

# Seattle Swing Dance Club's Bylaws

Revised: 3/7/2010

## Article 1. Purpose

- 1.1 The Seattle Swing Dance Club (SSDC) was founded in 1965 as a nonprofit organization whose purpose is to preserve, perfect, progress, and promote the enjoyment of the West Coast style of swing dance.

## Article 2. Charter Members

- 2.1 The following are designated Charter Members of SSDC and are granted lifetime memberships: Charlene Cairns, Phyllis Cole, L.V. Dillenberg, Nelson Durham, Shirley Leavitt, Jo Anne Peakes, Beverly Pruitt, and Ed Swan.

## Article 3. Membership

- 3.1 The Board of Directors (BOD - Defined in Article 5) will determine the annual membership dues. No dues will be levied for charter members. A grace period of one month will be allowed for renewals.
- 3.2 Membership is open to those who are currently West Coast Swing dancers or are committed to learning West Coast Swing. All new members must agree to abide by the bylaws and rules of SSDC.
- 3.3 The membership application process is as follows:
  - 3.3.1 Prospective members will submit a completed membership form, including dues, to the membership Chairperson.
  - 3.3.2 A membership card will be sent to new SSDC members by the Membership Chairperson.
- 3.4 An applicant's membership begins on the date the BOD accepts the application and continues for twelve consecutive months.
- 3.5 Inappropriate behavior that affects the functioning of SSDC or infringes on the rights of other members may be cause for rescinding membership. The following procedure will be followed:
  - 3.5.1 A verbal warning that describes the inappropriate behavior will be given to the offending person by a board member. This conversation will be documented.
  - 3.5.2 Upon the second offense, written notification will be sent to the offending member that outlines both the offense and correction required to preserve membership privileges.
  - 3.5.3 Upon the third offense, membership can be rescinded by a two-thirds majority vote of the BOD, for a period of time determined by the BOD. The offending member may appear before the BOD at the next regular meeting to defend his or her actions.
  - 3.5.4 Any person whose membership is rescinded shall be denied admittance to club functions.

## Article 4. Cost of Admission

- 4.1 Cost of admission to club functions shall be determined by the BOD.
- 4.2 All members, including officers, shall pay a regular admission charge to all club functions unless otherwise authorized by the BOD.
  - 4.2.1 Cost of admission may be waived or reduced for special guests. This authorization will be made by a member of the Executive Board, or a regular Board member, if no Executive Board member is in attendance.

- 4.2.2 Members of other established Swing clubs will be admitted to SSDC functions at SSDC member prices upon presenting evidence of membership.

## **Article 5. Elected Officers and Directors**

- 5.1 The Executive Board shall be comprised of the following officers: President, Vice President, Secretary, and Treasurer.
- 5.2 The BOD shall be comprised of the Executive Board and eight members-at-large.
- 5.3 The BOD shall be the governing body of SSDC and shall be responsible for the fulfillment of the mission of SSDC, the overseeing of all club activities, the management of all financial assets, and the protection of the general interests of the membership.
- 5.3.1 Board members must attend at least six dances per year.
- 5.4 All Board vacancies except that made by the departure of the President will be filled by presidential appointment and approved by the BOD. All appointments will serve until the next election.
- 5.5 Board members can be subject to corrective action or removal from office by a two-thirds majority vote of the BOD if, upon investigation, the following is determined:
- 5.5.1 The board member is acting improperly or contrary to the best interests of SSDC.
- 5.5.2 The board member fails to perform his/her duties.
- 5.5.3 The board member is absent without good cause from more than three meetings during one year.
- 5.6 Members of the Executive Board shall serve one-year terms.
- 5.7 Members-at-large of the BOD shall serve two-year terms. Four members at-large shall be elected each year. Members-at-large who choose to run for an Executive Board position shall not forfeit their current position if they are not elected.
- 5.8 No one shall run for more than one office in any given year.
- 5.9 No more than one member of a household may run for a position on the Executive Board in the same year.
- 5.10 Special qualifications for board members and Election Committee Chair (See Article 6.9) are as follows:
- 5.10.1 The candidate for President must have served on the Board for at least one year.
- 5.10.2 The Election Committee Chair must have served on the Board for at least one year, and not be running for a board position in the election they are chairing the committee.
- 5.10.3 The candidate for Treasurer must be well versed in Generally Accepted Accounting Procedures (GAAP).
- 5.10.4 All Board candidates must have regular access to e-mail.

## **Article 6. Duties of Elected Officers and Key Appointed Committee Chairs**

- 6.1 It is the duty of the President to:
- 6.1.1 Preside over all BOD and club meetings, and other club functions, unless delegated to others.
- 6.1.2 Direct all club activities in accordance with these bylaws.
- 6.1.3 Designate, subject to BOD approval, all committee chairpersons, including but not limited to the following: Membership Chairperson, Dance Chairperson, Newsletter Editor, Election Committee Chair, Seattle's Easter Swing Chair, and the Publicity Chair.
- 6.1.4 Designate a board member who is not running for office as BOD Election Representative to work with the Election Committee Chair in managing the election. The President may self-appoint if he or she is not running for office.
- 6.1.5 Vote only to break a tie, or as needed to form a quorum.
- 6.1.6 Make all business announcements at functions or authorize others to do so.
- 6.1.7 Submit a budget to the BOD by the first board meeting in February.
- 6.2 It is the duty of the Vice President to:

- 6.2.1 Perform the duties of the President in her/his absence or inability to serve.
- 6.2.2 Perform other duties as assigned by the President.
- 6.2.3 Submit a budget to the BOD by the first board meeting in February.
- 6.3 It is the duty of the Secretary to:
  - 6.3.1 Collect and archive all meeting minutes, agendas, motions passed, bylaw revisions, and other pertinent SSDC documents, and provide copies of this information to the new board members every year.
  - 6.3.2 Perform other duties as directed by the BOD.
  - 6.3.3 Collect and keep all original SSDC documentation submitted at BOD meetings for SSDC records.
  - 6.3.4 Submit a budget to the BOD by the first board meeting in February.
- 6.4 It is the duty of the Treasurer to:
  - 6.4.1 Account for all of SSDC's financial transactions, keep a complete set of books, and prepare and present a Treasurer's report to the BOD at each meeting.
  - 6.4.2 Present a financial statement to the BOD at the close of each fiscal year.
  - 6.4.3 Collect and deposit all funds, pay all obligations, and be one signer of all checks.
    - 6.4.3.1 A second signature is required for all checks over \$1,000.00.
    - 6.4.3.2 The number of potential additional signers must not exceed three persons. The BOD must approve additional signers.
  - 6.4.4 Submit a budget to the BOD by the first board meeting in February.
  - 6.4.5 Provide an annual cumulative budget to the BOD for approval.
  - 6.4.6 Make all SSDC books available for review upon BOD approval.
- 6.5 It is the duty of each Member-at-Large to:
  - 6.5.1 Assume responsibilities assigned by the President.
  - 6.5.2 Submit a budget to the BOD by the first board meeting in February.
- 6.6 It is the duty of the Membership Chairperson to:
  - 6.6.1 Keep an accurate chronological record on the status of all members and memberships received.
  - 6.6.2 Send renewal notices to members four to six weeks prior to membership expiration.
  - 6.6.3 Provide membership cards to all current members.
  - 6.6.4 Maintain a membership roster on the SSDC website that is accessible only to club members.
  - 6.6.5 Submit a budget to the BOD by the first board meeting in February.
- 6.7 It is the duty of the Dance Chairperson to:
  - 6.7.1 Schedule locations and music for all SSDC dances.
  - 6.7.2 Submit a list of proposed dates and locations for club dances in accordance with the policies and procedures of SSDC.
  - 6.7.3 Present all proposals and bids from music providers to the BOD for consideration and selection.
- 6.8 It is the duty of the Newsletter Editor to:
  - 6.8.1 Prepare, print, and distribute an informative, accurate SSDC newsletter.
  - 6.8.2 The frequency and method of distribution will be determined by the BOD.
  - 6.8.3 Submit a budget to the BOD by the first board meeting in February.
- 6.9 It is the duty of the Election Committee Chair to:
  - 6.9.1 Organize, manage, and oversee SSDC's election of officers in accordance with the bylaws and election policies and procedures of SSDC.
  - 6.9.2 Select a minimum of two qualified committee members by the September BOD meeting.
- 6.10 It is the duty of the Seattle's Easter Swing (SES) Chair to:
  - 6.10.1 Oversee the management of all aspects of SES in accordance with the SES procedure and the current version of the Memorandum of Understanding.
  - 6.10.2 Submit a final budget for the upcoming year's convention by the August BOD meeting.

## **Article 7. Election of Officers and Directors**

- 7.1 The Election Committee will manage the election in accordance with the election policies and procedures. These procedures include, but are not limited to, the following responsibilities:
  - 7.1.1 Seek and accept qualified candidates for vacant positions.
  - 7.1.2 Inform members about each candidate's qualifications.
  - 7.1.3 Inform members about the election process.
  - 7.1.4 Manage all aspects of the election process.
- 7.2 The Election Chairperson will provide regular updates about the election to the BOD Election Representative and ask for assistance as needed.
- 7.3 Voting will occur by paper ballot. The Election Chairperson will announce the results of the election at the election dance.
- 7.4 The winner is the candidate who receives the simple majority of votes cast. In case of a tie, the final results will be determined by a coin toss. Each candidate or his or her representative must be present when the tie is broken.
- 7.5 All ballots will be delivered to the Secretary and kept for one year.

## **Article 8. Meetings**

- 8.1 Regular meetings of the BOD shall be held monthly. Special meetings may be called as deemed necessary. The annual membership meeting will be held on the day of the first dance in May.
  - 8.1.1 The President will call all meetings. A special meeting must be called if four or more board members request one. Special meetings of the BOD may be held in person or by teleconference. Normal quorum requirements will apply for votes at such meetings. Voting during a teleconference will be by roll-call vote and the results recorded in the meeting minutes.
  - 8.1.2 Meetings of the BOD must be held at a time and location when the majority of the Board can attend. All members of the BOD must be notified of the time and location of the meeting. The President is responsible for notifying BOD members of upcoming meetings.
  - 8.1.3 Regular board meetings and the annual membership meeting will be open to any member of SSDC.
- 8.2 Seven board members present form a quorum, which is necessary to conduct official business.
- 8.3 The current edition of Robert's Rules of Order Newly Revised shall govern SSDC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and/or any special rules of order SSDC may adopt.
- 8.4 Minutes of all meetings will be kept by the Secretary.
- 8.5 Voting at meetings shall be by show of hands, or, if appropriate, by written ballot, and the results recorded in the meeting minutes. Unless otherwise noted, a simple majority will pass all motions.
- 8.6 BOD meeting minutes shall be available for review by any SSDC member. Other club documentation or correspondence will be available with the approval of the BOD.
- 8.7 Minutes of any special (Le., Executive BOD) meetings shall be added to the next regular BOD minutes.

## **Article 9. Bylaw Amendments and Revisions**

- 9.1 The process to revise or amend the bylaws is as follows:
  - 9.1.1 A BOD member can propose a bylaw amendment or revision by submitting the change in writing to the Board. A member must submit a petition stating the change with signatures of at least 20% of the membership.
  - 9.1.2 The BOD must consider proposed bylaw changes within 60 days of receipt.
  - 9.1.3 The bylaw change must be approved by a two-thirds majority of the BOD before the change is submitted to the membership for consideration.
  - 9.1.4 The entire membership must be notified of the proposed bylaw change at least one week prior to the meeting in which the suggested change will be voted on.

- 9.1.5 Voting on the proposed bylaw change must occur by written ballot at the first scheduled dance after notification. A simple majority vote of the attending membership will ratify the bylaw change.

## **Article 10. Grievances**

- 10.1 A grievance must be presented in writing to the President or any member of the Executive Board, and the matter must be addressed in a timely manner.
- 10.2 If the matter is urgent, a special meeting of the BOD may be called to address the grievance.
- 10.3 Meetings will be scheduled so that the parties with the grievance can attend. After a reasonable scheduling effort has been made and the party with the grievance does not appear, the grievance will be dropped.

## **Article 11. Miscellaneous**

- 11.1 SSDC depends upon the free services of volunteers. Any expenses incurred by volunteers on behalf of SSDC shall not be the responsibility of SSDC to reimburse unless the expenses have been pre-approved by the Board. Likewise, services rendered for a fee to SSDC, including but not limited to disk jockeys and dance instructors, shall be approved by the Board before the services are rendered.
- 11.2 No part of the earnings or assets of SSDC shall inure to the benefit of any member, director, officer of SSDC, or any private individual. On dissolution of the corporation, no member, director, officer of SSDC, or any private individual shall be entitled to share in the distribution of any of the corporate assets.
- 11.3 No member of the BOD may use his or her position to secure special privileges or exemptions for himself or herself, or his/her spouse, significant other, or other persons.

## **Article 12. Saving Clause**

- 12.1 If any of the above articles are found to be illegal or incorrect, it shall not invalidate or affect any of the remaining articles.
- 12.2 These bylaws shall be amended to conform to any regulations by which the Seattle Swing Dance Club is bound.