

BYLAWS OF THE  
BOULDER PHILHARMONIC ORCHESTRA PLAYERS ASSOCIATION  
(Adopted 09/1998 – Revised 05/2009)

**ARTICLE 1 - NAME**

The name of this organization shall be the Boulder Philharmonic Orchestra Players' Association (herein referred to as the "Players' Association"). It shall be a constituent assembly of the Denver Musicians Association, Local #20-623. American Federation of Musicians (herein referred to as the "Local").

**ARTICLE 2 - OBJECT**

The object of the Players' Association shall be:

- A. to unite the musicians of the Boulder Philharmonic Orchestra;
- B. to communicate the needs and wishes of those musicians to the Local through the Orchestra Committee;
- C. to conduct business with the Management of the Boulder Philharmonic Orchestra (herein referred to as the "Management") through the Orchestra Committee or other authorized committees in matters which are designated by the Master Agreement between the Boulder Philharmonic Orchestra ( herein referred to as the "BPO") and the Local or which are otherwise delegated to the Players' Association; and
- D. to work in general to promote the mutual welfare of the members of the BPO.

**ARTICLE 3 - MEMBERS**

The membership of the Players' Association shall consist of all Local members holding a current Individual Contract with the BPO or who are in receipt of a letter of intent from the Management to offer a Contract.

**ARTICLE 4 - COMMITTEES**

- A. The Players' Association shall elect an Orchestra Committee of five members who shall constitute its officers. The Orchestra Committee shall be the Players' Association's official liaison with the Local and with the Management. The Orchestra Committee shall also perform such other duties and functions as may be designated in the Master Agreement or delegated to it by the Local.
- B. Between meetings of the Players' Association, the Orchestra Committee shall be authorized to act on behalf of and in the name of the Players' Association in all matters

not inconsistent with the Master Agreement, with these Bylaws of the Local, of the American Federation of Musicians.

- C. Other committees that the Players' Association or the Orchestra Committee shall deem necessary to carry on the work of the Players' Association, shall be appointed by the Chair with the concurrence of the Orchestra Committee unless otherwise provided or determined.

#### Article 5 – Elections

- A. All members of the Orchestra Committee, as a condition of holding these positions, shall be and shall remain members of the Players' Association and members in good standing of the Local. Members of the Orchestra Committee shall serve for a term of two years with three members being elected in odd-numbered years and two members being elected in even-numbered years.
- B. Elections for the Orchestra Committee shall take place annually at the first meeting of the Players' Association in each Year.
- C. Nominations shall be made and shall not be closed until there is at least one more candidate as there are positions open. Elections shall be by secret ballot with each member allowed to cast as many votes as there are positions to be filled. Those candidates, equal in number to the number of positions to be filled, who receive the highest number of votes, shall be declared elected. The newly elected Orchestra Committee members shall take office at the conclusion of the day in which they have been elected.
- D. Any vacancy on the Orchestra Committee shall be filled for the remainder of the term by the election at the next Players' Association meeting following the occurrence of the vacancy. Any member elected to fill a vacancy shall assume the position immediately upon election. The Orchestra Committee may, at its option, appoint a member of the Players Association to fill a vacant position between the time that the vacancy occurs and the election of a permanent replacement at the next Players' Association meeting.
- E. An orchestra Committee Member shall be removed from his/her position upon a finding of guilt on charges of Bylaws violations justifying removal. Charges bearing the signature of at least 10 members of the Players' Association must be filed in writing with the Chair of the Secretary, who shall immediately serve a copy of the charges upon the charged party. The charges must state the specific Article(s) and Section(s) of the Bylaws allegedly violated and the acts giving rise to such violation. The charges shall be heard at a special meeting of the Players' Association held no sooner than 10 or more than 30 days from the filing of the charges. Upon a finding of guilt by a two-thirds vote by secret ballot, the charged party shall be immediately removed from his/her position and the position declared vacant.

## **ARTICLE 6 – OFFICERS**

- A. As the first order of business at its first meeting following the annual elections, the Orchestra Committee shall elect one of its members to each of the following offices:
  - 1. Chair;
  - 2. Vice Chair (who shall also serve as Board Liaison);
  - 3. Secretary.
- B. The other two members shall serve as deemed necessary. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority specified herein.
- C. The Chair shall serve as the presiding officer for all meetings of the Orchestra Committee and of the Players' Association. The Chair shall have the right to express the Orchestra Committee's official position on an issue and to defend that position in debate without leaving the chair, all rules and regulations to the contrary notwithstanding. To enter personally into the debate other than as a spokesperson for the Committee, however, the Chair shall relinquish the chair in accordance with standard Parliamentary practice.
- D. The Vice Chair shall perform the duties of the Chair in the absence or disability of the latter. The Vice Chair shall also serve as Board Liaison and attend all Board of Directors meetings, reporting back to the Orchestra Committee.
- E. The Secretary shall give notice of all meetings, keep a faithful record of all meetings, and conduct all correspondence not otherwise assigned.

## **ARTICLE 7 – ASSOCIATION MEETINGS**

- A. A regular meeting of the Players' Association shall be held in connection with one of the full rehearsals, selected by the Orchestra Committee, for the first concert of each Contract Year. Additional regular meetings may be held at least quarterly at a time and place determined by the Orchestra Committee. Notice of meetings for the nomination of Committee Members shall be given at least one week (7 days) before such meeting. All regular meetings shall have an agenda. Any member of the Players' Association shall have the right to request that an item be placed on the agenda by submitting the same to a member of the Orchestra Committee at least 24 hours prior to the meeting.
- B. Emergency meetings may be called without notice if the meeting pertains to a rehearsal or performance in progress; or if an action must be taken by the membership following the meeting.
- C. The Orchestra Committee shall be empowered to cancel a regular meeting if it perceives that there would be no business requiring the attention of the members of the Players' Association at such meeting.

- D. Special meetings may be called by the Chair, by a majority of the Orchestra Committee, or upon a petition of 8 members of the Players' Association. At least 3 days notice shall be given for a special meeting and the purpose of the meeting shall be stated in the call.
- E. The quorum for the meetings of the Players' Association shall be 20 members. In the absence of a quorum, an open meeting of the Orchestra Committee shall be held during which any members present may state their opinions. If at any time during this open meeting a quorum should be reached, a formal meeting of the Players' Association shall be called to order. If a quorum is not reached, a formal meeting of the Players' Association shall be called to order. If a quorum is not reached within a reasonable time, the Orchestra Committee shall be empowered to take action on any agenda items other than elections, ratification of a Master Agreement or amendment of the Bylaws.

### **ARTICLE 8 – ORCHESTRA COMMITTEE**

- A. Meetings of the Orchestra Committee shall take place as needed at the call of the Chair or upon the petition of any three officers. Three officers shall constitute a quorum for meetings of the Orchestra Committee.
- B. Formal remarks made by individual members of the Orchestra Committee must be representative of a majority of said committee. Abuse of representation shall be grounds for dismissal from the Orchestra Committee by a unanimous vote of the other 4 members of the committee.
- C. Anyone who wishes to bring an issue before the Orchestra Committee shall first submit a formal petition to any Orchestra Committee member at least 3 days before the meeting at which it will be discussed.

### **ARTICLE 9 – MASTER AGREEMENT NEGOTIATIONS**

- A. It shall be the responsibility of the Orchestra Committee to examine the Master Agreement with respect to the current season, to solicit the input of the membership on potential modifications to that agreement, to formulate proposed modifications of the Master Agreement for the next negotiations and to report and discuss its findings and proposals with the Players' Association at meetings prior to negotiations. The Orchestra Committee shall communicate proposed modifications of the Master Agreement to the Local and work with the Local during negotiations to effect desired modifications.
- B. When tentative agreement on a new Master Agreement has been reached in negotiations or when the Orchestra Committee believes it necessary or desirable that a new Master Agreement proposal be to a ratification vote, an outline of the proposed modifications shall be included in the call of the special meeting. Ratification of the Master Agreement will be a majority vote of all eligible AFM members voting. The vote shall be by a secret ballot. A favorable vote shall constitute a request that the Local execute the approved Agreement.

- C. A member of the Orchestra Committee shall at least be a ex-officio member of the negotiation committee.
- D. At least one officer of Local #20-623, AFM shall be present at any negotiating sessions.

#### **ARTICLE 10 – PARLIAMNETARY AUTHORITY**

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Players’ Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, the Bylaws of the Local, the Bylaws of the AFM, or any special rules of order the Players’ Association my adopt.

#### **ARTICLE 11 – AMMENDMENT OF BYLAWS**

- A. Amendments of these Bylaws may be proposed by the Committee, or by written petition signed by at least 15 members and submitted to the secretary.
- B. To become effective, any amendment so proposed must be approved and adopted by a two-thirds majority of those voting by secret ballot at a special meeting.
- C. The proposed amendment must be included in the notice of the meeting.
- D. These bylaws may be amended by a two-thirds vote at any regular meeting of the Players’ Association at which a quorum is present, provided that the proposed changes have been submitted in writing to the membership 3 days prior to that meeting.

#### **ARTICLE 12 – PUBLISHING OF BYLAWS**

- A. All members shall be issued a copy of these Bylaws.
- B. The official copy of these Bylaws shall be left with the secretary of the organization.
- C. Any amendment to these Bylaws shall be distributed to all members of the organization upon adoption.

#### **ARTICLE 13 – ADHERENCE TO AFM LOCAL BYLAWS AND BPO MASTER AGREEMENT**

The Bylaws, rules and regulations of Local #20-623, the American Federation of Musicians and the BPO Master Agreement will take precedence over these Bylaws.