

**BIG ISLAND DANCE COUNCIL**  
**BY-Laws**

Revised Sept. 14, 2002

**ARTICLE I. GENERAL**

SECTION 1 NAME: The name of this organization shall be the Big Island Dance Council, hereinafter referred to as the BIDC.

SECTION 2 ADDRESS: Specific address of BIDC shall be: 141 Kalakaua St, Hilo, HI 96782, Telephone messages may be taken by East Hawaii Cultural Center: (808) 961-5711, during regular business hours.

SECTION 3 PURPOSES:

1. To Develop, foster, and promote quality dancing on the Big Island.
2. To provide an opportunity to all the people of the County to engage in the art of dancing.
3. To assist in the presentation of dance performances of high artistic quality.
4. To contribute to the dance and movement education of the community at large.
5. To act as an information source of persons and organizations engaged in movement activity.
6. To receive, administer, and expand funds from governmental, community and private sources in the interest of body movement.
7. To engage in all such acts as are necessary to foster the art of dancing.
8. This organization is structured exclusively for educational purposes within the meaning of Section 501 ( c ) (3) of the Internal Revenue Code of 1954 and is not organized for profit.

SECTION 4 NON-EXCLUSIVITY: BIDC shall strive to make its membership, information, and materials generally and reasonably accessible to the public, and shall seek positive relationships with other entities dedicated to similar purposes.

**ARTICLE II. MEMBERSHIP**

SECTION 1 CATEGORIES OF MEMBERSHIP: Members shall be classified as Active, Junior, Senior, Live, or Honorary Members.

SECTION 2 NON-DISCRMINATION POLICY: BIDC shall not restrict or discriminate membership on the basis of race, color, national origin, sex or personal handicap.

SECTION 3 ACTIVE MEMBERS: Active Members are any persons residing in the state of Hawaii, or elsewhere, who pay dues according to a membership schedule established by BDC.

SECTION 4 JUNIOR MEMBERS: Individuals under the age of 18 shall be regarded as Active Members.

SECTION 5 SENIOR MEMBERS: Individuals over the age of 60 shall be regarded as Active Members.

SECTION 6 LIMITED INCOME: Individuals defining themselves as having limited income shall be Active Members.

SECTION 7 LIFE MEMBERS: Life Members shall be regarded as Active Members. For the purposes of these By- Laws, Life Members are individuals who have contributed \$600.00 or more to BIDC in one year.

SECTION 8 HONORARY MEMBERS: BIDC by a majority vote of Board of Directors may award Honorary Membership to individuals due the exceptional accomplishments in the dance field, or contributions to BIDC and its purposes.

SECTION 9 VOTING PRIVILEGES: Only Active Members shall be entitled to vote or serce as members

of the Board of Directors.

### **ARTICLE III. BOARD OF DIRECTORS**

**SECTION 1 ELIGIBILITY:** The Board of Directors of the BIDC shall consist of dues paying, Active members in good standing. The president and the Treasurer of the Board of Directors must have served as a Director of BIDC for at least one year, before taking office.

**SECTION 2 COMPENSATION:** All Board Members shall serve without compensation and no Board Member shall vote on any matter in which he/she has material interest.

**SECTION 3 CONFLICT:** All questions concerning material conflict of interest shall be determined by a majority vote of the Board of Directors.

**SECTION 4 COMPOSITION:** The Board of Directors shall consist of the Officers and the Directors. Officers are considered Directors.

**SECTION 5 OFFICERS:** The Officers shall include: President, Vice President, Treasurer, Recording Secretary, and Corresponding Secretary.

**SECTION 6 DIRECTORS:** BIDC shall have directors, numbering at least 8, and not more than 11.

**SECTION 7 AUTHORITY.** The Board of Directors shall have the authority to conduct all affairs of BIDC consistent with these By-Laws and all applicable laws, rules, and regulations. Responsibilities of Directors are described in the attached document.

### **ARTICLE IV. DUTIES OF OFFICERS AND DIRECTORS**

**SECTION 1: TERM:** An officer may serve a maximum of two consecutive terms.

**SECTION 2: PRESIDENT:** It shall be the duty of the President of the BIDC:

- 1) To preside at regular and special meeting of the Board of Directors.
- 2) To call meetings.
- 3) To act as Chief Executive Officer (sign on behalf of the organization).
- 4) To institute long-range plans.
- 5) To coordinate all programs.
- 6) To appoint special persons or committees as necessary.
- 7) To be responsible for all grant writing and signing of contracts.
- 8) To complete all required reports.
- 9) To confirm Program Coordinators for the programs under the umbrella of BIDC following a selection process determined by the Board of Directors. Program Coordinators shall be responsible for a semi-annual report to the Board.
- 10) To represent BIDC at East Hawaii Cultural Council Meetings.

**SECTION 3: VICE PRESIDENT:** It shall be the duty of the Vice President of BIDC:

- 1) To assist the President in the discharged of his/her duties.
- 2) To assume the duties of President in his/her absence.
- 3) To act as Chief Executive Officer(CEO) in the absence of the President.
- 4) To remind by telephone, email, or fax all Board Members of date, time and place of Board Meetings.

**SECTION 4: TRESURER:** It shall be the duty of the Treasurer:

- 1) To record the financial Business of BIDC.
- 2) To be responsible for all monies collected from programs, workshops, or any other functions.

- 3) To recommend to the Board other persons to aid in any financial matters at productions or workshops.
- 4) To provide a report in writing of the financial status of BIDC at each meeting.
- 5) To present an annual financial report at the June general membership meeting.
- 6) To act as CEO in absence of the President and Vice- President.

SECTION 5: RECORDING SECRETARY: It shall be the duty of the secretary:

- 1) To keep minutes of all meeting of BIDC.
- 2) To have minutes of previous meeting available at each meeting.
- 3) To provide copies of agenda at each meeting.

SECTION 6: CORRESPONDING SECRETARY: It shall be the duty of the Corresponding Secretary:

- 1) To carry out all necessary BIDC correspondence, public or private.
- 2) To keep orderly records of correspondence.

SECTION 7 DIRECTORS: The Directors shall share with the Officers' responsibility for fulfilling the duties, obligations, and objectives of BIDC, pay membership dues, and be willing to serve as chairpersons of committees or in the other leadership roles. The various duties of the Directors are described in a separate document, "duties and Responsibilities of the Directors of the Big Island Dance Council."

#### **ARTICLE V. VACANCIES IN OFFICE**

SECTION 1 ORDER OF SUCCESSION: In the permanent absence of the President, the Vice- President shall assume the duties and responsibilities of the office. The order of succession for subsequent vacancies in the office of the president shall be, consecutively, the Treasurer, the Recording Secretary, the Corresponding Secretary, and the Directors.

SECTION 2 VACANCIES: A permanent vacancy shall be created in the event that any member of the Board or Directors is unable or unwilling to fulfill his/her duties and responsibilities for an extended period.

SECTION 3 REMOVAL FROM OFFICE: Any member of the Board of Directors may be removed from office, for cause, by a two-thirds vote at any General Membership meeting. Provided Active Members are give reasonable notice that such action is to be considered. Three unexcused absences from regular Board of Directors meetings within a fiscal year shall result in automatic removal from the Board.

SECTION 4 FILLING OF VACANCIES: The President may fill permanent vacancies on the Board of Directors by appointment, subject to a majority vote of the Board of Directors, at any meeting of the Board of Directors.

#### **ARTICLE VI: ELECTION OF OFFICERS AND DIRECTORS.**

SECTION 1 ANNUAL ELECTIONS: Unless otherwise provided by these By-Laws, Officers and Directors shall be elected at the Annual General Membership meeting of BIDC to serve a term of two years. The customary term of office for officers and directors shall be from August 1 (or from election day, if later) through July 31 (or election day, if later) of the second year in office. Every effort will be made to have at least half of the directors elected every other year, so there is continuity in the organization.

SECTION 2 NOMINATION COMMITTEE: A Nomination Committee, appointed by the President and approved by the Board of Directors, shall be created no later than 30 days prior to the Annual Meeting or any Special Election to assist in notifying Active Members regarding anticipated vacancies. The Nominating Committee shall select a slate of candidates in the form of a ballot which shall include a provision for write-in candidates. Ballots shall be counted by the Nominating Committee on the day of the Annual Meeting and the results announced at the meeting.

SECTION 3 CONDUCT OF ELECTIONS: Unless otherwise provided by these By-Laws, all elections shall be conducted in accordance with Roberts' Rules of Order Revised.

## **ARTICLE VIII. MEETINGS.**

SECTION 1 AANUAL MEETING: BIDC shall hold an annual meeting in June.

SECTION 2 GENERAL MEMBERSHIP MEETINGS: Any announced meeting which Active Members attend, discuss issues, offer motions and vote shall be regarded as a General Membership Meeting.

SECTION 3 BOARD MEETINGS: The Board of directors shall meet at least 8 times during each calendar year.

SECTION 4 DATES, TIMES AND LOCATIONS OF MEETINGS: The dates, times and locations of above Meetings and Elections shall be determined by the Board of Directors.

SECTION 5 MEETING NOTICE: Every reasonable effort should be made to ensure that Active Members are give at least 30 days written notice prior to the Annual Meeting, Elections, or any General Membership Meeting.

SECTION 6 QUORUMS: Active Members present at any general membership meeting shall constitute a quorum. A quorum for a Board Meeting shall require the presence of five Directors.

## **ARTICLE X. FINACIAL TRANSACTIONS**

SECTION 1 ACCOUNTS: All checking and savings or other accounts of BIDC shall be established and maintained in Federally-approved institutions in Hilo, Hawaii, with the full knowledge of the Board of Directors.

SECTION 2SIGNATURES REQUIRED: Any check in an amount of \$500.00 or greater mush have the signatures of both the Treasurer and the President.

SECTION 3 PRIOR APPROVAL: All projects, programs, workshops, special events or other activities with expenditures of more than \$500.00 must present a proposed budget for approval to the Board of Directors prior to any funds being released to that project, workshop, special event or other activity. Any equipment or supplies of more than \$100.00 mush be approved by the Board of Directors by a simple majority.

SECTION 4 PAYMENT: All bills need to be submitted to the Treasurer for payment.

SECTION 5 REPORTS: Financial reports of all BIDC activities and projects shall be made at Board Meetings and General Membership Meetings.

SECTION 6 PROPERTY: The property of this organization is irrevocably dedicated to charitable and educational purposes. Upon the dissolution of this organization any remaining assets shall be distributed to a non-profit fund. Foundation or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax-exempt status under section 501(C) (3) of the Internal Revenue Code.

## **ARTICLE XI. ASSETS**

SECTION 1 SOURCES: Assets of the BIDC shall be gained through:

- 1-donations
- 2-grants
- 3-programs
- 4-gifts
- 5-membership dues

SECTION 2 USES: Assets shall provide for payment of teacher's fees and other operating expenses of

BIDC (printing, advertising, space rental, equipment rental or purchase, etc.) as approved by the Board of Directors.

#### **ARTICLE XII. BY-LAWS AND RULES OF ORDER**

SECTION 1 AMENDMENTS: By-Laws may be amended by a simple majority of the members present and voting at any membership meeting, provided there is a 30-day written notification of proposed amendment.

SECTION 2 RULES OF ORDER: The rules contained in Roberts Rules of Order Revised shall govern the BIDC in all cases in which they are applicable and not inconsistent with these By-Laws.

#### **ARTICLE XIII. SMOKING POLICY**

POLICY: Smoking in the workplace, at meetings, functions, and events sponsored by BIDC will be prohibited. (In compliance with Act 289 of the Fourteenth Legislatures of the State of Hawaii and Chapter 328K, part 11, Hawaii Revised Statutes.)