

**Constitution and Bylaws of  
Spartanburg ContraDancers  
March 27, 2015**

**Article 1. Name.** The name of this organization is Spartanburg ContraDancers (SCD).

**Article 2. Terms and Definitions.** The term “written notice” shall be understood to mean ***notice via written mail or email***. Wherever this document refers to a fraction or proportion larger than one half, and the fractional value needs to be computed, the result of the computation shall be rounded **down** to the nearest whole number. Absentee voting, when required or permitted, shall be conducted by providing a signed paper document to the Secretary before the date of the vote.

**Article 3. Purpose.** “The Mission of The Spartanburg ContraDancers is to promote the historical, healthy activities of contra dancing, square dancing and waltzing while providing the opportunity for local and regional musicians and callers to showcase and develop their skills for the benefit of the people in Upstate South Carolina and neighboring communities.”

**Article 4. Leadership.** The responsibility for all business matters lies with the Leadership. The Leadership consists of four officers (as described in Article 6) and zero to five additional Leadership members.

- A. The Leadership has sole authority to set event schedules; to set fees at rates which will cover costs of operation, to set honoraria paid to teachers and musicians, to pay for rental of necessary facilities and other incidental expenses; to engage facilities for programs; and to approve engagements and other special activities undertaken in the name of SCD.
- B. The Leadership shall determine the need for and the responsibilities of standing or special committees to carry out projects or special programs.
- C. In the event of a vacancy on the Leadership, the remaining Leadership members may exercise the powers of the full Leadership until the vacancy is filled at the next regular election, or, by a majority vote, may appoint a member to temporarily fill the vacancy until the next election.
- D. A member of the Leadership may be removed from office by a two-thirds majority vote of the **entire Leadership**, after reasonable notice and opportunity to be heard. Because this procedure requires the participation of the entire Leadership, absentee and proxy voting shall be allowed.
- E. The leadership will nominate and elect by simple majority Chairs of standing or special committees.
- F. The Leadership will vote at regular or special meetings on nominees to fill vacant Leadership and Officer positions that occur between annual elections.

## **Article 5. Meetings.**

- A. There shall be no less than four meetings per fiscal year. No meetings will be held in July.
- B. The **quorum** for transaction of SCD business is two-thirds of the **currently filled** Leadership positions, but no fewer than three people if there are only four currently filled positions.
- C. A majority vote of those voting is necessary to transact any business brought before the Leadership.
- D. The Leadership, at its discretion, may make provisions for absentee or proxy voting by members unable to be present at a meeting.

**Article 6. Officers.** The Officers of SCD are President, Vice President, Secretary, and Treasurer. The Term of Office is one year. The duties of Officers are:

- A. **President.** The President is the executive officer responsible for the operation of SCD. He or she presides at meetings, calls regular or special meetings of the Leadership as needed, publishes an agenda for each meeting, and conducts any correspondence necessary to maintain SCD in its non-profit status (typically, contacts with and documents for the IRS and CDSS, as required by those organizations).
- B. **Vice President.** The Vice President acts as President in the absence of the President. In the event of the President's resignation or incapacity to serve, the Vice President shall succeed to the office until the next regular or special election can be held. The President may delegate to the Vice President such official or other duties as may be necessary for the conduct of business.
- C. **Secretary.** The Secretary keeps records and minutes of meetings; distributes minutes to Leadership members in a timely fashion, and does any correspondence not handled by the President. The secretary shall also perform other administrative and record keeping functions as determined by the Leadership.
- D. **Treasurer.** The Treasurer is responsible for overseeing the collection of charges, for the disbursement of fees to musicians and teachers, for payment of authorized expenditures and for maintaining records of all financial transactions. The Treasurer advises the Leadership about the finances of the organization and assists in formulating the budgets for regular and special activities. The Treasurer also prepares a yearly financial statement of operations.

**Article 7. Election of Officers and Leadership Members.** Officers and other Leadership Members are elected annually. The election is conducted at the last Leadership meeting of each fiscal year, typically in May. All Leadership members so elected take office on the following first day of July. Nominating and election procedures are described below.

### A. Nominating Committee.

The Leadership will select a Nominating Committee, consisting of three people.

The Nominating Committee: may include one or more persons not currently serving on the Leadership; shall name its own chair; shall have the following powers and duties:

1. Survey Leadership members whose terms are ending to determine their availability and interest in serving an additional term, and their interest in serving as Officers;
  2. Recruit candidates and take suggestions for candidates from the Leadership and the community;
  3. Contact nominees to confirm availability and interest, and to acquaint them with the responsibilities of service on the Leadership;
  4. Administer a survey to perspective candidates as background information for the elections, illuminating the candidate's interest, ability, and commitment to the Leadership role.
  5. Present a slate of new and returning candidates for all positions to the Leadership.
  6. Provide recommendations, with completed candidate surveys, for nominees to fill vacancies on the Leadership and among Officers that occur between annual elections.
- B. A completed slate of candidates will be approved, at a meeting or by electronic correspondence, by the Leadership no later than one month prior to the election.
- C. Only Leadership positions for which there are nominees are included on the ballot. In the event that not all positions have nominees, those positions remain open, to be filled during the year via special election by the Leadership. Leadership positions cannot be contested by write-in candidates.
- D. A quorum as provided in Article 5-B is required to conduct each SCD election. Absentee and proxy voting shall be allowed.
- E. When all positions on the slate are uncontested, voting may be conducted by a show of hands to accept or reject the entire slate. In the event that one or more positions are contested, voting is conducted by secret (paper) ballot.
- F. The Secretary is responsible for counting ballots and preparing the election report, which contains the vote count totals for each position (or for the entire slate, if all positions are uncontested). Candidates for a contested officer position may be present when the Secretary counts the ballots, and must then sign-off on the ballot count and the election report. If there are no contested positions, only the Secretary need sign the election report.
- G. In the event of a tie, the winner shall be determined by a coin toss procedure conducted by the current President and observed by the affected candidates and other Leadership members present at the meeting. Leadership officer positions are contested when there is more than one candidate for any office position. All other positions are contested when there are more than five candidates for the remaining five positions. The outcome of the non-officer positions is determined by ranking in order by total votes for each candidate.
- H. The outcome of the election shall be published on the SCD website or Facebook page, by the Secretary, as soon as is practical.

**Article 8. Fiscal Year.** The fiscal year of SCD is July 1 through June 30.

**Article 9. Amendments to the Bylaws.** Amendments to these Bylaws may be made at any meeting of the Leadership with advance email or written notice to all Leadership members; wording changes must be distributed a minimum of 2 weeks prior; absentee voting and voting by proxy are allowed; and a 2/3 majority is required for adoption.

**Article 10. Special Notices related to SCD Tax Exempt status.**

1. No part of SCD's assets or net earnings may be allocated to the benefit of private individuals. This does not preclude the payment of any reasonable fees for goods or services provided to the organization.
2. In the event of dissolution of SCD, its assets will be distributed to another nonprofit organization that is exempt under section 501(c)3 of the Internal Revenue Code.
3. SCD shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation except to the extent permitted by Section 501(h) of the Internal Revenue Code.
4. It is intended that SCD be entitled to exemption from Federal income tax under section 501(c)3 of the Internal Revenue Code and shall not be a private foundation as described in section 501(a) of the Code.