

# TEXAS FLUTE SOCIETY BYLAWS

**Article I: Name:** The name of the organization shall be the Texas Flute Society (TFS).

**Article 2: Purpose:** The Texas Flute Society is organized exclusively for charitable and educational purposes and shall be registered as a 501(c)(3) organization. Its purposes and objectives are:

- to further the activities and education of flutists in North Central Texas,
- to sponsor concerts, workshops, clinics, masterclasses and festivals at which members and guest artists can perform and disseminate information, and,
- to direct its efforts toward cultural and educational values in and for the general community, striving for activities with a public interest wider than that of members and contributors.

**Article 3: Members:** Members shall be as follows:

A. Individual Members

1. Student (Grades K-12)
2. Student (College Undergraduate)
3. Student (College Graduate)
4. Adult
5. Sustaining
6. Lifetime
7. Studio Membership

B. Commercial Members which include manufacturers, publishers and suppliers who support the activities of the Texas Flute Society

In addition, the Board of Directors may choose to honor an outstanding flutist, flute teacher or flute supporter with a Lifetime Achievement Membership or Award, or with a complimentary annual membership.

Annual membership fees shall be established by the Executive Committee to cover the period May 1 through April 30.

**Article 4: Board of Directors:** The Executive Committee and the Festival Committee shall constitute the Board of Directors and shall conduct any or all business as needed to achieve the purposes of the Texas Flute Society. Regular meetings shall be held and may be called by the President or three (3) Board of Directors' members. All Board members must be current, paid members of the Texas Flute Society. Fifty percent plus one of the Executive Committee shall constitute a quorum. All members of the Board of Directors may vote. The Executive Committee may meet privately and make decisions on matters of personnel, finances or legal subjects.

**Article 5: Officers:** The President shall fill a slate of officers for the Board of Directors with input from the members. The slate should be approved by the Board of Directors before presenting it to the membership for a vote to be completed after the annual Festival but before June 30. The Board of Directors shall be allowed 48 hours to vote and the membership shall be allowed a maximum of 5 calendar days. The new slate of officers shall take office July 1 and serve through June 30. If a vacancy on the Executive Committee or Texas Flute Festival Committee occurs during year, the position shall be filled by a vote of the Board of Directors.

The President may serve a one or two-year term and may be re-elected after an intervening term by another person. Other officers' terms shall not be limited to one year.

**Executive Committee**

President  
Vice President  
Past President  
Secretary  
Treasurer  
Membership Coordinator(s)  
Newsletter Editor  
Texas Flute Festival Co-Chair(s)  
Industry/Commercial Liaison  
Publicity Coordinator  
Clinic Coordinator  
Webmaster  
Historian  
Trustees

**Texas Flute Festival Committee**

Texas Flute Festival Co-Chair(s)  
Myrna Brown Coordinator(s)  
Donna Marie Haire Coordinator(s)  
Masterclass Coordinator  
Flute Choir Coordinator  
Pre-Registration and Scheduling Coordinator  
Clinicians Coordinator  
Volunteer Coordinator  
Hospitality Coordinator  
Registration Coordinator  
Program Book Editor

**Honorary**

Emeritus Trustees

**Article 6: Member Meetings:** The President and the Vice President shall be responsible for planning and implementing Member Meetings for the membership. These meetings could include the annual Festival, recitals, workshops or masterclasses. Members will be notified of events by mail, e-mail or postings on the Texas Flute Society website.

**Article 7: Compensation:** No member of the Texas Flute Society may receive a salary for services to the organization as an officer. The Board may authorize an honorarium and reimbursement to a member for out-of-pocket expenses incurred on behalf of the Society. Such services must be consistent with the Society’s purposes. The Board of Directors may authorize payment to individuals for professional services rendered to the Society.

**Article 8: Duties of the Officers:**

**Executive Committee**

**President:** The President shall serve as administrator for the Board of Directors and Executive Committee, call Board of Directors or Executive Committee meetings, oversee all Texas Flute Festival committees, hire guest artists and accompanists for the Festival and represent the Texas Flute Society throughout the flute community. The President shall represent the Texas Flute Society at the National Flute Association convention. The President may appoint committees as needed. The President must have served on the Texas Flute Society board for at least one year.

**Vice President:** The Vice President shall assist the President on projects as assigned and shall serve in the absence of the President. The Vice President shall plan and conduct Member Meetings.

**Past President:** The Past President shall assist the President in transition, provide continuity and act as a resource to the President.

**Secretary:** The Secretary shall keep minutes of all meetings of the Board of Directors and Executive Committee and shall provide them to the President for distribution to the Board of Directors within two weeks following the meetings. The Secretary shall keep a permanent file of all historical minutes. In addition, the Secretary shall maintain the Officer and Festival Committee Duties List.

**Treasurer:** The Treasurer shall receive all monies from membership, Texas Flute Festival and any other project authorized by the Board of Directors. The Treasurer shall maintain banking accounts, as appropriate, for the Texas Flute Society. Three or more officers’ signatures shall be available to sign checks with only one required as determined by the Board of Directors. The Treasurer shall create an annual budget with input from the Board of Directors that defines the planned expenses for the year. Any variances in spending of more than 10% must receive prior approval from the Treasurer and President. Reports shall be presented at all Board of Directors meetings. The Fiscal Year shall be January 1 to

December 31 and the Treasurer shall ensure that any tax forms are filed as necessary. The Treasurer shall keep a permanent file of all reports and tax records.

**Membership Coordinator(s):** The Membership Coordinator(s) shall keep a roster of all members in all categories for each year and send notification when dues are due. The Membership Coordinator(s) may be asked to e-mail information about flute related events to all members.

**Newsletter Editor:** The Newsletter Editor shall compile and publish five or more newsletters annually. Articles on flute subjects should be solicited. Newsletters should include ads from industry/commercial members who have exhibited at the Texas Flute Festival or purchased ads. The TFS Newsletter is to be distributed electronically.

**Texas Flute Festival Co-Chair(s):** The Texas Flute Festival Co-Chair(s) has the responsibility to plan, organize and delegate production of the Annual Texas Flute Festival, including, but not limited to, onsite registration, hosts, hospitality, scheduling, volunteers, signage, Festival memorabilia such as T-shirts and patches, the Festival Program and communication with the Festival venue personnel. They may select volunteers to assist with this large Festival.

**Industry/Commercial Liaison:** The Industry/Commercial Liaison shall be Exhibit Coordinator for the Texas Flute Festival and solicit companies to exhibit their wares at the Festival. This Liaison shall supervise the exhibit areas at the Festival and be in contact with the companies who are exhibiting. This Liaison should be encouraged to attend the National Flute Association convention.

**Publicity Coordinator:** The Publicity Coordinator is responsible for promoting and advertising the activities and events of the Texas Flute Society and will contact various media including, but not limited to, social media, newspapers, periodicals, radio and TV stations, and organizations responsible for community calendars (print and websites).

**Clinic Coordinator:** The Clinic Coordinator shall plan and implement clinics including, but not limited to, events for the 4A/5A/6A All State/All Region audition music.

**Webmaster:** The Webmaster shall maintain the Texas Flute Society website in a timely manner with current TFS information, including, but not limited to, the annual Texas Flute Festival, Clinics, and Recitals. In addition, the Webmaster shall ensure associated automated tools are updated and functioning correctly.

**Historian:** The Historian shall keep any records, printed programs and pictures of Texas Flute Society sponsored activities or those which support the activities of the Society.

**Trustees:** Trustees shall be selected to provide continuity, stability and act as a resource to the Board of Directors. They must demonstrate strong ongoing commitment to the Texas Flute Society and promote its value in the community. They are required to participate at the annual Festival and attend at least two Board meetings each year.

#### **Festival Committee**

**Myrna Brown Competition Coordinator(s):** The Myrna Brown Competition Coordinator shall assemble information about the audition process for this competition and initiate preparation of competition brochures for distribution to colleges, universities, TFS membership and NFA membership. This Coordinator will collect the applications and audition recordings and select the competitors with assistance from his/her committee. Recording judges will be selected by the Coordinator; Semi-final and Final round judges will be selected in conjunction with the President.

**Donna Marie Haire Competition Coordinator(s):** This Donna Marie Haire Competition Coordinator shall assemble information about the audition process for this competition and initiate preparation of competition brochures for distribution as appropriate. This Coordinator will collect the applications and

audition recordings. Recording judges will be selected by the Coordinator; Final round judges shall be selected in conjunction with the President.

**Masterclass Coordinator:** The Masterclass Coordinator will collect the applications and audition recording for the masterclasses to be held as part of the Texas Flute Festival and select those who are to perform for the artists in categories that may include: Solo Repertoire, Orchestral, High School Solo and Junior High School Solo. Judges will be selected by the Coordinator.

**Flute Choir Coordinator:** The Flute Choir Coordinator shall contact flute choirs from Texas and neighboring states to schedule “hall performances” at the Festival. The Coordinator shall help in the selection of a Flute Choir Conductor(s) for the various flute choirs open to flutists at the Festival. These flute choirs may include: adult/professional choirs, high school choirs, junior high choirs and beginner choirs. Music chosen for these performances should have clearance from the publisher to copy extra parts.

**Pre-Registration and Scheduling Coordinator:** The Pre-Registration and Scheduling Coordinator shall receive registrations prior to the Festival by online registration or by mail and schedule participants accordingly. The Coordinator shall provide completed schedules to the teachers or individuals, and accompanists prior to the Festival.

**Clinicians Coordinator:** The Clinicians Coordinator shall secure and contract the clinicians for the Annual Texas Flute Festival and conduct orientation for them at the Festival.

**Volunteer Coordinator:** The Volunteer Coordinator shall find an adequate number of volunteers to staff the three-day TFS Flute Festival, determine their schedule and oversee volunteers at the Festival.

**Hospitality Coordinator:** The Hospitality Coordinator shall arrange for meals and snacks as determined by the President for Board members, guest artists, exhibitors and clinicians during the Festival.

**Registration Coordinator:** The Registration Coordinator shall manage and assign the tasks among the assigned volunteers and instruct them as to the registration process and provide instructions for the walk-in registration and check-in processes at the Festival.

**Program Book Editor:** The Program Book Editor shall compile the program book based on input from the appropriate Board members and arrange an editorial review committee. Based on the number of books to order from the President, the Editor shall submit the book for publication. In addition, the Editor will deliver the program books to the Festival site.

#### **Honorary**

**Emeritus Trustees:** The position of Emeritus Trustee was created to recognize those former board members for their distinguished service over many years to the Texas Flute Society. It is a selective title only offered to those who have made outstanding contributions to the Texas Flute Society, demonstrated commitment to the Society and whose service is recognized by their peers. Their role is to share their historical wisdom and experience as needed. They are invited to participate in board meetings but have retired from active service to the board thus this is a non-voting position.

**Article 9: Financial Responsibility:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Texas Flute Society 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 Article 2 hereof. No substantial part of the activities of the Texas Flute Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Texas Flute Society shall not participate in, nor 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 Texas Flute Society shall not, except to an insubstantial degree, engage in any activities nor exercise any powers that are not in furtherance of the purposes of the Texas Flute Society.

**Article 10: Dissolution:** Upon the dissolution of the Texas Flute Society, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Texas Flute Society, dispose of all the assets of the Texas Flute Society exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be awarded to the National Flute Association.

**Article 11: Amendments:** These Bylaws may be altered, changed or amended by a two-thirds vote of the Board of Directors members who may vote electronically. Once approved by the Board, revisions of the Bylaws should be available to members to vote upon for no less than 14 calendar days. A simple majority of individual members constitutes approval. The revised bylaws shall be effective immediately upon approval by the individual membership.

Bylaws Revised 11/17/19 Approved by the Board of Directors 12/15/19 Approved by the membership 01/31/2020.