

**CONSTITUTION
of
ACDA UTAH CHAPTER**

ARTICLE I:

Name

This organization shall be known as American Choral Directors Association Utah Chapter, hereinafter referred to as ACDA Utah, or the Chapter.

**Article II:
Relationships**

Section 1. This association shall function as a state unit of *ACDA: The American Choral Directors Association*, hereinafter referred to as ACDA, or the Association.

Section 2. ACDA Utah shall maintain a functioning relationship with other state and national music associations.

ARTICLE III:

Purposes

1. To foster and promote quality choral performance in Utah.
2. To encourage the study and performance of quality choral repertoire.
3. To encourage and promote music literacy.
4. To provide effective mentoring to choral directors and prospective choral directors throughout the state.
5. To these ends ACDA Utah may hold conferences, workshops, performances, festivals, symposia and other meetings, publish journals, newsletters and host web pages. The organization may seek and accept grants, gifts and contracts for any of these purposes. ACDA Utah may partner with other professional associations or like minded entities in pursuit of these purposes.

ARTICLE III:

Membership

Section 1. There are nine membership classifications: (1) Active, (2) Associate, (3) Industry Associate, (4) Institutional, (5) Contributing, (6) Life, (7) Honorary Life, (8) Student, and (9) Retired. ACDA Utah will follow the membership guidelines as enumerated by ACDA.

Section 2. Membership eligibility, methods of admission, privileges, tenure, and dues shall be as prescribed in the Bylaws of ACDA.

ARTICLE IV:

Organization

Section 1. This association is organized exclusively for educational purposes, within the meaning of section 501(c)3 of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Section 2. The fundamental authority and responsibility of the Chapter shall reside in the corporate active membership and shall be exercised by the free expression and vote of each individual member, by representative legislative powers vested in the Board and by the executive powers delegated to members of the Board.

Section 3. Executive Committee. To facilitate the operations of ACDA Utah, an Executive Committee, consisting of the President, President Elect, and Past President shall be authorized to make immediate, necessary decisions. All such decisions will be ratified by the Executive Board at their next meeting.

Section 4. Board of Directors. The executive authority for the administration of the affairs of ACDA Utah shall be vested in the President, President-Elect, Past President, and R & R chairs. These board members have voting privileges in all Board meetings. On appointment of the treasurer, the Executive Board shall determine if he or she has voting privileges.

Section 5. No official action involving ACDA Utah's membership may be taken without a regularly constituted or specially invoked meeting of the Executive Committee and/or the Board of Directors.

Section 6. Neither any member of the Board, nor any appointed officer or representative of the Association, nor any member shall be required to accept financial responsibility for duly authorized activities of the Chapter carried on in good faith and in pursuit of the purpose and authorized activities prescribed by the Constitution and Bylaws.

Section 7. Auxiliary Board. An Auxiliary Board will be established to further the mission of ACDA Utah. The Auxiliary Board may consist of a Webmaster, Marketing Chair, Membership Chair, Student Representative, UMEA Liaison and any other chairs or managers as appointed by the President and ratified by the Board of Directors.

Section 8. Standing Committees. The following standing committees may be established by appointment. The President may appoint additional members to any standing committee as deemed appropriate.

Awards: To establish criterion, collect nominations, elicit recommendations or otherwise identify individuals of high standing and achievement, as directed by the President and the Board. This can be undertaken by the past presidents advisory committee.

Conference: May be formed from members of the Executive Board and R & R chairs, as well as any chapter members who are able and willing to assist.

Nominating Committee: In February of every odd numbered year, the Past President's Advisory Council (see Article V Section 4) will identify potential nominees for the office of President Elect. They will discuss time and job requirements, obtain biographical information, headshots, and anything else required for submission to the board. They will submit pertinent materials to the national organization for mail-in or electronic balloting.

Ad Hoc Committees: All R & R chairs on the board are encouraged to involve three or more ACDA members who are not otherwise obligated to serve the needs of their constituency.

ARTICLE V: Leadership

Section 1. Elected officers of ACDA Utah consist of at least a President, a President Elect and a Past President.

Section 2. The President Elect shall be elected by ballot during a state business meeting or electronically as specified and administered by ACDA. He/She will serve a two-year term which will begin on July 1, of odd-numbered years. At the end of his/her term, the President Elect will automatically succeed to the office of President.

Section 3. In accord with policy stipulated in ACDA's national constitution, in the event that the President Elect is unable to complete his/her term as President Elect, a special election may be held as specified in article two. The candidate who is thus selected will complete the term of President Elect and then succeed to the office of President.

Section 4. The President shall serve a term of two years beginning on July 1 of odd-numbered years. At the end of his/her term, the President shall automatically succeed to the office of Past-President. In the event of a vacancy in the office of President, the Past-President, or President Elect shall serve the balance of the expired term. The Past-President will chair the Past Presidents Advisory Council for a term of two years.

Section 5. The President may serve no more than two **consecutive terms**, but may be re-appointed or reelected after a lapse of one or more terms.

Section 6. Appointed Officers and Positions. The appointed officers of this chapter may consist of a Treasurer, Secretary, Membership Chair, Webmaster, Conference Chair, and other appointed officers as needed.

Section 7. Repertoire and Resources Chairs. The President, with the assistance of the executive committee and the board at large, will appoint R & R chairs for the following categories: Youth, Collegiate, Lifelong, Repertoire Specific, and any other category of endeavor identified by the board. R & R chairs may serve two two-year consecutive terms.

ARTICLE VI:

Duties

Section 1. President. The Chapter President shall serve as the chief executive officer for the state and shall be responsible for the implementation of ACDA activities in the state. The Chapter president shall participate in meetings of the assembly of State Presidents at the divisional and national levels. Both the President and the Treasurer will be responsible for a thorough knowledge of and adherence to financial procedures as stipulated by ACDA.

Section 2. President Elect. The Chapter President Elect shall assist the President in the administration of the state association and assume other duties as assigned by the State President.

Section 3. Past President. The Chapter Past President shall serve as advisor to other state officers. He/She or the President Elect at the discretion of the National President-Elect, with the advice of the Division president, shall assume all duties of the President in case of resignation, disability, or death until the President-elect assumes the office of president at the beginning of the next regular biennium.

Section 5. Treasurer. The Treasurer shall be custodian of all funds of ACDA Utah and shall keep an accurate record of members, circulate to the Executive Board at least once a year an account of all monies received and disbursed, prepare a yearly budget in conjunction with the President, deposit the funds of ACDA Utah in a depository approved by the Executive Board, present the books for an auditor selected by the Executive Board, and assume all other duties as stipulated by the national association. Both the President and the Treasurer will be responsible for a thorough knowledge of and adherence to financial procedures as stipulated by ACDA. The Treasurer may serve no longer than 4 consecutive years.

Section 6. R & R Chairs. The Repertoire and Resources Chairs will provide support, vision, and resources for every major area of choral endeavor in the state. Each R & R chair will communicate with his/her counterpart on the division and national level, including the timely submission of reports and other information which may be required. As mentors in the state, R & R chairs will provide:

- Repertoire and literature recommendations
- Documents and resources
- Leadership and information
- Networking among colleagues
- Maintenance of excellent standards among colleagues
- Professional development opportunities
- Collaboration
- Communication
- Commitment

Section 7. Membership Chair. The Membership Chair shall carry out all assignments made by the Executive Committee, shall present the activities of ACDA and ACDA Utah to all choral directors so that they might become better acquainted with the work of the association and the chapter, and shall encourage choral directors to become members of ACDA.

Section 8. State Marketing Manager. The State Marketing Manager shall be responsible for publishing and circulating to members of ACDA Utah and other designated individuals all chapter specific articles and communications as mandated by the board of directors and shall be empowered to

appoint whatever staff is necessary for the execution of these duties. The marketing manager will communicate with his/her counterpart on the division and national level, including the timely submission of reports, publications, or other information which may be required.

**Article VII:
Meetings**

Section 1. Business meetings of ACDA Utah may be held as needed at a time and place to be determined by the President and the Board of Directors.

Section 2. Quarterly meetings of the Executive Committee and Board of Directors shall be called by the President to conduct the business of the organization.

Section 3. Other meetings of the Executive Committee may be called by the President.

Section 4. Special meetings of the Board of Directors may be called by the President or upon the signed petition of two members of the executive committee and four members of the Board.

Section 5. The call for special meetings must state the business to be transacted, and no business shall be transacted except that which is specified in the call.

Section 6. The past presidents Advisory Council may meet in conjunction with the executive Committee and/or Board of Directors, or separately, as authorized by the President.

Section 7. The President will make himself/herself available for all duly called division and national meetings.

**ARTICLE VIII:
Administration**

Section 1. The quorum of the executive committee shall be the three voting members of that Committee.

Section 2. The Quorum of the Board of Directors shall be five members of the Board, including two voting members of the executive committee.

Section 3. Contracts. The Executive Board may authorize any officer, officers, agent, or agents of the Association, in addition to the officers so authorized by this Constitution, to enter into any contract or execute and deliver any instrument in the name of and on behalf of ACDA Utah. Such authority may be general or may be confined to specific instances.

Section 4. Checks, Drafts, or Orders. All checks, drafts, or orders for payment of money, notes, or other evidences of indebtedness issued in the name of the Chapter shall be signed by such officer, officers, agent, or agents of the ACDA Utah and in such a manner as shall from time to time be determined by resolution of the Executive Board. In the absence of such determination by the Executive Board, such instruments shall be signed by the authorized agent and countersigned by the President or President-Elect of the Association.

Section 5. Deposits. All funds of the Chapter shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Executive Board or its agent may select.

Section 6. Books and Records. The ACDA Utah shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Executive Board. The Chapter shall keep a record giving the names and addresses of the members entitled to vote.

Section 7. No part of the net earnings shall inure to the benefit of, or be distributed to its members, trustees, directors, officers, or other private persons, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)3 purposes.

Section 8. Notwithstanding any other provision of these articles, the Chapter shall not carry on any other activities not permitted to be carried on (a) by an association 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 association, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal Tax code.)

ARTICLE IX:

Adoption, Amendments, Revisions

Section 1. Adoption, amendments and/or revisions to this Constitution may be initiated by the Executive Committee, the Board of Directors, the Past Presidents Advisory Council, or by a petition signed by ten percent of the chapter membership.

Section 2. Adoption, revision and/or amendments of this constitution may be effected by an approving vote of two-thirds of the active members present and voting at a business meeting. This vote may also take place by casting ballots electronically or by mail. The active membership of the chapter must be given 60 days notice before such a vote may take place.

Section 3. Every four years a committee shall be formed at the behest of the President to review, refine, amend and update this constitution.