

SWING BUFFALO BYLAWS

ARTICLE I. ORGANIZATION

Section 1. Name and Location

- A. The name of this organization established by these Bylaws is Swing Buffalo.
- B. Swing Buffalo is located in Buffalo, NY.

Section 2. Purpose

A. General

1. Swing Buffalo is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. [501(c)(3) status pending IRS approval. This annotation will automatically be removed upon approval.]

B. Specific

1. To foster a love of vintage swing dance, as well as the music and historical context that created those dances.
2. To educate members of the community through weekly dance lessons, music education, DJ workshops, instructor training classes, and other opportunities that provide a well-rounded approach to vintage swing dance.
3. To host weekly, monthly, and annual dance events, including Lindy Fix (a weekly social dance with lessons) and Rhythm Shuffle (an annual weekend-long event with internationally renowned instructors).
4. To provide a fun, safe, and welcoming environment for all participants.
5. To develop a sense of community that extends beyond the dance floor.
6. To use swing dance as a way to break down social barriers in the community.
7. To support local community events and fundraisers through performances, social dancing, and lessons.
8. To maintain clear communication with the community about Swing Buffalo classes, events, and organization through swingbuffalo.com and its related event websites and social media.

Section 3. Mission Statement

Swing Buffalo is a volunteer-based organization dedicated to sharing the enjoyment of authentic forms of vintage swing dancing through community education focusing on dancing, music, and historical context.

Section 4. Affiliations

Swing Buffalo is not affiliated with any local, state, or national group. However, it holds at its core a commitment to collaboration with other organizations working toward shared goals.

ARTICLE II. NON-DISCRIMINATION STATEMENT

Section I. Non-Discrimination Statement

Membership in Swing Buffalo is without regard to race, ethnicity, religion, age, disability, sex, sexual orientation, gender identity, national origin, marital status, veteran's status, political belief, or affiliation. All members are asked to respect the inclusiveness of Swing Buffalo, treating all other members of the community with respect.

ARTICLE III. MEMBERSHIP

Section 1. Requirements for Membership

A. General membership:

1. General membership is open to anyone interested in promoting or participating in Swing Buffalo.

B. Voting Membership:

1. Voting membership is granted through an application to the current Board of Organizers.
2. Voting members are expected to be active members of Swing Buffalo, which involves some combination of attending Lindy Fix, dances, and community events; contributing to organizational and/or committee work; and demonstrating commitment to Swing Buffalo's mission. (See Appendix A)
3. Voting membership will be reviewed every three months by the Vice President.
4. The Vice President will make recommendations to the Board of Organizers about potential new voting members or members whose activity has lapsed.
5. The Board of Organizers will then vote to determine new voting members and to affirm voting membership expiration.

Section 2. Expiration of membership

A. General membership

1. General membership has no expiration.

B. Voting membership:

1. The Vice President will review the voting membership every three months and issue updates on the current voting membership to the Board of Organizers.
2. Voting membership expires after three months of inactivity.
3. Voting membership can be reinstated by applying to the Board of Organizers.
4. Voting members who plan to be inactive for a period of time can apply to the Board of Organizers for a leave of absence from voting privileges until a specified date.
5. Voting members do not need to be geographically located in Buffalo to maintain active status as voting members as long as their continued contribution is clear. (See Appendix B)
6. The Board of Organizers will hold a vote every three months or on the recommendation of the Vice President about Voting Membership decisions

Section 3. Revocation of Membership

A. All Membership:

1. Swing Buffalo reserves the right to revoke membership.
2. Membership revocation requires a $\frac{2}{3}$ vote by the Board of Organizers.

Section 4. Membership Policy Rationale

A. General Membership:

1. The general membership policy allows Swing Buffalo to welcome all members and to encourage all levels of participation.

B. Voting Membership:

1. The voting membership policy is designed to allow all members interested in becoming voting members that opportunity, while simultaneously ensuring that those who request this status are committed to the success of the organization.
2. The policy is designed to balance inclusivity and exclusivity for the sole purpose of benefiting Swing Buffalo and its community.

ARTICLE IV. DECISION MAKING PROCEDURES

Section 1. Types of Decisions

A. Decision making procedures will be outlined for the following types of decisions:

1. Elected positions and voting membership
2. Committee-level decisions
3. Low-level group decisions
4. High-level group decisions
5. Specific cases

Section 2. Decision Type Definitions

A. Elected positions and voting membership

1. Includes all positions outlined in *Article V. Section 2 Elected Board of Organizers Officers*.

B. Committee-level decisions

1. Includes decisions about tasks delegated to individual committees.
2. Exceptions include high-level decisions for which the Board of Organizers has specifically requested a vote be brought to the voting membership.

C. Low-level group decisions

1. Includes decisions that have been decided previously without contention and can be decided currently without contention.
2. Includes decisions that do not require the input of all voting members.
3. If there is disagreement about the status of a decision, it should be considered a high-level group decision.
4. See Appendix C.

D. High-level group decisions

1. Includes decisions about issues that historically or currently are contested.
2. Includes decisions requiring the input of all voting members.
3. See Appendix C.

E. Specific Cases

1. Includes any issues the voting membership designates as having specified procedures differing from those outlined in conjunction with the previous Decision Types.
2. Special cases must be voted on as amendments to the constitution, rather than collected in an appendix.
3. Additional information may be collected in Appendix C.

Section 3. Decision Making Procedures

A. Elected positions and voting membership

1. Elected positions and voting membership decisions will be made as per *Article V. Board of Organizers* and *Article III. Membership*.

B. Committee-level decisions

1. Committee-level decisions will be made within the committee as per the mechanisms the committee chair establishes with the informal approval of the committee.
2. Non-voting members may participate in committee-level decisions unless the decision is brought to the voting membership, at which point only voting members may cast official votes.

3. To bring any committee-level decision to a formal vote by the voting membership, a motion and second can be made by any two voting members.
4. Any concerns about committee-level decision making procedures can be raised to the Board of Organizers by any voting or nonvoting member.

C. Low-level group decisions

1. Low-level decisions will be made by informal consensus and reported back to the voting membership when appropriate.
2. To bring any low-level decision to a formal vote by the voting membership, a motion and second can be made by any two voting members.

D. High-level group decisions

1. All high-level decisions must be put to a formal vote by the voting membership
2. Following each monthly Organizational Meeting an official monthly vote will take place during which all high-level group decisions will be presented to the voting membership for official vote

E. Specific Cases

[There are currently no specific cases.]

Section 4. Voting Procedures

A. Official Monthly Vote

1. No later than one day following the monthly Organizational Meeting the President will put to vote any high-level decisions.
2. The President may choose to delegate voting responsibilities.
3. The monthly vote will take place through a digital platform.
4. Decisions will be made by a simple plurality vote except when specified as requiring a simple majority through a motion and second by voting members. A simple majority requirement must be indicated in the monthly vote.
5. If a simple majority is required and no voting option receives a majority, a runoff vote will take place for the two options that received the most votes in the first round of voting.
6. Uncontested options require a simple majority vote of confidence.
7. All voting members are eligible to vote in the monthly vote.
8. Any voting members who do not vote on an issue will be recorded as abstentions in the final vote count.
9. Voting closes one week after the meeting or when all voting members have cast their votes or announced their abstention, whichever comes first.
10. Vote distribution will be made available within one day of the monthly voting period closing.
11. High-level decision votes are not anonymous and, upon request, any voting member can see the detailed results of the vote.

B. Special Votes

1. Urgent high-level decisions can be brought to a special vote by the President following a motion and second by two voting members.
2. The special vote will follow the same procedures as the monthly vote.
3. In the event that a time-sensitive decision needs to be made, the President may specify a shorter voting period. However, this should only be done as a last resort and every effort must be made to contact all voting members.

ARTICLE V. BOARD OF ORGANIZERS

Section 1. Purpose and Structure of the Board of Organizers Officers

A. Purpose:

1. The Board of Organizers exists to ensure the success and longevity of Swing Buffalo by upholding its mission and purpose.

B. Structure:

1. The Board of Organizers is the highest level of governance in Swing Buffalo.
2. The Board of Organizers will consist entirely of voting members, though not all voting members belong to the Board of Organizers.

Section 2. Board of Organizers Officers

A. The elected officers of the Board of Organizers will be:

1. President
2. Vice President
3. Secretary
4. Chief Financial Officer
5. Chief Communications Officer
6. Committee Chairs

B. The Board-appointed officers of the Board of Organizers will be:

7. Members-at-Large
8. Advisory Members

Section 3. Qualifications for Holding Board of Organizers Office

A. Elected officers and Members-at-Large must:

1. Be voting members at the time of election.
2. Maintain voting membership status throughout their tenure in office.

B. Elected officer restrictions:

1. No member may hold more than one of the following offices:

- a. President
- b. Vice President
- c. Chief Financial Officer

Section 4. Compensation for Board of Organizers Offices

A. Elected members of the Board of Organizers are volunteers and receive no salary for sitting on the Board of Organizers.

Section 5. Elections for Board of Organizers Offices

A. Elections

1. The officers of the organization will be elected for a term of one year.
2. Annual elections will be held in October.
3. Voting will take place through a digital platform to ensure the accountability of the election and will be run by two voting or nonvoting members not running for an elected position.
4. Election to office will be by simple majority vote of the responding voting membership.
5. If no candidate receives a majority, a runoff election will take place for the two candidates who received the most votes in the first round of voting.
6. Uncontested offices require a simple majority vote of confidence.
7. Nominations for all offices can be made by voting and nonvoting members but only voting members can be nominated.
8. Nominations will be open for one week prior to voting.
9. Voting will be open for one week or until all voting members have cast their votes or announced their abstention, whichever comes first.
10. Voting for elected positions will be anonymous.
11. Election winners and vote distribution will be published within one day of elections closing.

B. Unfilled Offices

1. Unfilled offices will be filled through a special election to be held within two weeks of a nomination being accepted, allowing one week for additional nominations and one week for voting.
2. Voting for unfilled offices follows the same procedures as the annual election.

C. Vacated Offices

1. Vacant offices will be filled through a special election following the same timeline outlined for unfilled office elections and the same procedures as the annual election.
2. Officers planning to serve a partial term are requested to inform the Board of Organizers at least one month prior to vacating office.

D. Resignation or Removal

1. Any officer may resign by submitting to the Board of Organizers written documentation of resignation. The resignation will be effective as of the date specified in the document. Officers are asked to provide at least one month's notice in the event of a planned resignation.
2. Removal from office may take place in the event of serious breach of policy or conduct. Before removal, the officer in question must have the opportunity to discuss the situation with the Board of Organizers. A $\frac{2}{3}$ vote of the Voting Membership is necessary to remove an officer.

E. Board Nominated Officers

1. The Board-nominated officer positions should only be filled when the Board sees a direct benefit to Swing Buffalo.
2. A $\frac{2}{3}$ vote of the Board is required to confirm a nomination as an officer.
3. Nominated officer terms begin immediately following a successful vote and end when the current Board's term ends.
4. The Board is limited to two confirmed Members-at-Large.

Section 5. Duties of the Board of Organizers Officers

A. The President will be the principal executive officer and will have the following duties:

1. Organize and run Swing Buffalo meetings.
2. Oversee the election process, including calling for special elections when necessary.
3. Delegate appropriate responsibilities to presiding officers and committee chairs.
4. Coordinate the various projects of the presiding officers and committee chairs.
5. Uphold the mission and purpose of Swing Buffalo.

B. The Vice President will assist the President, sharing duties collaborating with the President.

The Vice President will also have the following duties:

1. Assume the duties of the President in the event the President is absent.
2. Assume the duties of the President until a special election can be held in the event of a vacancy in the office of the President.
3. Undertake a quarterly review of the voting membership.
4. Uphold the mission and purpose of Swing Buffalo.

C. The Secretary will manage Swing Buffalo's record keeping, including:

1. Prepare the meeting agenda in coordination with committee chairs.
2. Take notes during all meetings and make those notes available to all members.
3. Create, monitor, and share information from digital polls. The President may choose to include vote and election polls in the Secretary's duties.
4. Maintain Swing Buffalo calendars.
5. Uphold the mission and purpose of Swing Buffalo.

D. The Chief Financial Officer will have the following duties:

1. Chair the finance committee.

2. Oversee all of Swing Buffalo's finances, including the creation and approval of Swing Buffalo's annual budget.
3. Ensure that Swing Buffalo maintains sustainable economic growth for the betterment of the Swing Buffalo community.
4. Make recommendations about the financial viability of requested expenditures.
5. Ensure that the Finance Committee fulfills its responsibilities.
6. Uphold the mission and purpose of Swing Buffalo.

E. The Chief Communications Officer will have the following duties:

1. Chair the Marketing and Communications Committee.
2. Oversee Swing Buffalo's marketing and communications efforts.
3. Ensure that Swing Buffalo develops its marketing and communications strategies in accordance with its mission and purpose.
4. Manage or delegate the management of the Swing Buffalo email account.
5. Ensure that the Marketing and Communications Committee fulfills its responsibilities.
6. Uphold the mission and purpose of Swing Buffalo.

F. All Committee Chairs will have the following duties:

1. Manage the activities and responsibilities of their respective committees.
2. Recruiting other voting and nonvoting members to sit on the committee
3. Maintain clear communication within the committees.
4. Maintain clear communication between the committees and the voting membership.
5. Ensure that the committees fulfill all their responsibilities in accordance with Swing Buffalo's mission and purpose.
6. A more detailed account of duty distribution can be found in Appendix D.

G. Members-at-Large

1. Act as a voting Board member in all votes.
2. Assist the Board and various committees.
3. Uphold the mission and purpose of Swing Buffalo.

H. Advisory Members

1. Provide expertise to Swing Buffalo.
2. Assist the Board and various committees as a non-voting member.
3. Uphold the mission and purpose of Swing Buffalo.

Section 6. Vacancy of Board of Organizers Office

A. In the event of an office vacancy:

1. The Board of Organizers can appoint an interim officer.
2. The interim officer performs the duties of that office only until the special election takes place.

3. A special election must take place within two weeks of the Board of Organizers appointing an interim officer.
4. If no other nominees accept, the interim officer requires a simple majority vote of confidence as per the procedures of the annual election to become the elected officer for the remainder of the term.

ARTICLE VI. COMMITTEES

Section 1. Purpose of Swing Buffalo Committees

- A. To define and organize tasks and responsibilities beyond those of the officers.
- B. To ensure clear delegation of tasks and responsibilities beyond those of the officers.
- C. To enable participation of any member in the organization of Swing Buffalo regardless of their voting status.

Section 2. Elected Swing Buffalo Committee Chairs

- A. All Swing Buffalo Committees will have an elected Committee Chair.
- B. A committee may be co-chaired. Co-chairs will run as a single voting option.

Section 3. Qualifications for Chairing a Swing Buffalo Committee

- A. Committee Chairs must be voting members of Swing Buffalo.
- B. Voting members are permitted to chair more than one committee.

Section 4. Elections for Swing Buffalo Committee Chairs

- A. Elections for committee chairs will follow the procedures outlined in *Article V. Section 4.*

Section 5. Duties of the Swing Buffalo Committee Chairs

- A. Committee chairs will hold the following responsibilities:
 1. See *Article V. Section 5. F.*

Section 6. Committee Membership

- A. Committee membership is open to all voting and nonvoting members of Swing Buffalo.

Section 7. Adding and Removing Committees

- A. Standing Committees
 1. May be added to the Bylaws by a simple majority vote of the voting membership.

B. Ad-hoc Committees

1. May be appointed by the Board of Organizers.
2. Ad-hoc committees may become standing committees through a simple majority vote of the voting membership.

Section 8. Committees

A. Swing Buffalo will use the following committees for organizational purposes:

1. Lindy Fix
2. Rhythm Shuffle
3. Events
4. Music
5. Marketing and Communications
6. Finance
7. Instructor Improvement
8. Community Outreach
9. Safer Spaces
10. Inter-scene Development

Section 9. Committee Responsibilities

A. Lindy Fix Committee Responsibilities Include:

1. Coordinate class schedules for beginner and progressive classes.
2. Maintain instructor and DJ calendars for Lindy Fix.
3. Provide information about special Lindy Fix events to the Marketing Committee.
4. Coordinate announcements at the beginning of Lindy Fix.
5. Coordinate setup and breakdown for Lindy Fix.
6. Maintain attendance and other relevant statistics.

B. Rhythm Shuffle Committee Responsibilities Include:

1. Coordinate Rhythm Shuffle through clear delegation of tasks and responsibilities.
2. Bring major decisions to the voting membership for an official vote.
3. Maintain an up-to-date action items calendar.
4. Keep records of important data from each year's event.

C. Events Committee Responsibilities Include:

1. Plan workshops other than Rhythm Shuffle.
2. Organize dances other than Lindy Fix.
3. Recruit volunteers for special events.
4. Coordinate special event setup and breakdown.
5. Provide snacks for special events.

D. Music Committee Responsibilities Include:

1. Plan DJ training workshops.
2. Recruit new DJs.
3. Provide educational opportunities for all members even if they are not interested in DJing.
4. Maintain a current list of local and traveling bands.
5. Maintain a current list of local and traveling DJs.
6. Provide event-appropriate band recommendations to the voting membership in advance of events allowing for hiring a band.
7. Maintain sound equipment and report any future needs to the Board of Organizers.

E. Marketing and Communications Committee Responsibilities Include:

1. Coordinate print and online advertising.
2. Create promotional material for Swing Buffalo and its individual events.
3. Manage the Swing Buffalo email account.
4. Manage and regularly update all social media.
5. Manage and regularly update swingbuffalo.com.
6. Maintain a Swing Buffalo historical archive.
7. Build the Swing Buffalo brand.

F. Finance Committee Responsibilities Include:

1. Maintain clear and accessible records of all Swing Buffalo financial transactions, including for the Chelsea Lee Jones New Dancer Fund.
2. Issue reimbursements to committees and individuals making approved purchases on behalf of Swing Buffalo.
3. Issue payments and relevant tax forms to any individuals or groups hired by Swing Buffalo.
4. File taxes on behalf of Swing Buffalo.
5. Regularly inform the voting membership about the financial status of Swing Buffalo.
6. Create an annual budget proposal to be approved by the voting membership in advance of the previous fiscal year end.
7. Assist other committees with the creation of event budgets, which are then put to vote as high level decisions.
8. Accept requests from committees for expenditures, which are then put to vote as high level decisions.
9. Make recommendations to the voting membership on financial decisions. Recommendations should be included with voting options in the monthly vote.

G. Instructor Improvement Committee Responsibilities Include:

1. Maintain an up-to-date list of instructors and teaching interests.
2. Coordinate teacher training opportunities.
3. Recruit new potential instructors.
4. Provide course syllabi and instructional materials.
5. Facilitate Swing Buffalo continually improving its approach to teaching.

- H. Community Outreach Committee Responsibilities Include:
 - 1. Oversee the Chelsea Lee Jones New Dancer Fund.
 - 2. Coordinate Swing Buffalo's involvement in community sponsored events.
 - 3. Identify opportunities for Swing Buffalo to make service contributions to the Buffalo community.

- I. Safer Spaces Committee Responsibilities Include:
 - 1. Ensure that all Swing Buffalo sponsored spaces are safe and welcoming for all individuals.
 - 2. Maintain an updated version of Swing Buffalo's Code of Conduct.
 - 3. Make the Code of Conduct visible and accessible to all participants.
 - 4. Establish safe and fair mechanisms for handling breaches to the Swing Buffalo Code of Conduct.

- K. Inter-scene Development Committee Responsibilities Include:
 - 1. Develop relationships between Swing Buffalo and nearby scenes.
 - 2. Organize carpools to local events.
 - 3. Maintain a list of instructors from other scenes.

ARTICLE VII. MEETINGS

Section 1. Meetings of the Organization

A. Organizational Meetings

- 1. Swing Buffalo Organizational Meetings will be called once per month by the President.
- 2. Meeting date and time will be determined via surveyed consensus of voting and nonvoting members, with final determination favoring the schedules of voting members.
- 3. Meetings must be announced at least one week prior to the meeting taking place.

B. Additional Meetings

- 1. Any additional meetings should be announced one week prior to the meeting taking place.

Section 2. Special Meetings of the Organization

A. Special Meetings

- 1. Special meetings may be called by the President upon one week's notice to members.
- 2. The President will call a special meeting when requested by 20% of the voting membership.

Section 3. Quorum

At all meetings, except where otherwise specified, a quorum will consist of 50% of the voting membership.

Section 4. Parliamentary Procedure

- A. Instead of following a formal parliamentary procedure like Robert's Rules of Order:
1. Swing Buffalo's approach to meetings is grounded in respect, courtesy, and commitment to Swing Buffalo's mission and purpose.
 2. In cases when greater formality is required, the President will either moderate the discussion or will name a moderator.

ARTICLE VIII. FINANCES

Section 1. Fiscal Year

- A. Swing Buffalo's fiscal year will begin January 1 and end December 31.

Section 2. Donations

A. Types of Donations

1. Any type of donation that contributes to Swing Buffalo's purpose and mission are gratefully accepted by the Board of Organizers on behalf of Swing Buffalo.
2. Any donation or provision that runs counter to Swing Buffalo's bylaws will be politely declined.
3. Swing Buffalo reserves the right to decline any donation with or without cause.

B. Use of Donations

1. To the extent that no request or provision runs counter to Swing Buffalo's mission and purpose, specific requests by donors will be honored to the fullest extent possible.
2. With all donations not provided for a specified purpose, the Board of Organizer will decide, in consultation with the voting membership, how to allocate donations.
3. If conditions change, the Board of Organizers may reallocate donated funds through a $\frac{2}{3}$ vote.

Section 3. Liability of Members

A. No member of Swing Buffalo may be held personally accountable for the financial responsibilities of Swing Buffalo.

B. No member of Swing Buffalo may be held liable for actions or decisions on behalf of Swing Buffalo so long as said member acted in good faith.

Section 4. Financial Accounts

A. Bank Accounts

1. Swing Buffalo may open relevant accounts for the purpose of managing and disbursing funds.
2. The Chief Financial Officer, President, and Vice President should be named on all accounts.

B. Disbursement of Funds

1. No funds are to be disbursed without the express written approval of the President and Chief Financial Officer.
2. The Chief Financial Officer must keep public records of all funds received and disbursed.
3. The Chief Financial Officer is responsible for providing the relevant tax forms for those individuals to whom and organizations to which Swing Buffalo has disbursed payment.

Section 5. Dissolution of Swing Buffalo

A. In the event that Swing Buffalo dissolves:

1. Monetary assets will be donated in Swing Buffalo's name to a charitable organization of the Board of Organizer's choosing at the time of dissolution.
2. Tangible assets will be sold and the proceeds donated in Swing Buffalo's name to a charitable organization of the Board of Organizer's choosing at the time of dissolution.
3. No assets will be distributed to any members of Swing Buffalo, whether voting, non-voting, or Board of Organizers.

ARTICLE X. BYLAW AMENDMENTS

Section 1. Bylaws

- A. Swing Buffalo may approve additional bylaws for the specific operation of the organization.
- B. No bylaw will be adopted that is contrary to the mission and purpose of Swing Buffalo.

Section 2. Vote Requirements for Bylaws

- A. Swing Buffalo may adopt, amend, or rescind any bylaw by a $\frac{2}{3}$ vote of the voting membership.
- B. Any proposed bylaw or revisions must be publicized to the members at least one week prior to voting on that bylaw or revision.

ARTICLE XI. APPENDIXES

Section 1. Provision for Appendixes

A. Swing Buffalo may create appendixes to these Bylaws for the clarification of details not included in these Bylaws.

1. Appendixes may include information such as but not limited to: examples, guidelines for best practice, and records of duties delegated beyond those here designated.

B. Appendixes may be updated by following these procedures:

1. Any voting member may update an Appendix at anytime.
2. All appendix updates must be recorded in the Appendix Revision Record.
3. Every three months the voting membership must provide a vote of acknowledgement approving the appendix changes.
4. The vote of acknowledgement can be included in the Official Monthly Vote.
5. New Appendixes can be created as Proposed Appendixes by recording the creation in the Appendix Revision Record.
6. Proposed Appendixes are voted on following the same procedures as other appendix changes.
7. Once a Proposed Appendix has been approved, it should be officially added into the Bylaws.
8. If an Appendix is no longer necessary, it can be removed from the Bylaws and archived following the procedures used for high level decisions.