

**CONSTITUTION AND BYLAWS**  
**Ohio Choral Directors Association**

# CONSTITUTION AND BYLAWS

Ohio Choral Directors Association

Revised March 2021

## CONSTITUTION

### ARTICLE I - NAME

This organization shall be known as the Ohio Choral Directors Association, henceforth referred to in this document as “OCDA” It shall be affiliated with the American Choral Directors Association.

### ARTICLE II - PURPOSE

1. To foster and promote choral singing that will provide artistic, cultural, and spiritual experiences for the participants.
2. To foster and promote the finest types of choral music to make these experiences possible.
3. To foster and encourage rehearsal procedures and vocal techniques conducive to attaining the highest possible level of musicianship and artistic performance.
4. To provide guidance, encouragement, and opportunities for conductors beginning in the field of choral music.
5. To foster and promote the organization and development of choral groups of all types in schools and colleges.
6. To foster and promote the development of choral music in places of worship.
7. To foster and promote the organization and development of choral societies in cities and communities.
8. To foster and promote understanding of choral music as an important medium of contemporary artistic expression.
9. To foster and promote significant research in the field of choral music.
10. To foster and encourage choral composition of superior quality.
11. To cooperate with all organizations dedicated to the development of musical culture in America.
12. To foster and promote international exchange programs involving performing groups, conductors and composers.
13. To disseminate professional news and information about choral music.
14. To foster and promote choral singing in the pursuit of peace and justice that enhances social and emotional well-being.
15. To foster and promote diversity and inclusivity through active engagement with underrepresented choral musicians and potential choral participants.

### ARTICLE III - MEMBERSHIP

Section 1: There shall be seven membership classifications: (1) Active, (2) Associate, (3) Industry Associate, (4) Student, (5) Life, (6) Retired, and (7) Institutional.

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

### ARTICLE IV - AUTONOMY OF ORGANIZATION

Section 1: This organization shall be constituted as a nonprofit, educational association.

Section 2: The fundamental authority and responsibility of OCDA 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 of Directors and by the executive powers delegated to the officers.

Section 3: Neither the Board of Directors, nor any member thereof, nor any member shall be required to accept financial responsibility for duly authorized activities of OCDA carried out in good faith and in pursuit of the purposes and activities prescribed or authorized by the Constitution and Bylaws.

Section 4: Official business involving OCDA may be transacted at a regularly constituted or specially invoked meeting of the Executive Committee and/or Board of Directors.

Section 5: The membership shall be organized, as a convenience in planning and executing some of the activities and programs of OCDA, according to geographic regions of the State of Ohio. The regions, being defined in Article IX of the Bylaws, shall be named: Northwest, Northeast, South Central, Southwest and East Central.

### ARTICLE V - STATE OFFICERS

Section 1: The Officers of OCDA shall be as follows: President, Past-President, President-Elect, Treasurer, Secretary and Regional Chairpersons.

Section 2: The President-Elect shall be elected by ballot as provided in the Bylaws. They shall serve a term of two years beginning on July 1 of uneven numbered years. At the end of their term, the President-Elect shall automatically succeed to the office of President.

Section 3: The Treasurer shall be appointed by the President with the approval of the Executive Committee.

Section 4: The Secretary shall be elected by ballot as provided in the Bylaws. They shall serve a term of two years beginning on July 1 of uneven numbered years.

Section 5: Regional Chairpersons shall be elected by ballot as provided in the Bylaws. They shall serve a term of two years according to the following: Northeast, South Central and Southwest Regional Chairpersons beginning on July 1 of uneven numbered years and East Central and Northwest Regional Chairpersons beginning on July 1 of even numbered years.

Section 6: The President shall serve a term of two years beginning on July 1 of uneven numbered years. At the end of their 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 shall serve the balance of the unexpired term.

Section 7: Elections shall be conducted as provided in the Bylaws.

#### ARTICLE VI - APPOINTED OFFICIALS

Appointed Officials shall include, but not be limited to, the Treasurer, the Editor of *OCDA News*, the Information Technology Chair, all Repertoire & Resources Chairpersons, Standing Committees, and Special Committees. They shall be appointed by the President with the approval of the Executive Committee.

#### ARTICLE VII - EXECUTIVE COMMITTEE

Section 1: The Executive Committee shall consist of the President, the Past-President, the President-Elect, the Treasurer and the Secretary.

Section 2: Any vacancy occurring on the Executive Committee, with the exception of that of President, shall be filled from the active membership by Executive Committee appointment with the approval of the Board of Directors.

#### ARTICLE VIII - BOARD OF DIRECTORS

Voting members of the Board of Directors shall consist of the elected members of the Executive Committee and the Regional Chairpersons. Non-voting members of the board shall include the Treasurer, the Editor of *OCDA News*, the Information Technology Chair, Repertoire & Resources Chairpersons, and any other appointed members.

#### ARTICLE IX - MEETINGS

Section 1: Business meetings of OCDA shall be held at least annually at a time and place determined by the Board of Directors, usually during the summer conference.

Section 2: Biannual meetings of the Board of Directors shall be called by the President to

conduct the business of OCDA.

Section 3: Other meetings of the Board of Directors or 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 three Regional Chairpersons and two other elected members of the Board of Directors.

Section 5: The call for special meetings of the Board of Directors must state the business to be transacted. No business shall be transacted except that specified in the call without approval of the majority of the members of the Board of Directors.

## ARTICLE X - COMMITTEES

Section 1: Standing Committees. The Ohio Choral Directors Association shall have such standing committees as are necessary to carry out the responsibilities and programs of OCDA.

### A. Past-President's' Council

Subsection 1: Past-Presidents of OCDA shall constitute the membership of this council.

Subsection 2: The Past-President shall serve as member and chair of the council.

Subsection 3: An annual meeting of the Past-Presidents' Council shall be called by the Past-President to carry out the duties of the council. (Meeting to convene during the Summer Conference).

Subsection 4: The duties of the Past-President's' Council shall be:

- a. An annual review of the OCDA Constitution and Bylaws.
- b. Preparation and preservation of historical and permanent records of OCDA.
- c. To act as a source to contribute to the nominations of candidates for Board positions, honors, and awards.
- d. Necrology and memorials.

### B. Investment Committee

Subsection 1: The Investment Committee shall be composed of members of the Executive Committee with the Treasurer serving as chair.

Subsection 2: The Investment Committee's actions must adhere to the guidelines outlined in the OCDA Investment Policy.

Subsection 3: The Investment Committee will conduct an annual review of the Investment Policy and make necessary recommendations to the Board of Directors.

C. Professional Development Committee

The Professional Development Committee shall foster and support educational initiatives that provide resources for OCDA's diverse membership.

D. Diversity Initiatives Committee

The Diversity Initiatives shall foster and promote projects that serve a broad representation of choral singers and conductors.

Section 2: Special Committees. Special Committees can be formed as needed. These committees will be composed of volunteers from the active membership who are appointed by the President.

ARTICLE XI - QUORUM

Section 1: The quorum of the Executive Committee shall be three of the four voting members of that Committee.

Section 2: The quorum of the Board of Directors shall be six members of the Board, including three members of the Executive Committee.

Section 3: The quorum of OCDA for the transaction of business at business meetings shall consist of a quorum of the Board of Directors, as stated above, plus the active membership present and voting.

ARTICLE XII - AMENDMENTS

Section 1: Amendments and/or revisions to this Constitution may be initiated by the Executive Committee, the Board of Directors or by a petition signed by ten percent of the state membership from no fewer than three of the regions of OCDA.

Section 2: This Constitution may be amended or revised by an approving vote of two-thirds of the active members present and voting at a business meeting, or amendment or revision may be made by an approving vote of two-thirds of the active members who cast ballots in accordance with the Bylaws, provided, however, that in any case, sixty days notice of such contemplated amendment or revision shall be given to active members.



## **BYLAWS**

### **ARTICLE I - MEMBERSHIP**

Section 1: Active. Any person who is engaged as a part-time or full-time choral director, or who is responsible for the administration of a choral program, is eligible for active membership.

An active member may participate in all activities of OCDA, has the right to vote, to hold office, and upon compliance with registration requirements, may be admitted to all meetings and conventions. In addition, active members shall receive all benefits of the National Association, Divisional Association, and State Association of ACDA including all of their publications.

The candidate for active membership shall be accepted on receipt of a completed ACDA Application Form and payment of the annual membership dues for a term of one year from the date of acceptance. Membership shall be continued each succeeding year on receipt of membership dues prior to or during the month designated for membership renewal. Active membership shall be renewed on receipt of the current annual dues. Failure to remit annual payment during the membership renewal period shall result in discontinuation of the membership.

Section 2: Associate. Any person who is interested in the objectives of OCDA is eligible for associate membership. Privileges accorded the associate member shall be the same as those for the active member, except for voting and the right to hold office in OCDA. Transfer of an associate member to active may be made upon compliance with requirements and procedures for active membership. The candidate for associate membership shall be accepted on receipt of a completed ACDA Application Form and payment of the annual membership dues for a term of one year from the date of acceptance. Procedures for continuing membership are the same as those for active membership.

Section 3: Industry Associate. Membership in the National Association by an industry associate shall entitle the same to like privileges in OCDA as a nonvoting member.

Section 4: Student. Student membership may be submitted by individual students or by the ACDA sponsor teacher for a student group. The student shall be a nonvoting member, ineligible for office, except in a student capacity or in a local student chapter. Student members shall receive all other membership benefits and publications. Students actively engaged as choral directors are eligible for active membership in ACDA.

Section 5: Life. Life membership shall be open to persons who are eligible for active membership and who have been active members of ACDA for a minimum of ten years upon payment of life membership dues. Life members shall have the same privileges as active members.

Section 6: Retired. ACDA members attaining retirement status may maintain membership in



ACDA by payment of reduced annual dues. Privileges accorded retired members will be the same as those for active members.

Section 7: Institutional. Membership in the National Association by an institution shall entitle the same to like privileges in OCDA as a nonvoting member.

## ARTICLE II - DUES

Section 1: Dues shall be determined by National ACDA for all membership categories specified by ACDA.

Section 2: Payment of dues shall entitle the member to all privileges associated with their class of membership in the American Choral Directors Association, the Central Division of ACDA and the Ohio Choral Directors Association.

Section 3: Additional dues, for State purposes, may be assessed by the Board of Directors of OCDA with the approval of the National Executive Committee and Board of Directors as specified in the ACDA Bylaws.

Section 4: The prerequisite for attendance at the conventions of OCDA shall be membership in ACDA and payment of registration fees. Exceptions shall be at the discretion of the Executive Committee.

## ARTICLE III - ADMINISTRATIVE AND FISCAL YEAR

The administrative and fiscal years shall be from January 1 through December 31, or such period as may be determined by the Board of Directors.

## ARTICLE IV - MEMBERSHIP YEAR

Membership dues shall be for one year from the date of acceptance of said dues.

## ARTICLE V - FISCAL POLICIES AND PROCEDURES

Section 1: A verified financial statement shall be prepared by the Treasurer and/or officials of OCDA who have been empowered by the Constitution and Bylaws and the Board of Directors to handle Association funds. Such a statement shall be published in the Fall issue of *OCDA News* following the close of the fiscal year.

Section 2: The certification of the financial statement shall consist of an audit of the financial records of OCDA by a committee appointed by the President or by a Public Accountant at the conclusion of the Treasurer's term of office.

Section 3: The complete financial records of OCDA shall be examined and approved by the Board of Directors at least annually.

Section 4: Any fiscal policies and procedures needed in the administration and operation of the Association and not specified in these Bylaws shall be formulated by the Executive Committee and approved by the Board of Directors.

#### ARTICLE VI - DUTIES OF OFFICERS AND APPOINTED OFFICIALS

Section 1: The President shall preside at all business meetings and conventions of the Association, call and preside at meetings of the Executive Committee and Board of Directors, make appointments as provided in this Constitution and these Bylaws, serve as *ex officio* member of all committees, be responsible for implementing the overall program of the Association and perform all other duties pertaining to the office. Between meetings of the Board of Directors, he/she shall have the authority with the Executive Committee to carry on affairs vital to the successful operation of OCDA.

Section 2: The Past-President shall serve as an advisor to the President, Executive Committee, and the Board of Directors. They 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. The Past-President shall chair the nominating committee and assume all other duties which may be assigned to him/her by the President.

Section 3: The President-Elect shall assist the President as requested. They shall become familiar with all functions of the organization and duties of the presidency; shall be responsible for the OCDA session at the OMEA state convention; shall exercise responsibility for membership; shall be responsible for programs of development of the organization; and shall develop a program of regional membership solicitation.

Section 4: The Treasurer shall be responsible for all financial affairs of OCDA as governed by policies set forth by the Board of Directors. They shall report to the Board of Directors at all Board meetings. They shall be guided in the handling of affairs by the ACDA policies adopted by the National Board.

Section 5: The Secretary shall work with the Executive Committee in keeping a complete and accurate record of all business meetings of OCDA and all meetings of the Executive Committee and the Board of Directors. At the conclusion of their term, the secretary shall update the Policies and Procedures Manual to reflect Board actions taken during their term.

Section 6: Each regional Chairperson shall attend meetings of the Board of Directors, promote activities in their region related to OCDA, act as a coordinator for OCDA activities in their region, act as a liaison between their membership and the organization, promote the continuing

recruitment of members and act as an advisor to the Nominating Committee in selecting a successor in their position.

Section 7: The Editor of *OCDA News* is responsible for the publication and dissemination of OCDA's official newsletter. They may appoint any necessary assistant with the approval of the Executive Committee.

Section 8: Repertoire & Resources Chairpersons shall perform those duties assigned by the President, the Board of Directors, and by corresponding Repertoire & Resources Chairpersons of the ACDA Central Division and of the National Association.

Section 9: Appointed officials shall include, but not be limited to, the Treasurer, the Editor of *OCDA News*, the Information Technology Chair, Conference Coordinator, and all Standing and Special Committee Chairpersons.

#### ARTICLE VII - TERM LIMITATIONS

Section 1: The Executive Officers shall be elected for one term of two consecutive years according to Article V of the Constitution.

Section 2: With the exception of the secretary, who may run for re-election, no member may serve consecutive terms in any given elected office.

Section 3: Repertoire & Resources Chairpersons normally serve one two-year term, but at the discretion of the President and with the approval of the Executive Committee, may serve a second term. The term limitation for Repertoire & Resources Chairpersons is four years.

#### ARTICLE VIII - ELECTION PROCEDURES

Section 1: A Nominating Committee shall be appointed by the Past-President with the approval of the Executive Committee and shall consist of three voting members of the Board of Directors. The Past-President shall be a nonvoting member of the committee and shall serve as a chairperson. Neither the President nor the President-elect shall serve on the Nominating Committee.

Section 2: The Past-President shall invite nominations for elected offices from the membership in the fall edition of *OCDA News*.

Section 3: Prior to, or on the day of, the winter meeting of the Board of Directors, the Nominating Committee shall present to the President a slate of nominees for office according to the schedule in Article V of the Constitution. Normally, two candidates shall be nominated for each office.

Section 4: The nominees for office shall be announced in the winter edition of *OCDA News* at least thirty days prior to the distribution of ballots.

Section 5: The membership shall cast votes by electronic ballot. The Board of Directors can change the format of voting by majority vote.

#### ARTICLE IX - REGIONS

Section 1: The Northwest Region shall consist of Allen, Auglaize, Crawford, Defiance, Erie, Fulton, Hancock, Hardin, Henry, Huron, Lucas, Marion, Mercer, Ottawa, Paulding, Putnam, Sandusky, Seneca, Van Wert, Williams, Wood, and Wyandot Counties.

Section 2: The Northeast Region of Ashtabula, Cuyahoga, Geauga, Lake, Lorain, Mahoning, Medina, Portage, Summit, Trumbull, and Wayne Countie.

Section 3: The South Central Region of Adams, Athens, Brown, Fairfield, Fayette, Franklin, Gallia, Highland, Hocking, Jackson, Lawrence, Madison, Meigs, Perry, Pickaway, Pike, Ross, Scioto, Union, and Vinton Counties.

Section 4: The Southwest Region of Butler, Champaign, Clark, Clermont, Clinton, Darke, Greene, Hamilton, Logan, Miami, Montgomery, Preble, Shelby, and Warren Counties.

Section 5: The East Central Region of Ashland, Belmont, Carroll, Columbiana, Coshocton, Delaware, Guernsey, Harrison, Holmes, Jefferson, Knox, Licking, Monroe, Morgan, Morrow, Muskingum, Noble, Richland, Stark, Tuscarawas, and Washington Counties.

Section 6: The address of record determines the region with which a member is associated.

#### ARTICLE X - BOARD OF DIRECTORS

The Board of Directors shall serve as the legislative and policy making body of OCDA and shall serve in the government of OCDA as specified in the Constitution and Bylaws.

#### ARTICLE XI - RELATIONSHIPS WITH OTHER ORGANIZATIONS

Cooperative relationships, including conventions and other activities, may be exercised by OCDA with other state education associations and/or musical organizations as authorized by the Board of Directors.

#### ARTICLE XII - OFFICIAL PUBLICATION

The official publication of OCDA shall be *OCDA News*. It shall be issued at least three times annually and archived on the OCDA website. It shall be distributed to all members in good standing, to all state and division Presidents, and to the National Office.

#### ARTICLE XIII - DISPOSITION OF ASSETS IN EVENT OF DISBANDMENT

In the event of disbandment, properties and funds of OCDA remaining after all financial obligations have been met shall be utilized only for the purpose of furtherance of choral music in the State of Ohio and shall be dispensed by the Board of Directors.

#### ARTICLE XIV - RULES OF ORDER

*Robert's Rules of Order Revised* shall be the authority for all questions of procedure in business meetings not covered by these Bylaws.

#### ARTICLE XV - AMENDMENTS

Section 1: Amendments and/or revisions to these Bylaws may be initiated by the Executive Committee, the Board of Directors or by a petition signed by ten percent of the State membership from no fewer than three of the regions of OCDA.

Section 2: These Bylaws may be amended by an approving vote of two-thirds of the active members present and voting at a business meeting, or amendment or revision may be made by an approving vote of two-thirds of the active members who cast ballots in accordance with the Bylaws, provided, however, that in any case, sixty days notice of such contemplated amendment or revision shall be given to active members.