

IOWA FEDERATION OF MUSIC CLUBS BYLAWS (May 2019)

ARTICLE I – NAME

This organization shall be known as the IOWA FEDERATION OF MUSIC CLUBS, also known as IFMC, affiliated with the National Federation of Music Clubs (NFMC).

ARTICLE II – OBJECT

The object of this organization shall be to bring into working relationship with one another music clubs and other groups and individuals directly or indirectly associated with musical activities for the purposes of: aiding and encouraging musical education and performance by young people, developing and maintaining high musical standards throughout the State of Iowa, promoting American music and American artists.

Section 1. Nonprofit Organization. The Iowa Federation of Music Clubs (IFMC) is a nonprofit, tax-exempt 501 (c) (3) organization under the laws of the State of Iowa.

Section 2. Affiliation. This organization is a component part of the National Federation of Music Clubs (NFMC) and shall cooperate with the NFMC in its specific plans for the advancement of music.

ARTICLE III – MEMBERSHIPS

Section 1. **CLASSIFICATION:** Membership in IFMC shall be classified as:

- A. Individuals directly or indirectly interested in the promotion of musical activity.
- B. Clubs – which shall be Music Clubs, Junior Music Clubs, music teachers’ associations, family and other music groups, college groups, music schools and departments, choirs, bands, orchestras.

Section 2. **DIVISIONS:** There shall be three (3) age-related divisions. viz. —Adult/Senior, Student – Collegiate (Age 19-26) and Junior (under age 19). Each division may have individual and/or club members, active and/or associate members.

- A. The Adult/Senior Division is for members ages 19 and over. Listed below are the privileges and responsibilities of each type and class of Adult/Senior Membership.
 - 1. Active Individual Members:
 - a. Any adult interested in the advancement of music may become an Adult/Senior Individual Member upon payment of annual dues as provided in the IFMC Standing Rules and Procedures.
 - b. *Donor/Patron:* Any individual who has given a one-time sum of money as listed in the dues schedule. Donor/Patron members are exempt from payment of State and National dues. Donor/Patron membership is not transferable from state to state.
 - 2. Active Clubs: Active Clubs must enact bylaws, have officers, and hold scheduled meetings.
 - 3. Associate Individual Members:
 - a. *Honorary:* Any individual who has achieved distinction in music or has rendered significant service to the Federation may be given Honorary membership. Honorary members shall be approved by the voting body of the convention upon recommendation of the Board of Directors. Honorary membership may be revoked in like manner.
 - 4. Associate Clubs:
 - a. Adult/Senior Associate Groups (Includes adult church choirs, community choirs, community bands, community orchestras etc. (Reference NFMC Bylaws, Article III Section 6A for list of eligible organizations.) ***Individual members of Associate Groups*** are eligible to apply for IFMC/NFMC competitions and awards,

but ***individual members of Associate Groups are not eligible*** for participation in NFMC Festivals. Festival participation (as a Junior Counselor or as an adult performer) requires Adult/Senior Organization or Adult/Senior Individual Membership status. Each Associate Group shall receive one complimentary subscription to Music Clubs Magazine. Associate members may not vote or hold office, but may enter Federation events only as a club not as individuals, and must have an active Adult/Senior Club as a sponsor.

- B. The Student-Collegiate Division shall be limited to young people between the ages of 19 and 26. Listed below are the privileges and responsibilities of each type and class of Student-Collegiate Membership.
1. Active Individual Members:
 - a. An individual student may become a *Student-Collegiate Individual Member* upon the payment of dues as provided in the IFMC Standing Rules and Procedures
 2. Active Clubs:
 - a. Active Student-Collegiate Clubs must be led by a Collegiate Advisor who is an active Adult/Senior member.
 3. Associate Clubs:
 - a. Organizations whose members are between the ages of 19 and 26, including college music groups, music schools and departments, choirs, bands, orchestras, and similar music organizations, shall be eligible for membership upon payment of dues as provided in the IFMC Standing Rules and Procedures.
 - b. ***Individual members of Associate Groups*** are eligible to apply for IFMC/NFMC competitions and awards, but ***individual members of Associate Groups are not eligible*** for participation in IFMC/NFMC Festivals. (The establishment of a Festival for juniors and/or adults requires Adult/Senior Organization or Adult/Senior Individual Membership status.) Each Associate Group shall receive one complimentary subscription to Music Clubs Magazine
- C. The Junior Division shall be limited to individuals and organizations whose members are under 19 years of age. Listed below are the privileges and responsibilities of each type and class of Junior Membership.
1. Active Individual Members:
 - a. An individual in the Junior Division may become a *Junior Individual Member* upon the payment of dues as provided in the IFMC Standing Rules and Procedures. Active Junior members must be members who are currently students of an active Adult/Senior member.
 2. Active Clubs:
 - a. Active Junior Clubs must be led by a Junior Counselor who is an active Adult/Senior member.
 - b. Active Junior members may enter IFMC events.
 3. CRADLE ROLL: Children under six years of age shall be eligible for membership in the Cradle Roll, upon payment of the Cradle Roll Fee as provided in the NFMC Standing Rules and Procedures.
 4. Associate Junior Clubs:
 - a. Associate Junior Club members may ONLY enter IFMC ensemble events for five or more participants. Associate Club members are NOT eligible for solo, duet, trio or quartet Festival events. (This age group consists of young people under age 19, and includes mass enrollment in music programs in public, private or magnet school music programs, junior age community bands, orchestras, choirs etc. (Reference NFMC Bylaws, Article III, Section 6A for list of eligible organizations.) ***Individual members of Associate Groups*** are eligible to apply for IFMC/NFMC competitions and awards, but ***individual members of Associate Groups are not eligible*** for

participation in IFMC/NFMC Festivals. (Festival participation requires active Junior Organization or Junior Individual Membership status). Each Associate Group shall receive one complimentary subscription to Junior Keynotes.

Section 3.

TYPES: There shall be two types of membership: Active and Associate.

- A. Active members may vote, hold office, and enter all IFMC events. A voting member may hold dual state membership in another state concurrently, but not hold an IFMC elected or appointed office or chair in Iowa.
- B. Associate memberships are for those who do not desire to participate in the business affairs of IFMC. Associate members may not vote, hold office, or enter Federation events as individuals EXCEPT in the Student-Collegiate Division. Associate Student-Collegiate Clubs do not need an active Adult/Senior Member to act as Advisor.

Section 4.

DUES:

- A. Membership is conferred upon payment of dues.
- B. The Dues Schedule is listed in the Standing Rules.

Section 5.

APPLICATION FOR MEMBERSHIP:

- A. Any individual or club desiring to join IFMC shall contact the State President or the appropriate division chair (adult/senior, student-collegiate or junior) for assistance in organizing and planning for membership.
- B. Forfeiture: Any individual or organization whose dues are in arrears for more than one (1) year shall be considered to have forfeited membership and shall be dropped from the rolls.

ARTICLE IV – ELECTED OFFICERS

The other particulars of each elected office not specified in these bylaws shall be listed in the Standing Rules.

Section 1.

PRESIDENT:

- A. Shall be elected for a term of two (2) years OR until a successor is elected. Term of office begins immediately upon election and installation.
- B. Shall have served in another office on the Executive Committee or Board of Directors for a minimum of two (2) years before being elected to the Presidency.
- C. Shall appoint all officers, committees, and chairmen as outlined in these bylaws, or as becomes necessary.
- D. Shall be an ex-officio member of all committees except the Nominating Committee.
- E. Shall preside at all meetings of the Iowa Federation and shall be the official state representative of the Iowa Federation at National meetings and meetings of the North Central Region.
- F. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 2.

VICE-PRESIDENT:

- A. Shall assume the office of President if that office becomes vacant.
- B. Shall be elected for a term of two (2) years OR until a successor is elected. Term of office begins immediately upon election and installation.
- C. Shall be appointed by the Board of Directors if the office becomes vacant.
- D. Shall preside at meetings in the absence or disability of the President.
- E. Shall be chairman of the Convention Committee.
- F. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 3.

RECORDING SECRETARY:

- A. Shall be elected for a term of two (2) years OR until a successor is elected. Term of office begins immediately upon election and installation.
- B. Shall be appointed by the President if the office becomes vacant.
- C. Shall keep full minutes of all business meetings of the Executive Committee, Board of Directors, and all membership meetings.

- D. Shall send minutes of all meetings to the Corresponding Secretary/Editor for publication in the IFMC newsletter (*Sounding Board*).
- E. Shall be the custodian of all official documents and papers not properly in the custody of any other office.
- F. Shall keep the official updated Bylaws on file.
- G. Shall keep the official updated Standing Rules on file.
- H. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 4. TREASURER:

- A. Shall be knowledgeable in accounting and finances.
- B. Shall be elected for a term of two (2) years OR until a successor is elected. Term of office begins immediately upon installation.
- C. Shall be appointed by the President if the office becomes vacant.
- D. Shall have custody of all funds and securities of IFMC.
- E. Shall receive all dues and monetary contributions made to IFMC and shall deposit all monies received in the name of IFMC.
- F. Shall disburse funds as directed.
- G. Shall keep IFMC accounts, records, and documents current and in order.
- H. Shall be bonded at IFMC expense.
- I. Shall prepare a financial report for each meeting of the Board of Directors.
- J. Shall prepare an annual budget with the assistance of the finance committee.
- K. Shall maintain a current list of all individual members and clubs paying annual dues.
- L. Shall serve as voting credential chair for convention elections
- M. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 5. NATIONAL BOARD MEMBER:

- A. Shall be elected by the Board of Directors for a term of two (2) years OR until a successor is elected. Election occurs in the Fall of even-numbered years; the term of office begins at the first meeting following the election of NFMC Board members at the National Convention in odd-numbered years.
- B. Shall have served in another office on the Executive Committee for a minimum of two (2) terms before being elected to the National Board, and shall have attended at least one National Convention or Conference.
- C. Shall attend all National Board meetings.
- D. Shall give a report of each National Board meeting to the IFMC Board of Directors
- E. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 6. REMOVAL AND RESIGNATION. Any officer may be removed without cause by the Board by a majority vote of all Board members then serving. Any officer may resign by giving written notice to the President. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein.

ARTICLE V – APPOINTED OFFICERS

The other particulars of each appointed office not specified in these bylaws shall be listed in the Standing Rules. The President appoints all the appointed officers with the approval of the Board of Directors.

Section 1. ADULT/SENIOR DIVISION CHAIR:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall oversee all activities in the Adult Division.
- C. Shall respond to inquiries and aid in organization of new adult/senior clubs.

- D. Shall give an annual report on Adult activities at each spring Board of Directors meeting.
- E. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 2. STUDENT-COLLEGIATE DIVISION CHAIR:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall oversee all activities in the Student-Collegiate Division.
- C. Shall respond to inquiries and aid in organization of new student-collegiate clubs.
- D. Shall give an annual report on Student-Collegiate activities at each spring Board of Directors meeting.
- E. Shall serve as Chairman of the Student-Collegiate Auditions.
- F. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 3. JUNIOR DIVISION CHAIR:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall oversee all activities in the Junior Division.
- C. Shall respond to inquiries and aid in organization of new junior clubs.
- D. Shall give an annual report on Junior activities at each spring Board of Directors meeting.
- E. Shall chair all activities at State Convention that pertain to Junior members.
- F. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 4. STATE FEDERATION CUP CHAIR:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall oversee all aspects of the Federation Cup Plan as dictated by NFMC.
- C. Shall give an annual report of Federation Cup Activities at each spring Board of Directors meeting.
- D. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 5. STATE FESTIVAL CHAIR:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall oversee all aspects of the Federation Festivals in the state of Iowa as dictated by NFMC.
- C. Shall give an annual report on Festivals in the state of Iowa at each spring Board of Directors meeting.
- D. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 6. CORRESPONDING SECRETARY/EDITOR:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall be in charge of all printing and mailing.
- C. Shall be in charge of producing the IFMC newsletter (*Sounding Board*).
- D. Shall handle all other correspondence as directed by the President.
- E. Shall maintain and update information on the website.
- F. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 7. HISTORIAN:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall collect, organize, and retain all printed matter pertaining to IFMC.
- C. Shall prepare a written history of the current term of office.

- D. Shall perform such other duties as are incidental to the office or assigned to the office.

Section 8. CHAPLAIN:

- A. Shall be appointed for a term of two (2) years OR until a successor is named. Term of office begins immediately upon appointment.
- B. Shall keep a list of all deceased members, Adult/Senior, Student-Collegiate, and Junior.
- C. Shall perform such other duties as are incidental to the office or assigned to the office.

ARTICLE VI – Executive Committee

Section 1. COMPOSITION: The Executive Committee is composed of the President, Vice-President, Recording Secretary, Treasurer, National Board Member, Corresponding Secretary/Editor, and the immediate Past-President.

Section 2. MEETINGS: The Executive Committee shall meet annually in the fall and in the spring, or on the call of the President, with thirty (30) days’ notice. The Executive Committee may conduct business by mail, e-mail, or online/telephone conference.

- 1. Business by Mail/e-mail:
 - a. Business needing immediate attention and which, in the opinion of the president, does not warrant a called meeting of the Executive Committee may be transacted by mail/e-mail.
 - b. Identical correspondence of the information needed to make an intelligent decision shall be sent to each of the members of the Executive Committee, by the recording secretary to be returned within ten (10) days of the post date. A majority vote of the ballots returned shall be the result.
 - c. All results of mail/email votes will be reported and published in the minutes of the subsequent Executive Committee meeting.
- 2. Business by Telephone:
 - a. An Executive Committee meeting may be conducted by a telephone or online conference call.
 - b. Notice of a conference call shall not be less than ten (10) days nor more than fifteen (15) days (mailed/e-mailed or telephone notice).
 - c. All members attending a telephone or online conference call shall be able to hear/view all debates and votes of other members.

Section 3. QUORUM: Four (4) members of the Executive Committee shall constitute a quorum.

Section 4. DUTIES:

- A. Approve chairmen appointed by the President.
- B. Recommend to the Board of Directors any business matters for their approval.
- C. Engage in any business referred to it by the Board of Directors or by the general membership.

Section 5. Executive Committee shall give a report of their activities at each meeting of the Board of Directors.

Section 6. Executive Committee members shall receive minutes of each meeting.

ARTICLE VII – BOARD OF DIRECTORS

Section 1. COMPOSITION: The Board of Directors is composed of the Executive Committee, all appointed officers, all Adult Club Presidents or a representative from each Adult Club.

Section 2. MEETINGS: The Board of Directors shall meet annually in the fall and in the spring, or on the call of the President, with thirty (30) days’ notice. In odd-numbered years the date of the fall committee meeting must meet the NFMC nomination deadline for NFMC officers and state board representative name submission.

Section 3. **QUORUM:** The quorum shall be defined by a simple majority of those eligible to vote, the number of those eligible to vote being reduced by those serving in more than one position and clubs submitting their proxy relinquishing board representation. The quorum may be met by those members eligible to vote who are present in person or by proxy for quorum purposes. The voting proxy is valid only for those clubs wishing to relinquish their representation on the Board of Directors sent with the call for a specified board meeting and must be submitted in writing to the secretary or President at least one week prior to the called meeting.

Section 4. **DUTIES:**

- A. To conduct the business affairs of IFMC. The Board of Directors may conduct business by mail, e-mail, or online/telephone conference.
1. Business by Mail/e-mail:
 - a. Business needing immediate attention and which, in the opinion of the president, does not warrant a called meeting of the Board of Directors may be transacted by mail/e-mail.
 - b. Identical correspondence of the information needed to make an intelligent decision shall be sent to each of the members of the Board of Directors by the recording secretary to be returned within ten (10) days of the post date. A majority vote of the ballots returned shall be the result.
 - c. All results of mail/email votes will be reported and published in the minutes of the subsequent Board of Directors meeting.
 2. Business by Telephone/online conference:
 - a. A Board of Directors meeting may be conducted by a telephone conference call or an online meeting.
 - b. Notice of a telephone conference call or online meeting shall not be less than ten (10) days nor more than fifteen (15) days (mailed or telephone notice).
 - c. All members attending a telephone conference call or online meeting shall be able to hear/view all debates and votes of other members.
- B. To recommend and/or revoke honorary memberships.
- C. To approve appointments of officers and vacancies of offices, and chairman of standing committees.
- D. Shall elect in the Fall of even-numbered years, by majority of the voting members, the National Board Representative from Iowa.

Section 5. The Board of Directors shall report annually to the membership of IFMC.

Section 6. All Board of Directors members shall receive minutes of each meeting.

ARTICLE VIII – FINANCES

All matters relating to the finances of IFMC which are not specified in these bylaws shall be listed in the Standing Rules.

Section 1. The finances of IFMC shall be derived from payment of member dues, endowments, interest on investments, gifts, and other sources.

Section 2. The fiscal year shall be July 1 through June 30.

Section 3. The Dues Schedule shall be listed in the Standing Rules.

Section 4. The Board of Directors shall establish new funds and their purposes and shall have the power to dissolve or redistribute monies by two-thirds (2/3) majority vote of the Board of Directors.

Section 5. The IFMC Treasurer's books shall be audited internally annually, and externally every two years concurrent with new terms of officers, or as deemed necessary by the Board of Directors. The Board of Directors shall select the auditor.

Section 6. A Finance Committee consisting of Treasurer, Vice President, and immediate past president shall be charged with making recommendations pertaining to dues, awards, fees and budget matters to the Board of Directors.

ARTICLE IX – CONVENTIONS

All matters relating to the Convention that are not specified in these Bylaws shall be listed in the Standing Rules.

Section 1. The IFMC membership shall convene biennially in odd-numbered years to elect officers, amend bylaws, receive reports of officers and chairmen, conduct other business as necessary.

Section 2. The Call to Convention shall be issued not less than thirty (30) days prior to the convention and should include the following:

- A. Time, place, city, and duration of the convention.
- B. Schedule, registration forms, voting credentials.
- C. Report of Nominating Committee.
- D. Other information as may be necessary.

Section 3. **VOTING BODY:**

- A. The Voting Body shall be composed of all elected and appointed officers, all Adult Club Presidents or specified representative from each Adult/Senior Club, all Junior Club Advisors, all Iowa Life Members, and Adult/Senior Individual members
- B. Representative delegates for Adult/Senior Clubs who have paid dues in full by October 31, may be represented by one (1) voting delegate for every fifteen (15) members or fraction thereof. No club may be represented by more than three (3) voting delegates at any convention. Paid membership must be verified by the State Treasurer prior to the voting. Active members only may vote.
- C. Any member who qualifies in more than one category shall be entitled to only one (1) vote.

Section 4. Those present and voting at the convention shall constitute a quorum.

ARTICLE X – NOMINATIONS AND ELECTIONS

Any nominating and election procedures not specifically stated in these Bylaws shall be listed in the Standing Rules.

Section 1. **NOMINATING COMMITTEE:**

- A. The Nominating Committee shall be chaired by immediate past president and two other members. The Board of Directors shall elect the two members who may or may not be members of the Executive Committee.
- B. The Nominating Committee shall be responsible for securing a single slate for the elected offices. The Nominating Committee shall ensure that all nominees meet the minimum qualifications for office as set forth in these bylaws. Consent of all candidates must be obtained.
- C. The Nominating Committee shall send the slate of officers to the IFMC members within thirty (30) days of the election.
- D. The Nominating Committee shall have charge of the details of the election and shall announce the results.
- E. The chairman of the Nominating Committee will follow the procedure as outlined in the Standing Rules and in accordance with procedure established by NFMC, to solicit eligible members for Iowa's representative to the NFMC Board to present for nomination and election at the fall meeting of the Board of Directors in the even-numbered years. Requirements for nomination of NFMC Board representative from Iowa precludes possible nominations from the floor.

Section 2. Nominations from the floor for slate of officers will be accepted with prior approval of the candidate. In the case of two or more candidates for the same office, voting shall be by secret ballot.

Section 3. A majority vote of the Voting Body (Article IX, Section 3) constitutes election.

ARTICLE XI – AMENDMENTS

Section 1. **AMENDING BYLAWS:**

- A. Proposed amendments to the Bylaws shall be drawn up by a committee composed of a Chairman and two (2) other members selected by the Board of Directors.

- B. Proposed revisions or amendments to the Bylaws must have been printed and members notified of recommendations by mail/e-mail at least twenty-one (21) days prior to the meeting at which the bylaws will be voted upon by majority of those present and voting.
- C. Bylaws amendments may be approved by a majority vote of the Convention Voting Body (Article IX, Section 3).

Section 2. AMENDING STANDING RULES:

- A. Standing Rules may be amended by a majority vote of the Board of Directors after recommendations have been approved by the Executive Committee.
- B. Standing Rules may be amended at any meeting of the Board of Directors.

ARTICLE XII – AUTHORITY

Section 1. IFMC Bylaws are the primary authority, but they may not be in conflict with NFMC Bylaws.

Section 2. IFMC Standing Rules shall contain all instructions for the governing of IFMC not contained in these Bylaws. Such instructions include, but are not limited to: rules, entry fees, awards for various events, a description of each of the IFMC funds and the provisions for their distribution, and the dues schedule.

Section 3. A Consensus Building Approach (CBA) will be used to aid in all discussions and decision-making votes. Consensus building is an approach to group decision making that puts a premium on problem-solving. Members agree to support a decision in the best interest of the whole. If an agreement is not unanimous, it will be the decision of the majority with the president holding the final authority.

Section 4. Upon dissolution of IFMC, Board of Directors shall

- A. Pay or make provision for payment of all liabilities.
- B. Dispose of all assets to Iowa colleges or universities who are members of IFMC.
- C. If no Iowa college or university holds membership, funds being held in reserve for the state shall be diverted to the Fund for the Advancement of Musical Arts (FAMA) of NFMC.