

Heart of America Federation of Square Dance Clubs

Bylaws

ARTICLE 1: NAME

The name of this organization is Heart of America Federation of Square Dance Clubs (HOAF).

ARTICLE 2: ESTABLISHMENT

The HOAF was formed as a non-profit, 501(c)7 benevolent corporation on March 13, 1953. This corporation shall be perpetual in duration and have no capital stock.

ARTICLE 3: PURPOSE

The purpose of the HOAF is to promote and support Member Clubs' activities of square, round, line and contra dancing. Also, the HOAF assists in the formation of clubs, and encourages callers, cuers and civic square and folk dance associations. HOAF wants to sponsor, support and foster HOAF dances and help to maintain and improve relations amongst all similar clubs in the Kansas City Metropolitan Area.

In the conduct of all aspects of activities, the HOAF shall not discriminate on the grounds of age, race, color, national origin, gender, sexual orientation or religious affiliation.

ARTICLE 4: MEMBERSHIP

Section 1: The management of the HOAF shall be vested in the Board of Directors consisting of one Delegate from each Member Club and the current HOAF Officers. In addition, the immediate Past President is a Delegate. Member Clubs are encouraged to designate an Alternative Delegate and have the Delegate or Alternative Delegate attend all HOAF meetings. Delegates and Officers must be current members of an HOAF Club. Each Delegate and Officer is entitled to one vote during voting matters.

Section 2. Membership in the HOAF is limited to square, round, line and contra dance groups in the Metropolitan Kansas City Area. The area is defined as all territory within a 125-mile radius from Union Station, Kansas City, MO. Exceptions may be made as necessary. Every club accepted into the HOAF shall have at least 8 members who are capable in their respective dance style.

Section 3. Applicants for HOAF membership are reviewed by the Credentials Committee. The Credentials Committee will recommend clubs for HOAF membership to the Board of Directors for approval. Approval is obtained by a simple majority vote of the Delegates and Officers present and voting.

Section 4. Minimum standards of the regular club facility shall include adequate exits in case of emergency, physical separation from any location where alcoholic beverages are served during the club's dance hours, adequate parking, adequate restroom facilities and a general appearance of being clean and well lit.

Section 5. The HOAF requires every Member Club to be covered by a \$1 Million Liability Insurance Policy naming Heart of America Federation of Square Dance Clubs as the additional insured. Member Clubs may receive the insurance through one of three options: 1) apply for USDA Dancers Insurance through the HOAF, 2) obtain dancer insurance through another square dance association or 3) obtain private insurance through an insurance agent. In the event the first option is not selected, the Member Club must provide a copy of the Certificate of Insurance to the HOAF.

Section 6. A Member Club may be dismissed from membership in the HOAF for due cause. Due cause must be reviewed by the Credentials Committee who determines if the severity of such due cause is sufficient to mandate dismissal from the HOAF. The Board of Directors will review and must approve removal at a special meeting called for this purpose only. The Member Club will have the right for two representatives to be present and answer charges made against the Club. Approval for dismissal requires a two-thirds majority vote of Delegates and Officers present and voting.

Section 7. All Member Clubs shall pay a \$25 fee upon admittance into the HOAF and annually thereafter. These fees must be tendered to the HOAF on the date announced annually to maintain their HOAF membership in good standing. Dues cover membership for the calendar year ending on December 31.

ARTICLE 5: MEETINGS

Section 1. The parliamentary authority in all matters not covered by these Bylaws shall be the latest edition of Robert's Rules of Order. Robert's Rules of Order will be recognized as the authority in conducting all meetings and elections.

Section 2. Regular meetings are held to conduct business of the HOAF. Six meetings will be held annually. Agendas will be distributed no less than one week before the scheduled meeting date. Minutes of the prior Board of Directors Meeting will be distributed to each Officer and Member Clubs' Delegate no later than 30 days after that meeting.

Section 3. Special Meetings of the Board of Directors shall be held upon call of the President or at the request of five (5) or more of its Delegates and/or Officers. A 3-day in-person, electronic or telephonic notice must be made to ensure all Member Clubs, Delegates and Officers are notified prior to such meeting. Meetings are preferred to be conducted in-person. However, meetings may be held electronically, telephonically or via video conference, if needed.

Section 4. The Annual Meeting of the Board of Directors shall be held during the months of either April or May each year.

Section 5. Board of Directors meeting minutes are maintained in electronic form on a publicly accessible website and made available in paper form, upon request.

ARTICLE 6: CODE OF ETHICS

The HOAF shall adopt and follow the United Square Dancers of America (USDA) Code of Ethics for all Delegates and Officers. This code addresses dancers' rights and addresses the conduct required to be an Officer of a club. The HOAF Officers will be required to sign the Code of Ethics annually after election and prior to July 31. The President is responsible for collecting all signed copies.

ARTICLE 7: OFFICERS

Section 1. HOAF Officers shall be elected by the Board of Directors (Officers and Delegates) at the Annual Meeting. The candidates shall be selected from the HOAF membership at large, nominated and announced at the previous Board of Directors meeting and must receive a simple majority vote of the Delegates and Officers present and voting. The vote will be taken by ballot. The number of eligible voters must be determined and announced prior to such vote. In addition to the slate of Officers presented by the Nominating Committee, nominations will also be taken from the floor at the time of the vote. The Officers shall be installed in office immediately after New Business is completed following the election and shall hold office during the ensuing year. Transfer of documents, equipment, electronic files and email access including respective passwords must be completed within 14 days following the election. No files or emails will be deleted or destroyed prior to transfer to the newly elected Officers.

Section 2. The elected Officers of the HOAF shall be a part of the Executive Committee and shall conduct day-to-day operations of the HOAF. The President may select any Committee Chairpersons or others to serve on the Executive Committee. The President shall Chair the Executive Committee.

Section 3. Each Officer will hold office for an elected period of no less than one year or until the Officer's death, until the Officer resigns or the Officer is removed as provided in these Bylaws.

Section 4. President. The President shall conduct all meetings of the HOAF, shall preside over meetings of the Board of Directors, shall appoint all committees, and shall be a member, ex-officio, of such committees. The President is responsible for the general management and supervision, direction, and control of the business and affairs of the HOAF. The President ensures a fiscal year budget is presented to the Board of Directors prior to August 31. The President ensures that all orders and resolutions of the Board of Directors are effectively carried out.

Section 5. Vice-President. The Vice-President shall perform the duties of the President in the absence of the President. The Vice-President also chairs the Credentials Committee.

Section 6. Secretary. The Secretary shall record the minutes of the meeting of the Board of Directors. The Secretary shall also manage other correspondence necessary to the operation of the HOAF. The Secretary shall notify Member Clubs, Delegates, and Officers of all meetings at least seven (7) days prior to such a meeting.

Section 7. Treasurer. The Treasurer shall keep all funds of the HOAF, shall collect all funds due to the HOAF and disburse funds as directed by established written guidelines. The Treasurer shall present a true and complete financial statement at all HOAF Board of Directors Meetings. The Treasurer shall file any formal return or financial statement(s) required on time and shall present such statement for review at the next Board of Directors Meeting.

Section 8. Registration & Insurance Coordinator. The Registration & Insurance Coordinator manages the annual registration of Clubs and Club members, ensuring all HOAF Clubs have current Certificates of Insurance and individual members of all Clubs are insured. The position acts as the liaison between HOAF and the United Square Dancers of America (USDA), our insurance provider.

ARTICLE 8: REMOVAL AND REPLACEMENT OF OFFICERS

Section 1. If any elected Officer fails to perform their official duties, a simple majority of the Executive Committee or at least five (5) Delegates may make a recommendation to remove such Officer from office. The recommendation must be approved by a vote of two-thirds majority of the Delegates and Officers present and voting at a special meeting called for the purpose of hearing such charges and recommendations. The Officer charged may appear at such meetings to answer any charges.

Section 2. Should any Officer resign or be removed from office, their successor shall be elected at the next meeting of the Board of Directors by the procedure described in Article 7.

ARTICLE 9: FUNDS & APPROVAL LIMITS

Section 1. The President and Treasurer must be insured against loss with a fidelity bond.

Section 2. The Treasurer and the President are the authorized signers for all HOAF checking, savings, money market and investment accounts (HOAF accounts). The Treasurer may write checks and otherwise initiate distributions from HOAF accounts for budgeted and/or approved expenditures. One signature is required on all checks for amounts up to and including \$250. Two signatures are required on all checks over \$250. Electronic transactions from HOAF accounts must be initiated by one signer and approved by the other signer. Transfers between HOAF accounts can be initiated and approved by the same signer.

Section 3. Members of the Executive Committee are authorized to purchase budgeted items. They will be reimbursed upon presentation of receipts.

Section 4. Unbudgeted expenditures must be approved by a simple majority of the Board of Directors. This approval may be obtained at a duly called Board of Directors meeting or via electronic vote of the full Board of Directors.

Section 5. Any investment decisions for HOAF funds must be approved by the Board of Directors.

ARTICLE 10: COMMITTEES

The President shall appoint the members of the following standing committees and other such committees as necessary. All committee members appointed by the President shall be confirmed by a simple majority vote of the Executive Committee. Each committee will serve at the pleasure of the Board of Directors. These Bylaws will apply to any committee designated by the Board of Directors as appropriate.

Section 1. Credentials Committee. The Committee shall consider all applications for membership in the HOAF. The Committee shall recommend applicants deemed acceptable to the Board of Directors. The Credentials Committee shall be Chaired by the Vice President. This Committee also oversees Member Clubs recommended for removal. This Committee will facilitate any filings that need to be made to the State of Missouri resulting from changes made to the Articles of Agreement.

Section 2. Bylaws Committee. This Committee shall consider all proposed amendments to the Articles of Agreement and Bylaws. The Committee shall present recommendations to the Board of Directors at special meetings called for such purposes. The Bylaw amendments shall be voted on and ratified by a two-thirds majority vote of the Board of Directors.

Section 3. Fed Facts Committee. The Fed Facts Editor Chairs the Committee and shall be responsible for the print and distribution of on-line and hard copies of the Fed Facts.

Section 4. Publicity Committee. This Committee shall be responsible for creating and publishing all ads, flyers and documents used to generate awareness of HOAF's actions.

Section 5. Audit Committee. This Committee is composed of at least two unrelated individual members of an HOAF Club that shall audit the Treasurer's books annually. Audit of the prior year must be completed within 6 months of the HOAF year-end. The Committee must not include any Officers of the HOAF. The results shall be in writing and presented to the President to share at a Board of Directors meeting. The audit shall also include validating that the Treasurer performed the duties of preparing and submitting any tax or formal returns of the prior year.

Section 6. Nomination Committee. This Committee shall present and nominate a slate of officers at the February or March Board of Directors Meeting.

Section 7. Webmaster. This Committee shall update, manage and maintain the WeSquareDance.Com and associated websites.

Section 8. Festival/Special Dance Committee. The Festival/Dance Committee is responsible for organizing and preparing HOAF sponsored dances, such as the Spring Festival or New Dancer Events.

ARTICLE 11: WHISTLEBLOWER POLICY

The HOAF encourages all Officers, Delegates, volunteers, and interested parties to report, in good faith, any concerns regarding suspected wrongdoing, unethical behavior, violations of law, or violations of organizational policy. Individuals may report concerns to the President, Vice President, Treasurer or Secretary. The HOAF will make reasonable efforts to maintain confidentiality consistent with the need for a thorough investigation. No individual who submits a good faith report shall be subject to retaliation, harassment, or adverse action. Any person who retaliates against a whistleblower shall be subject to disciplinary measures, up to and including removal from office or termination of involvement with the HOAF. All reports will be reviewed by the Board of Directors, who will determine the appropriate scope of investigation and corrective action. Individuals making reports must act in good faith and have reasonable grounds to believe the information indicates a violation; allegations made maliciously or with knowledge of falsity may result in disciplinary action.

ARTICLE 12: DISSOLUTION

Upon majority vote of the Board of Directors to dissolve the Corporation, the Executive Committee shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the benefit of the Corporation to any exempt corporation or entity organized for purposes similar to those set forth under Section 501(c)3 or 501(c)7 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) as the Board of Directors shall determine.

ARTICLE 13: REVISIONS AND AMENDMENTS

These Bylaws may be revised or amended by a two-thirds majority vote of the Board of Directors. Written or electronic notice, by mail or email, of changes to the Bylaws must be provided at least 30 days in advance of any vote on such changes. Upon passage of updated Bylaws, any previous versions of the same section(s) shall be null and void.

Date of Ratification: May 9, 2026