

ST. LOUIS BALLROOM DANCERS

By-Laws

ARTICLE I NAME OF CLUB

The name of the club is ST. LOUIS BALLROOM DANCERS.

ARTICLE II PURPOSE

The purpose of the club is to promote interest and skill in amateur dancing while encouraging high quality and enjoyment of dancing.

ARTICLE III MEMBERSHIP

Section A. Annual membership dues will be established by the Board of Directors. Dues will be payable on September 1, of each year and will be delinquent after October 15. Any members delinquent in paying their dues will lose all membership privileges. Dues for those joining the club after March 1, shall be one-half the annual dues.

Section B. Professional dancers and other individuals or business firms who wish to maintain a close association with amateur ballroom dancing may join the club as non-voting members. Non-voting members shall have no office-holding privileges.

ARTICLE IV BOARD OF DIRECTORS AND OFFICERS

Section A. There will be five to nine members of the Board of Directors who will direct the affairs of the corporation in all matters.

1. Members of the Board of Directors shall be elected at the Annual Meeting and shall serve for three years.
2. A member may not serve more than two consecutive three-year terms.
3. No more than one member of each couple shall be eligible to serve as a Director at any given time.

Section B. The Directors of this corporation shall, within a period of one month after election, elect from the membership of the Board of Directors the following:

1. President
2. Vice-President of Classes
3. Secretary
4. Treasurer
5. Newsletter Editor

Section C. No member of the Board of Directors shall be eligible to serve as President until such member has served at least one full year as a member of the Board of Directors at some time.

Section D. Succession Plan

1. In the event the President resigns or is unable to serve, the Vice-President will automatically become President, and the office of the Vice-President will be filled by election at the next meeting of the Board of Directors.
2. In the event both the President and Vice-President resign or are unable to serve, the office of President will be filled by the Secretary as confirmed at the next meeting of the Board of Directors.
3. An emergency meeting of the general membership shall be called to elect new Board Members as needed. The highest-ranking officer of the Board will preside over that meeting. Board members so elected will serve a three-year term that is considered to have begun the previous October 1.
4. Officer vacancies in the Board of Directors will then be filled by election at a meeting of the Board of Directors.

Section E. In the event of gross neglect of duty by an officer, such officer may be removed from office upon the presentation of a petition signed by ten (10) or more members of the club in good standing to the Board of Directors. The Board of Directors shall notify the officer sought to be removed and at the next regular meeting of the club present the petition for a membership vote. A two-thirds majority of the members in good standing present will decide the issue.

Section F. Duties of the Officers

1. The President will preside at all meetings and perform all duties pertaining to that office, and shall have the power to appoint all committees subject to the approval of the Board of Directors, a quorum being present.
2. The Vice-President will be in charge of ballroom dancing classes and any activities relating to the instruction of ballroom dancing, as approved by the Board of Directors. This officer will function in all the duties of the President in the absence or incapacitation of the President.
3. The Secretary will take and read the minutes of the Club noting all motions, whether carried or lost, and will keep all business records of the corporation except those records pertaining to the office of Treasurer.
4. The Treasurer will be responsible for maintaining an accurate and timely record of all deposits and expenditures, monitoring and maintaining the accounts with Commerce Bank and the PayPal account, making payments for authorized expenditures, creating a monthly bank reconciliation, presenting a financial report at monthly board meetings, and presenting an annual financial report for the fiscal year ending August 31. The Treasurer will issue Forms 1099 as required. This officer will make payment for all authorized itemized expenditures approved by the Board of Directors. The Treasurer's books will be audited annually by the Auditing Committee or by a professional accountant whenever so directed by the Board of Directors.
5. The Newsletter Editor will prepare and distribute the newsletter and any other notifications to the general membership of the Club. The newsletter will include information about upcoming classes and dances, and other communications as relevant.

ARTICLE V. COMMITTEES

- Section A. All committees will function through the election year of the Board of Directors and until replaced by new appointments. A Membership Committee and Auditing Committee may be appointed by the President subject to the approval of the Board of Directors, a quorum being present. All other committees shall be appointed from time to time as the Board of Directors shall deem necessary and shall be dissolved when the purpose for such committee has been accomplished.
- Section B. The President may appoint a Nominating Committee at the June meeting, and this committee will report at the September Annual Meeting, at which time the new members of the Board of Directors will be elected.
- Section C. If the outgoing President is no longer an official member of the Board of Directors, he/she shall serve as an ex-officio member of the Board for a period of three years following his/her term of office and shall serve as a member of the Auditing Committee because of his/her knowledge of all activities during his/her tenure as president.

ARTICLE VI MEETINGS

- Section A. The Annual Meeting of the St. Louis Ballroom Dancers, at which time The Board of Directors will be elected, shall be scheduled on the second Wednesday in September, immediately following the Board Meeting. Additional meetings may be held at any time the Board deems necessary so long as such meetings are publicized to all members in good standing at least seven (7) days prior to the date set for such meetings.
- Section B. The Board of Directors will meet as often as required to conduct the Business of the Club.
1. Written notification of meetings will be sent to all Board members at least seven (7) days prior to the date set for such meetings.
 2. All Board Members must attend at least 75% of all Board meetings held within the year's time, except for excused absences, beginning October 1, of each year or forfeit their office.

Section C. Voting on all matters will be by whichever method is practical unless a motion is made, seconded and carried to vote by ballot.

1. A quorum for the Board of Directors will be a minimum of three (3) elected Board members present at any Board meeting.
2. A quorum for the membership will be a minimum of five percent (5%) of “members in good standing” present at any meeting.

ARTICLE VII PARLIAMENTARY AUTHORITY

Robert’s Rules of Order Revised shall be the authority for deciding all points of order and procedure.

ARTICLE VIII AMENDMENTS

Proposed amendments to this instrument shall be presented in writing and bear the signatures of ten (10) members in good standing. The proposed amendments may be presented at any scheduled Board Meeting so long as they are publicized to the general membership at least 30 days in advance of such meeting. The proposed amendment shall be adopted by a vote of a two-thirds (2/3) majority of those members in good standing present.

ARTICLE IX BY-LAWS PROVISIONS

The object and purpose of this organization being primarily social, no part of the net earnings or other assets of the corporation shall be distributed to, or inure to the use or benefit of any director, officer, or other private individual having, directly or indirectly, any personal or private interest in the activities of the corporation. However, the corporation may make payments and distributions in furtherance of the non-profit purposes stated in the Articles of Incorporation.

This organization shall not engage in any activities which are not permitted by the IRS Section 501 © (7). “In the event this organization should be dissolved for any reason, any remaining assets shall be distributed for purposes within the scope of the IRS Section 501 (c) (7), or any amendments thereto.”

ARTICLE X INDEMNIFICATION

Each person who is or was a director or officer of the corporation, including heirs, executors, administrators, or estate of such person, shall be indemnified by the corporation to the full extent permitted by the laws of the State of Missouri against any liability, judgment, fine, amount paid in settlement, costs and expenses including attorney's fees, incurred by such person in his/her capacity as a director or officer of the corporation.

ARTICLE XI MUSIC

Since the purpose of the Club is to promote interest and skill in ballroom dancing, the music played at all the social functions and instructional classes will be strict tempo ballroom music (measures per minute adjusted to comfortably teach and perform the ballroom dances). Other fun-type music may be played, at times, but at least 80% of the music should be strict tempo.

ARTICLE XII CODE OF CONDUCT

In order to prevent action that can hurt or intimidate another person, the St. Louis Ballroom Dancers club expects persons attending its functions to behave in a mature and responsible way. All participants at club functions will respect the rights and dignity of others. None of the behaviors below will be tolerated:

1. Angry or vulgar language, including swearing, name calling and shouting;
2. Physical contact with another person in any angry or threatening way;
3. Harassment or intimidation by: words, gestures, body language, or any other menacing behavior;
4. Behavior which intends to or results in the theft or destruction of property;

5. Carrying or concealing any weapons or devices which may be used as weapons.
6. The sale, possession, distribution or use of any illegal substance.

Members and guests of the St. Louis Ballroom Dancers are encouraged to report any violation of this Code of Conduct to a member of the Board of Directors. The St. Louis Ballroom Dancers Board of Directors will investigate all reported incidents and take action that is reasonable and fair. Termination of membership/participation privileges may result from any violation of the Code of Conduct. We reserve the right to refuse registration to those who do not wish to comply with these rules.