

# **CONSTITUTION: NATIONAL SMOOTH DANCERS, INCORPORATED**

## **REVISED AND AMENDED - DECEMBER 2021**

### **PREAMBLE**

This is a non-profit, non-sectarian organization, created and founded in Los Angeles, California in the spring of 1938, for the purpose of creating greater interest in finer ballroom dancing, and to establish friendliness and good will among the smooth dancers.

Los Angeles being solely responsible for the creating and founding of this organization shall be known as the Parent Organization, and any and all reference to "Original Charter Members" Shall refer only to the Parent Organization at Los Angeles, California.

Articles of Incorporation were filed on November 18, 1947, by the Parent Organization at Los Angeles, California.

This Corporation is not organized or to be operated for "profit." No part of the net earnings of the Corporation, if any, shall inure to the benefit of any private shareholder, individual or member. Property owned by the Corporation, either real or personal, will not be used or operated by the Corporation or any other person so as to benefit any officer, trustee, director, shareholder, member, employee, contributor or bondholder of the Corporation or any other through the distribution of profits or the payment of excessive charges or excessive compensation.

### **ARTICLE I - NAME**

The name of this organization shall be the "NATIONAL SMOOTH DANCERS INC."

### **ARTICLE II - OBJECTIVES**

The National Smooth Dancers Inc. is a social organization dedicated to the continued growth and enjoyment of ballroom dancing. We promote a friendly, fun and relaxed atmosphere for beginners and established dancers to enjoy ballroom dancing in a social setting, while also providing opportunities for competitive ballroom dancing.

### **ARTICLE III - SEAL**

**SECTION 1. ORGANIZATION SEAL** - The official seal of this organization shall be as follows: A metal seal which makes an impression upon paper and inside the outer scroll shall be the words, "National Smooth Dancers, Inc., California," in the inner circle the word "Incorporated" and the year "1947."

**SECTION 2. CHAPTER SEAL** - Each Chapter may have its own corporate seal or a seal with the words, "National Smooth Dancers" across the top, the name of its city across the bottom, and the chapter name in the center, such Seal may replace the Corporate seal in all chapter business.

### **ARTICLE IV - HEADQUARTERS**

**SECTION 1. PLACE** - The General Offices and Headquarters shall be at Los Angeles, California, County of Los Angeles, in the State of California. Location cannot be changed without consent of the Parent Organization.

**SECTION 2. HOME OFFICE SECRETARY** - There shall be established the position of Home Office Secretary to Perform the duties prescribed in this Constitution. This Secretary shall maintain the records of the National Smooth Dancers, Inc., perform secretarial duties for the Board of Directors and Delegates, and handle official correspondence.

## **ARTICLE V - RITUAL AND BUSINESS PROCEDURE FORMS COLORS-EMBLEMS**

**SECTION 1. RITUAL AND BUSINESS PROCEDURES** - The rituals and business procedures shall form a part of this Constitution and shall be administered in such forms as are established by the Parent Organization.

**SECTION 2. FORMS** – Chapters of the National Smooth Dancers, Inc., are responsible for generating their own Membership applications, dues.

**SECTION 3. COLORS OF THE ORGANIZATION** – The official colors of the National Smooth Dancers, Inc. are “ROYAL BLUE AND WHITE.” These shall be the colors of the Parent Organization. Each Chapter may select their own “Chapter Colors” and report their choice to the Home Office Secretary. The Home Office Secretary will record this choice to ensure that those colors are associated with the particular Chapter. Should a Chapter choose to change their colors, they will make the Home Office Secretary aware of this change.

**SECTION 4. EMBLEM** - The official pin of this organization shall be as follows: The shape of a diamond minus the top point, outlined in tiny pearls with a dancing couple in the center of the pin, with symbols. NΣΔ or NSD (This may be made into rings or necklaces.)

## **ARTICLE VI - PARLIAMENTARY LAW**

**SECTION 1. REFERENCE** - This organization shall be governed by the Robert’s Rules of Order (Newly Revised) whenever it is applicable and where it is not contrary to or in violation of the Constitution and Articles of Incorporation of this Organization.

## **ARTICLE VII - MEMBERSHIP**

**SECTION 1. ELIGIBILITY** - Membership in this organization is open to legal residents of the United States of America. All persons must be of good moral character and have attained the age of 21 years.

**SECTION 2. CLASSES** - Membership shall be of two classes, Active and Honorary:

**Item 1. ACTIVE MEMBERSHIP** - Application for membership shall be accompanied by the membership fee and the first month’s dues. Active members must attend meetings and take an active part in the work of this organization. It is the duty of each to work for the best interests of this organization and to pay his/her fees, dues and any and all assessments and fines that may be levied against him/her. A paid-up Life Membership may be granted, by membership approval, to any person who has been in the organization for at least twenty years and who has contributed outstanding work to the organization. Life Members may be required to pay fees or assessments other than dues.

**Item 2. HONORARY MEMBERSHIP** - Honorary membership may be conferred upon any person warranting public prestige, or as specified in Bylaws, by a vote of the members present of any one chapter. Honorary members may attend meetings and speak, but shall not make motions or vote. Length of time of honorary membership may be determined by the members of each chapter.

**SECTION 3. ELECTION TO ACTIVE MEMBERSHIP** – Each Chapter of the National Smooth Dancers, Inc. shall determine the procedures governing election of membership to their particular Chapter.

**SECTION 4. LEAVES OF ABSENCE** - Upon submission of a written request to the Chapter Officers, any member in good standing may be granted a leave of absence under the following conditions: The granting of leave of absence will relieve a member of payment of normal dues and assessments for such period as is granted. Usual rights and privileges of membership shall be suspended during leave of absence, as provided by Chapter Bylaws.

**Item 1. ILLNESS** - Sick leave for a period of not in excess of six months. In the event of extended illness, addition leave may be granted.

**Item 2. EMPLOYMENT** - Extended absence from area for the purpose of employment.

Item 3. MILITARY SERVICE - Upon entering the Armed Forces, a member may be granted a leave of absence for the duration of the service.

Item 4. OTHER - Such other reasons as may be acceptable the Chapter membership will considered justification for granting a leave of absence.

SECTION 5. REINSTATEMENT OF MEMBERS ON LEAVE OF ABSENCE - Members who have written request of leave approved and on file, may be reinstated upon payment of current dues, with the approval of the Officers of the Chapter.

SECTION 6. TRANSFER OF MEMBERSHIP – Members may hold membership in more than one Chapter at a time. Members who choose this option are responsible for paying all fees and dues for the respective Chapters to which they belong. These Multi-Chapter members may only serve as an elected officer or statewide delegate in one Chapter at a time. This also applies to the honorary office of Queen. In regard to the National Smooth Dancers, Inc. yearly census, these members will be denoted as “Multi-Chapter” to avoid them being double counted.

SECTION 7. TERMINATION OF MEMBERSHIP - All rights of a member in this organization cease at death or other termination of membership.

Item 1. RESIGNATION - If any person who has resigned or has dropped from this organization wishes to rejoin, he shall be subject to all rules governing the reception of a new member.

Item 2. SUSPENSION - Suspension of members shall be governed by the member’s Chapter.

Item 3. EXPULSIONS - Any member may be expelled from this organization for failure to comply with the Constitution or Chapter Bylaws, or any conduct that is detrimental to the organization. All members of the concerned Chapter must be notified, by mail, of a pending vote of expulsion and a two-thirds vote of the secret ballots cast, with a quorum voting, is mandatory for expulsion. Trial procedure shall be as outlined in Robert’s Rules of Order (Newly Revised). The Secretary of the Board of Directors shall notified of the expulsion and, in turn, shall notify every Chapter of same.

Any member who has been expelled from a Chapter may not become a member of another Chapter in this organization unless he has received written permission, which is to become a part of the new application.

## **ARTICLE VIII - UNITS OF OUR ORGANIZATION**

SECTION 1. ELIGIBILITY - Any organized dance group of twenty-five or more persons is eligible to apply for a charter from the National Smooth Dancers, Inc. The members of the group must qualify as under membership eligibility requirements of this Constitution. Upon receipt of an application for a charter, the Home Office Secretary shall notify all chapters. In the absence of any written objection received within thirty (30) days from date of notice, the Parent Organization will process said application. Special consideration will be given to written objection received from Chapters located within the same county as applying group. Chapter affiliation with any dance hall, ballroom or dance studio is prohibited.

SECTION 2. APPLICATION FOR CHARTER - Application forms, as required for issuing of charters, will be supplied by the Home Office Secretary. Application shall be submitted, in duplicate, to the Home Office Secretary, accompanied by the following:

- A. CHARTERING FEE - A chartering fee of twenty-five (\$25.00) dollars shall be made payable to the National Smooth Dancers, Inc. Upon acceptance, this fee shall become the property of the Parent Organization. In the event an application is rejected, the chartering fee will be refunded.
- B. LIST OF OFFICERS AND MEMBERS - A certified list of officers and members.
- C. BYLAWS - A copy of proposed bylaws.
- D. ARTICLES OF INCORPORATION - A copy of the Articles of Incorporation, if applicable.

SECTION 3. REVIEW AND APPROVAL - The application for a charter shall be submitted by the Home Office Secretary to the Parent Organization for Consideration. Upon approval by a vote of the membership of the Parent Organization, the application will be signed the President and Secretary of the Parent Organization.

**SECTION 4. CHARTERS** - The official charter issued to a chapter shall be as prescribed by the Parent Organization and will be granted to a duly organized group only after said group has satisfactorily complied with the laws and rules governing the application of the charter. All charters shall be signed by the President and Secretary of the Parent Organization and the President of the Board of Directors. The seal of this organization shall be affixed thereto before the charter is authentic.

**SECTION 5. VIOLATION OF INCORPORATION RIGHTS OF THE ORGANIZATION** - Use of the name, goodwill and privileges of the National Smooth Dancers, Inc. prior to the granting of a charter may result in jeopardizing the application for the issuance of a charter.

**SECTION 6. INDOCTRINATION** - Each chapter granted a charter shall be known as "CERTAIN NAMED CHAPTER" of the National Smooth Dancers, Inc. Chapters shall furnish their own membership application forms, dues cards and notices by the Parent Organization, copies of which will be supplied at time a chapter is granted. A copy of the Constitution will be given each new chapter and shall be read to the membership of the chapter.

**SECTION 7. GOVERNMENT OF CHAPTERS** - Membership shall be maintained at twenty-five or more members. In the instance that a Chapter temporarily falls below the 25-member minimum, they shall retain their charter following confirmation that they are financially sound and demonstrating their efforts to attract new members.

**SECTION 8. LIABILITY OF CHAPTER** - In the event of any complications involving lawsuits, liabilities, etc., the involved chapter shall immediately obtain proper legal advice and notify the Parent Organization. Each chapter is responsible for its own liabilities and debts. All chapters obtaining Real Estate or other property shall maintain Workers Compensation and Liability insurance in the minimum amount as specified by the Parent Organization. The Home Office Secretary shall be furnished a certificate of all insurance policies.

## **ARTICLE IX – CHAPTER ADMINISTRATION**

### **SECTION 1. RIGHTS AND PRIVILEGES OF THE CHAPTER**

**Item 1. JURISDICTION, BUSINESS, FINANCIAL AND JUDICIAL AFFAIRS** - Except as otherwise provided, each chapter in this organization shall have absolute autonomy over control of its internal business, financial and judicial affairs.

**Item 2. FUNDS, REAL AND PERSONAL PROPERTY** - Each chapter shall control its own funds and may establish real and personal property that would be owned solely by that chapter.

**Item 3. RIGHTS** - The rights of members shall not be infringed upon by resolution of the Board of Directors.

### **SECTION 2. OFFICERS**

**Item 1. ENUMERATED** - The Officers of each Chapter shall consist of: 1. President, 2. Vice-President, 3. Secretary, (Corresponding Secretary and Recording Secretary, if desired), 4. Treasurer, 5. Social Chair.

**Item 2. ELIGIBILITY** - Candidates for office must be members in good standing for at least six months prior to nominations and must be present during the election periods. Candidates may be either male or female. No professional dance teacher nor owner and/or operator of a dance hall, ballroom, or dance studio shall hold any elective office.

**Item 3. ELECTION** - The elected officers of each chapter shall be nominated and elected to office annually or semiannually according to the bylaws of the chapter. Officers shall be elected by a majority of members present and voting. All members must have been properly notified of an election in advance by mail, email, or any other acceptable form of communication. Vacancies in office may be filled by special election, the ballot may be dispensed with and the vote taken by voice vote.

**Item 4. DUTIES** - The duties of the officers shall be designated in the Bylaws and Robert's Parliamentary Law Book where it is not contrary to the Bylaws.

Item 5. APPOINTMENTS - Non-elective officers shall be appointed by the President, in January, for a term of one year. Additional appointed officers may be created to suit local conditions.

Item 6. QUEEN - Chapters are authorized to establish the honorary office of Queen and to annually select, according to Chapter Bylaws, a chapter member to that position. The Queen shall have no vested powers or authority except to be a goodwill representative at chapter and inter-chapter social functions.

### SECTION 3. MEMBER-BOARD OF DIRECTORS - See Article X, Section 2.

### SECTION 4. MEETINGS

Item 1. REGULAR MEETINGS - The regular meeting of each chapter shall at such time and place as may be decided upon by the Officers and Members.

Item 2. SPECIAL MEETING - Special meetings may be called by the President of each chapter and two other officers, upon a five day notice to all members and Officers, prior to date of such special meeting.

Item 3. REGULAR OFFICERS MEETING - The regular meeting of Officers shall be at a time and place as may be decided upon by them.

Item 4. SPECIAL OFFICERS MEETINGS - A special meeting may be called by the President and two other Officers upon notice to all Officers prior to the date of such meeting.

### SECTION 5. QUORUM AND VOTING OF CHAPTERS

Item 1. QUORUM - Set percentage of active members designated by each chapter's bylaws shall constitute a quorum for transaction of business at any meeting, including three duly elected officers.

Item 2. VOTING - Voting shall be as prescribed in the Robert's Rules of Order (Newly Revised) where it is not contrary to the Constitution and Articles of Incorporation. A secret ballot shall be required when voting on membership, amendments to the Articles of Incorporation, the Constitution and the Bylaws. There shall be no cumulative or proxy voting.

## ARTICLE X - GOVERNANCE

### SECTION 1. AUTHORITY

- A Within the structure of the National Smooth Dancers (NSD), the membership of the individual Chapters has the authority to govern their respective Chapters within the structural guidelines of the NSD Constitution. There shall be established NSD boards and committees for the purposes of coordinating NSD activities and maintaining communication between the Chapters.
- B The NSD Constitution shall serve as the sole governing document over the Chapters. There shall be no other policies outside of those laid down in this Constitution.
- C Boards and committees of NSD may make recommendation to the Chapters but these recommendations are non-binding.

### SECTION 2. BOARD OF DELEGATES

Item 1. PURPOSE - Purpose of the Board of Delegates: The Board of Delegates is a formal deliberative body formed for presenting and deciding on inter-chapter business.

#### Item 2. DUTIES

- A The Board of Delegates shall select the hosting chapters for the NSD Conventions.
- B The Board of Delegates may make formal recommendations to the chapters.
- C The Board of Delegates shall screen and edit Constitutional amendments. Constitutional amendments passed by the Delegates will go to the Chapters for ratification. (See Article XIII Amendments).

- D The Board of Delegates may place a chapter on probation for one year if the chapter falls below the required 25 members. If, after a probationary period, the chapter's membership is still below 25, the Board of Delegates may vote to revoke the chapter's charter.

### Item 3. LIMITATIONS

- A The Board of Delegates cannot set policy outside of the Constitution.
- B Other than where authority is specifically given, the Board of Delegates may make recommendation to the Chapters but these recommendations are non-binding.

### Item 4. OFFICERS

- A President:
  - a. Elected for a one-year term, starting at the beginning of the Delegates meeting at the annual Convention.
  - b. Shall moderate the Delegates meeting and provide whatever administration is necessary for the running of the Delegates meeting.
  - c. Once elected, the President is no longer considered a voting delegate representing their home chapter. Therefore, the home chapter should not count this individual as a delegate.
- B Vice President:
  - a. Elected for a one-year term, starting at the beginning of the Delegates meeting at the annual Convention.
  - b. Shall fill in for the President if needed.
  - c. The Vice President shall be a voting delegate representing one of the chapters unless called upon to fill in for the President. (see iii under a. President)
- C Home Office Secretary:
  - a. The Home Office Secretary shall be the secretary for the Board of Delegates.
  - b. The Home Office Secretary may serve as a delegate but is not required to be a delegate.
- D Parliamentarian:
  - a. The Parliamentarian may be appointed by the President if needed.
  - b. The Parliamentarian may be a delegate, but is not required to serve as a delegate.
  - c. The Parliamentarian shall give guidance on issues of parliamentary procedure.

### Item 5. MEMBERSHIP

- A Each Chapter should provide, from their membership, five delegates for the Board of Delegates meeting. It is recommended that each Chapter's President and Board of Directors representative are two of the five. The other three delegates are to be elected from the chapter.
- B It is recommended that at least two of the five delegates from each chapter serve for a two-year term.
- C Delegates are charged with the duty of representing their respective chapters. Therefore, it may be necessary for chapter delegations to meet and organize themselves.
- D In the event a Chapter directs its delegation to vote on a specific issue, the chapter's delegation must vote in accordance with their Chapter's direction.

### Item 6. MEETINGS

- A Meeting Times.
  - a. The regular meeting shall be held yearly at the annual Convention at the time and place designated by the Host Chapter.
  - b. In the event that a Convention is not held or that the Delegates meeting cannot take place at the Convention, by resolution of the Board of Directors, the Delegates meeting may be held at an alternate time and location. If it is not possible to hold the meeting in person, then the meeting may be conducted over live conference call or video streaming, or any other acceptable means of communication as long as all delegates can communicate with each other.
- B Quorum: Two-thirds of all the Chapters, each represented by three or more Delegates, shall constitute a quorum for the transaction of business.
- C Voting: Each Delegate has one vote.
- D Procedure: All voting shall be as described in the Robert's Rules of Order (Newly Revised). Voting on contested elections for officers shall be by secret ballot.

Item 7. COMMITTEES - The Delegates' President is authorized to appoint committees for specific purposes and for defined periods of time. Committee members shall fulfill their duties and make reports at the succeeding Delegates' meeting even if a committee member is not a member of the current delegation.

### SECTION 3. BOARD OF DIRECTORS

Item 1. PURPOSE - The NSD Board of Directors functions to provide a forum for communication and discussion about NSD business.

#### Item 2. DUTIES

- A. The Board of Directors (BOD) is to act in an advisory capacity. By the passing of resolutions, the BOD may recommend action to the Delegates, individual chapters or other committees within the National Smooth Dancers.
- B. In the event that the Delegates meeting cannot take place in the normal time and place, the Board of Directors may, by resolution, call a meeting of the Delegates and designate the time, location or format of the meeting.

Item 3. LIMITATION - The Board of Directors does not have authority to set policy. Resolutions from the Board of Directors shall be given due consideration but are ultimately non-binding.

#### Item 4. OFFICERS

- A President
  - a. Shall be elected by the board from among the board members.
  - b. The President shall take office at the beginning of the first meeting of the year and shall hold office until the next election. (Which will be approximately one year later)
  - c. The President may only vote as a tie breaker.
  - d. The President shall chair the board of directors' meetings and conduct administrative duties to facilitate board meeting. The president shall act as a representative of NSD as a whole.
- B Vice President
  - a. Shall be elected by the board from among the board members.
  - b. The Vice President shall take office at the beginning of the first meeting of the year and shall hold office until the next election. (Which will be approximately one year later)
  - c. The Vice President shall assume the duties of the president in the event that the president is not able.
- C Home Office Secretary
  - a. The Home Office Secretary shall serve as the secretary for the Board of Directors.
  - b. The Home Office Secretary need not be a board member.

#### Item 5. MEMBERSHIP

- A Each Chapter shall elect one Board member except for the Parent Organization which may have up to three members. The term of office shall be for one year starting on January 1.
- B Board members, as representatives of their respective chapters, are responsible to follow direction from their chapter.

#### Item 6. MEETINGS

- A Meeting Times: The Board must have a live meeting to transact business and a record shall be kept of all business transactions. The Board of Directors shall meet semi-annually, at a time and place as agreed upon by themselves. Special meetings may be called by the Board President upon reasonable notice to all members of the Board of Directors. If the Board is not able to meet in person than a meeting can be conducted via live conference call or video streaming, or any other acceptable means of communication as long as all Board members can communicate with each other,
- B Quorum: The quorum of the Board is a majority of its members.
- C Procedure: All voting shall be as described in the Robert's Rules of Order (Newly Revised). Voting on contested elections for officers shall be by secret ballot. As the Board of Directors consists of members who officially represent their respective chapters, participation in board meetings will be limited to board members except when the President yields the floor. Although non-board members may not fully participate in board meetings, all NSD members are welcome to attend and observe board meetings.

## **ARTICLE XI - COMMITTEES**

### **SECTION 1. PRESIDENT'S COMMITTEE**

- A. The President's Committee may meet at NSD events to share information and discuss the status of the individual chapters. The Committee is to facilitate communication.
- B. The President's Committee is not a deliberative body.
- C. The President of the hosting chapter shall chair the president's meeting.

### **SECTION 2. DANCE RULES COMMITTEE**

- A. The Dance Rules Committee shall regulate sanctioned (i.e., dance competitions that adhere to the rules of and are regulated by the Dance Rules Committee) competitive dancing at NSD events.
- B. The Dance Rules Committee does not regulate non-sanctioned competitive dancing at some NSD events.
- C. The Dance Rules Committee shall report to the Board of Directors and Delegates meetings.

### **SECTION 3. QUEENS**

Current and past Queens meet for social purposes but from time to time will vote to set standards for coronations.

### **SECTION 4. GAVEL CLUB**

- A. The Gavel Club meets once a year at the convention. Its purpose is to select an Individual who will be recognized for their service to NSD.
- B. The Gavel Club Award is the highest award given to an NSD member.
- C. Membership is made up of current and past chapter presidents and past recipients of the award.
- D. The Gavel Club is self-funding.

## **ARTICLE XII - MEETING OF THE CHAPTERS**

**SECTION 1. CONVENTION OR MASS MEETING** - A mass meeting or Convention of all Chapters may be called by the Board of Directors, upon notice to the respective Presidents, within 15 days from the date of the notice. These Conventions or Meetings shall be governed by the rules of this Organization and Robert's Parliamentary Law Book, wherever it is applicable and where they are not in conflict with the Constitution and Bylaws of this Organization.

**SECTION 2. SELECTION OF HOSTING CHAPTERS** - See Article XI, Section 1, Item 4.

**SECTION 3. MANAGEMENT AND RESPONSIBILITY** - Unless otherwise provided, all planning, management, financial obligations and conduct of conventions shall be the responsibility of the Hosting Chapter. Compliance with provisions of this Constitution and current NSD Dance Rules shall be mandatory.

## **ARTICLE XIII - AMENDMENTS**

**SECTION 1. ARTICLES OF INCORPORATION** - No Amendments shall be adopted unless approved by a vote or written consent of members representing at least two-thirds of the voting power of the Organization, and upon recommendation of the Board of Directors and the Parent Organization.

### **SECTION 2. CONSTITUTION**

This Constitution may be amended by the following method:

- A. All Amendments to the constitution must originate from an individual chapter:
  - a. The proposed amendment may be a result of a coordinated effort between chapters or by one chapter operating independently. In either case, one chapter must officially propose an amendment.
  - b. The proposed amendment must have been passed by a majority vote of the originating chapter at a regular business meeting.
  - c. A Chapter shall submit the proposed amendment in writing to the Home Office Secretary at least six weeks prior to the Delegates' Meeting at the State Convention. The Home Office Secretary will then place the proposed amendment on the agenda for the upcoming Delegates' Meeting.



- B. Notification:
  - a. Upon receiving a proposed amendment from a chapter, the Home Office Secretary shall notify each chapter's president of the proposed amendment that will be on the agenda for the upcoming Delegates' Meeting.
  - b. Upon receiving the proposed amendment, each chapter's president shall inform their chapter members of the proposal. Prior to the Delegates' Meeting, each chapter may instruct their delegates on how to vote at the upcoming meeting.
- C. Procedure for voting at the Delegates' Meeting:
  - a. A written copy of the proposed amendment shall be provided to the delegates prior to the Delegates' Meeting at the State Convention.
  - b. The proposed amendment comes to the Delegates' Meeting from an individual chapter in the form of a motion. Time shall be given for discussion.
  - c. Delegates may propose changes to the proposed amendment. Parliamentary procedure shall be used in processing any changes.
  - d. A two-thirds affirmative vote of the delegates is required to pass the proposed amendment.
- D. Ratification:
  - a. The Home Office Secretary shall notify the individual chapters of a proposed amendment that has been passed by the delegates immediately following the State Convention.
  - b. Chapters shall have ninety days from the time of notification to vote on the proposed amendment at a regularly scheduled business meeting.
  - c. No changes can be made to the proposed amendment during the ratification process.
  - d. Chapter approval requires a two-thirds affirmative vote of the ballots cast by its members.
  - e. A chapter shall report the results of the vote to the Home Office Secretary within fifteen days of voting.
  - f. Two-thirds of all NSD chapters must vote in the affirmative for the proposed amendment to be ratified. The Home Office Secretary shall tabulate the vote and report the results to the chapters.
  - g. If the proposed amendment has been ratified, the Home Office Secretary will edit the new language into the constitution and assign article and section numbers as is necessary. The Home Office Secretary shall then send copies of the updated constitution to each chapter.

**SECTION 3. BYLAWS, CHAPTER** - Bylaws may be amended, repealed or rewritten upon approval of a two-thirds vote of those present and voting of any named Chapter. Members are to be notified of impending vote and be provided copies of any changes one month in advance. Bylaws must not conflict with Constitution or Articles of Incorporation of this Organization.

**SECTION 4. AMENDMENT RESERVATIONS** - The power to amend Article IV: Section 1, Article X: Section 2, and Article XIII: Section 4 of this Constitution is reserved by the Parent Organization.

## **ARTICLE XIV - DISSOLUTION**

### **SECTION 1. CHAPTER DISSOLUTION**

#### **Item 1. RESPONSIBILITIES OF A DISSOLVING CHAPTER**

In the event of a planned dissolution of any named Chapter, said Chapter immediately notify the Parent Organization and the Board of Directors, in writing, of such intentions, accompanied by a written request signed by a majority of the members stating they wish to dissolve.

Prior to dissolution, said Chapter take the following actions:

- a. Sell all Chapter property, which is not designated for exclusive use of the Organization.
- b. Collect all obligations owed to it.
- c. Pay all of its debts and obligations or make adequate provisions therefore.
- d. Deliver all remaining funds, property, etc., to the Parent Chapter for disposition in accordance with latest edition of the State Corporation Code.
- e. Forward all official records, charters, constitution, bylaws, etc., to the Home Office Secretary.

Distribution of Chapter Funds and/or Property to members of a dissolving Chapter is prohibited. This Organization is not liable for any personal damages or liabilities that results from such dissolution. All Chaptering fees, fines and assessments paid shall be forfeited by the dissolving Chapter. A Chapter, having once dissolved, shall lose all rights and privileges of this organization.

Item 2. TRANSFER OF MEMBERS - Members wishing to remain in the Organization may submit a request for transfer to the Chapter of their Choice. The usual letter of recommendation from the Officers is not required.

Item 3. REINSTATEMENT OF A DISSOLVED CHAPTER - The reinstatement of said group shall be subject to all the rules governing a new group seeking a Charter.

SECTION 2. DISSOLUTION OF THE COMPLETE ORGANIZATION - In the event and prior to dissolution of this Organization, a Convention or Mass Meeting shall be called by the Parent Organization. Each Chapter shall have a representation and a voice of its suggestions as to the final settlement of its accounts. The decision of the majority of all members shall be the final decision of the Organization.