

The Columbus Stompers

Articles of Organization and Bylaws

Article 1 – Name

The name of this organization shall be The Columbus Stompers. The organization shall be a social- and community service-oriented not-for-profit.

Article 2 – Purpose

This Corporation is a not-for-profit country-western dance club whose purposes are:

1. To promote the culture of and provide education in country western dancing, activities and music to all persons without regard to age, sex, gender or gender identity, religion, national or cultural origin, sexual orientation, disability or HIV status.
2. To provide opportunities to its individual members for education in country western dancing as well as to provide a forum for the exchange of ideas among the members.
3. To support and encourage the growth of its membership and improve communication among the membership and the community.
4. The Corporation is organized exclusively for charitable, cultural and educational purposes as defined in section 501 (c)(3) of the Internal Revenue Code. The purposes of the Corporation will include the promotion of country-western dancing, activities and music to all persons without discrimination in any form. The Corporation is established as a permanent organization seeking to enrich the local community by promoting such activities. The Corporation may engage in any activity that furthers its purposes.
5. The corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended or by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code and Regulations, as they now exist or as they may hereafter be amended.

Article 3 - Use of Funds Raised

1. No part of the organization's net earnings shall directly benefit any of the organization's Directors, Officers, Members, or any private individual (except for reasonable compensation for services rendered to or on the organization's behalf).
2. No substantial part of the organization's activities shall include the dissemination of propaganda or otherwise attempting to influence legislation. The organization shall not participate in or intervene in any political campaigning on behalf of any candidate for public office.

Article 4 – Fiscal Year

1. The organization's fiscal year shall run January 1 through December 31.

2. Any reference in these bylaws to "year" or calendar-related items such as "annual dues" or "term of one year," etc., shall be understood to mean "fiscal year" or "concurrent to the fiscal year."

Article 5 – Membership

1. Membership in this organization is open to any person of legal age, as defined by the State of Ohio, interested in country/western music and dance.
2. Members are required to pay dues (as outlined in Article VII) to be considered a "Member in Good Standing."
3. Honorary Memberships may be awarded to those persons nominated and approved by the general membership. Honorary Members shall be non-voting members.

Article 6 - Benefits of Membership

1. Members in Good Standing shall earn the organization's Benefits of Membership which shall include:
 - A. Columbus Stompers membership T-shirt each year All Members in Good Standing, including those who are not eligible to receive a complimentary t-shirt, shall have the option of purchasing a member T-shirt, or additional member t-shirts, at a cost determined by the Executive Board, which shall be at least enough to recover the cost to the organization.
 - B. Eligibility to participate on the performance dance teams. Separate and specific rules may apply to each of the performance teams, as set by the individual teams and their coaches.
 - C. Opportunity to participate with the organization in hoedowns and other organization-related events.
2. Members are encouraged to participate in the organization's social and community-service activities.

Article 7 – Dues

1. Dues will be assessed and collected from each member at the beginning of each fiscal year.
2. The Executive Board will determine the amount of individual dues on an annual basis.
3. Dues will not be assessed to Honorary Members.
4. Dues shall be prorated based on when during the fiscal year a Member joins the organization.
 - a. Prorated dues shall be assessed at a rate of 75% of the annual dues if a Member joins during the second quarter of the year.
 - b. Prorated dues shall be assessed at a rate of 50% of the annual dues if a Member joins during the third or fourth quarter of the year.
5. Should a change in fiscal year be necessitated, the Executive Board shall define the number of months which constitute each quarter of the year, assuming a non-standard year is created by said change in fiscal year.
6. A Member who joins the organization at the reduced rate shall not receive a complimentary membership T-shirt until the following fiscal year.

Article 8 - Privacy

Members' private information, including names, addresses, phone numbers and e-mail addresses, will be made available only to other Members in Good Standing and only after Executive Committee review of the circumstances and necessity. Third parties shall not be given a Member's private information without the Member's approval.

ARTICLE 9 - Board of Directors

1. Directors. The organization shall have seven directors. Collectively they shall be known as the Board of Directors. The elected President, Vice-President, Treasurer and Secretary shall be voting, ex-officio members of the Board of Directors.
2. Powers. Subject to the provisions of these Bylaws, the activities and affairs of this organization shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.
3. Duties. It shall be the duty of the directors to:
 - A. Perform any and all duties imposed on them collectively or individually by law, or by these Bylaws;
 - B. Supervise all officers, agents and employees of the corporation to assure that their duties are performed properly.
 - C. Meet at such times and places as required by these Bylaws;
4. Qualifications and Terms of Office. Directors shall be nominated and elected by the General Membership at the prescribed annual General Membership Meeting and shall serve a one year term. Directors must be Members in Good Standing.
5. Compensation. Directors shall serve without compensation, except that they shall be allowed and paid the actual, necessary and Board-approved expenses they incur on behalf of the organization.

Article 10 –Officers

1. President
 - A. The President shall be the official representative of the organization.
 - B. The President shall preside at all Board of Directors and Executive Committee meetings.
 - C. The President shall be responsible for scheduling and chairing all meetings of the organization.
 - D. The President shall be responsible for the day-to-day business of the organization.
 - E. The President shall appoint chairs to all committees with the approval of the Executive Committee.
 - F. The President shall serve as an ex-officio, voting member of all committees.
 - G. The President shall attend all Board of Directors, Executive Committee and General Membership meetings of the organization.
 - H. The President shall serve as the Organization's representative at functions or meetings of the International Association of Gay and Lesbian Country-Western Dance Clubs (IAGLCWDC) and shall be responsible for the cost of his or her travel for such functions or meetings.
2. Vice President

- A. The Vice President shall assume the duties of the President in his/her absence and assume the Office of President in the event the elected President cannot fulfill his/her term of office.
 - B. The Vice President, with the advice and consent of the Board of Directors, shall oversee the Publicity, Website and Fundraising Committees.
 - C. The Vice President shall attend all Board of Directors, Executive Committee and General Membership meetings as well as the meetings of the Committees under his/her oversight.
3. Secretary
- A. The Secretary shall record the official minutes of all meetings of the organization and file them appropriately to maintain the organization's official records.
 - B. The Secretary shall compile and maintain a database of the organization's Membership including all Members' contact information.
 - C. The Secretary, in conjunction with the President, shall be responsible for all correspondence with the organization. Electronic mail to the Membership shall be considered official correspondence and notification.
 - D. The Secretary shall be responsible for the publications of the organization.
 - E. The Secretary shall compile, track and maintain the records and files of the organization.
 - F. The Secretary shall attend all Board of Directors, Executive Committee and General Membership meetings.
4. Treasurer
- A. The Treasurer shall be responsible for maintaining the organization's financial records and required filings.
 - B. The Treasurer shall be responsible for maintaining the organization's bank account(s).
 - C. The Treasurer shall be responsible for depositing all income generated by the organization.
 - D. With the approval and oversight of the Executive Committee, the Treasurer shall be responsible for the disbursement of funds to cover the organization's expenses..
 - E. The Treasurer shall attend all Board of Directors, Executive Committee and General Membership meetings.

Article 11 - Removal from Office

- 1. A Director or Officer may be removed from an elected or appointed position for failure to meet minimum attendance at meetings and functions. Minimum attendance shall be defined as below 60% attendance.
- 2. A Director or Officer may be removed from an elected or appointed position for not fulfilling the responsibilities designated to that position.
- 3. The removal of an Elected Officer or Director must be approved by a two-thirds vote of Members in Good Standing in attendance at an official General Membership Meeting.

Article 12 - Vacancy in Office

1. In the case of a vacancy in any office, other than President, the Executive Committee shall appoint a Member in Good Standing to fulfill the term of the vacant office.
2. In the case of vacancy in the Office of President, the Vice President shall assume the duties of the President, as described in Article 10.2.A..

Article 13 - Qualification, Election and Terms of Officers and Directors

1. Qualifications for Office
 - A. A candidate for President must be a Member in Good Standing and must have maintained that status for at least two years immediately prior to his/her nomination for the office.
 - B. A candidate for Vice-President must be a Member in Good Standing and must have maintained that status for at least one full year immediately prior to his/her nomination for the office.
 - C. Candidates for Director, Secretary, Treasurer or Committee Chair must be Members in Good Standing.
2. Election of Officers and Directors
 - A. A General Membership Meeting shall be held on the 2nd Thursday of September for the purpose of electing the organization's directors and officers.
 - B. The candidates for directors and officers may be nominated by any Member in Good Standing and elected by a simple majority of those attending.
 - C. Should circumstances prohibit a General Membership Meeting and elections on the prescribed Thursday, the Executive Committee shall choose another date within the month of September and notify the Membership.
3. Terms of Office - The terms of Elected Officers and Directors shall run October 1 through September 30.

Article 14 – Standing Committees

1. Executive Committee
 - a. The Executive Committee shall be comprised of the President, Vice-President, Secretary and Treasurer.
 - b. The Executive Committee's Duties shall include the determination of policy for the organization and the oversight and enforcement of these bylaws.
2. Dance Committee
 - a. The Dance Committee shall be responsible for organizing dance performances and exhibitions for the organization.
 - b. Each year, the Dance Committee shall, with the Executive Committee's guidance and approval, develop and distribute Performance Team Rules and Guidelines.
 - c. The Dance Committee shall coordinate dance lessons including the recruiting, scheduling and oversight of dance instructors.
3. Online Committee
 - a. The Online Committee shall be responsible for the maintenance of the organization's website and social media outlets and the timely posting of any applicable information including performance dates, dance lessons, travel, official activities, links, etc.

4. Fundraising Committee
 - a. The Fundraising Committee shall coordinate all fundraising activities.
 - b. The Fundraising Committee is tasked with developing new programs, ideas, and efforts to raise funds for the benefit of the organization and the charitable causes the Membership approves as benefactors.
 - c. The Fundraising Committee shall coordinate with the Treasurer to keep detailed records of funds raised expenses incurred and the charitable disbursement of funds.
 - d. The Fundraising Committee shall maintain contact with charitable organizations that best match the philosophy and goals of this organization.
5. Community Outreach and Engagement Committee
 - a. The Publicity Committee shall, with the Executive Committee's oversight and approval, coordinate all news releases and public announcements for the organization.
 - b. The Publicity Committee shall, with the Executive Committee's oversight and approval, develop, implement and maintain a program to increase the general public's awareness of the organization and to increase membership.
 - c. The Publicity Committee shall bring new promotional programs and ideas to the Executive Committee on a regular basis

Article 15 - Committees

1. Committees may be created by the Executive Committee to fulfill requirements at specific times for specific needs.
2. Committee Chairs
 - A. Must be a Member in Good Standing.
 - B. Shall be appointed by the President and placed in office by a majority approval of the Executive Committee.
 - C. Shall serve for a period of one year.
 - D. Shall attend all Executive Committee and General Membership meetings.

Article 16 – Meetings

1. Board of Directors Meetings
 - A. The Board of Directors shall meet, at a minimum, once per quarter.
 - B. The President, in consultation with other Officers, shall determine the time and location of the Board of Directors' meetings.
 - C. The Board of Directors Meetings may not be combined with the General Membership Meetings but may be held before or after the General Membership Meetings.
2. Executive Committee Meetings.
 - A. Executive Committee Meetings shall be held, at a minimum, once per quarter.
 - B. The President, in consultation with other Officers, shall determine the time and location of the Executive Committee Meetings.
 - C. Executive Committee Meetings may not be combined with the General Membership Meetings but may be held before or after the General Membership Meeting or before or after a meeting of the Board of Directors.
3. General Membership Meetings.
 - A. General Membership Meetings should be held on a quarterly basis.

- B. The Executive Committee shall determine the time and location of the General Membership Meetings.

Article 17 – Quorum

1. General Membership Meetings. A quorum, for the purpose of conducting business at a General Membership Meeting, shall be defined as a minimum of five (5) Members in Good Standing. At least three of these members must be Officers or Directors.
2. Board Meetings. A quorum, for the purpose of conducting business at a Board of Directors meeting, shall be defined as a minimum of four (4) Directors.

Article 18 – Parliamentary Procedure

The most recent edition of Robert’s Rules of Order will govern the conduct of all meetings.

Article 19 – Voting

1. All matters before the organization which require a vote, shall be approved with the consent of a simple majority of those present with the exception of Expulsion From Membership and Dissolution of the Organization. All voting shall be carried out by voice or a show of hands. However, at the request of any Member in Good Standing, voting shall be by secret ballot and the Executive Committee shall appoint an impartial group of three (3) members to count the ballots. Each Member in Good Standing shall have one (1) vote. Honorary Members shall have no vote.
2. When deemed necessary by the President, the Executive Committee and the Board of Directors may cast electronic votes on issues before their respective bodies. A Request for Votes explaining the issue in question will be e-mailed to the appropriate parties and voters will e-mail their votes to the Secretary for tabulation. The vote will not be secret. The Secretary will compile the names of voters and their votes and distribute the results to all parties involved. The results shall also be included in the official minutes of the next physical meeting. In the event a voter believes his or her vote was miscounted or misinterpreted, he or she may request a re-vote. The number of voters must be equal to or greater than those required for quorum at a physical meeting.

Article 20 – Dissolution and Distribution of Assets

A motion to Dissolve the Organization may come only from the Executive Committee and must have been considered and approved by a two-thirds vote of the Executive Committee. The motion must then be approved at a General Membership Meeting by two-thirds of the attending Members in Good Standing by written ballot. Upon the Dissolution, Disbanding, or other Termination of the organization, all the Organization's assets, after final expenses as determined by the Executive Committee are paid, shall be distributed by the Treasurer to such organization(s) as may qualify as charitable deductions for income tax purposes under the Income Tax Laws of the United States in such proportions as the Executive Committee may determine. In no event shall any part of the assets be returned to or distributed among any officer, member of the Executive Committee, member, or any individual connected with the organization directly or indirectly.

Article 21 – Indemnification and Disclaimer of Personal Liability

1. Indemnification: The organization shall indemnify all present and former officers against any liability and any necessary expenses actually incurred in connection with the defense of any action, suit, or proceeding in which they, or any of them, are made parties or party by reason of being or having been officers, except for willful misconduct in the performance of his/her duties. If an officer incurs liability as a result of following the advice of legal counsel selected the Board, he/she shall likewise be indemnified.
2. Personal Liability: The members and officers of the organization shall not be personally liable for any debt, liability or obligation of the organization. All persons, corporations or other entities extending credit to, contracting with, or having any claim against, the organization may look only to the funds and property of the organization for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the organization. A majority of the Executive Board is required to indebt the organization.

Article 22 – Ratification

These Articles of Organization and Bylaws must be approved by a majority vote of Members in Good Standing. Once approved, these Articles of Organization and Bylaws shall replace all other existing articles of organization, bylaws, or rules of the organization.

Article 23 – Amendments

These Bylaws may be changed or amended by a majority vote of Members in Good Standing in attendance at a General Membership Meeting. Proposed changes and amendments must be presented to the membership at least fourteen (14) days prior to a vote.