

ESSDA BYLAWS

These Bylaws were last amended on 30 June 2024 to reflect the outcome of the referendum held in December 2023 on ESSDA membership fees.

These Bylaws should be read in conjunction with the ESSDA constitution and provide the detail by which the constitution can be put into practice.

Each Bylaw number refers to the same number in the constitution, for example B12 is a more detailed explanation of section 12 in the Constitution. The numbering system is not sequential.

MEMBERS

B.12. CONSTITUENCY OF MEMBERSHIP

B.12.1.1. Ordinary membership is open to: all individuals who accept, abide by and comply with the mission and goals statement of the association (Article 11 of the Constitution) and who have lived in Europe for at **least three months** or elect to dance for a European club or country **at least for one year**. ESSDA reserves the right to check this information.

B.13. MEMBERSHIP

B.13.1.1.a. Applicants should allow two weeks for their application to be processed and granted by the Board or a membership committee.

B.13.1.1.b. Applicants will only be considered to be a fully paid-up member after they receive an acceptance acknowledgement from the Board or membership committee and have paid the membership fee involved.

B.14. ENDING OF MEMBERSHIP

B.14.1.5. Membership of the association ends by:

B.14.1.5.a. Failure to pay the annual membership fee (if there is one) **within 3 months of the person's application for membership**. If the AGM takes place earlier than these 3 months and the new member is present, membership **must be paid at the AGM**.

B.14.1.5.b. Failure to pay a renewal fee of annual membership within **9 months** of the renewal date.

B.15. OBLIGATIONS OF MEMBERS

B.15.1. As decided by the ESSDA members in the online referendum held on 17-27th December 2023, there is an obligation from 1 January 2024 to pay an **annual membership fee as follows**:

B.15.5.a. For Ordinary Members the annual membership fee is **EUR 12.50**.

B.15.5.b. For Extraordinary Members, the following annual fees apply based on the size of the organization:

No. of members	Membership fee
0 – 50	EUR 30
51 – 100	EUR 60
101 – 150	EUR 90
151 – 200	EUR 120
201 or more	EUR 150

B.16. RIGHTS OF MEMBERS

B.16.2.1.a. Voting by proxy: Ordinary and Honorary Members (with voting rights) can vote in person or by proxy. Extraordinary Members can vote through their delegates who should be present in person. The exceptions to this are the **Election of Board Members and referendums for which online voting will be available**. During any other voting at the AGM, members can only vote in person, including through their delegate(s) in the case of an Extraordinary Member, or by proxy.

B.16.2.1.b. An Ordinary or Honorary Member present at the meeting is entitled to cast their own vote and may also cast a proxy vote on behalf of one other Ordinary or Honorary Member. Where an Ordinary or Honorary Member wishes to appoint another Member to act as their proxy, this should be confirmed in writing to the Secretary before the start of the AGM.

B.16.2.1.c. Extraordinary Members vote through their delegate(s) who must be present and may also be an Ordinary or Honorary Member in their own right. Votes cast by a person acting as the delegate of an Extraordinary Member are in addition to any votes cast in their own right or as a proxy.

B.16.2.2. Each Extraordinary Member (club, legal entity) has the right to appoint at least one delegate. Further delegates can be appointed by an Extraordinary Member up to the number of votes held by that Extraordinary Member.

B.16.3. Voting rights: **For members to whom a membership fee applies, only paid-up members can vote at the AGM.**

B.16.3.2. An Extraordinary Member has at least **two votes** through their delegate(s). Extraordinary Members have the following numbers of votes:

No. of members	Number of votes
0 – 50	2
51 – 100	3
101 – 150	4
151 – 200	5
201 or more	6

Each Extraordinary Member has to report the actual number of its relevant members (As defined in 12.1.2. of the Constitution) at least three weeks before the relevant Annual General Meeting.

B.16.3.5. Representation of members and casting of votes: Each Extraordinary Members should determine how many of their votes are held by each of their delegates and should confirm this in writing along with the names of the delegates. This confirmation should be sent to the Secretary at least three weeks before the AGM each year.

GENERAL MEETING

B.17. GENERAL MEETING

B.17.3. Any **member** may submit an **additional agenda item**, to be sent to the general secretary at least 10 days before the AGM.

B.17.3.a. The **Board** may direct that any **agenda item may not be included** in the meeting if it appears that such an item is: irrelevant to the missions and goals of the Association.

B.17.3.5. The procedure for the election of Board Members:

B.17.3.5.a. The election of Board Members takes place at the AGM.

B.17.3.5.b. The election of the Board will be conducted through a secure and confidential online voting platform. Details of how to vote through the platform will be sent to Members by email in at least two weeks before the AGM. The vote will close 24 hours before the AGM.

B.17.3.5.c. Members who are not currently on the Board are able to be nominated to stand for election as long as they have agreed to it. Any member who is nominated needs to be proposed and seconded (a second person to support the nomination), by paid-up members before being able to stand for election (if a membership fee applies). Nominations, containing the name and contact details of the candidate, proposer and seconder, must be received by the Secretary at least four weeks in advance of the AGM. Members cannot be nominated on the day. Details of candidates who have been nominated will be sent by the Board to the members along with the online voting instructions.

B.17.3.5.d. Each voting form will have the names of the members who have been nominated for the election along with the current members of the Board, who will automatically stand for re-election unless they have declined. Members with the right to vote will be asked to elect up to the maximum of nine people.

B.17.7.1. Quorum

A minimum number of **5% of the total number of votes held by the** association, whether in person, by proxy or through a delegate at a General Meeting (Annual and Extraordinary) in order to conclude valid decisions. In the case of changing the constitution or dissolving the association, a **25%** quorum is required as defined in section 25.1 of the Constitution.

B.17.7.1.a. In the case of the online **election of Board Members** a 5% quorum of the total votes of the association applies.

BOARD

B.19. BOARD

B.19.3. If a Board Member does not accept, abide by and comply with the mission statement of the association (look at C.10.), with the Association's Constitution or decisions or has harmed the Association in an unreasonable way, **the Board will take a vote to ask the Board Member to step down**. The excluded Board Member shall have the right to **appeal** this decision at the following General Meeting, but must have a 2/3rds majority.

B.19.4. The Board shall consist of up to nine members.

B.19.7.1. The Office Bearers of the association, (the President, the Vice-President, the Treasurer and the General Secretary), are **elected by office title by the new Board** from among its own members **within the following three weeks**.

B.19.8.a. Board elections on a rolling base: In order to enable continuity of Board decision making, ideally **at least three existing members must stay on the Board** for the following year of office. This will be decided by the outgoing Board, before the election.

B.19.8.b. Board members **cannot serve more than two years** without being re-elected.

B.19.9.5. The Treasurer can represent the association in all financial matters up to a sum of 300 Euros. Anything more than 300 Euros there must be agreement by a majority of the Board.

B.19.10. Rules of conduct for the Board:

B.19.10.a. Board decisions are made in Board meetings, which can be personally attended and/ or organized through Information Technology conference systems e.g. skype.

B.19.10.b. Decisions can also be made through internet voting (Email, Website...). It is a requirement that Board Members have access to email.

B.19.10.c. Board decisions are made with an absolute majority (a minimum of more than the half members of the whole Board).

B.19.10.d. A Board meeting needs a quorum of more than the half of the Board attending the meeting in person or through conference systems in order to conclude valid decisions, otherwise the Board meeting is only entitled to make proposals.

B.19.10.e. A Board meeting is convened through an agreed proposal made by the President and Vice-President. The date, city or method of meeting and agenda should be notified at least two weeks before, but preferably one month before the proposed date. Those who are not able to attend are invited to send comments. Convened meetings can be postponed and/or continued within a period of two weeks from the original meeting date by agreement of all those Board Members who agreed to attend. This has to be published to the rest of the Board on the same or next day together with the planned agenda.

B.19.10.f. Decisions by other tools for Internet voting like video conference shall only be used when all Board Members can organize the access to it.

B.19.10.g. Email decision procedure of the Board:

a) Commitment:

Everybody on the Board has to commit to checking emails and responding within an agreed timeframe or indicate otherwise a period where they cannot check emails.

b) Timeframe:

Generally, a week to check and respond for every proposal made. The date of the proposal and time limit should be included in the proposal! Anyone who has not answered within the fixed period is assumed to have abstained from voting.

c) Majority:

An absolute majority (more than the half of the whole Board).

d) Definition and Identification:

Any proposal that requires a vote should be named as such, and the wording clear in the body of the email. It MUST have the word "PROP" followed by the keyword in the **subject** of the email. The email must be high priority. General discussion and ideas should **not** follow this format.

e) Time for discussion:

The suggestion is to give time for discussion, gathering of information and forming or changing an opinion when possible BEFORE a proposal is made.

f) The decisions of the Board should be announced quarterly to the Membership.

- g) The results of the voting and the details on all proposals are to be recorded by a member of the Board for a period of five years.

VOTING

B.21. VOTING

B.21.1. Ways of participating, Majority and Quorum: With the exception of changing the constitution or dissolving the association, this is covered by section 16 and 17 of the Bylaws.

BY-LAWS

B.24. BY-LAWS

B.24.5 is defined in section 17.3 of the Bylaws.

CHANGING THE ARTICLES AND THE DISSOLUTION OF THE ASSOCIATION

B.25. CHANGING OF THE ARTICLES

B.25.1. The decision to change the Constitution or to dissolve the association can only be taken by the General Membership in a General Meeting, not in a referendum.

B.25.4. is defined in section 17 of the Bylaws.

REFERENDUM

B.27. REFERENDUM

B.27.a. A Topic that requires an immediate decision which cannot wait for the General Meeting can be put forward for a referendum by the Board or by the membership.

B.27.b. In the case of a referendum being requested by a member and not agreed by the Board, the referendum will only be granted if it comes from a group of members representing 25 % of the membership with voting rights.

B.27.c. A referendum is carried out by a voting committee, appointed by the Board or at the Annual General Meeting, consisting of 2 persons of different nationality.

B.27.d. A referendum is carried out by publishing a motion by the Board and asking for votes to be received by the voting committee within a specific period. Internet voting will be used in this case. After the voting period is closed the voting committee should check membership and voting rights.

Sources for the Bylaws:

- Founding Notes ESSDA (prepared by the committee of five people for the founding meeting in London, 18th February 2007),
- Bylaws EGLSF
- Bylaws UKSSDC

Board Members:

**Davy Brocatus
Tessa Cleaver
Diana Vinke
Janina Dobberschütz
Tom Dane
Mark Hebell**