

TORONTO & DISTRICT SQUARE & ROUND DANCE ASSOCIATION INC.

CONSTITUTION

(Revised May, 2015)

Article 1: Name

The name of the Association shall be “**TORONTO & DISTRICT SQUARE & ROUND DANCE ASSOCIATION INC.**”, the official address of which shall be that of the Secretary.

Article 2: Aims and Objectives

The aims and objectives of the Association are:

1. To promote Square and Round Dancing, and other associated activities.
2. To promote, encourage and foster a wider knowledge of Square and Round Dancing.
3. To provide for a mutual exchange of philosophy and material pertaining to Square and Round Dancing between callers, teachers and leaders.
4. To improve the quality of Square and Round Dancing in the area.
5. To encourage the use of standards of uniformity relating to Square and Round Dancing.
6. To provide a link to other Districts, Provincial Federations, National and International Square and Round Dance Organizations.

Article 3: Membership

Individuals or individuals and their designated partner interested in the aims and objectives of the Association are eligible for membership regardless of their race, colour, country of origin, or sexual orientation, subject to the approval of the Executive.

Applicants, who satisfy the Executive of their desire and intent to take part in the Association, become members upon approval of their application and payment of the prescribed fees.

They remain members as long as dues are paid annually or until membership ceases as provided for in the Bylaws.

Clubs or other groups interested in the aims and objectives of the Association are eligible for an Associate Membership with two votes to be cast by their appointed delegates.

Article 4: Executive Committee

The purpose of the Executive Committee, hereafter referred to as the Executive, is to represent the membership in carrying out and interpreting the aims and objectives of the Association.

Elected officers may include their spouse or companion in the execution of their duties where appropriate. The elected officers of the Association are: PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER, and DIRECTORS who are all elected at the Annual General Meeting as provided for in the Bylaws. The IMMEDIATE PAST PRESIDENT is a member of the executive.

The Executive shall be responsible for conducting the affairs of the Association and will meet on call

of the President or at the request of any seven elected Executive members. Officers elected at the Annual General Meeting will commence their duties at the discretion of the incoming President not later than 30th day of June. They shall remain in office for a term of one year or until a successor is elected or appointed. Officers filling a vacated office do so for the remainder of the term.

Article 5: Meetings

Membership and executive meetings will be held as provided for in the Bylaws. One membership meeting will be held each year; this shall be the Annual General Meeting. Notice of the time and place of all membership meetings is to be given at least ten days prior to the scheduled date. Special membership meetings may be called by the Executive, or by a petition of ten or more members. The reason for the special meetings is to be clearly stated in the notice.

Article 6: Fiscal Year

The fiscal year of the Association shall be from July 1st of each year to June 30th of the following calendar year.

Article 7: Committees

Special committees may be formed by the Executive or at any membership meeting as may be required. Such committees are responsible to the Executive. The President is an ex-officio member of all committees.

Article 8: Bylaws

Such Bylaws as are necessary for the government of the Association may be created or amended by a simple majority vote of members present at a membership meeting. Notice of Motion to the membership of such action must be given in writing at least thirty days prior to the meeting at which the Motion is to be made.

Article 9: Changes to the Constitution

This Constitution may be amended by a two-thirds majority vote of the members present at an Annual General Meeting, provided that notice has been sent to all members at least thirty days prior to the Annual General Meeting.

Article 10: Dissolution of the Association

In the event of a proposed dissolution of the Association, all the current members of the Association will be contacted, either by e-mail or by Canada Post, and given an opportunity to vote on the issue. When the members are contacted, a cut-off date will be set and each member must respond on or before this date to have his or her vote counted. A motion for dissolution would require two-thirds majority of votes received. If the Motion for dissolution carries, three Trustees and a Financial Advisor shall be selected to hold the Association assets in Trust for a period of one year. The Trustees will liquidate all assets to cash and pay all liabilities. The remaining monies left after paying all liabilities will be used in some way to the betterment of Square & Round Dancing within the existing T. and D. area. The way this money will be used will be determined by the three Trustees and the Association Executive.

TORONTO & DISTRICT SQUARE & ROUND DANCE ASSOCIATION INC.

BYLAWS

(Revised April 2010)

I. MEMBERSHIP

A. ELIGIBILITY

Individuals or couples, such as callers, teachers, leaders and dancers with leadership potential and clubs or other group bodies interested in the aims and objectives of the Association may make application to the Association for membership.

B. APPLICATION FOR MEMBERSHIP

The Secretary or his or her delegate will receive applications on the form provided. Applications will be presented to the Executive Committee, hereafter referred to as the Executive for consideration. Approval will be given only to those applicants who, in the judgement of the Executive, will serve the best interests of the Association.

Applicants will be required to have the equivalent of three years of dancing experience. The application form must be accompanied by one year's membership fee, the applicant will be notified in writing of the Executive's decision.

A person/couple must be a member of the Association for a minimum of one year in order to be eligible as a member of the Executive and must be a member of the association or a delegate of an associate member to serve on any other committee.

C. EXCEPTIONS

Notwithstanding 1B above, the Executive may accept membership from such persons who in the judgement of the Executive have skills or abilities that would be valuable to the Association.

D. PRIVILEGES

Members may participate in the activities of the Association and receive information provided by the Association. Members may vote and hold office. Each member shall have one vote which shall be given in person at the meeting, and there will be no voting by proxy. Any member must serve one full term on a current or past Executive before being eligible for election to the position of President.

Each Associate Membership would entitle the Club to nominate four members to attend general meetings for the purpose of information sharing, and would entitle the Club to two votes.

E. CESSATION OF MEMBERSHIP

Membership ceases upon:

1. Non payment of fees after a period of 30 days after September 15th of each year.
2. Upon receipt by the President of a Letter of Resignation.
3. Upon a decision of the Executive

F. MEMBERSHIP FEES

Annual membership fees shall be due and payable by July 1st of each year and shall be at such rates as will be established by decision of the Executive and published prior to the Annual General Meeting of each year.

G. MEMBERSHIP LIST

A membership list will be maintained by the Secretary. Attendance at Association activities will be recorded at each activity.

H. CONDUCT AND MANNERS

1. All members shall support the aims and objectives of the Association.
2. No other activities shall be conducted by anyone during the period of time dedicated to the business of the general membership meetings, discussion periods, etc.

I. ASSOCIATION PROPERTY

All Association property shall be under the supervision of an Executive Committee member or other Association members as appointed by the President.

II EXECUTIVE POSITIONS & DESCRIPTIONS

The Executive shall be comprised of the President, Vice-President, Secretary, Treasurer, Directors and Past President. Each office may be held by an individual member of the Association or by a member couple. The responsibilities of each officer are set out in the Job Descriptions outlined in Appendix A to these bylaws of the Association and may be modified by the Executive as required from time to time.

Term of Office The term of office for officers and directors shall be one year.

III. ADMINISTRATION PROCEDURES

A. Vacancies of Office

In the case of resignation, death or inability to act, of a member of the Executive, the vacancy will be filled by appointment by the Executive. If the Immediate Past President ceases to be active, the Executive may recommend that this position remain vacant or recommend the appointment of a previous Past President.

B. Staff

The Executive may hire such services as are necessary for the conduct of its programme or

business.

C. Special Assignments and Projects

1. The Executive will appoint members where required to chair committees for the continuing work of the Association.
2. Standing Committees are to include Convention and Nominating Committees.
3. Other Committees may include such services as: Workshops, Caller Services, Special Dances, Round Dance Leaders Services, memberships, or other Committees which may be required.

Terms of Reference for committees named to carry out the work of the Association shall be reviewed and approved by the Executive Committee.

D. Expenditures

The Executive must approve all expenditures of money.

E. Signing Authority

Association cheques shall be signed by any two of the President, the Treasurer, and Secretary. The Executive may at any time and from time to time direct the manner in which and the person or persons by whom any particular contract or obligation or class of contracts or obligations may be signed.

F. Special Committees

1. Nominating Committee

- 1.1 The Past President or an appointee of the President will serve as Chairperson of the Nominating Committee.
- 1.2 The Chairperson may select up to two T & D members in good standing to serve as a Nominating Committee, to obtain nominees to stand for office to fill each position on the Executive.
- 1.3 Such committee will report back to the President with a list of nominees in sufficient time to be presented at the General Meeting. This committee will attempt to obtain nominees from all phases of the activity.

G. Proceeds of Projects

The net proceeds of all Association projects are to be turned over to the Treasurer with detailed statements of receipts and expenditures for deposit to the Association account within thirty days of the Project.

H. Auditor

An Auditor shall be appointed by the executive. The Auditor's report shall be approved by

the executive and reported to the membership as soon as possible after approval.

I. Protection and Indemnity of Directors

No Director or Officer shall be held responsible for any loss to the Association, however incurred, unless the same happens through dishonesty. Every director or Officer shall be indemnified against any claim against him/her unless such claim should be as a result of his/her wilful neglect or default.

J. Corporate Seal

The Association shall operate without a corporate seal, and the duly authorized signature(s) of its executive or other specified members shall be sufficient to bind the corporation.

IV MEETINGS

In addition to the provisions in the Constitution, the following shall apply:

- A. **Annual General Meeting:** Is to be held no later than May 31st.
- B. **Special Membership Meetings:** May be called by the Executive or by a petition of ten or more members. Only business stated in the notice is to be conducted at the Special Meeting.
- C. **Executive Meetings:** Are called by the President or at the request of any four (4) executive members.
- D. **Quorum:** The Quorum for a General Membership or Special Membership Meeting shall be the members in good standing present at the meeting.
- E. **Voting:**
 - 1) All motions except those pertaining to the Constitution are passed by a simple majority vote of members present. The vote may be by show of hands or by ballot as decided by the President or his delegate.
 - 2) Election of Officers: Nominations may be made from the floor at the Annual Meeting. Written nominations will also be accepted prior to the Annual meeting. All those nominated must signify their willingness to serve either verbally or in written form prior to the vote at the Annual Meeting. Where an election is required it will be by ballot.

Where more than one candidate is nominated for office, the candidate receiving the highest number of votes is declared elected. The spouse or companion of the elected executive member automatically becomes a member of the Executive with full voting privileges.

Where more than the required number of directors are nominated, the required number with the highest number of votes will be declared elected.

- 3) To ensure that all nominations made under Item 2 above are given equal consideration, the Chairperson at the time of the Election of Officers shall re-iterate all nominations whether made in writing prior to the Annual General Meeting or from the floor at the Annual General Meeting before calling for the vote (by Ballot) if required.

V. PUBLICATION & INFORMATION

- A. An official directory of Square and Round Dance Clubs will be published annually with publication date no later than October 15th of each year.
- B. Each membership unit is entitled to receive a copy of the Constitution and Bylaws of the Association.

VI. CONSTITUTION REVISIONS

- A. The Constitution and Bylaws will be reviewed every three years. Recommendations for revision will be the function of a Committee of Review. Such a Committee will be made up of no less than three members appointed by the Executive.
- B. The official copies of the Constitution and Bylaws are to be kept and maintained by the Secretary of the Association for distribution in accordance with Article 1 (G) of these Bylaws. The Secretary will ensure that the official copies of the Constitution and/or bylaws are updated within thirty (30) days of the passing of any amendment. Members of the Executive are to be provided with copies of the Constitution and the Bylaws when they assume office.

THE END

**Appendix A
to the By-laws of
TORONTO & DISTRICT SQUARE & ROUND DANCE ASSOCIATION INC.**

JOB DESCRIPTIONS

General Responsibilities of the Executive Committee:

- sets the Association's direction (it's Mission, Goals and Objectives);
- establishes policies and procedures to guide the operation of the Association;
- ensures that the Association is adequately financed;
- monitors the implementation of the planning and policy decisions to ensure the achievement of the goals and objectives;
- acts on behalf of the Membership, in a prudent and responsible manner.

President's Responsibilities:

The President

- is the Chief Executive Officer responsible for the conduct of business of the Association;
- ensures that meetings are scheduled and held in accordance with the Constitution and By-Laws;
- presides over Executive Committee meetings and General Membership Meetings;
- supervises the work of all other officers;
- represents the Association before all other bodies/liaise, as appropriate, with other organizations and associations;
- attends other Committee meetings, as “ex officio” supervisor;
- ensures that operating budgets are scrutinized and approved by the Executive Committee;
- authorizes payment of individual items, the entire cost of any item not to exceed \$200.00;
- is one of the Signing Officers of the Association;
- communicates to the membership a general outline of business transacted and decisions made on behalf of the members and of the Association’s financial status;
- approves (with the Executive) all appointments (to committees, etc.) and appoints the Chairpersons of all Committees.

Past President’s Responsibilities:

The Past President

- ensures continuity of the work of past and present executive (“corporate memory”);
- may chair Nominating committee, at the discretion of the President;
- duties may include:
 - chairing or supervising the operation of a sub-committee;
 - preparing draft reports as required;
 - planning, organizing, and conducting special events, as required;
 - liaising, as required with outside organizations, associations or individuals;
 - representing the president and/or the Executive at events, as required;
 - attending meetings as and when required; and maintaining such records as may be required.

Vice-President’s Responsibilities:

The Vice-President

- assumes the duties and responsibilities of the President in his/her absence or upon his/her instructions;
- duties may include:
 - chairing or supervising the operation of a sub-committee;
 - preparing draft reports as required;
 - planning, organizing, and conducting special events, as required;
 - liaising, as required with outside organizations, associations or individuals;
 - representing the president and/or the Executive at events, as required;
 - attending meetings as and when required; and maintaining such records as may be required.

Secretary’s Responsibilities:

The Secretary

- prepares and maintains minutes of the General and Executive Meetings, recording all decisions;

- receives and handles all Correspondence;
- maintains a current directory of members;
- preserves a complete file of all material, correspondence, etc. in the name of the Association;
- corresponds and communicates with others as directed by the Executive and/or President, including mailing/delivering flyers for Association events;
- turns over all monies to the Treasurer;
- keeps a record of attendance at executive meetings, and maintains the attendance book;
- is one of the Signing Officers of the Association;
- ensures that all executive members receive a copy of the Constitution and By-laws.

Treasurer's Responsibilities:

The Treasurer

- receives, safeguards and administers all monies for the Association;
- keeps an exact accounting of all financial transactions;
- maintains a bank account or accounts as is necessary to conduct Association business;
- keeps the Secretary advised of paid-up members;
- prepares Membership Renewal Forms each year, to be sent to all members (May and Summer Topics);
- issues current membership cards to all new and renewing members;
- prepares a new Membership List of all members after September 15th of each year;
- is one of the Signing Officers of the Association;
- submits a Financial Report to the Executive at each Executive Meeting;
- submits a Year-To-Date Statement of Accounts to the Annual General Meeting;
- prepares a year-end Financial Statement which, along with the account books, must be audited as soon as possible after the end of the fiscal year, by auditors appointed by the Executive.

Director's Responsibilities:

Up to four (4) directors are to be elected at the Annual General Meeting as members of the Executive. Job descriptions for each directorship should be reviewed and revised if necessary, annually to provide the incoming Executive members with a working knowledge of their duties. Duties will be assigned by the incoming President.

Directors' duties may include:

- chairing or supervising the operation of a sub-committee;
- preparing draft reports as required;
- planning, organizing, and conducting special events, as required;
- organization of T & D dances, including arranging for callers & cuers and sending flyers to the clubs.
- liaising, as required with outside organizations, associations or individuals;
- representing the president and/or the Executive at events, as required;
- attending meetings as and when required; and maintaining such records as may be required.