

Please review this update to the Bylaws, to be approved by the membership at the annual meeting(s) on September 22 and 25. Changes are underlined for clarity. The existing bylaws can be accessed for review at: [www.cd-rochester.org/flyers/CDR\\_Bylaws.pdf](http://www.cd-rochester.org/flyers/CDR_Bylaws.pdf)

**Country Dancers of Rochester, Inc. BYLAWS**  
**(Adopted Sept. 27, 1984)**

**1. NAME:** The name of this organization is COUNTRY DANCERS OF ROCHESTER, Inc. Country Dancers of Rochester, Inc. (CDR) is a not-for-profit organization operating as a Group Affiliate of the Country Dance and Song Society of America (CDSS) under guidelines established by the Society.

**2. OBJECTIVES:** Country Dancers of Rochester, Inc. is an educational organization which is dedicated to the preservation, study, teaching, enjoyment, and continuing evolution of English and American traditional and historical dance and dance music. CDR will endeavor to further these objectives through activities and programs open to the general public.

**3. MEMBERSHIP:** Membership in Country Dancers of Rochester, Inc. is open to all. All persons interested in dance and music are eligible to become members of CDR upon payment of dues.

a) Members in good standing are entitled to attend general and special meetings; to vote on all questions coming before the membership; to hold office and serve on standing or special committees.

b) Members are welcome to attend meetings of the Board and to participate in discussions on matters before the Board, but without a vote on matters before the Board.

c) Membership dues and privileges are determined by the Board. Only those persons whose membership is paid for the current year will be members in good standing.

d) The Board may, at its discretion, terminate the membership of any person at any time by returning that person's current dues.

**4. MEETINGS OF THE MEMBERSHIP:** An Annual Meeting of the membership will be held each year in the month of September for the election of Board of Directors. Other meetings may be called by the President as needed. All meetings of the membership are open to the public, but only members may vote on the matters on the agenda. At least three weeks' notice of all meetings will be given, except in cases of emergency. A quorum for meetings of the membership will be 25% of the active membership at the time of the meeting. Proxy votes for the election may be allowed, if this provision is specified in the notice of the meeting.

**5. DUES AND CHARGES:** The yearly dues for members and the charges for single sessions, special events, and enrollment for a series are to be set by the Officers and Planning Committee(s) at rates that will cover costs of operation.

## **6. BOARD OF DIRECTORS:**

The Board of Directors is responsible for transacting any business necessary to the maintenance of the organization. The Board of Directors consists of four Officers elected by the membership and several appointed representative members from each Planning Committee. Terms of office are one year and elected Officers may not serve more than five consecutive terms in the same office. Duties of the officers are:

- a) The President is the executive officer responsible for the operations of the group; presides at Board or member meetings; calls regular or special meetings of the membership or Board of Directors as needed; appoints chairmen and committees to carry out projects or special programs.
- b) The Vice President acts as executive in the President's absence, and is responsible for publicity of the club.
- c) The Secretary keeps records and minutes of meetings, sends notices, and receives and distributes information from other groups and organizations.
- d) The Treasurer is responsible for collection of dues and charges; for disbursement of fees to musicians and callers; and for payment of authorized expenses. The Treasurer files the yearly financial statement of operations as required by CDSS. The fiscal year of the Country Dancers of Rochester is January 1st to December 31st of each year. The Treasurer is responsible for the maintenance of the list of members and a mailing list.

The role of the representative Board members from each Planning Committee is to represent their respective dance series. The Board shall include up to three representatives from each dance series Planning Committee; all dance series must be represented. The representative members are nominated by the planning committee(s) and appointed by the Officers of CDR.

## **7. PLANNING COMMITTEE(S):**

Each dance series shall have its own planning committee that is responsible for the day-to-day business of running its respective dance events. Each planning committee shall have a minimum of three members: chairperson, financial secretary, and booker.

- a) The chairperson is responsible for scheduling meetings, posting minutes in a timely manner, and serving as a representative member on the Board of Directors.
- b) The financial secretary is responsible for timely reporting of each event's financial results to the Treasurer, producing regular financial reports for the planning committee, and serving as a representative member on the Board of Directors.
- c) The booker is responsible for scheduling talent and venues for regular and special events, and serving as a representative member on the Board of Directors.

An elected Officer of CDR may also be an officer of a planning committee.

**8. ELECTIONS:** Officers of CDR are elected at the Annual Meeting in September. In July, the President appoints a nominating committee of 3, at least one of whom should be a representative member on the Board of Directors. The Nominating Committee reports to the membership its nominations for Directors in August, one month before the Annual Meeting. Nominations may also be made from the floor. A simple majority vote will elect the Officers.

**9. NON-PROFIT STATUS:** No part of the earnings of Country Dancers of Rochester, Inc. will inure to the benefit of private individuals. This does not preclude payment of reasonable fees for work performed. In the event of dissolution, the assets of Country Dancers of Rochester Inc. will be distributed to another nonprofit organization with 501(c)3 status. Country Dancers of Rochester, Inc. will not, as a substantial part of its activities, attempt to influence legislation or participate in a political campaign for or against any candidate for public office.

**10. AMENDMENTS:** Amendments to these bylaws may be made on one month's written notice to members. A simple majority vote is required for adoption of the proposed amendments.

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Amendments (reflected above) were approved at the general membership meeting on 17 Sep 98. Maximum number of consecutive terms was increased from 3 to 5, and the start of the fiscal year was changed from June 1 to January 1.

Amendments (reflected above) were approved at the general membership meeting on May 7, 2009. Changes were to add "Incorporated" to the name of the organization, conform to NY State Corporation law regarding Directors vs Officers, specifying a quorum for election of Directors. The responsibility for maintaining the membership roll and mailing list has been assumed by the Treasurer, however the wording allows for the clerical work to be done by an appointee. A quorum definition was added to the meeting to vote on changes to membership. The provision to allow proxy votes at the discretion of the Directors was added. Additional non-substantive grammatical errors and omissions were corrected.

<p><u>Amendments (reflected above) will be presented for approval at the general membership meeting on Sept 22 &amp; 25, 2016. Changes were made to Section 6 to reflect updates in the structure of the Board of Directors, to Section 7 to reflect updates in the structure of the Advisory Committee / Planning Committees, and to Section 3 to clarify conditions of membership. Additional non-substantive grammatical errors and omissions were corrected.</u></p>
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