

# USA Dance Bylaws

## Articles for Chapters

January 1, 2010 Version

### ARTICLE VIII – SOCIAL DANCE COUNCIL

- A. **FUNCTION:** The function of the Social Dance COUNCIL(SDC) of the Social Dance Division is as follows:
1. serve as the principal advisory body to the USA Dance GC in matters related to social and recreational dance;
  2. implement and administer the Social Dance Policies and Rules approved by the USA Dance GC;
  3. implement and administer the Social Dance related administrative procedures and guidelines approved by the USA Dance EC;
  4. perform additional Social Dance related functions as determined by the GC, EC or President;
  5. submit annual business plan and budget to the President and Treasurer;
  6. appoint and supervise the managers of social dance programs;
- B. **VOTING MEMBERS:** The voting members of the SDC shall be the following:
1. VP for Social Dance as Chair
  2. Director of Chapter Liaison
  3. Area Coordinators from each district of the country.
  4. USA Dance President as an ex-officio member
- C. **QUALIFICATIONS:** The voting members on the SDC shall have been USA Dance voting members in good standing for not less than one (1) year preceding their holding a Social Dance position and
- D. **MEETINGS:** The VP for SDC or at least three members may call meetings as necessary or permitted by the budget. Meetings shall be chaired by the VP for SDC. Any Voting member of the GC may attend meetings of the SDC. The SDC is authorized to hold meetings in person, by phone, and/or by utilizing other forms of communication. All meeting must be documented with minutes and a list of all attendees.
- E. **QUORUM AND ACTION:** A majority of the voting members shall constitute a quorum. Action may be taken at any meeting where there is a quorum with resolutions requiring an affirmative vote of the majority of current voting members, or two-thirds (2/3) of the quorum, whichever is less.
- F. **ACTION WITHOUT A MEETING:** The SDC shall be empowered to take any action, in the absence of a face-to-face or phone conference meeting, which it could take at such meetings, by obtaining the written or email consent and approval of the voting members of the SDC.
- G. **REPORTING:** Minutes of each meeting and decisions of the SDC shall be submitted by the VP for Social

Dance (or designated representative) to the members of the SDC and to the members of the GC within thirty (30) days and at least fifteen (15) days before the next GC meeting.

- H. **REMOVAL AND VACANCIES:** Any member of the SDC may be removed for cause by an assenting vote of the majority of the membership or body by whom the person was selected.
- I. **LIMITATIONS:** The SDC may not incur indebtedness on behalf of USA Dance without prior budgetary approval of the GC.

### ARTICLE XI - DISTRICTS

- A. **PURPOSE AND DIVISION:** In order to provide assistance to the chapters of USA Dance, the country shall be divided into districts. The number of districts will be appropriate to the number of chapters to be assisted, and will be established by the Executive Committee and ratified by the Governing Council. Districts will be designated by their geographical position in the country as well as numerically, such as: Western District 1; Central District 2; Eastern District 3; and Southern District 4. The number of districts may be increased or decreased as needed.
- B. **AREA COORDINATORS:** Assistance to chapters in each district will be provided by an Area Coordinator. Area Coordinators will serve as district managers, who, under direction of appropriate national officials, shall initiate regular telephonic, electronic and face-to-face contact with chapters as necessary to offer guidance and direction to chapters experiencing difficulties or that need assistance in better meeting the dance needs of chapter members. Area Coordinators will be recommended by the Vice President of Social Dance following consultation with the Director of Chapter Liaison and will be appointed by the Executive Committee. Area Coordinators will not have a vote on the Governing Council, but will have a vote on the Social Dance Council.
- C. **ASSISTANT AREA COORDINATORS:** As many Assistant Area Coordinators as necessary may be appointed to assist the Area Coordinator in a district.

**VI J. DIRECTOR OF CHAPTER LIAISON:** The Director of Chapter Liaison shall:

1. serve as a liaison to the chapters, working through area coordinators to advise and assist chapters as needed
2. schedule individual or combined face-to-face meetings with chapters officials in various parts of the country in order to supplement the annual national chapter conference
3. prepare reports on chapter trends and other analyses in order to support chapter growth and development

## ARTICLE XII - CHAPTERS

A. **FORMATION AND RECOGNITION:** A chapter may be formed within a specific geographic service area as a constituent body of USA Dance. Each chapter shall be autonomous in managing chapter affairs in its service area, but shall abide by the rules and requirements of national USA Dance and its subordinate bodies. Chapters and their officers shall comply with the requirements for constituents as set forth in the Articles of these Bylaws. The chapter must have no fewer than twenty-five (25) USA Dance Voting Members in good standing in order to become or to remain a recognized chapter. At least fifty-one percent (51%) of a chapter's voting members and board of directors must be comprised of adults who hold an adult membership in USA Dance.

Chapters shall function under the following set of rules established in these bylaws. Additional policies or guidelines may be written to supplement the rules found in these bylaws.

1. The chapter shall be managed by a board of directors of not less than seven (7) and not more than nine (9) Voting Members of both USA Dance and the Chapter consisting of at least a President, VP, Secretary and Treasurer and three (3) to five (5) Directors-At-Large. Chapters having more than nine board members at the time these bylaws are approved may continue with their larger board until the next regularly scheduled chapter election, at which time the board shall be reduced to no more than nine members.
2. The Chapter's Officers shall be elected by the Chapter's Board of Directors for terms not to exceed two years and until their successors are elected. Chapter board members may resign at any time but such resignations shall not become effective until presented to and accepted by the Chapter Board of Directors. Prior to acceptance by the Board of Directors, a resignation may be withdrawn at any time. In cases of vacancies due to death, incapacity, or other emergencies, the chapter President may appoint an acting officer to fill the vacant positions pending election of a successor. A Chapter Treasurer's responsibilities shall not end until the funds and financial records of the Chapter are delivered to the new Treasurer.
3. Board vacancies that occur between elections may be filled for the remainder of that term by majority vote of the remaining members of the board.
4. The Board of Directors shall elect the Chapter's officers.
5. The chapter seat shall be the address of the incumbent President unless otherwise directed by the managing board of the chapter.
6. Any board member may be removed for cause; by an assenting vote of a majority of the membership, or by an affirmative vote of 75% of the Board of Directors. Any chapter officer may be removed for cause by an affirmative vote of 75% of the Board of

Directors. Any board member who is absent for more than three consecutive board meetings or absent for more than 60% of the total meetings of the board during any six month period may, upon a vote of 75% of the remaining board members, be considered to have Resigned by Absence.

7. Each chapter may choose its name subject to national guidance and subsequent approval of the GC
8. Each chapter shall identify itself as a USA Dance chapter and include the chapter's identifying number in all correspondence, advertising, etc.
9. Each chapter shall hold membership meetings for its members not less than once in each calendar year and shall keep its members informed.
10. Chapters may publish and distribute newsletters in consonance with the rules of USA Dance.
11. Chapters may assess and collect local dues, which shall be separate from national or regional dues of USA Dance.
12. All funds of the chapter must be maintained in bank accounts approved by the national treasurer and must include federal tax identification.
13. Chapters shall not incur obligations in excess of funds on hand or that can reasonably be expected to be available when the obligations become due for payment.
14. Chapters shall submit an Annual Report as well as periodic financial reports in the form and frequency specified by National USA Dance. The Annual Report shall include the chapter's plans and goals to promote ballroom dance in its service area during the next year.
15. Chapters in highly populated areas shall, subject to guidance by applicable national officials, develop branch chapters and facilitate their growth into independent certified chapters.
16. Chapters shall not bind National USA Dance officers or the GC legally by written documents or by financial expenditures.
17. In the event of dissolution of a chapter, the net assets remaining after payment of chapter obligations shall be held in trust by USA Dance for a period of two (2) years. If the chapter is reactivated within the two-year (2) period, the funds in escrow will be returned to the chapter. Thereafter, the funds in escrow shall inure to and become the property of the national treasury of USA Dance.

- B. **AUTHORITY:** Each chapter shall have the powers:
1. to solicit members,
  2. to assess and collect dues,
  3. to organize chapter and other activities including, but not limited to, competitions, social dances, dance workshops, team matches, educational seminars, fund raisers, etc.,
  4. to publish newsletters,
  5. to create committees in furtherance of its purposes and functions, and
  6. to make and enforce such rules or policies for the chapter as are deemed appropriate, provided they do not contravene the rules or policies of National USA Dance.
- C. **PURPOSES:** Chapters shall engage in activities that promote and support ballroom dance and DanceSport and shall act as a liaison between the chapter's members and National USA Dance as required.
- D. **MEMBERSHIP:** Membership in USA Dance is granted by the national organization and membership categories and privileges shall be determined and regulated by National USA Dance.
- E. **BOARD OF DIRECTORS:** Authority and management of a chapter shall be vested in the chapter's board of directors, who must be voting members of the chapter and USA Dance in good standing.
- F. **CHAPTER ELECTIONS:**
1. Board members shall be elected by the voting members of the chapter and USA Dance every two years.
  2. Requests for nominations shall be sent to each voting member by mail, electronically or by a posting on the chapter's website at least one month in advance of the chapter election.
  3. Ballots shall be sent to all voting members, clearly indicating the return address and deadline for receipt of completed ballots.
  4. In the event an election is conducted at a general meeting, notice of the election shall be sent to all voting members by mail, electronically or by a posting on the chapter's website at least one week in advance of the general meeting at which the election is to occur.
  5. The nominees with the largest number of votes shall be assigned Board positions sequentially.
  6. In the event that a tie vote occurs between the last nominees to be assigned board positions, then the board members who received a larger number of votes shall decide which shall be elected to the remaining board positions at the first board meeting following the general election.
  7. The board shall hold a general election within two months following the receipt of a petition signed by at least twenty voting members in good standing.
- G. **CHAPTER OFFICERS:** The officers of the chapter shall be the President, Vice President, Secretary and Treasurer, who shall be current board members. They shall be elected by the board of directors from among the members of the board 1) at the first meeting of the board following a general election, 2) when an officer position is vacated for any reason, or 3) when one half of the total number of current board members call for an election at a board meeting. In the event that more than two candidates receive votes for an officer position, a runoff election will be held for the two nominees who receive the largest number of votes.
- H. **CHAPTER PRESIDENT:** The chapter president shall preside at all chapter board meetings, see that orders and resolutions of the board are carried out, serve as an ex-officio member of all chapter committees and have other authorities and responsibilities as assigned by the board.
- I. **CHAPTER VICE PRESIDENT:** The chapter vice president shall act in the place and stead of the president in the president's absence or incapacity, succeed the president in the event of a vacancy in the office of the president until a new president is elected, and have other authorities and responsibilities as designated by the board.
- J. **CHAPTER SECRETARY:** The chapter secretary shall keep the minutes of all board meetings, record all votes at meetings and actions taken between meetings, distribute the minutes to board members at the next regular meeting, correspond with other individuals and organizations on behalf of the chapter and have other authorities and responsibilities as designated by the board.
- K. **CHAPTER TREASURER:** The chapter treasurer shall be responsible for collecting and depositing all chapter monies, sign all chapter checks, drafts and notes, maintain complete and accurate financial records, present financial statements at board meetings, perform any financial reporting requirements of National USA Dance and have other authorities and responsibilities as designated by the board.
- L. **DELEGATION:** Officers and Board members may delegate specific tasks to other individuals but shall retain the responsibility for those tasks.
- M. **COMMITTEES:** Standing or ad-hoc committees may be created or dissolved, and given specific authorities, responsibilities and/or tasks by the board. Committees shall not incur indebtedness on behalf of the chapter or otherwise commit the chapter without the prior approval of the board, circumvent or alter rules, policies or procedures of the chapter or National USA Dance, or exceed their prescribed duties or functions. Chapter committee chairpersons shall preside over the committee's meetings, recruit, appoint and dismiss committee members under direction of the chapter's board, implement the authorities, responsibilities and/or tasks assigned the committee by the board, report on the committee's actions to the board in writing or in person at intervals determined by the board and see that the committee abides by the policies established by the board and by National USA Dance.

N. MEETINGS:

1. **REGULAR MEETINGS:** Regular meetings of the board shall be held as determined by the board, but no less than four times each year, and all board members and committee chairpersons shall receive two weeks advance notice of regular meetings.
2. **SPECIAL MEETINGS:** Special board meetings may be called for any purpose by the president, or in his or her absence, inability or refusal to act by the vice president or by any three (3) board members. Notice of special board meetings must be communicated to all board members and committee chairpersons at least two days in advance.
3. **GENERAL MEETING:** A general meeting shall be held at least once each calendar year for the entire chapter membership. Notice of the meeting shall be made in writing or electronically to all chapter members or posted on the chapter's website at least two weeks in advance.
4. **VOTES:** Unless otherwise specified in these bylaws, all decisions of the board shall be reached by a simple majority of the board members present at a meeting, provided a quorum of two-thirds (2/3) of all current board members exists. Votes resulting in a tie shall be reconsidered at a later time. No proxy votes are allowed.
5. **MEETINGS IN THE ABSENCE OF A QUORUM:** In the absence of a quorum the board may hear reports and hold discussions, however, any decisions reached must be approved by the required number of board members at a later time before taking effect,
6. **VOTES BETWEEN MEETINGS:** In between meetings, decisions which can not or should not be delayed until the next meeting may be made via teleconference or by electronic vote provided the requirements of a quorum are met.
7. **MEETING ATTENDANCE:** Board meetings shall be open to the following individuals, unless the board votes to hold a closed session: all chapter members without invitation, officers or committee members of National USA Dance without invitation, and other interested individuals upon invitation by a board member and concurrence of the board.

**ARTICLE XIII - FINANCIAL ADMINISTRATION**

- A. **FISCAL YEAR:** The financial year for USA Dance and its chapters shall be the calendar year. Terms of officers shall begin January 1 of a given year.
- B. **DUES:**
  1. Annual dues for each class of membership shall be established by the EC and be subject to ratification by the GC at its next meeting.
  2. The annual membership year for members, enrolled as of December 31st shall be the calendar year. The annual membership year of new members enrolled after December 31st shall be the (12) twelve months following the month in which first enrolled. Any member whose dues remain unpaid for three (3) months shall be dropped as a member.
  3. If a member's dues are paid later than three (3) months after becoming due, but within six (6) months, the member shall be reinstated to good standing upon receipt. If a member's dues become more than six (6) months past due, the member shall be considered to have resigned and shall be dropped from the rolls.
- C.. **BOOKS AND RECORDS:** The books and records of USA Dance shall be open to inspection by any Voting Member in good standing and to inspection by other such persons as may be approved by the EC or GC. Inspections of books and records by members may be at the Annual General Meeting or at the designated seat of record as set forth by the GC. Copies of USA Dance's rules and regulations shall be available for purchase by any interested party for a reasonable cost, which covers the USA Dance cost of printing and mailing.

**ARTICLE XIV- INDEMNIFICATION**

The GC may opt to obtain insurance or otherwise indemnify the Voting Delegates of the GC against liabilities, suits, or other actions arising against them personally for situations arising which are directly related to their service to USA Dance. However, there shall be no indemnification of any person found guilty of committing unlawful acts and no indemnification that would be unlawful or contrary to public policy. Accident and medical insurance may be obtained for USA Dance sanctioned competitions and for social dance activities sponsored and managed by USA Dance and its chapters and regions.