

Musicians Association

Bylaws

Approved on January 4, 2026

A. Title

1. This organization shall be known as the Musicians Association and shall remain a nonprofit organization with the state of North Dakota as filed April 1991. The Musicians Association is organized exclusively for charitable and educational purposes within the meaning of section 501(c) (3) of the Internal Revenue Code.

B. Mission Statement

1. The Musicians Association will provide leadership to create, to promote, and to fund activities in the community that foster live musical entertainment, enhance the abilities and interests of musicians, and champion programs that “support live music for life.”
2. To achieve these goals, the Musicians Association will:
 - i. Fund scholarships for youth interested in attending musical camps.
 - ii. Provide and create musical events and programs for the community including funding for these events.
 - iii. Provide leadership in the community for the development of facilities to foster live entertainment.
 - iv. Provide musicians with the opportunity to carry on the tradition of presenting live music.

C. Operation Limitations

1. Notwithstanding any other provisions of the bylaws, the Musicians Association shall not carry on any activities that are not permitted:
 - i. By an Association exempt from Federal Income Tax under section 501(C) (3) of the Internal Revenue code of 1986. (or the corresponding provisions of any future United States Internal Revenue Law) or

- ii. By an Association, contributions of which are deductible under section 19 (C) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of the future United States Internal Revenue law.)
2. Legislative or Political Activities: No substantial part of the activities of the Musicians Association shall be the promoting of propaganda or otherwise attempting to influence legislation, and the Association shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.
3. Inurement of Income: No part of the net earnings of the Musicians Association shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered.

D. Structure of the Association

1. Executive Board
 - i. The Executive Board shall be comprised of the President, Vice President, Secretary-Treasurer, two Members-at-Large, and Past President.
 - ii. The Executive Board shall review all records, review the yearly budget, review minutes of its meetings, and conduct the business of the Association.
 - iii. The Executive Board shall meet at the call of the President with a minimum of three meetings per year. The President may also conduct an electronic roll call vote of the Executive Board.
 - iv. Only elected officers of the Executive Board have voting privileges on matters that come before the Board.
2. Committees
 - i. All Association members shall have the right and duty to participate in any of the committees. Members may be appointed to serve on any committee by the president or by the Committee Chair.
 - ii. Each Committee shall have a Chair selected by the President. Each Committee shall elect a secretary to record and maintain the minutes of the committee meetings. Committee meetings shall be called by the Committee Chairperson or by the Association president as deemed necessary.

- iii. Each Committee shall set goals and report those goals to membership annually.

E. Nomination and Election of officers

1. A Nominations Committee comprised of two (2) of the Executive Board and two (2) Association members appointed by the President shall present a slate of candidates at the October membership meeting. Also at the October meeting, Association members may nominate candidates for Executive Board positions, as their terms expire. A nominee for elected office must be a member in good standing.
2. The election by secret ballot shall take place at the October membership meeting. Members must be present to vote.
3. To be elected to any Executive Board position, a candidate must receive a majority of the total votes cast. If no candidate receives a majority vote, a second ballot must be conducted for the two candidates receiving the most votes.
4. Candidates elected to their respective Executive Board positions shall assume office on January 1.

F. Terms of Office

1. The president shall be elected to a two-year term on the even numbered years.
2. The vice president shall be elected to a one-year term.
3. The Secretary-Treasurer shall be elected to a two-year term on the odd numbered years.
4. The two Member-at-Large Executive Board positions shall be elected to a two-year term.

G. Duties

1. President
 - i. The President shall preside over meetings of the Executive Board and General membership meetings.
 - ii. The president shall meet with Committees upon their request.

- iii. The President, with approval of the Executive Board, shall create any Committees necessary to carry on the goals and the purposes of the Association. The President may also choose committee chairs to lead committees.
 - iv. The President shall represent the Association as deemed necessary.
- 2. Vice President
 - i. The Vice President shall carry on the duties of the president in his absence and other duties as assigned by the President.
- 3. Secretary-Treasurer
 - i. The Secretary-Treasurer shall receipt all funds, present all bills, maintain records, maintain minutes, and prepare a quarterly and yearly financial statement for the Association that meets the standard accepted practices of accounting.
 - ii. The Secretary-Treasurer shall carry out other duties as deemed necessary for the continued operation of the Association.
- 4. Members-at-Large
 - i. The Members-at-Large shall attend all meetings and have voting privileges at all meetings.
 - ii. They may serve on committees of the Association.
 - iii. They may also carry out duties as requested by the President.
- 5. Committee Chairs
 - i. The Committee Chair shall be responsible to call meetings of the committee to carry out the functions and responsibilities of the committee.
 - ii. The Committee Chair shall report to the Executive Board and at Membership meetings upon the request of the President.
 - iii. The Committee Chair may request to attend any board meetings.

H. Membership

- 1. Membership dues are due and payable on January 1 of each year. Dues received during the year will not be prorated.

2. The cost of Membership Dues shall be recommended by the Finance Committee and voted upon by membership for approval.
3. Membership meetings shall be held no less than three (3) times per year.
4. Honorary Membership:
 - i. Honorary members are exempt from paying annual membership dues.
 - ii. Honorary membership status may be granted by the Executive Board during time of disability to:
 1. Current members who reside in an assisted living facility, or
 2. Current members who are “home bound” due to medical conditions. Any other medical conditions for Honorary Membership will be reviewed and determined by the Board.
 - iii. Honorary Membership may be granted to current members who have attained the age of 85, the year following their 85th birthday.

I. Finances

1. The fiscal year of the Association shall be January 1 through December 31 of each calendar year.
2. The Executive Board shall make recommendations for investments and assist in preparing the budget.
3. The President shall appoint two association members to conduct an audit of the financial records at the end of each fiscal year. They will present a written report regarding the audit at an Executive Board meeting.
4. Operational finances of the Association shall be maintained in a bank account with two signatures on file.
5. For accounting purposes, the President, Past President, and Secretary-Treasurer shall be signatories to all financial accounts.

J. Amendments

1. Any changes, additions, or deletions to the Bylaws can be recommended by any Executive officer or any three Association members. All recommended changes must

be submitted to the Executive Board 30 days prior to a membership meeting. The Amendments must be read during a membership meeting with a motion for a final vote of the amendment to be held at the next membership meeting. Final action on amendments, additions, or deletions shall be by majority vote of membership. Approved Bylaw changes shall go into effect 90 days after approval.

K. Dissolution of the Musicians Association

1. Upon the dissolution of this Association, the Association shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose of all the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (C) (3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustees (Executive Board) shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

President of Association

Secretary-Treasurer of Association

Date: _____

Date: _____