

CONSTITUTION AND BYLAWS OF THE NORTHWEST CLOGGING ASSOCIATION

(Adapted 9-30-90 – Revised 07-20-15)

Preamble: This Organization shall exist for the encouragement and enjoyment of clogging by promoting a spirit of friendship and mutual cooperation, to perpetuate understanding through an exchange of dance techniques and communication among individuals, thereby giving an opportunity of growth through teaching and activities for the clogging individual.

ARTICLE I – NAME

Section A: The name of this NON-PROFIT organization shall be the NORTHWEST CLOGGING ASSOCIATION. (The word “ASSOCIATION” shall suffice hereinafter in this Constitution and Bylaws.

- 1) This organization shall be NON-PROFIT.
 - a) NON-PROFIT Organization (or club) as referred to in these Bylaws is one which is governed by elected officers from the membership or by an appointed committee from the membership, being financed by assessment of dues or a fixed fee. All funds are to be handled by the appropriate elected officer or committeeman and are used to defray expenses of social functions and facilities related hereto; and/or insurance fees as required.

ARTICLE II – PURPOSE

Section A: To promote clogging in the Northwest (which may include participants from Washington, Oregon, Montana, Alaska, Idaho in the USA and British Columbia and Alberta in Canada; through teaching, fellowship and social activities for the clogger.

ARTICLE III – ELECTED OFFICERS AND DUTIES

Section A: Executive or Board of Directors – The Executive Board and Board of Directors shall be one and the same Board. The word “BOARD” shall suffice hereinafter in this Constitution and Bylaws.

- 1) The Board shall be comprised of the elected officers and Past President. Each officer shall have one (1) vote in conducting Association business.
- 2) Board members **may** hold the same office for more than two (2) consecutive **terms in the event no member is willing to accept the office.**
- 3) Board members shall hold no more than one (1) Board position at a time.
- 4) The duties of the Board shall be those of the elected officers as stated in the following.

Section B: Elected Officers and Duties – Shall consist of not less than two (2) instructors (cuers) and not less than two (2) non-instructors (non-cuers). The elected officers shall be President, Vice-President, Secretary, Treasurer and Publicity Chairman.

- 1) President – Shall preside at all meetings, appoint standing or special committees as needed with approval of the Board. Shall make appointments to fill any vacated elected Association office, or any unfilled elected office, by appointment with the majority approval of the Board, enforcing the Bylaws, and shall perform all other duties ordinarily required by the office of President. Upon completion of his term of office, he shall serve on the Board as an advisor, until that position has been filled. (as per motion dated September 25, 2010)
- 2) Vice-President – Shall upon the absence or incapability of the President, perform the duties of the President.

- 3) Secretary – Shall take the minutes of each meeting. Shall provide a copy of minutes to each Board member, and a copy of the Annual General Meeting to be given to the News Editor for summarization in a subsequent newsletter. Shall also keep a record of all those attending each meeting. Shall perform any other correspondence as directed by the Board.
- 4) Treasurer – Shall collect and be custodian of the Association funds received. Shall maintain such bank accounts as deemed necessary. Shall oversee any separate bank accounts processing dues and insurance fees maintained by the Membership/Insurance Chairman, and shall require regular financial reports as needed, no less than quarterly from the chairman. Two (2) signatures shall be required on checks issued on all bank accounts. Shall pay all approved bills promptly. Shall keep a written record of all income and expenditures. Shall provide a written financial statement for each meeting with copies for each Board Member.
 - a) An audit should be done annually on all bank accounts prior to new Treasurer taking office, or as needed, at discretion of the Board.
- 5) Publicity Chairman – Shall be responsible for promoting Association dances, activities and events through flyers, questionnaires, etc.; and that they are publicized in available dance publications (e.g. ‘Oregon Federation News,’ ‘Washington Footnotes,’ ‘Double Toe Times,’ etc.) and local news media as appropriate.
 - a) An annual budget shall be approved by the Board and paid by the Association.

Section C: Standing or Special Committees – These shall be appointed by the President as stated in Article III, Section B-1.

- 1) The Annual Association Dance Chairman, Membership/Insurance Chairman, Nomination Chairman, Newsletter Editor and Parliamentarian, and/or other specified committees shall be standing committees and may serve as long as desired by the Board and general membership due to the need of specific knowledge and skills for continuity of these committees.
 - a) The Annual Association Dance Chairman shall be responsible for securing the facilities and necessary arrangements as needed to provide the annual dance and general meeting for the membership. Regular progress reports during the year prior to each function shall be made to the President and the Board as requested.
 - b) The Membership/Insurance Chairman shall be responsible for keeping accurate records of members’ dues and insurance fees. A separate bank account, if necessary, shall be maintained for dues and fees, with financial reports made to the Treasurer or Board as requested, and no less than quarterly. An annual report of membership and insurance requirements shall be given at the general meeting.
 - c) Newsletter Editor - Shall compile and print a quarterly newsletter which may include information of all Association members’ upcoming classes, dances, meetings, elections and a synopsis of the minutes of all Board meetings held during the quarter. Shall have final decision what is printed in the newsletter. Shall mail, with newsletter, all new membership cards as provided by Membership/Insurance chairman quarterly.
 - i) An annual budget of operating costs for the newsletter shall be approved by the Board and paid by the Association.
 - d) Parliamentarian – Using Roberts Rules of Order, revised, shall be available to answer questions regarding proper meeting procedures. Shall with the President and at least one (1) or two (2) other members, review the Constitution and Bylaws. Any changes are to be presented to the Board for review. Members are to be notified of the recommended changes, no less than two weeks prior to the Annual General Meeting or any required vote on the Constitution or Bylaws.

- e) Nominations Chairman – will be the most recent Past President and members of the committee can consist of previous Past Presidents and Association members, with no more than three (3) Past Presidents on the committee.
- f) Historian – Shall be responsible for collecting and displaying at the Annual NWCA Workshop and/or other events any historical and current data that represents NWCA. A budget will be approved annually by the NWCA Board.

ARTICLE IV – MEMBERSHIP AND VOTING RIGHTS

Section A: Membership shall be open to all individuals with an interest in clogging.

- 1) Individual Membership – Is by belonging to the Association and paying individual dues to the Association.
- 2) Active Membership – Shall be determined by paid dues to the Association.
- 3) Membership Cards – Shall be issued by the Membership/Insurance Chairman.

Section B: Voting Rights – Each active member fourteen (14) years of age or older, shall be entitled to one (1) vote, at any duly called General Meeting.

ARTICLE V – ASSOCIATION DUES

Section A: Association dues shall be assessed against the Association membership on an annual basis. The Board shall annually review and decide upon the amount of dues to be assessed for the coming year. This shall be presented to the membership for a vote at the General Meeting.

- 1) Association dues shall include the cost of an Association Newsletter. Only one (1) copy of the newsletter will be sent to any one address.
- 2) Association dues shall include premiums for Liability and Medical insurance coverage as required by the carrier, if available as part of membership.
- 3) Dues are due and payable by the Annual General Meeting, and are delinquent after December 31st.
- 4) Any new membership paid at, or after, the Annual General Meeting and before December 31st of the same year will be in effect the day the dues are paid to the end of that year, December 31st.

ARTICLE VI – NOMINATION AND ELECTION OF OFFICERS

Section A: Every Association member, 18 or over, shall be eligible for any elected Association office after having been a member in good standing for six (6) months.

- 1) No more than one family member may be elected or appointed to serve on the Board at any given time.
- 2) Nominations for elected officers shall be made in writing by any member and be submitted to the Nomination Committee by August 1st of that calendar year.
- 3) The Nomination Committee, appointed by the President, and approved by the Board, will act upon the nominations.
- 4) The Nomination Committee will submit the nominees to the voting membership before the General Meeting. Voting of new officers and any proposed changes to the Constitution and Bylaws will then be done the second day of the annual convention and the results announced the same day.

ARTICLE VII – ASSOCIATION MEETINGS

Section A: There shall be two (2) types of Association meetings. These shall be designated as “Board” and “General Membership” meetings.

- 1) Board Meetings – A Board meeting shall consist of the elected Board members and Past President, and may include invited Committee chairpersons and invited members of the Association.
 - a) A quorum is required to conduct any Association business at a Board meeting. A quorum shall consist of two thirds (2/3) of the elected Board members. All Board members must be notified of any given meeting at least two (2) weeks prior to the date of the meeting.
 - b) Action by the Board without a meeting – Any action required or which may be taken at a meeting of the Board, or of a committee thereof, may be taken without a meeting if a consent in writing, setting forth the action so taken or to be taken, is signed by all of the Board members, or all of the members of the committee, as the case may be. Such consent shall have the same effect as a unanimous vote.
 - c) Action of the Board by communication equipment – Any action required or which may be taken at a meeting of Board members, or of a committee thereof, may be taken by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time.
- 2) General Membership Meeting – A General Membership meeting shall consist of the elected Board members and the general membership. These meetings will be well publicized in advance and are intended to conduct business required for the exercise of the memberships’ voting rights.
 - a) Voting at a General Meeting will be by majority vote of those active members present, except as stated in ARTICLE IX, Section A.

ARTICLE VIII – HANDLING OF FUNDS

Section A: 1) No Association members, including members of the Board, shall incur any financial obligations on behalf of the Association without the prior approval of the Board.

- 2) And expenditures not directly related to the Annual Northwest Clogging Association/Meeting weekend or the publication of the Northwest Clogging Association Newsletter, totaling \$100.00 or more, should be tabled & brought to the next Northwest Clogging Association Workshop/Meeting and be voted on by the general membership. (as per motion dated Sept 27, 2003)
- 3) As per a motion dated Sept 27, 2003 regarding shirt orders for the annual workshop – that the t-shirt orders be the total order plus 25% in order to not have any leftover.
- 4) The Val Mackey Award is an official part of the Northwest Clogging Association workshop. Reimbursement for both name plate on the award and for the keepsake award given to the Previous recipient will not exceed \$50.00. (per motion approved dated Sept 25, 2010)

ARTICLE IX – AMENDMENTS

Section A: Proposed amendments to the Constitution and Bylaws shall be presented to the general membership prior to voting. Passage of the proposed amendments will require a majority vote of fifty-one (51) percent of the voting membership responding to the balloting.

ARTICLE X – BALLOTING

Section A: The Board may, on any issues, elect to obtain an Association membership vote. The balloting system used must ensure the anonymity of the voter and the integrity of the vote.

ARTICLE XI – DISCRIMINATION

Section A: This Association will not discriminate against any individual or group due to Race, Color, Sex, Creed or National Origin.

ARTICLE XII – DISSOLUTION OF THE ASSOCIATION

Section A: In the event of the dissolution of the NORTHWEST CLOGGING ASSOCIATION, any residual monies shall be donated to a recognized clogging activity, or charity as designated by the Board, and voted on by the membership existing at that time. Any Association possessions donated to the Association shall be returned to the original donors if known; otherwise, they may be auctioned, or dispersed within the same manner as the monies.