

**AUSTIN SCOTTISH COUNTRY DANCE SOCIETY
BYLAWS**

ARTICLE I — NAME, LOCATION AND AFFILIATION

- Section 1. The name of this organization shall be Austin Scottish Country Dance Society, hereafter called “The Society.”
- Section 2. The Society is located in the City of Austin, in the State of Texas, U.S.A.
- Section 3. The Society is affiliated with the Royal Scottish Country Dance Society headquartered in Edinburgh, Scotland.

ARTICLE II — OBJECTIVES

The objectives of The Society shall be to:

- a. Preserve and further the practice of traditional Scottish country dances.
- b. Provide or assist in providing instruction in the dancing of Scottish country dances.
- c. Promote the enjoyment and appreciation of Scottish country dancing and music.

ARTICLE III — MEMBERSHIP

- Section 1. Members have paid their dues. Paid members under 16 years of age are Junior Members and may not vote or hold office.
- Section 2.
- a. An application for membership must be completed in order that membership may be conferred.
 - b. The membership year shall be from April through March.
 - c. Membership remains in effect for one year.
 - d. The Board of Directors may, by unanimous vote, refuse or withdraw membership privileges of any individual whose presence would be detrimental to the wellbeing of The Society. This decision may be rescinded by a majority vote of the membership in attendance at a Special or Annual General Meeting. The members in question may vote on the rescission of the Board of Directors action.

ARTICLE IV — MEETING OF MEMBERS AND VOTING

- Section 1. Annual General Meeting: The Annual General Meeting of The Society shall be held during February each year.
- Section 2. Special Meetings: Special Meetings of The Society may be called by the Board of Directors at any time or shall be called by the President upon receipt of a written request by twenty-five percent (25%) of the membership.

- Section 3. Notice of Meetings: Each member shall be notified in writing of the Annual General Meeting or any Special Meeting not less than ten (10) days or more than sixty (60) days before the date of the meeting.
- Section 4. Board of Directors Meetings: All meetings of the Board of Directors shall be open to the membership.
- Section 5. Voting: Members have one (1) vote, which shall be cast, in person only, at the Annual General Meeting or any Special Meeting. Unless otherwise specified, a majority vote of those members voting shall govern.
- Section 6. Quorum of Members: A quorum consists of one-third ($\frac{1}{3}$) of the members.

ARTICLE V — BOARD OF DIRECTORS

- Section 1. Board of Directors: The Board of Directors shall administer The Society, and may make or amend rules consistent with the Bylaws and Standing Rules of The Society. The Board of Directors consists of elected officers and a designated delegate with decision-making authority from the Teaching Committee. The Elected Officers of The Society shall be a President, a Vice President, a Secretary, and a Treasurer.
- Section 2. Duties of Officers:
- a. The President shall preside at meetings of The Society and meetings of the Board of Directors. The President shall have a casting as well as a deliberative vote. The President is an ex-officio member of all committees except the Nominating Committee.
 - b. The Vice President shall act in the absence of the President.
 - c. The Secretary shall take minutes of meetings of The Society and Board of Directors meetings, and shall keep records of The Society as directed by the Board of Directors.
 - d. The Treasurer shall receive all funds of The Society and shall deposit them in such financial institutions as designated by the Board of Directors. The Treasurer shall disburse funds of The Society as directed by the Board of Directors. The Treasurer shall present a financial report of The Society at each Board of Directors meeting and an Annual report at the Annual General Meeting. The Treasurer shall maintain the historical financial records of The Society.
- Section 3. Proceedings:
- a. The President or a majority of the Board of Directors may call a meeting of the Board of Directors at any time. Board members shall be notified at least seven (7) days prior to the meeting.
 - b. A quorum of the Board of Directors shall be a majority of the members of the Board.

- c. Every motion before the Board shall be determined by a majority vote of Board of Directors members present and voting.

Section 4. Committees and Appointments: The Board of Directors may establish committees or positions and entrust them with specific duties.

ARTICLE VI — ELECTIONS

Section 1. Qualifications: Elected Officers shall be members of The Society.

Section 2. Nomination and Election of Officers:

- a. The Board of Directors shall appoint a Nominating Committee of at least two members.
- b. The Nominating Committee shall nominate at least one member for each office in sufficient time for its list of nominations to be included with the notice to members concerning the Annual General Meeting. In addition, any member may be nominated by another member at the Annual General Meeting. If, in the latter case, the nominee is not present, the nominee's acceptance must be produced at the time of the nomination.
- c. If no one person receives a majority of the votes cast, another vote shall be taken. Only the names of the two candidates receiving the highest number of votes may be included in subsequent votes.

Section 3. Terms of Office: Officers are elected at each Annual General Meeting. Elected officers shall take office at the beginning of the membership year and shall serve for one year or until a successor is duly elected.

Section 4. Vacancies and Removal of Officers:

- a. The position of any Elected Officer who resigns, is incapacitated, or who fails to attend two consecutive Board of Directors meetings may be declared vacant.
- b. The President, subject to the approval of the Board of Directors, shall fill Elective Office vacancies for the remainder of the term.
- c. If a vacancy occurs in the Presidency, the Vice President shall succeed to the office of the President.
- d. Any Elected Officer may be removed for cause at a Special Meeting by a two-thirds ($\frac{2}{3}$) vote of those voting.

ARTICLE VII — TEACHING COMMITTEE

Section 1. Membership: The Teaching Committee shall consist of all interested Scottish country dance teachers who are also members of The Society.

Section 2. Duties: The Teaching Committee shall plan, organize, and direct the teaching activities of The Society, shall assist The Society by providing dance programs and the music to accompany them, and shall plan, organize and direct a demonstration (demo) team, if any.

ARTICLE VIII — DUES AND FEES

Section 1. Dues: The Board of Directors shall determine annual membership dues.

Section 2. Fees: The Board of Directors shall determine class fees, admission fees, and other fees for activities sponsored by The Society.

ARTICLE IX — AMENDMENT TO THE BYLAWS AND STANDING RULES

Section 1. Bylaws:

- a. The Bylaws of The Society may be amended by a two-thirds ($\frac{2}{3}$) vote of those voting at an Annual General Meeting or a Special Meeting called for that purpose.
- b. Proposed amendments shall be presented in writing to the Board of Directors not less than sixty (60) days prior to the Annual General Meeting or the Special Meeting. The Board of Directors shall include the proposed amendment in the written notice announcing the Annual General Meeting or the Special Meeting.

Section 2. Standing Rules:

- a. The Standing Rules of The Society may be amended by a majority vote of those voting at an Annual General Meeting or a Special Meeting.
- b. Amendments to the Standing Rules may be proposed with no prior notice at the Annual General Meeting or the Special Meeting.

ARTICLE X — DISBANDMENT

Section 1. The Society may be disbanded by a two-thirds ($\frac{2}{3}$) vote of those voting at an Annual General Meeting or a Special Meeting called for that purpose. The written notice announcing the Annual General Meeting or the Special Meeting shall include information concerning the disbandment of The Society.

Section 2. Distribution of Assets: Upon the dissolution of The Society, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of The Society 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.