

Bylaws of the Gainesville Oldtime Dance Society, Inc. (GODS)

Revised Version Adopted November 28, 2006

ARTICLE I: Name and Purpose of Organization

1. The name of the organization shall be the Gainesville Oldtime Dance Society, Incorporated (hereafter referred to in these Bylaws as “GODS”).
2. The Gainesville Oldtime Dance Society is a non-profit Florida corporation dedicated to the furtherance of traditional dance and music, and to the sponsorship of community dance events.

ARTICLE II: Membership

The general membership is composed of those people who have paid their annual membership dues.

ARTICLE III: Meetings

1. A meeting of the general membership shall be held at least once each year, in the month of September, coinciding with a regular dance.
2. Announcement of the general meeting shall be made at least four weeks prior to the meeting.
3. Vote at the general meeting may be taken by acclamation of the members present. A majority vote of members present is required.
4. Special meetings of the general membership may be called by the Convener with at least four weeks notice.

ARTICLE IV: Board of Directors (“Steering Committee”)

1. The business of the organization shall be conducted by a Steering Committee consisting of at least five members and up to nine members. *The Steering Committee determines the size of the Steering Committee but that size should be between five and nine.*
2. Members of the Steering Committee shall be chosen from the general membership.
3. Nominations for membership on the Steering Committee shall be solicited from the general membership. Members may nominate themselves. By the end of June each year, the Steering Committee will establish a Selection Committee of at least two people who are not themselves nominees. The Selection Committee will be charged with soliciting nominations from the general membership. If there are more than nine nominees, the Selection Committee will make a final selection to bring forward at the September annual meeting. The Selection Committee will present a slate of Steering Committee candidates to the membership two weeks before the September election. If the slate is disapproved, the Selection Committee must prepare another slate and set a subsequent membership meeting date within 30 days.
4. Members of the Steering Committee shall serve for one year, and may serve up to three consecutive terms.

5. The Steering Committee will convene (in person or electronically) on a quarterly basis, including the September general meeting as one of their quarterly meetings. Steering Committee meetings will be announced with at least four weeks notice and are open to the general membership.
6. The Steering Committee will convene or communicate on a regular basis outside of quarterly meetings in order to conduct ordinary or time-sensitive business of the organization. The Convener may determine what issues are ordinary or time-sensitive.
7. A quorum of five Steering Committee members is needed to make binding decisions at regularly scheduled or specially called meetings. An absent Steering Committee member may deliver her/his vote by proxy on a specific issue before the Steering Committee. Such proxy may count toward the quorum.
8. ***It is desirable that meetings of the Steering Committee shall be conducted in a spirit of cooperation and consensus on decisions.*** Should questions or disputes as to procedure arise, they shall be settled by reference to *Robert's Rules of Order*.
9. The Steering Committee has authority to purchase materials and equipment needed for the operation of GODS activities. Said items shall remain the property of the GODS.
10. The Steering Committee may designate sub-committees to undertake defined tasks and may delegate limited authority for decisions to be made on behalf of the Steering Committee.
11. The Steering Committee has the authority to contractually bind the GODS, and the Steering Committee may also delegate this power to particular individual members of the GODS.
12. Steering Committee members may not be paid compensation for their service. With advance approval, reasonable expenses incurred for GODS business may be reimbursed.
13. A member of the Steering Committee may resign at any time by giving written notification to the Convener. Notice of resignation shall be effective immediately upon receipt, unless such notice specifies a later date.
14. In the event of a vacancy on the Steering Committee, the remaining members may appoint a member to fill the vacancy until the next September election, at which time a candidate may be nominated to fill the vacancy. Vacancies on the Steering Committee need not be filled unless the membership falls below five members.

ARTICLE V: Officers

1. The offices of the organization shall be Convener (President), Co-Convener (Vice President), Secretary, and Treasurer. No person shall concurrently hold more than one office.
2. The officers shall be elected by the Steering Committee from among its own members. The term of office is one year. Officers may be re-elected to the same office.
3. The duties of the officers shall be as follows:
 - ***Convener:*** The executive officer responsible for the operations of the group, the Convener calls and facilitates meetings, appoints chairpersons to committees to carry out projects or special programs, signs binding contracts on behalf of the organization.

- Co-Convener: The Co-Convener performs the duties of the Convener in the event of the Convener's absence, or prior to the naming of a new Convener by the Steering Committee in the case of the Convener's resignation. The Co-Convener shall also serve as the procedural guardian for the Steering Committee, making sure that meetings run smoothly and all voices are heard.
- Secretary: The Secretary shall have charge of such books, documents, and papers as the Steering Committee may determine. The Secretary shall keep Minutes of the quarterly meetings of the Steering Committee and publish these Minutes in a timely fashion to the Steering Committee and the general membership. The Secretary also shall keep a record of ordinary and time-sensitive business that is conducted between quarterly meetings.
- Treasurer: The Treasurer is responsible for the collection and safeguard of all funds, property, and securities for the GODS, subject to regulations imposed by the Steering Committee. The Treasurer oversees the functions of receiving income, paying expenses, maintaining books for accounts, and providing reports to the Steering Committee as requested. The Treasurer shall validate all receipts, and, together with two other GODS members designated by the Steering Committee (but not related to or sharing household with the Treasurer), shall sign checks and promissory notes issued by the GODS. The Treasurer files an annual financial statement of operations and renews the organization's corporate status with the State. The Treasurer is encouraged to enlist one or more deputies to assist with the duties of the treasury.

ARTICLE VI: Miscellaneous

1. No part of the GODS' net earnings shall inure to the benefit of a private individual. Members shall openly declare any affiliations or business relationships that pertain to matters at hand. If a Steering Committee member (or that member's family, household, or business) could reasonably be perceived to benefit financially from a matter before the Steering Committee, that member shall not cast any vote on the matter. This does not preclude the payment of any reasonable expenses or fees for work performed.
2. The group must not, as a substantial part of its activities, attempt to influence legislation or participate to any extent in a political campaign for or against any candidate for public office. In addition, the GODS shall not carry on any activity that is prohibited for (a) corporations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) corporations, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
3. In the event of dissolution, the assets of the GODS must be distributed to the Country Dance and Song Society (CDSS) or other appropriate non-profit organization with 501(c)(3) status.
4. ***The organization subscribes to the general purposes of The Country Dance and Song Society, Inc.***

ARTICLE VII: Amendment of Bylaws

The Steering Committee of the GODS shall have the power to make, alter, amend, or repeal these Bylaws under the following procedure:

- Proposal for change in these Bylaws shall be made at a quarterly meeting of the Steering Committee and adopted no sooner than at the next regularly scheduled quarterly meeting.
- The entire text of the proposed amendment(s) shall be made available to the GODS general membership via accepted means of communications at least two weeks prior to the meeting at which said amendment(s) shall be voted upon.
- Proposed amendment(s) shall meet with the affirmative vote of no less than two-thirds of the entire Steering Committee. Changes of an editorial or clarifying nature may be made at the time of vote without notification provided that each such change is agreed to unanimously.

ARTICLE VIII: Fiscal Year

The organization's fiscal year is May 1st through April 30th.