

BY-LAWS

of the

ROCKIN' JOKERS

A Couples and Singles
Square and Round Dance Club of San Jose, CA

By-Laws Revision 5 (15 November 2023)

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BY-LAWS

Rockin' Jokers Square and Round Dance Club

Revision 5 (15 November 2023)

PREFACE

The *Rockin' Jokers Square Dance Club*, hereinafter referred to as "The Club", resulted from the May 1, 2005 merger of the *Jokers Square Dance Club* (unincorporated) and the *Rafter Rockers Square Dance Club*, which was legally incorporated as a non-profit MUTUAL BENEFIT CORPORATION in the State of California on May 22, 1998, California Filing # 2109017, as *Rafter Rockers Square Dance Club*. The name was changed to *Rockin' Jokers Square Dance Club* on January 19, 2006, California Filing # A0639023.

The Club is a couples and singles square and round dance club, dancing weekly at the Club Levels, as established by the Board. The members of The Club are banded together in a spirit of friendliness and good fellowship to share the pleasures of square dancing.

A class sponsored by The Club will be hereinafter referred to as "The Class".

The main club caller and main club cuer shall hereinafter be referred to as "The Caller" and "The Cuer" respectively.

The following By-Laws and accompanying Standing Rules are herewith established in order that The Club may function smoothly for the benefit of all.

ARTICLE 1 - GOVERNANCE

1.1 BOARD OF DIRECTORS

- a. The governing body of The Club shall consist of Active Members of The Club elected to the Board of Directors, hereinafter referred to as "The Board", which is comprised of:
 - Four (4) Officers: President, Vice President, Secretary and Treasurer,
 - A minimum of Four (4), but not more than twelve (12), additional Directors,
 - The immediate Past President.
- b. Except as preempted herein, The Board will have all powers to govern The Club, including by way of non-limiting examples:

- The power to spend or allocate funds,
 - The power to enter into and terminate contracts,
 - The power to create and amend the Standing Rules and its Appendices,
 - The power to initially hire (after approval by the membership), direct, and renew the contract for The Caller and The Cuer,
 - The power to appoint an Active Member to fill an Officer or Director vacancy,
 - The power to move the dance-night, time and/or location in an emergency, and
 - The power to dissolve or merge with one or more non-profit club(s), with the approval of the membership.
- c. The Meetings of the Board and the General Meetings of The Club are governed by the parliamentary procedures described in the most recent edition of *Robert's Rules of Order Newly Revised* except as prescribed in these By-Laws and these Standing Rules.

1.2 DETERMINING MEMBERS OF THE BOARD

1.2.1 Election of Officers and Directors

- a. The election of Officers and Directors shall be held on the last weekly club dance night in November before Thanksgiving week. Each member of The Board shall serve a 12-month term starting on January 1st and extending through December 31st.
- b. The President shall appoint a Nominating Committee comprised of at least two (2) Active Members of The Club by October 1st. The Nominating Committee shall solicit at least one (1) candidate for each position on The Board. The Nominating Committee should seek a candidate for President with previous experience on The Board and a Treasurer with bookkeeping skills. The President shall announce the names of the nominees by the first club dance night in November, at which time nominations will be accepted from the floor. All Nominees must give their consent before they are officially submitted as candidates at the time of voting.
- c. All candidates for the Board must be Active Members of The Club.
- d. An Active Member of The Club may hold only one (1) elected position at a time; however, any Active Member of The Club may hold one or more Appointed Positions simultaneously.
- e. No member of The Club may be President or Vice-President if he or she currently holds office as the presiding officer or vice-presiding officer of another square dance club.
- f. Officers and Directors shall be elected by a vote of the Active Members of The Club as described in the section on "Voting at General Meetings of The Club". The vote shall be taken by secret ballot only if requested by the Presiding Officer or five (5) of the Active Members of The Club.

1.2.2 Filling Vacancies on The Board

- a. In the event that there is not a complete slate of Board of Directors elected, an Active Member of The Club may be appointed by a vote of the incoming Board to fill any vacant position.
- b. In the event of a vacancy during a normal term of an elected Officer or Director, an Active Member of The Club may be appointed by a vote of the Board to fill the vacancy for the remainder of the term.

1.2.3 Removing an Officer or Director from The Board

- a. If the President or Vice-President accepts a position on the board of another square dance club as presiding officer or vice-presiding officer, they shall immediately be removed from their office and from The Board.
- b. If there is a need to remove an Officer or Director from the Board “for cause”, a motion must be brought before The Board and a two-thirds vote of the entire Board shall be required for removal.

1.3 MEETINGS OF THE BOARD

1.3.1 Frequency of Meetings of The Board

- a. The Board shall meet regularly, providing two (2) weeks advance notice to the membership. Listing on the Club Calendar shall constitute advance notice.
- b. The Board may hold additional meetings as necessary on club nights. Said meetings shall be announced at least one tip prior to the meeting. Any Active Member may attend. Posting on the Club Bulletin Board or listing on the Club Calendar shall constitute advance notice.

1.3.2 Voting at Meetings of The Board

- a. A quorum is required for voting on any motion relating to The Club. A quorum shall consist of one-half (½) of all of the members of The Board, rounded up to a whole number if necessary.
- b. Voting shall be by majority vote, except when otherwise required in these By-Laws.

1.4 GENERAL MEETINGS OF THE CLUB

1.4.1 Frequency of General Meetings of The Club

- a. There shall be at least one (1) General Meeting of The Club every year to elect Officers and Directors of The Board. There shall also be a General Meeting of The Club for:
 - Changes in club dues,
 - Changes in the By-Laws,
 - Hiring of a new Caller or new Cuer, or
 - Permanent changes of the night or location of the weekly dance of The Club.

- b. The President, any three (3) members of The Board, or an Active Member of The Club with a petition signed by twenty (20) Active Members or 25% of the Active Members of The Club, whichever is smaller, may call a General Meeting of The Club for any purpose.
- c. Two (2) weeks advance notice shall be given to the membership regarding the date of a General Meeting of The Club. Listing on the Club Calendar shall constitute advance notice. The purpose of the meeting shall be presented at this time. Any Active Member may place new business on the agenda, up to one week before the meeting. Although an Active Member may present a motion from the floor at the General Meeting, any Active Member may move to table said motion until the next General Meeting.

1.4.2 Voting at General Meetings of The Club

- a. A quorum is required for voting in an election or on any motion brought before The Club. A quorum shall consist of one-half (1/2) of the Active Members of The Club, rounded up to a whole number if necessary. The determination of whether the quorum requirement has been satisfied will be made at the beginning of the meeting, by counting the Active Members present at the General Meeting of The Club and comparing that total count to the current number of Active Members on the roster.
- b. Decisions shall be by simple majority vote, defined as more than one-half (1/2) of the Active Members of The Club present and voting. The vote shall be taken by secret ballot only if requested by the Presiding Officer or by five (5) of the Active Members of The Club.
- c. In the event a quorum is not present, the General Meeting shall be held the next club dance night. In the event that a quorum is once again not present, then a quorum shall not be required for voting purposes.

1.5 RECORDS RETENTION

The minutes of General Meetings of The Club, minutes of Meetings of The Board, and the financial and membership records shall be retained for the period of time determined by the limits prescribed by California State law for non-profit corporations, or a minimum of five (5) years, whichever is greater.

ARTICLE 2 - MEMBERSHIP

2.1 MEMBERS OF THE CLUB

2.1.1 Active Members of The Club

- a. A person who has been accepted into The Club, maintains Club level dancing skills, who has paid any required current dues, and special assessments to The Club, attends club dances, and participates in a Duty Square shall hereinafter be referred to as an “Active Member.”

- c. Any member on Leave of Absence or who is an Honorary Member or who is a Club Booster is not considered to be an Active Member and has no voting rights.

2.1.2 Other Membership Categories

Other categories of membership may be awarded by a vote of The Board as defined in the Standing Rules, the terms of each being defined at the time of award, including by way of non-limiting examples: Honorary Member, or Club Booster.

2.1.3 Adding New Members

Applicants for membership in The Club may apply as couples or as singles, and each applicant is considered as an individual.

An applicant with known high skill levels can become an Active Member upon approval by at least two-thirds (2/3) of the current Board Members. Said vote must take place at an official Board Meeting.

An applicant with known low skill levels may have the application denied upon concurrence by at least two-thirds (2/3) of the current Board Members. Said vote must take place at an official Board Meeting.

Otherwise, applications are managed by the following steps:

- 1) An applicant for membership must submit an application form along with payment of application fees and assessments, as currently specified, at which time the application period begins.
- 2) The Board shall consider and vote on the application for membership at the next scheduled Meeting of The Board after receipt of the application and after the applicant has square danced with The Club.
- 3) An applicant will be notified within forty-eight (48) hours of the decision or recommendation of The Board.
- 4) If the applicant is accepted, he or she will be formally introduced and presented to The Club at the next weekly club dance night following the approval by The Board.
- 5) A name badge for the new member will be ordered.
- 6) Membership will begin on the first dance night of the month following membership approval by The Board. Guest fees, if any, are payable until that time.

2.1.4 Member Responsibilities

Active Members of The Club are obligated to pay any required monthly dues and special assessments. Active Members are also required to serve The Club as part of a workgroup, hereinafter referred to as a Duty Square, to which they are assigned, and to participate as described in the section of the Standing Rules called "Duty Square Responsibilities". All Active Members of The Club are expected to support dance-related activities sponsored by The Club.

2.2 DUES AND ASSESSMENTS

2.2.1 Dues

Dues shall be established by The Board and ratified by the membership at a General Meeting of The Club. Dues shall be paid monthly and are due and payable on the first dance night of each month.

2.2.2 Insurance

Active Members of The Club are required to have dancer insurance, which will be paid for by The Club.

2.3 CHANGE IN MEMBERSHIP STATUS

Members of The Club shall notify The Board in writing or by email of any change in their status, including by way of non-limiting example: leave of absence request, resignation, or change of address, telephone or e-mail.

2.3.1 Leaves of Absence

Any Active Member of The Club may apply for a leave of absence by giving a written or emailed request to a member of The Board, in accordance with the Standing Rules. The Board will review all leave of absence requests. The Board will inform the member of The Club in writing or email that the leave was either granted or denied for the requested leave's period of time.

2.3.2 Resignation of Membership

Any Member of The Club may resign membership by giving written or emailed notice to a member of The Board.

2.3.3 Dropping Members

- a. Members of The Club whose dues are in arrears six (6) weeks shall be contacted and asked to pay their dues. Members of The Club whose dues are three (3) months in arrears shall be notified in writing that they will be dropped as members of The Club if their dues fall behind by more than four (4) months. Members of The Club whose dues are in arrears four (4) months and have been notified of this fact at least once in writing will be dropped from membership with dues due and payable in the amount due in arrears.
- b. Any deviation by a Member of The Club from the written or expressed intent of these By-Laws & Standing Rules, so as to bring discredit to The Club or any fellow member of The Club, shall be grounds for expulsion from The Club. The member of The Club shall be notified in writing of this deviation and the action to be taken. The recommendation to expel any member of The Club shall be voted upon by the Board.
- c. A Member of The Club may be dropped from membership if they cease to fulfill the requirements of an Active Member.

ARTICLE 3 – CALLER AND CUER

- a. Every caller or cuer, including The Caller and The Cuer, who is hired by The Club shall be paid under a written contract whose terms, amount of payment, and method of payment shall be negotiated between The Board and each caller or cuer.
- b. Each caller or cuer shall have his or her own contract. The terms and conditions of each contract shall be determined and approved of by The Board. The terms of any caller or cuer contract shall include a termination or dissolution procedure for the contract.
- c. The Caller and his/her partner and The Cuer and his/her partner shall not be a member of The Board, but may act in an advisory capacity.
- d. The Caller and his/her partner and The Cuer and his/her partner shall be Honorary Members of The Club for as long as the Caller and/or Cuer are under contract with The Club.

ARTICLE 4 – AMENDMENT TO THE BY-LAWS

Proposed changes to the By-Laws shall be presented in writing to The Board, which must vote on the changes. The Board will then submit the recommended changes to the general membership two (2) weeks prior to a vote at a General Meeting of The Club. This means that new amendments to the current By-Laws proposed at one General Meeting of The Club cannot be voted on at that same General Meeting of The Club.

ARTICLE 5 – DISSOLUTION OR MERGER OF THE CLUB

- a. In the event The Club should dissolve, all equipment owned by The Club shall be sold to the highest bidder and the proceeds of the sale, together with any funds on hand, shall pay any outstanding debts of The Club. The remaining funds shall be contributed to a charitable institution to be selected by a vote of the membership at a General Meeting of The Club. The charitable organization must be one approved by the Internal Revenue Service.
- b. In the event that The Club merges with one or more other non-profit clubs, any outstanding debts will be paid, and all of the remaining assets of The Club will be combined with those of the other club(s).

CHANGE HISTORY

Rockin' Jokers Square and Round Dance Club

BACKGROUND

The Rockin' Jokers By-Laws and Standing Rules were originally written in 2005 and had several updates before being rewritten in 2012 and named BL3 for Revision 3 and SR7 for Revision 7 respectively. The Board voted on October 22, 2012 to include a Change History for future revisions of the By-Laws and Standing Rules to document when, why and what changes were made.

Changes to the By-Laws should occur infrequently and these changes have to be voted upon by the general membership of the club.

Changes to the Standing Rules should occur when resolutions are passed by The Board that affect the operation of the club. As of 2012 these board resolutions have been documented in the minutes of each board meeting and they may or may not have been added to the Standing Rules. Hence it has been difficult to remember and find out what was done at past board meetings. The addition of a change history is intended to correct this situation.

LIST OF CHANGES

By-Laws Revision 4 modified in June 2016

The titles were changed from Square Dance Club to Square and Round Dance Club.

1.1.a All members of the Board are elected as individuals.

1.1.b The wording was changed so that a general meeting vote is required only to initially hire a caller or cuer, but not to renew contracts.

1.3.1.b and 1.3.2.b A dismissal of a club member requires a two-thirds vote from all board members. Other votes are by majority.

2.1.3 The requirement that board members sign-off when admitting new members was removed.

2.2.3 The "other assessments" clause was removed because the Club does not fine members.

2.3.1 The Board, not the Treasurer, will inform members about decisions on requested leaves.

2.3.3 The requirement that the Treasurer notify delinquent members was removed.

By-Laws Rev 4 and Standing Rules Rev 12 were modified in September, 2023 by a committee (Daemion, Merithew, Cyr, Berry, Belser) assigned by president Mike Berry.

All references to Plus level dancing were removed from the By-Laws and Standing Rules.

All references to members paying for dancers' insurance were removed from the By-Laws and Standing Rules since the Club pays for dancers' insurance.

By-Laws Rev 5

Title Page – Change the location to San Jose from Campbell

Preface – Remove name of Class

2.1.1 b - Remove. We no longer have Life Members

2.2.3 – Adding New Members – remove 2,3, 4 from the Steps to membership

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