

BY-LAWS
OF
THE TRINIDAD AND TOBAGO
MUSIC FESTIVAL ASSOCIATION

1. Interpretation.

In these By-Laws -

“Association” means - the Trinidad and Tobago Music Festival Association incorporated by *No. 15 of 1972*.

“Constitution” means - the Constitution of the Association adopted by the General Assembly on the 29th day of September, 2018 together with any amendments thereto approved in accordance with Article 11.3 of the Constitution.

“members” - includes all persons, institutions or corporations duly registered as members of the Association.

2. The National Executive Committee -

2.1 The National Executive Committee (“National Executive”) shall have and exercise all the powers of the General Assembly in the management of the Association and shall convene meetings in every alternate month or on such shorter intervals as the Chairman may deem necessary from time to time.

2.2 The seat of any member may be declared vacant by the Chairman if he or she fails to attend three consecutive meetings, without permission or without providing a reasonable excuse.

2.3 Where a vacancy arises in any office prior to the date of the next Annual General Meeting, the Chairman shall appoint a member who is in good financial standing, to fill the vacancy on a temporary basis until the expiration of the term of office.

2.4 The decisions of the Executive Committee on all matters pertaining to the Association shall be final unless overruled by the General Assembly by a motion which succeeds with the vote of no less than two-thirds of the members present.

2.5 In the discharge of its duties the Executive Committee shall –

- (a) formulate policies and establish guidelines for regulating the conduct of the business of the Association;
- (b) convene meetings with the executive of all Regional Associations annually;
- (c) prescribe rules to govern the conduct of meetings of all Standing Committees;
- (d) establish such ad-hoc sub-committees as may be necessary from time to time, to assist with the work of the Standing Committees;
- (e) propose amendments to the Constitution or Bye laws for adoption by the General Assembly; and
- (f) undertake the appointment of –
 - members of all Standing Committees or sub-committees;
 - a reputable external auditor; and
 - two persons who are not members to act as trustees of the Association established under bye-law 9.

3. Quorum at meetings

3.1 The quorum for an Annual General Meeting shall be fifty percent of all members who are in good financial standing.

3.2 The quorum for an Extraordinary General Meeting shall be forty-five percent of all members who are in good financial standing.

3.3 Unless otherwise determined, a quorum for meetings of the Executive Committee shall be five members who are eligible to vote at the time of the meeting.

4. The Conduct of Elections

4.1 Elections shall be conducted by the Executive Committee prior to the Annual General Meeting of the Association.

- 4.2 The Executive Committee shall be responsible for the appointment of a Returning Officer who shall preside over the elections.
- 4.3 The Returning Officer shall not be a member of the Association.
- 4.4 Members who are unfinancial or against whom disciplinary proceedings have been instituted are not eligible for nomination.
- 4.5 The Returning Officer, acting on behalf of the Executive Committee shall solicit nominations for available positions on the Executive. Members seeking election to office shall have their nomination supported by two members who are in good financial standing. Nominations are to be submitted to the Secretary via the prescribed format. This process shall be concluded at least fourteen days prior to the date of the AGM. The Secretary will forward the nominations to the Returning Officer for processing.
- 4.6 Subsequently, the Returning Officer shall inform the General Membership of the eligible nominees.
- 4.7 Voting shall be by secret ballot. Ballots shall be provided to all members eligible to vote at least seven days before the date of the Annual General Meeting.
- 4.8 The voting period shall conclude 48 hours before the start of the Annual General Meeting.
- 4.9 The Returning Officer shall declare the candidates with the majority of votes cast.
- 4.10 The Secretary shall make an accurate record of all votes cast and members who have been elected to hold office for inclusion in the Minutes of the meeting.

5. The Standing Committees.

- 5.1 Standing Committees shall be formulated to aid the work of the Executive and will be established under bye-laws 6, 7, and 8.

- 5.2 All Standing Committees shall be comprised of a Director and at least four other members of the Executive. The Standing Committees may, from time to time, appoint ex-officio members to the committee commensurate with experience relevant to the respective committee.
- 5.3 It shall be the duty of the Executive Committee to determine the Terms of Reference of each Standing Committee and may from time to time establish sub-committees to assist with the work of the Standing Committees or to undertake any additional activities as may be necessary.
- 5.4 All sub-committees must operate within the Terms of Reference of its respective Standing Committee.
- 5.5 The members of Standing Committees may elect a member from among themselves to serve as Secretary to the Committee and shall adopt such rules of procedure as may be prescribed by the Executive Committee.
- 5.6 All Standing Committees can be appointed for a term of two years.

6. The Finance, Bursaries, and Scholarships Standing Committee.

- (a) The composition of this Committee shall be:
 - (i) the Director, who shall be appointed by the Chairman;
 - (ii) the Treasurer of the Association who shall be an ex-officio member and
 - (iii) three other members of the Executive who shall be representatives of the Regional Associations.
- (b) Functions - After consultation with other Standing Committees and the Regional Associations, this Committee shall assist the Executive Committee in all matters related to Finance by -
 - (i) the preparation of a draft annual Budget for the consideration of the Executive Committee, to be submitted no less than six weeks prior to the next Annual General Meeting;

- (ii) ensuring that a budgetary allocation is included to support any recommendations for the award of scholarships in the upcoming financial year;
- (iii) preparing guidelines for the disbursement of funds to the Regional Associations and other Committees;
- (iv) receiving a proper annual record of all the Regions financial activities;
- (v) continuously monitoring the disbursements to and the application of funds by the Regional Associations and other Committees to ensure that all expenditure is carried out only with respect to approved projects and are within the stipulated guidelines;
- (vi) ensuring that recommendations made to the Executive Committee for the award of Scholarships are accompanied by sufficient justification.
- (vii) seek corporate sponsorship to support the activities of the Associations;

7. The Events/Public Relations and Marketing Standing Committee;

- (a) The composition of this Standing Committee shall be -
 - (i) the Director who shall be appointed by the Chairman;
 - (ii) The Communications Officer of the Executive
 - (iii) an ex-officio member who possesses qualifications and/or experience in Public Relations and;
 - (iv) two other members who may possess qualifications and/or experience in either events planning, communications or marketing.
- (b) Functions - Under the direction of the Executive Committee this standing Committee shall -
 - (i) design, plan and execute a public relations strategy which would project a positive image of the Association and keep the public continuously informed of all its events and activities;

- (ii) efficiently publicise the Association's objectives, work and planned events;
- (iii) promote knowledge and information about Music Festivals;
- (iv) develop and maintain a website;
- (v) establish and maintain a relationship with the print and electronic media;
- (vi) recruit new members for the Association;
- (vii) print and publish information relating to all events and activities organized by the Association;
- (viii) submit an annual budgetary request to the Finance and Scholarships Standing Committee for inclusion in the Draft Budget.

8. The Music Festival **Standards** Standing Committee.

(a) The composition of this Standing Committee shall be -

- (i) the Director who is the Chairman or the Vice-Chairman;
- (ii) members from the Music Selection Sub-Committee, to be established under bye law 8b (v);

(b) Functions - This Standing Committee shall be responsible for -

- (i) the establishing of standards for the efficient management of the any Music Festival and/or Music Festival sessions organised by the Association. The management of the Festivals is a Regional undertaking except in the case of the Championships, which will be handled by persons employed by the National Executive;
- (ii) submit an annual budgetary request to the Finance and Scholarships Standing Committee for inclusion in the Draft Budget.
- (iii) establishing sub-committees to which various tasks would be assigned in order to ensure the efficient running of the Music Festival;
- (iv) undertaking a review of the existing Music Festival Manual, and if necessary, undertake the

preparation of a revised Manual for the consideration and approval of the Executive Committee;

- (v) liaise with other Music Associations and
- (vi) establishing a Music Selection Sub-Committee which will be composed of at least three members of the Executive with advice from professional musicians.
- (vii) Develop and solicit bursaries and scholarships for participants in the Music Festival.

9. The Trustees -

(a) Appointment and Terms

- (i) shall be nominated by members of the Executive and approved at Ordinary meetings by a majority vote;
- (ii) shall be appointed to the Board for an initial period of five years which may be renewed by mutual consent;
- (iii) Trustees shall not be entitled to remuneration for their services, but shall be entitled to courtesies of any productions under the auspices of the TTMFA

(b) Functions - the Trustees shall

- (i) hold in trust for the use and benefit of the Association any property or assets committed to them and
- (ii) be responsible for the preservation, protection, maintenance and security of all property of the Association committed to them and shall have access to all records and documents which have been entrusted to the Treasurer.