

BYLAWS OF THE WILDE BUNCH SQUARE DANCE CLUB

A NEW MEXICO NON-PROFIT CORPORATION

ARTICLE I NAME & PURPOSE

SECTION A: NAME

The name of the Club is The Wilde Bunch Square Dance Club (dba The Wilde Bunch). The Wilde Bunch is a private, non-profit New Mexico corporation.

SECTION B: FOUNDING

The Club was officially founded on May 5, 1984.

SECTION C: ADDRESS

The Club's mailing address is P.O. Box 40393, Albuquerque, NM 87196, or such other mailing address as the Executive Board may adopt.

SECTION D: OBJECTIVES

The Club exists:

1. To provide opportunities for members of the Gay, Lesbian, Bisexual and Transgendered (GLBT) community and their friends to square dance.
2. To develop interest and skills for square (and related) dancing within the GLBT community.
3. To develop callers and teachers of square (and related) dancing within the GLBT community.

ARTICLE II MEMBERSHIP

SECTION A: MEMBERSHIP

Any person who has completed a Basic-level square dance class, or its equivalent, and is sympathetic to the purposes of the Club is eligible to be a member of The Wilde Bunch.

SECTION B: VOTING MEMBERS

1. A Voting Member is any member whose dues have either been paid in full or waived for each month in which he or she has been a member of the Club.
2. Only members listed with the Treasurer as having current Voting Membership may vote on an issue before the Club, including the election of Executive Board members.

SECTION C: DUES & FEES

1. The Executive Board shall determine the amount and frequency of dues and fees.
2. The Executive Board may waive dues or fees for any member if in the Executive Board's judgment the waiver is beneficial to the Club.

ARTICLE III EXECUTIVE BOARD

SECTION A: EXECUTIVE BOARD

1. The Executive Board is the governing body of the Club.
2. The Executive Board consists of the President, Vice-President, Secretary, Treasurer, Class Director, Outreach Director, Member-at-Large, and the Past President.
3. Callers who are under contract with the Club may serve in an advisory capacity to the Executive Board but are not entitled to vote on matters before the Executive Board.
4. Members of the Executive Board may not receive a salary or other compensation from the Club for their services on the Executive Board. This does not preclude their being reimbursed for Club-related expenses.

SECTION B: DUTIES & POWERS OF THE EXECUTIVE BOARD

1. All members of the Executive Board are entitled to vote on any matter before the Executive Board.
2. All members of the Executive Board shall attend all Executive Board meetings.
3. The Executive Board may appoint any committee, either permanent or ad hoc, that is necessary to conduct the business of the Club.
4. Additional duties and powers of the members of the Executive Board may include those duties and powers set out in any Club policy and procedure manual or handbook, as well as the following duties and powers:

- a. The President shall preside at all meetings. The President shall also arrange an annual audit of the financial records of the Club within the first 60 days of the calendar year.
- b. The Vice-President shall assume the duties of the President in case of the President's absence and succeed the President if the President is unable or unwilling to continue as President, or has been removed. The Vice- President shall also serve as chair of the fly-in organizing committee.
- c. The Secretary shall keep the minutes and records of the Club, manage the Club's correspondence, and maintain records of the Club's membership.
- d. The Treasurer shall account for all Club funds; collect Club dues, fees and other revenue; disburse these funds as necessary to conduct the business of the Club; and shall report at each Executive Board meeting as to the balance and disposition of those funds. The Treasurer shall provide the Secretary with a list of those members who are eligible to be Voting Members.
- e. The Class Director shall coordinate the flow and organization of classes.
- f. The Outreach Director shall coordinate the Club's recruiting efforts and outreach.
- g. The Member-at-Large shall organize periodic social activities for the benefit of the Club.
- h. The Past President shall serve as an advisor to the President.

SECTION C: ELECTION OF THE EXECUTIVE BOARD

1. Election to the Executive Board requires a majority vote of a quorum of the Voting Members.
2. Members of the Executive Board are elected to specific Executive Board positions for twelve (12) month terms, which begin January 1st and end on December 31st of the following year.
3. Any Voting Member of the Club who is in good standing at the time of the election may be a candidate for a position on the Executive Board, except that:
 - a. No person may serve on the Executive Board while that person receives regular compensation from the Club, other than reimbursement for Club-related expenses.
 - b. No person may serve more than six consecutive terms in the same Executive Board position. For purposes of this provision, appointment to fulfill a vacancy on the Executive Board does not count as a "term."
 - c. One exception to the 6-year limit is that the Past President may serve a seventh year.

4. Nominations:
 - a. The Executive Board shall appoint a nominating committee not less than three weeks prior to the election date.
 - b. The nominating committee shall solicit nominations for Executive Board positions and encourage interested Voting Members to run for positions on the Executive Board.
 - c. The nominating committee shall provide the Voting Members with a list of nominees no later than one week prior to the election date.
 - d. Voting Members may make nominations from the floor on the day of election.
5. Ballots:
 - a. Voting for the Executive Board will be by secret ballot.
 - b. Voting Members may write in candidates on their ballots, but write-in candidates may not assume a position on the Executive Board unless they are eligible to serve and agree to do so.
 - c. The Secretary shall prepare the ballots for Executive Board elections. The Secretary and two Voting Members who are not candidates for office shall count the ballots for the Executive Board elections. If the Secretary is a candidate for an Executive Board position, or if the office of Secretary is vacant, the President may count the ballots or may designate another Voting Member to count the ballots.
 - d. Members may not use, and the Secretary shall not count, proxy or absentee ballots in any Club election or vote.

SECTION D: RESIGNATION, REMOVAL & REPLACEMENT OF EXECUTIVE BOARD MEMBERS

6. Any Executive Board member who is unable or unwilling to complete the full term of office may submit resignation in writing to the Executive Board.
7. By a majority vote, the Executive Board may remove any Executive Board member who is unable or unwilling to perform the duties of his or her office, or whose conduct in office has been unlawful or harmful to the Club. The President shall provide written notice of removal to an Executive Board member who has been removed not later than two weeks after removal.
8. If a vacancy arises on the Executive Board for any reason, the President, in consultation with the Executive Board, may appoint any Voting Member to fill the vacancy on the Executive Board.

ARTICLE IV MEETINGS & QUORUMS

SECTION A: EXECUTIVE BOARD MEETINGS

1. The Executive Board shall meet at least once a month. Additional meetings may be called as needed.
2. Executive Board meetings are open to all Voting Members, but only the Executive Board members may vote.
3. Robert's Rules of Order are the governing authority in instances of dispute.
4. Four Executive Board members constitute a quorum of the Executive Board and may conduct Executive Board business.

SECTION B: GENERAL MEETINGS OF THE CLUB

1. The President shall schedule an annual general meeting of the membership in November or December, but not later than two weeks before the expiration of the terms of the current Executive Board. The agenda for this general meeting includes the election of a new Executive Board.
2. The President shall give the members not less than three weeks' notice of the annual general meeting.
3. Additional meetings may be called by a quorum vote of the Executive Board or a majority of the Voting Members.
4. Robert's Rules of Order are the governing authority in instances of dispute.
5. A simple majority of the Voting Members constitutes a quorum of the general membership.
6. At the second meeting at which a quorum of the Voting Members has been attempted but not achieved, then the Voting Members in attendance constitute a quorum, provided a majority of the Executive Board members are present.

ARTICLE V FINANCES

SECTION A: CONTRACTS

1. The President or the Vice-President may sign contracts on behalf of the Club. Any Voting Member who has the prior written approval of the Executive Board may sign contracts on behalf of the Club if in the Executive Board's judgment it is beneficial to the Club for such Voting Member to do so.
2. The Executive Board shall annually review the contracts and fees of all persons providing services to the Club, including callers.

SECTION B: CHECKING ACCOUNT

The Club shall use a checking account with the Club name affixed for disbursement of expenses. Checks require the signatures of the Treasurer and another member of the Executive Board.

SECTION C: ADDITIONAL REVENUE

The Club may raise additional revenue by any lawful means consistent with the Club's purposes. The Club may use revenue from any additional fund-raising activities to pay for any expenses of the Club. ARTICLE VI NONDISCRIMINATION

The Club and the Executive Board shall not discriminate against any person on the basis of race, color, religion, sex, gender identity or sexual orientation.

ARTICLE VII BYLAWS

SECTION A: EFFECTS OF BYLAWS

1. The membership at any given time is subject to the bylaws then in force, and such bylaws, whether in force or thereafter adopted, are an essential part of the contract between the Club and its members.
2. These bylaws are effective on January 1, 2021, and continue in force until amended by the Club and its members.

SECTION B: AMENDMENTS TO THE BYLAWS

Any Voting Member may propose an amendment to these bylaws. A Voting Member who proposes an amendment shall submit the amendment in writing to the Executive Board. The President shall schedule a vote on the proposed amendment at the next general meeting. A two-thirds vote of Voting Members present, provided there is a quorum, is necessary to amend the bylaws.

ARTICLE VIII CLUB AFFILIATIONS & ASSOCIATIONS

SECTION A: IAGSDC

As long as the Club is a member of the International Association of Gay Square Dance Clubs (IAGSDC):

1. The Executive Board shall appoint a Voting Member to serve as representative to the IAGSDC. The representative, or an alternate approved by the Executive Board, shall attend the IAGSDC's annual meeting. A Voting Member may serve as IAGSDC representative for as long as the Executive Board deems appropriate.
2. The Club shall adhere to the rules and regulations of the IAGSDC.

SECTION B: OTHER AFFILIATIONS & MEMBERSHIPS

The Club may affiliate with or join other organizations as the Executive Board deems proper.

ARTICLE IX MISCELLANEOUS

SECTION A: DISSOLUTION OF CLUB

Upon dissolution of The Wilde Bunch the members shall use any assets and funds of the Club to pay as many liabilities and obligations of the Club as possible. The members shall distribute any assets remaining to such non-profit organizations as they may select.

SECTION B: BOOKS & RECORDS

1. The Club shall keep correct and complete books and records of accounts and shall also keep minutes of its official meetings. All books and records of the organization may be inspected by any member or that member's agent or attorney for any proper purpose at any reasonable time.
2. The fiscal year of the Club begins on January 1st and ends on December 31st.

The undersigned members of the Executive Board of The Wilde Bunch certify that on _____, by resolution, duly seconded and passed by a majority of the membership, the foregoing revised bylaws were adopted, consisting of Articles I through IX, inclusive.
