



Bylaws

Approved May, 2017

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NORTHERN CALIFORNIA SQUARE DANCERS ASSOCIATION
BYLAWS

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BYLAWS

ARTICLE I: NAME

The name of this organization shall be Northern California Square Dancers Association, Inc., hereafter referred to as NCSDA, a member of the California Square Dance Council, Inc., and the United Square Dancers of America, Inc.

NCSDA is a non-profit organization incorporated in the State of California on June 2, 1954, and it has been assigned Articles of Incorporation Number D287243.

ARTICLE II: OBJECT

The purpose of this Association is to promote square dancing for pleasure in a spirit of good fellowship, provide friendly relationships and companionship, teach the youth and general public in the fundamentals in all types of dance in our Association, to exchange information between Clubs and encourage inter-Club activities so as to have a closer fellowship between Member Clubs.

ARTICLE III: DEFINITIONS

A. The “**ASSOCIATION**” as referred to in these Bylaws shall mean the Northern California Square Dancers Association, Inc. and member dancers within the Association boundaries.

B. “**DANCERS**” as referred to in these Bylaws shall include any person(s) who square dance.

C. “**QUORUM**” as referred to in these Bylaws shall mean the presence of a majority of either “**BOARD**” members or “**MEMBER CLUBS**” at their respective meetings.

D. “**BOARD**” as referred to in these Bylaws shall mean the Executive Board as defined in ARTICLE IX of these Bylaws.

E. “**DELEGATE**” as referred to in these Bylaws shall mean the representatives of all Member Clubs.

F. “**MAJORITY**” as referred to in these Bylaws shall mean more than 50% of those present at any Association meeting at which a “**QUORUM**” has been established.

G. “**CLUB**” as referred to in these Bylaws shall mean a group of dancers who have met the requirements as set forth in ARTICLE IV of these Bylaws.

H. “**REGULAR MEMBER CLUB**” as referred to in these Bylaws is a club which has met ALL of the requirements as set forth in ARTICLE IV, Section 1A, of these Bylaws.

I. “**ASSOCIATE MEMBER CLUB**” as referred to in these Bylaws is a club which meets ALL the requirements as set forth in ARTICLE IV, Section 1B, of these Bylaws.

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J. **“AFFILIATE MEMBER CLUB”** as referred to in these Bylaws is a club which meets ALL the requirements as set forth in ARTICLE IV, Section 1C, of these Bylaws.

K. **“SPECIAL MEETING”** as referred to in these Bylaws shall be any unscheduled meeting of the General Committee and/or the Executive Board members called by a person or group as set forth in ARTICLE V, Section 1E, of these Bylaws.

L. **“MAIL”** as referred to in these Bylaws shall mean either by U.S. Post Office or electronic means.

M. **“TERM”** as referred to in these Bylaws shall mean July 1 through June 30, inclusive.

ARTICLE IV: MEMBERSHIP

In as much as Square Dancing is an activity engaged in primarily by couples, a square shall be composed of eight dancers forming four couples.

Section 1: Levels of Membership

- A. Regular Members of the NCSDA shall consist of organized clubs of square dance dancers that meet and conform to the qualifications set forth.
- B. Associate Members shall consist of square dance clubs or groups interested in becoming members of the NCSDA that have not attained all of the required qualifications for regular membership.
 - a. Associate Members shall observe the same Bylaws and standing rules as regular members except that Section 2-A and 2-B of qualifications shall not apply.
 - b. Associate Members shall not vote or hold elective office in the NCSDA.
- C. Affiliate Members are those square dance clubs or groups based outside of the nine (9) Bay Area counties which cannot commit to the meeting requirements but still desire to be a part of the square dance picture.
 - a. Affiliate Members shall not vote or hold elective office in the NCSDA.
 - b. Attendance at NCSDA functions shall be at the non-member price.
 - c. To become a Regular Member Club of the NCSDA they must apply and meet the requirements listed under qualifications in these Bylaws.

Section 2: Qualifications

To qualify for membership, a club must meet and maintain the following qualifications:

- A. Shall have control of the admission of its members.
- B. Shall have Bylaws, elected officers, and authorized delegates.
- C. Shall require the club caller to be a member of a recognized callers association.
- D. Shall not permit transfer of the club charter from one club to another.

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- E. Shall not sponsor a dance on any fifth Saturday or Round Up weekend without prior written approval of the NCSDA.
- F. Shall meet and workshop at least twice a month using a CALLERLAB program.
- G. Shall have a club name that is acceptable to the NCSDA.
- H. Shall abide by the Code of Conduct and the Code of Ethics as found in the Standing Rules.
- I. Traveling Club Membership – To qualify for membership as a traveling club, a club must meet and maintain the same qualifications as a regular member club with the following exceptions:
 - a. A traveling club shall meet and workshop at least once a quarter using a CALLERLAB program.
 - b. The official mailing address of a traveling club shall determine its district affiliation. Official mailing address as used in this section shall mean the address which is on file with the NCSDA Secretary.

Section 3: Admission and Membership fees

A. Admission

- a. New Member Clubs may be admitted by a majority vote of the Executive Board after thorough investigation of their qualifications and upon payment of membership fee.
- b. Associate Member Clubs, at the time of application, shall have had a reasonably stable membership over the previous one (1) year, with a minimum of two (2) active squares at time of application.

B. Membership fees

- a. Member Clubs shall pay membership fees and assessments that shall be set by the Executive Board subject to ratification by the General Committee. Membership fees are due and payable on or before October 1 of each year. Membership fees become delinquent at the close of the November General Meeting. Assessments shall be paid within sixty (60) days of notification of said assessment.
- b. All NCSDA Member Clubs shall be members of the Insurance Program provided by the NCSDA. Financing of the Insurance Program shall be based on the number of members per club.
- c. Any dancer who joins a club on or after July 1 shall pay a membership fee to the NCSDA that is equal to one half the regular membership fee.
- d. Any dancer who belongs to, and pays insurance in, another affiliate of California Square Dance Council, Inc. and joins a club in the NCSDA, will pay a membership fee equal to 60% of the regular membership fee.

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Section 4: Expulsion

Membership may be terminated by a majority vote of the Executive Board. Such termination may be appealed to the General Committee by written notice to the Executive Board within one (1) month of receipt of notice of termination. Causes for termination shall be:

- A. Failure to conform to qualifications set forth in section 2-B of this Article.
- B. Failure by a club to have voting representation at three (3) consecutive General Committee meetings except those clubs in Mendocino and Lake Counties (because of geographical location). All clubs must have representation at the Annual Meeting.
- C. Failure to pay membership fees by the close of the November General Meeting or to pay assessments within sixty (60) days of notification of said assessments.

Section 5: Withdrawal

Member Clubs may withdraw at any time, by formal written notification to the Executive Board of the NCSDA.

Section 6: Consolidation

Member Clubs that consolidate to form a new club taking a new name shall be subject to the requirements for membership as set forth in Article III, Sections 2 and 3.

ARTICLE V: MEETINGS

Section 1: General Committee Meetings

- A. Four meetings of the General Committee shall be held annually on the third Sunday of August, November, February, and May, **UNLESS** otherwise ordered by the Executive Board.
- B. The May meeting shall be the Annual Meeting at which time the election of officers shall be held and the equipment inventory shall be presented.
- C. Notice of all meetings shall be mailed to the Delegates at the address appearing on the NCSDA records at least fourteen (14) days prior to except that the annual meeting notice shall be mailed out four (4) weeks prior to the meeting and shall include the report of the nominating committee.
- D. Delegates from a majority of the Member Clubs shall constitute a quorum.
- E. Special meetings may be called by the Executive Board, and shall be called upon written request of fifteen (15) percent of the Delegates.

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Section 2: Executive Board Meetings

- A. Regular monthly meetings of the Executive Board shall be held once a month at a time and place to be fixed by the Executive Board at the preceding meeting.
- B. The President or a majority of the Executive Board may call for a special meeting. Notice of special meetings of the Executive Board shall be given personally at least forty-eight (48) hours in advance or mailed at least seven (7) days before said meeting.
- C. A majority of the members of the Executive Board shall constitute a quorum.

Section 3: Electronic Vote outside of a regularly scheduled meeting

- A. Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board shall unanimously consent by mail to such action. Such written consents shall be filed with the minutes of the proceedings of the Board.

ARTICLE VI: OFFICERS AND THEIR ELECTION

- A. The elected officers of the NCSDA shall be President, Vice President, Treasurer, and Secretary.
- B. To be eligible for elective office, a candidate should have served as a Delegate or Alternate Delegate. Candidates for President must have served at least one (1) full term in any of the other three (3) elected positions as stated in sections VI. A. No officer shall hold more than one office in a single term. Officers shall be at least twenty-one (21) years of age.
- C. Officers shall be elected by ballot at the Annual Meeting of the General Committee in May. If there is only one candidate for an office, the ballot for that office may be dispensed with and the President may declare the candidate elected.
- D. Officers shall serve for one (1) term or until their successors have been elected or appointed. An officer may choose to run for their same office for up to two (2) additional terms, not to exceed three (3) consecutive terms.
- E. At the February General Committee Meeting, each district shall submit the name of a Delegate or Alternate Delegate from that district who is not an officer of the Executive Board to serve as a member of the Nominating Committee.
- F. The Nominating Committee shall select one or more candidates for each office. Permission of each candidate must be obtained. Proposed candidates should have their qualifications submitted in writing to the Nominating Committee prior to the May General Committee meeting. The report of this committee shall be included in the notice of the Annual Meeting. Only members of this committee shall attend its meetings. The Secretary of the NCSDA shall provide copies of the Nominating Committee regulations to the members.

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- G. Nominations from the floor for each office may be made at the Annual Meeting if the nominee is present or has given their consent.
- H. Any officer of the NCSDA who has been absent from two (2) consecutive monthly Executive Board meetings or has been absent a total of three (3) regular monthly meetings without just cause may have the office declared vacant by the Executive Board.
- I. Vacancies in the office of President, Vice President, Treasurer, and Secretary shall be filled by a majority vote of the Executive Board.
- J. All officers shall be active members of clubs holding membership in the NCSDA.
- K. No more than two (2) offices shall be filled by members of the same club.

ARTICLE VII: DUTIES OF THE OFFICERS

Section 1: President

- A. Shall have the general supervision and direction of the business and affairs of the NCSDA and shall act as Advisor to the NCSDA and its officers.
- B. Shall preside at all Executive Board and General Committee meetings of the NCSDA.
- C. Shall, with the consent of the Executive Board, appoint all standing committee chairmen and committee chairmen of such other committees as shall be expedient or necessary. Shall be ex-officio member of all committees except the Nominating Committee.
- D. Shall be custodian of the Articles of Incorporation and papers pertaining thereto.
- E. Shall perform any other duties required by the Bylaws of the NCSDA and the Executive Board.
- F. Shall be the official representative of the NCSDA.
- G. Shall be the General Chairman, and coordinator, of the Anniversary Dance and the Golden Doors Dance. May delegate these responsibilities to the Association Dance and Activities Committee.
- H. Shall be one of the designated signers of the NCSDA checks.
- I. The President has the authority of signing all contracts but may delegate that authority to any member or members of the Executive Board.
- J. Shall have the power to appoint a Secretary pro-tem in the absence of the Secretary.

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- K. Shall maintain the equipment inventory.
- L. Shall assist Member Clubs upon written request.
- M. Shall provide the Secretary with the necessary agenda information for each meeting.
- N. Shall follow the guidelines set forth in the President's handbook, which may not be changed without the approval of the Executive Board.

Section 2: Vice President

- A. Shall serve as Assistant Treasurer for the General Account and advisor for the Round Up account.
- B. Shall coordinate all Stampedes. May delegate these responsibilities to the Association Dance and Activities Committee.
- C. Shall be General Chairman of the Golden State Round Up during their term.
- D. Shall perform duties as delegated to them by the President or the Executive Board.
- E. Shall preside at meetings in the absence of the President.
- F. Shall be one of the designated signers of the NCSDA checks.
- G. Shall follow the guidelines set forth in the Vice President's handbook, which may not be changed without the approval of the Executive Board.

Section 3: Treasurer

- A. Shall receive, deposit, and disperse funds of the NCSDA as directed by the Executive Board.
- B. Shall be one of the designated signers of the NCSDA checks.
- C. Shall prepare a monthly report of all expenditures for the Executive Board using check numbers, payee, and amounts. Shall prepare a quarterly and an annual report for the General Committee. In addition, shall provide copies of the auditor's financial report for the Executive Board.
- D. Shall record all deposits and expenditures in the ledger or laptop computer provided by the Association.
- E. Shall follow the guidelines set forth in the Treasurer's handbook, which may not be changed without the approval of the Executive Board.

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- F. Shall be present at the annual audit but not a member of the Audit Committee.
- G. Shall be the Assistant General Chairman of the Golden State Round Up.

Section 4: Secretary

- A. Shall record the minutes of the NCSDA meetings and mail copies to the Executive Board.
- B. Shall notify the officers, delegates, and committee members of scheduled meetings and furnish them with whatever rosters or documents they require to fulfill their duties.
- C. Shall consult with the President before preparing agendas for the Executive Board and General Committee meetings, and with the Vice President for Round Up meetings.
- D. Shall have at all meetings of the NCSDA:
 - a. Copies of the Bylaws and Standing Rules and additional copies as required for distribution.
 - b. Roster of Member Clubs, Executive Board Members and Principal Callers.
 - c. Lists of committees with members' names and addresses.
 - d. Copy of "Roberts Rules of Order, newly revised".
- E. Shall read all correspondence directed to the NCSDA at the scheduled meetings and prepare answers as directed by the Executive Board.
- F. Shall be authorized to prepare all correspondence and contracts relating to booking callers, renting halls, hiring round dance teams, sound personnel, and other contracts under the direction of the President or the Executive Board.
- G. Shall be one of the designated signers of the NCSDA checks.
- H. Shall be the Assistant Treasurer for the Golden State Round Up.
- I. May appoint a Recording Secretary with the approval of the Executive Board to record and transcribe minutes. The Recording Secretary's position does not include voting rights.
- J. Shall be custodian of the Official Seal and Emblem.
- K. Shall follow the guidelines set forth in the Secretary's handbook which may not be changed without the approval of the Executive Board.

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ARTICLE VIII: DISTRICTS AND DIRECTORS

- A. The NCSDA shall be divided into geographic districts and the permanent location of a Member Club's workshop shall decide its district affiliation. Permanent as used in this section shall mean more than six months.
- B. The number of districts and/or their boundaries shall be established by the Executive Board and shall be revised when more than 50% of the Association Member Clubs are located in one-third of the districts. Redistricting will be subject to ratification by the General Committee.
- C. Each district shall select a District Director and an Assistant Director from the NCSDA membership at a district meeting held prior to the Annual General Meeting. District Directors and Assistant Directors shall serve one (1) year or until their successors are elected. The term shall begin on July 1st. District Directors and Assistant Directors may succeed themselves in office, not to exceed five (5) consecutive terms.
- D. District Directors or Assistant Directors should have served as a Delegate or Alternate Delegate of a club within the district they will serve and are expected to attend all Executive Board meetings of the NCSDA. Failure to attend two (2) consecutive Executive Board meetings of the NCSDA will result in the clubs of the district concerned receiving notification of their Director or Assistant Director's failure to carry out his responsibilities. The Executive Board may approve an exception to the notification.
- E. The Assistant Director shall fill a vacancy occurring in the office of District Director temporarily until the district holds an election, which shall be within sixty (60) days of the occurrence of such vacancy.
- F. The District Director shall be responsible for visiting each club in his district at least once a year. He shall hold a minimum of two (2) meetings per year with the delegates from his district, one (1) shall be held prior to the February General Committee Meeting and one (1) shall be held prior to the May General Committee Meeting and shall conduct any business for the district, which may be necessary or as directed by the Executive Board.
- G. The Assistant Director shall serve as alternate for the Director on the Executive Board and perform such duties as are assigned by the Director or the Executive Board.

ARTICLE IX: EXECUTIVE BOARD

- A. There shall be an Executive Board consisting of the elected officers, a Director and an Assistant Director from each district. Each office shall have one (1) vote. Executive Board Members shall receive no compensation for their services as board members. Executive Board Members shall receive no compensation for their services as board members.

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- B. The Executive Board shall be the governing board of the NCSDA and shall exercise all power and authority for its management and conduct all business except those powers vested in the General Committee by these Bylaws. It may appoint subordinate officers of the NCSDA as necessary.
- C. A square or round dance or clogging or contra caller or instructor or member of these instructive organizations may be an Officer, District Director, Assistant District Director, Delegate or Alternate Delegate in the NCSDA.
- D. When the contracting of services is under consideration by the Board, any Board Member who may personally benefit financially must recuse her or himself from the discussion and vote.

ARTICLE X: GENERAL COMMITTEE

Section 1: Definition

The delegates, as representatives of their respective clubs, shall be known as the General Committee.

Section 2: Representation

- A. Each Member Club shall have one vote. It shall be represented by a delegate selected by the club, and shall have an alternate delegate to act in the absence of the regular delegate. The term of office shall be for one (1) year. Delegates and alternate delegates may succeed themselves in office.
- B. Both the Delegate and Alternate Delegate may participate in the General Committee meetings. The Alternate shall not make or second motions or vote unless the Delegate is absent. A voting substitute representative may attend General Committee Meetings with voting rights if a letter of authorization has been submitted from the club being represented prior to the conduction of business. Such letter must be read and a vote of approval from the General Committee solicited.
- C. Both the Delegate and the Alternate Delegate must be registered with the Secretary of the NCSDA prior to the General Committee meetings. No Delegate or Alternate Delegate may represent more than one (1) club.

Section 3: Powers of the General Committee

- A. To elect officers as provided in the Bylaws.
- B. To amend the Bylaws.
- C. To recall members of the Executive Board. The procedure shall be as follows:
 - a. Upon written request of fifteen (15) percent of the Delegates, the Executive

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Board shall call a meeting giving four (4) weeks written notice.

b. A two-thirds (2/3) vote of the General Committee present shall be necessary to recall a member of the Executive Board.

D. To discuss any matters of interest to the NCSDA and make recommendations to the Executive Board for their consideration as directed by their club.

E. To have any and all powers delegated to it in the Bylaws.

F. When expulsion from the NCSDA is the consequence of non-compliance, a two thirds (2/3) vote of the General Committee present is necessary. .

Section 4: Honorary Delegates

The Past Presidents of the NCSDA shall be Honorary Lifetime Delegates to the General Committee without a vote.

ARTICLE XI: COMMITTEES

Section 1: Standing Committees

Shall be Association Dance and Activities, Audit, Bylaws, Club Services, Finance and Budget, Membership, Publicity, Round Up Guidelines, Publication Review, and Webmaster.

Section 2: Committee Selection

Committee chairmen shall select their necessary committee members.

Section 3: Terms of Office

Committees shall act through the term in which they are appointed unless discharged. No committee shall obligate the NCSDA without prior approval of the Executive Board.

Section 4: Association Dance and Activities Committee

This committee shall be composed of two or more members. This Chairman may become the General Chairman, and coordinator, of any Association sponsored dance except for Golden State Round Up upon the request of the President or Vice President. This committee chairman shall have voting rights.

Section 5: Audit Committee

Composed of three (3) or more members, shall audit the books of the Association and present the report at the August Executive Board Meeting. The Treasurer shall be present but not part of the Audit Committee. This committee chairman shall not have voting rights.

Section 6: Bylaws Committee

This committee shall be composed of three (3) members, including the Parliamentarian, shall review all requests for amendments and Standing Rule changes. No changes will be accepted at the May meeting. This committee chairman shall have voting rights.

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Section 7: Club Services Committee

This committee shall be composed of three (3) members: the President, the Director of the area requesting assistance and a third member to be appointed by the President. The purpose of this committee is to assist clubs on request, to act as arbitrator between clubs if needed, to help in locating dance facilities, selecting a caller or in any way they can be of assistance. This committee chairman shall not have voting rights.

Section 8: Finance and Budget Committee

Composed of three (3) members, including the President as chairman, shall prepare and present an association budget for adoption no later than thirty (30) days after the Annual Audit is submitted. As President, this committee chairman shall have no additional voting rights.

Section 9: Membership Committee

Chairman shall coordinate the Insurance Program for the NCSDA. This committee chairman shall have voting rights.

Section 10: Publicity Committee

This committee shall prepare publicity as directed for NCSDA functions. The Publicity Chairman shall prepare all ads for all publications. This committee chairman shall have voting rights.

Section 11: Round Up Committee

This committee, with the Vice President as chairman, shall prepare a Round Up budget for adoption no later than thirty (30) days after the Annual Audit is submitted. As Vice President, this committee chairman shall have no additional voting rights.

Section 12: Round Up Guidelines Committee

With the President as chairman, shall establish and maintain the Round Up Guidelines. As President, this committee chairman shall have no additional voting rights.

Section 13: Publications Review Committee

This committee, composed of three (3) or more members, shall consist of one (1) or more Past Presidents. All flyers, programs, contracts, letters of correspondence, Bylaws, Standing Rules, Guidelines, Policies and informational handouts are to be reviewed for content, grammar, spelling, Bylaws, Policy and procedures. Materials are to be returned to the person or committee submitting the document within seventy-two (72) hours. This committee chairman shall not have voting rights.

Section 14: Webmaster

Shall maintain the NCSDA website per instructions of the Executive Board and at the expense of the NCSDA. This committee chairman shall have voting rights.

Section 15: Voting Rights

Rights given to these committee chairmen only pertain to the Executive Board Meetings.

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ARTICLE XII: OFFICIAL SEAL AND EMBLEM

The Official Seal shall have inscribed thereon the name of the Association (NCSDA), the date of incorporation, and the word non-profit.

ARTICLE XIII: DISSOLUTION

The Association shall be a non-profit organization and upon dissolution, disbanding or other termination of this organization all remaining assets of the organization shall be distributed by the Executive Board to a charity approved by the IRS and voted on by the General Committee. Distribution is to be made after all contracts outstanding have been paid. In no event shall any part of the assets be returned to or distributed among any officers, employees, members or stockholder or any other individual connected with the organization directly or indirectly.

ARTICLE XIV: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of "Roberts Rules of Order, newly revised," shall govern in all cases not definitely provided for in these Bylaws.

ARTICLE XV: AMENDMENT OF BYLAWS

These Bylaws may be amended at any regular meeting or special meeting called for that purpose provided four (4) weeks written notice is given to the Member Clubs and a copy of the proposed amendment is enclosed. A two thirds (2/3) vote of the General Committee present shall be necessary to adopt the amendment.

Revised January 2001
Revised August 2004
Revised August 2005
Revised August 2006
Revised February 2007
Revised May 2008
Revised August 2010
Revised February 2011
Revised February 2012

Revised August 2016
