

LowCountry Shaggers Bylaws

ARTICLE I PREAMBLE

Section 1: Name: The name of the Organization shall be LowCountry Shaggers.

Section 2: Purpose: The purpose and business of this organization shall be: to promote and preserve the heritage of beach music and shag dancing; to educate and teach others the art of the shag dance; to provide its members and guests with dance opportunities and to inform its members of beach music and shag dancing activities.

ARTICLE II MEMBERS

Section 1: Membership: Membership to the LowCountry Shaggers shall be open to all of those that are interested and willing to uphold the purpose of the organization. Any person may become a member of this Organization by submitting a written and signed application on a form approved by the Board, together with payment of first year's membership dues to any Board member. Membership runs for 12 months from the time of joining.

Section 2: Voting Rights: Each member of this organization in good standing on the date and time of any vote shall be entitled to one vote on each matter submitted for a vote to the members.

Section 3: Dues: The Board shall determine the amount of Annual dues for membership. Any Increase in dues shall be forwarded to the membership for final approval.

Section 4: Membership renewal and Automatic Termination:

- A. **Membership Renewal:** A member in good standing on the first day of their anniversary month may renew for the next twelve (12) months by paying the appropriate yearly dues no later than thirty (30) days following their renewal date.
- B. **Automatic Termination:** Any member who fails to renew their membership in the organization as provided above shall be automatically terminated.
- C. **Reapplication:** See Article II, Section 1. If terminated for nonpayment of dues, a person must apply as a new member, by completion of an application along with payment of new member dues and delivering it to any Board Member.

Section 5: Disciplinary Action:

A. **Disciplinary Action:** Shall be handled by the procedures outlined in the current edition of Robert's Rules of Order.

Section 6: Reinstatement: A member who has been expelled from the organization may reapply for membership any time after twelve (12) calendar months following the date that they were expelled, following the procedures outlined in Article II, Section 1.

ARTICLE III MEETINGS

Section 1: Meetings: The Membership Business meeting shall be held at least bi-annually, April and October. The October Business Meeting will serve as the Election of the President, Vice President, Secretary, Treasurer, three at-large Directors and a Sergeant of Arms. The Sergeant of Arms will be able to Speak to any Agenda Item at the Board of Directors Meetings, but will have no voting rights. The President will have Full Voting Rights. Those eight elected will be the Board of Directors for the next calendar year beginning January 1st of the year following the October election.

Section 2: The Board of Directors shall meet no less than quarterly beginning with the month of January after the October meeting to elect new officers. Any member of the organization or member of the Board of Directors may request in writing or by e-mail to the President for a special meeting. The Board must be given at least three days' notice before the meeting can be held. The Board of Directors shall notify the membership of any regular or special meetings. Any member in good standing may attend any Regular or Special called Board of Director meeting. The dates of the Board Meetings will be set by the Elected Board at the January meeting.

- A. **Closed Meetings:** There will be no Executive Sessions or closed, secretive meetings held by the Board of Directors and this may not be amended or changed by the Board of Directors or membership.
- B. **Voting at Meetings:** There will be no voting by proxy, absentee ballots, email or any other form of electronic means at any Board of Directors or membership meetings, including the Election of Officers.

Section 3: Quorum:

- A. A quorum for the meetings of the Board of Directors shall consist of five out of seven members of the Board of Directors excluding the Sergeant of Arms.
- B. A quorum for the membership business meeting shall consist of those members in attendance.

Section 4: Rules of Procedure: The Current edition of *Roberts Rules of Order* shall determine the parliamentary procedures and practices in all cases to which they apply, excepting solely where inconsistent with the Organizations Bylaws or the laws of the state of South Carolina.

ARTICLE IV BOARD OF DIRECTORS

Section 1: General Powers: The business and affairs of this organization shall be managed by its Board of Directors.

Section 2: Number, Tenure and Qualifications: The organization shall have eight (8) members on its Board of Directors consisting of the President, Vice President, Secretary, Treasurer and three (3) members elected at large for the Board and one nonvoting Sergeant of Arms. The Board shall be elected by the members as provided herein for a term of one calendar year beginning January 1 and ending December 31 of the same year. A member must be in good standing of the organization prior to taking office and at all times during their term of office must remain a member in good standing. A Board member may serve no more than two consecutive terms in any position and no more than a total of four consecutive years on the Board. They may again run for the Board after at least one year of absence from the Board.

Section 3: Vacancies: Any vacancies occurring on the Board may be filled by an affirmative vote of a majority of the remaining members. The elected member shall serve the unexpired term of their predecessor in office.

Article V OFFICERS

Section 1: Number: The officers of the organization shall consist of a President, Vice President, Secretary, Treasurer, three (3) members at large and a Sergeant of Arms. The Board may appoint one or more officers for the Secretary or Treasurer. The duties of such officer shall be defined by resolution of the Board and shall serve at the pleasure of the Board and will have no voting rights on the Board of Directors.

Section 2: General Duties and Responsibilities of Officers: The officers of the organization shall have such powers to perform such duties set forth in these Bylaws or as may be specified from time to time by the Board of Directors. Each officer shall have the duty to preserve and must turn over to his or her successor all funds, records documents and other papers received in the course of the organization's business.

Section 3: Duties of the President: The President shall be the principal executive officer of the Organization and shall preside at all meetings. The President shall set the goals for the year and keep the Vice President informed of all organizational procedures and actions. The President shall appoint a Chairman to standing committees and special committees, with the advice and consent of the Board of Directors. In the absence of the Treasurer the President shall sign checks and transact other business as necessary on the organization's bank account(s). The President shall keep all files current and will assemble all files to be turned over to the incoming President at the end of their term of office.

Section 4: Duties of the Vice President: The Vice President shall have the duty to discharge all of the duties of the President in the event of the President's death absence, disability or refusal to act and when so acting shall act with all of the powers of and be subject to all of the restrictions of the President, the Vice President shall also perform such other duties as may be assigned by the President or the Board of

Directors. Any files or records must be turned over to the incoming Vice President at the end of their term in office.

Section 5: Duties of the Secretary: The Secretary of the organization shall have the following powers and duties: to keep the minutes of the meetings for the members and the Board of Directors, to see that all notices are duly given in accordance with these Bylaws, to be custodian of the organizations records and to keep a register of post office addresses of the membership and perform all duties incidental to the office of Secretary and such other duties as may be assigned to the Secretary by the President or the Board of Directors. Any files or records must be turned over to the incoming Secretary at the end of their term in office.

Section 6: Duties of the Treasurer: The Treasurer of the organization shall have the following powers and duties: to be custodian and take care of and be responsible for all funds and property of the organization, to receive and give receipts for money due and pay to the Organization from any source whatsoever, to deposit all such monies paid to the organization in such banks or other repositories as shall be selected in accordance with these bylaws, to report all checks or withdrawals from the clubs account to the board, to perform all of the duties incidental to the office of Treasurer and to such other duties as may be assigned to the Treasurer by the President or the Board of Directors. Any files or records must be turned over to the incoming Treasurer at the end of their term in office.

Section 7: Duties of the At Large Board Members shall be assigned or decided and voted on by the entire Board.

Section 8: Sergeant of Arms: The Sergeant of Arms (SOA) shall assist in preserving order on the floor as a chair may direct. In a large meeting the SOA may be in charge of the ushers, may handle certain physical arrangements in the hall, and may be responsible for seeing that the furnishings are in proper order for each meeting. For events or meetings that are for members only, the SOA may act as doorkeeper to ensure only authorized persons are permitted to enter and/or checks on the credentials or eligibility of those arriving and denies entrance to unauthorized persons. The Sergeant of Arms shall have no voting privileges.

Section 9: Removal: Any removal of the Board of Directors shall be governed by the current Robert Rules of Order.

Section 10: Cause for Expulsion: Any Board of Director that does not turn over to his or her successor all records, documents and other papers received in the course of the organization's business is grounds for immediate, permanent, expulsion from the club. This may not be changed or amended by the Board of Directors or membership.

Article VI ELECTION OF BOARD MEMBERS

Section 1: Procedure: The President, Vice President, Secretary, Treasurer and three members at large and a Sergeant of Arms of the organization shall be elected by the general membership of the organization as follows:

- A. No later than August of each year, the President shall appoint a nominating and election committee chairman; no one on the current Board of Directors may be on this committee and no one on the committee may run for a position on the board.
- B. Each club member who wishes to be considered for election to the Board shall submit an application to the Nominating Committee. The application shall contain, but not be limited to, the members name, address, pertinent skills, preferred position on the board and optional biographical information. All applicants shall be a member in good standing for a minimum of one calendar year. The committee will review the application and add all qualified candidates to the ballot.
- C. The committee shall meet as necessary and prepare a list with a minimum of eight candidates to fill the eight seats on the Board of Directors. All qualified candidates names will be placed on the ballot.
- D. At least thirty (30) days prior to the meeting, the committee shall present a list of qualified candidates to its members by email, newsletter or letter.
- E. The nominating and election committee shall run the election.
- F. The nominating and election committee chairman will announce the winners of the election. All ballots will be counted in public.
- G. The candidates preferred position(s) on the board will be listed on the ballot and every attempt should be made to place the candidate in their preferred position. The final decision for the positions on the board will be voted on by the winners of the election. Each position shall be filled by a unanimous vote of the eight elected candidates. In the event a unanimous vote cannot be reached, it will be brought back to the membership for final vote.
- H. There shall be no more than one member of a family or residence on the board at a time.
- I. For the election of officers, there will be no voting by proxy, absentee ballot, email or any other form of electronic means and this may not be amended or changed by the Board of Directors or membership.

ARTICLE VII COMMITTEES

Section 1: Standing Committees: The organization shall have standing committees as the Board of Directors sees fit. The President shall appoint the chairman with the approval of the Board of Directors to be chairman of each standing or ad hoc committee, such chairman shall appoint other members to serve on the committee, as the chairperson deems appropriate.

Section 2: President as Ex Officio Member of Standing Committees: The President shall be an ex officio member of every standing committee, excepting solely the Nominating and Election Committee. The President may delegate the duty to serve ex officio on any standing committee to the Vice President or any other Board Member.

Section 3: Special Committees: The President shall appoint such other ad hoc committees, as may be necessary or desirable and shall designate the composition and purpose of such committees.

Section 4: Nominating Elections Committee Policy:

Purpose: The Nominating and Election Committee shall be responsible annually for nominating a slate of qualified candidates to fill the eight seats on the Board of Directors, of the LowCountry Shaggers. All qualified candidates names will be placed on the ballot.

Committee Guidelines: The nomination of candidates for leadership positions is one of the most important duties because effective work depends, in large measure, on exceptional leadership. Leaders should be chosen for their abilities and their willingness to serve the interests of the organization and its members. No one serving on the nominating committee may be nominated for a position on the board in the same year they serve on the nominating committee, nor may that person resign from the committee in order to be considered for position on the Board of Directors. The current President is excluded from membership on the committee and may not attend any committee meetings.

**ARTICLE VIII
FUNDS, EXPENDITURES, CONTRACT AND ORGANIZATION
MANAGEMENT**

Section 1: Income: The organizations operating funds shall be raised by annual membership dues as fixed from time to time by the Board of Directors and approved by the membership as outlined in Article II Section 3, gifts and such income as may come to the organization through the collective efforts of its members. No financial obligation of the organization may be incurred by any member or group of members, except solely upon the prior authorization of the Board of Directors.

Section 2: Contracts: The Board of Directors may authorize one or more officers or agent of the organization, in addition to any officers authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the LowCountry Shaggers.

Section 3: Disbursements and Deposits: Disbursements of the organization's funds or property may be made only to further or facilitate the purposes and aims of the organization. All checks, drafts or other orders for the payment of money, or other evidences of indebtedness made in the name of the LowCountry Shaggers to be signed by the Treasurer. All funds of the LowCountry Shaggers shall be deposited promptly following their receipt to the credit of the LowCountry Shaggers in such federally insured bank or other depositories as the Board of Directors may select.

- A. Any expenditure over \$1,000.00 must be voted on by the membership.
- B. All expenditures must be approved by the board. The board may pre-approve the Treasurer to reimburse members for expenses paid for an amount under \$50.00 for items such as: postage, small food items and office supplies.
- C. No disbursement of the organization's funds will be made to benefit any group of members while attending any function not hosted by LowCountry Shaggers.

- D. The members of the LowCountry Shaggers shall be notified of any hosted event and any disbursement of the organizations funds associated with the said event at least two months in advance of the hosted event.
- E. The membership may call for a special meeting within one week of the notification of the LowCountry Shaggers hosted event to discuss and vote on disbursement of funds.

Section 4: Records: The LowCountry Shaggers shall maintain accurate and complete books and records of financial accounts and meeting minutes of the proceedings of its business meetings, Board of Directors meetings and any special committee meetings having any authority to act on behalf of the Board of Directors. The Secretary shall be responsible for all communications and records. No records shall be destroyed.

- A. All Minutes shall be made available to any member in good standing upon request.
- B. All Financial Records shall be made available to any member in good standing upon request.
- C. Any requested minutes or financial records shall be delivered within five business days unless an acceptable time frame is agreed upon by the member requesting the records.
- D. Any special committee shall forward minutes of their meetings to the Secretary.

Section 5: Audit: There will be an annual audit of the Organization's accounts to be done by a committee of three (3) club members not on the current board. In the event a discrepancy is found, the committee may recommend an independent audit. The discrepancy and recommendation for an external audit will be brought to the members of the club to vote for an external audit. This bylaw may not be amended or changed by the Board of Directors or membership.

ARTICLE IX Amending the By-Laws

Section 1: Any member in good standing may suggest an amendment to these bylaws by submitting to the President the text of the proposed amendment in writing and signed by the member, including a brief statement as to why the member desires the amendment. If the proposed change or amendment does not change or amend any of the portions of the By-Laws that are expressly not subject to amendment (i.e., if the member does not seek amendment of Article III, Section 2(A); Article V; Section 10; Articles VI, Section 1(I); or VIII Section 5, of these bylaws), then the President, in accordance with Article VII, Section 3, shall appoint a By-Law Committee to review and make recommendations to the membership on the suggested amendment. The member suggesting the change shall be offered a position on this committee, and if more than one member has suggested the proposed amendment, then the President shall select which proposing member to serve on the Committee. From time to time the Board of Directors or a member in good standing may feel there is a need to change the By-Laws. Any By-Law change must be approved by a quorum of the membership at a Business meeting.

Approved July 14, 2015

Sheri O'Brien

Sheri O'Brien, on behalf of the LowCountry Shaggers Steering Committee