

FLASH DIRECTION - April 1986

### MILESTONE AWARDS TO THREE - CHAIRMAN'S AWARD TO ONE

Dave Taylor, Melton Luttrell and Bill Peters were presented with the prestigious Milestone Award at the 1986 CALLERLAB Convention. Copies of the Chairman's talk, which included highlights by previous Chairmen and our first two unpaid Executive Secretaries are available from Convention Tapes International. Order Tuesday Banquet Part 1 and Part 2. (\$9.00 each tape)

Walt Cole was presented the Chairman's Award for his contributions to CALLERLAB. Walt, with his Communications and Public Relations Committee, has some very interesting plans which should help gain new dancers if we support the programs.

### 1986 GENERAL BUSINESS MEETING:

BY-LAWS CHANGES - Monday Opening and Wednesday Business Meeting

The By-Laws, as sent out with the proposed changes in the February DIRECTION, were approved. In addition, the requirements for continuing membership now read to attend one in any FOUR (4) year period for North American callers and one in any EIGHT (8) year period for non-North American callers. Copies to be sent out soon.

### PROGRAM REVIEW - Jack Lasry

A preamble reviewing the various dance programs was eloquently delivered by Jack Following this general review, various motions were presented by the committees shown below. The motions and actions follow.

### TRADITIONAL DANCE COMMITTEE - Stew Shacklette

WHEREAS, the need and desire of callers and dancers alike for a program of limited scope and training duration, while maintaining a lifelong recreation without continuous commitment is apparent, WHEREAS, present CALLERLAB programs as now constituted are not easily adaptable to the community outside of the established current club activity, WHEREAS, using purely traditional material does not adequately represent a cross section of square dancing as it exists today.

BE IT RESOLVED that the TRADITIONAL DANCE COMMITTEE of CALLERLAB will develop a program to be called Community Square Dancing suitable for use in family, adult and similar group recreation activities.

This program will contain the fundamental elements of square dancing which can be taught in six 2 hour sessions or less, and provide the foundation for the lifetime community recreation of our present and future dancers.

Moved, seconded and carried. (M, S, C.)

### MAINSTREAM COMMITTEE - Martin Mallard

BE IT RESOLVED that CALLERLAB submit a survey to all voting members of CALLER-LAB to choose which Mainstream calls should be bold faced in the present list and recommended for first teaching - the other calls would be italicized for later workshopping.

### AD HOC COMMITTEE - Francis Zeller, Chairman - Dale McClary, Vice Chairman

BE IT RESOLVED that a committee shall be appointed by the incoming Executive Committee which will include the chairmen of the Mainstream, Plus and Advanced committees who will direct this committee to make recommendations to the Board of Governors on a suggested list of dance movements that will be published no later than August 15, 1986. This suggested list will be offered to the general membership to be tried on a one (1) year trial basis beginning September 1, 1986. M, S, C.

BE IT RESOLVED that CALLERLAB establish a committee to determine which calls from the Basic, Mainstream and Plus lists can be capably taught in twenty-five (25) weeks @ 2 hours per session. M, S, C.

### MAINSTREAM DEFINITIONS COMMITTEE - Don Beck

WHEREAS it was voted at the 1984 CALLERLAB Convention to eliminate the Crossing Rule from the definitions of all programs and, WHEREAS there are two calls on the Mainstream program that refer to this rule, these definitions were approved in Chicago and are restated for your information at this time.

CROSS RUN - Starting formation - Line, Two-faced Line or Wave.

Each of the two directed (active) dancers, who must both be either centers or ends, Run into the spot vacated by the farthest inactive dancer. If the inactive dancers are centers, they sidestep to become ends; if they are ends, they sidestep to become centers. When the active dancers are both facing in the same direction, they cross with each other and then Run into the vacated spot on the far side. (Note: If they started as centers, the right hand dancer goes in front of the left hand dancer.)

CROSS FOLD - Starting formation - Line, Two-faced line or Wave. The directed (active) dancers who must either both be centers or both be ends, fold toward the farther inactive dancer by walking in a semi-circle to end facing toward the same dancer. If the active dancers are both facing in the same direction, they cross with each other and then fold toward the inactive dancer. (Note: If they started as centers, the right hand dancer goes in front of the left hand dancer.)

In lieu of much discussion over the course of the year, those in attendance at the Mainstream Definitions Committee meeting at CALLERLAB 1986 felt that any restrictions placed upon the use of a call in a particular program should be done so on the list of calls defining that program and not in the definition of that call; the precedence for this being set by (Anything) and Roll on the Plus program.

Therefore, BE IT RESOLVED that the definition of SCOOT BACK be changed as follows:

SCOOT BACK - Starting formation - Box Circulate or Quarter Tag. M, S, C.

### MSQS COMMITTEE - Daryl Clendenin

BE IT RESOLVED that the purpose of the MSQS Committee is to provide directed variety for the MS program. M, S, C.

The means of providing this variety shall be the selection of not more than one movement per quarter to be used in MS workshops. The MSQS Committee asks the general membership to vote on the retention of Spin The Net on the MSQS list. It is the recommendation of those present at the meeting of the MSQS Committee that Spin The Net be dropped from the MSQS list. M, S, C. (Note: Since Down the Line is a part of the Glossary, and it was offered more than four years ago, the call Chain Down the Line is dropped from the Mainstream QS list.)

### PLUS COMMITTEE - Mike Seastrom

The Plus Committee recommends that the following resolution, from April 7, 1982, be republished in DIRECTION for member information.

BE IT RESOLVED that CALLERLAB strongly recommends six (6) full months or thirty (30) full sessions to teach the calls in a Plus program workshop.

The Plus Committee recommends that the following be accepted as the Plus definition for "Anything and Roll".

The term "... and Roll" may be added to any call which, by definition, causes one or more dancers to have turning body flow to the right or left AS THEY COMPLETE THEIR PORTION OF THE CALL. M, S, C.

It is an instruction to those dancers to turn individually in place, one quarter (90 degrees) more in the direction of body flow determined by the preceding command. (NOTE: Dancer(s) who are walking in a straight line cannot Roll.)

### PLUS DEFINITIONS - Mike Seastrom

The Plus Committee recommends that the following be accepted as revised Plus definitions:

CHASE RIGHT - Starting Formation - Two couples, back-to-back; Timing - 6 (from zero box); Timing - 8 (from static square [SS])

Each right hand dancer does an exaggerated Zoom action, moving into the position previously occupied by the right hand dancer behind him, to finish facing in the same direction as when he started the Zoom action. (The net result is the same as if the right hand dancer had done a right face U Turn Back and Box Circulate twice.) The left hand dancer follows ("chases") the right hand dancer by doing Box Circulate two positions: The call finishes in a Box Circulate formation. M, S, C.

NOTE: The phrase "by doing a Flip into the vacated position, and then a Box Circulate one position" has been replaced by the underlined above.

DIXIE GRAND - Starting Formation Dixie Grand Circle, Double Pass Thru, Quarter Tag, or any formation where at least two dancers can start. Timing - 6 M, S, C.

(NOTE: Underlined portion has replaced "in which only four of eight dancers can start".

Those who can start the call by joining right hands with the facing dancer and pulling by. Each dancer moves ahead around the circle and gives a left hand to the next, pulling by, and a right hand to the next, pulling by. Regardless of the starting formation, as the movement progresses, the formation converts to a circular formation.

NOTE: "Those who can" replaces the word "Leaders". "Circular formation" replaces the words "to a circle."

The Plus Committee recommends the deletion of #8 of the preface of the Definitions of Plus Program Calls. Number eight reads as follows:

8. Definition of the term "FLIP" (as used in Flip the Diamond) - The term "Flip" is used to mean an action where the designated dancer(s) will roll 180 degrees in either direction, assuming the position that was originally adjacent to him. It is the same action that would occur if the designated dancer (the "flipper") was asked to do a Run around an imaginary adjacent dancer and into the imaginary dancer's position on the floor. M, S, C.

FLIP THE DIAMOND - Starting formation - Any Diamond. Timing - 3. The centers of the diamond do a Diamond Circulate to the next position in their diamond, while the points  $\underline{\text{Run}}$  ("Flip" 180 degrees) into the nearest center position and join hands to become the centers of the forming wave or line. When "flipping" a facing diamond, the points always take the inside path, and the centers always take the outside path. M, S, C.

NOTE: The preface regarding "Flip" has been deleted.

PEEL THE TOP

STYLING - Lead dancers have arms in a natural dance position and adjust hands to appropriate position for next call. It is important that dancers move slightly forward before starting the "peeling" motion. Trailing dancers use hands up position and styling as described in the basic Swing Thru. M, S, C.

NOTE: The underlined word "trailing" replaces "center".

RELAY THE DEUCEY - Change that portion of the first sentence of the definition by inserting the word original between the words the and Circulate. M, S, C.

SINGLE CIRCLE TO A WAVE - Starting formation - Facing dancers. Timing 4. Facing dancers join both hands with each other and Circle Left halfway. Without stopping, they drop hands with each other and Circle Left halfway. Without stopping, they drop hands and individually Veer Left slightly, blending into a right-hand mini-wave. If the caller directs "Single Circle 3/4 to a Wave", facing dancers join both hands with each other and Circle Left 3/4, then continue to execute the rest of the call as above. M, S, C.

NOTE: The only change recommended is the deletion of the underlined word "slightly".

3/4 TAG THE LINE - Starting formation - Parallel Lines of Four, Inverted Line(s), Two Faced Line(s), 3 & 1 Line(s) and Ocean Wave(s).

NOTE: Addition of Ocean Wave(s) to starting formations. The motion was DEFEATED.

TRIPLE SCOOT - Starting formation - Columns. Timing - 6

Dancers facing each other on a diagonal (three pairs) step forward to join adjacent forearms, turn one-half (180 degrees) and step forward to finish in the position vacated by the dancer who was originally adjacent to them in the column. Meanwhile, the #1 dancer in each column Runs into the position vacated by the adjacent #4 dancer who is doing the forearm turn. When done from right-hand columns, the dancers facing in turn by the right. When done from left-hand columns, the dancers facing in turn by the left. M,S, C.

NOTE: "The end dancers in the column who are facing out Single File Circulate into the position vacated by the dancer who is doing the forearm turn" has been replaced by the underlined portion above.

### TURN AND LEFT THRU

Each dancer does a Turn Thru with the dancer he is facing. Each couple then does a Courtesy Turn. M, S, C.

NOTE: Proposed definition to read: "Each dancer does a Turn Thru, and each couple then does a Courtesy Turn".

### RECOMMENDATIONS

The Plus Committee recommends all Plus calls be taught as written, especially in the case of Linear Cycle. Note: There is no hand contact during the Double Pass Thru and Peel actions of this call.

### PLUS QUARTERLY SELECTION COMMITTEE - Gene Trimmer

The Plus Quarterly Selection Committee reaffirms that the purpose of the Committee is to select calls which support the Plus and Mainstream programs. The quarterly selections are not a part of the Plus Program and should not be considered as such.

Those calls selected are NOT a mandatory part of any program and are, therefore, made available for caller use if, in the caller's judgment, they are calls usable in his or her programming. We strongly recommend that, if callers do insert a quarterly selection as a part of their program, they first conduct a "walk-thru" of that call.

BE IT RESOLVED that the Plus Quarterly Selection Committee recommends deleting the call "Coordinate The Gears" from the Plus Quarterly Selection list. M, S, C.

BE IT RESOLVED that the Plus Quarterly Selection Committee recommends retention of the call "Spin Chain and Exchange The Gears" on the Plus Quarterly Selection list. M, S, C.

### PROGRAM COORDINATING COMMITTEE - Jack Lasry

BE IT RESOLVED that the following method of returning to dancing once a square has broken down be adopted as a uniform method to be taught to all dancers for a one (1) year trial for class programs through all approved CALLERLAB Dance Programs.

### Part 1 - The Dancers' Responsibility

- 1. Return to home position as soon as possible.
- 2. When home, the number one man gives the command "Line Right". Upon receiving the command --
- 3. The head ladies will take their corner's hand and head couples will back out to form lines at the sides of the square.
- 4. On the caller's command, <u>EVERYBODY</u> forward and back, they enter into the dance pattern.

### Part 2 - The Caller's Responsibility

- 1. Recognize that a number of sets have broken down and have formed lines at the sides of the hall.
- 2. Place the dancing squares into lines that are in a normal boy/girl arrangement.
- 3. Give the command, EVERYBODY go forward and back in a bold voice which is the command for the broken squares to enter into the dance pattern.

### M, S, C.

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Governors shall hold office until their respective successors are elected and qualified, except in the case of the resignation, death, disability, or removal of a Covernor. The election procedure shall be as follows:

- (a). An Executive Committee shall, at least 120 days before each annual meeting of members, or special meeting held in lieu of the annual meeting, send written notice to each member of the corporation that nominations are in order for a certain class of the Board of Covernors whose term is to expire and for such other governorships as may be vacant or filled by appointment of the Board and thus required to be filled by election in accordance with Article III. Section 4 of the By-Laws. Any member in good standing may nominate any other member, including three (3) years. Members of past Boards of Governors who are otherwise members in good standing may be nominated. Each submitted nomination shall have thereon or attached thereto, in addition to the signature of the nominator, the signature of at least twenty-five (25) additional members in good standing who concur in the nomination. In order to be valid all nominations must be in the hands of the Executive Secretary no later than the date specified on said notice. Such date shall be at least forty-five (45) days from the date on which notice was sent in accordance with the procedures described herein.
  - (b). After qualifications of the nominators, nominees and supporting signatures have been verified as being in accordance with the procedures outlined herein, the names of the nominees who have been properly nominated shall be placed on ballots and a ballot shall be sent to each member not less than forty-five (45) days before the date of the annual meeting or special meeting held in lieu thereof. Upon receipt of the ballot each member may cast one vote for each of the Governorships to be filled; however, no member may cumulate his votes for any nominee or vote for more than the number of Governorships to be filled. All ballots shall be returned to the Executive Secretary no later than the date specified thereon. Such date shall be at least thirty (30) days from the date on which the ballot was sent in accordance with the procedures described herein.
- (c). The nominees equal to the number of Governorships to be filled who receive the highest number of votes will be elected. If more than eight (8) or nine (9) Governors are elected in order to fill vacant Governorships or to replace Governors in accordance with Section 4 of this Article III, then all of the Governors so elected will be assigned terms of office in accordance with the popular vote with the longest term going to the highest vote getter and shortest term going to the lowest successful vote getter.
- (d). A tie vote for any of the Governorships to be filled will result in a runoff election between the persons who tied and the person receiving the highest number of votes shall be elected. At the discretion of the Board of Covernors said election may be conducted by written notice sent in accordance with the procedures described above for initial ballots, or the election may be conducted at the annual meeting or any special meeting held in lieu thereof.
  - (e). In the event that sufficient nominations are not received to fill the Governorships to be filled or if a majority of the members do not cast ballots in accordance with the procedures for voting by ballot described in this Article III, Section 2 of these By-Laws, then the Executive Committee shall so notify the membership before the annual meeting, or any special meeting held in lieu thereof, and the nominations and/or election of Governors will be conducted at the annual meeting, or special meeting held in lieu thereof,
- (f). All notices and bailots sent to members in accordance with this Article III, Section 2, shall be delivered personally, mailed or telegraphed to such member at his address appearing on the rolls of the corporation or given to the corporation for such purposes.
- (g) At the annual meeting of members or at any special meeting held in lieu of the annual meeting, where Governors are to be nominated and/or elected, each member of the corporation attending the meeting shall have the right to submit the names of nominees in accordance with procedures described herein, except that the regular notice and time requirements shall apply. Each member of the corporation attending the meeting shall then be furnished with a ballot on which will be listed the names of all persons nominated and qualified to be a

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Covernor. Voting shall be in accordance with the procedures herein described for proxy voting, except that the notice and time requirements shall not apply and ballots cast by a majority of a quorum shall be sufficient to elect those nominess equal to the number of Governorships to be filled who receive the highest number of votes cast. A tie vote will result in a runoff election between the persons who tied and the person receiving the highest number of votes shall be elected.

(h). The number of Governors which shall constitute the whole Board shall be twenty-five (25). All Governors shall hold office until their successors are duly elected and qualified. At the Organizational Meeting of the Board of Governors to be held during the Annual Meeting of members in 1986, pursuant to Section 5 (b) of this Article III, the Governors shall be classified by lot with respect to the time for which they shall severally hold office by dividing them in to three (3) classes, two classes to consist of eight (8) Governors, and one class which shall hold office until the Annual Meeting of Members of 1987, 1988 and 1989, respectively, and until their successors are duly elected and qualified. After the Annual Meeting of 1986, at each annual election, the successors to the class of Governors whose terms shall expire at the Annual Meeting shall be elected to hold office for a term of three (3) years so that the term of office Governors thus classified shall retain the classification of the incumbent assigned thereto by lot at the Organizational Board Meeting held during the 1986 Annual Meeting of Members unless and until said classes are changed by amendment to these By-Laws.

Section 3. Removal of Governors: A Governor may be removed from office and membership by the affirmative vote of two-thirds (2/3) of the members of the corporation in accord.

Section 4. Vacancy: Vacancy on the Board of Governors, caused by death, resignation, disability, or removal of a Governor shall be filled by a regular election of Governors unless the numbers of members of the Board is reduced to nineteen members or less in which case those vacancies necessary to cause the Board to consist of twenty members shall be filled by a majority vote of the remaining Governors.

Persons thus appointed a Covernor by the Board shall serve only until the next election of Governors and until their successors are elected and qualified. Persons elected to fill vacancies not filled by the Board or filled by the Board only until the next election of Covernors shall be of the same classes as the Governorships to which these Pare elected were originally designated by lot in accordance with Article III, Section 2 of these By-Laws, and shall serve the remaining terms of said Governorships and until their successors are elected and qualified.

Section 5. Meetings of the Board of Covernors: A majority of the authorized number of Governors shall constitute a quorum for the transaction of business. The Board of Governors shall hold regular meetings as follows:

- (a). Each year on the Sunday before Easter Sunday, the Board of Covernors shall hold a regular meeting, at the location designated for the annual meeting of members, for the purpose of selecting or reaffirming the location for the annual meeting of members a year hence and for the transaction of other business.
- (b). After their election and prior to the completion of or immediately following each annual meeting of members, or special meeting held in lieu of the annual meeting, at the location designated for the Annual Meeting of Members, the Board of Governors shall hold a regular meeting for the purpose of organization, the Executive Committee, the appointment of an Executive Secretary and Assistant Executive Secretary, such other committees as are deemed appropriate and the transaction of other business.

To provide continuity for planning purposes, the Board of Governors shall also elect an Executive Committee Designate to take office one year hence. The Executive Designate shall consist of a Chairman of the Board, Vice-Chairman and three additional members elected from the

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No notice of either of these regular meetings need be given.

Special meetings of the Board of Governors for any purpose or purposes may be called at any time by any three (3) members of the Executive Committee, or by any thirteen (13) members of the Board of Governors. Notice of the time and place of all special meetings of the Board of Governors, shall be given personally to the Governors or sent to each Governor by mail or other form of written communication, charges prepaid, addressed to him at his address as it is shown on the records of the corporation. If the notice is smalled it shall be deposited in the United States mail at least 168 hours (7 days) before the time of the meeting. If a notice is telegraphed, it shall be delivered to the telegraph company at least 72 hours before the time of the meeting. If the notice is delivered personally to each Governor, it shall be so delivered at least 48 hours prior to the time of the holding of the meeting.

The transactions of any meetings of the Board of Governors however called and noticed or wherever held, shall be as valid as though made at a meeting held after regular call and notice, if a quorum is present and if, either before or after the meeting, each of the Governors not present signs a written waiver of notice or a consent to holding the meeting or an approval of the minutes of the meeting. All waivers, consents, or approvals shall be filed with the corporate records or made part of the minutes of the meeting.

Section 6. Powers of Board of Covernors: Subject to the limitations of the Articles of Incorporation, other sections of the By-Laws, and of California law, all corporate powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be controlled by the Board of Covernors. Without limiting the general powers, the Board of Covernors shall have the following powers:

- (a). To elect and remove all members of the Executive Committee, agents, and employees of the corporation, prescribe such powers and duties for them as may not be inconsistent with law, the Articles of Incorporation, of the By-Laws, fix their compensation, and require from them security for faithful service.
- (b). To conduct, manage, and control the affairs and business of the corporation, and to make rules and regulations not inconsistent with law, the articles of incorporation or the By-Laws.
- (c). To change the principal office for the transaction of business of the corporation from one location to another within the same county as provided in Article I. Section I hereof; to fix and locate from time to time one or more subsidiary offices of the corporation within or without the State of California, as provided in Article I. Section 2 hereof; to designate any place within or without the State of California for the holding of any meeting or meetings of members; to adopt, make and use a corporate seal; and to alter the form of such seal from time to time, as in their judgment they may deem best, provided that such seal shall at all times comply with the provisions of the law.
- (d). To borrow money and incur indebtedness for the purposes of the corporation, and for those purposes to cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities for them.
- (e). To elect other committees and the chairmen thereof, and to delegate to the Executive Committee any and all the powers and authority of the Board of Governors in management of the business and affairs of the corporation, except the power to adopt, amend or repeal these By-Laws.
- (f). To create such offices of the Executive Committee, or of any other committee, as the Board of Governors may deem prudent or necessary.
- (g). To select and remove members from any office created pursuant to Article III, Section 6(f) above, and to prescribe such powers and duties for them as may not be inconsistent with law, the Articles of Incorporation, or the By-Laws, fix the compensation, if any, and require from them security for faithful service.

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Section 17. Annual Meeting: The annual meeting of the members of this corporation shall be held on the Monday. Tuesday and Wednesday preceding Easter Sunday of each year at such place, within or without the State of California, as determined by a resolution of the Board of Covernors. At such meetings, the results of the election of Covernors shall be announced, reports of the affairs of the corporation shall be considered, and any other business may be transacted which is within the powers of the members.

Special meetings of the members, for any purpose or purposes whatsoever, may be called any time by a majority of the Board of Governors,

Not less than ten (10) days nor more than innety (90) days before any meeting of members, written notice of each such meeting shall be given to each member of record either personally or by mail, telegraph or other written means of communication, charges prepaid, addressed to such member at his address appearing on the books of the corporation or given by him to the corporation for the purpose of notice. Such mailing, telegraphing or other means of communication shall constitute legal and personal notice to such member. If a member gives no address and his address is not readily ascertainable, notice shall be deemed to have been given him if sent by mail, telegraph or other written means of written communication addressed to the place where the principal office of the corporation is situated, or if published once in some newspaper of general circulation in the county in which said office is located.

Notices of any meeting shall specify in addition to the place, day and hour of such meeting, the general nature of the business to be transacted, the matters which the Board intends to present for action by the members and the names of all those nominees for election to the Board of Covernors.

The transactions of any special meeting of the members of this corporation, however called and noticed, shall be as valid as though had at a meeting held after regular call and notice if a quorum is present and if, either before on after meeting, each of the members not present signs a written waiver of notice, or a consent to holding this meeting, or an approval of the minutes of the meeting. All the waivers, consents, or approvals shall be filed with the corporate records or be made a part of the minutes of the meeting.

Section 18. Quorum: A quorum for any meeting of the members shall be a majority of the members present at such meeting. However, if less than one-third of the voting members actually attend the meeting, either in person or by proxy, then the only matters which may be voted upon are matters which were described in the notice of the meeting. The voting members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough voting members to leave less than a quorum.

Section 19. Action without a Meeting: Any action which, under any provision of the California Corporations Code may be taken at a meeting of the members, may be taken without a meeting if authorized by a writing signed by each of the members, and filed with the Executive Secretary of the corporation.

Section 20. Liabilities of Members: No person who is now, or who later becomes, a member of this corporation shall be personally liable to its creditors for any indebtedness of liability, and any and all creditors of this corporation shall look only to the assets of this corporation for payment.

III. BOARD OF GOVERNORS (Referred to as directors in the Articles of Incorporation)

Section 1. Number of Governors: The Board of Governors shall consist of twenty-five (25) members until the number of Governors is changed by amendment to these By-Laws.

Section 2. Election and Term of Office: The Covernors shall be elected by ballot or, if such a vote is not conducted or for any reason is found invalid, then by the members at the annual meeting of members or any special meeting of members held in lieu of the annual meeting. All

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own right, will have no membership status in CALLERLAB. They may be referred to as a member of (the local association) callers' association which is a chartered affiliate of CALLERLAB. Members of an Affiliate Organization, who are not members or subscribers in their own right, may elect to buy coverage of Liability Insurance by payment of the prescribed fee (through the Affiliate Organization) to the CALLERLAB home office.

Section 11. Subscribers: A category of affiliation, but not membership, offered to those callers who meet all of the qualifications for regular membership except physical attendance at the annual CALLERLAB Convention. Subscribers receive insurance but have no vote and may not serve on committees. Membership in CALLERLAB may be obtained by physical attendance at a CALLERLAB Convention. Dues will be assessed. They will receive our periodic newsletters.

Section 12. Apprentices: A category of affiliation, not membership, offered to those callers who do not meet all of the qualifications of regular membership. Apprentices may attend the annual convention in a non-voting capacity, but may not serve on committees or hold office. If the apprentice has physically attended a convention, and subsequently meets all requirements of full membership, the apprentice may convert to full membership upon payment of dues and written application. Apprentices are covered for insurance under the Corporate Liability policy for US and Canadian callers.

Section 13. Reinstatement of Membership: Any member who has terminated his membership in CALLERLAB because of non-payment of dues or by not complying with the additional continuing requirements for membership may petition the Board of Governors to be reinstated by stating his reasons, by attending an annual convention and by paying the then current year's dues.

Section 14. Termination of Membership: Any member in good standing, whose account is fully paid, may resign and his resignation shall be accepted at the next meeting of the Board of Governors and shall be effective as of the date of resignation. Not withstanding any termination of membership, all sums due to the corporation from any member shall be due and remain a debt in favor of the corporation and shall be enforceable against the member or his estate.

Section 15. Removal or Expulsion of Members: Any member of the corporation may be expelled by an affirmative vote of two-thirds [2/3] of the Board of Governors for non-payment of dues or any other indebtedness to the corporation, or for failure to attend any one of three consecutive annual meetings of members, except for reasons of health or other exigency approved by the Board of Governors or for conduct which the Board of Governors shall deem inimical to the best interest of the corporation. The membership of any member, and all rights pertaining to his membership, shall terminate immediately upon expulsion.

Any member whose account is delinquent shall be mailed a written notice of delinquency at his address as shown on the records of the corporation. No member shall be expelled for non-payment of his account unless and until his account remains delinquent for 60 days after mailing of notice to the delinquent member.

No member shall be expelled until he is given 15 days prior notice of his proposed expulsion and the reasons therefore. This notice shall be sent by first class, certified or registered mail to the last address of such member shown on CALLERLAB's records. Such member shall have the right, until not less than 5 days before the effective date of his expulsion, to present to the Chairman of the Executive Committee, either orally or in writing, any reason(s) why he should not be expelled from membership. In such case, the Chairman of the Executive Committee shall have the authority to decide whether the proposed expulsion shall take place.

Section 16. Rights on Dissolution: In the event of the dissolution of the corporation, no member shall have any rights to any assets of the corporation. Any assets of the corporation remaining after payment of all indebtedness and costs of dissolution shall be distributed in accordance with the articles of incorporation to a non-profit organization which has established its tax exempt status under Section 501 (c)(3) or (6) of the Internal Revenue Code, as amend-

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(h). To authorize special projects up to a maximum of \$5,000 upon written consent of two-thirds (2/3) of the Board of Governors.

### IV. EXECUTIVE COMMITTEE

Section 1. Executive Committee: The Executive Committee shall consist of five (5) voting members of the Board of Governors. The Executive Secretary and Assistant Executive Secretary shall also serve on the Executive Committee but shall do so in a non-voting capacity. If not otherwise selected to serve on the Executive Committee, the immediate past chairman and/or chairman-designate may also serve in a non-voting capacity.

The Executive Committee, subject to the control of the Board of Governors, shall have general supervision, direction, and control of the affairs of the corporation. The Executive Committee shall nominate all standing committees in accordance with these By-Laws, subject to the approval of the Board of Governors. The Executive Committee is also the Convention Planning Committee.

Section 2. The Chairman of the Executive Committee: The chairman shall serve as the Chief Executive Officer of the corporation and preside at all meetings of the Executive Committee, the Board of Covernors, and meetings of members.

# Section 3. The Vice-Chairman of the Executive Committee

(a). The Vice-Chairman shall be delegated such authority and perform such duties as the Chairman, or the Board of Governors in session, shall, from time to time, deem to be necessary, expedient or appropriate.

(b). Not withstanding any authority or duty conferred upon the Vice- Chairman by virtue of paragraph (a) above, should there be a vacancy in the office of Chairman, or should the Chairman become disabled, absent or otherwise be unable to serve, the Vice-Chairman shall assume all authority and perform all duties of the Chairman for the duration of the vacancy, disability or absence of the Chairman. The assumption by the Vice-Chairman of the authority and duties of Chairman, shall not in any way, interfere with any authority of the Board of Governors to elect a successor Chairman pursuant to By-laws.

Section 4. Executive Secretary: The Executive Secretary shall be the administrative officer of the corporation and shall implement the decisions of the Board of Governors and the Executive Committee and operate the business organization on a day-to-day basis. He shall keep at the principal office of the corporation or other such place as the Board of Governors may order a book of minutes of all meetings of the Executive Committee, the Board of Governors, and the members. He shall maintain a membership book for the corporation showing the name and address of each member. He shall conduct the official correspondence of the corporation and shall see to the publishing and mailing of the periodic newsletters of the corporation. He shall keep the seal of the corporation and affix it to such papers and instruments as may be required in the ordinary course of business. He shall make service of such notices as may be necessary or proper, and shall supervise the keeping of records of the corporation, and shall discharge such other duties as prescribed by the Executive Committee and/or the Board of Governors.

The Executive Secretary shall also have general charge of the financial records and accounts of the corporation and shall keep and maintain adequate and correct books of account showing the receipts and disbursements of the corporation and an account of its cash and other assets. It shall be his responsibility to issue, or cause to be issued, to such members whose accounts are delinquent a statement of dues and other indebtedness owed by said member in accordance with these By-Laws. He shall deposit all monies of the corporation with such depositories as he shall responsibly choose and shall disburse the funds of the corporation as may be ordered by the Board of Governors and/or the Executive Committee. With the assistance of the ways and means committee if such a committee is appointed, he shall submit an annual budget to the Board of Governors for approval within one (1) month of the last day of the annual meeting of members. He shall render to the Executive Committee on request, statements of the financial condition of the corporation, provided that statement shall be rendered annually.

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The Executive Secretary shall serve on the Executive Committee in a non-voting capacity and will be a part of the Convention Planning Committee. The Executive Secretary shall attend all Executive Committee and Board of Governors meetings at the Annual Convention. Duties during the convention will be as outlined and directed by the Executive Committee to provide a smooth-running convention.

Section 5. Assistant Executive Secretary: The Assistant Executive Secretary shall be responsible to the Executive Secretary. The duties shall include but not be limited to the following: Prepare the periodic newsletter mailed to all Members, Gold Card Holders, Subscribers, Apprentices and Affiliate Organizations; prepare periodic Press Releases on matters of interest to CALLERLAB and the square dance activity, continued Public Relations outside the square dance activity and assist the Executive Secretary in the administration of the Annual Convention.

The Assistant Executive Secretary shall serve on the Executive Committee in a non-voting capacity and will be a part of the Convention Planning Committee. The Assistant Executive Secretary shall attend all Executive Committee and Board of Covernors meetings at the Annual Convention. Duties during the convention will be as outlined and directed by the Executive Secretary to provide for a smooth-running convention.

## ADDITIONAL COMMITTEES

Section 1. Ways and Means Committee: A Ways and Means Committee shall be appointed annually at the organizational meeting of the Board of Governors. The Chairman of the Ways and Means Committee shall be a member of the Board of Governors, normally the Vice-Chairman. The Ways and Means Committee shall perform such duties as the Executive Committee and/or the Board of Governors may direct including assisting the Executive Secretary in the preparation of the annual budget.

Section 2. Committees: Additional committees may be then established from time to time by the Board of Covernors or the Executive Committee subject to approval of the Board of Governors. The members of each such committee shall serve until their resignation, their removal by the Board of Governors or the next annual meeting of members of the corporation, whichever occurs first. Committee personnel changes may be arranged through the office of the Executive Secretary and by mutual consent of the committee member and the chairman involved. Special committees to conduct short range projects may be appointed by the Executive Committee. Copies of all committee reports and letters written by committee chairmen shall be submitted to the Executive Secretary for filing. Periodic committee meetings are desirable particularly at the annual meeting of members, but the majority of committee work may be transacted by correspondence.

### VI. MISCELLANEOUS

Section 1. Execution of Documents: The Board of Governors may authorize any member of the Executive Committee or member of the Board of Governors, the Executive Secretary or Chairman of the Board or agent to enter into any contract or execute any instrument in the name of and on the behalf of the corporation and this authority may be general or confined to specific instances; and, unless so authorized by the Board of Governors, no Executive Committee member, Covernor, agent, or other person shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or any account, subject to the limitations of California Corporations Law.

Section 2. Inspection of By-Laws: The corporation shall keep in its principal office the original or a copy of these By-Laws, as amended or otherwise altered to date, certified by the Executive Secretary, which shall be open to inspection by the members at all reasonable times during office hours.

Section 3. Rules of Order: The rules contained in Roberts Rules of Order, revised, shall govern all members' meetings and Governors' meetings and committee meetings of the corporation, except in instances of conflict between Roberts Rules of Order and the Articles of Incorporation or By-Laws of the corporation or provisions of law.

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Board of Governors. The Board of Covernors may in its discretion, determine that no new members will be admitted in any one year or years and members shall be notified by the Executive Secretary in writing that nominations for membership shall not be accepted for said year or years.

- (c). The Board of Governors or the designated committee shall review each nomination to ascertain if the candidate is a caller actively engaged in the calling profession, or otherwise acceptable, and a credit to the calling profession and square dancing in general. If a majority of the Board of Governors or of the designated committee, subject to review and approval by a majority of the Board, considers the candidate acceptable, he shall be invited to attend the next annual meeting of the corporation. If the candidate attends the meeting and tenders his annual dues for the next year and subscribes to the ethics and standards of the corporation, he shall have satisfied the criteria for membership and shall be added to the rolls of members of the corporation. No certificate of membership need be issued.
- Section 6. Dues and Assessments: Every person becoming a member of this corporation shall pay dues not in excess of \$100.00 (U.S. Funds) per year as determined annually by the Board of Governors. Dues shall be paid at or before the annual meeting or, if a member is unable to attend the annual meeting, paid by mail to the principal or otherwise designated office of the corporation no later than the first day of April of that year. Additionally, for a particular stated purpose, the Board of Governors may assess each member annually an amount not exceeding twenty percent (20%) of the annual dues for the same year. Unpaid dues, assessments or any other indebtedness due the corporation from a member are delinquent on the 1st day after the date upon which said dues, assessments or indebtedness are due.
- Section 7. Additional Continuing Requirements for Membership: In addition to the obligation of each member to pay dues and assessments in accordance with these By-Laws, each member residing in North America shall also be required to attend at least one annual CALLERLAB Convention in any four (4) year period and each member residing outside North America shall be required to attend at least one annual CALLERLAB Convention in any eight (8) year period, except for reasons of health or other exigency approved by the Board of Governors, and to continue to subscribe to the ethics and standards of membership duly adopted by the corporation. Any member who has been a member in good standing for a consecutive period of eight (8) years will be exempt from the Actively Calling requirement in order to maintain full membership.
- Section 8. Associates: An individual who has been a dues-paid member in good standing of CALLERLAB for three or more years and who has attended three or more annual CALLERLAB Conventions and who must, for one reason or another, drop out of active calling, may, if his interest in the square dance activity warrants and if his experience in the field of professional caller-leadership would make it advantageous to retain him as a part of CALLERLAB may, by paying an annual reduced rate fee to cover the cost of mailings, become an associate. He will receive periodic newsletters and be invited to attend recognized CALLERLAB functions but may not seek office or be permitted to vote.
- Section 9. Gold Card Holders: CALLERLAB has established a special honor to be bestowed upon certain members, the COLD CARD, to be presented to those members who have served CALLERLAB in an outstanding and meritorious fashion. Each person so honored will be presented with a gold card which will be conferred on each so honored member by the Board of Covernors in recognition of outstanding service to CALLERLAB and as such, will be entitled to all privileges and benefits of active membership.
- Section 10. Affiliates: A program whereby recognized callers' organizations may be affiliated with CALLERLAB through a chartering process and receive certain prescribed services and communications that will allow it (the callers organization) to keep its members continually apprised of happenings, goals and programs of the CALLERLAB organization. Each callers' group, so affiliated, must meet CALLERLAB standards including subscribing to its code of ethics and must have, as a minimum, one of its members, who is a dues paid member of CALLERLAB, at a CALLERLAB Convention within three (3) years of their affiliation. The individual members of an affiliated callers' organization, unless regular members of CALLERLAB in their

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### By-Laws of CALLERLAB

CALLERLAB -- The International Association of Square Dance Callers (A California Non Profit Corporation)

### 1. OFFICES

Section 1. Principal Office: The principal office for the transaction of business of the corporation is hereby fixed and located at 462 N. Robertson Blvd. in the City of Los Angeles, County of Los Angeles, State of California. The Board of Governors is hereby granted full power and authority to change said principal office from one location to another in said county.

Section 2. Other Offices: Branch or subordinate offices may at any time be established by the Soard of Governors at such a place or places as the Board of Governors may deem proper.

### II. MEMBERS

# Section 1. Classes of Members:

- There shall be one class of general members of this corporation until and unless additional
  classes of members and the qualifications and rights thereof are established by amendment
  to these By-Laws.
- A special class of members, called Gold Card Holders, shall be established in accordance with Section 9, below.

with Section 9. below.

Section 2. Qualifications of Members: Any person who has satisfactorily completed the procedure for admission to membership shall be a member of this corporation. Death, resignation, or expulsion as provided for in these By-Laws automatically terminates membership in this corpora-

Section 3. Voting Rights of Members: Each individual member of this corporation shall bentitled to one vote.

Section 4. Initial Members: Every person who is a member in good standing of CALLERLAB — The International Association of Square Dance Callers, an unincorporated association, at the time of its incorporation, shall automatically become a member of the corporation.

Every person who is a member in good standing of the Board of Governors of CALLERLAB — The International Association of Square Dance Callers, an unincorporated association, at the time of its incorporation, shall automatically become a member of the Board of Governors of this corporation to serve as such until each of their successors are elected and qualified.

Section 5. Procedure for Admission to Membership: The procedure for admission to membership in the corporation, except for those persons acquiring membership at incorporation, shall be as follows:

- (a). In order to be a candidate for membership, a person must ordinarily be a square dance caller actively engaged in the calling profession. Actively calling means that a person has and is regularly calling square dances on at least a weekly basis, or the approximate numerical equivalent thereof, for a period of at least three (3) years immediately preceding his or her nomination. However, nominations of candidates who are part-time callers and otherwise actively engaged in square dance activity may be considered at the discretion and direction of the Board of Governors. Retention as a member requires that a caller remain actively calling except as noted in Section 7, below.
- (b). A candidate for membership shall be nominated in writing by a member. The nomination shall be delivered to the Board of Covernors or to a committee designated by the Board to receive and review nominations. Each member may nominate a number of candidates for membership annually, up to a maximum number of nominations per member as established by the

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# VII. AMENDMENT TO BY-LAWS

Section 1. Amendment by Voting Members: These By-Laws may be amended by the vote or written assent of a majority of the voting members, or a vote of a majority of a quorum of members, at a meeting called for that purpose.

Section 2. Amendment by Board of Governors: In addition, these By-Laws may be amended at any time by the Board of Governors, subject to the limitations of California law; provided, however, that an amendment to the By-Laws changing the number of Covernors may not be adopted without a vote or written assent of the members entitled to exercise a majority of the overing power or the vote of a majority of a quorum at a meeting of the members called for that

Any amendment to these By-Laws, adopted by the Board of Governors, shall be binding on the members unless and until rejected by the members at an annual meeting of the corporation or a special meeting of the members called for that purpose. It shall be the duty of the Board to present to the members for ratification or rejection at each annual meeting of the corporation, or at any special meeting held in lieu of an annual meeting, amendments to the By-Laws, that may have been made by the Board during the year immediately preceding the meeting.