

CONSTITUTION AND BY-LAWS

NORTH DAKOTA SQUARE AND ROUND DANCE CLUBS, INC.

CONSTITUTION

(Adopted April 16, 1977, at Fargo, North Dakota)

(Amended April 17, 1982 at Jamestown; April 9, 1983 at Grand Forks; April 18, 1998 at Bismarck; April 21, 2001 at Jamestown; April 13, 2002 at Bismarck; April 30, 2011 at Fargo; April 30, 2016 at Fargo)

ARTICLE I

This Corporation shall be known as the North Dakota Square and Round Dance Clubs, Inc.

ARTICLE II

The purpose of the Corporation shall be:

- A) To promote the teaching of the fundamentals of square and round dancing.
- B) To assist in the formation and development of clubs.
- C) To promote friendliness and hospitality through the medium of square and round dancing.
- D) To operate on a non-profit basis.

ARTICLE III

Membership and Dues

Membership in the corporation shall be open to any Square or Round Dance Club in the area, upon payment of annual club dues. Dues are to be made payable annually by February 1st, to the North Dakota Square and Round Dance Clubs, Inc.

ARTICLE IV

Officers and Directors

- A) The Corporation shall be governed by a president, vice president, president-elect, secretary, treasurer and directors. The past president will automatically become a director at large for the following year, with the same voting privileges as the other officers and directors. Any caller who is a member of any Callers' Association is not eligible to hold office in the North Dakota Square and Round Dance Clubs, Inc.
- B) Officers and directors shall be elected at the Annual Meeting of the corporation, and shall be elected from the membership of member clubs. Directors shall be elected by the delegates of their district clubs. A delegate is any paid up member of any club, who was elected or appointed by that club to represent that club.

C) Vacancies in the Board of Directors shall be filled by presidential appointment, with the advice of Board of Directors. Vacancies in the officers shall be filled by presidential appointment.

ARTICLE V

Fiscal Year

The fiscal year of the Corporation shall be from June 1 through May 31 following.

ARTICLE VI

Annual Meeting

A) The Annual Meeting and Convention shall be held during the last weekend of April of each year. The Convention shall be co-sponsored by the Corporation and the club or clubs of the Convention site on a 25%-75% basis (25% to the State Corporation and 75% to the club or clubs). The hosting club shall determine the schedule.

B) At Corporation meetings, each paid-up member club shall have one vote, and a majority vote shall govern. In voting, no proxies shall be allowed.

C) A quorum shall be one-third of those eligible to vote.

ARTICLE VII

Amendments

This Constitution may be amended at any regular Annual Meeting of the Corporation by a two-thirds vote of the member clubs present. Any proposed amendment or revision shall be posted on the official website at least 30 days prior to the Annual Meeting.

NORTH DAKOTA SQUARE AND ROUND DANCE CLUBS, INC.

BY-LAWS

I. Membership and Dues

Member Club dues shall set by the Board of Directors and payable annually by February 1st to the treasurer of the North Dakota Square and Round Dance Clubs, Inc. (Dues are presently \$40 per year.)

II. Officers and Directors

A) The officers and directors shall be elected at the Annual Meeting and shall assume office on June 1st.

B) The president-elect shall serve for a term of one year, and shall assume the office of president the following June 1st.

C) The vice president, secretary and treasurer shall be nominated from the district of the incoming president.

D) Directors shall be elected for a term of two years, with half of the directors to be elected annually from each of the four sections of the state, as divided by Highways 200 and 3. Clubs on Highway 200 go north and clubs on Highway 3 go west. One director shall be elected to represent each of five clubs or fraction thereof within a district, with a minimum of one director for each district. The past president will automatically become a director at large for the following year, with the same voting privileges as

the other officers and directors. The directors' term of office shall not exceed two consecutive full terms.

III. Duties of the Officers

A) Duties of the President:

- 1) The president shall preside at all Corporation meetings.
- 2) The president shall preside at all Board Meetings.
- 3) The president shall be responsible for administering the affairs of the Corporation and shall see that the Constitution is adhered to, and shall do all things necessary in promoting the affairs of the Corporation.
- 4) When a vacancy occurs, the president shall appoint a Historian, an Insurance Coordinator, or a License Coordinator as needed.

B) Duties of the Vice President:

The vice president shall perform the duties of the president in the absence or inability of the president, or when otherwise notified by the president, and shall perform other duties as assigned by the president.

C) Duties of the President-Elect:

The president-elect shall serve as promotional director.

D) Duties of the Secretary:

- 1) The secretary shall keep a record of the minutes of all meetings of the Corporation and the Board of Directors.
- 2) The secretary shall handle all correspondence necessary in carrying on the business of the corporation.
- 3) The secretary shall send a copy of all Board and General Meeting minutes to the Prairie Squares for publication on the Web site.
- 4) The secretary shall send a copy of duties to each director after they are elected.

E) Duties of the Treasurer:

- 1) The treasurer shall maintain and keep up to date a list of member clubs and give a copy to all officers and directors.
- 2) The treasurer shall act as custodian of all funds of the Corporation and collect all monies due the Corporation

IV. Duties of the Board of Directors

The directors shall be responsible to the president and the Corporation. Each director shall promote the affairs of the Corporation at all times and shall perform such duties as outlined in the Directors Handbook.

V. Location and Place of Business

The principal business of the Corporation shall be transacted at the address of the secretary or treasurer.

VI. Depositing and Disbursing of Funds

- A) Funds of the Corporation shall be deposited in a bank, which shall be designated by the president or to special accounts by direction of the Board of Directors.
- B) All funds shall be disbursed by check drawn by the treasurer upon the approval of the president. Corporation funds will be audited annually before transfer to the new Convention site. Audits will be

performed by a committee appointed by the president. The president must obtain approval of the Board of Directors for expense items exceeding \$100.

VII. Publications

A) The corporation shall maintain an official web site (presently Prairie Squares: www.squaredancenorthdakota.org), which shall be kept current by a web master.

B) Annual dues from each club will be used to pay the web master. The amount shall be determined by the corporation.

C) Full names and e-mail addresses of all officers, directors and area served shall be published on the web site.

D) Full names and e-mail addresses of all officers and members of the North Dakota Square Dance Callers and Cuers Association shall be published on the web site.

E) Full name and e-mail address of the web master shall be posted on the web site.

F) The web master shall maintain an e-mail listing of Board members, which shall be used to send special information to members. This list shall not be sold. The web master shall give reports at each meeting to the board of directors. The board of directors shall prescribe other duties of the web master.

G) It shall be the duty of the local clubs to make sure that their members who do not have access to a computer are given information published on the web site.

VIII. Liquidation of Assets on Dissolution

All assets of the Corporation shall be distributed to the United Square Dancers of America on dissolution.

IX. Amendments

These By-Laws may be amended at any regular Annual Meeting of the Corporation by a majority vote of the member clubs present. Any proposed amendment or revision shall be posted on the official website at least 30 days prior to the Annual Meeting