer and are due on or before December 1 annually.**

**Rationale:** The Nominating Committee currently has the December 1 deadline for states to submit the names of their nominees. An individual state must have 3 Senior Organization Clubs in good standing in order to submit the name of their National Board Representative (Art. IV, Sec.2.B.) and/or to submit a nominee for Member-at-Large (Art. VIII, Sec. B.2 and 3).

**2. All dues for Junior Organization, Junior Individual, and Junior Associate Groups shall be received by the National Treasurer and are due on or before February 1 annually.**

## ARTICLE XIII. ENDOWED FUNDS

### ~~SECTION 2. THE AGNES FOWLER ENDOWMENT FUND.~~

~~A. ESTABLISHMENT. The Agnes Fowler Endowment Fund of \$200,000 was created by vote of the Board of Directors on August 22, 1988.~~

~~1. The principal shall remain intact, but the interest therefrom may be used for awards and scholarships.~~

~~2. Any withdrawal from this fund shall require a 2/3 vote of the Board of Directors.~~

**The rationale for striking this entire section is that we do not have references in the Bylaws to other award endowments, some of which are much larger and also have sub-categories.**

**(The present 1, 2 and 3 will become 2, 3 and 4, respectively).**

### SECTION 4. FUND FOR THE ADVANCEMENT OF MUSICAL ARTS (FAMA).

A. PURPOSE. The Fund for the Advancement of Musical Arts, created by vote of the Board of Directors on November 1, 1946, is established as an agency of the National Federation of Music Clubs to aid in the promotion of the purposes of the Federation as set forth in the Articles of Incorporation.

1. The Fund shall

a. Encourage the composition and performance of music.

**b. Support music projects.**

**c. Promote music education.**

**d. Strive to increase public knowledge and appreciation of music.**

~~b. Aid performing and creative music artists.~~

~~e. Assist in the establishment of music organizations.~~

~~d. Promote music education.~~

~~e. Strive to increase public knowledge and appreciation of music.~~

~~f. Promote music activities in the armed forces.~~

~~g. Aid veterans in commencing or resuming careers in music.~~

B. CONTROL.

**1. Expenditures from the Fund for the Advancement of Musical Arts must be approved by the NFMC Board of Directors.**

**(The present 1, 2 and 3 shall become 2, 3 and 4, respectively).**

D. POWERS AND DUTIES. The FAMA Committee shall devise and promote means of increasing the funds of FAMA. They may expend the funds, and make contracts, but no obligation shall exceed the funds available to meet the obligation, and at least ~~\$50,000~~ **\$75,000** shall always remain in the permanent fund.

~~E. ANNE M. GANNETT SCHOLARSHIP. The FAMA Committee shall also administer the Anne M. Gannett Scholarship Fund.~~  
**(Delete this portion)**

## ARTICLE XV. NATIONAL HEADQUARTERS BUILDING COMMITTEE

### SECTION. 3. POWERS AND DUTIES

A. RESPONSIBILITIES. This committee shall be responsible for the operation and maintenance of the Federation Headquarters Building located at **1336 North Delaware Street** in Indianapolis, Indiana, subject to any restrictions which may be imposed upon it by the Board of Directors of the National Federation of Music Clubs.

**Authorize the Bylaws and Rules Committee to change the address for the Headquarters Building once the move is completed.**