

***2019 Ballroom, Latin & Swing Social
Dance Association***

BY-LAWS

(As of 11/22/19)

ARTICLE I: ORGANIZATION

Section 1: The name of the organization is Ballroom, Latin & Swing Social Dance Association ("BLS" and/or "the Association").

Section 2: The Association shall be a 501-C not-for-profit organization. Monies collected can be used only for the specific objectives of the Association.

Section 3: BLS shall be governed by these By-Laws and a set of Standing Rules. Board and special member meetings shall be conducted in accordance with the rules contained in "Robert's Rules of Order" (latest version) where applicable and where such rules are consistent with these By-Laws.

ARTICLE II: OBJECTIVE

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

1. Providing quality social dance opportunities in a welcoming, enthusiastic atmosphere
2. Conducting other activities that promote 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. To keep charter membership status, continuous membership must be maintained.

ARTICLE V: DUES and ASSESSMENTS

Section 1a: The dues of the Association shall be \$30.00 per 12-month period for individuals and \$50.00 for any two persons residing at the same address. Membership expires the following year at the end of the month in which the member(s) 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. (Approved November 10, 2000)

Section 1b: 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. (This article took effect in 2008 and became retroactive to January 1, 2008.)

Section 2. The Association membership and/or the Board of Directors may impose Assessments for special occasions or for such other reasons.

ARTICLE VI: ORGANIZATIONAL STRUCTURE

Section 1: The Association will be governed by a Board of Directors, elected and appointed from the BLS Membership. The Board will conduct all business of the Association and report its actions to the membership on a regular basis. The Board of Directors will operate the Association and its activities for the enjoyment of the membership. The Board of Directors will create, maintain, publish and update, as necessary, a set of Standing Rules for the day-to-day operation of BLS.

Any Association member in good standing may be elected to the Board. Two members of a single household may serve on the Board at any time. (This amendment became effective June 1, 2015).

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. The Board will be composed of at least seven members: four (4) Officers and at least three (3) additional Directors to chair Standing Committees. Duties and Responsibilities of Standing Committees are outlined in Standing Rules.

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. (This amendment was approved at November 10, 2006 General Membership Meeting.)

Section 3: Board members may serve two consecutive two-year terms. Board members may serve additional terms with approval of the Board through a quorum vote (four (4) affirmative votes). (This amendment (#8) was approved at the November 22, 2019 General Membership Meeting.)

Section 4: The Chairperson will appoint a replacement for Board vacancies caused by illness, resignation, etc. Such Interim Director appointee will serve until the next November election. Interim Directors, if re-elected, may serve for two-year terms.

Section 5: The Board of Directors may amend The Standing Rules. Any Board member or any Association member in good standing may propose an amendment to the Standing Rules. An Association Member shall submit the proposed amendment in writing to the Board of Directors at least two (2) weeks prior to a Board of Directors' meeting. The proposed amendment shall be discussed at the Board of Directors' meeting. If the proposed amendment receives a majority vote of the Board members, it shall be added to the published Standing Rules and it becomes effective immediately. (This amendment was approved at the November 22, 2019 General Membership Meeting.)

ARTICLE VII: OFFICERS

Officers of the Association shall be Chairperson, Vice Chairperson, Secretary and Treasurer. The offices of Secretary and Treasurer may be filled by one person, subject to the approval of the Board of Directors. All BLS Officers and Committee Chairpersons 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;
- 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;
- Attend meetings of the Central Arkansas Dance Association (CADA); 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 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 Board Members;
- Attend CADA meetings; and
- Assume the duties of the Chairperson should the Chairperson be unavailable.

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 all members are notified of 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 record 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 a regularly scheduled date in November. The Board of Directors will schedule other regular Association meetings 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 between 30 (thirty) days and 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 at least seven (7) days before such meetings. The Chairperson may call emergency meetings with a 48-hour (forty-eight-hour) verbal notice to Board members.

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; however, only Board members may vote on issues presented to the Board. It is the member's responsibility to determine the date and time of Board meetings by contacting a Board member.

Section 5: Quorums:

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

ARTICLE IX: AMENDMENT PROCESS

Section 1: The Board of Directors may change the By-Laws by introducing an amendment at a regular Board meeting. The membership will vote on the amendment at the next scheduled Association meeting. A membership quorum (25% of members) must be present for voting results to be valid. All approved changes will be dated at the relevant point in the By-Laws.

Section 2: Association members must present Proposed amendments 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 Association meeting agenda.

ARTICLE X: AMENDMENTS and GENERAL RULES

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 1a) (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. BLS Board members 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. In addition, two members of a single household may serve on the Board at any time. This amendment to become effective June 1, 2015. (Article VI, Section I, Paragraph 2) (This amendment was duly approved by the Board of Directors and membership at the Association's March 13, 2015, Special Membership 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 may 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.)

Amendment 7: The Board shall maintain, update and publish as necessary the Standing Rules of the Association. The Board of Directors may amend the Standing Rules at a regularly scheduled Board meeting. This amendment rescinds Amendment 5 which stated that the General Membership must also approve changes to the Standing Rules. Rationale for rescinding Amendment 5 is as follows: The Standing Rules govern the day-to-day operation of the Association. BLS moved to a new venue in July 2018 named The Ballroom on Shackleford (TBOS) and combined with LRBC and LRCD to form the Central Arkansas Dance Association (CADA). It is important that the BLS Standing Rules are easily modified to adapt to future changes. The Association requires the flexibility to amend Standing Rules to insure that dances and other events are conducted smoothly and continuously. (This amendment rescinds the June 8, 2007 Amendment and was duly approved by the Board of Directors and membership with the first reading at the Association's November 22, 2019 Annual General Meeting.)

Amendment 8: Board members may serve two consecutive two-year terms. Board members may serve additional terms with approval of the Board through a quorum vote (four (4) affirmative votes. (Article IV, Section 3). This Section replaces the sentence; “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.”

November 22, 2019

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