



Constitution and Bylaws
of the
Austin Square & Round Dance Association,
Incorporated of Austin, Texas
and Surrounding Area

Amended March 19, 2022

Constitution and Bylaws

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ARTICLE I

NAME

The name of the organization to be governed by this Constitution and Bylaws shall be known as the Austin Square and Round Dance Association, Incorporated, hereinafter referred to as the Association or the ASRDA.

ARTICLE II

PURPOSE

The purpose of the Association shall be to:

- a. Promote and sponsor an active program of square dancing, round dancing, clogging, contra dancing and line dancing in Austin, Texas and the surrounding area.
- b. Coordinate, insofar as possible, special activities of member clubs and the Association.
- c. Promote unity and goodwill among square dancers, round dancers, cloggers, contra dancers, line dancers and their clubs.

ARTICLE III

AFFILIATIONS

The Association and its membership shall be a nonprofit, affiliated member district of the Texas State Federation of Square and Round Dancers and, therefore, is bound by the provisions of the Constitution and Bylaws of that Federation.

ARTICLE IV

MEMBERSHIP

Section 1. Conditions of Eligibility and Membership

- a. **Eligibility** – Any duly organized square dance, round dance, clogging, contra, or line dance club with members in Austin, Texas and surrounding areas shall be eligible for membership in the ASRDA subject of approval of the ASRDA Delegates at a regular meeting of the Association.
- b. **Roster** - At the time of application for membership a club roster listing the duly elected delegates, the alternate delegate and members shall be presented to the ASRDA Executive Board.
- c. **Approval**– Membership in the Association must be approved by a majority of the ASRDA Delegates present and voting at a regular meeting of the Association.

Section 2. Responsibilities - As an obligation and pledge to support their Association, member clubs shall:

- a. Agree to abide by the Constitution and Bylaws of the Association and to abide by all policies and resolutions adopted by the ASRDA Delegates.
- b. Provide the ASRDA Secretary with a club roster listing duly elected delegates, the alternate delegate, and club officers (if the club has officers) and members. This roster shall be submitted when requested by the ASRDA or when officers or delegates change.

- c. Attend ASRDA dances and other official functions.
- d. Participate in host-club duty assignments.
- e. Encourage club members to read the official ASRDA Newsletter, Round the Capitol Square.

Section 3. Termination of Membership

- a. **Conditions** - Membership in the Association may be terminated under any or all of the following conditions:
 - 1. **Voluntary** - A member club notifies the ASRDA President of its intention to terminate.
 - 2. **Non-representation** - Failure of a member club to provide representation as specified in this Constitution and Bylaws, such as failure to provide for ASRDA delegate representation and attendance at Association delegate meetings. Clubs not represented at two consecutive meetings may be placed on suspension with written notice from the Executive Board. Once the club has attended two consecutive meetings the suspension will be removed.
 - 3. **Responsibilities** - Failure of a member club to meet its responsibilities in the Association's programs and activities, as outlined in Article IV, Section 2.
 - 4. **Detrimental Practices** - Conduct of a program of practices detrimental to the welfare of square dance, round dance, clogging, contra dance or line dancing in the community.
- b. **Votes of Termination** - A vote for termination shall consist of two-thirds (2/3) majority of delegates present and voting at a regular or special meeting.

ARTICLE V

BOARD OF DELEGATES

Section 1. Composition - The Board of Delegates of this Organization, hereinafter referred to as the ASRDA Delegates or Association Delegates, shall be the policy making authority of the Association and shall be composed of the following representatives:

- a. **Member club representation** - Each member club in good standing shall designate two (2) delegates, each having one vote, to serve as ASRDA Delegates and one (1) alternate delegate to serve in the absence of one (1) of the club's voting delegates.
- b. **Past Presidents Committee** shall be authorized two delegates. These delegate votes will normally be exercised by the Immediate Past President and the Chairman of the Past Presidents Committee. The Chairman of the Past Presidents Committee shall appoint an alternate to serve in the absence of one of the regular delegates. The ASRDA Secretary shall be informed of the alternate delegates.

Section 2. Attendance - Wherein before and hereinafter either a regular or special meeting of the Association is mentioned, it refers to a meeting of the ASRDA Delegates and Officers. Member clubs shall be represented at such meetings by their delegates or designated alternate delegate.

Section 3. Voting Limitations

- a. **Eligibility of Member Club Delegates** - only those member club delegates and/or their alternates whose names have been duly submitted to the ASRDA Secretary as outlined in Article IV, Section 2, subparagraph b of this Constitution and Bylaws or who notify the Secretary that they are serving as alternates shall be eligible to vote on Association issues. The delegates must be members of the club they represent.
- b. **One Vote Rule** - No delegate or elected officer may have the privilege of more than one (1) vote regardless of the number of offices or positions he/she may hold. Each delegate represents only one club or the Past Presidents Committee. No elected officer may represent a member club.
- c. **Alternate Delegate Vote** - No alternate delegate from any member club shall have the privilege of voting unless he/she is serving in the absence of one of the two (2) delegates from his/her own club.

Section 4. Board Chairman - The President of the ASRDA shall serve as Chairman of the Board of Delegates and shall preside at all meetings of the ASRDA Delegates. In the event of the absence of the President or his/her inability to serve as Chairman of the Board, the Vice-president shall so preside.

ARTICLE VI **OFFICERS**

Section 1. Composition - Officers of the Association shall be the President, Vice-president, Secretary and Treasurer, each of whom shall be nominated, elected and take office in accordance with Sections 2, 3, 4 and 5 of Article VI of this Constitution and Bylaws.

Section 2. Nominating Committee

- a. The Nominating Committee shall be comprised of the president or his designated representative from each member club of the Association.
- b. The Chairman of the Nominating Committee shall be appointed by the President of the Association.
- c. A quorum, consisting of at least two-thirds (2/3) of the committee members present, shall meet at least sixty (60) days prior to the annual election of officers for the purpose of nominating one or more persons for each of the required elected officers of the Association.
- d. The Nominating Committee shall cause the names of the nominees for each office to be published in the Association sponsored newsletter prior to the date of the election.

Section 3. Nominations

- a. Nominations for office may be made:
 - 1. By the Nominating Committee in accordance with Article VI, Section 2, of the Constitution and Bylaws.
 - 2. By any active member in good standing of any member club of the Association.
- b. No person may be placed on the election ballot unless he/she have signified in writing his/her willingness to serve if elected.
- c. A person may be nominated for more than one office. However, the nominee must specify which of the offices will be actively sought and must renounce all

nominations for other offices prior to voting.

d. Timelines are as follows:

1. February at or before the 16th - Nominating Committee forms
2. March at or about the 8th. - Nominating Committee's final meeting
3. 15 March - last day to submit names for the ballot to the ASRDA sponsored publications' editor and names to appear in the ASRDA website. The publication and website will announce the date of the election of officers.
4. April - ASRDA Delegate meeting shall accept and approve nominations from the floor. The election of officers shall take place at the same meeting. Elected officers shall take office effective 1 July and serve for a period of one (1) year.
5. July Installation dance shall occur as close to 1 July as possible and the ASRDA elected and appointed officers shall be installed on the same day as the Installation dance.

Section 4. Election of Officers

- a. **Time of Election** - Officers of the Association shall be elected at the last scheduled Association meeting prior to May 1st of each year. Interim vacancies for all offices except President shall be filled by vote of the Association Delegates.
- b. **Term of Office** - Officers shall take office on July 1st in the year in which they are elected and shall serve for a period of one (1) year.
- c. **Officers** may be elected to more than one term in any given Association office.
- d. Only those persons who are active members in good standing of member clubs in the Association are eligible to hold an elected or appointed office.

Section 5. Voting

- a. Voting for officers of the Association shall be by secret ballot. This rule may be suspended when only one nomination for each office exists.
- b. Voting shall be by the Association Delegates at the last scheduled Association meeting prior to May 1st of each year.
- c. A majority of votes shall be required for election to any office.
- d. The Executive Board and the Nominating Committee or an Election Committee appointed by the President shall take steps to insure that voting in each election conforms to the guidelines specified herein.

Section 6. Duties of the President

- a. Preside at meetings of the Association.
- b. Make appointments with the approval of the ASRDA Executive Board as follows:
 1. Members of the Mid-Tex Festival Committee until the election of the Mid-Tex Festival Chairman at which time the Mid-Tex Chairman will make further appointments
 2. Appointed Officers
 3. Unexpired terms of State Delegates when vacancies occur until the next regular ASRDA meeting at which time replacements will be nominated then elected from the floor.
 4. Editor of the ASRDA-sponsored newsletter as well as other editorial staff, such as Circulation and Advertising.

- 5. Any special assignments, committees, or committee chairs deemed to be necessary or advisable.
- c. Serve as an ex-officio member of all appointed committees including the Mid-Tex Festival Committee.
- d. Serve as Chairman of the Executive Board and Chairman of the ASRDA Delegates.
- e. The President has the responsibility to sign all contracts during his/her administration i.e.: callers, cuers, facilities, etc. With the approval of the Executive Board, he/she shall contact and contract with professional callers and cuers to call for Association sponsored dances. The fee shall be set in line with normal fees demanded by callers and cuers for other clubs or associations in the State of Texas and each fee not exceed a fee set by the delegates of the Association. Contract, with Facilities Officer, for all Association Dance Facilities. The fees shall be in line with normal fees demanded for dance facilities.
- f. Keep or have kept a calendar of all Association, Club and Area dances and activities to avoid conflicts of schedules when possible.
- g. Serve as a member of the Texas State Federation of Square and Round Dancers District Presidents Committee and State Nominating Committee and make every effort to attend all meetings of these committees or appoint a representative from ASRDA to attend these meetings whenever the President or Vice-president cannot attend.
- h. Make necessary appointments required by the Texas State Federation of Square and Round Dancers with the approval of the ASRDA Executive Board, to include:
 - 1. Membership Committee members.
 - 2. Callers and cuers for Conclave and for the State Festival.
- i. Make certain that all other required responsibilities of the ASRDA to the TSFSRD are carried out in a timely manner.

Section 7. Duties of the Vice-president

- a. Preside at association meetings in the absence of the President.
- b. Order from TSFSRD and distribute State Federation promotional material, educational material, flyers, and registration blanks for State Federation functions.
- c. Maintain custody of the ASRDA banners and assure that they are available for appropriate display as needed.
- d. Assume the duties of the President in case of disability or absence of the President.
- e. Attend meetings of the TSFSRD, at the request of the President, if the President is unable to attend the District's President's Committee or State Nominating Committee meetings.

Section 8. Duties of the Secretary

- a. Handle all correspondence as assigned by the President.
- b. Keep a written record of minutes of all Association meetings. Minutes of ASRDA meetings are to be emailed to elected officers and delegates no later than 30 days after the meeting.
- c. Keep permanent records, and make available to ASRDA Executive committee members, which include:
 - 1. All correspondence.
 - 2. Constitutions and Bylaws of the Association and those of member clubs.

3. Copies of Association policies and procedures, such as banner-stealing rules, etc.
 4. Minutes of each meeting.
 5. Rosters of each member club.
 6. Treasurer's reports.
 7. Written committee reports.
- d. Keep up-to-date records of ASRDA Delegates and club officers and maintain a record of attendance of these delegates at Association meetings.
 - e. Mail and/or email each representative a copy of the minutes of the preceding meeting.

Section 9. Duties of the Treasurer

- a. Receive and disburse all monies and funds of the Association.
- b. Keep adequate and correct accounts of the properties and business transactions of the Association, to include amounts of its assets, liabilities, receipts and disbursements.
- c. Submit written reports to the Association to include:
 1. Financial reports at each meeting.
 2. Financial report of each Association dance to be presented at the meeting immediately following a given dance.

Section 10. Removal of an Elected Association Officer

- Should it become necessary to remove an elected officer for reason it will require a two thirds (2/3 rds) vote of the attending delegates.
- a. Nonperformance of office,
 - b. Conduct unbecoming an officer of the Association
 - c. Theft
 - d. Conviction of a felony

ARTICLE VII
MEETINGS

Section 1. Regular - At least four (4) regular meetings of the Association shall be scheduled and held during each election year, which shall be from July 1 through June 30. The time, place, and date of said meetings shall be determined by the ASRDA President. A zoom meeting may be called if necessary.

Section 2. Special - **Special meetings** of the Association may be called by the President, Vice-president or by the combined request of four (4) delegates of the Association. No business shall be transacted at a special meeting other than that for which the meeting was called.

Section 3. Notification - Each Association officer, delegate and ex-officio member shall be notified of the date, time and location of each meeting and shall be provided with a written agenda prior to the time of the meeting.

Section 4. Agenda - No issue may be put to a vote unless that issue is on the official agenda.

Section 5. Quorum - A quorum at all meetings (both regular and special) shall consist of the presence of at least one-half (1/2) of the ASRDA Delegates and at least two (2) elected officers of the Association.

Section 6. Parliamentary Procedure - Parliamentary procedure at all meetings of the

Association shall be governed by Robert's Rules of Order Newly Revised in all cases to which they are applicable and in which they are not inconsistent with this Constitution and Bylaws and any special rules the Association may adopt.

ARTICLE VIII **EXECUTIVE BOARD**

Section 1. Composition - The Association shall have an Executive Board composed of the duly elected officers of the Association. The ASRDA President shall serve as the Chairman of this Board.

Section 2. Duties

- a. The Executive Board of the Association shall be charged with the responsibility of proposing policies, guidelines, resolutions, and rules of order for consideration by the ASRDA Delegates.
- b. The Executive Board shall transact the routine business of the ASRDA and shall administer and enforce all policy, guidelines, resolutions, and rules of order adopted by the Association Delegates.
- c. Submit to the ASRDA delegates for approval and acceptance a budget for all projected expenses and revenues for the forthcoming fiscal year. The said budget shall be submitted at the first regular meeting after taking office. The newly elected officers shall create the budget between their election and the beginning of their term.
- d. The annual budget will include a 2-year projected budget for the Mid-Tex festival showing the current and following fiscal year.

ARTICLE IX **STANDING COMMITTEES**

Section 1. Mid-Tex Festival Committee

- a. The Committee shall operate under the direction of the Executive Board of the Association for the purpose of coordinating, directing, and presenting one (1) annual festival each year to be known as the Mid-Tex Festival.
- b. The Committee shall consist of members appointed by the ASRDA President. The term of appointment shall be for two (2) years, with appointments being made on a rotating basis such that one-half (1/2) of the members rotate off each year. The incoming members shall be appointed jointly by the outgoing and incoming ASRDA Presidents within thirty (30) days following the Festival. Appointments of unexpired terms shall be made within thirty (30) days of the vacancy. It is recommended that representation of all segments of Association membership be considered in appointing Committee members, with a total Committee membership of no more than sixteen (16) dancers.
- c. The ASRDA President shall temporarily serve as Chairman of the Committee during the first meeting of the year for the purpose of calling the meeting and presiding until the election of a Committee Chairman is completed.
- d. Election of the Committee Chairman shall be by a majority vote of members present and voting.
- e. All monies pertaining to the Mid-Tex Festival Committee are to be received and disbursed by the ASRDA Treasurer.

- f. Reports, including financial reports, are to be submitted for approval and acceptance by the Association Delegates at each regular meeting.
- g. The annual budget will include a 2-year projected budget for the Mid-Tex festival showing the current and following fiscal year. (See Article VIII)

Section 2. Past Presidents Committee

- a. The Past Presidents Committee shall operate under the auspices of the Association for the purpose of advising, guiding, and supporting the Association.
- b. The Committee shall consist of all past presidents of the ASRDA.
- c. One representative, in addition to the immediate past president, shall be chosen by the Committee to serve as ASRDA Delegate for a term of office to coincide with the terms of the elected ASRDA officers.
- d. The Past Presidents Committee's ASRDA Delegate shall have one (1) vote, in addition to that of the immediate ASRDA past president. If the immediate past president is unable to serve as a delegate the past presidents committee shall appoint another delegate.

Section 5. Dancer of the Year Committee - This committee consist of all active previous awardees of the ASRDA Dancers of the year award-and shall select the current-recipient.-They shall carry out other related duties as may be assigned.

Section 6. Other Committees -The President, with the approval of the ASRDA Executive Board, may establish other committees deemed to be essential to effectively administer the affairs of the Association.

ARTICLE X
STATE DELEGATES

Section 1. Number -Three (3) delegates shall be appointed annually by the President to represent ASRDA at the Texas State Federation of Square and Round Dancers.

Section 2. Selection - The immediate past ASRDA President, the newly elected ASRDA President and the newly elected ASRDA Vice-President may be invited to serve as State Delegates. The office will commence at the same time as their respected one year term of office (July 1st through June 30th). Should the invited officer decline the selection as State Delegate or later resign (or removed with reason) as President or Vice-President, a replacement will be appointed by the President.

Section 3. Eligibility - State Delegates must be active members in good standing of a member club of the association and may not be a State Federation Officer.

Section 4. Duties - State Delegates are expected to attend the business meetings of the Federation. Duties of the State Delegates are to be those outlined in State Federation literature.

ARTICLE XI
OPERATIONS AND ACTIVITIES

Section 1. General - All operations and activities of the ASRDA Officers and ASRDA Delegates

shall conform to the guidelines and rules established by this Constitution and Bylaws.

Section 2. Sponsorship of Dances - The Association shall sponsor a minimum of three (3) open, scheduled dances during each election year including Mid-Tex Festival and the ASRDA Installation Dance. Any additional dances must be approved by the Association Delegates.

Section 3. Newsletter

- a. The Association-sponsored newsletter shall be published and made available to all dancers free online or on a subscription basis, the proceeds of which shall be used to defray the expenses of the publication. It is also available free on the ASRDA website.
- b. The newsletter shall include items of news submitted by member clubs, listings of member clubs, listings of upcoming events of interest and concern to dancers, and other articles for the purpose of communicating and promoting the interests of member clubs.
- c. The Editor of the newsletter shall serve an indefinite term with the approval of the Executive Board and shall be responsible for proposing publication and rules, editing the paper and overseeing its publication.

Section 4. Salaries - No Officer or Delegate of this Association shall receive a salary. Reimbursement of expenses shall be made only within the guidelines specified in this Constitution and Bylaws.

Section 5. Limitations of Expenditures - The Executive Board shall have the power to appropriate, invest and expend the monies of the Association within the limit of three hundred dollars (\$300.00) **per year**. All expenditures more than this amount shall require approval of the Association Delegates. Exception to this rule shall be the contractual guidelines for hiring professional callers and cuers and contracting for halls as specified in Article VI, Section 6, Subparagraph e of this Constitution and Bylaws.

Section 6. Reimbursement of Expenses

- a. Elected officers and appointed committee chairmen shall be entitled to reimbursement of expenses incidental to the handling of affairs of the Association within the limits approved by the Association Delegates.
- b. Wherein delegate or delegate couple is referred to in this Constitution and Bylaws, such terminology shall be taken to mean a singular reimbursement of money on all occasions whether the delegate is a married couple or a single person.

Section 7. Billing and Payment - Payment of monies to any person, organization, or billing agency shall be made only upon receipt of valid vouchers certified by a member of the Executive Board. An exception to this rule shall be for specific items, which require advance funds. Such items shall be budgeted and approved annually by the delegates at a regular meeting. Funds advanced to committees or individuals for approved budgeted expenditures shall be validated to the ASRDA Treasurer by receipt.

ARTICLE XII

DISSOLUTION

- Section 1.** The Association may be dissolved by a two-thirds (2/3) majority-vote of the Association Delegates on each of two (2) consecutive special meetings held on different days and held for the expressed purpose of voting on dissolution.
- Section 2.** Prior to final dissolution, Association funds are to be disbursed in a manner that will satisfy current financial obligations within the limitations of the financial capability of the Association.
- Section 3.** Prior to final dissolution, all commitments involving future Association obligations shall be canceled.
- Section 4.** After all conditions of Sections 2 and 3 of this Article have been met, and as a part of the final dissolution, all funds remaining in the Association treasury shall be turned over to the Texas State Federation of Square and Round Dancers for the Teen Scholarship Fund.

ARTICLE XIII **AMENDMENTS**

- Section 1. Presentations** - Any proposed amendment (to include and not limited to any change, clarification, correction and/or improvement) to this Constitution and Bylaws must be presented in writing at least one meeting prior to the time of voting on said amendment. Any ASRDA delegate or member of the Executive Board may propose changes to this Constitution and Bylaws. Proposed changes are to be available in word document format for reading and download from the ASRDA website within seven days after being presented to the ASRDA Delegates.
- Section 2. Voting** - Amendments or changes must be passed by at least a two-thirds (2/3) majority vote of the Association Delegates present and voting at the meeting.
- Section 3. Suspension of the By-laws** can be accomplished only by stating the appropriate Article and Section or Subsection for a specific amount of stated time, not to exceed the remaining time in the term of the Executive Board. It requires a 2/3 vote of the attending delegates. The requirement of a Quorum cannot be suspended

ARTICLE XIV **SAVINGS CLAUSE**

Should any article or section of this revised Constitution and Bylaws of the Austin Square and Round Dance Association be held invalid by operation of law, such invalidity shall not affect the validity of the remaining portions of this document.

ARTICLE XV **CONCLUSION**

This revised ASRDA Constitution and Bylaws was submitted in writing to the ASRDA Delegates at a regular meeting held on October 23,2021 in Austin, Texas and was

approved and ratified by said delegates on March 19,2022 as the revised basic law governing the formation and operation of the Austin Square and Round Dance Association.

ADOPTED MAY 18, 1986, AMENDED November 1, 1987, August 7, 1988, February 12, 1989, August 19, 1990, April 28, 1991, February 2, 1992, November 16, 1992, February 8, 1998, February 7,1999, February 16, 2008, April 26, 2008, December 6, 2008, August 27, 2016 and October 21, 2017, March 19,2022

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|----------------|-------------------|-------------------|
| ADOPTED | MAY 18, 1986 | |
| AMENDED | November 1, 1987 | February 8, 1998 |
| | August 7, 1988 | February 7, 1999 |
| | February 12, 1989 | February 16, 2008 |
| | August 19, 1990 | April 26, 2008 |
| | April 28, 1991 | December 6, 2008 |
| | February 2, 1992 | August 27, 2016 |
| | November 16,1992 | October 21, 2017 |
| | March 19, 2022 | |
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