

# **Sacramento Country Dance Society Bylaws**

## **Article 1. Name**

The name of this organization is the Sacramento Country Dance Society.

## **Article 2. Purpose**

The SCDS is a nonprofit educational organization which is dedicated to the preservation, study, teaching, enjoyment, and continuing evolution of traditional and historical dance, music and song, primarily American and English. In addition, SCDS may co-sponsor events with nonprofit groups whose objectives are similar to ours.

## **Article 3. Membership**

- a. Membership dues and privileges are determined by the Board. Members are determined as follows:
  - 1) If dues are not charged, members are those people whose names are on the membership mailing list. The mailing list will be updated regularly by adding new members on an ongoing basis and by annually purging names of members who do not indicate their desire to remain on the list. Or,
  - 2) If dues are charged, members are those people whose annual dues are paid up.
- b. For purposes of membership and special meetings, members eligible to vote are:
  - 1) Those people who are on the membership mailing list one month before a meeting occurs (if no dues are charged) or
  - 2) Those people whose dues are paid up one month before a meeting occurs (if dues are charged).
- c. Members are entitled to attend general and special meetings, to vote on all questions coming before the membership, to hold office and serve on standing or special committees.
- d. All members are welcome to attend meetings of the Board.

## **Article 4. Membership Meetings**

- a. The membership will meet annually for the election of the Board of Directors.
- b. Special meetings of the membership may be called by any two members of the Board of Directors, or at the written request of 20 members. Notices of special meetings shall state the matters to be considered.
- c. At least two members of the Board must be present at the annual meeting to prepare a report to the Board of Directors.
- d. At least one month's notice of the annual or any special meeting shall be given except in cases of emergency.
- e. The quorum for transacting business at an annual or special meeting is 10% of the membership. A majority vote of those voting is necessary to transact any business brought before the membership, including the election of the Board of Directors, except as otherwise noted in these bylaws.

## **Article 5. Board of Directors**

The responsibility for all business matters lies with the Board of Directors.

- a. Board members will serve a one year term. Board members should not serve more than five consecutive terms, but may be re-elected after the lapse of a year.
- b. The Board of Directors will elect from among its membership a President, Secretary, and a Treasurer. The Board will elect other officers of the Board besides these if required to do so by State or Federal law. The term of office is one year for all officers, but officers may be re-elected to the same office for three consecutive years, and again after the lapse of a year. The Board may grant an exemption to the three year term limit if no qualified candidate is available to replace the termed-out officer.
- c. The President is responsible for calling meetings of the Board. The President must call a meeting if two members of the Board request a meeting in writing. Three weeks notice must be given of a meeting unless all board members agree on an earlier date.
- d. The Secretary is responsible for keeping minutes of the Board and Annual Membership meetings and the membership list.
- e. The Treasurer is responsible for the collection of dues and charges, for the disbursements of fees to musicians and teachers, and for payment of authorized expenditures. The Treasurer also prepares a yearly financial statement of operations.
- f. A quorum for conducting business at Board meetings is at least half the board members. The board will conduct business by consensus as much as possible. If necessary, the president will moderate the meeting and take a vote of those present; a motion will pass if a majority of those present approve it.
- g. The Board will meet at least quarterly.
- h. In the event the number of members of the Board of Directors falls below five, the remaining Board members may exercise the powers of the full Board until the next regular election or may appoint a member to fill the vacancy until the next election.
- i. A member of the Board may be removed from office after reasonable notice and opportunity to be heard by a majority vote of the SCDS membership or by two-thirds majority vote of the entire Board.

## **Article 6. Powers of the Board**

The Board has the sole authority to set schedules and dates for the year, to set dues and fees at rates which will cover costs of operations, including honoraria aid to teachers and musicians, rental of necessary facilities, and other incidental expenses; to engage facilities for classes and special programs; to approve engagements and/or other special activities undertaken in the name of SCDS.

## **Article 7. Fiscal Year**

The SCDS fiscal year is the calendar year, starting January 1 and ending December 31.

### **Article 8. Election of the Board of Directors**

Board members are elected at the annual meeting of the membership in April and take office on May first of that year.

- a. Two months before the annual meeting, the Board of Directors solicits nominations for candidates from the SCDS membership (at dances, by phone, or by mail).
- b. The slate of nominees is reported to the Board of Directors one month prior to the annual meeting by phone or mail.
- 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 9. Amendments to the Bylaws**

- a. Amendments to these Bylaws may be proposed by the Board or by a minimum of 20 members of SCDS.
- b. One month's written notice will be provided to members of SCDS; this notice must state the proposed changes and the time and place of the annual or special meeting when the membership will vote on the proposed changes.
- c. A two-thirds majority vote of those voting at the annual or special meeting is required for adoption.

### **Article 10. Special Notices**

- a. No part of the net earnings of the SCDS may inure to the benefit of private individuals. This does not preclude the payment of any reasonable fees for work performed.
- b. In the event of dissolution of the SCDS, the assets of the group will be distributed to another nonprofit organization with 501(c)(3) status.
- c. The SCDS is a nonpolitical organization. As an organization it does not attempt to influence legislation or participate in political campaigns on behalf of any candidate for public office.
- d. It is intended that the SCDS be entitled to 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.
- e. The organization subscribes to the general purposes of the Country Dance and Song Society, Inc.

As Approved by the Annual Meeting of SCDS, April 24, 2004