

MASON-DIXON SQUARE DANCERS FEDERATION BY-LAWS

ARTICLE I – PURPOSES

The purposes for which this Federation is formed are set forth in the Articles of Incorporation.

ARTICLE II – REQUIREMENTS TO APPLY FOR MEMBERSHIP

Section 1 – Requirements for Application

- a. Any organized group of square dancers who have completed the suggested curriculum by CALLERLAB for the Mainstream instructional program, or its equivalent in experience, shall be entitled to apply for membership in the Federation. An organized group is defined as a group consisting of not less than two (2) squares or sixteen (16) persons, a manager, management, or officers and which has held regular dances (exclusive of regular summer recess) at least once each month over a period of not less than three (3) months preceding the date of application for membership and has retained the services of Callers for such dances.
- b. Any organized group of round dancers shall be entitled to apply for membership in the Federation. An organized group is defined as a group consisting of not less than ten (10) persons, a manager, management, or officers and which has held regular dances (exclusive of regular summer recess) at least once each month over a period of not less than three (3) months preceding the date of application for membership and has retained the services of Cuers for such dances.
- c. Any organized group of contra dancers shall be entitled to apply for membership in the Federation. An organized group is defined as a group consisting of not less than ten (10) persons, a manager, management, or officers and which has held regular dances (exclusive of regular summer recess) at least once each month over a period of not less than three (3) months preceding the date of application for membership and has retained the services of Prompters for such dances.

Section 2 – Membership Identification

Any new club applying for membership in the Federation having a name identical to an existing member club, must have prefixed or suffixed its region, basically for advertising and/or 'Calendar of Events' listing.

Section 3 – Application and Acceptance

Upon favorable recommendation by the Membership Committee Chairperson, or in their absence another Board Member appointed by the President, and approval by majority of the Board of Directors, whose decision shall be final, the applying organization shall be known as a club and be entitled to membership in the Federation in accordance with provisions of ARTICLE II – Section 1, 2, and 4 of these By-laws.

Section 4 – Initiation Fees

Upon payment to the Treasurer of the Federation, following approval of the application, of the regular initiation fee of Twenty Dollars (\$20.00) and of the first annual membership dues (unless the payment of such dues is waived by the Board of Directors), a notification of membership shall be issued. The membership shall be nonassessable and may not be transferred. Neither the initiation fees nor membership dues are refundable.

Section 5 – Dues

Each club shall pay dues by November 1st of each year to the Federation based on the number of dance members carried on the club roster. Remittance will be at rate of One Dollar (\$1.00) per member but not to exceed Five Dollars (\$5.00) per family membership. Dues for the members added at a later date shall be at the same rate. A minimum club membership shall be in accordance with ARTICLE III – Section 3 of these Bylaws. The amount of the annual dues payable by any new member club shall be one-half (1/2) of the annual dues if the membership notification is issued during the last half of the fiscal year in accordance with ARTICLE VI – Section 1 of these By-laws. Membership dues are not refundable.

Section 6 – Delegates

Each club shall annually designate and notify the Corresponding Secretary of the Federation of its Delegate and his/her Alternate, authorized to represent the club in all affairs of the Federation, including the voting rights. A Delegate or Alternate, whether a couple or single, will have one (1) vote, and shall attend all Delegates meetings.

A Delegate may represent only one club.

A member of the Board of Directors may not be the designated Delegate or Alternate Delegate of a member club. However, if a situation should occur in which a club's Delegate and Alternate Delegate are absent from a meeting, a member of the Board, who is a member of that club may act as the club's Substitute Delegate for that meeting, provided that the Board Member is not already acting as Substitute Delegate for another club.

Section 7 – Indemnification

The Mason-Dixon Square Dancers Federation shall indemnify and hold harmless every Director, every Officer, and every member of the Federation and of the Federation clubs from all suits, claims, or demands, including counsel fees and other expenses or liabilities, reasonably incurred by or imposed upon him/her in connection with any lawsuit, claim, demand, or other proceeding to which he may be a party or in which he/she may become involved by reason of his/her being or having been a Director, Officer, or member of the Federation or a Federation club, or any settlement thereof, whether or not he/she is Director, Officer, or member at the time such counsel fees, expenses, or liabilities are incurred, except in such cases wherein the Director, Officer, or member is adjudged guilty of willful misconduct or gross negligence in the performance of his/her duties: provided that in the event of the settlement, the indemnification herein shall apply only when the Board of Directors of the Federation approves such settlement and reimbursement as being in the best interest of the Federation. The foregoing right of indemnification shall be in addition to, and not exclusive of all other rights to which such Director, Officer, or member may be entitled. Otherwise, no compensation whatsoever shall be paid to Directors, Officers, or members for his/her services as Directors, Officers, or members except as provided in these By-laws.

ARTICLE III – REQUIREMENTS TO MAINTAIN MEMBERSHIP

Section 1

Retain services of a Caller/Instructor/Cuer/Prompter, henceforth referred to as dance leaders, and hold regular dances (exclusive of regular summer recess) at least once each month.

Section 2

A club shall be represented at regular meetings of the Delegates.

Section 3

Maintain paid memberships of eight (8) persons for a square dance club, or ten (10) persons for a round dance or contra club. This requirement may be waived at the discretion of the Board of Directors.

Section 4

Submit one (1) copy of the current roster of members to the Membership Chairman no later than November 1st of each year. The roster shall list names, address, phone numbers, and email address (optional), as well as identify Officers, Delegates, and Alternates.

Section 5

Square, round, and contra dances shall not be conducted as a competitive activity.

Section 6

No alcoholic beverages shall be served or consumed at any open club dance, nor is it to be implied in any advertising (such as flyers, etc.).

ARTICLE IV – RIGHTS AND PRIVILEGES OF MEMBERSHIP

Section 1

A member club may:

- a. Publicize its club activities on the Mason-Dixon Square Dancers Federation website and Facebook page, by the MDSDF Google group, and in Cues 'N Tips, the Federation's newsletter, should it be revived.
<https://www.marylandsquaredancing.com>
- b. Vote through its representative at all Delegates meetings.

Section 2

An individual belonging to a member club may:

- a. Hold office or a position on the Board of Directors of the Federation.
- b. Attend Delegates meetings of the Federation.
- c. Receive the Cues 'N Tips newsletter by subscription, should it be revived.

Section 3

Dance leaders associated with a member club of the Federation shall be entitled to all privileges except that of holding office. However, a dance leader who is the manager of a club, or who is carried on a club's roster as a member, may be that club's Delegate, and shall possess the voting rights assigned to Delegates by ARTICLE II – Section 6. A dance leader associated with a member club, to be selected by the Square Dance Leaders of the Baltimore Area (SDLBA), may serve as a non-voting member of the Board of Directors, and may attend all Board and Delegates meetings.

ARTICLE V – DUTIES OF THE DELEGATES

Section 1 – Regular Meetings

The regular meetings of the Delegates may be held at any time, pursuant to the resolution of the Board of Directors, or upon written petition to the President by ten percent (10%) of the Delegates.

Section 2 – Special Meetings

Special meetings of the Delegates may be held at any time, pursuant to the resolution of the Board of Directors, or upon written petition to the President by ten percent (10%) of the Delegates. Notice of every special meeting shall specify the time, place, and objectives thereof, and no business other than that specified in the notice shall be considered at any such meeting.

Section 3 – Notice

Notice of every regular or special meeting of the Delegates shall state the time, location (and in case of special meetings, the objectives thereof) and shall be given by the Corresponding Secretary to all member clubs appearing on the books of the Federation, by the most practical means, at least five (5) days and not more than thirty (30) days before any such meeting.

Section 4 – Quorum

Fifty-one percent (51%) of the Delegates of the member clubs of the Federation shall constitute a quorum for the transaction of business at all meetings. In all meetings, a majority vote of the quorum shall be required to transact business. In the event that a quorum is not present, the business may be transacted by the Board of Directors.

ARTICLE VI – ADMINISTRATION

Section 1 – Fiscal Year

The fiscal year of this Federation shall commence on the first (1st) day of January of each year and end on the last (31st) day of December.

Section 2 – Composition

The business and affairs of this Federation shall be managed, conducted, and controlled by a Board of Directors, which shall include the elected Officers (President, Vice President, Treasurer, Recording Secretary, and Corresponding Secretary) of the Federation, the immediate Past President, and the six (6) elected Directors. Each office, whether held by an individual or a couple, shall have one (1) vote.

The Board of Directors shall also include the immediate Past Festival Director, the current Festival Director, and one dance leader selected by the Square Dance Leaders of the Baltimore Area, all without vote. All Board members, with or without vote, shall be members of clubs affiliated with this Federation. The Board shall meet every other month, beginning October, or as needed.

Section 3 – Election

Election of Officers and the Board of Directors shall be held at the May meeting. The Officers and Board of Directors elected at the May meeting shall assume their respective offices on the first (1st) day of September.

Section 4 – Term of Office

Elected Officers shall serve a term of two (2) years each. Two Directors shall be elected each year to serve for a term of three (3) years. They shall attend all Board of Directors, Delegates, and special meetings. Officers and Directors will not be limited to the number of consecutive terms in which they may serve.

Section 5 – Vacancies

In the event of a vacancy in the office of President, the Vice President shall automatically advance to the office of President with the approval of the Board of Directors. A vacancy in the office of Vice President must be filled by a member of the current Board of Directors. Any other vacancy among the Officers or elected Board of Directors shall be filled by a majority vote of the Board of Directors, and such appointed members shall serve until the vacated term has expired.

An Officer or elected Board of Director who misses three consecutive meetings may be removed from office by majority vote of the Board of Directors. This includes Board and/or Delegates meetings, regular and/or special meetings.

Section 6 – Compensation

All Officers and Board of Directors shall serve without compensation.

ARTICLE VII – DUTIES OF OFFICERS

Section 1 – President

The President shall be the presiding Officer of the Federation, and during his/her incumbency shall also serve as chairman of the Board of Directors. The President shall also cast the tie-breaking vote at all Federation meetings. The President shall contact all absentee Officers or Board of Directors.

Section 2 – Vice President

The Vice President shall exercise the duties of President in his/her absence and shall perform such related duties as may be designated by the President or Board of Directors. The Vice President shall automatically advance to the office of President at the end of the term with the approval of the Board of Directors.

Section 3 – Treasurer

The Treasurer shall perform the usual duties of a Treasurer, including the recording of all receipts and disbursements, and the deposit of all funds in a bank or banks designated by the Board of Directors. He/she shall report on receipts and expenditures to the Board of Directors and give such other financial reports as may be requested. He/she shall present the annual Auditor's report at the end of each fiscal year and submit same at the December Board of Directors meeting. The Treasurer shall be bonded. He/she shall sign checks with the President, or the Vice President in the absence of, or at the request of the President.

Section 4 – Recording Secretary

The Recording Secretary shall record proceedings of all Board of Directors, Delegates, and special meetings and report at the following meeting where appropriate, and shall perform such other duties as shall be assigned. The Recording Secretary shall provide the minutes from the last Delegates meeting to the President or presiding Officer for review within two weeks of that meeting. Upon review, the minutes shall be disseminated to current membership within three weeks of that meeting date.

Section 5 – Corresponding Secretary

The Corresponding Secretary shall compose and send official Federation correspondence approved by the President and/or Board of Directors, and also shall issue notices of meetings, record attendance of Delegates at regular and special meetings and perform such other duties as shall be assigned. He/she shall notify new

member clubs in writing of the acceptance into the Federation, and shall notify, in writing, all clubs of their responsibilities to the Federation fifteen (15) days prior to the annual September meeting.

ARTICLE VIII – COMMITTEES

All chairpersons and committee members shall be members of clubs affiliated with this Federation. The term of office shall be for one (1) year.

Section 1 – Standing Committees

There shall be four standing committees: Nominating, Membership, MDSDF Appreciation Dance, and Star Spangled Banner Festival.

- a. The Nominating Committee Chairperson shall be appointed by the President with the approval of the Board of Directors. The term of office shall be for one (1) year. The committee shall be composed of at least three (3) members (singles or couples) and not more than five (5) members. The committee shall examine the qualifications of prospective board members and present its nominations in writing to the Board of Directors at the December meeting and to the Delegates at the January meeting. At the January and March meetings, nominations will be accepted from the floor. Written permission must have been obtained from the absentee nominee in order to place that name into nomination. Nominations will be closed at the March meeting. The Committee will provide a list of nominees and their qualifications at the March Delegates meeting. If necessary, this committee shall prepare suitable ballots for use at the annual May meeting and shall otherwise assist in tabulation of election returns as requested by the President.
- b. The Membership Committee Chairperson shall be appointed by the President with the approval of the Board of Directors for the term of office of two (2) years. The committee shall investigate each club's application for membership and forward such application, with its recommendation, to the Board of Directors for final disposition. This committee shall keep an up-to-date list of subscribers to Cues 'N Tips, should it be revived. An updated membership list, both combined and by club, shall be provided to the Board of Directors by the December Board meeting.
- c. The MDSDF Appreciation Dance Committee Chairperson shall be appointed by the President, with the approval of the Board of Directors, for the term of office of one (1) year. This committee shall plan and provide a written proposal for the MDSDF Appreciation Dance to the Board of Directors for approval. The committee shall submit a written updated report at the conclusion of the event.
- d. Each annual Star Spangled Banner Festival undertaken by the Federation shall be planned and produced by a Festival Committee, the Chairperson of which shall be designated as Festival Director. Each Festival Director shall, with the approval of the Board of Directors, select his/her Assistant, who shall also serve as the Director of the following Festival. The Festival Director shall be directly responsible to the Board of Directors for the proper conduct of Festival committee business and shall submit a written updated report at every Board of Directors meeting. This committee shall serve until the affairs of the Festival for which said committee is responsible have been concluded and the committee formally dissolved by the Board of Directors.

Section 2 – Special Committees

Other committees, including subcommittees, as needed for the transaction of business, liaison with organizations of comparable purpose, and other activities of the Federation, may be appointed by the

President with the approval of the Board of Directors or by vote of the Delegates. All special committees shall provide a written updated report for Board and Delegates meetings.

Section 3 – Publications

The Editor of Cues 'N Tips, the Federation's newsletter, should it be revived, shall be appointed by the President, subject to the approval of the Board of Directors. The Editor shall appoint the staff of Cues 'N Tips and be directly responsible to the Board of Directors for the proper conduct of the publication.

The Federation may publish a Directory periodically. The Editor shall be appointed by the President, subject to approval of the Board of Directors. The Directory shall contain a listing of current clubs and members, and other pertinent information to be determined by the Editor. The lists of current clubs and members shall be supplied by the Membership Committee.

The Federation may publish Guidelines, a set of instructions to aid Board Members and Committee Chairmen to comply with the requirements of these By-laws. In all cases, these By-laws have precedence over any published Guidelines.

ARTICLE IX – AMENDMENTS

Section 1

These By-laws may be altered or amended at any regular or special meeting of the Delegates on the affirmation of three-fourths (3/4) or more of the Delegates present, provided that the proposed alteration or amendment shall be included in the notice of call for the meeting and a quorum is present.

ARTICLE X – DISSOLUTION

Upon majority vote of the Board of Directors to dissolve the Corporation, the Officers shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the benefit of the Corporation to any exempt corporation or entity organized for purposes similar to those set forth under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) as the directors shall determine.

ARTICLE XI

Section 1

The Mason-Dixon Square Dancers Federation, Inc. agrees to adhere to the United Square Dancers of America By-laws and Standing Rules, and agrees to subscribe to the United Square Dancers of America Code of Conduct and Code of Ethics.

Section 2

Any situation not covered by the By-laws will be governed by Roberts Rules of Order.

Amended By-laws approved January 16, 2022.