



*Connecting and Inspiring  
Through Traditional Music and Dance*

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PO Box 448 • Latham NY 12110-0448 • [info@danceflurry.org](mailto:info@danceflurry.org) • [www.danceflurry.org](http://www.danceflurry.org)

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April 25, 2024

Dear DFO Members:

The DanceFlurry Organization last adopted changes to its Bylaws at the May 11, 2014 Annual Meeting. Since then, the organization has continued to flourish, offering the annual three-day Flurry festival, the Adirondack Dance Weekend, and regularly-held dance series in multiple formats and styles for the public, as well as special events and community outreach programs. In 2023 we raised significant monies in response to the effects of the Covid pandemic's impact on social dancing in general and the Flurry Festival in particular. In 2024 the DFO Board initiated an Endowment Fund to complement the annual fund giving opportunities.

Reviewing and revising the Bylaws is a necessary part of responsible government, and in early 2024, a small team of six undertook the endeavor. The team consisted of Team Leader, board member Cindee Herrick, Acting Board President Kevin Musick, Treasurer Noel Kropf, Secretary Marie Bruschi, board member Anne Seeley, and DFO administrator Lorraine Weiss. The work was done in conjunction with legal advice and a review of the relevant state statutes and guidelines for Not-for-Profit organizations, as well as a deep understanding of the culture of the DFO and its role in the participatory dance community of the Albany region.

The final document submitted here reflects the revisions this team recommends that the membership approves by a vote. It must be adopted as a complete document. As a quick read of the recommended revisions reveals, most of the changes serve to clarify language. Some changes serve to clarify processes and procedures.

**Section I. Name** no changes.

**Section II. Purpose/Mission** strictly a clarification.

**Section III. Membership** strengthens and clarifies existing language.

**Section IV. Meetings of the Membership**, subsection (g) led to robust discussion of the value of proxy voting and of nominations from the floor. After many discussions, we retained the opportunity to make nominations from the floor and established a formal proxy vote procedure.

**Section V. Board of Directors** gave the team the opportunity to review the role of the Board. It did not make any substantial changes to the duties or roles of the Board. The most significant change is in Subsection (b), which now more clearly delineates the duties that belong solely to the Board and those which the Board can delegate to committees, dance series coordinators, and program or event coordinators. That same subsection now also strengthens the DFO's commitment to the music aspects of its programming.

***Continued***

**Section VII. Officers** received the greatest number of changes. The roles of the First and Second Vice President are now specially delineated, and the Treasurer serves on the Audit Committee.

**Section VIII. Committees** now gives the authority to the Executive Committee to oversee the Board Committees. In the 2014 version, the authority rests with the President. The revisions also bring the composition of Board committees in line with state law: only board members can serve on Board committees. For this reason, only Board members can service on the Nominating Committee (subsection (b)). The other significant change is subsection (d) which makes the Audit Committee independent from the Finance/Budget Committee. The Treasurer will serve on the Audit Committee and the First Vice President will chair that committee.

**Section IX. Election of Officers and Board Members at Large** subsection (d) changes the procedure for the election of officers and directors when the election results are inconclusive. The proposed procedure will permit the members who mailed in or emailed in their ballots to cast a ballot in the event of a recount or additional round of balloting. The 2014 procedure only allows for attendees to the Annual Meeting to cast a ballot in a recount or when election results are less than clear.

**Section X. Fiscal Year** no changes.

The former **Section 11. Amendments to the Bylaws** has been moved to **Section IV. Meetings of the Membership** because the approval of DFO Bylaws occurs at a membership meeting.

**Section XI Special Notices Re Tax Exemptions** only a correction of its number.

**Section XII. Adoption** only a correction of its number.

***The Bylaws Team submitted the final revisions to the DanceFlurry Organization Board at the April 28, 2024 meeting. The Board approved the revisions and recommends the adoption of the revised Bylaws by a vote at the 2024 Annual Meeting.***

Respectfully Submitted,

Cindee Herrick  
Leader, Bylaws Team  
April 2024