

BYLAWS AND STANDING RULES

OF THE

INTERNATIONAL CHOREOGRAPHED BALLROOM DANCE ASSOCIATION
(“ICBDA”)

Revised: February, 2012

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**Part 2**

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## **ARTICLE I**

### **Definition of Terms and Abbreviations**

**Section 1.** The following abbreviations will be used throughout the Bylaws and will have the definitions given below:

**AGM** Annual General Meeting of the International Choreographed Ballroom Dance Association.

**TAC** The Technical Advisory Committee as described in Article VIIB of these Bylaws.

**ICBDA** International Choreographed Ballroom Dance Association as defined and operated within the framework of these Bylaws.

**Section 2.** The following terms will be use throughout the Bylaws and will have the definitions given below:

**Board** The Board of Directors of ICBDA as defined in Article V of these Bylaws.

**Executive Officers** The Executive Officers of ICBDA as defined in Article VI of these Bylaws.

**Chaircouple** The head of a particular section or committee of ICBDA (e.g., Chaircouple (plural) of the Convention Committee or Chairmen of the Convention Committee, irrespective of the gender of the individuals).

**ICBDA Annual Choreographed Dance Convention**

The Annual Convention sponsored and conducted by ICBDA at a time and location determined by the Board, the Executive Officers and the President.

**Membership** A person or couple who have paid their membership dues as specified in Article IV, Section 3.

**Member** A person who has paid the dues as specified in Article IV, Section 3. There are two members in a couple membership.

**Section 3.** The fiscal year of ICBDA shall begin on October 1 of each calendar year and shall end on September 30 of the following calendar year.

## ARTICLE II

### Purpose

The primary and specific purpose of this corporation is to educate the public in dance technique and to encourage dance as an activity useful to the individual and a benefit to the community as stated herein:

- Section 1.** To provide, as a non-profit organization, a central point for dissemination of information pertaining to Choreographed Ballroom Dance technical, instructional and international activities and such other material as required in the teaching and directing of Choreographed Ballroom Dance groups which function through leaders who are interested in the promotion of Round Dancing.
- Section 2.** To conduct local, national and international Choreographed Ballroom Dance classes, festivals and conventions to bring together the members and other dancers for exchange of ideas; to participate in Choreographed Ballroom Dance instruction and other Choreographed Ballroom Dance activities and to do what is necessary to promote and develop the Choreographed Ballroom Dance activity.
- Section 3.** To assist and promote Choreographed Ballroom Dance teachers and leaders in the furtherance of their local activity and their participation in national and international Choreographed Ballroom Dance programs.
- Section 4.** To prepare, print and distribute, by mail or otherwise, information in the form of bulletins, newsletters, technical dance manuals, all types of instructional material on a non-profit fee basis unless otherwise deemed appropriate.
- Section 5.** To work constructively and cooperatively with other organizations having similar and non-conflicting goals for the promotion and improvement of Choreographed Ballroom Dancing.
- Section 6.** Notwithstanding any other provision of these purposes or Bylaws, this organization shall not carry on any activities prohibited to be carried on by an organization exempt from the federal income tax under Section 501 § (3) of the Internal Revenue Code and as otherwise set forth in the amended Articles of Incorporation July 26, 1991.

## **ARTICLE III**

### **Organization and Governance**

- Section 1.** ICBDA is a non-profit organization formed for the purposes described in Article II of these Bylaws.
- Section 2.** The membership of ICBDA shall be as described in Article IV of these Bylaws.
- Section 3.** The governing bodies of ICBDA shall be the Board, as described in Article V, the Executive Officers, as described in Article VI and the various standing committees, as described in Article VII of the Bylaws.
- Section 4.** Participation in ICBDA is on a volunteer basis and under no circumstances shall any of the above, or any other member of ICBDA, receive remuneration of any sort whatsoever for their time, service or talent spent in conducting the business of ICBDA.

## **ARTICLE IV**

### **Membership**

- Section 1.** The membership shall be open to:
- A. All Choreographed Ballroom Dance teachers (Professional Membership)
  - B. All Choreographed Ballroom Dancers everywhere in the world (Dancer Membership)
  - C. Choreographed Ballroom Dance clubs approved by the National Carousel Club Committee according to procedures in Section 17 of the Standing Rules (Club Membership)
  - D. Choreographed Ballroom Dance record companies (Auxiliary Membership)
  - E. Publications (Auxiliary Membership)
  - F. Costume suppliers or other organizations interested in the Choreographed Ballroom Dance activity (Auxiliary Membership)
  - G. Honorary Memberships (e.g., the Lloyd Shaw Foundation)
- Section 2.** Only Professional and Dancer Memberships may hold office or cast votes in ICBDA. Hereinafter these memberships shall be designated as "active" memberships providing that dues are paid.
- Section 3.** Dues
- A. Annual Membership dues shall become due and payable on the first day of each fiscal year as defined in Article I, Section 3, and shall be at such rates as will be established by the decision of the Board of Directors and published prior to the AGM.
  - B. New member dues paid during the two (2) months prior to the first day of each fiscal year as defined in Article I, Section 3 shall have their membership extended to the first day of the following fiscal year.

## **ARTICLE IVA**

### **Cessation of Membership**

- Section 1.** Membership ceases upon:
- A. Non-payment of dues after a period of sixty (60) days after the first day of each fiscal year as defined in Article I, Section 3.
  - B. Receipt by the President, the Vice-President or the Secretary of a letter of resignation.

## **ARTICLE IVB**

### **Privileges**

- Section 1.** Members may participate in the activities of ICBDA and receive information by way of the Newsletter and/or other notices and bulletins.
- Section 2.** Active members may vote and hold office.

**Section 3.** Each active member shall have one vote. Voting will be according to Article VIII - Rules of Procedure, and as further set forth in Article IX, Section 2.

**Section 4.** Members of ICBDA who hold the Golden Torch Award shall be given lifetime memberships and exemption from all registration fees or similar charges to attend any ICBDA event or function.

## **ARTICLE IVC**

### **Obligations**

**Section 1.** Members of ICBDA bind themselves to maintain high moral standards and to act in accordance with the highest ethical practices of professional persons.

## **ARTICLE IVD**

### **Full Membership Meetings**

**Section 1.** At least one (1) general meeting shall be held each year in conjunction with the ICBDA Annual Choreographed Ballroom Dance Convention. Other meetings may be called by the President, the Board, the Secretary or a majority of the Members.

**Section 2.** The time and place of these meetings shall be set by the President or the Board.

**Section 3.** Notice of each general meeting shall be advertised in at least two (2) ICBDA Quarterly Newsletters prior to the meeting.

**Section 4.** Active members only may submit proposals or participate in discussions at any meeting. Special guests may address the members at the discretion of the presiding officer.

**Section 5.** A quorum at such advertised meeting(s) shall consist of at least five percent (5%) of the active members.

**Section 6.** When a quorum is present at any advertised meeting, a majority of the members voting shall decide any question properly brought before such meeting. Voting shall be in accordance with Article VIII, Rules of Procedure.

## ARTICLE V

### Board of Directors

#### **Section 1.** The Board of Directors

- A. The Board of Directors shall consist of twenty-one (21) memberships elected by the active members according to the procedures in Article IX, Section 2. Active individual members and couples may be elected to the Board. The Board shall, therefore, consist of forty-two (42) members, except when some of the memberships are individual memberships or when Section 2 (below) or Article VI, Section 4B applies.
- B. The term of office shall commence on the first day of the fiscal year as defined in Article I, Section 3 in the year elected and shall be of three (3) years duration. This will establish the election of seven (7) member couples in each fiscal year. Official action of the Board may take place prior to the beginning of the term of office only as described in Article V, Section 3B.
- C. No Board member shall serve more than two (2) consecutive terms (6 consecutive years) on the Board, except Executive Officers (see Article VI, Section 4), and shall sit off the Board for a full term (3 years) following two (2) consecutive terms before regaining Board eligibility.

#### **Section 2.** *Intentionally left blank.*

#### **Section 3.** Meetings

- A. The Board of Directors shall meet annually at the ICBDA Choreographed Ballroom Dance Convention. Other Board meetings may be called by the President, the Executive Officers or a majority of the Board Members.
- B. The first meeting of a new Board may take place at the ICBDA Annual Choreographed Ballroom Dance Convention prior to the first day of the new fiscal year and following the final meeting of the outgoing Board at the ICBDA Annual Choreographed Ballroom Dance Convention. Action taken by the Board at such a meeting shall pertain only to events to occur after the last day of the current fiscal year as defined in Article I, Section 3. The Executive Officers at such a meeting shall be those officially in office after the first day of the new fiscal year.
- C. A quorum of at least twelve (12) members shall be required at any meeting for the Board to take action. The failure to reach a quorum shall make the meeting unofficial and without force.

#### **Section 4.** Voting by the Board shall be by individual members (i.e., a maximum of forty-two (42) votes may be cast on an issue, except where Article V, Section 1A applies).

#### **Section 5.** Action by the Board must be approved by a simple majority of members in attendance at any meeting. Voting electronically or by mail must have a simple majority of the entire Board for the vote to be valid and with force.

- Section 6.** Duties of the Board:
- A. Act on matters of policy for ICBDA.
  - B. Set guidelines for ICBDA activities.
  - C. Review and make recommendations on changes in the Bylaws.
  - D. Adopt a budget for annual expenditures and determine the rates for annual membership dues.
  - E. Act in an advisory capacity to the Executive Officers of ICBDA.
  - F. Approve or disapprove the election of the Chaircouple of TAC.
  - G. Make and pass motions to conduct and fund various ICBDA activities.
  - H. Select sites for the ICBDA Annual Choreographed Ballroom Dance Convention.
  - I. Control ICBDA website content by direct approval or by procedure.
- Section 7.** The Board may, at its discretion, create special awards or other forms of recognition, such as honorary memberships, provided that such actions do not violate any part of these Bylaws and provided that any costs or expenses are within approved budgets.
- Section 8.** The Board accepts or rejects all trophies, plaques, certificates, etc., donated to ICBDA for presentation as an award. If accepted, they shall not be identified with Donor's name and shall not obligate or require ICBDA to identify same. Recognition of the Donor's name will be identified in the Board Minutes.

## ARTICLE VI

### The Executive Officers

- Section 1.** The Executive Officers of ICBDA shall be: President, Vice-President, Secretary and Treasurer. The immediate Past President shall serve as advisor and ex-officio member of the Executive Officers.
- Section 2.** The Vice-President, Secretary and Treasurer shall be elected by electronic or mail ballot for a term of one (1) year, following the procedures in Article IX.
- Section 3.** The President
- A. The President shall be elected by electronic or mail ballot for a term of two (2) years, every odd-numbered calendar year, following the procedures in Article IX.
  - B. The term of office of the President will be completed as per Article VI, Section 3 even if his/her term on the Board has expired as per Article V, Section 2.
  - C. The President shall be eligible for re-election to a second consecutive term of office. The President shall not be eligible for more than two (2) consecutive terms of office.
  - D. There shall be no limit to the number of times a member may serve as President, provided only that no more than two (2) terms may be consecutive and all other qualifications described in these Bylaws are met.
- Section 4.** Executive Office Eligibility
- A. Nominees for the Executive Offices of President, Vice-President, Secretary and Treasurer shall be chosen from the current Board members or from active members who have served on past Boards and who are eligible under Article VI, Section 4.C.
  - B. Members elected to the above-named Executive Offices who are not current members of the Board of Directors shall, by virtue of their office, become members of the Board during their term of office. The Board membership shall be increased accordingly.
  - C. Executive Officers who have served the equivalent of two (2) consecutive Board terms (6 years) or more by virtue of their election to the Board and/or to Executive Office shall sit off the Board and Executive Office for a full Board term (3 years) following the end of their current Board and/or Executive Office terms.
- Section 5.** The term of office of each member of the Executive Offices shall begin on the first day of the new fiscal year in the calendar year of election and shall end on the last day of the fiscal year in the calendar year of completion, except as noted in Article V, Section 3B.
- Section 6.** No Executive Officer, while in office, may hold any other Executive Office.

- Section 7.** The duties of the Executive Officers shall include:
- A. Assuring the continuity of ICBDA activities.
  - B. Acting as a liaison between the membership and the Board.
  - C. Acting upon matters of expediency when the Board or the membership cannot be involved due to a need for immediate action.
  - D. Carrying out the directives of the Board.
  - E. Conducting the day-to-day business of ICBDA.
  - F. Reviewing any activities suggested as ICBDA activities and ruling on the requests to call the activities ICBDA functions.
  - G. Seeking the advice of the TAC on technical aspects of Round Dancing.
  - H. Assuring that the activities do not conflict with other ICBDA activities.

## **ARTICLE VIA**

### **Duties of Executive Officers**

- Section 1.** The President shall:
- A. Preside at all meetings of the Board, Executive Officers and the general membership.
  - B. Carry out activities to advance the purpose of ICBDA as described in Article II.
  - C. Present any new activities requiring Board action to the Board for its response.
  - D. Coordinate the activities of the Executive Officers and make such changes or additions to the activities as deemed necessary. The President shall exercise supervision over all activities other than the technical aspects of TAC.
  - E. Appoint all chaircouples of the standing committees as outlined in Article VII, Section 2 and shall be responsive to the ICBDA activities in which they are in charge and shall be a member ex-officio of each committee.
  - F. Be responsible for the successful carrying out of programs agreed to by the membership and/or the Board.
  - G. Be responsible for the financial solvency of ICBDA and for establishing and following a budget.
  - H. Be responsible for completing the details of the convention site contract which shall be submitted to the Executive Officers for approval. The President's signature shall then be the legal ICBDA signature and commitment on this contract.
  - I. Carry out the duties as described in Section 1 of the Standing Rules.
- Section 2.** The Vice-President shall:
- A. Serve as assistant and consultant to the President and shall assume the duties of President during his or her absence.
  - B. Carry out the duties as described in Section 2 of the Standing Rules.
- Section 3.** The Secretary shall:
- A. Record the minutes of all meetings.
  - B. Be the custodian of correspondence handled by his/her office.
  - C. Act as historian of ICBDA activities.
  - D. Carry out the duties as described in Section 3 of the Standing Rules.

- Section 4.** The Treasurer shall:
- A. Receive and keep an accurate record of all ICBDA funds.
  - B. Deposit funds in an approved bank or repository.
  - C. Pay out funds as approved by the President or Executive Officers.
  - D. Evaluate each expenditure to assure it is included in the approved budget and inform the President when budgets exceed their limits. Requests for reimbursement of expenditures for Annual Convention expenses shall be forwarded to the Convention Treasurer on or before September 1 following the Annual Convention. All other requests for expense reimbursement (TAC, Board, Executive, Newsletter, Membership, and other Presidential committee appointees, etc.) shall be forwarded to the ICBDA Treasurer periodically as needed, but not later than September 30 of each year, which is the fiscal year end for ICBDA. All prior year's expenses submitted more than six (6) months after the September 30 year end shall not be honored without Executive approval.
  - E. Prepare and present at the annual meetings a financial report and such other reports as required by the President.
  - F. Have the books audited each year as of the end of fiscal year as defined in Article I, Section 3. This audit shall include all income and expenses for the ICBDA Annual Choreographed Ballroom Dance Convention and any other ICBDA activity.
  - G. File all required IRS forms and reports.
  - H. Keep a record of all ICBDA property and under whose stewardship it is being held. For Convention property, this will require the assistance of each year's Convention Chaircouple.
  - I. Carry out the duties as described in Section 4 of the Standing Rules.

**Section 5.** The immediate Past President of ICBDA shall serve as an advisor to the President and shall be an ex-officio member of the Executive Board. The immediate Past President does not have to be an official member of the Board to serve in this capacity and will have voting privileges only if an officially elected member of the Board.

## ARTICLE VII

### Standing Committees

**Section 1.** The Standing Committees of ICBDA shall be:

- A. Newsletter
- B. Convention
- C. Publicity & Advertising
- D. Convention Guidelines
- E. Elections
- F. Parliamentarian
- G. *RESERVED*
- H. Legal Advisor
- I. Technical Advisory Committee (TAC)
- J. Educational Tapes (Audio & Video)
- K. Awards Committee
- L. Hall of Fame Selection
- M. Membership
- N. Bylaws and Standing Rules
- O. National Carousel Clubs
- P. Website

**Section 2.** The Chaircouples of the Standing Committees shall be appointed by the President for the following terms of office with the exception of the Chaircouple of TAC, who shall be elected by the TAC as specified in Article VIIB, Section 5.

- A. Newsletter – Serve two (2) years.
- B. Convention - Serve through one (1) convention and one (1) year as advisor.
- C. Publicity & Advertising - Serve two (2) years and one (1) year as advisor.
- D. Convention Guidelines - Serve two (2) years.
- E. Elections - Serve one (1) year.
- F. Parliamentarian - Serve two (2) years and one (1) year as advisor.
- G. *RESERVED*.
- H. Legal - Serve five (5) years.
- I. Technical Advisory Committee (TAC) - Serve five (5) years.
- J. Educational Tapes (Audio & Video) - Serve two (2) years and one (1) year as advisor.
- K. Awards Committee - Serve one (1) year.
- L. Hall of Fame Selection Committee - Serve one (1) year.
- M. Membership - Serve two (2) years.
- N. Bylaws and Standing Rules - Serve one (1) year.
- O. National Carousel Clubs - Serve three (3) years.
- P. ICBDA Website Committee – Serve three (3) years.

**Section 3.** Any appointed Standing Committee chaircouple, except the Legal Advisor, may be relieved of their duties by agreement of the Executive Officers. The Legal Advisor may be relieved of his/her duties only by a two-thirds (2/3) vote of the Board.

**Section 4.** Standing Committee chaircouples may be reappointed to consecutive terms at the discretion of the President.

**Section 5.** Members and chaircouples of Standing Committees must be active members of ICBDA as described in Article IV, Section 2.

## **ARTICLE VIIA**

### **Duties of the Standing Committees**

**Section 1.** The duties of the Standing Committees shall be as follows:

- A. Newsletter Editor
  1. Prepare copy, publish and mail a newsletter to all active members of ICBDA.
  2. Follow the procedures in Section 5 of the Standing Rules.
- B. Convention Chaircouple
  1. Have management responsibility for the ICBDA Annual Choreographed Ballroom Dance Convention.
  2. Follow the procedures in Section 6 of the Standing Rules.
- C. Publicity and Advertising Chaircouple
  1. Be responsible for the publicity and promotion of all ICBDA undertakings and events sponsored by ICBDA.
  2. Follow the procedures in Section 7 of the Standing Rules.
- D. Convention Guidelines
  1. Maintain and annually update the Convention Guidelines.
  2. Follow the procedures in Section 6A of the Standing Rules.
- E. Elections Chaircouple
  1. Prepare a slate of nominations for the elective officers of ICBDA, as stated in Article IX.
  2. Organize and manage the election of Executive Officers and Board members following the procedures established in Article IX of these Bylaws.
  3. Seek eligible candidates for Chaircouple of TAC as stated in Article IX, Section 6.
  4. Follow the procedures in Section 8 of the Standing Rules.
- F. Parliamentarian
  1. Interpret the Bylaws and Standing Rules as called upon, at the AGM or special meetings or any action that may be taken in normal organizational operations.
  2. Refer to Robert's Rules of Order Revised on interpretations not covered by ICBDA Bylaws and Standing Rules.
  3. Follow the procedures in Section 9 of the Standing Rules.
- G. *RESERVED*

- H. Legal Advisor
  - 1. Handle legal representations as required by ICBDA.
  - 2. Handle applications for the Employer Identification Number.
  - 3. Cover corporate position under the State Charter wherever the ICBDA Annual Choreographed Ballroom Dance Convention is held.
  - 4. Follow the procedures in Section 11 of the Standing Rules.
- I. Technical Advisory Committee
  - 1. Be governed by Article VIIB.
  - 2. Follow the procedures in Section 12 of the Standing Rules.
- J. Educational Tapes (Audio & Video) Committee
  - 1. Be responsible for the production and distribution of all educational tapes, both audio and video tapes, to active members of ICBDA.
  - 2. Follow the procedures in Section 10A of the Standing Rules.
- K. Awards Committee
  - 1. Manage the selection of recipients for all ICBDA Awards for presentation at the ICBDA Annual Convention.
  - 2. Follow the procedures in Section 13 of the Standing Rules.
- L. Hall of Fame Selection Committee
  - 1. Seek nominations and conduct elections for updating the list of ICBDA Hall of Fame Dances.
  - 2. Follow the procedures in Section 14 of the Standing Rules.
- M. Membership Chair
  - 1. Be in charge of membership.
  - 2. Keep the roster updated and handle related membership problems not specifically designated for action by the Board.
  - 3. Follow the procedures in Section 15 of the Standing Rules.
- N. Bylaws and Standing Rules Committee
  - 1. Review proposed amendments to the Bylaws and Standing Rules for consistency with the remainder of these documents and report findings to the Board in accordance with Article X, Sections 5 and 6.
  - 2. Prepare amendments, in cases where the amendments proposed by members or the Board affect other Bylaws and Standing Rules, for the approval of the Board to bring other parts of the Bylaws and Standing Rules into agreement with Article X, Sections 5 and 6.
  - 3. Follow the procedures in Section 16 of the Standing Rules.
- O. National Carousels Clubs Chaircouple
  - 1. Serves as a liaison between the National Carousel Clubs and the Board.
  - 2. Follow the procedures in Section 17 of the Standing Rules.
- P. Website Committee
  - 1. Operates the ICBDA website in accordance with directives from the Board of Directors.
  - 2. Follows the procedures in Section 18 of the Standing Rules.

## **ARTICLE VIIB**

### **Technical Advisory Committee**

**Section 1.**     **Organization**

The TAC shall consist of fifteen (15) active memberships as defined in Article IV, Section 1, who are highly qualified in the technical aspects of Round Dancing. At least, but not limited to, eight (8) of these memberships must be professional memberships as defined in Article IV, with at least five (5) years teaching experience from Beginners through to at least High Intermediate and preferably the Advanced level. The dancer memberships must show, by resume, that they have the knowledge of Round Dancing to be able to function as a member of the TAC. Any active member of ICBDA with these qualifications may be nominated for consideration as a TAC member. Single active members may be elected to TAC and will be considered as one of the memberships. TAC members may not serve consecutive terms. At least one (1) year of non-membership on the TAC must intervene between terms of office.

**Section 2.**     **Election to TAC**

Election to membership of TAC shall follow the procedures in Article IX, Section 5.

**Section 3.**     **Term of Office**

A term of office on the TAC shall be five (5) years. To maintain continuity on the TAC, three (3) member couples shall be elected to office annually beginning in the year 1986. The term of office shall run from the first day of the fiscal year as defined in Article I, Section 3, in the calendar year elected to the last day of the fiscal year of the fifth (5<sup>th</sup>) year on the TAC. The order of election shall be as described in Article IX, Section 5.

**Section 4.**     **Unexpired Terms of Office**

In the event that a member couple of TAC cannot complete a term of office or resigns prior to completion of a term of office, TAC shall elect a new member following the procedures in Article IX, Section 5. The elected member shall serve only the remaining portion of the unexpired term. If the remaining portion of the term of office is less than four (4) years, the new member shall be eligible for election to a full term of office without waiting for one (1) intervening year as described in Article VIIB, Section 1.

**Section 5.**     **Term of Office and Election of the Chaircouple**

The Chaircouple of TAC shall serve for five (5) years. In the event that the term of office of Chaircouple extends beyond the (5) year term on the TAC, the Chaircouple of TAC shall continue as a member of TAC and the membership shall be increased by one membership for the duration of the Chaircouple's term. The Chaircouple of TAC shall be elected by the members of TAC following the procedures in Article IX, Section 6. The name of the elected Chaircouple shall be submitted to the Board for approval. If the Board fails to approve the Chaircouple of TAC, a second election shall be held and the new name submitted to the Board as above.

**Section 6.** Duties

- A. The ICBDA Choreographed Ballroom Dance Encyclopedia and Reference Manual will be revised and added to or changed by the TAC.
- B. The TAC shall work cooperatively with other dance organizations in establishing standards, descriptions and terminology to be used in Round Dancing.

**Section 7.** Meetings

- A. The TAC shall meet at least once each year, just prior to or during the ICBDA Annual Choreographed Ballroom Dance Convention.
- B. A quorum of thirty-three per cent (33%) of TAC members is required in order to hold an official meeting.

**Section 8.** Removal From the Committee

- A. Members elected to the TAC who allow their membership in ICBDA to lapse (in accordance with Article IVA, Section 1) will automatically be dropped from the committee.
- B. Any member elected to the TAC who fails to participate in the activities of the committee may be removed. Request for removal may be made by any member of the committee. When such a request is made, it must be made in written form and mailed to all members of TAC. If two-thirds (2/3) of the members of the committee agree, the membership in question may be removed. A thirty (30) day period after notification of the removal will be granted to the member in question to justify to TAC why he or she should not be removed.
- C. Any vacancy created on the TAC due to this Section 8 will be filled as allowed in the Bylaws.

## **ARTICLE VIII**

### **Rules of Procedure**

- Section 1.** The rules of parliamentary procedure at all meetings shall be Robert's Rules of Order, Revised.
- Section 2.** A simple majority of members voting shall be required to take action, except as otherwise stated in these Bylaws.
- Section 3.** If a conflict occurs, the general membership may overrule action by the Board by a two-thirds (2/3) vote of the members present at a meeting.
- Section 4.** The presiding officer of a meeting shall determine the manner of voting. A secret ballot shall be mandatory if requested by one or more members present at a meeting.
- Section 5.** Voting
- A. One (1) vote per active member may be cast on any item in person at a meeting, except as provided in Section B and Section C of this Article.
  - B. Voting by the general membership may be conducted by mail. In this case a two-thirds (2/3) vote of all active members voting is necessary for adoption of a motion. Response by mail must be made within sixty (60) days of publication in the Newsletter. Election by mail ballot for the Board is not bound by these voting requirements and is described in Article IX, Section 2 of these Bylaws.
  - C. Voting by the Board of Directors may be conducted by postal mail, electronic mail (e-mail), teleconferencing or web conferencing. In this case a majority of the Board is required for the adoption of a motion. Response by postal mail, electronic mail, teleconferencing or web conferencing must be within sixty (60) days of publication in the Newsletter or notification by the President.
  - D. A vote by postal mail, electronic mail (e-mail), teleconferencing or web conferencing can only be initiated by:
    - 1. A request by five per cent (5%) or more of the active members.
    - 2. A majority vote of the Board.
    - 3. The President at his/her discretion.
  - E. Voting by proxy is not permitted.

## ARTICLE IX

### Election Procedures

**Section 1.** Elected officials of ICBDA shall be elected according to the procedures established in this Article IX.

**Section 2.** Election Procedures

- A. The Newsletter Editor shall prominently post on page 1 of the December/January/February Quarterly #2 and March/April/May Quarterly #3 Newsletters this notice: **Voting for the Board of Directors and Executive Officers will be conducted on the ICBDA website. Members wishing to vote by mail ballot must submit a request for a voting packet. This request must be by letter to the Elections Chaircouple and must be sent at least 4 months prior to the start date of the annual convention. Instructions for website voting will be posted in this space in the March/April/May Quarterly #3 Newsletter.**
- B. By November 1 of each year the Elections Chaircouple shall submit to the Newsletter Editor a slate consisting of at least one (1) candidate for each of the offices of Vice President, Secretary and Treasurer and on odd years, President. The candidates submitted must have agreed to run for the office and be eligible as described in Article VI, Section 4A.
- C. By November 1 of each year the Elections Chaircouple shall prepare and send to the Newsletter Editor a list of previous Board members who will be ineligible for election to the Board because their second consecutive term in office will be completed at the end of the current fiscal year or because they previously completed two (2) consecutive terms of office and have not been off of the Board for a complete term of office (3 years). The Newsletter Editor shall publish the list of ineligible members in the December/January/February Quarterly #2 Newsletter.
- D. The Elections Chaircouple shall also send to the Newsletter Editor, for publication in the December/January/February Quarterly #2 Newsletter, a call for nominations to the Board of Directors and for Executive Officers to be elected that year and a nominations form to be used for this purpose. Any active member, with the consent of the member being nominated, can make nominations for the Board or Executive Office. The nominations forms should be addressed to the Chaircouple of the Elections Committee and indicate that nominations must be postmarked at least 4 months prior to the start date of the annual convention. The nominations should include a brief resume of the candidate being nominated.
- E. The Elections Committee will review the nominations and verify the candidates' eligibility for election to the Board of Directors and/or Executive Office and shall nominate additional candidates for the Board of Directors so that there are at least as many candidates as there are positions open. The Elections Committee shall also prepare an official ballot with the candidates' names and an appropriate place to mark votes.
- F. The Elections Committee shall prepare a voting packet to be posted on the ICBDA website with the following items and send it to the Website Chaircouple at least 2 weeks before the election period:

1. A resume of each of the candidates for election to the Board of Directors and Executive Office.
  2. Instructions for voting, noting that each active member may cast votes.
- G. The Newsletter Editor shall prominently post on page 1 of the March/April/May Quarterly #3 Newsletter, along with the URL of the official ICBDA website, this notice: **“Voting for the Board of Directors and Executive Officers will be conducted on the ICBDA website beginning at least 3 months prior to the start date of the annual convention and continue for a 2-month period. Candidate resumes and voting instructions will be found in the Members Area of the official ICBDA website at ...”** (include the official ICBDA website URL).
- H. The Elections Committee shall prepare a voting/mailling packet for all active Members who have requested to vote by mail ballot with the following items and send it no later than the start date of the election period:
1. A resume of each of the candidates for election to the Board and Executive Office.
  2. Instructions for voting. Each active member may cast votes.
  3. Two (2) official ballots.
  4. Two (2) small envelopes marked “BALLOT”.
  5. One (1) larger envelope that will hold the smaller “Ballot” envelope(s). This larger envelope shall be pre-addressed to the Chaircouple of the Elections Committee.
- I. The instructions for voting by mail shall include the following:
1. The number of votes that may be marked on each ballot (this will be as many votes as there are positions available.) No active member may cast more votes than the number of positions that are open.
  2. One ballot per active member shall be placed in the small envelopes marked “BALLOT” and sealed.
  3. There shall be no name or address marked on the “BALLOT” envelopes.
  4. The sealed envelopes marked “BALLOT” shall be placed in the larger, pre-addressed envelope. Couple memberships should return two (2) envelopes marked “BALLOT”, and single memberships shall return only one (1) envelope marked “BALLOT”.
  5. The member’s name and address must be clearly written on the outside of the larger envelope. This will be used to verify the member’s eligibility to vote and confirm the number of ballots permitted to be returned in the larger envelope. In the event that (i) a single membership contains more than one envelope marked “BALLOT”, or (ii) the larger envelope does not include the proper information to verify eligibility to vote, all ballots returned in the larger envelope shall be deemed ineligible and shall be destroyed.
  6. The member should affix appropriate postage and mail the ballots.
  7. A deadline for mailing ballots with a postmark no later than 1 month prior to the end of the election period should be clearly noted.
- J. The Elections Chaircouple shall receive the ballots and place them in a container to be brought to the ICBDA Annual Choreographed Ballroom Dance Convention. The Secretary, as a member of the Executive Officers, shall meet with the Elections Chaircouple and Committee so there are at least three (3)

people present. The Secretary shall bring to the meeting a list of those who have voted electronically and the results of that voting. This meeting shall take place at 9:00 a.m. on the same day as the scheduled Board meeting at a mutually agreed upon location. The Elections Chaircouple shall then verify that each envelope is from an active ICBDA member and that each envelope contains the appropriate number of smaller envelopes marked "BALLOT" and that the Member(s) has/have not voted electronically. Paper ballots that are duplicate votes shall be discarded. The smaller envelopes shall be removed and opened only after discarding the envelope containing identifying information. They shall count the votes, add them to the electronic votes, and give a report of the results at the Board of Directors meeting. Those candidates receiving the greatest number of votes shall be elected to the Board of Directors for a term of three (3) years, except where Article IX, Section 2-I applies. The candidates for Executive Office who receive a majority of the votes shall be elected for the designated term.

- K. In the event that a tie vote prevents naming seven (7) successful candidates for the Board of Directors, the tie will be broken by placing the names of the tied candidates in a container and drawing names in an impartial manner to fill the remaining positions.
- L. In the event that a candidate for Executive Office does not gain a majority of the votes for that position, a run off between the top two candidates will be held at the Annual General Meeting.
- M. The Elections Chaircouple shall retain all original ballots, including the record of electronic votes, for a period of one (1) year following the election.
- N. In the event that a member resigns or for any reason cannot fill the entire term on the Board, the position shall remain open until the next Board election, and the procedure described in this Article IX, Section 2 shall be used to fill the remaining time only of the unexpired term of office. A member who is elected to fill an unexpired term of office shall be eligible for election to two (2) full consecutive terms of office following the completion of the unexpired term.
- O. In the event that an Executive Officer other than the President resigns or for any reason cannot fill the entire term of office, the Board of Directors will, by majority vote, elect a replacement to fill the remaining time of the unexpired term.
- P. In the event that the President resigns or for any reason cannot fill the entire term of office, the Vice President shall assume the Presidency and the Board of Directors will, by majority vote, elect a replacement to fill the remaining time of the unexpired Vice President's term. A Vice President who fills an unexpired term of the President shall be eligible for election to two (2) full consecutive terms of office following the completion of the unexpired term.

**Section 3.** *Intentionally left blank.*

**Section 4.** *Intentionally left blank.*

**Section 5.** Election of TAC Members

- A. Each year the TAC Chaircouple shall issue a call for nominations to TAC membership through the ICBDA #3 Quarterly Newsletter. The call shall be to all active members and shall identify the requirements for TAC membership as

described in Article VIIB, Section 1 of these Bylaws. The deadline for nominations shall be April 15. Nominations submitted will have a brief resume of the nominees and agreement of the nominees to stand for election.

- B. By April 30 the TAC Chaircouple shall prepare a list of the nominees on a ballot with instructions to vote for the number of candidates equal to the number to be elected as described in Article VIIB, Section 3.
- C. The ballots described in Item B above shall be sent to all members of TAC via electronic or postal mail along with the resumes of the candidates.
- D. By May 31 all TAC members shall vote via a specified electronic or postal mail process for the candidates of their choice and return the ballots to the TAC Chaircouple for tabulation.
- E. The TAC Chaircouple shall tabulate the votes and send the results to the President of ICBDA.
- F. The Chaircouple of TAC shall notify the candidates of the results of the election and inform the newly elected members of their duties and of forthcoming meetings.
- G. In the event that it is necessary to break a tie, the tied candidates shall have their names drawn at random, or some other non-biased method shall be used to break the tie (e.g., toss of a coin or drawing of straws).
- H. In the event that a TAC member resigns or for any reason cannot fill the entire term of office, the Chaircouple of TAC may nominate a replacement who would be approved by a vote of the TAC members. This approval would be decided by an affirmative vote of a majority of TAC members responding within thirty (30) days of receipt of the electronic or postal mail ballot.

**Section 6.** Election of the Chaircouple of TAC

- A. In the years in which the Chaircoupleship of TAC is up for election, the President of ICBDA shall ask the Elections Chaircouple to seek, from the membership of TAC, eligible candidates for the office.
- B. The Elections Chaircouple shall notify all members of TAC that the office of Chaircouple must be filled and shall seek candidates for the office from within TAC. In the event that no candidates can be identified from within TAC, the Elections Committee shall seek candidates for the office from outside of TAC. In all cases the candidates must meet the requirements for membership on TAC if elected to the position of Chaircouple as described in Article VIIB, Section 1.
- C. Once one (1) or more candidates have been identified, the name(s) shall be submitted to the President of ICBDA. The President shall prepare a ballot and send it to all TAC members for voting prior to the ICBDA Annual Choreographed Ballroom Dance Convention. Ballots shall be returned to the President for tabulation.
- D. The name of the candidate receiving the most votes shall be submitted to the Board for approval at the meeting held at the ICBDA Annual Choreographed Ballroom Dance Convention.
- E. In the event that the Board does not approve the winning candidate, Items A-D shall be repeated with approval by the Board voted on by mail ballot.

**Section 7.** Election Procedures in the Absence of a Quorum:

- A. In the event that a quorum is not present at the AGM for a run off election of a

Executive Officer(s) as described above, the run-off election shall take place by electronic or mail ballot. The Elections Chaircouple shall prepare ballots to be published in the September/October/November Quarterly #1 ICBDA Newsletter with a deadline for voting of December 1 by all members of ICBDA. Two (2) copies of the ballot shall be published so that each individual member in a couple membership may vote, and instructions for voting electronically or by mail shall be included.

- B. During the period of the non-quorum election by mail, the officers shall remain in office until the election is concluded.
- C. The ballot shall contain a slate of candidates - at least one (1) for each office, instructions for voting and returning the ballots, and the deadline for returning the ballots.
- D. In the case of a mail ballot, the President shall appoint an election judge who is not a candidate for election. The ballots shall be sent to the election judge for tabulation of the votes and identification of the winners. The election judge shall send the results to the President of ICBDA by December 15.
- E. By January 1 the President shall notify the newly elected officers who shall take office immediately.

## ARTICLE X

### Amendments

- Section 1.** Any amendments, additions, deletions or changes of any provision of the Articles of Incorporation or Bylaws shall be reviewed by the Board and submitted to the general membership for ratification or rejection. Ratification of any change to the Articles of Incorporation or Bylaws shall require a two-thirds (2/3) majority of the membership attending a meeting where a quorum is present or by the process described in Article VIII, Section 5.
- Section 2.** Changes in the Bylaws which alter the structure, number of members or tenure on elected Boards or Committees will be accomplished by electing new members according to the current Bylaws, while permitting previously elected members to complete their normal terms of office. Unscheduled vacancies will not be filled unless the membership of the Board or Committee falls below that level authorized by the current Bylaws.
- Section 3.** Proposed amendments or changes shall be submitted in writing by active members to a member of the Executive Committee and the Bylaws Chaircouple for review by the Board and action by the general membership. They shall also be published in the ICBDA Newsletter prior to the ICBDA Annual Choreographed Ballroom Dance Convention.
- Section 4.** Any proposed amendments or changes must be received at least ninety (90) days prior to the AGM for them to be acted upon at the meeting. Otherwise, they will be submitted to the membership through the Newsletter and be governed by Article VIII, Section 5.
- Section 5.** Prior to a ratification vote at the AGM, the Board shall review the proposed amendments for content and clarity. Recommendations for revisions may be made by the Board, but such revisions may not change the purpose, intent or spirit of the proposed amendment. The Board must submit the proposed amendment to the general membership for ratification in its original form but may recommend defeat. In such a case, the Board may place for vote a revised amendment with revisions for clarity and content that do not change the purpose, intent or spirit of the proposed amendment. In such cases the Board may not offer alternatives which are different from the intent of the original proposal without following the procedures outlined in Article X, Section 4.
- Section 6.** Prior to the vote by the general membership on any changes to the Bylaws, the Bylaws and Standing Rules Committee shall review the proposed amendment for consistency with other sections of the Bylaws and advise the Board of the findings. If a proposed amendment contravenes or causes inconsistency with any other portion of the Bylaws, the Board must make recommendations for the defeat of the proposed amendment or must offer amendments to the proposal to bring other parts of the Bylaws into agreement with the new changes.
- Section 7.** Other sections of the Bylaws affected by an approved amendment which contravene or cause inconsistencies in the Bylaws will be changed by the Board to comply with the

approved amendment.

**Section 8.** Changes to the Bylaws to bring them into compliance with an approved amendment shall become effective at the same time as the approved amendment. These changes shall be brought up for a ratification vote at the next AGM. A two-thirds (2/3) vote of the members voting at the meeting is required for final adoption.

## **ARTICLE XI**

### **Standing Rules**

Standing Rules deal with the administration of the organization and do not relate to the conduct of business at meetings.

**Section 1.** There shall be Standing Rules to deal with procedures and administrative duties not outlined in the Bylaws and to further detail the duties of officers and committees.

**Section 2.** The Board shall establish, change and update the Standing Rules. Standing Rules require only a majority vote of the Board to adopt.

**Section 3.** In the event of a conflict between Standing Rules and the Bylaws, the Bylaws shall take precedence.

**Section 4.** The Standing Rules are to be printed under a separate heading in the same booklet with the Bylaws.

## ARTICLE XII

### Executive Ambassadors

- Section 1.** The sole purpose of this section of the Bylaws is to provide an official representative, to be known as Executive Ambassador, in all countries around the world that desire to promote Round Dancing and use the guidance and help that may and can be provided by ICBDA in North America. In this manner the ICBDA organization in America will be able to coordinate all activities for the country through one representative, who, in turn, can coordinate the activities and programs needed to fit his/her country.
- Section 2.** Each country outside of North America, so desiring, may elect an official representative who shall carry the title "Executive Ambassador for (name of country)" and be an ex-officio member of the Board of Directors of ICBDA.
- Section 3.** The Executive Ambassador shall be empowered to establish such other officers as may be needed to carry out the work in his/her country to match the general plan and details being developed by ICBDA in North America.
- Section 4.** It is recommended that an annual National Choreographed Ballroom Dance Convention be developed for each country joining our organization, assuring it does not conflict with the dates of the ICBDA Annual Choreographed Ballroom Dance Convention and that full cooperation for attendance at the ICBDA Annual Choreographed Ballroom Dance Convention be promoted to further exchange friendship and fundamental details of the program.
- Section 5.** The Executive Ambassador, or his/her appointed representative, shall attend each ICBDA Annual Choreographed Ballroom Dance Convention and AGM.
- Section 6.** The Executive Ambassador shall be elected or appointed by dancers and teachers in the country involved and shall hold office for two (2) years and serve as consultant for one (1) year.

## **ARTICLE XIII**

### **Protection of Directors and Officers**

No Director or Officer of ICBDA is liable for the acts, receipts, neglect or defaults of any other Director or Officer or for joining in any receipts or other act of conformity or for any loss or expense happening to ICBDA through the insufficiency or deficiency of title to any property acquired by order of the Board for or on behalf of ICBDA, or for the insufficiency or deficiency of any security in or upon which any of the monies of ICBDA are involved, or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any of the monies, securities or effects of ICBDA are deposited, or for any loss occasioned by any error of judgment or oversight on his part, or for any loss, damage or misfortune whatever which happens in the execution of the duties of his office or in relation thereto, unless the same happens through his own dishonesty.

## **ARTICLE XIV**

### **Indemnity of Directors and Officers**

Every Director and Officer of ICBDA and their heirs, executors and administrators, and estate and effects respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of ICBDA, from and against:

- A. All costs, charges and expenses whatsoever which such Director or Officer sustains or incurs in or about any action suit or proceeding which is brought, commenced or prosecuted against him, for or in any respect of any act, deed, matter or thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office.
- B. All other costs, charges and expenses which he sustains or incurs in or about in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own willful neglect or default or charges for his own account.

**ARTICLE XV**

**Distribution of Assets Upon Dissolution**

**Section 1.** Upon dissolution of this Corporation, all assets will be distributed to or for the use of such charitable Choreographed Ballroom Dance organizations as the Board of Directors shall then select and determine, consistent with the objects and purposes of this organization; and at no time shall the net earnings or assets inure to the benefit of any member or individual.

**The foregoing are the updated and revised Bylaws of the International Choreographed Ballroom Dance Association as amended at the Annual General Membership Meeting on July 22, 2011**

Signed: \_\_\_\_\_  
**Paul & Linda Robinson, Presidents**



**STANDING RULES**

**OF THE**

**INTERNATIONAL CHOREOGRAPHED BALLROOM DANCE ASSOCIATION**  
**(“ICBDA”)**

**Revised February, 2012**

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## **INTRODUCTION**

The purpose of the Standing Rules is to provide additional details on the operation of ICBDA and provide more complete job descriptions for the Executive Officers and the Standing Committees.

These rules and job descriptions are supplemental to the Bylaws. All Executive Officers and Standing Committee Chairpersons shall be governed first by the Bylaws that pertain to their office and area of responsibility

## **SECTION 1**

### **PRESIDENT**

#### **I. General Duties:**

- A.** The President shall execute the duties of this office as prescribed in the current Bylaws and also perform the duties and assume the responsibilities as set forth below:
1. Implement the directives of the Board of Directors and work closely with the Executive Officers and Committee Chaircouples to achieve the goals and purposes of ICBDA.
  2. Review, develop and recommend revisions to objectives and goals based upon the need for programs and services.
  3. Work closely with the Vice President and keep him informed of all projects, goals and/or problems.
  4. Forward copies of all correspondence to the Secretary with information for distribution to Executive Officers, Board of Directors and Chaircouples of Committees if subject of correspondence involves their field of responsibility.
  5. Present to the Board of Directors any items put forth by the Executive Officers for Board approval.
  6. Present possible future convention sites to the Executive Officers for approval. Complete agreements and contracts as specified in the Bylaws on approved sites. Convention sites should be confirmed at least four (4) years in advance if possible. Be particularly aware of the liability insurance requirements at each future convention site so that said insurance will be available well ahead of convention dates. (See Article VI A, Section 1 of the Bylaws)
  7. Appoint a member of the current Executive Committee or a current Board Member being able to carry out a site inspection to inspect any future new convention site, the travel expenses of such site inspection to be provided from the budget of the President.
  8. Forward all proposed amendments to the Bylaws and Standing Rules to the Bylaws and Standing Rules Committee. This Committee will review these amendments and report to the President on any conflicts with other Bylaws and Standing Rules and what action must be taken to avoid conflicts.
  9. Amendments which have been approved will be forwarded to the Bylaws and Standing Rules Committee who will revise the Bylaws and Standing Rules. The revision will be sent to the President for verification approval.

10. Keep an accurate record of expenses and submit to the Treasurer for payment at least once each quarter year.
11. Procure letterhead stationery as needed and send an adequate supply to other officers at their request.
12. Keep suitable files on all activities and forward files to your successor at the end of your term of office.

## **II. Annual Responsibilities:**

### **A. October:**

1. Make sure that all newly elected officers, directors, and committee chaircouples receive copies of the Bylaws and Standing Rules and their budgets. *For the Convention Chaircouple, include a copy of the Convention Guidelines in addition to the Bylaws and Standing Rules.*
2. Appoint chaircouples of standing committees. (See Article VII of the Bylaws)

### **B. December: (In the year when the Chaircouple of TAC is elected)**

1. Ask the Chaircouple of the Elections Committee to seek from the membership of TAC an eligible candidate for the office of Chaircouple of TAC. This nomination, with a resume, is to be sent to the President by April 15. (See Article IX, Section 6 of the Bylaws)

### **C. February:**

1. Arrange for the ICBDA/Roundalab joint meeting of Executive Officers of both organizations and advise these officers and the Executive Secretary of Roundalab of the time, date and place for the meetings hosted by ICBDA. ICBDA will be host in even years before the ICBDA Annual Choreographed Ballroom Dance Convention. Roundalab will host the joint meeting in uneven years following the Roundalab Annual Meeting.

### **D. April:**

1. Advise Executive Committee and Board members of the dates, time, and place for the Executive, Board and AGM meetings to be held immediately prior to, or at the ICBDA Annual Choreographed Ballroom Dance Convention.
2. Advise the Newsletter Editor by May 1 of the time and place of all Board and AGM meetings at the next Annual Convention for publication in the Quarterly #4 Newsletter (June/July/August).

### **E. May:**

1. Prepare a ballot with a resume for election of "Chaircouple of TAC" and mail to all TAC members with instructions that ballots be returned to the President prior to June 30. (See Article IX, Section 6C of the Bylaws).

**F.** June:

1. Notify all Executive Officers and Committee Chaircouples of written and oral reports they are expected to make at the Board and AGM meetings. Request written reports be mailed in advance to permit review by the President prior to the meeting.
2. Submit in writing, agenda items for the Board meeting to the Board members and Committee Chaircouples.
3. Prepare a budget for the next fiscal year to be presented to the Board for approval when the Board meets during the Annual Convention. The budget should include an estimate of all income and expenditures. Revise and up-date budget as required.
4. Announce the results of the election to all candidates who had been nominated for the Board of Directors. (See Article IX, Section 2 of the Bylaws).

\* **G.** July:

1. Submit the name of the candidate receiving the most votes for "Chaircouple of TAC" to the Board for approval at the annual Board meeting. (See Article IX, Section 6D of the Bylaws).

**H.** August:

1. Send letter to the Executive Officers, Board members and Committee Chaircouples to submit expenses to the Treasurer by September 15 in time for the end of the fiscal year on September 30. Reimbursement requests received after September 30 cannot be included in the current fiscal year.

**\* In the years in which the Chaircouple of TAC is up for election.**

## SECTION 2

### VICE PRESIDENT

#### **I. General Duties:**

- A.** The Vice President shall execute the duties of the office as prescribed in the current Bylaws and also perform the duties and assume responsibilities as set forth below:
1. Assume the duties of the President during his or her absence.
  2. Deleted.
  3. Assume temporary duties of any Standing Committee Chaircouples not yet appointed, when requested by the President.
  4. Locate and investigate potential convention sites. Provide this information to the President for presentation to the Executive Officers. Any new site must be inspected personally by a Board Member prior to a vote by the Board, the expenses of such inspection to be reimbursed by ICBDA. The Board of Directors (1989) has gone on record as preferring a fine facility for dancing rather than a facility of lesser quality and opening the convention to more dancers.
  5. Evaluate the Square Dance movement in terms of Round Dancing and recommend cooperative action.
  6. Represent ICBDA through attendance or by correspondence at all major Square Dance activities.

#### **II. Annual Responsibilities:**

- A. April:**
1. Prepare budget and submit to the President by May 1.
- B. August:**
1. Obtain, analyze and tally the Final Evaluation Questionnaire of the ICBDA Annual Choreographed Ballroom Dance Convention. Make up a report of the results as accurately as possible. Send report to next Convention Chaircouple, Program Chaircouple and Board of Directors.
  2. Insure that changes to the Convention Guidelines deemed necessary after the Convention wrap-up meeting, and agreed upon by the Board, are completed by the Convention Guideline Chaircouple and approved by the President prior to the mailing of the corrected pages to the Guideline Holders by the Secretary.

## **SECTION 3**

### **SECRETARY**

#### **I. General Duties:**

- A.** The Secretary shall execute the duties of this office as prescribed in the current Bylaws and also perform duties and assume the responsibilities as set forth below:
1. Meetings:
    - a. The Secretary should be present at all meetings and should be prepared to take roll call when requested. This will require a list of all Board members to expedite the roll call.
      - (i) Exception: No roll call will be taken at the Annual General Meeting, but the Secretary should be ready with approximately 500 small blank sheets of paper to be used as ballots in case of the need to take a secret balloting of a vote.
  2. Previous Minutes:
    - a. The Secretary should be prepared at all meetings to read minutes from previous meetings if requested to do so, and to refer to minutes of previous meetings if information is needed for business to be transacted at the meeting.
  3. Minutes of Meetings:
    - a. As specified in Article VIA, Section 3A of the Bylaws, the Secretary must record the minutes of all meetings. The minutes do not need to be a complete record of all discussions but must include all information pertaining to motions and action by the meeting body including the following:
      - (i) An accurate statement of any motions or amendments to motions made in the course of the meeting. For long or complex motions, the Secretary should request a written copy of the motion to assure accurate recording in the minutes.
      - (ii) The name of the individual making the motions or amendments and the person(s) seconding the motions or amendments.
      - (iii) The results of voting on the motions or amendments.
      - (iv) Summaries or copies of reports given to the meeting body.
      - (v) The details of any directives issued by the President or the meeting body.
      - (vi) Any important information communicated at the meeting relative to future meetings or activities.
      - (vii) It is recommended that the meetings be recorded on audio cassette tapes as a backup in case notes are mislaid or not quite adequate for transcription. The following are suggestions only in order to get the most efficient use of the taping:

- A normal cassette recorder will be adequate; however, low voices or comments from a distance may require re-amplification at home and that means many hours rerunning tapes. If possible, arrange with the Convention Chaircouple to provide a good recorder for the meetings.
    - It is suggested that at least twelve tapes of 30 to 45 minutes per side be available.
    - Mark the tapes very clearly for each specific meeting and also mark the sides in numerical order.
    - Use a separate tape (or tapes) for each different meeting. The reason is that many of the same subjects will be discussed in each meeting and it will be very difficult to identify which meeting any specific tape represents if there is more than one meeting on a tape.
4. Correspondence:
- a. The Secretary is responsible for maintaining a file of all significant correspondence within the working units of ICBDA. The Secretary should maintain an appropriate index of such correspondence.
  - b. The Secretary will assume the function of Corresponding Secretary and distribute correspondence as designated by the originator.
  - c. Each year the Secretary should prepare a listing of any obsolete correspondence and request permission of the Board at the Annual General Meeting to dispose of the correspondence so that the file shall remain a manageable size.
5. Expenses:
- a. Send a copy of the Secretary's expenses to the President by May 1 to allow time to prepare a working budget for the next year.
  - b. Receipts for expenditures should be forwarded to the ICBDA Treasurer for payment, using the form devised for this purpose.
6. Additions or Changes to Job Description:
- a. Send any proposed additions or changes to the Secretary's job description to the President by May 1 for their evaluation.
7. Transfer of Records:
- a. Toward the end of their term of office, the Secretary should advise the President what arrangements have been or can be made to pass the files along to the next Secretary.
8. Convention Guidelines:
- a. Furnish a copy of the current Convention Guidelines to each newly appointed Convention Chaircouple.

## **II. Annual Responsibilities:**

### **A. By December 1:**

1. Supply the Bylaws Committee with a copy of any amendments passed at the Annual General Meeting. The Bylaws will be updated by the Bylaws Committee and submitted to the President for verification.
2. Upon receipt of the approved updated Bylaws, the Secretary will send a copy to all Board members.
3. If there are no amendments, send current Bylaws to new Board members only, along with attached Standing Rules, as amended from time to time.
4. Send a copy of the minutes of the Annual General Meeting to the Editors of the ICBDA Newsletter for publication in the Newsletter, for the purpose of general interest and to avoid the necessity for a complete reading of the minutes at subsequent meetings.
5. Send copies of minutes taken at Board meetings and the Annual General Meeting to all Board members.

### **B. At the Annual Convention:**

1. Meet with the Elections Chaircouple and Committee on the same day as the Board meeting to count and validate election voting, bringing to that meeting a list of those who have voted electronically and the results of that voting.

## **SECTION 4**

### **TREASURER**

#### **I. General Duties:**

- A.** The Treasurer shall execute the duties of this office prescribed in the current Bylaws, and also perform the duties and assume the responsibilities as set forth below:
1. Make arrangements for opening bank accounts, obtaining documents for the signature of the Treasurer and the President.
  2. Get the books audited and submit a statement of same to the President at the end of the ICBDA fiscal year. This will include the last year of the Treasurer's tenure of office.
  3. Keep an accurate set of books. Retain all receipts received for expenses.
  4. The Treasurer will be supplied with a budget for each position. Payment for expenses must go through the committee chair/couple for approval before payment can be made. Verify that all committees stay within their budgets. Any excess must not be paid without approval by the President. Notify the President of any instances where this is likely to occur for their action.
  5. Pay bills only on receipt of the original or photo copy of the bills.
  6. Record and deposit checks and cash as received, crediting receipt of same to the correct area of operation.
  7. Keep the bank accounts current and in balance.
  8. Send interim financial reports to the President.
  9. Send any proposed changes or additions to your job description to the President prior to May 1 for evaluation.
  10. Send a copy of the Treasurer's expenses to the President by May 1 to allow time to prepare a working budget for the next year to be presented to the Board at the Annual Convention in July.
  11. At termination of office bring all records to the ICBDA Annual Choreographed Ballroom Dance Convention or advise President how the records will be made available to your successor.
  12. Prepare a detailed Treasurer's report for the meetings at the Annual Convention in July.

13. File IRS Form 990 by the IRS imposed deadline. A copy of the completed form shall be mailed to each of the Executive Officers.
14. All funds received by ICBDA shall be maintained in accounts under the name of International Choreographed Ballroom Dance Association, Inc. and shall, at all times, be protected by FDIC insurance. All ICBDA accounts shall include the organization's President and Treasurer as signers. All funds sent to an ICBDA entity shall be made payable to International Choreographed Ballroom Dance Association, Inc., International Choreographed Ballroom Dance Association or ICBDA.
15. Receives all monies donated to ICBDA and places the same in the General Fund with recognition of the Donor in the Board minutes and in the Treasurer's Report a part of the income for the year.
16. Reimburses Board members, TAC members and guests invited by the President who arrive one (1) day early in order to cover any ICBDA activity for one (1) night's lodging to include expenses for parking and twenty-five dollars (\$25.00) for each person for meals for one (1) day. The lodging reimbursement will be the lower of the actual cost or the basic rate of the host hotel. A copy of the receipt for the hotel room must be included with the request for reimbursement. All requests for reimbursement must be received by the ICBDA Treasurer on or before September 30 of the current year. Requests received after that date will not be honored unless there are extenuating circumstances.
17. Effective in 2008, the signatures of the Treasurer and the President shall be required on all checks over the amount of \$500.00.
18. Effective in 2008, all financial operations will be done through the office of the Treasurer, including but not limited to TAC, video accounts, NCC accounts, membership and future convention treasuries.

## **SECTION 5**

### **NEWSLETTER**

#### **I. General Duties:**

- A.** The Newsletter Editor shall execute the duties of this office as prescribed in the current Bylaws and also perform the duties and assume the responsibilities as set forth below:
1. Plans, coordinates and directs editorial activities, selects and prepares material for publication, establishes production schedules, solves publication problems, determines theme of issue and plans makeup.
  2. Works directly with printer and Postal Service, keeps track of production and mailing costs, annually reviews cost of publication and seeks most economical method of circulation.
  3. Detail:
    - a. Writes or rewrites columns, articles, stories, and headlines.
    - b. Secures graphic material.
    - c. Selects and crops photos and illustrations to conform to space and subject material.
    - d. Reads incoming copy to detect errors in spelling, punctuation, and syntax.
    - e. Rewrites or modifies material to conform to publication's style and editorial policy.
    - f. Prepares page layouts on dummy pages to indicate position and size of all printed and graphic material.
    - g. Advises printer of number of Newsletters needed each quarter, allowing a 15 to 20 overrun for library file and future needs.
    - h. Initiates and/or replies to all correspondence.
    - i. Closely checks membership records each quarter for total number, correct addresses, and change of addresses.
    - j. Advises Membership Chair of any changes received at Newsletter headquarters.
    - k. Applies to Postal Service for bulk mail permit and arrange with Treasurer for payment of permit, annual fee and monthly mailing costs.
    - l. Sorts mail-ready Newsletters for Canada (Canada stamps and envelopes required), Overseas (Air Mail stamps-envelopes required) and within U.S. (Bulk).
    - m. Affixes mailing labels to all.
    - n. Bundles Bulk group according to postal service requirements and regulations, and mail.
    - o. Keeps Petty Cash records up to date.
    - p. Works with other promotional personnel within ICBDA.
    - q. Keeps record of state-by-state circulation numbers.

4. Other:
  - a. Editor is the liaison between the Executive Officers and the membership.
  - b. Immediate supervisor is the President of ICBDA, most work done in own home.
  - c. Publication has been changed from a monthly basis (minimum 10 per year) to a quarterly basis (Quarterly #1 publication is September/October/November with a submission deadline of August 1); Quarterly #2 is December/January/February with a submission deadline of November 1; Quarterly #3 is March/April/May with a submission deadline of February 1); and Quarterly #4 is June/July/August with a submission deadline of May 1).
  - d. Position is appointive (two-year term) by President (See Article VII and VIIA of the Bylaws).
  - e. Term of office to be January 1 to December 31.
  
5. Information:
  - a. In preparing the ICBDA Newsletter as specified in Article VIIA, Section 1A of the Bylaws, the Editor shall attempt to articulate the requirements of the membership for pertinent information. Informational articles will be sought from ICBDA members and officers on topics of interest to the entire organization.
  
6. Publicity and Advertising:
  - a. The Newsletter Editor will include in the Newsletter advertising of all ICBDA events.
  - b. Advertising of other than ICBDA activities or promotions will be subject to policies adopted by the Board.
  - c. Calendars of events may be published providing that all groups submitting items for such a calendar are treated equally. The calendar should include the name of the event, level, the leaders, the location, time, and a contact for more information.
  
7. Special Mailings:
  - a. The Newsletter Editor will make available the mailing vehicle of the Newsletter for the distribution of questionnaires, forms or other bulletins or items desired by various ICBDA committees and groups.
  
8. Business:
  - a. The Newsletter will be used as the vehicle to disseminate information to the membership, such as proposed amendments to the Bylaws, slates of candidates and minutes of meetings.
  
9. Budget:
  - a. The Newsletter Editor must prepare a budget to cover all expenses associated with preparation, publication and distribution of the Newsletter and submit it to the President by May 1. The Editor will be responsible for adhering to the budget and reporting expenditures as required by the Treasurer.

- b. In the event that special requests are made for mailings or inclusion of materials larger than those in the Newsletter format and budget, the Editor will inform the requesting person or committee and the Treasurer, and the cost of the special request, with the exception of the Convention flier published each year in the Quarterly #1 Newsletter, will be included in the budget expenditures of the requester, not the Newsletter.
- 10. Qualifications:
  - a. Experience in Journalism, Liberal Arts, and Dancing would be helpful background for persons in the Newsletter Editor position.

## SECTION 6

### CONVENTION

#### **I. General Duties:**

##### **A. Planning and Organizing:**

1. An overall general plan for the ICBDA Annual Choreographed Ballroom Dance Convention shall be prepared by the Convention Chaircouple no later than November 1 of the year prior to the convention, using the "Convention Guidelines" to assist in the planning. The plan shall be submitted to the President by the Convention Chaircouple for review by the Executive Officers. The plan should include the following items:
  - a. Budget for the Convention and flier, in detail, by January 1 of the year prior to the Annual Convention.
  - b. Clinics and workshops including the Education Seminar.
  - c. Number and schedule of Dance Teaches, *as well as proposed phase levels.*
  - d. Format for the Evening Dance Program, *as well as proposed phase levels.*
  - e. Special considerations required such as facilities for eating, meetings, and other needs, special transportation requirements, special events at the Convention.
  - f. Schedules for showcases and entertainment.
  - g. Committees to be used in preparing for and running the Convention.
2. All committee chaircouples, committee members and any other person, other than those serving as "Hosts" as described in Section 16 of the Convention Guidelines, taking part in any way in the presentation of the ICBDA Annual Choreographed Ballroom Dance Convention Program must be active members of ICBDA.
3. All teachers and clinicians must be ICBDA members in good standing before teaching at an Annual Convention.

##### **B. Publicity:**

1. The Convention Chaircouple will consult the ICBDA Publicity and Advertising Chaircouple to establish the extent and type of advertising desired and the costs involved. The Convention Chaircouple will then pass on the decisions regarding advertising to the ICBDA Publicity and Advertising Chaircouple who will design and place the ad and make payment required. The cost will be charged to the Convention.
2. The first publicity will be released at the ICBDA Annual Choreographed

Ballroom Dance Convention held the year prior to the convention chaired.

3. Subsequent news releases will be forwarded by the Convention Chaircouple (or the Publicity Chaircouple for the Convention) to the ICBDA Publicity and Advertising Chaircouple for general release - with copy to the ICBDA Newsletter Editor for release in the Newsletter.

**C. Use of ICBDA Resources:**

1. The Convention Chaircouple will keep the Executive Officers informed of progress, asking for help and guidance where needed or desired to develop a program around ICBDA standards and purposes as outlined in the "Convention Guidelines".
2. Free goods and services provided to ICBDA by hotel and convention facilities as rewards for number of rooms booked or other reasons are assets of ICBDA. They may not be provided for the benefit of individuals for their times, services or talents. Food, facilities or goods must be utilized in such a manner that their benefits accrue to ICBDA as an organization.

**D. Convention Registration:**

1. No convention registration forms or publicity will be released prior to the preceding convention. The initial information will be in the syllabus of the preceding convention. No registrations will be taken at conventions.

**E. Education Seminar:**

1. The Seminar will be open to members of ICBDA.
2. The seminar will be budgeted and included as a regular part of the ICBDA Annual Choreographed Ballroom Dance Convention.

**F. Staff Party:**

1. Party for Convention Staff and Board of Directors will be paid out of Convention funds and must not exceed 5% of the budgeted gross receipts.

**G. Staff DVD or VHS Tape:**

1. As a token of appreciation, ICBDA will offer each teacher and/or clinician who fulfills an assigned teaching slot during the ICBDA Annual Choreographed Ballroom Dance Convention, a choice of either VHS or DVD of either the Showcase of Rounds, if a demo was presented, or the Clinics, if a clinic was presented, for that year in which the teacher performed, as a gift to that teaching unit. This offer extends to those teachers that were prepared to teach, if

necessary, when called upon for whatever reason, and performed in the showcase as a standby or alternate.

**H.** Closing Report:

1. The Convention Chaircouple will prepare a report of expenditures, attendance and evaluation after the Annual Convention, together with recommendations to the successor for future conventions. Copies of these recommendations shall be provided to the Executive Officers and Board of Directors for study. The report should be completed and sent to the President by October 15 in the year of the Convention.

## SECTION 6A

### CONVENTION GUIDELINES

#### **I. General Duties:**

- A.** The Convention Guidelines Chaircouple will make additions, deletions and changes to the Convention Guidelines Manual according to decisions regarding the operation of the Annual Convention made by the Board of Directors at the Annual General Meeting or by those in attendance at the Annual General Meeting. As soon as possible after receipt of the Minutes of the relevant Board meeting, the Guidelines Chaircouple will write such changes in rough draft and present them by mail to Executive Officers for their approval.
- B.** In each year that such decisions have been made affecting the operation of the Annual Convention, and upon approval of the Executive Officers, the section or sections of the Manual where the changes occur will be reprinted so that the page numbers will be sequential and the new complete Manual will show the current date on the cover page. The complete Manual, with current date on the cover, will then be mailed to all of the holders of the Convention Guidelines.
- C.** When each new Convention Chaircouple has been appointed, the Secretary will forward two (2) complete copies of the Convention Guidelines Manual to them. A transmittal letter can suggest to the Chaircouple:
  - 1. That pertinent sections of the second manual be distributed to the various Convention Committee Chaircouples as they are assigned.
  - 2. That as soon as possible the Convention Chaircouple should familiarize themselves with the information in the Manual so they will be ready to answer questions that may arise from their team, and so that they themselves will be aware of areas that that need to be addressed, such as insurance, local union rules, etc.
- D.** Send a copy of all expenses to the President by May 1 to allow time to prepare a working budget for the next year.
- E.** Submit expense statements to the Treasurer as the need arises using the form devised for this purpose. In any case, all remaining expenses must be submitted before October 1 following the ICBDA Annual Choreographed Ballroom Dance Convention.

## SECTION 7

### PUBLICITY AND ADVERTISING

#### **I. General Duties:**

##### **A.** To publicize and promote ICBDA, its functions and events by:

1. Providing notices for dance organizations, magazines, newsletters, newspapers, radio and television.
2. Providing when appropriate and feasible, ICBDA brochures, posters, fliers, etc., to ICBDA members for display at other conventions.
3. Contacting sponsors of above mentioned events for the same purpose if an ICBDA member is not being directly involved.
4. Maintaining a file on national and area square and Choreographed Ballroom Dance publications, as well as Choreographed Ballroom Dance association newsletters, to be used in promoting ICBDA membership and advertising ICBDA sponsored conventions and other events.
5. Assisting Convention Chaircouple as advisor on Convention advertising and the costs involved.
6. Assisting Convention Chaircouple and Newsletter Editor as advisor on design of fliers and convention motto.
7. Being responsible for all paid ICBDA ads, after consultation with the appropriate Executive Officer or Committee Chaircouple.
8. Working with the Vice President for membership promotional activities. Increasing ICBDA membership is a major year-round goal. Notices of membership drives and/or promotions are of prime importance.

##### **B. Notes:**

1. Articles for the ICBDA Newsletter and other publications should be brief, eye catching, and informative. Send copies of all releases to the President, Newsletter Editor, and other Executive Officers or Committee Chaircouples involved in the news item.
2. Plan expenditures and expenses so as to stay within the budget provided you by the President for your term of office.
3. Keep records of your activities and expenses and file a concise written report with the President prior to the ICBDA Annual Choreographed Ballroom Dance Convention. Be prepared to give a brief oral report at the Board of Directors meetings, if called upon to do so.
4. When term is complete, pass on all files and records to the newly appointed Publicity Chaircouple.

## **SECTION 8**

### **ELECTIONS**

#### **I. General Duties:**

- A.** The Elections Chaircouple shall execute the duties as outlined in the current Bylaws and perform the duties and assume the responsibilities as set forth below:
1. Receive from the President upon appointment:
    - a. Current set of Bylaws and Standing Rules
    - b. List of present and former Board members with the years of their term(s) of office.
  2. Select two (2) other couples to serve on the Elections Committee to seek nominations for the following positions:
    - President (odd years only)
    - Vice President
    - Treasurer
    - Secretary
  3. Contact candidates now holding office to determine if they would consent to run for the same office again, if they are eligible.
  4. Verify that nominees for Executive Office are Board members or former Board members and determine their ability to serve in the capacity for which they are being nominated.
  5. Select, with the Committee, at least one (1) candidate deemed suitable for each office.
  6. Contact selected candidates to determine if they will accept the nomination.
  7. Submit to the President, the Secretary and the Newsletter Editor a slate of at least one (1) candidate for the offices of Vice President, Secretary, and Treasurer by November 1 of each calendar year, and each odd numbered year submit at least one (1) candidate for President.
  8. Screen all candidates submitted by the general membership for eligibility in accordance with the Bylaws.
  9. Select, with the Committee, additional nominees to run for the Board of Directors if there are insufficient nominations from the membership to fill all the available positions.

10. Coordinate the election of Board members and Executive Officers with the ICBDA Website Chair per the Bylaws by forwarding candidate resumes for posting on the website.
11. Conduct a mail ballot election for those members requesting one per the Bylaws.
12. Send the following directions to the Newsletter Editor:
  - a. By August 1 – Insert on page 1 of the #1 and #2 Quarterly Newsletters the following announcement: **“Voting for the Board of Directors and Executive Officers will be conducted on the ICBDA website. Members wishing to vote by mail ballot must submit a request for a voting packet. The request must be by letter to the Elections Chaircouple and must be sent before the start date of the election period. Instructions for website voting will be posted in this space in the Quarterly #3 Newsletter”**.
  - b. By November 1 – Insert in the #2 Quarterly Newsletter a list of nominees for Executive Office and the list of members ineligible for election to the Board of Directors and a call for nominations from the membership for the Board of Directors and Executive Offices.
  - c. By February 1 – Insert on page 1 of the #3 Quarterly Newsletter the following announcement: **“Voting for the Board of Directors and Executive Officers will be conducted on the ICBDA website beginning at least 3 months prior to the start date of the annual convention and continue for a 2-month period. Candidate resumes and voting instructions will be found in the Members Area of the official ICBDA website at . . . ”** (include the URL of the official ICBDA website).
13. Organize and conduct the ballot counting and cumulative tally of the mail and electronic balloting at the ICBDA Annual Choreographed Ballroom Dance Convention and report the results to the Board.
14. Prepare run-off election ballots for the Executive Offices to be used at the AGM if needed.
15. Operate within the budget supplied by the President.
16. Send a copy of all expenses by May 1 to the President to allow time to prepare a working budget for the following year.
17. Submit expenses to the Treasurer for reimbursement.
18. Send any proposed additions or changes to job description to the President for evaluation.
19. Bring all records at the end of your term of office to the ICBDA Annual Choreographed Ballroom Dance Convention or advise the President how your

successor may obtain them.

## SECTION 9

### PARLIAMENTARIAN

#### **I. General Duties:**

- A.** The Parliamentarian must be familiar with the Bylaws and Standing Rules to make necessary interpretations. (See Article VIIA, Section 1F of the Bylaws).
1. Work within the budget supplied by the President as set by the Board of Directors at the Board meeting in July at the ICBDA Annual Choreographed Ballroom Dance Convention.
  2. Send a copy of all expenses to the President by May 1 to allow time to prepare a working budget for the following year.
  3. Send copies of all correspondence to the President and the Secretary.
  4. At the end of the term of office, bring all records to the ICBDA Annual Choreographed Ballroom Dance Convention or advise the President how your successor may obtain them.
  5. During the Annual Convention, attend official meetings to assure correct procedure according to Robert's Rules of Order, Revised.
  6. Notify the President if unable to attend the Annual General Meeting so a temporary substitute Parliamentarian can be assigned.

**SECTION 10**

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## SECTION 10A

### EDUCATIONAL TAPES (AUDIO & VIDEO)

#### **I. General Duties:**

- A.** The Educational Tapes Chaircouple shall execute the duties of this office as prescribed in the current Bylaws and also perform the duties and assume the responsibilities as set forth below:
1. Provide professional video tapes/DVDs and/or audio tapes of Showcase Dances as approved by the Board of Directors of ICBDA.
  2. Provide professional video tapes of the Education Seminars presented at Annual Conventions as approved by the Board of Directors of ICBDA.
  3. Make above tapes and discs available to all ICBDA members only.
  4. Provide each teacher and/or clinician who performs in the Showcase of Rounds or clinics in the Educational Seminars their choice of either a VHS or a DVD of the event in which they performed or taught.

#### **II. Job Description:**

- A.** Collect orders prior to each Annual Convention at the attendee rate for Convention attendees and non-attendees at the non-attendee rate. After the Annual Convention, all recordings will be at the non-attendee rate.
- B.** Procedure upon receipt of an order:
1. Verify ICBDA membership.
  2. Maintain a list of all orders received.
- C.** Obtain a qualified videographer and insure he has the necessary set-up space and hook-ups at the convention site (coordinate with convention staff).
1. Confirm schedule with convention and program chairs to ensure availability of videographer when Showcases and Seminars are to be presented.
- D.** Provide hotel accommodations, travel arrangements, etc. for videographer(s) when necessary.
- E.** When the film footage is complete, meet with videographer, when necessary, to edit the material and provide the information on each presentation (i.e. choreographer, presenter, etc.).
1. ICBDA has the rights to all tapes and any unauthorized duplication of them is prohibited.

2. The above should be noted at the end of all videos/DVD's along with the statement that these recordings are for educational purposes only.
  3. ICBDA retains the exclusive right of content, duplication and distribution; no other name (producer, etc.) may appear on any part of the produced videos, DVD's, their covers or documentation.
  4. When requested, videographer to provide VHS copies of the Showcase of Rounds encoded to prevent unauthorized duplication.
  5. Videographer to maintain original and final edited master copies of the Showcase of Rounds and the Education Seminars for a minimum of seven (7) years. If for any reason, the videographer is unable to continue, all ICBDA master copies should be presented to the Educational Tapes Chaircouple.
  6. When multiple activities (such as seminars) are running concurrently, videographer should be able to supply additional videographers.
- F.** Mail out orders in the sequence in which they were received. (Note mailing dates of all shipments.) The Educational Tapes Chaircouple is the sole distributor of these materials.
- G.** Maintain a small inventory of previous tapes and/or arrange for more copies to be made in the event additional orders are received well after an Annual Convention is over.
- H.** Handling of ICBDA monies:
1. Prepare a report of receipts and expenses and submit a report together with any profit to the ICBDA Treasurer no later than November 1 of the Annual Convention year.
- I.** Provide a written report which is available to all members at the annual meeting of the Board of Directors.

## SECTION 11

### LEGAL ADVISOR

#### **I. General Duties:**

- A.** The Legal Advisor shall give legal opinions and professional advice on any subject relating to the affairs of ICBDA or the duties of any of its Executive Officers, when required by the Board of Directors, any Executive Officer or any standing or special committee and generally to perform those duties appertaining to the office of Legal Advisor and Attorney of ICBDA.
  
- B.** All contracts for convention facilities must be reviewed by the Legal Advisor prior to execution of the contracts.

## SECTION 12

### TECHNICAL ADVISORY COMMITTEE

#### **I. General Duties:**

- A.** The Technical Advisory Committee (TAC) is the principal technical resource for ICBDA. The Committee provides information and guidance on questions of Choreographed Ballroom Dance technique and teaching methods to the Executive Committee, the Board, other ICBDA committees and the membership at large upon request.
- B.** The TAC develops, edits, revises, publishes and distributes a Choreographed Ballroom Dance manual for the organization addressing Choreographed Ballroom Dance technique and other related subjects as deemed appropriate.
  - 1. TAC will make all instructional materials available to ICBDA members and the public for purchase.
  - 2. The cost of the manual for ICBDA members shall be the actual cost (rounded up to the nearest \$5.00 increment) plus shipping and handling. The cost of the manual for non-members shall be cost plus 25% cost (rounded up to the nearest \$5.00 increment) plus shipping and handling.
  - 3. Supplements to the manual will be prepared periodically and offered to ICBDA members at cost (rounded up to the nearest \$1.00 increment) plus shipping and handling. The cost of supplements for non-members shall be cost plus 25% (rounded up to the nearest \$2.00 increment) plus shipping and handling.
- C.** The Committee develops procedures to address specific problems or to complete specific tasks on an ad hoc basis.
- D.** The TAC elects a Secretary to make and distribute a record (minutes) of the annual TAC meetings. A copy of the minutes shall be furnished to the President. The term of office shall be two years and consecutive terms may be served.

#### **II. TAC Chaircouple:**

- A.** Conducts the annual TAC meeting.
- B.** Leads the TAC in the development of procedures to solve specific problems and complete specific tasks. Assigns definite responsibilities to individual Committee members utilizing their unique capabilities to achieve the Committee's selected goals.
- C.** Acts as Editor-in-Chief of the ICBDA Technical Dance Manual.
- D.** Develops and presents an Annual Report to the Board and the general membership on TAC activities during the year. This report shall include the following:
  - 1. Current list of TAC Committee members with retirement year, Committee task assignments, a summary of Figure Developments including a summary of significant achievements and activities since the prior year's report (as

appropriate), a current list of TAC assistants.

2. Attachments:

- a. Minutes of the prior year's TAC Meeting.
- b. Interim Financial Report - This report shall contain a summary of key financial items for the current Fiscal Year (starting on Oct 1<sup>st</sup> of the prior calendar year and through to the end of May of the current year).

- E.** Prepares a Financial Report summarizing all TAC income, expenses and purchased property for each Fiscal year. This report shall be provided to the ICBDA Treasurer no later than November 15 using the format provided by the Treasurer.
- F.** Informs the Board via mail and the general membership via the Newsletter of significant events or activities within TAC (election of new members, retirements or resignations, and major policy changes).
- G.** Informs newly elected members of their election and provides them with copies of correspondence and/or materials pertinent to current TAC activities.
- H.** TAC members that incur expenses relating to TAC should request reimbursement from the TAC Chaircouple, not the ICBDA Treasurer.
- I.** A form letter should be sent to all prospective members of TAC outlining what their responsibilities and duties would be.
- J.** Provide TAC members with job descriptions and reference material for their defined tasks.

**III. Election of Committee Members to the Technical Advisory Committee:** The TAC Chaircouple shall follow the Election Procedures as set forth in Article IX, Section 5 of the Bylaws.

## SECTION 13

### AWARDS

#### I. Award Descriptions:

- A. The President will appoint the Awards Committee Chaircouple.
- B. The Awards Committee is the ICBDA Board of Directors.

NOTE: The Board of Directors may create special awards at its discretion beyond these standing awards as specified in Article V. Section 7. of the Bylaws. See Standing Rules. Section 13. II. I. below for complete Board latitude in award presentation.

- C. ICBDA shall have two (2) major awards: **The Golden Torch Award** - for outstanding contributions to choreographed ballroom dancing and **The Outstanding Service Award** - for outstanding contributions to ICBDA or to the choreographed ballroom community.

#### **The Golden Torch Award**

1. The main criteria shall be:
  - a. An ICBDA Member unit who has made major contributions to Choreographed Ballroom Dancing over a period of many years.
  - b. An ICBDA Member unit who has provided significant leadership in forwarding Choreographed Ballroom Dancing through teaching, choreography, introduction of new rhythms, organizational leadership and/or other activities on a national and/or international level. Preferably the contributions should be in all or most of these areas.
  - c. An ICBDA Member unit who has made a notable positive impact on dancers, leaders and the movement as a whole.
2. The recipient of a Golden Torch Award shall be entitled to the following:
  - a. A plaque.
  - b. A special badge denoting being a GTA recipient.
  - c. Their names listed in each convention program.
  - d. Exemption from annual organizational dues
  - e. Exemption from convention fees.
3. A recipient of a Golden Torch Award shall be ineligible for the other major ICBDA awards.

#### **The Outstanding Service Award**

1. The main criteria shall be:

- a. An ICBDA member unit who has provided sustained or exemplary service to ICBDA through their administrative, business, and/or other related service activities such as prolonged Board service, general convention management, committee administration, Executive Office service, and/or other service areas that have improved the operations of the organization. Preferably the contributions should be in more than one area of service.
- b. An ICBDA member unit who has provided notable leadership in defining, forwarding, and promoting the goals and/or operations of ICBDA

OR

- c. An ICBDA Member unit who has made an exceptional contribution to the Choreographed Ballroom community through a single act or whose sustained leadership through multiple contributions have enhanced the activity on a national or global scale.
- d. An ICBDA Member unit who has made an exceptional contribution through sustained leadership and promotion of Choreographed Ballroom in a regional area that has enhanced or sustained the activity in that region.

2. The recipient of The Outstanding Service Award shall be entitled to the following:
  - a. A plaque.
  - b. A special badge denoting being the awards recipient.
  - c. Their names listed in each convention program.

## **II. General Duties:**

- A.** The Chaircouple of the Awards Committee will ask the general membership through the Quarterly #1 and Quarterly #2 Newsletters and ICBDA Website posting to submit names to be considered for all the awards and list the criteria for each in the solicitation. Each nomination must include a resume covering the nominee=s contribution to merit the specific award. Nominations shall close on March 25. (Solicitation by mass email to the membership may also be utilized).
- B.** The Chaircouple will prepare a ballot for each category of award listing the candidates to be considered and forward the ballot and copies of the resumes of each candidate to all directors by April 1 or post the same on a special section of the ICBDA website. The ballot shall also contain the option, "NONE OF THE ABOVE", which will be the last or bottom listing on the ballot.

**Example of Ballot (the header will change for each award):**

### **GOLDEN TORCH AWARD - 1988**

**Directors should select one (1) of the listed options.  
Indicate your option by check mark or an X.  
Return completed ballot to the Awards Chaircouple by May 1.  
Please do not sign ballot.**

\_\_\_\_\_ **John & Audrey Fox**  
\_\_\_\_\_ **Bill & Betty Spaniel**  
\_\_\_\_\_ **Harry & Beth Terrier**  
\_\_\_\_\_ **None of the above**

- C. The balloting procedure and requirements for receiving the Award will be as follows:  
(Note: A method for electronic distribution and secured voting may be utilized with the permission of the Executive Officers).
1. To be selected for an Award, a candidate (nominee) must receive fifty-one percent (51%) or more of Board of Directors' votes cast. The quorum requirements of the Bylaws, Article V and the Board voting requirements of Article VIII. 5. c. do not apply here. Only one Award in each category will be presented in any one year.
  2. Voting will be conducted by a secret mail or electronic ballot and should be completed before June 15 to permit time for procurement of the plaque or plaques.
  3. If there are fewer than three candidates (couples or individual nominees), only one ballot is required.
  4. If there are three or more candidates (couples or individual nominees) and no candidate receives a majority approval (51% or more of the Board's votes cast) on the initial ballot, an additional ballot shall be submitted to the Board containing the names of the two candidates receiving the most votes along with the choice of "None of the Above". If in the judgment of a majority of the Executive Officers that additional balloting may possibly result in a majority vote of the Board, an additional ballot (not to exceed three total ballots) may be conducted in a given year.
  5. The Chaircouple will tabulate the results of each balloting and advise the President who will consult the other Executive Officers and determine whether a second (or third) ballot is proper and/or necessary.
  6. If no candidate receives a majority approval (51% of the Board votes cast), no Award will be presented.
- D. The Awards Chaircouple will procure the standard award plaque and badges for that category for presentation at the ICBDA Convention.
- E. To maintain an element of surprise and suspense, information concerning an Award Recipient shall be restricted until the time of the presentation(s) at the Annual Convention. A narrative and photograph of an Award Recipient(s) shall be provided to the Newsletter Editor immediately after the end of the Annual Convention and shall be

included in the syllabus the following year. This section of the syllabus should also include a list of previous Award Recipients.

- F.** It will not be required that an Award Recipient attends the ICBDA Annual Convention; however, their presence would be desirable.
- G.** A budget shall be provided by the President, and expenses of the Awards Chaircouple shall be forwarded to the President for approval.
- H.** The Board of Directors may at its option, create and present a one time special award. The Board of Directors may also present one of the existing awards posthumously.
- I.** At the end of the term of office, the Chaircouple shall send records to the Secretary for filing. The Secretary shall make copies available to future Awards Chaircouple on request.

## SECTION 14

### HALL OF FAME SELECTION

#### **I. General Duties:**

The President will appoint the Hall of Fame Chaircouple.

##### **A. The Hall of Fame Chaircouple will:**

1. Review list of previous eligible dances. (DANCE MUST BE FIVE (5) YEARS OLD TO BE ELIGIBLE, with some evidence of popularity.)
2. Review ICBDA teaches, as well as other festival teaches, and popular dances from Choreographed Ballroom Dance publications, especially the National Carousel lists, to determine newly eligible dances.
3. Check dances requested by at least three (3) dancer couples on prior year ballots, as well as special requests to determine their eligibility.
4. Add dances determined in 2. and 3. above to the voting list.
5. As the purpose of “Hall of Fame” is to recognize popular dances which have remained popular over time and remove dances with limited popularity as determined by votes received. (Currently, eliminating those dances receiving less than 2% of total votes keeps the list of eligible dances manageable).
6. Each ICBDA member shall be allowed to choose up to five (5 ) dances to encourage more representative voting, and to suggest additions to future selections.
7. Prepare a ballot for voting at the current Convention for next year’s Hall of Fame dance and submit to Newsletter Editor for publication in the September/October/November Quarterly #1 Newsletter, with voting cut off of January 1. (If voting is too light, extend to February 1). Note: Ballots should not be made available or voting announced at the Annual Convention until after the current Hall of Fame Dance Award has been made.
8. If there is not a clear majority from this voting, the Chaircouple, at their discretion, may submit the top three (3) dances for a run-off election via the March/April/May Quarterly #3Newsletter.
9. Voting may be done by U.S. mail, e-mail or by electronic voting on the ICBDA website, when developed.

10. Verify with the Membership Chair that all voters are eligible members as of the date of voting cut-off. Also verify that there are no duplicate ballots.
11. Select only one (1) dance for the Hall of Fame (starting with the year 1988).
12. Prepare a written report to be submitted to the President at the annual Board meeting, the results to be secret until announced at the Annual Convention.
13. Arrange for announcement of the new Hall of Fame Dance at the Annual Convention at the appropriate time. The dance should be shown and then taught by the Hall of Fame Chaircouple or a stand-in of their choosing.
14. The Hall of Fame Chaircouple will procure the standard plaque for presentation at the ICBDA Annual Choreographed Ballroom Dance Convention.
15. A narrative and photograph of the choreographers of the new Hall of Fame dance shall be provided to the Newsletter Editor immediately after the end of the Annual Convention.

## SECTION 15

### MEMBERSHIP CHAIR

#### **I. General Duties:**

- A.** The Membership Chair shall execute the duties of this office as prescribed in the current Bylaws and assume the duties and responsibilities as set forth below:
1. Keep the roster updated and handle related membership problems not specifically designated for action by the Board of Directors.
  2. Make available a written report to all members at the annual ICBDA Board meeting.
  3. Be responsible for the promotion of new membership.

#### **II. Job Description:**

- A.** Maintain a roster of the current membership and supply current updates to all Executive Board members, TAC, the Website Administrator and the Educational Video Chaircouple at least quarterly or as needed.
- B.** Procedure upon receipt of a membership application:
1. **RENEWAL:** Compare membership number with the computer database and update the database as appropriate. Keep a record of each renewal received to include: name, address, telephone number and email address (if provided), payment method (including check number and date) and amount received.
  2. **NEW MEMBER:** Assign the next available membership number and enter it in the database. Keep a record of each new member application received to include: name, address, telephone number and email address (if provided), payment method (including check number and date) and amount received.
  3. **NATIONAL CAROUSEL CLUB RENEWAL:** Forward information to NCC Chair and send monies to the ICBDA Treasurer, keeping the monies separate from ICBDA membership monies.
- C.** Handling of ICBDA Monies:
1. Receipts for expenditures should be forwarded to the ICBDA Treasurer for payment using the form devised for this purpose.
  2. Send a copy of expenses to the President by May 1 to allow time to prepare a working budget for the next year.

3. The fiscal year for ICBDA ends September 30. A financial report to the Treasurer is due no later than November 15 using the report format provided by the Treasurer.

**D.** Membership Lists and Mailing Labels:

1. The Membership Chair shall provide the Newsletter Editor/Printer with current membership address information at times specified by the Newsletter Editor.
2. Send current membership lists to the Convention Chaircouple and Convention Registrar on a monthly basis, or when requested.

**E.** Membership Dues:

1. All memberships are due for renewal by October 1 of each year.
2. Send written notification on October 1 to all members whose renewal has not been received.
3. Any member who has not renewed their membership will be automatically removed from the roster on November 30.
4. Any new membership applications received after August 1 will be applied to the following year. (See Article IV, Section 3B of the Bylaws)

## SECTION 16

### BYLAWS AND STANDING RULES

#### **I. General Duties:**

- A.** The Bylaws and Standing Rules Chaircouple shall execute the duties of this office as prescribed in the current Bylaws and also performs the duties and assumes responsibilities as set forth below:
1. Prepare amendments as required by the membership for action by the Board and general membership at the Annual General Meeting and update the Bylaws and Standing Rules each year changes are approved and forward the updated Bylaws and Standing Rules to the President for verification and signature. Once approved by the President, forward the updated Bylaws and Standing Rules to the Secretary and to the Website Chaircouple for publication on the ICBDA Website.
  2. Review proposed additions, deletions and amendments to the Bylaws for consistency with other articles in the Bylaws and the Standing Rules and report any problems to the President with action recommended.
  3. Review proposed additions, deletions, and amendments to the Standing Rules for consistency with other Standing Rules and report any problem to the President with action recommended.
  4. Submit changes or amendments with recommended action to maintain the integrity of the Bylaws and Standing Rules.
  5. Prepare budget and submit to President by May 1.

## SECTION 17

### NATIONAL CAROUSEL CLUBS

#### **I. Purpose**

- A. The purposes of the National Carousel Clubs (NCC) are to promote round dancing at the intermediate and advanced levels and to promote a common repertoire of dances that is generally taught and programmed across the Choreographed Ballroom Dance community through the publication of club teaching activities and most popular routines.

#### **II. Committee Structure**

- A. The NCC Committee shall consist of up to five (5) members, including the chaircouple (a committee member may be a couple or single unit).
- B. The chaircouple shall appoint the additional committee member units.
- C. The chaircouple shall assign duties to the committee to accomplish committee duties.
- D. The term of office shall be three (3) years (consecutive terms may be served). An initial method of staggering appointments may be employed by extending the term of the first two of the member couples by one (1) year.
- E. The chaircouple shall promptly fill any vacancies that may occur. Couples appointed to fill vacancies will complete the term of the vacancy.

#### **III. Committee Duties**

- A. Receive, screen and approve applications for NCC charters.
- B. Provide guidance for NCC operation and recommend changes in operating procedures to the Board.
- C. Prepare monthly reports on teaching activities and NCC's selection of most popular routines for publication in the ICBDA Newsletter and forward to the Newsletter Editor on a schedule arranged with the Editor.
- D. Monitor club activity and notify club leaders of pending suspension of their charter for failure to report activities.
- E. Notify club leaders of suspension of their charter if required.
- F. Prepare an annual budget and submit to the ICBDA Treasurer for inclusion in the Annual Budget.

**G.** Collect all required fees and forward to the ICBDA Treasurer.

**IV. Application For NCC Charters**

**A.** Application:

1. Clubs desiring an NCC charter, or reinstatement, shall request a paper **or email** application or an email application from the NCC Committee Chaircouple.
2. Applying clubs shall complete the application form and submit it to the NCC Committee Chaircouple with a one-time \$20.00 USD fee and acknowledge that future annual club fees will be paid.

**B.** Requirements:

1. The cuer/teacher and NCC Representative, if different, of an applying club shall be active members of ICBDA.
2. An applying club should submit a repertoire of dances, which should reflect a minimum of five percent (5%) at the phase VI level.
3. An applying club shall not meet on the same night as an existing NCC that is within thirty-five (35) miles of the applying club's dance location.

**V. Club Operation/Duties**

- A.** NCC's should continue to meet the original requirements for becoming a NCC.
- B.** NCC's are to regularly meet and regularly report on club activities by submitting monthly teaching reports and voting reports for most popular dances.
- C.** Clubs should report activity for at least one-half of the months in their yearly schedule.
- D.** NCC charter numbers shall not be re-used.
- E.** NCC charters may not be moved from one location to another unless the majority of the members relocate with the club.
- F.** Transfer of a club charter to a new leader may be effected by the existing leader submitting a letter to the NCC Committee Chaircouple designating the new leader or by a letter from the majority of club members requesting a new leader. The new leader(s) should submit a new application and agree to the requirements in Sections III and IV.
- G.** No fee is required for transfers of leadership.
- H.** Clubs should request to be placed in an inactive status for a temporary or an indefinite period by submitting a letter of request to the NCC Committee Chaircouple explaining the reason for the request (illness of the leader, loss of hall, etc.).
- I.** Clubs may be suspended by the NCC Committee for not meeting the intent or guidelines of NCC.
- J.** Suspended or inactive clubs may be reactivated by meeting requirements in Section III

and IV. No fee is associated with reactivation.

- K.** Each club shall submit by October 1 of each year a \$10.00 USD annual maintenance fee, payable to ICBDA NCC and sent to the NCC Chaircouple or designee. New clubs that joined after May need not pay until following year.

**VI. Information Collection and Reporting**

- A.** The method for collecting report information for submission to the Committee is at the discretion of each club leader.
- B.** Monthly submitting of information should be prompt (no later than the 5<sup>th</sup> of the next month) via online data entry (CarouselTracker), as information being captured by the ICBDA website is the preferred method for submission. Late reports will be tabulated in next month's publication.
- C.** Each club should submit only one (1) report per reporting period, as near the end of each month as possible, to ensure the most current information being published.
- D.** Information published in the ICBDA Newsletter shall be at a minimum the Top Ten Favorite Dances and the most recent club teaches.
- E.** Additional statistical information (frequency of teaches in specific time periods, etc.) that assists in the development of the common repertoire may be included at the discretion of the committee.
- F.** Publication of new NCC Charters and leader changes should also be included if space is available.
- G.** Top Ten Favorites may be selected on a raw vote basis or by any other suitable method.

## SECTION 18

### ICBDA WEBSITE

#### **I. General Duties**

- A.** The ICBDA Website Chair shall perform the duties outlined in the current Bylaws and Standing Rules and perform and assumes the responsibilities as set forth below:
1. Appoint in coordination with the President additional committee members to address programming and administrative duties required to facilitate ICBDA's presence on the Web.
  2. Oversee the ICBDA homepage and provides guidance and coordination for sub-domains associated with the ICBDA homepage.
  3. Insure that updated information relating to all ICBDA activities provided by the various officers and committee chairs is maintained. Information and functions that are to be routinely posted on the various ICBDA website domains are listed below (additional listings may be included as approved):
    - a. ICBDA history
    - b. A listing of current Officers and Board members
    - c. Information about the upcoming Convention:
      - (1) Convention flier
      - (2) Registration forms
      - (3) Current Convention staff
      - (4) Hotel and travel information
      - (5) Convention dance voting (as it is developed and available to registrants only)
      - (6) Program information (as it is developed) (dances, teachers, clinics, seminars)
      - (7) Top 15 dances from prior conventions
    - d. Information on National Carousel Club activities:
      - (1) Club reports
      - (2) Top dances and teaches
    - e. Information and Manual pages from TAC
    - f. Hall of Fame lists
    - g. Golden Torch Award winners
  4. Provide a secure Members Only area which should provide the following for all members:
    - a. The current Bylaws and Standing Rules
    - b. The current Convention Guidelines
    - c. Secure online Membership Renewal and Member profile updating capability
    - d. Secure online voting for Executive Officers and Board of Directors

- e. Secure membership surveys as required
  - f. A master ICBDA Membership List (maintained by the Membership Chair)
  - g. ICBDA Newsletter – posts the current quarterly issue
  - h. ICBDA products and services (Shopping Cart)
    - (1) Lists of all videos, contents and formats
    - (2) Pages for any special order items listed in the Newsletter
5. Forward the results of all electronic voting for elective positions to the Secretary by July 5.
  6. Insure all programs used are appropriately licensed.
  7. Submit a proposed budget for web operations to the President by May 1.
  8. Submit expense statements and transfers accumulated funds in online accounts to the Treasurer quarterly.
- B.** An ICBDA Website Committee member performs the duties required to maintain their domain associated with the ICBDA web homepage.
1. Insures all programs used are appropriately licensed.
  2. Submits a proposed budget for domain operations to the ICBDA Website Chair by April 15.
  3. Submits expense statements to the ICBDA Website Chair monthly.
- C.** The ICBDA Board of Directors shall approve all materials officially representing ICBDA on the Web through this procedure or through direct approval.

## SECTION 19

### **ELECTRONIC BOARD MEETINGS**

- I. Purpose:** The purpose of this procedure is to provide guidance for the conduct of an ICBDA Board meeting through electronic media (e-mail). All those participating in an email meeting shall adhere to Section IV below (Guidance for Doing Business by Email).
- II. Structure:**
- A.** The ICBDA Board shall be considered to be in session for an email meeting from two (2) weeks after until two (2) weeks prior to the Annual Convention.
  - B.** All motions must receive a majority vote to pass. All Board members are considered present for the electronic meeting.
  - C.** An action passed in the Electronic Board Meeting carries the same value as an action passed at regular meetings of the Board of Directors and is to be implemented in the same manner.
- III. Procedure and Responsibilities:**
- A. ICBDA Board Member:**
    - 1. Submits topics for discussion and motions at any time the Board is in session. A Board member partner may not second the motion of his/her partner.
    - 2. Gives his/her/their current email address to all Board members.
    - 3. Contributes to the discussions to share their expertise and experience.
    - 4. Uses the “Reply All” function on their email system for Board discussions and voting. Side discussions with other Board members is not prohibited but may not be considered official unless addressed to all Board members.
    - 5. Votes within five (5) days when a vote is called.
  - B. President**
    - 1. Conducts Electronic Board Meetings with the following guidance:
    - 2. Permits no more than three (3) topics or motions to be discussed at one time.
    - 3. Limits discussion on motions to two (2) weeks. The time frame is extended if there are amendments made to the main motion.
    - 4. Uses discretion in the amount of time allotted for discussion topics only. Some topics may not result in motions and may continue for extended periods.

5. Verifies that submitted motions are properly and completely stated.
  - a. Contacts submitting member for a restatement if needed.
  - b. Restates the motion and calls for a second.
6. Ensures that all motions receive a second before discussion continues.
7. Participates in the discussions as a Board member.
8. Limits debate to specified times unless, in the President's judgment, a special circumstance exists for extending debate or curtailing debate and informs the Board of the extension or curtailment and provides the reason.
9. Issues the call for a vote after the specified elapsed time and/or debate is complete.
10. Places on the Annual Convention Board Meeting agenda an item for approval of the previous year's Electronic Board Meeting.

**C. Secretary:**

1. Tracks the voting and maintains the official record of the votes of each Board member.
2. Submits for approval at the Annual Convention Board Meeting the minutes of all actions taken by the Electronic Board Meeting and have on hand at the meeting an accounting by member of all votes taken.

The form for the published minutes shall be the following:

**MOTION: (member proffering).**

**SECOND: (member seconding).**

**Motion to Amend: (if any) (member proffering).**

**Second: (member seconding).**

**Results of Motion to Amend: Passed/Failed and number of votes in favor, opposed, abstaining, not voting.**

**RESULTS OF MOTION (note if amended): Passed/Failed and number of votes in favor, opposed, abstaining, not voting.**

**TOPICS DISCUSSED: Notation of topics discussed not resulting in motions. The discussions of topics and motions shall not be included in the published minutes.**

3. Forwards to the Website Chaircouple for publication on the ICBDA Website the approved minutes of the Electronic Board Meeting.

**IV. Guidance for Doing Business by Email:** Progress in technology has allowed us to conduct much of our organization's business by email. However, doing business by email is, in any ways, much more challenging than doing business in a face to face meeting. This is especially

true when we try to discuss complex issues that have multiple acceptable outcomes. The time delay can make it a challenge to follow a discussion and to assimilate the implications of the various proposals. Some issues may require fact gathering, since there are numerous solutions to problems and questions. Therefore, it is wise to have a mechanism that will allow the tabling of issues that become more complex than they originally appeared to be. An individual or smaller group can then be appointed to do some fact finding to help the group move forward. The issue can be brought back for action when the fact finding results are brought forward.

However, the most difficult part of doing business by email is how it may affect our personal interactions as group members. It is not always possible to determine the impressions our emails may make on our fellow members. When we are together, we can see reactions on other's faces and clarify our statements based on those responses. Other members of the group can help clarify opposing points by adding information or asking questions. This tends to insure more harmonious relationships within the group and produces better decisions that tend to incorporate the best points from all positions. Using electronic media (email) is more challenging and less insightful, since we lack the physical presence of others. Therefore, we all need to consider our postings very carefully. It is recommended that each member commit to use the following guidelines when reading and responding to emails while conducting our business:

- A. I will strive to focus on the question (topic), while remembering there are many different, yet acceptable ways of reaching the same goal.
- B. If something written upsets me, I will try evaluating the writing using the most charitable possible interpretations of the words.
- C. I will wait at least an hour before responding to an upsetting email, and I will re-read the email after that time, trying to apply rule A more diligently.
- D. If I need clarification of what is meant, I will write in a tone that conveys the meaning "this is how I interpret your statement" and will seek clarification or add points for consideration that might further the conversation.
- E. I will try to remember that all the other members of our group are espousing positions that they believe represent the best course of action for ICBDA.
- F. I will not attempt to dominate the group by a barrage of responses to every email posted, as this is usually a destructive approach and tends to alienate other group members.
- G. I will be especially careful to insure that my responses and comments are not belittling of another's point of view.

**The foregoing are the revised Standing Rules as amended through the Annual General Meeting on July 22, 2011.**

Signed: \_\_\_\_\_  
**Paul & Linda Robinson, Presidents**