

**BYLAWS
FOR
OMAHA WEST COAST SWING**

**ARTICLE 1
NAME**

The name of this Organization will be Omaha West Coast Swing (“OWCS”). It is found and headquartered in Omaha, Nebraska.

**ARTICLE 2
PURPOSE**

Section 2.1 Purpose.

- (a) To promote and provide dance education and practice opportunities for all experience levels in West Coast Swing (“WCS”) as a social dance skill in an effort to grow the West Coast Swing dance community in Omaha and surrounding areas.
- (b) Provide an organized social forum where members and non-members may regularly meet to learn, practice, develop, foster and otherwise enjoy WCS dancing.
- (c) Promote the interest, support, and involvement of its members and general public in WCS dancing.
- (d) Network with and potentially engage other WCS dance organizations and WCS instructors; attend various WCS-related events, including, but not limited to: WCS conventions, WCS workshops, WCS competitions, and WCS seminars.

**ARTICLE 3
OPERATIONS**

Section 3.1 Classes. OWCS will conduct regular classes to teach WCS dance, the standards of the dance and social dance etiquette.

Section 3.2 Outings. OWCS will hold regularly scheduled dances, functions, and meetings in an effort to increase awareness, exposure, and grow and maintain its membership base.

Section 3.3 Autonomy. OWCS will not operate as an extension of any business or organization which provides dance education or instruction, or endorse or advertise exclusively for the teachings of any one individual instructor.

Section 3.4 Instruction. Dance instruction at OWCS classes may be rotated among various dance instructors.

Section 3.5 Coverage. An Executive Board member with teaching experience may serve as a dance instructor for the Organization if coverage is needed in an emergency situation.

**ARTICLE 4
MEMBERSHIP**

Section 4.1 Membership. Membership in OWCS will be open to any and all individuals who want to dance WCS and who are interested in the promotion of this Organization as outlined in ARTICLE 2. “Annual Membership Dues” will be established by the Executive Board (as defined in Section 7.1) and may be adjusted from time to time as the Executive Board determines, and will be due at the time of registration.

Section 4.2 Active Members. All general membership members who have paid their Annual Membership Dues (“Active Members”) are considered eligible to be nominated for office, to hold committee positions and vote at elections.

Section 4.3 Annual Membership Dues. Annual Membership Dues are determined by the Executive Board, payable in advance, nontransferable and non-refundable. Annual memberships will expire twelve (12) calendar months after the date of registration and will need to be renewed at that time.

Section 4.4 Voting Status. Any general membership member not on the Executive Board or an Appointed Member with voting privileges will be a non-voting member.

Section 4.5 Membership Termination. An individual’s membership may be terminated at the discretion of the Executive Board at any time for any reason.

ARTICLE 5 OFFICERS

Section 5.1 Officers. The “Officers” of the Organization will be the President, Vice President, Secretary, and Treasurer, all elected by Active Members. The Past President is advisory only and a nonvoting member. The “Executive Board” is comprised of the Officers and Appointed Members of the Organization, and have voting privileges.

Section 5.2 Appointed Members. Appointed Members of the Executive Board that have voting privileges are: Director of Membership (1 position), Director of Organizational Development (1 position), and Director of Community Engagement (1-3 positions).

Section 5.3 Instructors. A dance instructor, professional or part time (one who provides dance instruction on a regularly scheduled basis but not as a primary occupation, and in compliance with the Conflict of Interest language as set forth in Section 6.4), if an Active Member, may run for an Officer position or be appointed to the Executive Board by the President.

Section 5.4 Elections. The Officers shall be elected by Active Members on an annual basis. Each Officer shall hold office until such Officer’s successor is elected and qualified or until such Officer’s earlier death, resignation or removal.

Section 5.5 Vacancies. Vacancies occurring in any office by reason of death, resignation or otherwise may be filled by the Executive Board at any meeting.

Section 5.6 Newly Elected Officers. Newly elected officers will assume their offices on the first day of the month following their elections.

Section 5.7 Removal. An Officer or Appointed Member may be removed from office by a two-thirds (2/3) majority vote at an Executive Board meeting or special general membership meeting where the item was placed on the written agenda distributed at least seven (7) calendar days in advance.

Section 5.8 Duties of Officers and Appointed Members; Voting Status.

- (a) Duties of President (Voting)
 - (i) Presides at all meetings of the Organization and Executive Board.
 - (ii) Represents the Organization in its relationship with outside individuals and groups.
 - (iii) Provides a written agenda for Executive Board meetings.

- (iv) Within a budget approved by the Executive Board, President, along with Treasurer, is responsible for and able to make financial decisions.
- (b) Duties of the Vice President (Voting)
 - (i) Attend Executive Board meetings.
 - (ii) Assume the office of President in case of the absence of the President.
 - (iii) Carry out any duties assigned by the Executive Board.
- (c) Duties of the Past President (Non-Voting)
 - (i) Be an at-will advisor to the Executive Board.
- (d) Duties of the Secretary (Voting)
 - (i) Attend Executive Board meetings.
 - (ii) Prepare, distribute, read and keep a record of all minutes of all Organization meetings.
 - (iii) Coordinate with President to publish newsletter for the Organization.
 - (iv) If the Vice President is unable to do so, assume the office of President and arrange for reelections of the entire Executive Board to take place as soon as feasible.
- (e) Duties of the Treasurer (Voting)
 - (i) Attend Executive Board meetings.
 - (ii) Oversee the filing of the Biennial Report in January of odd numbered years with the Nebraska Secretary of State's Office.
 - (iii) Maintain checkbook, pay bills and account for all monies of Organization by maintaining a detailed ledger.
 - (iv) Maintenance of ongoing membership directory and process new memberships and renewals with Director of Organizational Development (including collection of Annual Membership Dues).
 - (v) Report the financial status of the Organization to the Executive Board on a monthly basis.
 - (vi) Report on status of outstanding Annual Membership Dues to the President and Director of Organizational Development on a monthly basis.
 - (vii) Within a budget approved by the Executive Board, Treasurer, along with President, is responsible for and able to make financial decisions.
- (f) Director of Membership (Voting)
 - (i) To be appointed by President and confirmed by the Officers of the Executive Board.
 - (ii) Attend Executive Board meetings.
 - (iii) Maintenance of ongoing membership directory and process new memberships and renewals with Treasurer and Director of Organizational Development (including collection of Annual Membership Dues).

- (iv) Staff check-in station at Organization events, and be responsible for collecting payments at same.
- (g) Director of Organizational Development (Voting)
 - (i) To be appointed by President and confirmed by the Officers of the Executive Board.
 - (ii) Attend Executive Board meetings.
 - (iii) Maintenance of ongoing membership directory and process new memberships and renewals with Treasurer and Director of Membership (including collection of Annual Membership Dues).
 - (iv) Act as strategic partner with President, Vice President, Secretary, Treasurer, Director of Membership, and Director(s) of Community Engagement in an effort to advance and complete strategic initiatives and objectives of the Organization.
 - (v) Coordinate with President to manage and update social media accounts on a monthly basis or as needed.
- (h) Director(s) of Community Engagement (Voting) (1-3 positions)
 - (i) To be appointed by President and confirmed by the Officers of the Executive Board.
 - (ii) Attend Executive Board meetings.
 - (iii) Collect feedback from Active Members and non-members and report feedback to Executive Board.
 - (iv) Volunteer as needed to assist at OWCS events, and otherwise engage the community in support of the Organization's purposes set forth in ARTICLE 2.

ARTICLE 6 MEETINGS

Section 6.1 Annual Election Meeting. The Executive Board is required to schedule an annual general membership meeting to coincide with the annual general election of Officers.

Section 6.2 Special Membership Meetings. Special Membership meetings may be called by the President, by an Executive Board majority, or by the written request of ten (10) general membership members of the Organization, and the purpose of the meeting shall be stated in the call. At least seven (7) calendar days written notice shall be given.

Section 6.3 No Meeting Required; Counterparts. Any action required or permitted to be taken at a meeting of the Executive Board, or of any committee thereof, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Executive Board. Such consent shall have the same effect as a vote of the Executive Board and shall be included in the minutes or filed with the corporate records reflecting the action taken. Such consent may be executed by the Executive Board in multiple counterparts (including electronic signature complying with the U.S. ESIGN Act of 2000, e.g., www.docusign.com).

Section 6.4 Conflict of Interest. Whenever an Officer or Voting Member has a financial or personal interest in any matter coming before the Executive Board, the affected person shall (a) fully disclose the nature of the interest, and (b) withdraw from discussion, lobbying, and voting

on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Officers or Voting Members determine that it is in the best interest of the Organization to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

ARTICLE 7 EXECUTIVE BOARD

Section 7.1 Executive Board. The Executive Board is required to schedule a post-election meeting within ninety (90) days of assuming office.

- (a) The Executive Board will consist of all Officers and Appointed Members listed in ARTICLE 5.
- (b) The Executive Board will carry out the day to day operations of the Organization.
- (c) The Executive Board will meet on a regular basis.
- (d) A quorum is needed to pass, one more than half of the Executive Board.

Section 7.2 Budget; Financial Decisions. Within a budget approved by the Executive Board, President and Treasurer are responsible for and able to make financial decisions without a vote from the Executive Board.

Section 7.3 Approved Signatures. The newly elected President and Treasurer must sign signature cards at the bank annually following the election.

ARTICLE 8 ELECTIONS

Elections will take place once a year as determined by the Executive Board and will follow Robert's Rules of Order.

ARTICLE 9 COMMITTEES

Proposed committees will be organized and comprised of Active Member volunteers on an as-needed basis at the Executive Board's discretion.

ARTICLE 10 AMENDMENTS TO BYLAWS

Bylaws may be revised from time to time as needed, per the discretion, and approved by a two-thirds (2/3) vote of the Executive Board.

ARTICLE 11 DISSOLUTION

If this Organization voluntarily surrenders its interest, after having met all obligations, all remaining funds shall be distributed as the Executive Board determines, but only to organizations which qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code.