

CONSTITUTION OF THE ERC SQUARE AND ROUND DANCE CLUB

ARTICLE I – NAME

This organization shall be known as the Eastman Recreation Square and Round Dance Club, hereinafter referred to as the "Club".

ARTICLE II - PURPOSE

The purpose of this organization shall be to encourage friendship, provide pleasure and enjoyment through square and round dancing, to sponsor education and group instruction in square and round dancing and to sponsor and promote square and round dances for the Club.

ARTICLE III - MEMBERSHIP

Section 1 - Regular membership shall be limited to employees of Eastman Chemical Company, retired employees of Eastman Chemical Company, qualified retirees from Eastman Kodak Company and Holston Defense Corporation, and others whose employment status allows them to become members of the Eastman Recreation Club (ERC).

Section 2 - No person other than an Eastman employee, active or retired, or an employee of an approved Eastman Contractor can participate as a regular member in an affiliate club of ERC. Also, membership in ERC is a prerequisite to regular membership in the Eastman Square and Round Dance Club. However, spouses and dependents of ERC employee members may participate as associate members. Other square and/or round dancers may become program affiliates with the same rights and opportunities as associate members. Program affiliates must have completed a course of instruction in round or western style square dancing or be able to dance at a level comparable to newest club members.

Section 3 - Regular members, associate members or program affiliates neglecting to renew their status by the payment of dues by January 15 are to be carried on the rolls for an additional thirty days during which time they will be notified by the Secretary of the Club that their status will terminate. If applicable dues for a regular member, associate member, or program affiliate have not been received at the end of this period, that person's name will be removed from the roll of the designated member type and placed on a list of inactive members of the appropriate type. Any regular member, associate member, or program affiliate who has not attended at least one dance in the previous or current calendar year will also be removed from the roll of the designated member type and be placed on a list of inactive members of the appropriate type.

Section 4 - Termination of employment status (except for retirement that allows the member the continued right to membership in the ERC) that provided the basis for membership in the Eastman Recreation Club shall act as a termination of regular membership in the Club and shall operate as a release of all rights, title, and interest in the property, effects, and assets of the Club. Said termination of employment will also terminate the membership of associate members who are dependents of the former employee. However, former employees and their dependents shall be eligible to continue participation as program affiliates.

Section 5 – Only regular members who have paid current applicable dues and have attended a club dance in the current or preceding calendar year will be considered active regular members who are eligible to hold office and vote in elections or on other club matters.

ARTICLE IV - MEMBERSHIP PRIVILEGES

Section 1 - Holding an elected office and voting are rights and privileges restricted to active regular members of the Club. All other privileges apply equally to all regular members, associate members, and program affiliates.

Section 2 – Regular members, associate members, and program affiliates may invite guests to regular dances, special dances and dance instruction. The Club may also solicit attendance of other square and round dancers through advertisement at other clubs or in the media. Guests who dance must have completed a course of instruction in round or western style square dancing or be able to dance at a level comparable to newest club members.

ARTICLE V – DUES AND FEES

Section 1 - Annual membership dues and fees for regular Club members, associate members, and program affiliates shall be assessed by the Board of Directors. Annual membership dues for retired regular members may be waived by the Board of Directors according to Recreation Club policy. Any proposed change in mandatory annual dues or fees will be presented to the Club for vote at a called meeting.

Section 2 - The Board of Directors may also establish fees for annual dance passes to be offered to members, associate members, program affiliates, and guests to provide a source of income for the Club and to improve cash flow. The annual dance pass will be optional and will be in lieu of dance admission charges for normal Club dances. At the discretion of the Board of Directors, annual dance passes may be offered at the same or different prices to members, associate members, program affiliates, and guests. Annual dance pass fees must be paid in their entirety before February 15 of the applicable year.

Section 3 - The dance admission charges for members and guests will be determined by the Board of Directors and will be dependent on the caller/cuer fees for the dance or instruction. The Board of Directors will ensure that regular members, associate members, and program affiliates will be charged at least \$1.00 less than attending guests at most dances.

ARTICLE VI - MANAGEMENT

Section 1 - The management shall be vested in the Board of Directors as defined in Article III of the By-Laws. The Board of Directors shall have control of the Club affairs with full power to act for it in all business matters. The Management of ERC reserves the right to overrule the Board of Directors on any matter.

Section 2 - The Board of Directors with the Recreation Representative shall hold meetings as required to make such rules and regulations for the guidance of the members of the Club as are deemed necessary and are not herein determined.

ARTICLE VII - QUORUM

A majority of the Board of Directors shall constitute a quorum for meetings of the Board.

For regular or called meetings of the Club, those active regular members present shall constitute a quorum provided that the meeting was announced to the Club at least one week in advance and provided that there is a majority of the Board of Directors present.

ARTICLE VIII - CONTESTS AND ENTERTAINMENT

All activities of the Club shall be conducted under the direction and with the permission of the Facilities Representative, Building Operations/Recreation.

ARTICLE IX - RESIGNATIONS

Resignations of officers remaining in the employ of the Company shall be tendered in writing to the Recreation Representative. Termination of employment (except for retirement) in the Company shall be considered sufficient notice of resignation.

ARTICLE X - REMOVAL OF OFFICERS AND MEMBERS

Any officer or member may be removed by a three-fifths vote of the Board of Directors excluding the person in question. The officer or member being removed must be notified prior to the Board of Directors meeting that addresses the proposed removal.

By-Laws of the ERC Square and Round Dance Club

ARTICLE I - DUTIES AND POWERS OF THE PRESIDENT

The President or appropriate designee shall preside at all meetings of the Club. He/She shall be responsible for the planning and leading of Club meetings (using basic rules of order) and for leading Club dances. In addition, he/she shall coordinate facilities usage with the appropriate Recreation Club representative for dances and instruction. The President may appoint a leader or leaders for specific dance meetings or parts thereof; such leaders must be regular members, associate members or program affiliates. The President or such duly appointed leader shall have full charge of the dance or dances which they are leading.

ARTICLE II - DUTIES AND POWERS OF OTHER OFFICERS

Section 1 - Vice President: The Vice President shall perform the duties of the President in case of absence, the resignation, or the inability of the latter to act for personal or health reasons, and such other duties as may be assigned to him/her from time to time by the President or by the Board of Directors.

Section 2 - Secretary: The Secretary shall keep all records (minutes) of the meetings of the Club and shall sign such papers as may be directed by the President. The Secretary will compile official minutes of all regular meetings of the Board of Directors and issue the minutes to the Board of Directors within a period of one month following the date of the meeting. The presiding officer may designate another meeting attendee to compile the meeting minutes should the Secretary be unable to attend the meeting.

Section 3 - Treasurer: The Treasurer shall coordinate the receipt and disbursement of Club funds and shall keep records of all funds received and paid out by the Club and shall issue a financial report to the Board of Directors on a monthly basis. Because the Club is required by the Recreation Club to operate on an annual budget in which expenditures equal income, the Treasurer must point out any deficiencies or excess of funds in order that the Board may take appropriate, timely actions. The Treasurer will file a report with the Recreation Club for the dances conducted each month and will provide adequate funds to the Recreation Club to cover caller and cuer fees for the month's activities. The report will also include an accounting of funds retained by the Treasurer in a Reserve Fund that the Club will use for petty cash expenditures such as supplies, decorations, and advertising. The Treasurer will request a quarterly report from the Recreation Club regarding expenditures on behalf of the Club and income from contributions or membership fees received.

Section 4 - Publicity Coordinator: The Publicity Coordinator shall plan and coordinate the promotion of Club events to further interest in the Club throughout the local and regional community of square and round dancers subject to the approval of the Board of Directors and the Recreation Club Representative.

Section 5 - Hospitality Coordinator – The Hospitality Coordinator will arrange for regular members, associate members and program affiliates to set up tables and chairs for members and guests; tables for refreshments, publicity, registration, and caller/cuer equipment; and clean-up at Club dances.

Section 6 – Schedule Coordinator – The Schedule Coordinator will arrange to have a caller and cuer for each regularly scheduled dance and will work closely with other members of the Board of Directors to ensure that caller/cuer fees are reasonable.

Section 7: - In the event that a member fulfills the responsibilities of more than one office, that member shall have only one vote in Board of Directors decisions.

Section 8 – Members at Large – One or more Members at Large may be appointed by the President. Members at Large are invited to all meetings of the Board of Directors, may chair committees, assist elected Officers in the performance of their duties, make proposals to the Board of Directors, and participate in discussion. Members at Large may be regular members of the Club, associate members, or program affiliates. Since they are not elected by the membership, Members at Large shall not be voting members of the Board of Directors.

ARTICLE III – COMPOSITION, DUTIES AND POWERS OF THE BOARD OF DIRECTORS

Section 1 – The Board of Directors shall include a President, a Vice-President, a Secretary, a Treasurer, a Publicity Coordinator, a Hospitality Coordinator, and optionally, a Schedule Coordinator. The term of each office will be from January 1 to December 31 of the designated year of service.

Section 2 - The Board of Directors shall be the Governing Body of the Club and shall make any and all decisions except where a Club vote is specified in the Constitution and By-Laws. The Board of Directors shall work closely with the Recreation Representative and shall abide by all decisions of the Facilities Representative Building Operations/Recreation and/or ERC Staff Team. The Board shall meet at least quarterly.

Section 3 - There shall be a Nominating Committee, which is appointed by the President, and which shall consist of not less than three members of the Board of Directors. This Committee shall endeavor to provide at least one nominee for each office listed in Articles I and II of the By-Laws. The Board of Directors shall confirm this list of nominees prior to October 31. It shall be the duty of this Committee to obtain the consent of the proposed nominees before presenting the nominees to the Club for election.

Section 4 - All Committees not otherwise provided in these By-Laws shall be appointed from time to time by the President.

Section 5 – The Board of Directors may decide by majority vote to participate in and pay membership fees to regional, state, and/or national Square and Round Dance organizations in order to obtain benefits afforded to their members, callers, and cuers.

Section 6 – The Board of Directors may decide by majority vote to appoint a Club Caller and/or Club Cuer to direct specified activities at Club events and to provide instruction to new dancers.

ARTICLE IV MEETINGS

Section 1 - The Club shall meet upon due notice at such times and places as may suit its convenience. Club meetings may be regular or called meetings.

Section 2 - The Club shall have called meetings upon the request of a majority of the Board of Directors or upon the request of ten active regular members of the Club. The notice for called meetings shall recite the exact nature of the business and only that business shall be transacted.

Section 3 - At a regular meeting of the Club, the order of business shall be as follows:

- A. Minutes of Previous Meeting
- B. Reports
- C. Business
- D. Adjournment

ARTICLE V - VACANCIES OF OFFICERS

Section 1 - Whenever any vacancy shall occur among the officers of the Board of Directors, the replacement shall be selected by the remaining members of the Board of Directors. Vacancies on the Board of Directors shall be filled from active regular members of the Club, and the selected replacements shall hold office until the next regular election.

Section 2 - Absence from three consecutive meetings, regular or called, of the Board of Directors, without satisfactory excuse shall be deemed sufficient cause for declaring a vacancy.

ARTICLE VI - ELECTION OF OFFICERS

Section 1 - The President, Vice President, Secretary, Treasurer, Publicity Coordinator, Hospitality Coordinator, and Schedule Coordinator shall be elected for a term of one year, beginning January 1.

Section 2 - In the case of absence, death or inability of the President to perform the duties of the office, the position shall be filled by the Vice President. In the case of death or inability of the Vice President to assume the office of President, the remaining members of the Board of Directors shall select a President to complete the term.

Section 3 - The Nominating Committee as provided for under Article III shall furnish the Board of Directors its report of nominees prior to October 31. Any member, by a petition signed by at least five voting members and presented to the Nominating Committee, may make further nominations for any elective posts, providing the nominee has given prior consent.

Section 4 - Voting shall be conducted at a Club meeting called by the Board of Directors for the purpose of the election of officers. The election results shall be reported to the Recreation Representative immediately following the election. In the case of a tie vote for any elective post, the ruling Board of Directors shall forthwith decide between the tied candidates.

ARTICLE VII - AMENDMENTS TO CONSTITUTION AND BY-LAWS

To amend this Constitution or By-Laws, the proposed amendment must be subscribed to by twenty-five percent of the active regular membership and presented to the Recreation Representative, who shall bring it before the Board of Directors at the next meeting thereafter. In case the Board of Directors, by three-fourths vote of the full Board, recommend the passage, the President shall announce the purpose of a called meeting of the Club at least two weeks prior to the scheduled vote. Such time shall ordinarily not be more than four (4) weeks from the date of approval by the Board. For passage, the amendment must receive the affirmative vote, of at least three-fourths of all those voting. In the event that the Constitution and By-Laws must be revised to conform to policy established by the Eastman Chemical Company or the Eastman Recreation Club, the Board of Directors will amend the Constitution and By-Laws under the direction of the Recreation Club and will inform the membership at a Club event.

ARTICLE VIII - LIABILITY

Neither the Eastman Chemical Company nor the Eastman Recreation Club is liable for any accidents that might occur during any of the Club's activities. The Board of Directors may choose to purchase liability insurance for the Club at their discretion or to request members and guests to sign liability waivers.

ARTICLE IX - PROPERTY RESPONSIBILITY

Damage to the property of the Club, other than ordinary wear and tear, shall be paid by the member or members causing it. If and when the Club ceases to function, all property becomes the property of ERC.

ARTICLE X - EXPENDITURES

At least two officers of the Club must authorize any expenditure before forwarding to the Recreation Representative for approval or before disbursal from the Reserve Fund. If any officer of the Club has questions about the expenditure, he/she should contact the Recreation Representative prior to submission of the disbursal request. Expenditures of Club funds are not to be committed prior to approval.

ARTICLE XI – DISSOLUTION

The Club may be dissolved by majority vote at a called meeting of the Club to consider dissolution. Reasons for dissolution of the Club shall include, but not be limited to: insolvency, projected insolvency, or inability of the club to produce a slate of officers to fulfill the responsibilities of President, Vice President, Schedule Coordinator, Secretary, and Treasurer. The meeting must be announced with at least two weeks' notice. Such notices will be provided to active regular members based on contact information available from Club and ERC records to reach as many active regular members as possible.

If there is a vote to dissolve the Club, any members who wish to continue the Club may choose to petition the Eastman Recreation Club with a plan for continuation.

Upon the dissolution of the Club and the discharge of its debts and the settlement of its affairs (including equitable reimbursement of any unspent annual dance pass fees), any funds and properties of the Club remaining thereafter, shall become the property of the Eastman Recreation Club.

DATE: _____

CONSTITUTION AND BY LAWS APPROVED

CLUB: _____

PRESIDENT

VICE - PRESIDENT

SECRETARY/TREASURER

SCHEDULE COORDINATOR

PUBLICITY COORDINATOR

HOSPITALITY COORDINATOR

ERC: _____

RECREATION STAFF TEAM MEMBER

FACILITIES REPRESENTATIVE,
RECREATION

ERC REPRESENTATIVE