

Approved by vote of the membership on March 15, 2023

## Article I: Duties & Privileges of Officers

### Section 1 - Elected Officers:

Elected officers of the North American Saxophone Alliance are volunteer officers, elected by the general membership in the biennial fall election. In the event an elected officer finds it necessary to resign, the Executive Committee of the Alliance expects a notice of 45 days prior to the date the resignation becomes effective, unless extremely unusual circumstances make such notification impossible.

Elected officers are responsible for maintaining handoff documents and sharing them with their successor to facilitate smooth transitions.

Elected officers are entitled to active membership in the Alliance without cost while serving in office.

#### A. President:

1. The President shall preside at all meetings of the Alliance; shall be the chief executive officer of the Alliance and a member ex-officio of all committees; and shall determine the agenda for meetings of the Executive Committee and the general membership. The President shall also supervise and coordinate the general affairs of the Alliance and the specific activities of the officers of the Executive Committee, other executive officers, and other non-executive officers of the Alliance.
2. The President has the primary responsibility for initiating executive action on matters that must be executed on the authority of the general membership, the authority of the Executive Committee, or under the President's own authority, depending upon how various matters may come under the guidance of the Constitution and Bylaws of the North American Saxophone Alliance. The President's authority and procedures in dealing with matters of Alliance business are limited by provisions contained in the Constitution and Bylaws. The President is expected to expedite without unreasonable delay any matters of business that come under the responsibilities of the office, or other offices that may be temporarily vacant.
3. The President shall appoint individuals to fill vacancies that may occur among the appointed officers. These appointments shall be made in consultation with the executive officers, and shall require approval by two-thirds of the Executive Committee.
4. The President is the only officer with the singular authority to approve expenditures of Alliance funds for the purpose of accomplishing the routine business and responsibilities of the organization, except for specific limitations of this authority as provided elsewhere in this Constitution and Bylaws. The President will have signatory powers for the financial accounts of the Alliance as designated in the Constitution.
5. The President serves for a six-year term. The President first serves as President-Elect for a two-year term, then succeeds to President for a two-year term, and then becomes Past-President serving in an advisory role for a two-year term; unless removed in the manner prescribed by these Bylaws, or unless resigning prior to completing the term.

## **B. President-Elect:**

1. The President-Elect shall be a member of the Executive Committee, representing the general membership as one of the elected officers making up the majority of that Committee. President-Elect shall preside over any meetings of the Executive Committee or general membership in the event the President is unable to be present. The President-Elect shall assume the office of President in the event the office of President becomes vacant.
2. The President-Elect shall be available to assist the President in carrying out the executive responsibilities of the North American Saxophone Alliance, possibly to include committee assignments or chairmanships, as well as other specific areas of responsibility not conflicting with matters of procedure and authority as determined by the Constitution and Bylaws.
3. The President-Elect serves for a six-year term. The President Elect first serves as President-Elect for a two-year term, then succeeds to President for a two-year term, and then becomes Past-President serving in an advisory role for a two-year term; unless removed in the manner prescribed by these Bylaws, or unless resigning prior to completing the term.

## **C. Past-President:**

1. The Past-President shall be a member of the Executive Committee, representing the general membership as one of the elected officers making up the majority of that Committee. The Past-President shall preside over any meetings of the Executive Committee or general membership in the event the President and President-Elect are unable to be present.
2. The Past-President, after completing the term as President, will take on an advisory role in the office of Past-President for an additional two years.
3. The Past-President serves for a six-year term. The Past-President first serves as President-Elect for a two-year term, then succeeds to President for a two-year term, and then becomes Past-President serving in an advisory role for a two-year term; unless removed in the manner prescribed by these Bylaws, or unless resigning prior to completing the term.

## **D. Secretary:**

1. The Secretary shall be a member of the Executive Committee, representing the general membership as one of the elected officers making up a majority of that Committee.
2. The Secretary shall be available to assist the President in carrying out the executive responsibilities of the North American Saxophone Alliance, possibly to include committee assignments or chairmanships, as well as other specific areas of responsibility not conflicting with matters of procedure and authority as determined by the Constitution and Bylaws.
3. The Secretary shall have first responsibility for recording and sharing minutes of meetings of the North American Saxophone Alliance as well as responsibility, at the direction of the President, for handling matters of official correspondence pursuant to Alliance business, such as receiving and tabulating ballots from members in the course of conducting Alliance business.

4. The Secretary shall have signatory powers for the financial accounts of the Alliance and shall be available to co-execute checks or other drafts in the event the Treasurer or President are unavailable to execute such, and upon the authority of the presiding officer of the Alliance.
5. The Secretary shall serve as the liaison between the EC and any committees of NASA at the behest of the President.
6. The Secretary serves for a two-year term unless removed in the manner prescribed by these Bylaws, or unless resigning prior to completing the term.

#### E. Treasurer:

1. The Treasurer shall be a member of the Executive Committee, representing the general membership as one of the elected officers making up the majority of that Committee.
2. The Treasurer shall oversee the handling of all funds of the Alliance. The Treasurer shall maintain at least quarterly expense reports from all persons handling Alliance funds.
3. The Treasurer shall be responsible to file an annual financial statement to the Symposium Editor for publication in the journal and to present a financial overview at the biennial general meeting of the membership. The quarterly financial statements shall be available to NASA members upon written request and to the EC as of Jan. 1st, April 1st, July 1st, and Oct. 1st. The financial statement shall include the following information: Balance forward from previous quarter; Income (itemized); Disbursements (itemized); Balance on hand; Invoice amounts unpaid to date; Anticipated invoices not yet received, Anticipated income.
4. The Treasurer shall be responsible for approving the organization's annual tax returns for the calendar years while in office and ensuring that they are submitted to the appropriate government offices by the dates when they are due, including the year following their term in office. This shall be done in consultation with the President; professional assistance is expected to be hired for preparation of the organization's tax forms.
5. The Treasurer is responsible for making payments for regional and biennial conferences (i.e., to competition winners, competition judges, collaborative pianists, and jazz rhythm section musicians). The Treasurer must maintain accurate records of all payments and collaborate with NASA's accountant.
6. The Treasurer is responsible for processing donor "thank you" notes or delegating this task in addition to sending out automated donor receipts.
7. The Treasurer serves an overlapping three-year term unless removed in the manner prescribed by these Bylaws, or unless resigning prior to completing the term. During their final year in office, a new Treasurer will be elected and the Treasurer will serve this single year as a non-voting Past Treasurer for purposes of training and continuity.

## Section 2 - Appointed Officers:

Appointed officers of the Alliance are volunteer officers, appointed by the President, with approval of that appointment by a two-thirds majority vote of the Executive Committee required. Upon the vacancy of an appointed officer position, the President shall solicit expressions of interest from the membership at large for consideration. Removal of appointed officers from office shall require a three-quarters majority vote of the Executive Committee. In the event that any appointed officer finds it necessary to resign, the Executive Committee of the Alliance expects a notice of 90 days prior to the date the resignation becomes effective,

except in cases of extreme mitigating circumstances, and the Executive Committee further expects the retiring officer to train a successor for their position.

Appointed officers are eligible for honoraria of up to \$750 total per term (actual amount to be determined by a majority vote of the EC and to be equal among all appointed officers during any given period excepting the Symposium Editor and Assistant Editor(s)) and active membership in the Alliance without cost while serving in office.

#### A. Membership Director:

1. The Membership Director shall receive and process all applications for membership, and shall also be responsible for processing members' changes of address, category, and other information pertinent to the membership records and necessary for proper delivery of the journal and other Alliance mailings as may occur. The Membership Director shall oversee all dues payments of the Alliance. The Membership Director is charged with the responsibility of processing membership information and forwarding funds in an expeditious manner, avoiding unreasonable delays in keeping the Alliance membership records current.
2. The Membership Director shall be responsible for producing mailing labels and / or lists of the membership of the North American Saxophone Alliance for customers purchasing the same from the Alliance. The Membership Director shall reserve the right to take up to 30 days from receipt of an order for the Alliance membership list to fill the order. Cost of such lists and labels shall be established by simple majority agreement of the Executive Committee. The Membership Director shall be responsible for receiving prepayment (except for approved Symposium advertising accounts) for this service from customers, and shall be responsible to forward such payments to the Treasurer in a timely fashion.
3. The Membership Director shall furnish a current membership list to the President, Secretary, Treasurer, and Symposium Editor upon request. The Membership Director shall also furnish each Regional Director with a current membership list of Alliance members in their respective regions at least once per year, and shall also furnish a current membership list to any Regional Director or host of a Regional Conference prior to that conference for use in conference registration.
4. The Membership Director serves a three-year term that is renewable for up to three consecutive terms total.

#### B. Symposium Editor:

1. The Symposium Editor shall be responsible for the preparation, production, and publication of the annual journal of the North American Saxophone Alliance: *The Saxophone Symposium*. As part of these responsibilities, the Symposium Editor shall supervise the content of the journal and shall maintain it as the vehicle for the Treasurer's annual financial statement to the membership, for general articles resulting from research in accordance with the aims and purposes of the Alliance, and for reviews of publications as appropriate to the annual journal's specialization.
2. The Symposium Editor shall be responsible for proper handling and production of articles submitted for publication in the journal, to include:
  - a. adherence to published deadlines and stated publication schedules;
  - b. editorial modification of submitted copy in order to maintain the highest possible standards of journalistic quality, propriety, and integrity;

- c. distribution of feature articles to other members of the Editorial Board for adjudication and suggestion as necessary and appropriate for publication of a juried journal;
  - d. incorporation of reasonable and qualified editorial suggestions offered by other members of the Editorial Board;
  - e. notification of authors, in timely fashion, whose articles are under review by the Editorial Board or otherwise in production;
  - f. tabulation of honorarium payments to be paid to authors, while insuring that these prescribed payments do not exceed limitations previously set by the Executive Committee and/or these Bylaws, and notification to the Treasurer that such payments should be rendered;
  - g. supervision and maintenance of the high standards of graphic arts reproduction, and digital production appropriate to a journal of professional content and reputation;
  - h. hiring and overseeing the work of a graphic designer to produce the digital version of *The Saxophone Symposium*.
3. The Symposium Editor shall have the primary responsibility for soliciting articles for potential publication in the journal. In addition, the Symposium Editor is responsible for the creation of a yearly digital version of *The Saxophone Symposium*, as well as overseeing the overall operations of the journal. In order to facilitate the creation of the journal, the Symposium Editor shall receive a yearly budget of up to \$3500 to hire designers, commission articles, provide author honoraria, distribute the journal, and for discretionary use in maximizing the impact of *The Saxophone Symposium*. The Symposium Editor shall also be responsible for notification to the Treasurer that such payments should be rendered. The amount of this yearly budget shall be periodically revisited by the Executive Committee to ensure it is appropriate for the current aims of the Alliance. The Editor shall rightfully expect assistance with this from other members of the Editorial Board, executive officers of the Alliance, and the Regional Directors. Within the prescribed limits set for honorarium payments, the Symposium Editor may, in consultation with the Editorial Board, commission articles of a scholarly nature for publication in the journal, and shall be authorized to remit up to half the agreed upon commission in advance of receiving the article from the commissioned author.
4. The Symposium Editor may appoint one or two Assistant Editors to assist with the journal's production and development, and the Assistant Editor(s) may or may not additionally have membership on the Editorial Board; such appointments, as well as participation on the Editorial Board, shall require majority approval by the Executive Committee.
5. This is an ongoing appointment. For purposes of honoraria, one term is equivalent to one publishing cycle. The Symposium Editor shall not be forcibly removed from office by the President and other members of the Executive Committee without tangible cause, such as inadequate job performance or conduct to the detriment of the aims and purposes of the North American Saxophone Alliance. Removal of the Symposium Editor from office shall require a three-quarters majority vote of the Executive Committee. In the event the Symposium Editor finds it necessary to resign, the position of Editor shall be offered to the Assistant Editor, in order to maintain continuity and institutional knowledge as much as possible. If the Assistant Editor declines the position but wishes to remain the Assistant Editor, the resigning Editor, the Assistant Editor, and the Director of Scholarly Publications will form a committee to seek a new editor for the position.

### c. Director of Scholarly Publications:

1. The Director of Scholarly Publications shall be a member of the Executive Committee, representing the general membership as one of the appointed officers making up the minority of that committee.
2. The Director of Scholarly Publications shall be responsible for the preparation, editing, and production of special publications resulting from scholarly research and writing related to the saxophone, to be published under the auspices of the North American Saxophone Alliance, as approved by two-thirds majority vote of the Executive Committee. The Director of Scholarly Publications shall have primary responsibility for proposing and/or soliciting projects for publication. The Director of Scholarly Publications may seek assistance from other members of the Editorial Board, or other recognized experts in the field, in the course of evaluating materials or preparing them for publication. Actual publication of the materials processed by the Director of Scholarly Publications shall be scheduled with the approval of two-thirds of the Executive Committee, and publication schedules shall be governed in part by funds available to the Alliance for such projects.
3. The Director of Scholarly Publications shall be responsible for establishing copyrights for special publications of the North American Saxophone Alliance, and shall register all such publications with the Library of Congress, Washington, DC, USA in the manner and timing prescribed by that office.
4. The Director of Scholarly Publications shall have possession of all copies of special publications of the North American Saxophone Alliance, as well as copies of past issues of the journal. The Director of Scholarly Publications shall oversee distribution of these publications.
5. The Director of Scholarly Publications shall serve as permanent member of the Editorial Board of the North American Saxophone Alliance.
6. The Director of Scholarly Publications serves a three-year term that is renewable for up to three consecutive terms total.

### D. Jazz Coordinator:

1. The Jazz Coordinator shall be a member of the Executive Committee, representing the general membership as one of the appointed officers making up the minority of that committee.
2. The Jazz Coordinator shall be responsible for ensuring that the jazz and commercial music interests of NASA are championed and executed in a fair and equitable manner that benefits the organization. The Jazz Coordinator creates, manages, and/or executes the jazz activities of the organization, including, but not limited to: administrative initiatives and policies, conference programming, competitions, and composition commissions.
3. The Jazz Coordinator shall serve as a permanent member of the Editorial Board of the North American Saxophone Alliance, for the specific purpose of adjudicating articles on jazz topics, or to assist with articles on other topics as requested by the Symposium Editor. The Jazz Coordinator is also charged with the primary responsibility for soliciting articles on jazz topics for possible publication in the journal.
4. The Jazz Coordinator serves a three-year term that is renewable for up to three consecutive terms total.

## E. Marketing and Development Director

1. The Marketing Director shall work to secure advertising for *The Saxophone Symposium*, Biennial Conference program books and/or applications, and Regional Meetings from vendors in the industry. The Marketing Director shall also secure vendors for booths at Biennial and Regional conferences of NASA.
2. The Marketing Director will coordinate with conference hosts to ascertain available space for booths and a suitable layout for all conference vendors. It is paramount that the Marketing Director work with industry vendors to establish a positive relationship between NASA and the industry.
3. Advertising rates shall be recommended to the Executive Committee by the Marketing Director. Changes in these rates shall require a majority approval of the Executive Committee.
4. The Marketing Director serves a three-year term that is renewable for up to three consecutive terms total.

## F. Communication Director(s)

1. The Communication Director(s) shall use the selected email platform to communicate with NASA members about conferences, events, activities and to forward important communication from the EC or other standing committees to members.
2. The Communication Director(s) shall maintain segmented lists within the email platform for targeted communication.
3. The Communication Director(s) shall manage all social media elements of NASA's communication.
4. The Communication Director(s) serves a three-year term that is renewable for up to three consecutive terms total.

## G. Youth Engagement Advisor

1. The Youth Engagement Advisor shall advise the EC on matters pertaining to pre-collegiate saxophonists, band directors, and other pre-college music educators within NASA's membership.
2. The Youth Engagement Advisor is charged with identifying and recommending strategies and initiatives to the EC to encourage increased engagement from young saxophonists and their teachers.
3. The Youth Engagement Advisor may be asked to work with programming committees at conferences to design a "pre-college" stream of suggested events and activities.
4. The Youth Engagement Advisor serves a three-year term that is renewable for up to three consecutive terms total.

# Article II: Committees and Conferences

Members of the Executive Committee in conjunction with appointed officers are responsible for maintaining and making available via the website up-to-date versions of the NASA Committees Handbook and the NASA Conferences Handbook. These two documents will serve as extensions of the Bylaws and guiding best practices.



# Article III: Elections

## Section 1: Election Procedures

1. Election of officers shall be conducted biennially in the fall of the year, in accordance with provisions stated in the Constitution of the North American Saxophone Alliance, Article V, Section 7, "Biennial Elections."
2. The biennial election process shall commence with the formulation and action of the Nominating Committee, in accordance with the NASA Committees Handbook. The initiation of the election process shall be primarily the responsibility of the President, or may be initiated by any other executive officer or member of the Executive Committee in consultation with the President.
3. Following completion of the nominating process, the remainder of the election process shall be conducted by the Membership Director, the Nominating Committee Chair, and the Secretary or President-Elect. These officers shall function as follows, operating within the prescribed deadlines:
  - a. NASA Nominating Committee Chair shall publish prominently on the official NASA website a description of the slate of offices due for election, as well as the biographical and photographic materials on each candidate as received from the candidates or from the Nominating Committee Chair.
  - b. The Membership Director, in conjunction with the Communications Director(s), will prepare a slate of nominees and instructions as to how the electronic ballots are to be submitted. Each office listed shall also have a space provided for "write-in votes." A deadline notice shall be published on the same media as the ballots, with a line imprinted as follows: "Must be submitted no later than December 5, (year), in order to be counted." Also by November 5, the Membership Director shall forward to the Nominating Committee Chair the total number of all active members eligible to vote as a means of confirmation of the number of ballots to be cast.
  - c. Candidates for elected officer positions may not be immediate family members (e.g., spouses, parent/child), nor shall candidates for election be related to appointed officers serving on the Executive Committee. Exceptions can be made when vacancies need to be filled in unusual circumstances.
  - d. Endorsements of candidates for elected office shall not be published in the journal, nor shall endorsements be published and/or distributed in any other form by the Alliance and/or at Alliance expense.
4. In the event there is a tie vote between two leading candidates in a three-way race, a runoff election shall be held between the two candidates following publication of this news on the official NASA web site. In the event there is a tie vote between two candidates in a two-way race, a second election shall be held following publication of this news on the official NASA web site. The procedures for these special elections shall follow the format as prescribed in the NASA Committees Handbook, except the November deadline dates shall become March dates respectively and the December deadline dates shall become April dates respectively.

## Section 2: Removal of Elected Officers

Any executive officer may initiate procedures for the removal of an elected officer by filing such recommendation in writing, and including specific grounds for the action, to the highest ranking elected officer who is not the subject of the complaint. Reasons for such action should be of very serious nature,



such as inadequate attention to performing the responsibilities of the office, inappropriate performance of responsibilities, conduct detrimental to the aims and purposes of the Alliance, or similar unacceptable posture and/or conduct. The ranking officer receiving such a complaint shall immediately notify the balance of the executive officers of the action and shall request an answer to the complaint from the officer who is the subject of the complaint, to be returned within a two-week period. In the event that the officer in question does not answer the complaint, removal shall be accomplished with a majority vote of the Executive Committee. In the event that the complaint is answered in the prescribed time, the response shall also be copied and forwarded by the ranking officer to all executive officers, who shall then respond individually with their votes of confidence or removal, to be received by the ranking officer within two weeks of this final correspondence on the matter. In this circumstance, a two-thirds majority vote of the Executive Committee shall be required for removal of an elected officer.

## Article IV: Regional Directors

1. The geographic regions of the North American Saxophone Alliance shall each have a Regional Director. The President shall have the authority to appoint individuals as Regional Directors following an open call for expressions of interest, with the Executive Committee confirming these appointments as specified in the Constitution, Article V, Section 4.
2. Regional Directors shall represent the interests of the North American Saxophone Alliance, fostering its aims and purposes at the local regional level. Regional Directors shall report directly to the President on matters of business involving their respective regions.
3. Regional Directors shall be charged with the following specific responsibilities:
  - a. Recruiting future conference host(s) and providing guidance to the conference host during their cycle as Director.
  - b. Developing membership and membership retention, alongside the Membership Director, within their respective regions by responding to inquiries and communicating with potentially interested individuals within their respective regions on behalf of the Alliance.
  - c. Attending all meetings of the Regional Directors or sending a stand-in from the region.

## Article V: Determination of Revenue

1. Membership dues and categories shall be determined by two-thirds agreement of the Executive Committee. Any executive officer may propose to alter membership dues at any time by submitting a proposal to the President who shall forward the proposal to the executive officers for consideration. A change in dues may not go into effect until notice of such change has been publicized on the official NASA website.
2. The executive officers of the Alliance shall have no authority to determine expenditure of funds received as gifts to the organization where the donor has designated the gift for use for a specific purpose, except where determination is needed as to manner of execution in order to comply with the designated purpose. In the event Executive Committee action is needed as such, a two-thirds vote of the Committee shall be required to proceed.

## Article VI: Endorsements

No executive officer, Regional Director, or other member of the North American Saxophone Alliance shall commit the name of the North American Saxophone Alliance, or designations by which it is also known (NASA, the Alliance, et al.) for any public relations purposes that would imply Alliance endorsement without prior approval from the office of the President. The President shall inform all officers of such usage that would constitute endorsement, and shall consider any objections that might be raised by any officer by offering the issue to the rest of the Executive Committee for consideration. The name of the North American Saxophone Alliance shall not be used for public relations purposes in instances where a school, cooperation, or other institution would receive sole or primary benefit from such endorsement and/or where the Alliance and its officers have no authority over circumstances.