

BYLAWS OF THE GLENVIEW SQUARE DANCE CLUB

EIN: 36-6633757

Adopted and Amended: June 12, 2021

Effective: June 13, 2021

ARTICLE I – NAME & PURPOSE

Section 1: Name

The name of this organization shall be The Glenview Square Dance Club, hereinafter referred to as The Club.

Section 2: Purpose

The Club's purpose is to teach and promote square dancing through the sponsoring of lessons and dances.

Section 3: Operation as Not-For-Profit, Tax Exempt Organization

- (a) The Club is an incorporated organization, File Number 5449-402-5, General Not-For-Profit Corporation Act of Illinois, in force January 1, 1944, operating for the above-stated purpose.
- (b) The Club is granted tax exempt status under Internal Revenue Code Section 501(c)(4).

Section 4: Life

The Club shall have perpetual existence. (see "Dissolution")

ARTICLE II – MEMBERSHIP

Section 1: Statement of Nondiscrimination

Membership shall not be denied to anyone otherwise qualified because of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status.

Section 2: Categories of Membership

- (a) Member – a person who has submitted a membership application and has paid the required annual dues.
- (b) Life member – a person who has been granted, by the Board of Directors, membership for life and whose dues are waived for life.

Section 3: Annual Membership Dues

- (a) Dues shall be determined by the Board of Directors by a majority vote.
- (b) Annual membership dues shall cover the period of September 1 through August 31.
- (c) Annual membership dues paid after the deadline established by the Board of Directors may incur a late fee.
- (d) Life members shall be exempt from paying annual membership dues.

Section 4: Dance and Special Event Fees

- (a) Admission fees to dances and special events shall be determined by the Board of Directors.
- (b) Members and Life Members shall be admitted to regularly scheduled Club dances at no charge.

Section 5: Meetings

- (a) There shall be one general membership meeting held in April of every year for the purpose of electing the Club officers.
- (b) The time and location of all meetings shall be determined by the Board of Directors and communicated to the general membership.
- (c) Any motion brought to the floor at a general membership meeting shall pass by a majority vote.
- (d) There shall be no representation or vote by proxy or absentee ballot.

ARTICLE III – BOARD OF DIRECTORS

Section 1: General Powers

The Board of Directors, hereinafter referred to as the Board, shall conduct the affairs and operations of The Club.

Section 2: Designation

- (a) All members of the Board shall be current members of The Club.
- (b) The Board shall consist of:
 - Elected Officers
 - Immediate Past President
 - Chairpersons of Permanent Committees
 - Individual Permanent Positions

Section 3: Resignations/Vacancies

- (a) Any Board member may resign at any time by giving written notice to the Board or the President of The Club.
- (b) A Board member's resignation shall take effect when the notice is delivered unless the notice itself specifies a future date.
- (c) The President shall appoint members to fill Board vacancies, except the position of Immediate Past President, with approval of the Board.

Section 4: Meetings

- (a) Board meetings shall be held at least four (4) times per year including in January, March, and June as specified in the bylaws.
- (b) Board members shall be provided a minimum of five (5) days' notice of the meeting. Notice may include regular mail, email, text, or telephone.
- (c) Special Board meetings may be called by the President or two members of the Board, with a minimum of twenty-four (24) hours advance notice to all members of the Board.
- (d) The time and location of a meeting shall be determined by those calling the meeting.
- (e) Each meeting shall have a quorum of 60% of the voting members of the Board including at least two (2) elected officers.

Section 5: Voting

- (a) Each Board position shall have one vote, with the President position voting only in the case of a tie vote.
- (b) A board member who holds two or more positions shall be limited to one vote.
- (c) Any motion brought to the floor at a Board meeting shall pass by a majority vote.
- (d) There shall be no representation or vote by proxy or absentee ballot.

Section 6: Electronic Participation at Meetings

- (a) Board members may participate in any meeting of the Board through the use of real-time electronic technology.
- (b) Electronic participation in a meeting shall constitute attendance at the meeting. Email is not considered a proper form of electronic participation.

Section 7: Other

The Board shall approve all non-budgeted expenses in excess of \$100.00.

ARTICLE IV – ELECTED OFFICERS

Section 1: Designation

The elected officers of The Club shall consist of:

- President
- Vice-President
- Recording Secretary
- Corresponding Secretary
- Treasurer

Section 2: President

The President shall:

- (a) Preside at all meetings of The Club and the Board.
- (b) Negotiate, award, and maintain a permanent record of all contracts and agreements.
- (c) Maintain a permanent record of General Liability Insurance coverage.
- (d) Serve as joint custodian with the Treasurer of The Club's funds and accounts.
- (e) Serve as an ex-officio member of all committees, except the Nominating Committee.
- (f) Ensure The Club is in compliance with State and Federal rules and regulations and Metropolitan Chicago Association of Square Dancers (MCASD) guidelines.
- (g) Schedule and announce a minimum of four (4) Board meetings, and a General Membership meeting date in April for election of officers.
- (h) Appoint Chairpersons of Committees, except the Nominating Committee Chairperson, with approval of the Board.
- (i) Appoint Individual Permanent Positions with approval of the Board.
- (j) Appoint a nominating committee to be approved by the Board at the January Board meeting.
- (k) Appoint members to fill Board vacancies, except Immediate Past President, with approval of the Board.
- (l) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 3: Vice-President

The Vice-President shall:

- (a) Assist the President in carrying out the business of The Club.
- (b) Perform the duties of the President in the President's absence.
- (c) Serve as or designate a host for Club dances. Duties of the host include, but are not limited to:
 - open and close dance venue;
 - oversee venue set-up and clean-up;
 - liaise with caller;
 - welcome dancers, introduce caller, and make other announcements as needed.
- (d) In cooperation with Board members and Committee Chairpersons, interface with venue representatives to coordinate room requirements and reservations.
- (e) Serve as an ex-officio member of all committees, except the Nominating Committee.
- (f) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 4: Recording Secretary

The Recording Secretary shall:

- (a) Record the minutes of the Board and General Membership meetings.
- (b) Maintain a permanent record of the Board and General Membership proceedings.
- (c) Notify Board members of the upcoming Board meeting date, time, and location a minimum of five (5) days prior to the meeting.
- (d) Forward the Board Meeting Agenda, as provided by the presiding officer, to Board members a minimum of five (5) days prior to the next meeting.
- (e) Send minutes of Board meetings to Board members a minimum of five (5) days prior to the next meeting.
- (f) Notify Board members of a Special Board meeting a minimum of twenty-four (24) hours in advance.
- (g) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 5: Corresponding Secretary

The Corresponding Secretary shall:

- (a) Ensure completion of general correspondence upon direction from the President.
- (b) Maintain records of general correspondence.
- (c) Serve as Registered Agent for The Club with the Illinois Secretary of State.
- (d) Monitor due dates for required State and Federal filing deadlines.
- (e) Maintain a permanent record of State and Federal filed documents with supporting documentation.
- (f) Maintain official copy of The Club's Articles of Incorporation.
- (g) Maintain previous and current bylaw versions.
- (h) House The Club's historical materials during such a time as the position of Historian is not filled.
- (i) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 6: Treasurer

The Treasurer shall:

- (a) Serve as joint custodian with the President of The Club's funds and accounts.
- (b) Oversee the collection of guest fees and maintenance of sign-in sheets at scheduled Club dances.
- (c) Receive membership applications and collect membership dues.
- (d) Compile the official list of members used to establish voting eligibility.
- (e) Maintain records of receipts and disbursements for each fiscal year.
- (f) Pay The Club's debts and obligations as authorized by the Board.
- (g) Submit a financial report at each Board meeting.
- (h) Schedule and submit relevant records for the Financial Annual Review with a certified public accountant at the end of the fiscal year.
- (i) Submit the completed Financial Annual Review by the certified public accountant to the Board at the subsequent Board meeting.
- (j) Prepare, file, and maintain IRS Forms 1099-NEC and 1096 per current or subsequent IRS regulations.
- (k) Prepare, file, and maintain IRS Form 990N by December 15th of each year per current or subsequent IRS regulations.
- (l) Collaborate with the Corresponding Secretary to maintain any additional IRS forms per IRS regulations.
- (m) Develop and monitor a budget for the fiscal year.
- (n) Present the proposed budget for approval by the Board at the March Board meeting.

Section 7: Terms of Office

- (a) Elected officers shall serve a term of one year and may serve in that role no more than four consecutive terms.
- (b) No member shall hold more than one elected position at any one time.
- (c) If an officer cannot complete his term of office, an interim successor may be appointed by the President with approval of the Board.

Section 8: Election of Officers

- (a) Election of officers for The Club shall be held once per year at the general membership meeting in April.
- (b) The Nominating Committee shall be appointed by the President and approved by the Board at the January Board meeting.
- (c) The Nominating Committee shall submit a slate of candidates to the Board in March of each year for approval.
- (d) The approved slate of officers shall be presented to the general membership in March.
- (e) Additional nominations may be accepted from the floor at the general membership meeting in April.
- (f) The election shall be open to all Club members.
- (g) In the case of only one candidate for office, the election may be by voice vote. If more than one candidate is running for an office, the election of that office shall be by secret ballot.
- (h) Candidates shall be elected by a majority vote, or a plurality of votes if more than two candidates are running for the same office.
- (i) The elected officers shall assume their duties at the June Board meeting.
- (j) There shall be no representation or vote by proxy or absentee ballot.

ARTICLE V – IMMEDIATE PAST PRESIDENT

The Immediate Past President shall:

- (a) Act as an advisor to the President and the Board.
- (b) Automatically be a member of the Board for two years after leaving office.

ARTICLE VI – PERMANENT COMMITTEES

Section 1: Purpose

Permanent Committees have specific and ongoing functions that are essential to the operation of The Club. Members of Permanent Committees may change when new Chairpersons are appointed, but the purpose of the committees and their functions and duties do not change.

Section 2: Designation

Permanent Committees include:

- Membership
- Lesson
- Publicity
- Refreshment
- Banner Stealing and Retrieving

Section 3: Appointment of Committee Chairpersons

The President shall appoint Chairpersons of Committees with approval of the Board.

Section 4: Committee Chairperson

The Committee Chairperson shall:

- (a) Appoint members to the committee unless membership is specified in the bylaws.
- (b) Assign duties and responsibilities to committee members.
- (c) Call meetings.
- (d) Organize and oversee all assigned work of the committee.
- (e) Provide a report of committee activities at each Board meeting.
- (f) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 5: Electronic Participation at Meetings

- (a) Committee members may participate in any meeting through the use of real-time electronic technology.
- (b) Electronic participation in a meeting shall constitute attendance at the meeting. Email is not considered a proper form of electronic participation.

Section 6: Membership Committee

The Membership Committee shall:

- (a) Formulate and implement community outreach events.
- (b) Formulate and implement plans to retain membership.
- (c) Oversee membership enrollment including the annual membership renewal.
- (d) Maintain and update member contact information.
- (e) Distribute updated membership list to all members of The Club after each enrollment period.
- (f) Coordinate production and distribution of member badges.

Section 7: Lesson Committee

The Lesson Committee shall:

- (a) Coordinate lessons.
- (b) Communicate requirements for lesson venue to the Vice-President.
- (c) Serve as liaison to instructors.
- (d) Coordinate events (e.g., Intro Parties) for potential students before each lesson registration period.
- (e) Collect, maintain, and forward to the Publicity Chairperson a list of names and contact information of potential students.
- (f) Collect and submit registration fees and class enrollment forms to the venue contact as needed.
- (g) Communicate lesson information to students and Club members.
- (h) Coordinate and publicize activities appropriate for current students.
- (i) Maintain a list of current and past students including contact information, sessions attended, and levels completed.
- (j) Collect fees and maintain sign-in sheets at student dances not held as regular Club dances and submit these to the Club Treasurer.
- (k) Submit itemized cash disbursements to the Club Treasurer.

Section 8: Publicity Committee

The Publicity Committee shall:

- (a) Assume responsibility for publicity and interclub communications.
- (b) Publicize Club activities in conjunction with Officers, Committee Chairpersons, and Individual Permanent Position individuals.
- (c) Oversee the development and distribution of print and electronic materials to market and publicize The Club.
- (d) Oversee the development and maintenance of social media sites to market and publicize The Club.
- (e) Coordinate community outreach activities in cooperation with the Membership and Lesson Committees.

Section 9: Refreshment Committee

The Refreshment Committee shall:

- (a) Coordinate refreshments for Club dances.
- (b) Communicate refreshment responsibilities to the general membership.

Section 10: Banner Stealing and Retrieving Committee

The Banner Stealing and Retrieving Committee shall:

- (a) Coordinate Club members' participation in stealing, retrieving, and visiting activities.
- (b) Maintain all records per MCASD banner stealing rules.

ARTICLE VII – INDIVIDUAL PERMANENT POSITIONS

Section 1: Purpose

Individual Permanent Positions are individuals who perform specific and ongoing functions that are essential to the operation of The Club.

Section 2: Designation

Individual Permanent Positions include:

- MCASD Delegates (2 positions)
- Webmaster
- Newsletter Editor
- Historian

Section 3: Appointment of Individual Permanent Positions

The President shall appoint Individual Permanent Positions with the approval of the Board.

Section 4: MCASD Delegates (2 positions)

MCASD Delegates shall:

- (a) Interface with MCASD and represent The Club at MCASD general meetings.
- (b) Comply with MCASD delegate duties.
- (c) Oversee The Club's participation in MCASD sponsored activities.
- (d) Submit a report at each Club Board meeting.
- (e) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 5: Webmaster

The Webmaster shall:

- (a) Solicit information from the general membership, Board members, and other sources for the website.
- (b) Develop and maintain The Club website.
- (c) Monitor site activity and report at each Board meeting.
- (d) Submit a report at each Board meeting.
- (e) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 6: Newsletter Editor

The Newsletter Editor shall:

- (a) Solicit information from the general membership, Board members, and other sources for newsletter articles.
- (b) Develop, publish, and distribute a newsletter.
- (c) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

Section 7: Historian

The Historian shall:

- (a) Maintain digital and/or paper documents and photos to represent the history of The Club.
- (b) Periodically (at least once a year) display historical materials at Club events.
- (c) Provide and/or display The Club historical materials at other events with approval of the President.
- (d) Submit projected income and/or expenses to The Club Treasurer by February 15th for budget development for the coming fiscal year.

ARTICLE VIII– SPECIAL COMMITTEES

Section 1: Purpose

Special Committees shall be created, as needed, to perform specific tasks and are dissolved when the tasks are completed, and the final report is submitted to and approved by the Board.

Section 2: Appointment

The President shall appoint Chairpersons of Special Committees, except for the Nominating Committee Chairperson, with approval of the Board.

Section 3: Special Committee Chairperson

The Special Committee Chairperson shall

- (a) Appoint members to the committee unless membership is specified in the bylaws.
- (b) Assign duties and responsibilities to committee members.
- (c) Call meetings.
- (d) Organize and oversee all assigned work of the committee.
- (e) Provide a report of committee activities at each Board meeting.
- (f) Submit a final report to the Board for approval.
- (g) Submit projected income and/or expenses to the Board for approval.

ARTICLE IX – BYLAWS

Section 1: Rules/Regulations Not Covered by Bylaws

Any rules and/or regulations not covered in The Club Bylaws or in the MCASD Bylaws will be governed by Robert's Rules of Order.

Section 2: Amendment, Alteration, and/or Repeal

The Board shall have the power to amend, alter, make, and repeal the bylaws of The Club with a majority vote.

Section 3: Mandatory Review of Bylaws

The Club shall review the bylaws at least every five (5) years.

Section 4: Signing and Dating of Revised Bylaws

Upon adoption of bylaw revisions, members of the Board shall immediately sign and date the original document.

Section 5: Distribution of Revised Bylaws

The Recording Secretary shall provide a copy of the revised bylaws to the general membership within 30 days of adoption by the Board.

ARTICLE X– DISSOLUTION

Section 1: Definition

Dissolution means the end of The Club's existence as a legal entity. The Club is no longer permitted legally to enter into contracts or otherwise operate, except for taking necessary actions to close out The Club's affairs.

Section 2: Adoption/Confirmation of Resolution to Dissolve

- (a) The Board shall adopt a "Resolution to Voluntarily Dissolve" with a majority vote.
- (b) The general membership shall confirm the "Resolution to Voluntarily Dissolve" with a two-thirds vote of those present and voting in person.

Section 3: Debts and Liabilities

The Club shall catalog debts and obligations.

Section 4: Assets

The Club shall identify all assets.

Section 5: Submission of Articles of Dissolution

The Club shall submit Form NFP112.20 Articles of Dissolution General Not for Profit Corporation Act (rev. December 2003) or any successor form to the Illinois Secretary of State.

Section 6: Notification of the IRS

The Club shall notify the IRS of termination of The Club when the Annual Return or notice is filed.

Section 7: Distribution of Remaining Funds

After payment of debts and obligations, The Club shall distribute remaining funds to MCASD or to one or more qualifying square dance-oriented organizations described in Section 501(c)(4) of the Internal Revenue Code or any successor statute (Plan of Distribution).

ARTICLE XI- BOOKS AND RECORDS

Section 1: Designated Records to be Maintained

- (a) By the Corresponding Secretary:
 - Previous and current version of bylaws.
 - Illinois Articles of Incorporation for perpetuity.
 - Illinois Annual Report to the Secretary of State submitted by the registered agent for the previous three (3) years.
 - Not-for-profit Form 1024 Application for Recognition of Exemption for perpetuity.
 - IRS Determination Letter for perpetuity.
- (b) By the Recording Secretary:
 - Meeting minutes of the Board for the previous three (3) years.
- (c) By the President:
 - General Liability Insurance policies for the past ten (10) years.
- (d) By the Treasurer:
 - Federal tax filings Form 990-N and supporting documents for the previous three (3) years.
 - Federal tax Forms 1099 and/or 1096 for the previous five (5) years.
 - Financial Annual Review including written recommendations for the previous three (3) years.

Section 2: Right of Inspection

The following information is available to the public upon request:

- (a) Original Not-for-Profit Form 1024 Application for Recognition of Exemption for perpetuity.
- (b) Original IRS Determination Letter for perpetuity.
- (c) Federal tax filings Form 990, Form 990-EZ, Form 990-N, and/or Form 990-T and supporting documents for the previous three (3) years.

END OF BYLAWS

Attachments:

- Bylaws Adoption of Revisions Board Signature Page
- Glossary for Bylaws

GLOSSARY FOR BYLAWS

Abstention vote

The phrase “abstention votes” is an oxymoron, an abstention being a refusal to vote. To abstain means to refrain from voting and, as a consequence, there can be no such thing as an “abstention vote”. In the usual situation, where either a majority vote or a two-thirds vote is required, abstentions have absolutely no effect on the outcome of the vote since what is required is either a majority or two thirds of the votes cast. On the other hand, if the vote required is a majority or two thirds of the members present, or a majority or two thirds of the entire membership, an abstention will have the same effect as a “no” vote. Even in such a case, however, an abstention is not a vote and is not counted as a vote. [RONR (11th ed.), p. 400,11.7-12; p.401,11.8-11; p.403,11.13-24]

Debt

Money already owed for goods and services received or to be received.

E-Postcard (IRS Form 990-N)

The Club is required to file electronically the e-Postcard, Form 990-N, with the IRS annually. Form 990-N is due every year by the 15th day of the 5th month after the close of The Club’s fiscal year. The Club’s due date is December 15th of each calendar year.

If The Club’s 990-N is late, the IRS will send a reminder notice to the last address received. While there is no penalty assessment for filing Form 990-N late, organizations that fail to file required Forms 990, 990-EZ or 990-N for three consecutive years will automatically lose their tax-exempt status. Revocation of the organization’s tax-exempt status will happen on the filing due date of the third consecutively missed year.

Ex-officio member

Person who is a member based on position held in The Club. Serves in an advisory capacity. Has same rights and privileges as other members, including the right to vote. Is excluded in determining quorum.

Financial annual review

Report prepared by an independent CPA that indicates the financial statements are complete.

Fiscal year

August 1 to July 31 of each year.

Illinois Annual Report to Secretary of State

Annual report submitted to the Illinois Secretary of State each year by The Club’s Registered Agent. Reporting due date for The Glenview Square Dance Club is November of each calendar year.

IRS Form 1099-NEC

If payments are made by The Club to an individual (e.g., a caller) of \$600 or more for services rendered during a calendar year, the Internal Revenue Service (IRS) requires the filing of a Form 1099-NEC, Nonemployee Compensation, which reports to the IRS

and to the recipient of the payments the total amount paid. This reporting is due to the recipient and to the IRS by January 31 of the following year.

IRS information

The Club's Employee Identification Number (EIN) with the Internal Revenue Service is 36-6633757. IRS records list the Legal Name (Doing Business as) for this EIN as "Metropolitan Chicago Association of Square Dancers." IRS records also indicate "Glenview Squares Dance Club" as an Other Name associated with this EIN.

Majority vote

More than half of the votes cast (i.e., not counting abstentions) at a legal meeting where a quorum is present. A majority vote is a whole number.

MCASD

Metropolitan Chicago Association of Square Dancers.

Membership year

September 1 to August 31 of each year.

Obligations

Money payable in the future or a contractual obligation to pay in the future.

Plurality of votes

Greatest percentage of votes when there are more than two options.

Proxy voting

A ballot cast by one person on behalf of another.

Regularly scheduled Club dances

Club dances that are typically held the 1st and 3rd Fridays of each month from September to May.

Registered agent

The registered agent for The Club is the member to whom official correspondence from the Secretary of State is sent and who is required to submit the Annual Report to the Secretary of State each year (see Illinois Annual Report to the Secretary of State). The registered agent must be:

- (a) A natural person, resident in Illinois.
- (b) The address of the registered office must be in Illinois and must be a street or road address, not a P.O. Box number.

END OF GLOSSARY