

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.* is a not-for-profit organization operating as a Group Affiliate of the *Country Dance and Song Society of America* 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 members are entitled to attend general and special meetings; to vote on all questions coming before the membership; to hold office and serve on special committees.
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 Advisory Committee at rates that will cover costs of operation.
6. **BOARD OF DIRECTORS:** The Board of Directors consists of four Officers: President, Vice President, Secretary and Treasurer, elected by the members. Terms of office are one year and Directors may not serve more than five consecutive terms in the same office. The Board of Directors is responsible for transacting any business necessary to the maintenance of the organization. Duties of the officers are:
 - a) The President is the executive officer responsible for the operations of the group; presides at meetings; calls regular or special meetings of the membership or advisory committee 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 National Headquarters. 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,
7. **ADVISORY COMMITTEE:** This committee is a standing committee consisting of the Directors and not less than 4 members appointed by the President to consult on matters affecting the organization. It is desirable for the Advisory Committee to include at least: a) the past President or one past officer b) the chairmen appointed by the President c) one or more of the teachers or musicians when matters affecting the program and activities are at issue. The Advisory Committee has the power to set schedules and dates, to make engagements for the Country Dancers, to set fees

and honoraria to be paid to musicians and callers as well as to determine dues and charges as noted above.

8. ELECTIONS: Board of Directors are elected at the Annual Meeting in September. In July, the President appoints a nominating committee of 3, one of whom should be an Officer or member of the Advisory Committee. 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 Directors.

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 By-Laws may be made on one month's written notice to members. A simple majority vote is required for adoption of the proposed amendments.

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 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.