

***Ballroom, Latin, & Swing Social
Dance Association***

BY-LAWS

(As of 06/07/2008)

**ARTICLE I
NAME**

The name of the organization is Ballroom, Latin & Swing Social Dance Association (“BLS” and/or “the Association”).

**ARTICLE II
OBJECTIVE**

The objective of the Ballroom, Latin & Swing Social Dance Association is to promote ballroom dance by:

- Providing quality social dance opportunities in a welcoming, enthusiastic atmosphere; and
- Conducting other activities promoting the enjoyment of ballroom dance.

**ARTICLE III
MEMBERSHIP**

Section 1. Membership is extended to all persons who are interested in ballroom dancing.

Section 2. No person may be denied membership because of race, color, creed or national origin.

**ARTICLE IV
CHARTER MEMBERS**

A charter member is one who is accepted for membership as of December 31, 1993.

**ARTICLE V
DUES and ASSESSMENTS**

Section 1.a. The dues of the Association shall be \$30.00 per 12-month period for individuals and \$50.00 per 12-month period for any two persons residing at the same address. Membership expires the following year at the end of the month in which the member originally joined. Charter members’ dues of the Association shall be \$24.00 per 12-month period for individuals and \$40.00 per 12-month period for any two persons residing at the same address.

Section 1.b. Members of the Board of Directors and Committee Chairpersons will receive complimentary membership while in office or serving on a committee. Members must have been paying members prior to serving. The complimentary memberships will begin on January

1st and end on December 31st of the year in which the member is serving, regardless of when the member's annual membership expires. This article will take effect in 2008, thus becoming retroactive to January 1, 2008.

Section 2. Assessments may be imposed for special occasions or for such other reasons as approved by the Association membership and/or the Board of Directors.

Section 3. The Association shall be a not-for-profit organization. Monies collected can be used only for the specified objectives of the Association.

ARTICLE VI ORGANIZATIONAL STRUCTURE

Section 1. The Association will be governed by a Board of Directors. The Board will conduct all business of the Association and report its actions to the membership on a regular basis.

The Board will be composed of seven members. Terms shall be for two years, except for initial terms, which shall be governed by the Standing Rules of the Association. Any Association member in good standing may be elected to the Board. However, only one member of any one single household may serve on the Board at any time. This amendment to become effective January 1, 2008.

The Board of Directors will operate the Association and its activities for the enjoyment of the membership.

Section 2. Election to the Board of Directors shall be held at the regular Association meeting in November by a majority vote of the members present.

Each year before election time, the Chairperson will appoint a Board member to chair the Nominating Committee. The Nominating Committee Chairperson will recruit at least two non-Board members who are members of the Association to form the Nominating Committee. The Committee will identify potential candidates for the directors' positions to be filled that year. The Nominating Committee will present the potential candidates first to the Board and then to the membership for voting.

Installation of new Directors and election of officers will take place as the first order of business, Board of Directors' meeting in January following the Association's November election meeting.

Section 3. Board members may serve two consecutive two-year terms. After two consecutive two-year terms, Board members may be elected to serve another term after they have been off the Board for one year.

Section 4. The Chairperson will appoint a replacement for Board vacancies caused by illness, resignation, etc. Such appointee will serve until the next November election. If an unexpired portion of the term remains, the membership will elect a replacement. Interim Directors so appointed shall be eligible for election as the replacement. At the end of the interim term, such Interim Directors, if re-elected, may serve two consecutive two-year terms.

Section 5. The Board shall maintain, update and publish as necessary the Standing Rules of the

Association. The Standing Rules may be amended by either, a.) the Board of Directors, or b.) a general vote of the membership as outlined below.

a. If the Standing Rules are amended by the Board of Directors, the proposed amendment must be published at least two weeks prior to a general membership meeting, at which the proposed amendment must be ratified by a majority of the members present.

b. Any Association member in good standing may propose an amendment to the Standing Rules. The proposed amendment shall be submitted in writing to the Board of Directors at least one (1) week prior to a Board of Directors' meeting. The proposed amendment shall be discussed at the Board of Directors' meeting and the Board of Directors shall publish the proposed amendment, along with a Board of Directors' recommendation concerning the proposed amendment, in the next Association newsletter. The proposed amendment shall be placed before a vote of the general Association membership at the next regularly scheduled meeting. If the proposed amendment receives a majority vote of the members present at the next regularly scheduled meeting, it becomes effective immediately.

ARTICLE VII OFFICERS

Officers of the Association shall be Chairperson, Vice Chairperson, Secretary and Treasurer. The Board will select its officers from their own number at the first regular Board meeting in January after election. The offices of Secretary and Treasurer may be filled by one person, subject to the approval of the Board of Directors. Officers shall serve for a term of one year. BLS Officers resolve to be positive and enthusiastic, as enthusiasm and attitude set the tone of the Association.

Section 1. Chairperson: The Chairperson shall:

- Provide effective leadership;
- Preside at all meetings;
- Notify the Secretary of forthcoming regular and special meetings;
- Serve as a liaison to the membership and the community at large;
- Appoint such committees (standing, special and ad hoc) as necessary to conduct BLS business;
- Call meetings of the Board of Directors as required to conduct Association business; and
- Perform or assign other duties as necessary for the efficient working of the Association.

Section 2. Vice Chairperson: The Vice Chairperson shall:

- Preside at meetings in the absence of the Chairperson or at the request of the Chairperson;
- Coordinate all administrative activities and committee functions (including notifying special and/or ad hoc committees of appointments and duties);

- Count votes during elections at Association meetings;
- Provide information on policy changes to all Directors, Officers and committee chairmen; and
- Assume the duties of the Chairperson should the Chairperson be unavailable when such need arises.

Section 3. Secretary: The Secretary shall:

- Keep minutes of all meetings of the Association and the Board of Directors;
- Furnish copies of the minutes of the last Board of Directors meeting;
- Report on the minutes of the last Association meeting when necessary;
- Keep a permanent record of all motions made and carried;
- File all documents and correspondence belonging to the Association;
- Ensure that members are notified of all Association meetings;
- Be custodian of any other official documents and items pertaining to the legal operations of the Association; and
- Be custodian of the By-Laws, Standing Rules and any other guidelines pertaining to Association activities by keeping an Association book containing these documents.

Section 4. Treasurer: The Treasurer shall:

- Receive all funds and issue receipts for the same;
- Make all disbursements authorized by the Association and/or the Board of Directors;
- Keep an accurate records of all receipts and disbursements;
- Keep the Association's checkbook, and make all deposits and withdrawals to the Association's bank account;
- Ensure that current signature cards are on file with the Association's bank;
- Provide an itemized written financial report to the Board of Directors at each meeting and to the Association on request; and
- Submit books for audit at the close of each term or on the request of the Board of Directors.

ARTICLE VIII MEETINGS and QUORUMS

Section 1. The annual Association meeting and elections will be held at the first regular dance in November. Other regular Association meetings will be scheduled by the Board of Directors as necessary. The membership will be notified of the annual meeting, and all other regular Association meetings, at least 30 (thirty) days in advance of the scheduled meeting date. Association meetings will be held in accordance with the Standing Rules of the Association. Robert's Rules of Order shall apply to all questions of procedure.

Section 2. The membership may cause a regular Association meeting to be scheduled at any time by presenting to the Board of Directors a petition signed by 60% (sixty percent) of the total Association membership. Any such meetings will be scheduled no sooner than 30 (thirty) days and no later than 60 (sixty) days after the petition is presented to the Board of Directors.

Section 3. The Board of Directors will be notified of regular meetings no later than seven (7) days before such meetings. The Chairperson may call emergency meetings with a 48-hour (forty-eight-hour) verbal notice to Board members. Any Director may, but is not required to, set aside such notice by stating such in writing.

Section 4. Board of Directors meetings will be conducted in accordance with Robert's Rules of Order. Any Association member in good standing may attend Board of Directors meetings.

Section 5. Quorums:

- a. At an Association meeting, 25% (twenty-five percent) of the total Association membership shall constitute a quorum for the transaction of business requiring general membership action.
- b. At a Board of Directors' meeting, a minimum of four (4) affirmative votes is required for approval of any Board action.

ARTICLE IX AMENDMENT PROCESS

Section 1. The By-Laws may be changed by introduction of an amendment by the Board of Directors at a regular Association meeting and voting on the amendment at the next consecutive Association meeting. A membership quorum must be present for voting results to be validated.

Section 2. Proposed amendments to the By-Laws must first be presented to the Board of Directors at least 30 (thirty) days before a regular or called Association meeting, so that they may be added to the meeting agenda.

ARTICLE X AMENDMENTS

Amendment 1. In the event of the dissolution of BLS, any assets of the Association will be distributed to another 501-C organization, that organization to be designated by the BLS Board of Directors. (This amendment was duly approved by the Board of Directors and membership as of February 24, 1995.)

Amendment 2. The dues of the Association shall be \$30.00 per 12-month period for individuals and \$50.00 per 12-month period for any two persons residing at the same address. Membership expires the following year at the end of the month in which the member originally joined. Charter members' dues of the Association shall be \$24.00 per 12-month period for individuals and \$40.00 per 12-month period for any two persons residing at the same address. The effective date of this change to be retroactive to January 21, 1996. (Article V, Section 1) (This amendment was duly approved by the Board of Directors and membership with the second

reading at the Association's November 10, 2000 Annual General Meeting.)

Amendment 3. Installation of new Directors and election of officers will take place as the first order of business at the first Board of Directors' meeting in January following the Association's November election meeting. (Article VI, Section 2, Paragraph 3) Officers of the Association shall be Chairperson, Vice Chairperson, Secretary and Treasurer. The Board will select its officers from their own number at the first board meeting in January after election. The offices of Secretary and Treasurer may be filled by one person, subject to the approval of the Board of Directors. Officers shall serve for a term of one year. BLS Officers resolve to be positive and enthusiastic, as enthusiasm and attitude set the tone of the Association. (Article VII, Paragraph 1) (This amendment was duly approved by the Board of Directors and membership with the second reading at the Association's November 10, 2006 Annual General Meeting.)

Amendment 4. Any Association member in good standing may be elected to the Board. However, only one member of any one single household may serve on the Board at any time. This amendment to become effective January 1, 2008. (Article VI, Section 1, Paragraph 2) (This amendment was duly approved by the Board of Directors and membership at the Association's June 8, 2007 Semi-Annual General Meeting.)

Amendment 5. The Board shall maintain, update and publish as necessary the Standing Rules of the Association. The Standing Rules may be amended by either, a.) the Board of Directors, or b.) a general vote of the membership as outlined below.

a. If the Standing Rules are amended by the Board of Directors, the proposed amendment must be published at least two weeks prior to a general membership meeting, at which the proposed amendment must be ratified by a majority of the members present.

b. Any Association member in good standing may propose an amendment to the Standing Rules. The proposed amendment shall be submitted in writing to the Board of Directors at least one (1) week prior to a Board of Directors' meeting. The proposed amendment shall be discussed at the Board of Directors' meeting and the Board of Directors shall publish the proposed amendment, along with a Board of Directors' recommendation concerning the proposed amendment, in the next Association newsletter. The proposed amendment shall be placed before a vote of the general Association membership at the next regularly scheduled meeting. If the proposed amendment receives a majority vote of the members present at the next regularly scheduled meeting, it becomes effective immediately. (Article VI, Section 5) (This Section replaced the sentence, "The Board shall create, maintain, and update, as necessary, the Standing Rules of the Association.") (This amendment was duly approved by the Board of Directors and membership at the Association's June 8, 2007 Semi-Annual General Meeting.)

Amendment 6. Members of the Board of Directors and Committee Chairpersons will receive complimentary membership while in office or serving on a committee. Members must have been paying members prior to serving. The complimentary memberships will begin on January 1st and end on December 31st of the year in which the member is

serving, regardless of when the member's annual membership expires. This article will take effect in 2008, thus becoming retroactive to January 1, 2008. (Article V, Section 1.b.) (This amendment was duly approved by the Board of Directors and membership with the first reading at the Association's June 6, 2008 Semi-Annual General Meeting.)

June 7, 2008

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