

**BY-LAWS
OF
NORDIC FIDDLES and FEET**

Article I: Name and Offices

Section 1. Name. The name of this organization shall be Nordic Fiddles and Feet.

Section 2. Offices. The principal offices of this organization shall be in Knoxville, Tennessee. The organization may also have offices at such other places as the purposes of the organization may require.

Article II: Status and Purpose

Section 1. Status. Nordic Fiddles and Feet shall be a non-profit educational and cultural society. No part of the net earnings of the organization shall inure to the benefit of or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of its objectives and purposes as herein set forth.

Section 2. Objectives and Purposes. The primary objective and purpose of Nordic Fiddles and Feet shall be to conduct educational programs and activities which will support awareness and knowledge of and promote interest in Scandinavian traditional music, dance and culture.

Article III: Membership

Section 1. Membership. Membership shall consist only of the members of the Board of Directors.

Article IV: Board of Directors

Section 1. Role. The Board is responsible for overall policy and direction of the organization and its property, including stewardship of the educational and cultural operations and the management and administration of operational and financial affairs.

Section 2. Powers. The Board of Directors shall have the entire charge, control and management of the organization and its property and may exercise all or any of its powers.

Section 3. Number and Election. Except as otherwise provided by these By-Laws, the number of Directors that shall constitute the whole Board of Directors shall be fixed, and the Directors elected, by the Directors at the annual meeting.

Section 4. Officers. The Board of Directors shall select from its ranks a President, a Secretary, and a Treasurer. A Director may hold more than one office.

The President shall, in general, perform all the duties incident to the office of President, and in general pursue the goals of the organization.

The Secretary shall have charge of such books, documents and papers as the Board of Directors may determine. Such books shall be open for inspection.

The Treasurer shall have custody of all funds, property and securities of the organization, subject to such regulations as may be imposed by the Board of Directors; shall keep a full and accurate record of all moneys and obligations received and paid or incurred for or on account of the organization; shall exhibit such books at all reasonable time to any Director; and shall prepare an annual Financial Report.

Section 5. Vacancies. Any vacancy at any time, existing in the Board of Directors, may be filled by the Board of Directors at any meeting.

Section 6. Enlargement of the Board of Directors. The number of the Board of Directors may be increased and one or more additional Directors may be elected at any meeting of the Directors.

Section 7. Tenure. Except as otherwise provided by law, by the Articles of Organization or by these By-Laws, Directors shall hold office until the next annual meeting of Directors and thereafter until their successors are chosen and qualified.

Section 8. Resignation. Any director may resign by delivering his written resignation to the organization at its principal office. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 9. Removal. A Director may be removed from office with or without cause by vote of a majority of the Directors then in office.

Section 10. Compensation. The Directors shall not receive any stated salary for their services as such, but they may receive compensation for reasonable expenses. The Board of Directors shall have power in its discretion to contract for and to pay to Directors rendering professional or exceptional services to the organization special compensation appropriate to the value of such services.

Section 11. Meetings. The date, place and time of the annual meeting of the Directors shall be fixed by the Directors. In the event that no date for the annual meeting is established or if no annual meeting is held in accordance with the foregoing provisions, a special meeting may be held in lieu thereof, and any action taken at such meeting shall have the same effect as if taken at the annual meeting.

Section 12. Committees. The Board of Directors may create committees as needed and delegate such powers as it sees fit. The Directors shall have the power to fill vacancies in, change the membership of, or to disband, any such committee.

Article V: Finances

Section 1. Contracts. The Board of Directors may authorize any director to enter into any contract or execute and deliver any instrument in the name of and on behalf of Nordic Fiddles and Feet, and such authority may be general or confined to a specific instance.

Section 2. Fiscal Year. The fiscal year of Nordic Fiddles and Feet shall commence on September 1 and end on August 31 of each year. The fiscal year may be amended at the discretion of the Board of Directors.

Section 3. Expenditures. All expenditures are subject to approval by the Board of Directors.

Section 4. Compensation for Services. The Board of Directors shall have the power in its discretion to contract for and pay to persons rendering professional services to the organization, reasonable compensation appropriate to the value of such services.

Section 5. Prohibition Against Sharing in Corporate Earnings. No director or person connected with Nordic Fiddles and Feet shall receive at any time any of the net earnings or pecuniary profit from the operations of the organization, provided that this shall not prevent payment in accordance with Article V, Section 3 of these By-Laws, and no such person or persons shall be entitled to share in the distribution of any corporate assets upon dissolution of the organization.

Article VI: Amendments

Section 1. Amendments. The Directors may make, amend, or repeal these By-Laws, in whole or in part.

Article VII: Compliance with Internal Revenue Code

Section 1. No part of the organization's assets or net earnings may inure to the benefit of any individual. This does not preclude the payment of reasonable amounts for goods or services provided to the organization.

Section 2. Upon dissolution, the assets of the organization shall be distributed to The North American Folk Music and Dance Alliance, Inc., or to another nonprofit organization that is exempt under section 501(c)3 of the Internal Revenue Code.

Section 3. The organization shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, except to the extent permitted by section 501(h) of the Internal Revenue Code, nor shall it participate to any extent in any political campaign for or against any candidate for public office.

Section 4. It is intended that the organization shall be entitled to exemption from Federal income tax under section 501(c)(3) of the Internal Revenue Code and shall not be a private foundation as described in section 501(a) of the Code.

Section 5. The organization subscribes to the general purposes of The North American Folk Music and Dance Alliance, Inc.

These By-Laws were approved at a meeting of the Board of Directors of Nordic Fiddles and Feet on February 22, 2001.