

**Bylaws of  
Knoxville Contra Dance**  
Adopted April 21, 2014

**Article 1. Name.**

The name of this organization is Knoxville Contra Dance (KCD).

**Article 2. Purpose.**

Knoxville Contra Dance is a non-profit, educational organization dedicated to the preservation, study, teaching, enjoyment and continuing evolution of traditional dance and music. KCD is affiliated with other organizations of like-minded interest, including the Country Dance and Song Society and Jubilee Community Arts.

**Article 3. Membership.**

All persons interested in dance and music are eligible to become members of KCD upon payment of dues (if any, as established by the Board).

- a. Members in good standing are entitled to attend general and special meetings; to vote on all questions coming before the membership; to hold office and to serve on standing or special committees.
- b. Members are welcome to attend meetings of the Board and to participate in discussions on matters before the Board, but without a vote on matters before the Board.
- c. Membership dues and privileges are determined by the Board. Only those persons whose dues (if any) are paid for the current year will be members in good standing.
- d. The Board may, at its discretion, terminate the membership of any person at any time by returning that person's current dues (if any).

**Article 4. Meetings of the Membership**

- a. The Annual Meeting of the Membership shall be held each year in the month of April for the election of Board members at large and the transaction of any necessary business.

- b. Special meetings of the membership may be called by the President at his or her discretion, or at the direction of the Board, or at the written request of at least 10 percent of the membership. Notices of special meetings shall state the matters to be considered.
- c. At least one month's notice of the annual or any special meeting shall be given.
- d. The quorum for transaction of business is 10 percent of the membership.
- e. A majority vote of those voting is necessary to transact any business brought before the membership except as otherwise noted in these bylaws.

**Article 5. Board of Directors.**

The responsibility for all business matters lies with the Board of Directors which consists of the Officers and any Board members at large.

- a. The Board has sole authority to set schedules and dates for the year; to set dues and fees at rates which will cover costs of operation; to set honoraria paid to teachers and musicians, rental of necessary facilities, and other incidental expenses; to engage facilities for classes and special programs; to approve engagements and/or other special activities undertaken in the name of KCD.
- b. The Board shall determine the need for and the responsibilities of standing or special committees to carry out projects or special programs.
- c. The dance and music leaders or chairpersons of standing or special committees, whether or not they are members, may attend meetings for the purposes of advising or receiving suggestions from the Board concerning the programs of KCD.
- d. In the event of a vacancy among the Board, the remaining Board members may exercise the powers of the full Board 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.

- e. A member of the Board may be removed from office after reasonable notice and opportunity to be heard by a majority vote of the KCD membership or by two-thirds majority vote of the entire Board.
- f. There may be 3 to 9 Board members at large in addition to the Officers. The actual number will be set by the Board and may be changed by majority vote of the Board.
- g. Term of office is three years. Board members may not serve more than two consecutive terms (6 years), but may be re-elected after a lapse of one year.

**Article 6. Meetings of the Board.**

- a. The Board will meet a minimum of six times annually.
- b. The quorum for transaction of business is at least half of the Officers and Board members at large.
- c. A majority vote of those voting is necessary to transact any business brought before the Board.

**Article 7. Officers.**

The Board of Directors shall elect from among themselves the following Officers: President, Vice President, Secretary and Treasurer. Duties of the Officers are:

- a. President. The president is the executive officer responsible for the operation of the group. He or she presides at meetings, calls regular or special meetings of the Board or membership as needed, appoints the Chairpersons of standing and special committees.
- b. Vice President. The Vice President acts as President in the absence or illness of the President and in the event of the President's resignation or incapacity to serve shall succeed to the office until the next regular election of officers. 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, maintains an up-to-date list of members, attenders and subscribers; sends notices and flyers; and receives and distributes information from other groups and organizations.
- d. Treasurer. The Treasurer is responsible for the collection of dues and charges, for the disbursement of fees to musicians and teachers and for payment of authorized expenditures. The Treasurer advises the Board about the finances of the organization and assists in formulating the budgets for regular and special activities, and makes financial reports and records available to the Board at each regular Board meeting. The Treasurer also prepares a yearly financial statement of operations.

**Article 8. Election of Officers and Board Members at Large.**

Board members at large are elected at the Annual Meeting of the Membership (the third Monday in April) and take office at the next Board meeting. The Board will consist of at least three unrelated people living at different addresses to provide a broad base of support.

- a. Two months before the meeting the President appoints a Nominating Committee of three or more members of KCD, at least one of whom should be a member of the Board of Directors.
- b. The Nominating Committee reports its slate of nominees for existing vacancies to the membership one month prior to the annual meeting.
- c. Additional nominations may also be made by written petition of five members from the floor at the annual meeting, provided the consent of the nominees has been obtained.
- d. A majority of those voting is required for election to the Board. In the event of a contested election, paper ballots shall be used and tellers appointed to tally the results.

**Article 9. Fiscal Year.**

The fiscal year of KCD is July 1 through June 30.

**Article 10. Amendments to the Bylaws.**

Amendments to these Bylaws may be made upon one month's written notice to members; this notice must state the proposed changes. A two-thirds majority vote of those voting is required for adoption.

**Article 11. Special Notices Regarding Tax Exemption.**

- a. No part of KCD's assets or net earnings may inure to the benefit of private individuals. This does not preclude the payment of any reasonable fees for goods or services provided to the organization.
- b. In the event of dissolution of KCD, the group's assets will be distributed to another non-profit organization that is exempt under section 501(c)3 status of the Internal Revenue Code.
- c. KCD shall not as a substantial part of its activities attempt to influence, carry on propaganda or otherwise attempt to influence legislation except to the extent permitted by section 501(h) of the Internal Revenue Code.
- d. It is intended that KCD 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.
- e. The organization subscribes to the general purposes of The Country Dance and Song Society, Inc.