

**VALLEY OF THE SUN
NATIONAL ASSOCIATION OF TEACHERS OF SINGING
BYLAWS**

ARTICLE I: Title, Organization, and Administrative Plan

Section 1. Title. The name of the organization will be the Valley of the Sun National Association of Teachers of Singing, Inc., hereinafter referred to as VS NATS, members or Chapter. The National Association of Teachers of Singing hereinafter shall be referred to as National NATS.

Section 2. Organization.

The Association shall be designated as a nonprofit, educational association, organized under the 'General Not for Profit Corporation Act. The Association may seek tax exempt status pursuant to Section 501(C) of the Internal Revenue Code.

Section 3. Administration.

Except as otherwise set forth herein, the property, funds, and affairs of the Association shall be controlled and managed by a Board of Directors (hereinafter referred to as the Board), the President, Vice Presidents, Secretary, Treasurer, and Advisors/

ARTICLE II: Purposes.

The Association is organized to benefit the public good and support its members by advancing excellence in singing through teaching, performance, scholarship, and research.

ARTICLE III: Dues: The Board shall establish the amount of dues, paid through the National Association of Teachers of Singing. The dues and reserves established shall pay for the implementation of the stated purposes of VS NATS. A Member who has not paid dues by the date payable is not in Good Standing. Emeritus, and Student NATS members are exempt from paying local dues.

ARTICLE IV. General

Section 1. Membership. Active Members of NATS in good standing may join VS NATS by paying chapter dues through National NATS. Any Member who is delinquent in payment of dues is considered to be Lapsed. Lapsed Members will automatically be returned to Good Standing upon payment of dues determined by the Board.

Section 2. Disciplinary Action.

Allegations of violation of the Code of Ethics or Bylaws, or of conduct detrimental to the welfare and best interests of the Association may be brought against a Member and dealt with as stated in the national NATS bylaws. <https://www.nats.org/bylaws.html>

Section 3. Resignations.

Members in Good Standing may resign from VS NATS by submitting letters of resignation, send an email to the Association, or stop paying dues.

Section 4. Reinstatement.

Members who resign in Good Standing may reactivate their memberships by requesting such action, submitting payment for current dues to the Association, and recertifying their acceptance of the Membership Terms, Code of Ethics, and these Bylaws, as each may be adopted or amended by the Association from time to time. Lapsed Members may reactivate their memberships by requesting such action and submitting payment for current dues.

ARTICLE V: Meetings, Voting and Quorum

Section 1. Meetings. VS NATS shall hold at least one general meeting and at least four Board meetings in a calendar year; in person or electronically.

Section 2. Manner of Acting. At any meeting of the Association, each Full, Emeritus and Student members in good standing shall be entitled to speak, make motions, and vote on all business matters brought before the general membership.

Section 3. Electronic Voting. A vote of the Association will be taken electronically. In any electronic ballot, however, VS NATS members may request a paper ballot. The results will be emailed to the membership, or mailed on request.. The date by which ballots must be returned in order to be counted shall be specified on the ballot.

Section 4. Quorum.

- a. Ten (10) Members of the Chapter, including at least two (2) chapter officers, shall constitute a quorum when voting.
- b. Receipt of ballots from at least five percent (5%) of the membership eligible to vote shall constitute a quorum for mail and electronic voting.

ARTICLE VI: Chapter Officers.

Section 1. Officers: The officers of VS NATS shall be the President, Vice President(s), Secretary, Treasurer and Advisors. Board members are elected for a one-year term and may serve longer if nominated and elected by a VS NATS quorum vote.

PRESIDENT: The President shall preside at all meetings of the Membership or Board; and have the usual powers of supervision and management as may be pertaining to the office; is an ex officio member of all committees except the Nominating Committee; shall work with in collaboration with other chapters and/or Cal-Western Region as needed.

FIRST VICE-PRESIDENT- PROGRAMS: The First Vice-President shall assume the duties of President whenever that officer is unable to attend, or to assume the office of President should he/she be unable to complete the term; the First Vice President(s) shall be the Program Committee Chairman(s) and organize events like the annual workshop, booking

clinicians for Student Auditions Workshops, and other educational programming as need. They can collaborate with the President on the appointment and supervision of subcommittee chairman as needed including a Budget Committee.

SECOND VICE PRESIDENT - MEMBERSHIP: The Second Vice President shall be the Membership Chairman. The Second Vice President shall obtain current membership records from National NATS monthly and welcome new members. Help provide mentors to new members as needed.

SECRETARY: The Secretary shall keep the minutes of all meetings and send the minutes to the Board or Members of VS NATS after the meetings. Send out VS NATS correspondence, communications and announcements. With the help of other board members, appointed members or a paid Webmaster, the Secretary shall oversee the VS NATS website.

TREASURER: The Treasurer shall receive and disburse all checks and monies, establish and maintain Checking and Savings Accounts in the name of the VALLEY OF THE SUN CHAPTER OF THE NATIONAL ASSOCIATION OF TEACHERS OF SINGING, INC. These accounts shall be signed by the Treasurer and the President, or any two officers authorized by the Board of Directors in the absence of the Treasurer or the President. Their signatures shall be registered with the bank after their installation to office. They will present a financial statement at every VS NATS meetings including Board meetings, or whenever deemed necessary by the President. Records of all transactions and all savings and investments shall be open to the membership at all times, given reasonable prior notice.

ADVISORS: There shall be three elected Advisors elected for one, two and three years respectively. The Advisors shall assist the President, Board, and the VS NATS Members. They shall hear the professional needs and concerns of individual VS NATS members.

The Board shall derive its powers from the VS NATS and shall have full authority to act for VS NATS, within the limitations defined by these Bylaws. The Board is responsible to the Association for all such actions, and shall keep accurate minutes of all its deliberations and decisions. An accurate report of the transactions of the Board shall be rendered to the VS NATS the Secretary/Treasurer at every meeting of the Association. The Board may study and formulate policies deemed necessary or expedient for the welfare of the Association. The Board shall consider, and upon its consent, confirm all committee appointments made by the President and shall have final authority in establishing membership dues, Audition fees and the annual budget submitted to it by the President. A quorum shall constitute the voting members present.

Section 2. Vacancies. If any position on the Board, except President, falls vacant by reason of death or resignation, the Board remaining, by a majority vote, shall elect a successor, who shall hold office for the unexpired term or until a successor shall have been elected by VS

NATS, in the event of a tie vote by the Board, the President shall cast the deciding vote. In the event of a vacancy in the office of President, the First Vice President shall serve the balance of the unexpired term.

Any Board member, whether elected or appointed, shall cease to hold office upon termination of membership or may be removed from office by a two-thirds vote of the VS NATS Members voting at any meeting of the Association, or by a two-thirds vote of the Board..

Section 3. Financial Responsibility and Indemnification

(compensation for harm or loss). Neither the Board, nor any individual officer, representative, or agent, shall be required to accept financial responsibility for, and VS NATS shall indemnify and defend such individual against all damages, costs, claims, causes of action, liabilities, and expenses including reasonable attorney's fees incurred in connection with, duly authorized activities of the Board carried on in good faith, and in pursuit of the purposes and activities prescribed or authorized by these Bylaws.

Section 4. Compensation. No part of the net earnings of the CHAPTER shall inure to the benefit of, or be distributable to its members, trustees, 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 the purposes.

Section 5. Committees. The Board may act by committees, consisting of two or more Board members, which shall have and may exercise all of the authority of the Board to the full extent allowed by law, except as limited by the resolution appointing the committee.

ARTICLE VII: Nominating Committee, Elections, Past President

Section 1. Nominating Committee.

The Nominating Committee shall be elected at the Annual Meeting by the CHAPTER Membership and shall function throughout their elected term of one year. It shall consist of no fewer than five members, one of whom shall have been the chairman of the Nominating Committee from the previous year.

a. The Nominating Committee shall solicit Nominations from the membership beginning on February 1st of each year. Nominations may be submitted in writing by the membership to the Nominating Committee on or before February 28th.

b. The Nominating Committee shall present a SLATE of nominees for each office to be filled, and no fewer than four (4) eligible candidates to serve on the next Nominating Committee. One of the members may volunteer or be selected at the Annual Meeting to serve as the Nominating Committee Chairman and shall be an ex officio member of the Board. The slate of Nominees shall be due on or before March 31st of each year.

c. The SLATE of proposed Officers, at least one Advisor and the Nominating Committee for the coming year shall be sent to each member at least two weeks in advance of the election deadline.

Section 2. Election. Election of the VS NATS Board shall be by poll of the membership using electronic voting. The electronic ballot will state the deadline for returning the ballot. No candidate may count the votes. Two members will count the votes or see the electronic results. A majority of all votes cast is necessary for election. At the conclusion of the counting process, the Nominating Committee will report the election results to the membership. The new Board will be introduced at the next general VS NATS meeting in May and begin their terms.

Section 3. Past President. There shall be one Past President, who shall be the immediately preceding President who shall assist the new President and attend Board meetings for no more than 1 year.

ARTICLE VIII: Auditions

Section 1 Audition Chair Auditions will be run by an appointed Auditions Chair. The Auditions Chair will be appointed by the President with help from the Board. The Auditions Chair will lead the audition committee and will work alongside the chapter president and the board to facilitate fair and educational audition experiences. Due to the extensiveness of this position, a fair stipend may be provided with approval from the current board.

Sections 2 Teacher Responsibilities VS NATS teachers who choose to submit students will be required to judge in categories they have no students in and participate in the preparation and execution of the event that may require help beyond the weekend events. Teachers who can not judge and/or volunteer at the physical event must provide a suitable replacement before they may register students.

Section 3 Audition Fees- Student Fees and Teacher Fees will be determined by the Audition Committee and approved by the board.

ARTICLE IX: Financial Policies and Procedures

Section 1. Funds.

The Board shall be the legal custodian for all monies, bank accounts, records, and properties of VS NATS. The Treasurer shall supervise the receiving and disbursing of all VS NATS funds.

Section 2. Records.

Records of all transactions and all savings and investments shall be open to the membership given reasonable prior notice, and reported on during the financial report section of Board and General meetings or anytime with written request.

ARTICLE X: Rules of Procedure and Amendment

Section 1. Voting: A vote of VS NATS will be taken electronically. However, members may request a paper ballot. The vote of a majority of responses shall constitute the vote of VS NATS, provided that at least 5% of the membership eligible to vote has returned a valid ballot by the date specified. The results will be emailed to the membership. The date by which ballots must be returned to be counted shall be specified on the ballot.

Section 2. Quorum: Ten (10) Members of VS NATS, including at least two (2) CHAPTER officers, shall constitute a quorum at the Annual Meeting . Receipt of ballots from at least five percent (5%) of the membership eligible to vote shall constitute a quorum for mail and electronic meetings.

Section 3: Amendments: Amendments or new Bylaws must be submitted to the membership in writing at least fourteen (14) days prior to the vote. A majority approving vote of all VS NATS members participating is required. The QUORUM as constituted above must be followed.

Section 4. Rules of Order. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the meetings of the Board, and the Chapter. Special rules of order for governing meetings of Members or the Board may be made at any time by vote of the Members present. Any motion or resolution offered for consideration shall be written if requested by any Member prior to action.

Section 5. Proxies.

Proxy voting is not permitted at any meeting of the Association or the Board.

April 20, 2024

Nichole Jensen, President

Leia Wasbottom, Vice-President of
Programs

Vice-President, Stephanie Sadownik

Kaitlyn Sabrowsky, Secretary

Allison Houston, Treasurer

Stephanie Weiss, Advisor

Tracy Peterson, Advisor

Corinne Walker, Advisor