

Constitution and Bylaws of the North Alabama Country Dance Society

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Article 1. Name. The name of this organization is the North Alabama Country Dance Society, hereinafter referred to as "NACDS."

Article 2. Purpose. The NACDS is a nonprofit educational organization dedicated to the preservation, study, teaching, enjoyment and continuing evolution of American traditions of dance, music, and song, and their cultural progenitors. NACDS subscribes to the general purposes of the Country Dance and Song Society.

Article 3. Rules of Order. While it is anticipated that meetings will generally be conducted under relaxed rules of order, the rules contained in *Robert's Rules of Order* shall be the authority governing the society in all cases to which they are applicable, and in which they are not inconsistent with the bylaws of this society.

Article 4. Membership. All persons interested in dance and music are eligible to become members of NACDS upon payment of dues.

- a. Membership Dues shall be as defined by the Executive Board. Only those persons whose membership is paid for the current year will be members in good standing.
- b. Members in Good Standing are entitled to:
 - iii. attend the annual membership meeting and any special meetings;
 - iv. vote on all questions coming before the membership; and
 - v. hold office and serve on standing or special committees.
- c. Members Wishing to Bring Matters before the NACDS Board (as defined in Article 5) or to participate in discussions on matters before the Board may contact the President for the time and lo-

cation of the next meeting and inclusion on the agenda. Such visitors may participate, without a vote, in discussions on matters before the Board.

- d. All NACDS Property shall be held in common by the Membership, including sound system components, items of furniture (built or bought), and miscellaneous items such as quilts, banners, etc.

Article 5. Executive Board (hereinafter referred to as "Board"). The responsibility for all business matters rests with the Board, whose voting members shall consist of the Officers and the Chairpersons of standing committees.

- a. Meetings of the Board: The Board shall meet quarterly or more often at the President's discretion.
- b. Quorum: A quorum needed to transact business at Board meetings shall consist of any fraction greater than half of the voting Board members.
- c. Powers of the Board: The Board has sole authority to act, or to delegate authority for action, to:
 - i. set schedules and dates for the year
 - ii. set dues and fees at rates which will cover the costs of operation, honoraria paid to teachers and musicians, rental of necessary facilities, and other incidental expenses
 - iii. engage facilities for classes and special programs
 - iv. approve engagements and/or other special activities undertaken in the name of the NACDS
 - v. establish a general policy on use of the NACDS name and property, and rule in advance on their use for specific nonNACDS events
 - vi. authorize expenditures above \$250. Only the President, Vice President, and Treasurer shall have access to NACDS funds. All obligations of NACDS funds must be in the line of duty, for NACDS ends, and must be fully documented with receipts, invoices, etc.
- d. Reports to the Membership: After each of its meetings, the Secretary will prepare a brief summary of the meeting and make it available to the membership with the assistance of the Webmaster. Questions from the membership should be directed to the President or another Board member.
- e. Standing Committees: Standing Committees shall consist of a Chairman, elected by the membership, and assisted by other members of his or her choice. Chairpersons of standing committees shall be members of the Board with full voting powers at all meetings. There shall be the following Standing Committees:
 - ii. Dance Series, chaired by the elected series Producer.
 - iii. NACDS Dance Weekend, chaired by the Vice President.
 - iv. Property, chaired by the Property Custodian.
 - v. Membership, with an elected Membership Committee Chair.
 - vi. Setup, with an elected Setup Committee Chair.
- f. Special Committees: The Board shall determine the need for, responsibilities of, and duration of special committees, to carry out projects or special programs.
- g. Visitors at Board Meetings: Any member of the Board may invite others (experts, event coordinators, etc.) to attend meetings, for the purpose of advising or receiving suggestions from the Board concerning the programs of the NACDS.
- h. Vacant Offices: In the event of a vacancy in the office of President, the Vice President shall become President, as noted in the description of the office of Vice President below. If any of the other Board positions become vacant, the remaining Board members may either exercise the

powers of the vacant office or appoint a member to fill the vacancy temporarily until the next election.

- i. Removal from Office: A member of the Board may be removed from office through a simple majority vote at a special meeting of the Membership (see Article 8-b) or by two-thirds majority vote of the entire Board.

Article 6. Elected Officers. The elected officers of the NACDS are President, Vice President, Secretary, Treasurer, Dance Series Producer, Property Custodian, Membership Committee Chairman, Webmaster, and Setup Committee Chairman. Each position is a voting position. All terms of office are one year, but individuals may be re-elected to successive terms. The duties of the officers shall be:

- a. President. The President is the executive officer responsible for the operation of the group. He or she shall:
 - i. preside at meetings;
 - ii. call regular or special meetings of the Board or membership as needed;
 - iii. appoint the chairpersons of special committees; and
 - iv. represent the group, either in person or by appointing a representative
- b. Vice President. The President may delegate to the Vice President such official or other duties as may be necessary for the conduct of business. In addition, the Vice President shall:
 - i. act as producer for the annual Blue Moon Dance Weekend;
 - ii. assume the duties of the President in his or her absence or illness; and
 - iii. in the event of the President's resignation or inability to serve, succeed to the presidency serving out the remainder of the term
- c. Secretary shall:
 - i. keep records and minutes of meetings and make them available to Board
 - ii. prepare a brief summary of the meeting and making it available to the membership with the assistance of the Webmaster
- d. Treasurer shall:
 - i. advise the Board about the finances of the organization and assists in formulating the budgets for regular and special activities;
 - ii. establish a fair and simple system, subject to the Board's approval, for handling and documenting expenses such as property acquisition and upkeep, event production, etc;
 - iii. prepare a yearly financial statement of operations, and is responsible for:
 - A. the collection of dues, fees, receipts, etc.
 - B. the disbursement of fees to callers, musicians, and teacher
 - C. payment of authorized expenditures
 - D. Submitting CDSS annual membership renewal and nonprofit group exemption forms, as well as completing IRS filing requirements (e.g. Form 990-N)
- e. Dance Series Producer(s) shall:
 - i. make (or delegate) all arrangements for each dance;
 - ii. coordinate dance setup with the Setup Committee Chair and the Property Custodian;
 - iii. coordinate the payment of dance expenses with the Treasurer;
 - iv. acquire bookings for band, caller, and any other talent needed for series events according to the Board-approved payment schedule;

- v. acquire a majority vote from the Board if deviation from the approved payment schedule is required; and
 - vi. publish (with the help of the Webmaster) a schedule of planned events (date, time, band, caller, etc.)
- f. Property Custodian shall:
- i. provide or arrange for proper storage, transportation, setup, monitoring, and takedown of NACDS properties, especially the sound system, for all NACDS events, or for events where use of NACDS property is duly authorized by the Board;
 - ii. maintain an inventory (identity, source, cost, disposition, proceeds, etc., with dates) of all NACDS property items, reporting this to the board annually or more often as needed; and
 - iii. acquire a majority vote from the Board concerning any prospective lending, loaning, buying or selling of equipment.
- g. Membership Committee Chairman shall:
- i. coordinate publicity for events and other undertakings of the NACDS, in cooperation with Dance Series Producers, the Webmaster and others as appropriate;
 - ii. maintain a database of current members, and an electronic mailing list for membership emails;
 - iii. promote acquaintance among members and visitors;
 - iv. develop channels of outreach to new dancers; and
 - v. report to the Board on membership trends and status.
- h. The Webmaster shall:
- i. maintain the NACDS webpage to provide current information to the membership and the public;
 - ii. maintain and create content for the NACDS Facebook page or other social networking sites; and
 - iii. coordinate with the other Board members to facilitate distribution of information to members and potential members.
- i. The Setup Committee Chairman shall:
- i. provide a committee member to oversee setup, teardown (other than the sound system) and gate operation of each dance;
 - ii. arrange for greeting visitors, handing out schedules, name-tags, and other materials, handling of gate receipts and related functions at NACDS events; and
 - iii. report on each past event, summarizing the receipts, expenses, attendance, and general circumstances at each event, and submit these reports to the Treasurer and Webmaster for accounting, planning, and publicity purposes.

Article 7. Election Of Officers. Officers shall be elected at the annual meeting of the membership and take office the following month.

- a. A Nominating Committee of three or more members of the NACDS shall:
- i. be appointed by the President, two months before the annual meeting;
 - ii. have at least one (1) member of the Board of Directors; and
 - i. report its slate of nominees to the membership one month prior to the annual meeting.

- b. Additional Nominations may also be made by written petition of five or more members, or from the floor at the annual meeting, provided the consent of the nominees has been obtained.
- c. A Majority of Those Voting is required for election to office. In the event of a contest, paper ballots shall be used and tellers appointed to tally the results.

Article 8. Meetings of the Membership.

- a. An Annual Meeting of the membership shall be held each year in May for the election of Officers and the transaction of any necessary business.
- b. Special Meetings of the membership may be called at the President's discretion, or at the direction of the Board, or at the written request of at least 25% of the membership. Notices of special meetings shall state the matters to be considered.
- c. One Month's Notice or more of all annual meetings shall be given, except in cases of emergency.
- d. Membership Quorum: except as otherwise noted in these bylaws, 10% of the paid membership or 15 paid members whichever is larger constitutes a quorum for the transaction of any business brought before the membership, including the election of officers.

Article 9. Amendments to the Bylaws. Amendments to these Bylaws may be proposed by a majority vote of the Board, or by petition to the Board by ten or more Members. Proposed amendments will be voted upon at a meeting of the Members, as described in Article 8, with one month's written notice to Members; this notice must state the proposed changes. A two-thirds majority of those voting is required for adoption.

Article 10. Special Notices Regarding Tax Exemption.

- a. It is intended that the NACDS shall qualify for exemption from Federal Income Tax under section 501(c)3 of the Internal Revenue Code and shall not be a private foundation as described in section 501(a) of the Code.
- b. No part of the NACDS assets or net earnings may devolve to the benefit of private individuals. This does not preclude the payment of any reasonable fees for goods or services provided to the organization.
- c. In the event of dissolution of the NACDS, all debts will be satisfied, and the group's assets (or the proceeds from their sale) will be distributed to another nonprofit organization that is exempt under section 501(c)3 status of the Internal Revenue Code.
- d. The NACDS shall not, as a substantial part of its activities, attempt to influence legislation or participate in political campaigns on behalf of or against any candidate for public office, except to the extent permitted by section 501(h) of the Internal Revenue Code.