

BYLAWS
Las Vegas Square & Round Dancers
March 31, 2009

ARTICLE I GENERAL

SECTION A. NAME

The name of the organization shall be "Las Vegas Square & Round Dancers" (referenced hereafter as the "Association").

SECTION B. NONPROFIT

The Association is incorporated in the State of Nevada as a nonprofit corporation that follows I.R.S. 501(c)(3) tax-exempt regulations and will not distribute gains, profits, or dividends to the officers or members.

SECTION C. USDA AFFILIATE

The Association is an affiliate member of the United Square Dancers of America, Inc.

SECTION D. PURPOSE

The Association is organized to:

1. Promote the education and teaching of Square and Round Dancing to members and the general public.
2. Provide for the exchange of ideas and the distribution of information between area square and round dance groups, members, dancers, square dance callers and round dance cuers.
3. Co-sponsor and/or Coordinate activities that educate and/or teach Square and Round Dancing.
4. Make General Liability Insurance available to groups who sponsor Square and Round Dance activities, and to their agents. Make available Medical, Dismemberment, and Death Insurance for members while engaged in official group dancing events.

ARTICLE II MEMBERSHIP

SECTION A. MEMBERSHIP

Membership shall be open to Square and Round Dance Groups and Individuals, and shall not be restricted on the basis of race, nationality, sex, age, religion, or sexual orientation.

SECTION B. APPLICATION

1. A square and round dance group of eight or more that actively supports these bylaws and offer educational activities as part of their annual program may apply for membership provided they hold regularly scheduled dances and classes during the calendar year.
2. Application for membership shall be in writing to the Secretary and shall be accompanied by an up-to-date schedule of dance and educational activities, lists of officers/leaders and group members, a copy of the group's bylaws (if there are any), and the name of the delegate to

Association meetings.

3. Membership shall be decided by a majority vote of the Board present and voting.
4. Upon acceptance of the application, membership shall become effective when all dues and fees are paid.
5. Individuals who subscribe to the provisions of these bylaws and pay the annual fee may apply for membership. Individual members do not have voting rights.

SECTION C. ROSTERS

1. Each group shall send to the Insurance Chairperson an up-to-date membership roster in October of each year.
2. The roster shall be completed in accordance with the guidelines promulgated by the Board and/or the Standing Rules. The information provided shall not be released or used for any other purpose.

SECTION D. WITHDRAWAL

1. A group or individual may withdraw by posting a letter to the Association.
2. Any member group or individual may be dropped from the Association by a two-thirds vote of the Board at a regularly scheduled Association meeting.
3. The group or individual may reapply for membership in accordance with Article II Section B, once per 12-month period. Dues, plus a reinstatement fee as set by the Board and set forth in the Standing Rules, will be due and payable upon reinstatement.

ARTICLE III FISCAL YEAR AND REVENUE

SECTION A. FISCAL YEAR

The Fiscal Year shall be January 1 through December 31.

SECTION B. DUES

1. Annual Dues shall be set by the Board, set forth in the Standing Rules, and be paid before January 1 of each year.
2. Groups/Individuals must be notified of any change in dues at least thirty-days (30) prior to the beginning of the Fiscal Year.

SECTION C. AUDIT

The President at the first meeting of the Fiscal Year shall appoint an Audit Committee. The Committee shall report to the Board no later than the third regular meeting.

ARTICLE IV ELECTION

SECTION A. OFFICERS

The officers shall be President, Vice-President, Secretary, and Treasurer. Officers may hold office for more than one term.

SECTION B. REQUIREMENTS

1. Be a member in good standing of a group that is a member of the Association.
2. Be at least eighteen (18) years of age.
3. Two (2) members of the same household shall not serve concurrently as officers.

SECTION C. DUTIES OF OFFICERS

The specific duties of the officers shall be prescribed in the Standing Rules.

SECTION D. NOMINATING/ELECTION COMMITTEE

1. The nominating committee shall be composed of one to three Board Members. They shall elect their own chairperson.
2. The nominating/election committee shall submit a proposed slate of officers to the Board for approval at the last regular Association meeting prior to a general or special election.
3. The Nominating committee will also be responsible for sending out notices to member groups of upcoming elections, for printing and distributing the ballots, and for opening the received ballots and for counting the votes.

SECTION E. NOMINATION FROM THE FLOOR

1. Nominations may be made at the last regular meeting of the Association prior to the general or special election provided the candidates meet the requirements for the office and have given consent to serve if elected.
2. No other names can appear on the ballot other than as stated in Article IV, Section D and E.

SECTION F. GENERAL ELECTIONS

1. Election shall be by ballot mailed to each member group at least thirty-days (30) prior to the last regular Association meeting of the calendar year. Each ballot will include, for the purposes of returning the ballot, an envelope addressed to the secretary and marked **BALLOT** on the outside.
2. Election of officers shall be held by opening the ballots at the regularly scheduled meeting following the mailing of Ballots.
3. Ballots that arrive after the vote has been tallied shall not be counted.
4. Candidates receiving a simple majority of votes are elected.
5. If no candidate for an office receives a simple majority of votes from the ballots, the Board will vote (and revote) until one candidate receives a simple majority of votes.
6. Elected officers take office January 1 following the election.
7. An officer shall hold office for one (1) year, or until removed by resignation, or action of the

Board as per Article IV Section G, or death.

8. If an officer runs for another office and is elected, the office they held before the election will be declared vacant.

SECTION G. VACANCIES AND SPECIAL ELECTIONS

1. The Board may, if approved by a simple majority of the Board present and voting, declare an office vacant if:
 - A) An officer fails to attend three (3) consecutive meetings without approval of the Board,
 - B) An officer is deemed to have misused the office,
 - C) An officer resigns,
 - D) An officer leaves the area, dies or is otherwise deemed by the Board unable to fulfill the obligations of the office.
2. An officer being removed for any cause shall be notified, in writing, at least fourteen (14) days prior to the next scheduled meeting, where said officer will be given an opportunity to oppose such action. The Board may reconsider or finalize the removal at this time.
3. A newly appointed nominating committee shall present a slate of candidates for the vacant office at the meeting following the announcement of the vacancy. A special election shall be held at that time.
4. Voting shall be by voice. A simple majority of the Board present and voting shall elect the candidate to fill the vacant office.

ARTICLE V BOARD

SECTION A. COMPOSITION

The Board shall be composed of the President, Vice-President, Secretary, Treasurer, Delegates, and the immediate past two presidents.

SECTION B. DELEGATES

1. Each group in good standing is entitled to one (1) delegate.
2. Each group president/leader will submit (in writing) to the President the name, address phone number and e-mail address (if there is one) of the group's delegate to the Board. It is the group's responsibility to assure that this individual is informed of the group's wishes on all matters to come before the Association.
3. Each group delegate or an alternate must attend scheduled Association meetings that are held within 75 miles of their groups regular dance location.
 - A) Failure of either the delegate or an alternate to attend two (2) consecutive meeting will result in notification to the group President/leader of non-attendance. (The Secretary will submit in writing to the delegate and group president/leader a notice of suspension.)
 - B) If the delegate or an alternate does not attend the meeting following notification, suspension of privileges for the group they represent shall commence immediately for a period of four (4) consecutive months. This will result in loss of voting privileges, free flyer insertion, reports, and advertising in the Association publication.

SECTION C. MEETINGS

Members of the Board shall attend all meetings unless excused by the President.

SECTION D. AUTHORITY

1. The Board shall have general administration authority.
2. No action by any member, committee, employee, or officer shall be binding upon, or constitute an expression of, the policy of the Association until approved by the Board.
3. Robert's Rules of Order Newly Revised shall be the final source of authority in all questions of parliamentary procedure that are not consistent with these bylaws or the Standing Rules.

SECTION E. STANDING RULES

The Board shall establish Standing Rules as required.

SECTION F. INDEMNIFICATION

The Association indemnifies every Board member of all debts or obligations incurred in the discharge of duties as directed by the Board.

ARTICLE VI MEETINGS AND QUORUM

SECTION A. MEETINGS

1. The regular meeting of Association shall be held every other month beginning in January at a time and place agreed upon by the Board.
2. Special meetings may be called by the President or by a minimum of four (4) members of the Board. Only the matter for which the special meeting is called shall be considered at said meeting.
3. Voting at meetings shall be by the Board members that are present with each Board member entitled to cast only one vote. Proxy votes are not permitted.

SECTION B. QUORUM

A quorum for the transaction of all business shall be declared if five (5) board members are present.

ARTICLE VII STANDING COMMITTEES

SECTION A. COMMITTEES

The Standing Committees shall be: Education and Compliance, Finance, Insurance and Publicity.

SECTION B. DUTIES OF COMMITTEES

The specific duties of the Standing Committees shall be prescribed in the Standing Rules.

ARTICLE VIII AMENDMENTS

1. Amendments to these Bylaws must be submitted in writing to the Board and member groups fourteen (14) days or more prior to the vote.
2. Voting will be by the Board at the regular meeting that immediately follows the written notification period.
3. Amendments become effective by a 2/3 majority of the votes cast.
4. Ballots as per Article IV, Section F, paragraphs 1 - 4 will be accepted in place of voice votes.

ARTICLE IX DISSOLUTION

Upon dissolution of the corporation, the directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation or entity organized for purposes similar to those set forth in Section 12 hereof exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) as the directors shall determine. Notwithstanding anything herein to the contrary, distribution shall be made to the above-named organizations only if they are exempt within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by superior court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Adopted May 2009

Michael Dreyer, President