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GFWC-SC CONSTITUTION

ARTICLE I – NAME

The name of the organization shall be The General Federation of Women's Clubs of South Carolina, Inc. (hereafter referred to as GFWC-SC).

ARTICLE II - OBJECT

The object of this organization shall be charitable as defined by Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III - MEMBERSHIP

Membership in the GFWC-SC shall consist of women's clubs and other associations whose work and purpose are germane to the object of the GFWC-SC. Each application for membership shall show that the organization requires no partisan political test for membership, that it is not a secret society and that it does not tolerate, either by practice or teaching, any violation of state or national laws.

ARTICLE IV - OFFICERS

The Officers of the GFWC-SC shall be a President, a First Vice President, a Second Vice President, a Secretary, a Treasurer, a Director of Junior Clubs, an Advisor, and the District Presidents. The regular election of officers shall be in the even-numbered calendar years.

ARTICLE V - JUNIOR CLUBS

Clubs whose membership consists of young women may be classified as Junior Clubs. Such clubs shall hold active membership in and shall participate in the regular program of the Federation.

ARTICLE VI - ANNUAL MEETING

The GFWC-SC shall hold an annual meeting.

ARTICLE VII - FUNDS

There shall be seven (7) separately identified funds of the GFWC-SC, namely: the General Fund, the Endowment Fund, the Scholarship Fund, the Headquarters Fund, the Sims-Stackhouse Mansion Endowment, and the Augusta Wolff Fund, and the Disaster Relief Fund.

ARTICLE VIII - DISSOLUTION

If this organization should be dissolved, its assets shall be distributed to another organization or organizations qualified under Section 501(c)(3) of the Internal Revenue Code. No assets may be distributed to individual members.

ARTICLE IX - AMENDMENTS

Section 1. The Constitution may be amended at any annual Convention of the Federation by a two-thirds (2/3) vote of the voting body, notice of the proposed amendments having been appended to the Call to Convention.

Section 2. Voting on Constitutional amendment(s) will be the first order of business at the morning session of the second day of Convention, and shall require a two-thirds (2/3) vote for adoption.

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GFWC-SC BYLAWS

ARTICLE I - MEMBERSHIP

Section 1. Eligibility. Any club of five or more members whose purpose and work are germane to the object of the Federation is eligible for membership.

Section 2. Classification. Clubs and/or individuals shall be admitted to the General Federation of Women's Clubs of South Carolina through Direct membership, Heritage membership, Member-at-Large membership, Affiliated membership and Associate membership.

Section 3. Direct membership is membership of a club which pays per capita dues to GFWC-SC and shall have voting rights and privileges.

Section 4. Heritage membership is membership of a club which was a charter member of SCFWC or which has at least 90 percent (90%) of its members over age 65. This designation must come from the Membership Committee. Requests for designation as a Heritage Club shall be submitted to the District President to determine eligibility, on or before the district meeting. The District President shall forward the request to the Chairman of the Membership Committee (the First Vice President) no later than October 1. Eligibility of an established Heritage Club shall be reviewed biennially by the membership committee in the even-numbered years. Heritage membership does not qualify for Progress Foundation funds or the Scholarship Fund.

Section 5. Member-at-Large membership is available to individuals interested in the work of GFWC-SC and/or former members of GFWC who are unable to join a federated club.

Section 6. Affiliated membership is membership of a club whose membership body maintains current membership in another GFWC-SC club.

Section 7. Associate membership is membership of a non-GFWC organization.

Section 8. Similar clubs of men and women are eligible upon the same conditions.

Section 9. In applying for membership, clubs shall submit their applications, with dues and bylaws, to their District President.

Section 10. All applications for membership shall be acted upon by the Membership Committee. This committee shall consist of the GFWC-SC First Vice President, the GFWC-SC Treasurer, the District Presidents, the District Vice Presidents, and the District Secretary-Treasurers. A club applying for membership shall be notified of its acceptance by the Chairman of the Membership Committee (who is also the GFWC-SC First Vice President).

Section 11. The General Federation of Women's Clubs of South Carolina may become a member of another organization, either in an affiliated or active status, only upon approval by Convention, which approval shall be determined annually.

Section 12. Any club desiring to withdraw from the Federation in good standing shall submit a written resignation to the State President and the State Treasurer containing the minutes of the meeting at which the vote to withdraw took place.

ARTICLE II - DISTRICTS

Section 1. The State shall be geographically divided into three districts to be known initially as Coastal District, Midlands District, and Upstate District. Each new district may vote to keep the initial name as the permanent name of the District or members can vote to rename the District.

Coastal District shall consist of the counties of Allendale, Bamberg, Beaufort, Berkeley, Charleston, Clarendon, Colleton, Dillon, Dorchester, Florence, Georgetown, Hampton, Horry, Jasper, Marion, and Williamsburg.

Midlands District shall consist of the counties of Aiken, Barnwell, Calhoun, Chesterfield, Darlington, Edgefield, Fairfield, Kershaw, Lee, Lexington, Marlboro, Newberry, Orangeburg, Richland, Saluda, and Sumter.

Upstate District shall consist of the counties of Abbeville, Anderson, Cherokee, Chester, Greenville, Greenwood, Lancaster, Laurens, McCormick, Oconee, Pickens, Spartanburg, Union, and York.

Section 2. District officers. Each district shall elect three officers: president, vice president, and secretary/treasurer, who shall serve a two-year term. At least two of the three officers shall be a member of a different club in a different County within the district. The District Officers shall serve on the GFWC-SC Board of Directors. The District Presidents shall also serve on the GFWC-SC Program Council.

Section 3. Annual District Dues. Each general and junior club within each district shall pay annual district dues as determined by the District. Heritage clubs and Juniorette clubs do not pay district dues. District dues shall be sent to the appropriate district's secretary/treasurer no later than November 1st of each year.

Section 4. Meetings. The districts shall meet at the Annual State Convention. The Districts may also meet at the Summer and Winter Board meetings. In addition, each district shall hold an annual district conference sometime after Summer Board and before Winter Board.

Section 5. District Nominating Committee. Each District at its initial District Conference of the Administration shall appoint a District Nominating Committee consisting of three members, who shall serve a two-year term. The purpose of the Nominating Committee shall be to seek out qualified applicants for the Office of District President, Vice President, and Secretary/Treasurer for election by the District Members.

Section 6. Duties of District Officers. The District President shall be responsible for all meetings of the District she serves. She shall organize the annual District Conference of her District. She shall serve as an Executive Officer of GFWC-SC and shall be installed with the GFWC-SC Executive Officers in the even numbered years. She shall serve as a member of the GFWC-SC Membership Committee, shall serve on the GFWC-SC Board of Directors, and shall represent the District on GFWC-SC Program Council.

The Vice President of the District shall assist the District President in all planning and organizational work of the District. She shall serve as District President in the absence of the President. She shall serve as a member of the GFWC-SC Membership Committee and shall serve on the GFWC-SC Board of Directors.

The Secretary/Treasurer of the District shall be responsible for keeping minutes of the Annual District Conference and as Treasurer shall be responsible for maintaining accurate records of the checking/banking account of the District. She shall be responsible for preparing invoices to each Club in the District for their annual District Dues. She shall collect and deposit all funds relating to the District. She shall assist in the planning an organizational work of the District. In the absence of the President and the Vice President, she shall serve as President of the District. She shall serve as a member of the GFWC-SC Membership Committee and shall serve on the GFWC-SC Board of Directors.

ARTICLE III - JUNIOR CLUBS

Section 1. Clubs whose membership consists of young women may be classified as Junior Clubs. Such clubs shall hold active membership in and shall participate in the regular program of the Federation.

Section 2. The Director of Junior Clubs shall serve as the Chairman of the Junior Clubs in the state and shall appoint the Junior Program Chairmen and other junior appointments deemed necessary.

Section 3. The Director-elect of Junior Clubs shall be an active member in good standing of a junior club, who has been recommended by her club to the Junior Nominating Committee by December 1 of the odd numbered years. She shall be endorsed by the Junior Nominating Committee and shall be voted on at a junior meeting prior to Convention held in even numbered years.

Section 4. The Director-elect of Junior Clubs shall have no official duties. She shall be encouraged to attend Board of Directors meetings and all other GFWC-SC official meetings.

Section 5. The Director-elect of Junior Clubs shall be installed as Director of Junior Clubs and assume the duties of the office at the next annual convention held in an even numbered calendar year.

ARTICLE IV - JUNIORETTE CLUBS

Section 1. Clubs whose membership is composed of Middle School/Junior High and High School age young women shall be classified as Juniorette Clubs. Such clubs shall participate in the regular programs of GFWC.

Section 2. Juniorette Clubs shall be sponsored by a club holding direct membership in GFWC-SC who shall attend meetings as an advisor without a vote.

Section 3. Juniorette members may attend all functions of GFWC and GFWC-SC and are entitled to voice, but no voting privileges.

Section 4. A State Juniorette Chairman shall be appointed by the GFWC-SC President to have general supervision of, and to promote the work of all Juniorette Clubs. She shall serve as a Special Appointment Chairman on the Board of Directors.

ARTICLE V - DUES AND FINANCE

Section 1. Fiscal Year. The fiscal year shall be from June 1 through May 31.

Section 2. Annual Dues. Annual dues shall be paid to the Treasurer on or before the first day of November. A list of membership of GFWC-SC shall be compiled by the Treasurer and placed on file at Headquarters. This list shall remain at Headquarters as a permanent record. Any organization failing to pay dues by February 1 shall be dropped from the Treasurer's roll.

- A. Direct Membership. Clubs paying per capita dues of twelve dollars (\$12) in addition to the GFWC per capita dues on the basis of enrolled membership at the time of payment.
- B. Member-at-Large. Each member-at-large shall pay annual dues of twelve dollars (\$12) in addition to the GFWC per capita dues no later than February 1.
- C. Heritage Clubs Membership. Heritage Clubs paying annual per capita dues of one dollar (\$1) in addition to the GFWC per capita dues on the basis of enrolled membership on or before February 1.
- D. Affiliated Membership. Organizations paying annual dues of twenty-five dollars (\$25) on or before February 1.
- E. Associate Membership. Organizations paying annual dues of thirty-five dollars (\$35).
- F. Junior Clubs. Annual dues of Junior Clubs shall be an additional four dollars (\$4) per capita, payable to the GFWC-SC General Fund, designated as Junior Expense Fund.
- G. Juniorette Clubs. Juniorette Clubs paying annual per capita dues of one dollar (\$1) in addition to the GFWC per capita dues on the basis of enrolled membership on or before February 1.

Section 3. Convention Registration Fee. There shall be an advance registration fee of twenty dollars (\$20) and a non-advance registration fee of twenty-five dollars (\$25) for each clubwoman and visitor attending the annual Convention, said fee to go into the General Fund, designated as the Annual Convention Restricted Fund. Registration fees shall be non-refundable. The Executive Committee shall annually set the deadline for receipt of advance registrations which will be specified in the Call to Convention.

Section 4. State Meetings - Registration Fees Juniorettes. The Juniorettes shall pay a registration fee of five dollars (\$5) to attend any state meeting, with the exception of Convention. Registration fees shall be non-refundable.

Section 5. Expenses of Officers, Chairmen, and Appointees. There shall be no salaried officers, chairmen, nor appointees. Necessary expenses incurred in the service of the Federation, not to exceed the amount allotted in the budget, will be paid by the Treasurer upon receipt of a voucher listing these expenses. Vouchers, along with documentation, must first be submitted to the Chairman of the Finance Committee for approval. Vouchers will then be forwarded to the Treasurer for payment. Officers, Chairman and Appointees may obtain a cash advance if it is submitted in writing and it is approved by the President and Treasurer. The request may not exceed the balance of the fund.

Section 6. Vouchers. Vouchers for itemized sums must be submitted to the Finance Committee Chairman for approval no later than one month prior to the close of the fiscal year. No monies shall be paid without a voucher.

Section 7. Junior Funds. All monies collected by the Director of Junior Clubs shall be deposited in the GFWC-SC General Fund. The monies will be designated "Junior Expense Fund". The Treasurer shall be responsible for the disbursement of said funds. Vouchers for itemized sums must be submitted to the Finance Committee Chairman no later than one month prior to the close of the fiscal year. The Director of Junior Clubs may request a cash advance if it is submitted in writing and approved by the President and Treasurer. The Treasurer shall provide a statement to the Director of Junior Clubs annually and after the annual financial review. The request may not exceed the balance of the fund.

ARTICLE VI – FUNDS

Section 1. The Funds of the Federation shall be kept in seven (7) separate accounts, namely: General Fund, Endowment Fund, Scholarship Fund, Headquarters Fund, Sims-Stackhouse Mansion Endowment, Augusta Wolff Fund, and Disaster Relief Fund.

Section 2. The Scholarship Fund shall be invested in any manner approved by the Trustees, provided they are guaranteed and/or insured by the Federal Government. Investment of these funds shall be made in the name of GFWC-SC. Only the interest of the investments will be used for scholarships by the Scholarship Board of Trustees. The interest shall be given to applicants in accordance with the amount of interest derived. Applicants must be approved by an active GFWC-SC club when presented to the Trustees. The Trustees shall approve an amount of money to print forms for applications, postage, allowance to the Chairman and Treasurer, and for the financial review of the account. The Trustees shall draw up rules governing the amount the applicants will receive, dates of application and when the Scholarship(s) shall be awarded. The Trustees shall draw up rules governing the amount the applicants will receive, dates of application and when the Scholarship(s) shall be awarded.

Section 3. All contributions to the Endowment Fund, and all bequests to the Federation, except such as may be made for specific purposes, shall be credited to the Endowment Fund and all those monies invested in any manner approved by the Trustees, provided they be guaranteed and/or insured by the Federal Government.

Investments of the Endowment Fund shall be made in the name of GFWC-SC. The securities and interest shall be held by the Treasurer of the Federation. Only the interest of the Endowment fund may be used, and this only as authorized by the Convention upon the recommendation of the Board of Directors.

Section 4. The Headquarters Funds shall be held in a separate account called the GFWC-SC Headquarters Account, into which all rent receipts and security deposits shall be deposited and out of which the payment of all expenses relating to Headquarters shall be made. The Chairman of the Headquarters Committee, the Treasurer of GFWC-SC, and the Headquarters Financial Manager, shall have signature authority on this account. All expenditures, other than normal operating expenditures, shall be approved by the Headquarters Committee.

Section 5. The Sims-Stackhouse Mansion Endowment funds shall be invested and reinvested in any manner approved by the Headquarters Committee, with the advice of a professional investment advisor, with prior notification to the GFWC-SC President and First Vice-President. Only the dividends and interest of the Endowment would be used for maintenance, except that during any fiscal year no more than ten per cent of the corpus could be used in an emergency situation.

Section 6. The GFWC-SC General Fund shall be financially managed by the GFWC-SC Treasurer.

Section 7. The Augusta Wolff Fund shall be invested in any manner approved by the Director of Junior Clubs, GFWC-SC Treasurer, and GFWC-SC President with the authority to invest and reinvest.

Section 8. The Disaster Relief Fund shall be kept in a separate account called the GFWC-SC Disaster Relief Fund Account, into which all contributions for this purpose shall be deposited. This Fund was established to provide aid relief for GFWC State Federations and members of GFWC-SC in times of “act of nature” disasters. A committee of five (5) members shall oversee the collection and distribution of this Fund. At the discretion of the Committee, based on the number of applicants, need, and funds available, funds may be awarded to GFWC State Federations as well as to GFWC-SC members whose names have been submitted for financial aid assistance. The Chairman shall maintain a record of all contributions to the Disaster Relief Fund, all requests submitted to the Committee, and all donations made from this Fund.

Section 9. The funds of the Progress Foundation shall be kept in a separate account called the S.C.F.W.C. Progress Foundation and all investments of Progress Foundation funds shall be made in its name. The securities and interest shall be held by the Treasurer of Progress Foundation. Except for willful misconduct or negligence the trustees shall not be responsible for losses of trust funds.

ARTICLE VII - OFFICERS, EXECUTIVE COMMITTEE, BOARD OF DIRECTORS, PROGRAM COUNCIL, AND BOARDS OF TRUSTEES

Section 1. The Officers shall be a President, First Vice President, Second Vice President, Secretary, Treasurer, Advisor, Director of Junior Clubs and the District Presidents. The Immediate Past President will be the GFWC-SC Advisor.

Section 2. Executive Committee. The Executive Committee shall consist of the President, First Vice President, Second Vice President, Secretary, Treasurer, Advisor, and the Director of Junior Clubs. The Director Elect of Junior Clubs, the Parliamentary Advisor, and the Special Assistant to the President shall be ex-officio members, without vote.

Section 3. The Board of Directors of GFWC-SC shall consist of the Executive Committee, the District Presidents, the District Vice Presidents, the District Secretary-Treasurers, the Special Assistant to the President, the Director-elect of Junior Clubs, the Past State Presidents who are residents of South Carolina, Community Service Programs Chairmen, Special Appointments Chairmen, Chairman of the Board of Trustees, Chairman of the Board of Trustees of the GFWC-SC Scholarship Fund, Chairman of the Board of Trustees of the Progress Foundation, Chairman of the Constitution and Bylaws Committee, Chairman of the Credentials Committee, Chairman of the Finance Committee, Chairman of the Headquarters Committee, Chairman of the Resolutions Committee, and the Presidents of Clubs, either direct or affiliated, or their appointees.

Section 4. The Program Council. The work of the Federation shall be further carried on by a Program Council. The Program Council shall be composed of the Dean of the Community Service Programs, the District Presidents, the Chairmen of the two GFWC Special Programs, the six GFWC Advancement Areas, and the Chairmen of the **five** GFWC Community Service Programs; the appointed Junior Community Service Program Chairmen, if any, and the Special Projects Chairmen. The duties of the Council shall be to plan and coordinate the programs of the Federation in compliance with the objectives set forth by the Board of Directors and to provide materials for the use of member clubs. The Program Council shall approve all awards relating to programs, and then submit recommendations to the Board of Directors. All Program Council recommendations shall be approved by the Board of Directors at its next scheduled meeting.

Section 5. The Board of Trustees of GFWC-SC shall consist of three members from each district and they shall be elected at the annual district conferences. The President and the Treasurer of GFWC-SC shall serve ex-officio during their term of office.

Section 6. The Board of Trustees of GFWC-SC Progress Foundation shall consist of three members from each district and they shall be elected at the annual district conferences.

Section 7. The Board of Trustees of the GFWC-SC Scholarship Fund shall consist of three members from each district and they shall be elected at the annual district conferences. The President and the Treasurer of GFWC-SC shall serve ex-officio during their term of office.

Section 8. Meetings Via Electronic Communication Media. The Board of Directors, the Executive Committee, and all other committees, are authorized to meet by electronic communication media provided the members may communicate with each other and participate in the meeting. Sufficient notice shall be given to enable a quorum to participate. Members may vote by electronic communication media in emergency situations. A report of any action taken via electronic communication media shall be verified and made a part of the next meeting of the Board, the Executive Committee, or the committee.

ARTICLE VIII - DUTIES AND TERMS OF OFFICERS

Section 1. The President of GFWC-SC shall preside at all of its meetings and shall have general charge of its affairs. She shall sign all orders on all funds not budgeted. She shall serve as chairman of the Executive Committee, and the Board of Directors. She shall appoint a Special Assistant to the President. She shall appoint the Chairmen of the two GFWC Special Programs; the Chairmen of the six GFWC Advancement Areas; the Chairmen of the **five** GFWC Community Service Programs; her Special Projects Chairmen; the Chairmen of the GFWC-SC Standing Committees and their members as outlined in Article XII of the GFWC-SC Bylaws; a Parliamentary Advisor; a Poet Laureate; Tellers; and Special Committees as deemed necessary. She shall be an ex-officio member of all Community Service Programs and Committees except the Elections Committee. In addition, she shall submit an annual report to GFWC as specified by the International Federation.

Section 2. The First Vice President and the Second Vice President in their order shall perform all of the duties of the President in her absence or inability to assume said duties.

Section 3. The First Vice President shall be the Chairman of the District Presidents, Chairman of the Membership Committee and a member of the Convention Program Committee. She shall assist the President as required. As Membership Chairman she shall serve as Chairman of the Disaster Relief Fund Committee and shall be responsible for the Women in Business Directory.

She shall assume the duties of President-elect at the conclusion of Convention of her first year in office. The President-elect shall be installed as President at the next annual Convention held in an even numbered calendar year and shall assume the duties of the President at the adjournment of the Convention.

Section 4. The Second Vice President shall be the Dean of Departments. She shall serve as coordinator of the Community Service Programs and Committees and as Chairman of the Program Council. She shall coordinate the activities of these groups in relationship to the program of work. She shall be a member of the Convention Program Committee.

Section 5. The Secretary shall keep on file a list of clubs and their Presidents. She shall keep the minutes of all meetings, including meetings of the Executive Committee, the Board of Directors, and all sessions of the annual meeting of the Federation and submit them to the Executive Committee for approval. She shall have all minutes for her term of office organized, bound, and placed in the headquarters office, within ninety (90) days of the close of the second year administration..

Section 6. The Special Assistant to the President, appointed by the President with whom she shall serve, shall perform duties deemed necessary by the President, including annually updating a list of all clubs and their Presidents, and shall act as Assistant Secretary, if necessary, at all sessions of the Convention. She shall assume the duties of the Secretary in her absence or inability to assume said duties.

Section 7. The Treasurer shall be the financial agent of GFWC-SC and shall be a member of the Credentials Committee. Upon taking office, she shall be bonded by GFWC-SC in an amount determined by the Executive Committee. The accounts of the Treasurer shall have a financial review at the close of each administration by either a Certified Public Accountant or a professional accountant approved by the Executive Committee. A report of this financial review shall be available to the membership upon request, and will be

presented to the first regular meeting of the Executive Committee after the financial review is completed, but no later than Winter Board.

Her duties shall be:

a. To collect and receipt for all monies belonging to GFWC-SC and deposit all the funds in the name of the General Federation of Women's Clubs of South Carolina in a reliable bank approved by the Executive Committee, subject to the order of the Executive Committee or the Convention;

b. To submit a current itemized report to every meeting of the Executive Committee and the Finance Committee and at any other time when requested by the President or the Chairman of the Finance Committee;

c. To notify in writing the president of any club whose dues have not been received by December 1;

d. To make an itemized annual report to both the Executive Committee and the Annual Convention, said report having been approved by the Finance Committee;

e. To deliver to her successor within one month after the expiration of her term of office all money, vouchers, books and papers of GFWC-SC in her custody;

f. To disburse funds of GFWC-SC as provided in the budget or as directed by the Finance Committee and/or the Executive Committee;

g. Remit annual dues to GFWC, per GFWC schedule, on the basis of membership dues paid by clubs.

Section 8. The Director of Junior Clubs shall be the official representative of the junior membership at all meetings. She shall hold at least three (3) junior meetings during a one-year period. She shall be responsible for the disbursement of reports to the proper chairmen and shall select judges for the Junior Cup entries. She shall submit a report to the GFWC Director of Junior Clubs as specified. She shall also serve on the Convention Program Committee and the Convention Planning Committee.

Section 9. The District Presidents shall (each in her own District) give such aid or advice as may be desired by the clubs, promote and aid in the organization of new clubs, and call a conference at least once a year, all of which shall be done with the advice and cooperation of the GFWC-SC President and/or GFWC-SC First Vice President. Each District President shall serve as an officer of GFWC-SC, as a member of the Membership Committee, the Board of Directors, and as a member of Program Council.

Section 10. It shall be the duty of each officer and each chairman, with the exception of the GFWC-SC Treasurer, to pass on to her successor at Annual Convention all records pertaining to her position.

Section 11. The regular term of office of all officers, with the exception of the Treasurer, shall begin at the close of the Convention at which they were elected, and shall end at the close of Convention two years later. The Treasurer may serve for one additional term.

Section 12. Any part of a term of Executive Committee members exceeding one year shall be considered a term.

Section 13. Any part of a term of other officers exceeding six months shall be considered a term.

ARTICLE IX - DUTIES OF THE EXECUTIVE COMMITTEE, BOARD OF DIRECTORS, AND BOARDS OF TRUSTEES

Section 1. Meetings of the Executive Committee shall be held at the call of the President or three (3) members of the Committee, but no less than once per quarter. The Executive Committee shall transact any emergency matters between sessions of the Board of Directors. The Executive Committee shall approve the minutes of Conventions, Board meetings, and Board of Directors meetings.

Section 2. The Board of Directors of GFWC-SC shall transact all necessary business of the organization between conventions, subject to the direction or approval of the voting body of the convention. It shall submit to the annual meeting a report of business transacted. The Board of Directors shall review the annual budget on recommendation of the Finance Committee before submitting to the voting body for approval.

Section 3. The Board of Directors shall consider and promote such programs and projects that would be in the best interest of GFWC-SC.

Section 4. The Board of Trustees of the GFWC-SC shall have charge of the investment of the Endowment Fund.

Section 5. The members of the Board of Trustees for the S.C.F.W.C. Progress Foundation shall be governed by the terms of the Trust Agreement. They shall handle all funds and property of the Foundation only in accordance with the provisions as set forth in Section Seven of the Trust Agreement.

Section 6. The Board of Trustees of the GFWC-SC Scholarship Fund shall have charge of the investment of the Scholarship Fund. They shall dispense the accumulated interest as scholarships with the approval of the Board of Directors.

Section 7. If any Trustee has more than two consecutive unexcused absences, her position shall be considered vacant and shall be filled according to procedure.

ARTICLE X - PAST PRESIDENTS

Presidents of GFWC-SC shall become GFWC-SC Past Presidents for life at the close of the last session of their service as President. GFWC-SC Past Presidents shall have voting privileges at the annual meeting

provided they are residents of South Carolina and are dues-paying members of GFWC-SC.

ARTICLE XI - NOMINATIONS, ELECTIONS, AND VACANCIES

Section 1. Nominations. All officers, with the exception of District Presidents, shall be elected biennially in even numbered years. To be eligible for office, a candidate (1) must be an active member in good standing of a club in direct membership; (2) has been a GFWC-SC member for three or more years; (3) has served as either a club president, District President, or GFWC-SC Chairman; (4) is a legal resident of South Carolina. The Elections Committee shall meet no later than January 31st in the even-numbered years to prepare a complete list of nominees for the office of President, First Vice President, Second Vice President, Secretary, Treasurer, Director of Junior Clubs, Director-elect of Junior Clubs, three District Presidents, and other various offices to be filled, to be made a part of the Call to Convention. The nominees for District Presidents shall have been selected and approved by their respective Districts at the previous District Conference. The list of proposed nominees shall be submitted for publication in the Call to Convention in the March issue of the Clubwoman Magazine. The Special Assistant to the President shall be appointed by the President with whom she shall serve, and shall be installed at the same time as other officers.

Additional nominations may be made from the floor, provided the consent of the nominee has been secured. If there is only one candidate for each office the election may be made by acclamation. A majority of the votes cast shall constitute an election.

The Elections Committee shall consist of one representative and one alternate from each District and they shall elect a Chairman from among the representative members. This representative and one alternate from each district shall be elected in the odd number of calendar years at their respective District Conferences prior to Convention and shall serve for one two-year term. No state officer shall be eligible.

If an elected member or her alternate is unable to attend a meeting, the District President shall appoint someone to represent the District on the Committee.

Section 2. Elections. Elections by Convention shall be held on the morning of the second day beginning at 11:00 a.m.

Section 3. Vacancy. In the event a vacancy occurs in the office of President, the First Vice President shall accede to the office and shall serve until the close of the next annual Convention, at which time the office shall be filled by vote of the Convention. A President so elected may succeed herself.

In the event a vacancy occurs in the office of First Vice-President, Second Vice-President, Secretary, or Treasurer, the Executive Committee shall elect by ballot at a meeting called for the purpose, a person to serve until the close of the next annual Convention, at which time the office shall be filled by vote of the Convention.

In the event a vacancy occurs in the office of Director of Junior Clubs, the Director-elect of Junior Clubs shall accede to the office and shall serve until the close of the current administration. A Director of Junior Clubs so acceding to office may succeed herself.

In the event a vacancy occurs in the office of Director-elect of Junior Clubs, the Juniors, at their next scheduled business meeting, shall nominate and elect a new Director-elect of Junior Clubs. She shall serve as interim Director-elect of Junior Clubs until the close of the current administration. She shall be installed as Director-elect of Junior Clubs at the annual Convention in the first even numbered year of the new administration.

In the event a vacancy occurs in the office of a District President, the District Vice President shall serve as interim District President until the next District Conference, at which time the office shall be filled by vote of the District members. A District President so elected may succeed herself.

Section 4. No more than four members of the Executive Committee may come from the same district where their clubs are located.

Section 5. The nine elected members of the Board of Trustees of GFWC-SC shall be nominated and elected at their District Conference and their names submitted to the Convention for affirmation. The Trustees so elected shall serve for a term of two years each. At the beginning of each administration, the Trustees shall elect a Chairman from the elected members. No Trustee may stand for re-election until two full years have elapsed since the close of her last term of service. Any vacancy shall be filled by the Executive Committee until the next annual District Conference at which time there is an election of a member for the unexpired term. If the unexpired term is less than one-half of the full term, the Trustee so elected may succeed herself.

Section 6. The nine elected members of the Board of Trustees of the S.C.F.W.C. Progress Foundation shall be nominated and elected at their District Conference and their names submitted to the Convention for affirmation. The Trustees so elected shall serve for a term of two years each. A Trustee may serve an additional two-year term. No Trustee may stand for re-election until two full years have elapsed since the close of her last term of service. In the event of a vacancy occurring in the Board of Trustees of the S.C.F.W.C. Progress Foundation between Conventions, the GFWC-SC Executive Committee shall appoint an interim Trustee to serve until the next District Conference. Any service exceeding one and one-half years shall be considered a term. At the beginning of each administration, the Trustees shall elect from themselves a Chairman and a Secretary. The S.C.F.W.C. Progress Foundation Treasurer is a permanent position and is appointed in compliance with IRS Rules governing the Foundation.

Section 7. The nine elected members of the Board of Trustees of the GFWC-SC Scholarship Fund shall be nominated and elected at their District Conference and their names submitted to the Convention for affirmation. Trustees shall be elected for a two-year term. At the beginning of each administration, the trustees shall elect every two years a chairman to serve for two years. No trustee may stand for re-election until two full years have elapsed since the close of her last term of service. Any vacancy occurring shall be filled by the Executive Committee until the next District Conference at which time there is election of a member for the unexpired term. If the term is less than one half of the full term, the Trustee so elected may succeed herself.

Section 8. No clubwoman shall be eligible to hold more than one elected position on the state level, with the exception of the Director-elect of Junior Clubs, who has no official duties.

ARTICLE XII- COMMUNITY SERVICE PROGRAMS AND COMMITTEES

Section 1. Community Service Programs, Advancement Area Committees, and Special Committees shall be established by the Executive Committee of GFWC-SC in conformity with those of the General Federation of Women's Clubs. Additional Community Service Programs and Committees may be established if deemed necessary to implement the program of GFWC-SC.

Section 2. Community Service Programs Chairmen shall be appointed by the President and approved by the Executive Committee and shall serve a term of two years. No Chairman shall be eligible to serve for more than two consecutive terms.

Section 3. Advancement Area Committee Chairmen and Special Committee Chairmen shall be appointed by the President.

Section 4. A vacancy in any Community Service Program, Advancement Area Committee, or Special Committee shall be filled by an appointee of the President.

ARTICLE XIII - STANDING COMMITTEES

Section 1. There shall be eight (8) Standing Committees: Executive, Credentials, Resolutions, Headquarters, Convention/Meetings Planning, Finance, Constitution and Bylaws, and Disaster Relief Fund. The members and chairmen of these Committees, with the exception of the Executive Committee, and with the exception of chairmen that are provided for elsewhere in the Bylaws, shall be appointed by the President.

Section 2. The Credentials Committee shall consist of five members: the Special Assistant to the President, the Treasurer and any three members appointed by the President. The Committee shall check all credentials and shall designate delegates and visitors by badges issued. The Credentials Chairman shall report at all meetings on the official registration and keep all registration monies until delivered to the GFWC-SC Treasurer.

Section 3. The Committee of Finance shall consist of six members, namely: the Treasurer, First Vice President, the Chairman of the Board of Trustees of the GFWC-SC, the Chairman of Headquarters Committee, and two members appointed by the President, one of which will serve as the General Ledger Accountant.

The Chairman of the Finance Committee shall be bonded and serve as Assistant Treasurer. In emergencies she shall be empowered to sign checks and carry on the duties of the Treasurer. The Committee shall meet at the call of the Chairman and/or the President, and shall act on all matters pertaining to finance, except the monies belonging to the Endowment Fund and the Scholarship Fund. The Finance Committee shall prepare an annual budget and shall submit it to the Board of Directors for approval and recommendation to the voting body at the annual meeting.

Section 4. The Committee on Resolutions shall consist of three members and shall present all proposed resolutions to the Board of Directors for endorsement.

All Resolutions shall be submitted to the Chairman of the Resolutions Committee by January 1. Only emergency resolutions shall be accepted after January 1. The committee shall meet at Winter Board to discuss the proposed resolutions and take any action necessary. Those Resolutions endorsed by the Board of Directors shall be presented by the Chairman to the Convention during the first day and shall be presented the second time for adoption during the second day. Resolutions adopted shall be published in the South Carolina Clubwoman Magazine and be effective for six years unless withdrawn during the interim.

Section 5: The Headquarters Committee

A. The Headquarters Committee shall consist of six members with two members appointed at the beginning of each year of the administration. Any vacancies occurring during a term shall be filled by the President for the remainder of the unexpired term. Said members shall serve for a period of three years and shall be eligible for re-appointment. Each two years the Committee shall elect from themselves a chairman and secretary to serve for a two-year term. The Headquarters Committee shall have authority, as provided in the Bylaws, Article VI, Section 6, to invest and reinvest the Sims-Stackhouse Mansion Endowment funds. Additional duties of the Committee shall be determined by the Executive Committee. A copy of the policies and rules governing this Committee shall be given to each member on her appointment. Three members shall constitute a quorum. The Chairman of the Headquarters Committee, the Treasurer of GFWC-SC, and the Headquarters Financial Manager, shall have signature authority on the GFWC-SC Headquarters account. The Chairman of the Headquarters Committee and the Headquarters Financial Manager are responsible for depositing all monies and paying Headquarters expenditures.

B. Emeritus members may serve on the Headquarters Committee for the purpose of assisting this Committee. They shall be recommended by the Headquarters Committee and confirmed at the next annual convention. An emeritus member (1) must be an active member in good standing, (2) must have served as an active member of the Headquarters Committee for three years, and (3) shall be encouraged to attend the meetings of the Committee.

C. Emeritus members, at the discretion of the Headquarters Committee, shall be appointed to positions that are vital to the smooth operation of this Committee. In the event an emeritus member holds a vital position, she shall have voting privileges. No more than three (3) emeritus members shall have voting privileges at any one time.

Section 6. Convention/Meetings Planning Committee. The Convention/Meetings Planning Committee shall consist of three members, with rotating terms of service of three years each. One member shall be appointed by the President each year to take office immediately following the annual meeting. It shall be the duty of this committee to work in coordination with the President and the District Presidents to select sites and arrange other details for the Annual Conventions, as well as Summer and Winter Board of Directors meetings, GFWC Southern Regional Conference and any other meetings which may from time to time be held. The Committee should be responsible for reviewing contracts and securing facilities for meetings and Conventions. When securing hotel and conference centers, this committee should set contracts several years in advance, if possible.

Section 7. Constitution and Bylaws Committee. It shall be the duty of this committee to propose revisions or amendments to the Constitution and Bylaws of GFWC-SC. It shall consider amendments suggested by the Executive Committee, the Board of Directors, or any other member of GFWC-SC. Proposed changes to either

the Constitution or Bylaws must be submitted in writing to the Chairman of the Constitution and Bylaws Committee on or before January 1.

Section 8. The Disaster Relief Fund Committee. The Disaster Relief Fund Committee shall consist of five (5) members, one of which shall be the GFWC-SC First Vice-President who shall serve as Chairman. The GFWC-SC President shall appoint the four (4) additional members, who shall serve a two (2) year term, and may be eligible for reappointment. The GFWC-SC Treasurer shall be ex officio member. It shall be the duty of this committee to oversee the collection and distribution of these funds in times of an “act of nature” disaster, in accordance with Article VI. Section 9. of the Bylaws.

ARTICLE XIV - ANNUAL CONVENTION

Section 1. Convention of the GFWC-SC shall be held annually in April or May, on a rotating basis District by District when possible. Invitation to the next Convention should be issued at the prior Convention.

Section 2. Program for Annual Convention shall be arranged by the President, First Vice President, Second Vice President, Director of Junior Clubs, and such others as may be needed, to be appointed by the President.

Section 3. Order of Business. The program as adopted by the convention shall constitute the order of exercises. The program shall include reports of Officers, reports of Boards of Trustees, reports of the Community Service Programs, reports of Standing Committees, election of Officers and miscellaneous business.

Section 4. Reports. All elected officers and appointed chairmen of GFWC-SC shall present to the Secretary prior to, or at, the annual Convention, a report of work accomplished in accordance with requirements set by each administration.

Section 5. Awards. Each person wishing to offer an award shall first secure the approval of the Program Council. She shall submit in writing to the Program Council: (1) the name of the donor; (2) the basis of award; (3) the title of the judge, and the due date of the material to be judged.

ARTICLE XV - REPRESENTATION

Section 1. The voting body of the State Convention shall consist of the State Officers, Past State Presidents who are residents of South Carolina, Community Service Programs Chairmen, Special Appointment Chairmen, the Chairmen of the Boards of Trustees, Chairmen of Standing and Special Committees, and

regularly accredited delegates from each club with affiliated or direct membership. All votes must be cast in person.

Section 2. Representation of Federated Clubs at the Annual Convention shall be based upon membership of clubs, provided the club has paid its dues for the current year. Each club shall be entitled to be represented by its President (or her appointee) and one (1) voting delegate for every ten (10) members or major fraction thereof.

All other members of a club attending over this figure will be non-voting delegates. Each affiliated club shall be entitled to be represented by its president (or her appointee) and one (1) delegate.

Section 3. Each member of the voting body shall be entitled to only one vote.

Section 4. A delegate shall represent only one club, and shall be entitled to only one vote.

Section 5. Direct members, those paying individual dues to GFWC-SC, have meeting and convention duties on the district and state level, as directed by the District President. They are entitled to one copy of the South Carolina Clubwoman magazine; and retain the rights and privileges of all opportunities available through GFWC-SC.

Section 6. Heritage members, Members-at-Large, Associate members, Juniorette members, and Affiliate members, may attend all functions of GFWC-SC, shall have no required meeting/convention duties, are entitled to one South Carolina Clubwoman magazine per club or At-Large Membership. These members must pay dues to GFWC and GFWC-SC and are entitled to voice, but shall have no voting privileges, with the exception of Members-at-Large.

ARTICLE XVI - QUORUM

Section 1. The quorum for a meeting of the Executive Committee and each Board of Trustee Committee(s) shall be one over half of the existing membership.

Section 2. The quorum for a meeting of the GFWC-SC Board of Directors shall be 20 members. At least three (3) of these members shall come from the Executive Committee.

ARTICLE XVII - PARLIAMENTARY AUTHORITY

Section 1. The Parliamentary Authority shall be the current edition of *ROBERT'S RULES OF ORDER NEWLY REVISED*.

Section 2. The Parliamentary Advisor, appointed by the President, shall attend meetings of the Executive Committee, meetings of the Board of Directors, and the Conventions. She shall serve in an advisory capacity to the GFWC-SC membership.

ARTICLE XVIII - AMENDMENTS

Section 1. Bylaws may be amended at any Annual Convention by a two-thirds (2/3) vote of the voting body, notice of the proposed amendment(s) having been appended to the Call to Convention.

Section 2. Presentation of Bylaws amendment(s) shall be the first order of business at the morning session of the second day of Convention.

