



OHIO'S NORTH COAST JITTERBUG CONNECTION, INC.

BY-LAWS

I. GENERAL PURPOSE

Ohio's North Coast Jitterbug Connection Inc. (or "Club") shall be a private non-profit social organization dedicated to the promotion and preservation of dance and music styles commonly known as: Bop, Jitterbug, Swing, Shag, R & B, Beach Bop, Imperial Swing, East and West Coast Swing and Hustle, for the entertainment, fellowship and interest of the constituent members, these dances being defined as couples dances.

The Club was founded by those individuals listed in Appendix A, hereinafter recognized as Charter Members, so long as the Club shall exist. The Club and all of its members are indebted to these individuals for their efforts and hard work in forming this organization.

Rules of conduct are based on freedom of speech, respect for the dignity of all individuals, equality of justice for all, the principle of majority rule, the right of all members to be heard and the duty to abide by the will of the majority.

The Club, being a social club, and not a business or political club, shall use Robert's Rules of Order Revised only as a guideline in areas not covered by these By-laws.

II. MEMBERSHIP

A. Membership shall be limited to those who have reached a minimum age of 18 years. The Club will not and cannot be responsible for anyone underage at a Club function. The Club does not discriminate against applicants according to the laws of the State of Ohio.

B. Membership will be considered only when an application has been completed and signed.

C. A member in good standing, hereinafter "member", is a person who has paid his/her annual Club dues and who is not on suspension.

1. No member shall take it upon himself or herself to represent the Club in an official capacity at a private or public function, including publicity in newspapers or magazines, without prior written approval of the Executive Board. Requests must be made in writing and submitted to the Secretary no less than thirty (30) days prior to such representation. However, members are encouraged to let others know they are members of the Club.

2. All members shall represent the Club in an appropriate manner, keeping the Club's best interests in mind at all times, whether or not such representation is in an official capacity or otherwise.

3. No member or non-member shall benefit personally or financially from inappropriate or unethical actions or means, at Club events or through Club position.
4. No member or non-member shall make use of or duplicate the Club's name or logo without prior written approval from the Executive Board.
5. Any misuse of Club membership through conduct, word or deed by a member that impedes the good order or operation of the Club, or is offensive, disparaging, demeaning or inappropriate regarding the Club, as determined by the Executive Board, could result in membership termination under Article II, Section G.
6. Members shall be responsible for their guests with respect to conduct, age and attire. Conduct and age requirements shall be the same for guests as for members at all private Club functions. All guests must sign the waiver of liability prior to attending Club functions.
7. It is the responsibility of each member to notify the Club Secretary of any change in personal information. Failure to do so shall be deemed to have waived the right to notice provided in the By-laws.

D. General membership meetings will be held quarterly with one-month prior written notice published in the newsletter. The Executive Board shall determine the time and place for the meetings. Special events or social functions may replace a general membership meeting. The Executive Board, at its discretion, may cancel a general membership meeting due to special circumstances. The Treasurer's report will be read at all general membership meetings.

E. The Executive Board may request a Special Membership meeting with one month's prior written notice to the membership via newsletter publication, flyers, letters or emails sent to the address on file. In the event that 10 percent (10%) or more of the general membership are not present at a general membership meeting, the Executive Board will decide any questions.

F. Any member may resign by filing a written resignation with the Secretary of the Club, but such resignation shall not relieve the member, so resigning, of the obligation to pay any dues, assessments or other charges accrued and unpaid, nor shall any member be entitled to a refund of dues upon discontinuance of his/her membership. Failure to pay annual dues, when due, will be considered as resignation without notice. All future attendance at Club events will be as a visitor, until membership dues are paid.

G. The Executive Board by affirmation vote of a majority of the Executive Board present at any regular or special meeting, may suspend and/or terminate a member for just cause. Just cause shall include, but not be limited to, violation by any member of any provision of the By-laws, agreements, rules or practices properly adopted by the Club.

1. Any allegation that may result in the suspension or termination of membership must be submitted to the President in writing. Those individuals or parties making such allegations (“Complainant”) shall have the opportunity to present their case to the Executive Board in person and/or by correspondence prior to voting on suspension or termination.

2. The member being considered for suspension or termination shall have the opportunity to present his/her case to the Executive Board in person and/or by correspondence prior to voting on suspension or termination.

3. Prior to voting on suspension or termination, the President shall direct the Secretary to give prior thirty (30) day notice in writing to all members of the Executive Board, complainant and member being considered for suspension. Notice shall include the date and time that the Executive Board shall vote on the suspension or termination and all other pertinent information relating to the suspension or termination.

H. Upon written request by a former member and filed with the Secretary of the Club, the Executive Board may, by affirmative vote of the majority of the Executive Board, present at any regular or special meeting, a vote to reinstate such member to membership, upon terms as the Executive Board may deem appropriate.

I. Rights to Assets: No member whose membership is suspended or terminated, or who resigns, will have any right or interest in any club assets or property, except any personal property on loan to the Club.

III. DUES

A. Dues for new members are payable in full upon acceptance of application. Renewals are due each year by the end of the anniversary month in which applicant joined, as indicated on the membership card. If a renewal is not paid by the end of the anniversary month, membership will lapse. The applicant will then be charged new member rates in effect at that time and must complete a new member application.

B. Annual dues including membership, membership renewals and admission fees, shall be established by the Executive Board for the upcoming year.

IV. OFFICERS AND TRUSTEES

Officers and Trustees shall be elected for a two-year term by a majority vote of the membership in attendance and shall consist of President, Vice-President, Secretary, Treasurer and five (5) Trustees. **The office of President, Secretary and three (3) Trustees must be elected in “odd” years. The office of Vice-President, Treasurer and two (2) Trustees must be elected in “even” years.** All Officers and Trustees must be members in good standing as defined under Article II, Section C. All Officers and Trustees shall assume the duties of their respective offices as of January 1st following their election to office. Officers and Trustees shall retain their respective offices until replaced by election by the membership. The President and Vice-President shall retain their respective offices until replaced by election of the membership, or until they have served two (2) consecutive terms. If the President or Vice-President has served the maximum number of terms, and no other qualified member of the Club has opted to seek that office, the current officer may run for re-election to fill the same position by acclamation or as voted on by the membership.

A. The Executive Board shall govern the Club and shall consist of the four elected Officers: President, Vice-President, Secretary, Treasurer, as defined in sections B through E below, and the five (5) elected Trustees. Except for the President, all Executive Board members shall have voting rights on all Executive board matters. The President may vote only if the vote is by ballot, or the assembly is evenly divided.

1. The Executive Board shall meet on a monthly basis to conduct Club business. The Executive Board meeting shall require a quorum in attendance which will consist of a majority of Executive Board members. Minutes of the meeting shall be available to Club members upon request to the Secretary. The time and place of the meetings shall be determined by the Executive Board with prior written notice to members provided through the newsletter or other methods as deemed by the Executive Board.

2. Any member in good standing may attend any regularly scheduled Executive Board meeting as a non-voting, non-voice party. If any such member wishes a voice on matters of the Club, he/she must make a request to the President or any Executive Board member. At the discretion of the presiding officer, guest members may have the opportunity to speak at an Executive Board Meeting.

3. The Executive Board shall approve all Club expenditures except for those expenditures deemed an emergency expenditure by the Club President. An emergency expenditure shall be defined as any expenditure required to maintain normal operations of the Club prior to the Executive Board’s regular or special meeting. Emergency expenditures shall not exceed five hundred (\$500.00) each and the President shall be accountable to the Executive Board for such expenditures.

4. All Club expenditures shall be paid by check and only where valid receipts or invoices are presented. All checks require the signature of the President and Treasurer, or their authorized designee.

B. President: Preside and maintain order at all general membership meetings, meetings of officers and special meetings; explain and decide all questions of order, following Roberts Rules of Order; announce all business and perform such other duties as necessary. Execute all checks requiring the signature of the President and Treasurer or their designee. All important and/or arbitrary decisions will be brought before the board for discussion and voted on prior to any action taken.

C. Vice-President: In the absence of the President, presides and performs the duties of the President. Will coordinate committees and perform such other duties as prescribed by the President.

D. Secretary: Records minutes of meetings, reads minutes of previous meetings, maintains a complete list of all standing rules in effect; writes and sends important correspondence; maintains historical records of Club business and passes those records to succeeding Secretary; performs other duties as prescribed by the President.

E. Treasurer: Receive and deposit into Club bank accounts all monies collected on behalf of the Club; keep an accurate record of such funds and pay all authorized Club expenditures. Execute all checks requiring the signature of the President and Treasurer or their designee. Present monthly financial statement at general meetings; oversee annual internal audit. Assist the Membership Chair in maintaining an up-to-date membership roster. Maintain historical financial records of Club business and pass those records to succeeding Treasurer. The Treasurer shall be bondable and may be bonded at the discretion of the Executive Board.

F. Trustees: Trustees shall be voting members of the Executive Board. There shall be five (5) Trustees elected by the membership. The duties of the Trustees shall be established and assigned by the Executive Board.

G. Any officer or Trustee failing to perform the duties of his/her office and/or failing to represent the Club in an appropriate manner, may be suspended or removed from office by the Executive Board. Any Officer or Trustee who fails to attend fifty percent (50%) of Executive Board meetings or misses three (3) consecutive meetings within any calendar year may be suspended or removed from office by the Executive Board. Suspension or removal procedures shall be the same for Officers and Trustees as for members, as more clearly defined in Article II, Section G.

H. No Officer or Trustee shall be held personally liable for monetary damages for breach of his/her duties except for:

1. Any transaction in which the Officer or Trustee's personal financial interest is in conflict with the financial interests of the Club.
2. Acts or omissions not in good faith or which involve intentional misconduct or are known to the Executive Board to be a violation of law.
3. Any transaction from which the Officer or Trustee derived an improper benefit.

4. No such provision shall eliminate or limit the liability of any Officer or Trustee for any act of omission occurring prior to the date when such provision becomes effective. In no case shall this or any such provision be construed to expand the liability of any Officer or Trustee as determined pursuant to applicable State law.

V. OTHER COMMITTEES

A. The Executive Board shall establish all committees necessary to properly conduct Club business. The Executive Board shall appoint a separate chairperson to preside over each committee. The chairperson shall report to the Executive Board and shall have a voice in all matters relating to their respective committee. Each chairperson shall serve a one (1) year term, which may be renewed or terminated at the discretion of the Executive Board. The chairperson shall select committee members who will report directly to the chairperson. Committees may include, but are not limited to:

1. **Newsletter:** Shall be responsible for compiling and maintaining a monthly newsletter. Shall be responsible for contacting the membership as needed to advise the membership of upcoming important events or changes to already scheduled events.
2. **Club Activities:** Shall be responsible for planning social activities for the Club. The Activities Committee chairperson shall present a list of proposed events/social activities to the Executive Board. The Executive Board reserves the right to final decision making regarding the number, type, dates, cost and venue for events.
3. **Membership:** Shall be responsible for maintaining an up-to-date membership roster and assist the Newsletter committee in contacting the membership as necessary. Shall be responsible for greeting and assisting new members and guests.
4. **Charity:** Shall be responsible to present before the Executive Board recommendations of local charity, or charities, each year, for which the Club will work to obtain funds for a Club donation.
5. **Music:** Shall maintain all Club music and musical equipment. Shall be responsible to maintain musical continuity consistent with the General Purpose Statement (Article I). Will work with all DJ's to maintain continuity.
6. **By-Laws:** A By-Law review committee shall be formed once every three (3) years to make recommendations for amendments to the By-laws.
7. **Audit:** Shall conduct an annual financial audit and audit other periodic records as deemed necessary by the Executive Board. The Audit committee shall consist of a minimum of two members in good standing.
8. **The Executive Board shall have the power to appoint additional committees and assign duties as deemed necessary by the Executive Board.**

VI. NOMINATIONS AND VOTING – OFFICERS AND TRUSTEES

A. Nominees for Trustee must be a member in good standing for a period of six (6) months prior to nomination. Nominees for Secretary or Treasurer must have been a member in good standing for twelve (12) months prior to nomination. Nominees for President and Vice-President must have served a minimum of one full term on the Executive Board within the past ten (10) years. Nominations will be conducted at a general membership meeting in November, from the floor, and will appear in the December newsletter.

B. Voting will be held annually in December at a Wednesday night dance. Voting will continue until 8 P.M. Voters will sign the Voter Eligibility List beside their corresponding name, and will be given a ballot. Late voters will use a designated voting area. No write-in nominations will be accepted or counted. In order to vote at the meeting or election, members must have joined and paid their dues six months prior to voting, and otherwise must be a member in good standing. A majority vote of the members present shall constitute a legal election.

VII. SPECIAL ELECTIONS

A. In the event of resignation or removal of the President, the Vice-President will move to fill such vacancy. Any vacancy of the Vice-President, Secretary or Treasurer, or Trustee, due to removal or resignation shall be filled by a majority vote of the Executive Board and with the approval of the membership in attendance at the next regular and/or special meeting.

B. In the event a majority vote among the Executive Board cannot be reached or the Executive Board choice is not approved by the membership, then the office will be opened to the floor for nominations.

C. A special election for the open office will be held at the next regular and/or special Club meeting or within thirty days subsequent to the failure of the officers to fill the office by the primary method.

VIII. SPLIT OR “SPIN-OFF” CLUB

In the event of a split or “spin-off” of the Club for whatever reason, members in good standing who are committed to upholding the original General Purpose (Article I) as written by the founders of the Club, shall retain control of the Name, Logo, Assets (including the entire music library), Funds, Membership and Information of Ohio’s North Coast Jitterbug Connection, Inc., and shall continue to operate the Club pursuant to the original Articles of Incorporation. A split is not the same as dissolution as defined in Article IX.

IX. DISSOLUTION OF CLUB ASSETS

In the event of the dissolution of the Club, all physical assets shall be sold. Cash received from such sale and cash from the Club financial accounts, after all outstanding obligations are satisfied, shall be donated to such charitable organizations as are deemed appropriate. Dissolution shall be handled by the Executive Board at the time of the dissolution.

X. AMENDMENTS OF THE BY-LAWS

These By-laws shall be amendable by a thirty-day (30) notice, in writing to the membership stating the proposed amendments(s) and a two-thirds (2/3) majority vote of the members present at the General and/or alternate General Membership meeting after the amendment is presented. Written notice will be in one or more of these formats: Club newsletter; emails; flyers or letters, sent to the address on file.

XI. STANDING RULES

Standing Rules are composed by the Executive Board to deal with procedure. The General Membership vote is not required for changes or composition.

APPENDIX A

Charter member is defined as any of the founding or original members of O.N.C.J.C. Those charter members are: Bert Sullivan, Betsy Sullivan, Marilyn Podracky, Lou Chermak, Kap Chermak, Don Ondecker, Pat Ondecker, Joe Price, Jackie Price, Don Guinter, Karen Guinter, Joann Presby, June Page, Sam Mamich, Elizabeth Palladino, Don Palladino, Don Philips and Terri Lanzara.

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Revised 10/2007

Revised 07/2011

Revised 01/2018

Revised 12/2023