**San Antonio Swing Dance Society Bylaws**

**ARTICLE I –**

**NAME & PURPOSE**

*Section 1: Name*

The Name of the organization shall be **San Antonio Swing Dance Society** (“SASDS” or “the Society”).

*Section 2: Purpose*

SASDS is organized exclusively for charitable, scientific, and educational purposes. More specifically, the Society’s purpose is to promote and educate the public and preserve the art of Swing dancing and music.

**ARTICLE II –**

**MEMBERSHIP**

*Section 1: Students*

All attendees at SASDS classes are considered Students and must sign a liability waiver and abide by the rules and regulations set by the Board, including, but not limited to the SASDS Code of Conduct and the Sexual Harassment Policy.

*Section 2: Membership*

Students who are in good standing with the Society may become Members. Members of the San Antonio Swing Dance Society may receive discounted rates on classes/workshops/socials. Additional benefits are determined by the Board of Directors and shall be posted online. Dues are determined by the Board and collected by the Treasurer. Upon receipt of an individual’s dues membership is valid.

*Section 3: SASDS Code of Conduct*

When a student, member, or non-member, is identified as not abiding by the SASDS Code of Conduct at an SASDS sponsored event at least two Board Members will meet with the person in question as soon as possible to review the incident and attempt resolution. If the two Board Members identify that further action is warranted the President will call for a Special Meeting to review the incident. The party in question shall be invited to attend and review the incident with the Board. If warranted, the Board will meet in private session to consider sanctions which may include termination of membership and/or restriction from all SASDS sponsored events. Sanctions must be approved by two-thirds of the Board.

**ARTICLE III –**

**ANNUAL MEETING**

*Section 1: Annual Meeting*

The Annual Meeting may be scheduled during the month of May and is to be attended by the Board of Directors. The Board shall set the time, date, and place of the annual meeting not less than thirty (30) days before the meeting.

*Section 2: Purpose*

The purpose of the Annual Meeting is to update the members of SASDS on the status of the society. Each Board Member will have an opportunity to update members regarding their respective areas of responsibility. The annual meeting should precede or may be held in conjunction with Board Elections.

*Section 3: Notice*

Notice of the Annual Meeting shall be made available to members, and the public, via electronic notification systems (i.e. Social Media, SASDS Website, Electronic Mail, etc.), not less than thirty (30) days before the meeting.

**ARTICLE IV –**

**BOARD MEETINGS**

*Section 1: Monthly Meetings*

The Board shall meet at least monthly. The time and place of the monthly meeting will be agreed upon by two-thirds the Board.

*Section 2: Notice*

Notice of the monthly meeting shall be given to each Board Member, by phone call, text, or electronic mail, not less than seven (7) days before the meeting. Notice of each monthly meeting shall be made available to members and the public via electronic notification systems (i.e. Social Media, SASDS Website, Electronic Mail, etc.) not less than seven (7) days before the meeting.

*Section 3: Special Meetings*

Special meetings of the Board of Directors shall be called at the request of the President or two-third of the Board Members. A special meeting may be held within seven (7) days of the date it is called for with approval of at least two-thirds of the Board Members.

*Section 4: Quorum*

A quorum, at least two-thirds of the Board Members, must be present before business may be transacted.

*Section 5: Conduct*

Board meetings will be conducted and governed according to the official SASDS Board Meeting Guidelines.

**ARTICLE V –**

**BOARD OF DIRECTORS**

*Section 1: Board Role, Size, and Compensation*

The Board is responsible for overall policy and direction of the Society and may delegate responsibility for day-to-day operations of the Society. Board Members are solely responsible for voting on all matters pertaining to the Society. The Board shall have up to ten and no fewer than five members. The Board receives free SASDS membership renewal during the year that they hold office and reimbursement for reasonable authorized expenses related to their duties. They shall receive no other form of compensation.

*Section 2:*

Board Members are elected to a one-year term, beginning June 1 and ending May 31 of the following year, and are eligible for re-election.

*Section 3: Board Members and Duties*

Members of the Board shall consist of a President, Vice President, Secretary, Treasurer, and up to six Member at Large positions. Their duties are as follows:

President: The President shall convene scheduled Board meetings, shall insure that Board Members are notified of meeting announcements and agendas, and shall preside at each meeting. In the President's absence, the President will arrange for another member of the Board to preside and will select their replacement in the following order: Vice President, Treasurer, Secretary, or any Member At-Large. The President and the Vice President shall be responsible for the oversight of each of the other Board Members as well the overall operations of the SASDS.

Vice President: The Vice President shall manage all dance events and keep records of all members. In the absence of the President, the Vice President will assume all responsibilities of the President.

Treasurer: The Treasurer shall make a report of the current financial status at each Board meeting, shall chair the financial committee, assist in the preparation of the budget, and make financial information available to Board Members and the public.

Secretary: The Secretary shall ensure the safety and accuracy of all board records, maintain Board Meeting Minutes, and provide notice of Board Meetings.

Member at Large: Member at Large positions may be identified and elected at the annual meeting. Responsibilities of each Member at Large will be identified by the Board and assigned upon election to the Board. Any Member at Large positions filled during the fiscal year are elected for the remainder of the Fiscal Year.

*Section 4: Vacancies*

When a vacancy on the Board exists, nominations for new members may be received from present Board Members by the President two weeks in advance of a Board Meeting. These nominations shall be sent to Board Members with the regular Board meeting announcement, to be voted upon at the next Board Meeting. These vacancies will be filled for the remainder of the Fiscal Year.

*Section 5: Resignation, Termination, and Absences*

The resignation of a Board Member must be submitted in writing to the President. A Board Member shall be subject to removal from the Board for excessive absences if s/he has three unexcused absences from Board meetings held during their term of service. A Board member may be removed, or terminated for other reasons, by a three-fourths majority vote of the remaining Board Members.

*Section 6: Board Elections*

Board elections will be held during the annual meeting of the Society. The election process is defined in the SASDS Election Process document.

**ARTICLE VI –**

**SASDS OFFICERS**

*Section 1: Purpose*

The purpose of including Officers as part of the SASDS leadership team is to further develop the leadership skills unique to the needs of the Society. Officers will have the opportunity to work alongside Board Members and develop a greater understanding of the operational requirements of managing a non-profit organization.

*Section 2: Selection*

Any Member of the Society may volunteer, or be solicited by Board Members, to fill the available Officer positions. Board Members will review all applicants and make final approval for appointment by a two-thirds majority vote of the Board.

*Section 3: Term*

Any Member selected to serve as an Officer is assigned to the position for the remainder of the Fiscal Year in which they are appointed.

*Section 4: Responsibilities*

Officers are responsible to their assigned Board Member or Committee Chairperson in the performance of their assigned duties. Officers may be asked to complete any assigned duties within a specified time frame. Officers are invited, or may be directed by the Board, to attend Board Meetings to provide further information regarding their duties or to participate in discussion of agenda items.

*Section 5: Compensation*

Officers will receive a free one year extension of their membership upon appointment. Officers will receive reimbursement for reasonable authorized expenses related to their duties. A request for reimbursement should be presented to the Treasurer with appropriate receipts attached. Officers shall receive no other form of compensation.

*Section 6: Resignation, Termination, and Absences*

The resignation of an Officer must be submitted in writing to the President. An Officer shall be subject to termination for excess absences to assigned meetings if s/he has three unexcused absences from assigned meetings held during their term of service. An Officer may be terminated by a three-fourths majority vote of the Board.

**ARTICLE VII – COMMITTEES**

*Section 1: General*

The Board may create committees as needed. The Board appoints all Committee Chairmen who serve at the pleasure of the board. Standing committees that may function beyond any fiscal year will be reviewed by the newly elected board at the first available opportunity beginning in June. Committee Chairmen who oversee standing committees may be reviewed for approval by the board to continue in their responsibilities or to be replaced at the discretion of the board.

*Section 2: Finance Committee*

The Treasurer is Chairman of the Finance Committee, which may include a staff of three other Society members. The Finance Committee is responsible for developing and reviewing fiscal procedures, and an annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. The Board must approve any major changes in the budget. The fiscal year shall be from June 1 to May 31 of the following year. Written Quarterly reports are required to be submitted to the Board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the members and the public.

**ARTICLE VIII – AMENDMENTS**

*Section 1: Requirements*

These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the President for inclusion in the next Board Meeting.

*Section 2: Approved Amendments*

These Bylaws were approved at a meeting of the Board of Directors of the San Antonio Swing Dance Society on February 2nd, 2002.

These Bylaws were last updated and approved by the Board of Directors of the San Antonio Swing Dance Society on May 8, 2017.

These Bylaws were last updated and approved by the Board of Directors of the San Antonio Swing Dance Society on August 3, 2017.

These Bylaws were last updated and approved by the Board of Directors of the San Antonio Swing Dance Society on September 7, 2017.

These Bylaws, Article VII Sec. 5 and Article IIV Sec. 5, were last updated and approved by the Board of Directors of the San Antonio Swing Dance Society on August 17, 2019.

These Bylaws, Article V Section 2 removed, new Article VI defines Board Elections, old Article VI is now Article VII, were last updated and approved by the Board of Directors of the San Antonio Swing Dance Society on October 3, 2019.

These Bylaws, as amended herein, were last updated and approved by the Board of Directors of the San Antonio Swing Dance Society on October 1, 2020.

These Bylaws, as amended herein, were last updated and approved by the Board of Directors of the San Antonio Swing Dance Society on June 13, 2021.