

The National Association of Rhythm & Blues Dee Jays, Inc.

NAR&BDJS

ORGANIZATIONAL BYLAWS

(February 2017 amended)

PREAMBLE

It is the expressed intent of the founding members of this association (NAR&BDJS) that all members shall have and exhibit a sincere appreciation and interest to “Promote, Preserve, and Perpetuate” the genre of music known as “Rhythm & Blues” and its derivatives, including, but not limited to, Soul, Blues, Dance, Motown, Memphis Sound, and others. This may be more specifically defined as music that can be danced to by any age group from any part of the country where “Fast Dance”, i.e. Bop, Shag, Swing, Jitterbug, Push, Whip, Beach Bop, Be-Bop, West Coast Swing, Imperial Swing, and others, are performed by dance clubs and individuals. NAR&BDJS shall not by its rules, regulations, or wordings, dictate what can be played by its members, but shall always be defined by this mission.

Mission Statement

As defined above, the main mission of the NAR&BDJS shall be to Promote, Preserve, and Perpetuate the music genre Rhythm and Blues. It shall also encompass the following:

- A) To provide a national network of communication between Dee Jays (DJs) with a similar interest in our music (R&B)**
- B) To generate news and information about the NAR&BDJS, its members, the music they play, and the dance community, on a continual basis through the use of Social Media, i.e. Facebook, Twitter, Instagram, and others, as they become socially ingrained.**
- C) To generate on a minimal bi-monthly basis a newsletter, with commentary, music lists, and member input, to be distributed through Social Media, Email, as well as standard mail where needed.**
- D) To acknowledge and support the importance of each members actions as well as the combined actions of the total membership in their efforts to promote our mission.**

E) To encourage mutual cooperation and camaraderie among all members and other DJs, whatever their music and dance preference.

F) To establish a basis for honoring those who have shown an effort through their time, resources, talent, and devotion to our mission, music and dance in general, with distinction.

Name-Logo-Colors-Slogan

Our organization shall be known officially as, "The National Association of Rhythm & Blues Dee Jays". The following abbreviated names are synonymous with the full name above; "NAR&BDJS", "R&BDJs", "National Association of Rhythm & Blues DJ's", "National Association of R&B DJ's", & any other combination forthwith.

The Associations official logo shall be as depicted on enclosure one (1). The Associations newsletter logo shall be as depicted on enclosure two (2). Service mark (SM) & trademark (™) has been requested for our use only. Any member may use the Associations logo's on various items such as banners, clothing, business cards, personal or professional websites or social media accounts, as there is no change in the logo design. Under trademark laws, any infringement upon this rule, without prior Board consent, shall result in membership revocation and possible legal action. If in doubt, ask before using.

The official Association colors are black and white. But, variations using red, white & blue only, are acceptable.

The official slogan or catchphrase is "Nothin' But The Blues".

ORGANIZATION

(The original "Start-Up" section of Organization, revised March 25 1996, has been removed as it no longer applies.)

TWO LEVEL SYSTEM

NATIONAL

NAR&BDJS management shall consist of a National Board of Directors including a President, Vice President, Secretary, Treasurer and 4 Regional Directors. The President shall be the Chairman of the Board. If for any reason a Director should retire, be removed, or no longer be able to serve, the position shall be filled from the current membership rolls by majority vote of the remaining Directors. Departing Directors will be given the opportunity to become members of a Board of Advisors unless they have been removed from their position by the President or by Board role call and vote.

REGIONAL

The regional level shall consist of the following areas: East, South, North, & West, with those four Regional Directors being on the Board level. A "State Representative" that reports to the Regional Director, may be established to help in needs and questions from that particular state. For a state to be represented, it must be an "active" state with 3 or more members. See Procedural Guidelines #4 for assignment of states within these areas. All states are considered "inactive" unless they have at least one (1) active member. *Note, There is to be open communication at all times between the Board and all members regardless of any state or regional representation.

Term of Office

- 1) **Board of Directors:** All members of the Board of Directors shall serve a two year term with the following positions staggered: President, Secretary, East Director, and West Director in even number years. Vice President, Treasurer, South Director, and North Director in odd number years. Terms to run from January 1st until December 31st.
- 2) **Elected Directors** may serve no more than two (2) consecutive terms in the same position. A first term President (Chairman) may not run for a lesser elected position. A second term President (Chairman) may not run for any elected position.
 - 3) **State Representatives** shall be appointed by the Board of Directors
- 4) **Board of Advisors:** This position was initially established by the Founders in 1995. All Presidents (Chairmen) become members of the Advisory Board when they depart their elected position. Membership may be declined and is not retroactive.
 - a) **When there is an outgoing incumbent President (Chairman),** the senior member of the Board shall retire. This vacancy will then be filled by the outgoing President (Chairman). This sequence shall continue thereafter.
 - b) **Seniority** shall be based on the consecutive amount of time that the member has been on the Board.
 - c) **Members of the Board** must maintain a current Association membership and they may not hold concurrent elected or appointed positions in the Association.
 - d) **Vacancies, for whatever reason, will not be replaced.**
 - e) **The number of advisors** shall not exceed the number of Directors at any time.

DUTIES AND RESPONSIBILITIES

- 1) **President (Chairman):** Duties include, but may not be limited to, the following:
 - a) **Preside and maintain order** at all official meetings using the established guidelines of Roberts Rules of Order. The President may not vote on motions before the Board except in the case of a tie vote.

- b) Announce all business**
- c) Act as the primary spokesperson and public relations representative for the Association.**
- d) Enforce the guidelines of the established By-Laws**
- e) Maintain an ongoing personal file of current and past Association correspondence, including emails, postal, and meeting notes.**
- f) Establish and promote a working relationship with all other groups, associations, and clubs, (social and commercial) which have similar music interests, while maintaining no monetary exchange for favors (kickbacks) with these said groups. Any act of impropriety shall be investigated by the Board and the President, or any board member, may be removed by majority vote of the Board of Directors.**
- g) Take such other actions deemed necessary to maintain a strong and functioning organization.**

2) Vice President (Director): Duties include, but may not be limited to, the following:

- a) In the absence of the President and when so directed by the President, perform the duties of the President and such other duties as assigned by the President.**
- b) Coordinate the actions of the Regional Directors.**
- c) Monitor the actions and progress of established committees.**
- d) Coordinate special projects / events when so directed.**
- e) Assist the Information Editor in the gathering of information for a periodic newsletter, flyers, social media, and email correspondence.**

3) Treasurer (Director) : Duties Include, but may not be limited to, the following:

- a) Receive and bank all monies due the Association.**
- b) Issue checks for expenditures when presented with a valid receipt and expense form by a presiding Board member. Receipts must be for Association business only and any amount above \$50 must have had prior approval from the Board of Directors.**
- c) Maintain accurate records of all financial transactions.**
- d) Pay all debits by NAR&BDJS checking account or credit card where needed.**

- e) Provide a statement of finances at any official meeting or when requested by a presiding Director of the Association.
- f) Be bondable and bonded.

4) Secretary (Director) : Duties include, but are not limited to, the following:

- a) Preparing, reading, and maintaining a historical file, of the minutes of all meetings, whether in person, telephone, or video conference.
- b) Maintain membership applications, correspondence, and the issuing of all membership cards and association correspondence to all members.
- c) Maintain an up-to-date membership roster and share this information with the Information Editor for inclusion on the association website.
- d) Work with the Treasurer to ensure all membership dues and information is up-to-date.
- e) Maintain a permanent record of all physical assets belonging to the association.

5) Regional Director : Duties include, but are not limited to, the following:

- a) Act as the primary “point of contact” within their region.
- b) Keep the President and other Board members informed of such activities and information of interest to the association.
- c) Forward membership applications to the Secretary for processing.
- d) Provide information, columns, “Top Ten” reports, and any other assigned duty to the Information Editor for inclusion in our newsletter and email correspondence.
- e) Maintain contact with State Representatives within their region.
- f) Perform other such duties as assigned by the President.

6) State Representative (Non-Voting) : Duties include, but are not limited to, the following:

- a) Act as a “point of contact” for their state

- b) Report directly to their Regional Director with any and all information of activities within their state that pertains to the association.
- c) Gather and forward any membership applications to their Regional Director.
- d) Perform other such duties as assigned by their Regional Director or by the President or Board.

7) Information Editor (Non-Voting) : Duties include, but are not limited to, the following:

- a) Compile and maintain a newsletter on a minimal bi-monthly schedule to be issued thru an email server to association members.
- b) Maintain the association website, social media presence, contact lists, and any emergency or time sensitive correspondence.
- c) Keep in contact with the Board and membership through email or other social media means, in order to inform the association of the time sensitive reports that are needed to maintain an informative newsletter.
- d) Participate in all conference calls, meetings, Board correspondence, and report on the information process.

8) Members :

- a) Members must conduct themselves in a professional manner at all times and abide by the established Association By-Laws.
- b) Members may display the association logo on apparel, flags, stickers, their own DJ website, or any other appropriate usage to display that they are dues paying members of the NAR&BDJS. All dues must be up-to-date. Any member who decides to leave the association, or is not current in their dues, must cease the use of any association logo, artwork, or name until such time that member is back in good standing with the association.
- c) The NAR&BDJS will not exclude or discriminate, for any reason, including but not limited to, Race, Sex, Religion, Ethnicity, Gender Preference, or any other discriminatory practice, in our normal dealings with our members.
- d) The NAR&BDJS shall not by its rules, regulations, or wordings, dictate what can be played by its members, but shall always be defined by our mission.

ELECTIONS

***NOTE, in the original wording for the association by-laws dated March 1995; Elections were still up for debate and edit. There was no amendment that showed these as being set. Refer to By-Laws, Page 5, Paragraph 7, "Elections". In reference, the Association will refer to Robert's Rules of Order, Article 11-B Nominations and Elections, 66A, Nominations and 66 B, Conducting Elections. Otherwise the following will apply:**

a) As stated on page 5 of these by-laws "Term Of Office", the following will apply:

- 9) Board of Directors: All members of the Board of Directors shall serve a two year term with the following positions staggered: President, Secretary, East Director, and West Director in even number years. Vice President, Treasurer, South Director, and North Director in odd number years. Terms to run from January 1st until December 31st.**

Elected Directors may serve no more than two (2) consecutive terms in the same position. A first term President (Chairman) may not run for a lesser elected position. A second term President (Chairman) may not run for any elected position.

b) The association Secretary will send out notification to all members by postal, email, and social media correspondence that nominations for the Board positions available are being taken, no later than sixty (60) days prior to that office(s) being vacated. A nomination form will accompany all postal notifications.

c) Members may nominate themselves or someone else that is a member in good standing in the association, by return of the postal nomination form to the Secretary by the date listed, by telephone to the Secretary, by email to the Secretary, or by appearing at the annual meeting, if one is held. A brief bio of the nominee must accompany the nomination (written or verbal).

d) If a yearly meeting is held, which because of the geography involved in a national meeting may be bi-yearly; it must be prior to the sixty (60) day cutoff date. At that time nominations will be taken from the floor. The process of making floor nominations is subject to the following rules:

1) Recognition by the chair is not required to make a nomination. However, calling nominations from your seat must be accompanied by the member standing and addressing the Board.

2) Nominations do not have to be seconded, but it is not out of order for members to second a nomination to signal their endorsement.

3) A member can nominate themselves if they are in good standing with the association.

4) Any member nominated must be in good standing with the association.

5) A member shouldn't offer more than one nomination to a position if there are several seats open for that term until all other members have had the opportunity to make nominations.

6) A member can be nominated for several offices, but, if elected, can serve in only one (1) position.

7) Nominees do not have to leave the room during the nominations, when the vote is taken or when the vote is counted.

8) Votes are taken, in a general meeting, by voice or the raising of an arm, as decided by the president.

9) Nominations, votes, and elections in a general meeting supersede any formal mailings of any kind and will stand as a formal end to the election process. If any position is not filled in a general meeting, then that position will be under the sixty (60) day rule.

10) A member can rise and decline the nomination during the nominating process.

11) After each nomination, the president repeats the name of the nominee to the attendees of the meeting.

12) Nominations are taken for the successive offices in the order they are listed in the bylaws.

13) If a general meeting is convened, absentee ballots may be mailed to those not able to attend the general meeting.

14) Nominations for each office are followed by the election for that office.

15) Assumption of duties: It is intended that the turnover of control by outgoing and incoming Directors will occur during an annual meeting. If a meeting is not convened, turnover shall occur once votes have been counted and the term expires.

Membership

ELIGIBILITY

- 1) Any active Dee Jay (DJ) who shows a sincere and established involvement in the promotion, preservation, and perpetuation of Rhythm & Blues (R&B) music.
- 2) Any individual, business, dance club, or other organization, that shows a sincere and established interest in the promotion, preservation and perpetuation of Rhythm & Blues music (R&B).

DEFINITION

- 1) **REGULAR MEMBER:** Active DJs who play R&B music ,and it's derivatives, known as Blues, Bop, Shag, Beach, Swing, West Coast Swing, Beach Bop and others, for the entertainment and dancing pleasure of others, whether as a part time or full time profession.
- 2) **ASSOCIATE MEMBER:** Private or professional individuals who wish to actively show their support for this Association and its mission. Examples include, but are not limited to,

record/cd/music collectors, retired or inactive DJs, event and music coordinators, or any R&B enthusiast.

- 3) **SUPPORTER:** Any social club or group, business, organization, or major dance/music event that wishes to actively show their support for this Association, its mission and its members. Examples include, but are not limited to, social dance clubs, dance club associations, dance associations, R&B associations or foundations, record labels, music businesses, radio stations, radio programs, night clubs, lounges, ballrooms, and major dance events.

REQUIREMENTS

- 1) Prospective members joining as a regular member will need the following:
 - a. Membership application filled out and sent in.
 - b. A letter of endorsement from at least one (1) active member.
 - c. A detailed background of their involvement in R&B music as an active DJ.
 - d. A listing of groups, clubs, or self-owned DJ service and how often they play there.
 - e. One year membership dues by check or money order (\$20)

FINANCIAL

General: The Association fiscal year shall be January 1st through December 31st of each year. Detailed financial records must be maintained to establish a working “norm” for the cost of various operating categories. Reimbursements will only occur when the expenditure when the following occurs: an authorization in advance when the amount is over \$150, a valid receipt is submitted and properly dated, and funds exist to cover the expenditure. A valid budget must be set for each year by January 31st of that year. Non- Profit status will be applied for within one (1) calendar year from the adoption of these by-laws (2017). Tax status shall be moved from its current location in the state of Kentucky to the current treasurer’s home state (Virginia currently 2017). As a new Treasurer is voted to the Board, the status shall move to that treasurer’s state for the duration of their term.

DUES: Annual dues shall be paid and processed during the months of December and the following January. After January 31st, a grace period of 14 days is added. If the annual dues are not received during this time period, the member will be removed from the active roster until such time the dues are paid. There will be a \$10 additional fee to any member that wishes to re-up after the initial grace period. If membership is not renewed by March 1st of each year, that member is deemed inactive and must re-

apply to become a new member, paying the full dues, and loses any seniority associated with the inactivity.

Initial Membership Fee: \$20 Annual Dues: \$20

REVENUE SOURCES : Membership dues and newsletter advertising will be the initial resources for funds for the association. Any involvement in the creating, marketing, and selling of any music compilation with any record label, that will be an outlay funds for the association must be prior approved by the Board of Directors. At such time that is accomplished, any profit from said sell shall be the sole property of the Association, thus creating an additional revenue flow.

DISSOLUTION OF ASSOCIATION ASSETS : In the event of dissolution of the Association, all physical assets shall be sold. Cash received from such sale and all cash in any financial accounts, after outstanding obligations are satisfied, shall be donated to one or more charitable organizations, as designated by majority vote of the Board of Directors.

MEETINGS

Due to the geographical locations of the various Board of Directors and general membership, a yearly or bi-yearly business meeting will be difficult or impossible. The Board of Directors must do everything within reason to schedule at least a bi-yearly meeting. Attendance will not be mandatory, but will be encouraged. No Association funds shall be used for the travel, lodging, or food of any Board member wishing to attend an annual or bi-annual meeting. However, if a meeting is approved by the Board, funds may be allotted for any necessary set up and execution of the said meeting. This may include, but is not limited to, the following: Rental of a Hall, creation of any paperwork needed for the meeting, signs, giveaways that may be needed to entice participation in the meeting, food as needed, or any other outlay deemed to be "in good faith" for the betterment of the membership body. *This may not include any purchase of alcohol.* The Board will at that time set an appropriate amount as voted by the majority of the Board. This may include "mini" meetings that may be held by Directors or Representatives at a major dance/music event. But, that amount must be significantly lower than any major meeting. Members must be advised of any meeting as early as possible of the date and location of the meeting prior to the event.

AWARDS

Two awards shall be given by the Association, when merit is determined by the Board, to honor those individuals with the most dedication to our mission, "Promote, Preserve, and Perpetuate" R&B music

and dance. Nominations must be received by the Board prior to March of each calendar year to be considered for these awards. Nominations may come from the general membership body or from the Board themselves. Social media and email will be used to inform the membership that nominations are being gathered. The Board will vote by majority for these following two awards:

THE "TOM POLZIN BLUE NOTE" ACHIEVEMENT AWARD

This award shall go to the person, persons, or company in the music industry that has over time, or the given calendar year, showed excellence in the promoting, preserving, and perpetuation of R&B music.

THE "RUFUS OATES" AWARD

This award shall go to the person or persons internally that has over time, or that calendar year, showed excellence in promoting, preserving, and perpetuation of R&B music, and showed the most dedication to our mission and distinction of our association in general.

These awards may be given each calendar year, but, may be left open if the Board cannot make a decision on any nominee.

CODE OF CONDUCT

As representatives of this Association, members are advised to conduct themselves in a responsible manner at all times when attending any event, function, charitable undertaking, or any other event that is related to the music that is the central focus of this association. This time includes being a working DJ at any event, a participant, spectator, or attendee at any function where they are representing the Association. The professional image of this Association must be maintained or enhanced by its members whenever a member is in the public eye. Since members, by their status and stature in the R&B community are often times most recognizable, whether working or not, this maintenance of appropriate decorum is critical. The member is discouraged from disparaging comments on any other member, any other association or any artist. This is not intended in any way to discourage members from the full enjoyment of the good times that accrue from active participation in any such event. Rather, members are encouraged to lead such celebrations, spreading their personal and professional cheer, charm, and good will wherever they go.

Specific allegations purporting misconduct by a member should be directed to the President or any Board member for appropriate investigation and action. A finding of serious misconduct can lead to dismissal of the member. Lesser actions may also be taken if warranted and appropriate. Since a member's actions can reflect with great intensity on the credibility of this Association and all other

members, such allegations will be taken seriously and treated with expedience, with a dedicated aim toward resolution and correction of any perceived or proven problem. Any member dismissed from the Association must wait one (1) calendar year to apply for reinstatement. Reinstatement will be considered by the Board and voted on. If the member is reinstated, any other expulsion will be permanent. Any actions taken will be by meeting, video conference, or private email and the decision will be directed to the individual only. The Boards decision is absolute.

POLICIES

It is the expressed intent of the Founders of this Association to never dictate how members conduct their personal business. There are ,however, some basic guidelines and policies that the Association intends to follow:

FREE PLAY: To foster fair and equitable competition among the members of this Association, a “no free play” guideline is established. This guideline is intended to encourage members to always charge a fair and reasonable fee for their services when playing in a commercial, social, or private, setting, notwithstanding the actual location of the event or function. In the case of charitable activities, not associated with this Association, members may donate their fee and time. This Association may not, by words or actions, dictate how much a member may charge for their service.

MUSIC : This Association may not, by its words or actions, dictate the type of music that can be played by any member at any event. But, the members must understand that they have joined this Association to promote R&B music and that this music should be included in any event said member participates.

MEMBERS SERVICES : This Association will not require or take any actions to pressure any club, event, or organization to use a member of this Association for their function.

ASSOCIATION REPRESENTATION ; Unless authorized by this Association, no member shall take it upon themselves to represent the Association with regard to public opinions, stands, or actions, on any media platform, including print, social media, email, interviews, and any other form. The wearing of Association apparel is a form of representation the member should conduct themselves accordingly. Any question to this Association should be directed to our Information Director or President for a formal response. We are proud of our members and hope they will remain proud of our Association. “If in doubt, leave us out”.

BY-LAWS

These By-Laws may be amended or replaced by a majority vote of the Board of Directors. Changes or additions to the By-Laws that also require making a change to the Association Articles of Incorporation shall be considered a "Revision". All other changes or additions to the By-Laws shall be considered to be a "Change". Any change must be advertised to the general membership body for at least 48 hours through the use of a newsletter, social media or email, prior to the adoption of the edited change.

PROCEDURAL GUIDELINES

As in the case with any large organization, detailed procedures or instructions are necessary to establish standardization of administrative actions. A set of procedural guidelines for this Association shall be developed and used for the same purpose. Procedural guidelines shall be limited to only administrative topics and should provide the details on not only the "what to do" but also the "how to do it". A majority vote of the Board is required to make additions or changes to the procedural guidelines.

