

# BYLAWS OF THE CAPITAL CITY SHAG CLUB

March 2023

## ARTICLE I. NAME

The name of the club shall be “Capital City Shag Club.” The Club has been established as a nonprofit corporation to the laws of the state of South Carolina.

## ARTICLE II. PURPOSE

The purpose of the club shall be to promote fellowship and harmony among its members, to preserve shag dancing and beach music, and to introduce shagging to juniors and others through social events, charitable events and/or workshops. *The club is organized exclusively for educational and charitable purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Upon the dissolution of the club, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. (per Rev No 9 Nov. 16, 2017)*

## ARTICLE III. MEMBERS

### SECTION 1. GENERAL MEMBERS

- a) General members shall consist of those persons who apply for membership and are approved by the Executive Board. A general member shall be considered in good standing who is current in dues. The number of members shall be unlimited.
- b) Past President (prior to the year 2015) shall be given the option to continue the honorary lifetime membership granted to them under the terms of the bylaws in effect at the time of service.
- c) Executive Board Officers shall receive an honorary membership for the year in which they serve as an active officer.

### SECTION 2. APPROVAL OF MEMBERS

A written application for membership shall be filed with the Executive Board on a form approved by the Executive Board. Application must be accompanied with an amount equal to the yearly dues, which will become payment for dues if the application is accepted for membership. If the applicant is not approved, the applicant will be informed by the Executive Board and an amount equal to any unused portion will be refunded to the applicant. A majority vote by the Executive Board is required for approval.

### SECTION 3. DUES

- a) Annual dues for the upcoming year shall be recommended to the membership by the Executive Board with approval by the membership at a quarterly business meeting prior to implementation.
- b) Membership Renewal is due January 1<sup>st</sup> of each year.

- c) Dues are not probated.
- d) Any person who is not a member of the club must purchase an Associate Membership to attend a club function. An Associate Membership applies only for the duration of the club function. The cost of the Associate Membership shall be determined by the Executive Board.

#### **SECTION 4. INAPPROPRIATE CONDUCT AT A CLUB SPONSORED FUNCTION**

- a) The behavior of members and associate members at a club sponsored event is expected to be polite and orderly at all times. Any disorderly or inappropriate behavior by a member or associate member shall be grounds for immediate removal of the offender(s) from the club function.
- b) Upon knowledge of the Executive Board of unacceptable behavior at a club sponsored event, the Executive Board, upon completion of a full investigation of said party or parties, will recommend to the club membership the appropriate action, if any, to be taken. Then the club membership in attendance at a quarterly business meeting or special meeting shall vote on any disciplinary action to be taken, to include up to suspension and/or revocation of membership. Disciplinary action taken against an Associate Member may be grounds for denial of future membership.

#### **SECTION 5. IDENTIFICATION**

Membership cards are not issued for identification purposes.

#### **SECTION 6. VOTING RIGHTS**

Each member in good standing shall be entitled to vote on each matter submitted to a vote of the members. Members must be present at meetings to vote.

#### **SECTION 7. INSPECTION OF BOOKS AND RECORDS**

All books and records of the club may be inspected by any members, his/her agent, or attorney for any purpose at any reasonable time in the presence of no less than two (2) Executive Board members. Prior notice to the President of no less than two (2) business days will be required.

### **ARTICLE IV. OFFICERS**

#### **SECTION 1. OFFICERS**

- a) The officers of the Club shall be a President, a Vice President, a Secretary, a Treasurer, and a Sergeant at Arms.
- b) The Immediate Past President shall serve as an ex-officio member of the Executive Board but shall not have a vote.
- c) Officers shall not receive any compensation for their services except as noted in Article III, Section I, Paragraphs B and C.
- d) Officers shall not serve as a voting member of any committee.

## **SECTION 2. DUTIES OF OFFICERS**

### **(A) PRESIDENT**

- 1) The President shall be the Chief Executive Officer of the Capital City Shag Club and shall serve as Chairman of the Executive Board.
- 2) The President shall schedule and open all meetings of the club at the prescribed place and time, conduct the affairs of the club, execute the policies established by the membership, present a report of the condition of the club at each quarterly business meeting, and authenticate by his/her signature when necessary all acts, orders, and contracts of the club.
- 3) The President shall be responsible for the conduct of the club in strict conformity to the process, principals, rules, and regulations of the club, communicate to the members such matters as are deemed appropriate and make such suggestions as may tend to promote the welfare of the club.
- 4) The president may appoint special committees subject to the approval of the Executive Board, and preform such duties as are herein specifically set forth and such other duties as are customarily incidental to the office of the President or as assigned by the members.
- 5) The President shall obtain all security staff, licenses, and insurance for legal purposes necessary for every party, and select and hire the deejay.
- 6) The President shall approve each newsletter prior, to its distribution.

### **B) VICE PRESIDENT**

- 1) The Vice President shall assume the duties of President in the absence of the President, and shall serve as assistant to the President in his/her efforts for the good of the club.
- 2) The Vice President shall chair quarterly business meetings or special meetings and Executive Board meetings in the absence of the President, and shall assume the office of President in the event of resignation, disability, or death of the President.
- 3) The Vice President shall have such other duties as may be assigned by the President.
- 4) The Vice President shall produce (or cause to be produced by a Newsletter Committee) a newsletter at least quarterly, and oversee distribution to every member.

### **C) SECRETARY**

- 1) The Secretary shall be responsible for keeping accurate minutes of meetings of the club and for maintaining a file of club minutes and all pertinent documents.
- 2) The Secretary shall send notices of meetings and letters of appointment to committees and appointed officers, notify persons who have applied for membership of their acceptance or denial, type and mail correspondence as needed by the President, and submit to the Communications Committee notice of the meetings, Correspondence

prepared for the President's signature shall not be issued without a consultation between the Secretary (or other preparer) and the President.

#### **D) TREASURER**

- 1) The Treasurer shall be responsible for the collection of dues and for receipt and deposit of financial contributions and income into accounts at such banks and financial institutions as the Executive Board shall direct.
- 2) The Treasurer shall keep accurate records of monies received and expended, make a written itemized financial report available at each Board meeting and for each attending member at all quarterly business meetings, and carry out all other orders received from the President.
- 3) The Treasurer shall issue and sign checks upon proper order of payment by the Executive Board and see to it that they are delivered to the payee. Checks for \$1000.00 and above shall require prior documentation (printable) approval by the President. Printed approval includes email messages.
- 4) The Treasurer shall comply with all local, state, and federal tax codes including annual tax filing.

#### **E) SERGEANT AT ARMS**

- 1) The Sergeant at Arms shall preserve order at quarterly business meetings, special meetings, and other club sponsored events as the President may direct. The Sergeant at Arms may appoint members in good standing to assist with this function.

### **SECTION 3. QUALIFICATIONS, TERMS, AND VACANCIES IN OFFICE**

- a) Candidates for office shall be members of the Capital City Shag Club in good standing for not less than one (1) year prior to taking office. Officers shall be elected yearly at the **fourth** quarter Business meeting and will serve from January 1 through December 31 of the following year.
- b) The President, Vice President, and Treasurer shall not serve more than two (2) consecutive terms in that office. Except for the office of President, vacancies in office shall be filled by the Executive Board for the remainder of any unexpired term.
- c) Refusal to accept the duties and responsibilities of any office above will be considered as a resignation.

### **SECTION 4. NOMINATIONS AND ELECTIONS**

- a) Elected positions shall be President, Vice President, Secretary, Treasurer, and Sergeant at Arms.
- b) Officers shall be elected from and by the membership of the club per the following schedule.

**First Quarter Business Meeting:** There shall be a five (5) member nominating committee. All nominating committee members shall be elected by the general membership at this meeting. The

nominating committee shall appoint a chairperson. The names of the nominating committee shall be printed in the next club newsletter following this meeting

**Second Quarter Business Meeting:** No action is required by nomination committee unless an interim status report is needed.

**Third Quarter Business Meeting:** The Nominating Committee shall nominate a slate of candidates at this meeting. Additional nominations for office may be made from the floor. The slate of candidates' names shall be printed in the next club newsletter following this meeting. All nominees will have free access to the club newsletter to communicate with the club membership.

**Fourth Quarter Business Meeting:** Elections will be held at the meeting. Additional nominations for office may be made from the floor before voting. Voting will be either, (1) by secret written ballot of members present, if there is more than one candidate for any office; or (2) by voice vote of members present when there is only one candidate for each office. In the case of a voice vote, candidate will be deemed elected by virtue of being the sole candidate.

Those persons receiving the greatest number of votes shall be declared duly elected, and shall take office on the first day of January following the elections, and shall serve as prescribed by the bylaws or until successors have been elected or appointed.

## **SECTION 5. ASSISTANT OFFICERS**

The Executive Board with the advice and consent of the officers filing that position, shall have the authority to appoint assistant officer(s) whose duties shall be to assist the officer in fulfilling his/her official duties, and/or to fill in when the officer is not available to serve.

## **ARTICLE V. MEETINGS**

### **SECTION 1. EXECUTIVE BOARD MEETINGS**

- a) Regular Executive Board meetings shall be held every month on a date to be decided by the Board.
- b) A quorum at any regular or special Executive Board meeting shall be three (3) voting members of the Executive Board.
- c) Extend notice is not required for regular Executive Board meetings.
- d) A special Executive Board meeting can be scheduled by the President or upon the request of two (2) members of the Executive Board. Written notice shall be given to all Board members no less than two (2) days prior to the meeting, and must include the subject matter of the meeting.

## **SECTION 2. QUARTERLY MEMBERSHIP BUSINESS MEETINGS**

- a) There shall be four (4) quarterly business meetings per year. Written notice shall be sent to members not less than fifteen (15) days before such meeting.
- b) Any member desiring to add an item to the meeting agenda for consideration by the club membership shall submit such request in writing to the President at least (5) days prior to any meeting. The Executive Board cannot deny a member's right to address the membership concerning a club matter at a quarterly business meeting. Non-agenda items may be addressed during the "new business" session of the meeting.

## **SECTION 3. SPECIAL MEMBERSHIP BUSINESS MEETINGS**

- a) Special meetings of the members may be called at any time by the Executive Board or by written petition with signatures of no less than forty (40) members in good standing to the Executive Board, for a specific purpose. No other business shall be acted upon at such meetings. The Executive Board cannot deny a member to be heard by the membership provided the statements are relevant to the purpose of the meeting.
- b) Written notice stating the place, day, hour and purpose of any special meeting of the members shall be sent to all members not less than (15) fifteen days before such meeting.

## **SECTION 4. QUORUM**

A quorum at a quarterly meeting will consist of *ten percent* (10%) of the club membership or twenty members, which is less.

## **ARTICLE VI. EXECUTIVE BOARD**

The Executive Board shall consist of the President, Vice President, Secretary, Treasurer, Sergeant at Arms, and Immediate Past President. All corporate powers shall be exercised by, or under the authority of, and the business affairs of the corporation shall be managed under the direction of the Executive Board. The Immediate Past President's service on the Board will be to provide input from past experiences but will not entitle him/her to a vote.<sup>1</sup>

Action can be taken by the Executive Board upon majority vote of the total voting membership of the Board. Board members may vote in person, by phone, fax, or E-Mail. The officer in charge shall make a report of the outcome in writing, and provide a copy to all Executive Board members within (5) days of the decision.

The Executive Board may authorize any officer(s) or members acting as an Agent of the club to enter into any contract or deliver any instruments in the name of, and on behalf of the Club, but in all cases shall be authorized first by a resolution of the Executive Board.

The Club to the extent legally possible, indemnify and hold harmless any person who has served as a President, Officer, or duly authorized Agent of the Club against all liabilities incurred solely in signing contracts while representing the Club.

Limitation of Authority: In the performance of the normal assigned functions (special Treasurers, committee chairs, committee heads, etc.) are members acting as an Agent of the Club. As such they may use the club's name, logo, service mark, symbol, (or other intellectual property as the Executive Board may designate) in the furtherance of their duties. A member who is not on the Executive Board or an Agent of the Club must obtain written permission from the Executive Board before using the Club's afore mentioned items for any reason. Without being an Executive Board Member or an authorized Agent, no member shall take any action that would bind the Club.

The Executive Board may accept on behalf of the Club contributions, gifts, bequests, or devices for any purpose of the club, except that no such gifts shall be used for the influence of any operation, nor shall such gifts be in violation of laws pertaining to the club's non-profit status.

The Executive Board may, at its discretion, develop procedures that implement the requirements set forth in these bylaws. In no case shall a procedure violate the nature and intent of the CCSC Bylaws. A Manual of Standard Operational Procedures shall be maintained by the Executive Board and a copy shall be distributed each year to the individual or committee as they are appointed, if there is a written procedure pertaining to that activity. The safe keeping of the master Manual of SOP's shall be the responsibility of the Club Secretary, who shall also see to the distribution of these procedures.

## **ARTICLE VII. COMMITTEES**

### **SECTION 1. STANDING COMMITTEES**

#### **By-Law Committee**

The Bylaw Committee shall have a **minimum of 3 members**. Members shall be appointed for one (1) year term with confirmation by the Executive Board. The members of the committee shall appoint their own chairperson. The committee shall review, interpret, and propose revisions of the bylaws as required.

#### **Communications Committee**

The President shall appoint the chairperson for a one year (1) year term with confirmation by the Executive Board. Members shall be appointed by the chairperson. The committee shall be responsible for disseminating information to the web-master, disseminating club information to members and neighboring clubs, and coordinating community involvement.

#### **Dance Floor Committee**

The President shall appoint the chairperson(s) for a one (1) year term with confirmation by the Executive Board. Members shall be appointed by the chairperson(s). The committee, in coordination with the social committee, will be responsible for maintaining, assembling, and disassembling the dance floor for club sponsored events.

### **Financial Advisory Committee**

The committee shall consist of five (5) members appointed for a one (1) year term by the President with confirmation by the Executive Board. The members of this committee shall appoint their own chairperson. The Treasurer shall serve as an ex-officio member of the committee.

The committee shall monitor the club's income and expenses, set financial policy and conduct internal financial reviews of the club. Such internal financial review shall occur every four (4) months with reports made to the Executive Board and membership in January, May, and September. They shall also undertake such other financial investigations as they deem appropriate, subject to the Executive Board for review with final approval by the club membership.

### **Historian**

The President shall appoint the Historian for a one (1) year term with confirmation by the Executive Board. The Historian collects records and memorabilia to track the club's history.

### **Membership Committee**

The President shall appoint the chairperson for a one (1) year term with confirmation by the Executive Board. Members shall be appointed by the chairperson. The committee shall maintain an accurate roster of members and shall be responsible for staffing the registration table and checking credentials of arriving members at all club sponsored events.

The membership roster will be made available only to the current officers and committee chairpersons. The membership roster is proprietary to the club and the club retains all rights to maintain its confidentiality. Failure to ensure the confidentiality of the roster may be grounds for disciplinary action.

### **Newsletter Committee**

When the Vice President does not produce the newsletter an Editor shall be appointed by the Vice President with confirmation by the Executive Board. The Editor may appoint additional members as news staff to gather news, write articles, identify upcoming events, and sell advertising space. The editor and staff are responsible for checking the truth and accuracy of articles, for producing a newsletter at least once every quarter, and distributing it to every member.

### **Nominating Committee**

The nominating committee shall consist of five (5) members elected by the membership. Members shall serve for the current year and select their own chairperson. The committee shall present a slate of candidates at the second quarter business meeting.

### **Social Committee**



The President shall appoint the chairperson(s) for a one (1) year term with confirmation by the Executive Board. Members shall be appointed by the chairperson(s). The committee shall be responsible for planning the club's major parties. These responsibilities include: venue, bar and bartenders, food table, and floor plan, theme and decorations, and set up and clean up. The committee shall stay within the allocated budget set by the finance committee or obtain a waiver from the Executive Board. The committee's plans shall be submitted to the Executive Board for approval.

### **Ways & Means Committee**

The President shall appoint the chairperson(s) for a one (1) year term with confirmation by the Executive Board. Members shall be appointed by the chairperson(s). This committee is responsible for activities that raise funds for general operations and charitable contributions. Such activities include but not limited to special suppers, silent auctions, shag store, and the like. A minimum of ten percent (10%) of the net proceeds shall be donated to charity.

### **CCSC Shag Ex Committee**

The CCSC's annual "weekend fundraiser" shall be referred to as the "CAPITAL CITY SHAG EXTRAVAGANZA", with a numeral suffix denoting which party in the sequence. The event shall be chaired by two members, called Co-Chairs, and the number of Chairs may be adjusted upward or downward as the situation warrants.

The Chairs shall be appointed by the Club President with the approval of the Executive Board at the first Executive Board Meeting following the most recent event.

The Chairs shall serve for a term beginning with their appointment, until the beginning of the next appointed cycle, for approximately one (1) year. Should the need arise to replace one or more event Chairs, the Club President shall recommend a replacement(s) to the Executive Board for approval.

The Chairs have the authority to make decisions concerning the event, but with frequent communication with the Club President, who retains overall responsibility for the event. The Chairs shall provide updates to the Executive Board at scheduled Board Meetings and whenever requested to do so.

The Shag Extravaganza Treasurer is required to present a detailed financial report to the Executive Board no later than their June meeting; and to provide a summary report to the membership at the next scheduled General Membership Meeting.

In addition to the directives stated herein the Shag Extravaganza Chairs and the Shag Extravaganza Treasurer shall also abide by the procedures set forth in the Capital City Shag Club Manual of Standard Operational Procedures.

## **SECTION 2. STANDING COMMITTEES**

Special committees may be formed and staffed by the President, but only for a closely defined purpose. Special Committees require confirmation by the Executive Board. Tenure of special committees shall not exceed the term of the calendar year in which they are appointed.

### **SECTION 3. REMOVAL**

Any member of any committee may be removed from that committee by the person or persons authorized to appoint such member subject to approval of the Executive Board.

## **ARTICLE VIII. EXPENSE REINBURSEMENT**

### **SECTION 1: EXPENSES**

Expenses incurred by club members at the request or direction of the President or the President's designee shall be repaid upon presentation of receipt(s) to the club Treasurer.

### **SECTION 2: TRAVEL EXPENSES**

Travel Expenses incurred by the President or the President's Designee, in the performance of duty on behalf of the club shall be reimbursed in the following manner.

a) Mileage expenses for travel by personal vehicle shall be reimbursed in accordance with rates published annually by the Internal Revenue Service (IRS) in IRS Form 1040 instruction booklet. Travel on official club business by commercial means (rental automobile, bus, train, or airplane) will not be reimbursed except in emergency situations and must be authorized in advance by the Executive Board.

b) Lodging expenses for attendance at out-of-town "required attendance" functions shall be reimbursed in full for the night proceeding the function (e.g. meeting on Saturday morning – lodging expenses allowed for Friday night, meetings on Saturday morning and Sunday morning– lodging expense allowed for Friday night and Saturday night, meeting Saturday morning, party Saturday night – lodging expenses allowed for Friday night only.) The term "out of town" is defined as being fifty (50) miles or greater from downtown Columbia, SC.

c) Meal expenses shall be reimbursed at per diem rates published annually by the General Services Administration (GSA). Copies of these rates can be obtained from any GSA office, from any public library, or on-line.

## **ARTICLE IX. PARLIMENTARY AUTHORITY**

The bylaws written herein shall be governing authority of the Capital City Shag Club. All procedural actions of the membership and Executive Board not covered in the bylaws shall be in accordance with the current edition of Rules of Order, Newly Revised.

## **ARTICLE X. AMENDMENTS**

These bylaws may be altered, amended, or repealed and new bylaws adopted by a two-thirds (2/3) vote of attending members at any quarterly business meeting or special meeting, provided written notice is posted no less than (15) days prior to such meeting.

The inaugural Bylaws of the CCSC were adopted by the membership on 3/23/09.

