



## **SUMTER SHAG CLUB BY LAWS EFFECTIVE DECEMBER 12, 2010**

### **ARTICLE 1 PREAMBLE**

**Section 1.** Name: Sumter Shag Club

**Section 2.** Address: P.O. Box 3356, Sumter, SC 29151

**Section 3.** Purpose: The purpose of the Sumter Shag Club is to:  
promote and preserve the heritage of beach music and shag dancing;

- to educate and teach others the art of shag dancing;
- to provide members of the Sumter Shag Club and invited guests with dance opportunities;
- to inform Sumter Shag Club members of beach music and shag dancing activities.

**Section 4. Governing Body:** A Board of Directors governs The Sumter Shag Club as described in Article IV of these Bylaws.

### **ARTICLE II MEMBERS**

**Section 1. Membership:** “Members” are individuals in good standing. Classes of membership shall include regular members and honorary members. A member in good standing is current with membership dues, is supportive of club functions, and is helpful in promoting the Sumter Shag Club to prospective members. Hall of Famers shall be honorary, non-dues paying members.

**Section 2. Voting Rights:** Each member of the Sumter Shag Club shall be a member in good standing ninety (90) days prior to the time of any vote, and shall

be entitled to one vote on each matter submitted to the members for a vote-driven decision.

**Section 3. Election of Members:** Any person, at least 21 years of age, may request membership in the Sumter Shag Club by completing the Club Application, obtaining sponsorship by at least one current Club member, and paying the current year's dues. Membership is for a calendar year beginning in January.

**Section 4. Annual Dues:** The Board shall determine the annual amount for membership dues. When dues are changed, the new dues amount, and the date the change becomes effective, will be included in the bi-monthly Newsletter. Dues amounts shall be pro-rated for new members joining during any year.

**Section 5. Membership Cards:** The Sumter Shag Club shall issue membership cards for new and renewing membership. The membership cards will have the name of the club, the name of the member, and the effective date of the membership.

**Section 6. Membership Renewal:** Persons in good standing in the Sumter Shag Club as of the last day of the year of their membership may reapply for membership in the Sumter Shag Club for the next twelve (12) months by filing a renewal membership application and paying the appropriate dues. The membership of any member who fails to renew by February 15 of the next year shall be automatically terminated. A former member, whose membership has automatically terminated for non-payment of dues, must re-apply for membership as a new member and pay full membership dues.

### **Section 7. Disciplinary Action:**

**(A) Censure, Suspension, or Expulsion.** A member may be censured, suspended or expelled from the Sumter Shag Club for good cause. For purposes of this Section, "good cause" shall include, without limitations, the following behavior at Sumter Shag Club functions or meetings: assaultive or aggressive behavior against any person; disorderly conduct tending to promote a breach of the peace; open and notorious illegal or grossly immoral public conduct; and any other personal conduct adverse to the best interests and purposes of the Sumter Shag Club.

**(B) Required Hearing on Complaint.** A member may be censured, expelled, or his or her membership suspended by the Board of Directors. Suspension, expulsion, or censorship may be instituted by the affirmative vote of not less than two-thirds (2/3) of the members of the Board of Directors at a Hearing with at least five (5) Board Members present, provided that: (i) the member concerned is given written notice at least two (2) weeks prior to the Hearing or Board Meeting at

which the complaint is considered; and (ii) the member concerned is given an opportunity to appear before the Board of Directors to respond to the said complaint. The decision of the Board of Directors is final.

**(C) Reinstatement.** A member who has been expelled from the Sumter Shag Club may reapply for a new membership at any time after twelve (12) months following the date he or she was expelled.

## **ARTICLE III MEETINGS**

**Section 1. Business Meetings.** The members shall meet at least twice per year to conduct business. Business Meeting dates will be determined by the Board and will be published in the bi-monthly Newsletter and webpage. The Board of Directors will manage business Meetings.

**Section 2. Special Meetings.** Special meetings of the members may be called by the President, the Board of Directors, or written petition of at least ten percent (10%) of the Sumter Shag Club members in good standing.

**Section 3. Notice of Meetings.** Notice of business and special meetings will be communicated by to all members by U. S. mail, email, or telephone not less than 10 days prior to the meeting.

**Section 4. Quorum.** Members totaling ten percent (10%) of the members in good standing as of the date of the meeting shall constitute a quorum.

**Section 5. Motions Tabled.** Any motion brought before the membership at a general or special meeting may be tabled until the next membership meeting by the affirmative vote of a majority of the members present.

**Section 6. Rules of Procedure.** "Roberts Rules of Order" shall determine parliamentary procedure except where they may be inconsistent with the Bylaws of the Sumter Shag Club.

**Section 7. Proxies.** Provided that members have been timely notified of the questions to be decided at a meeting, members who are unable to be personally present at that meeting may vote by proxy. Proxy votes must be properly executed in writing by the member or by his or her duly authorized attorney-in-fact. Any such proxy shall be valid only for the particular meeting and the particular questions for which they have been prepared and in no event shall be valid for more than three (3) months from its date of execution.

**Section 8. Absentee Ballots.** Absentee ballots will be allowed if signed by the absent member. Each motion must have its own absentee ballot.

## **ARTICLE IV BOARD OF DIRECTORS**

**Section 1. General Powers.** Its Board of Directors shall manage the business affairs of the Sumter Shag Club.

**Section 2. Number, Tenure and Qualifications.** The Sumter Shag Club Board of Directors shall have seven (7) Directors or Officers including the President, Vice President, Secretary, Treasurer, and three (3) members at large. Officers shall be elected by the members and serve for one (1) calendar year beginning on January 1 and ending on December 31. An officer can be re-elected for a consecutive term. An officer must have been a member in good standing for a period of at least one (1) year prior to taking office. One of these three (3) members at large may be the immediate past President, if available.

**Section 3. Regular Meetings.** Meetings of the Board of Directors shall be held at a frequency established by the officers, but no less than quarterly at a location decided by the officers.

**Section 4. Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President, or at the call of not less than four (4) officers, and shall be held at a location decided by the officers.

**Section 5. Notice.** Notice of any special meeting shall be given at least forty-eight (48) hours before the time fixed for the meeting. Notice may be given by mail, telephone, or electronically.

**Section 6. Quorum.** A majority of the number of directors fixed by these Bylaws shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

**Section 7. Board Decisions.** The act of the majority of the officers present at any meeting at which a quorum is present shall be the act of the Board of Directors.

**Section 8. Vacancies.** Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors.

**Section 9. Removal from Office.** Any officer who, as a member, is suspended or expelled by the Board, shall also be removed from the Board of Directors. The

remaining officers by majority vote shall elect a member to fill the remaining term of the removed officer.

## **ARTICLE V OFFICERS**

**Section 1. Number.** The officers of the Sumter Shag Club shall be, at a minimum, a President, a Vice President, a Secretary, and a Treasurer. The officers shall be elected by the members, and shall serve a term of one (1) calendar year ending December 31 of the year in which he or she was elected. An officer may be reelected and succeed himself or herself. No one person shall hold more than one office at the same time. Any member in good standing can be nominated and if elected, serve as an officer as long as they remain in good standing and complete the obligations of the office.

**Section 2. General Duties and Responsibilities of the Officers.** The officers of the Sumter Shag Club shall have such powers and shall perform such duties as are set fourth 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 to transmit to his or her successor all records, documents and other papers received in the course of the Club's business.

**Section 3. Duties of the President.** The President shall be the principal executive officer of the Sumter Shag Club, and shall preside at all meetings of the members and of the Board of Directors at which he or she is present. The President shall:

- exercise general supervision over the affairs of the Club;
- conduct the affairs of the Club and execute the policies established by these Bylaws;
- appoint committee chairpersons as needed;
- appoint nominating committee members;
- serve as ex-officio member of all committees except the nominating committee;
- represent the Sumter Shag Club at ACSC meetings, or appoint another club officer or club member to represent the club at these meetings in the President's absence

- perform any other duties as custom, parliamentary usage, or the Board may prescribe.

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

**Section 5. Duties of the Secretary.** The Secretary of the Sumter Shag Club shall:

- keep written minutes of Business and Board Meetings
- maintain records of the Sumter Shag Club including list of current members including mailing address, telephone number, birth date, and e-mail address as provided by the member.
- provide notice to members of meetings and activities
- conduct all written correspondence relating to matters of the Club
- turn over all records to the new secretary at the end of his or her term
- coordinate the creation, copying, and distribution of the bi-monthly Newsletter to all members
- 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.

**Section 6. Duties of the Treasurer.** The Treasurer of the Sumter Shag Club shall:

- be custodian of the funds and property of the Club
- provide a written Treasurer's Report at Business Meetings and at any time as requested by the President or Board of Directors
- receive and give receipts for money due and paid to the Club from any source

- provide payment for services or materials encumbered by the Sumter Shag Club as directed by the President or Board of Directors with written instruction required for any purchase over \$200
- deposit all such monies paid to the Club in the name of the Sumter Shag Club in such bank or banks as prescribed by the Board of Directors
- perform all the duties incidental to the office of Treasurer and such duties as may be assigned to the Treasurer by the President or Board of Directors.

**Section 7. Duties of Members at Large.** The Sumter Shag Club Members at Large shall:

- advise the President, Vice President, Secretary, and Treasurer on issues affecting the Sumter Shag Club.
- each have one vote equal to that of the President, Vice President, Secretary, and Treasurer in vote driven Board decisions.
- chair committees as directed by the President.

**Section 8. Removal.** Any officer may be removed from office by the Board of Directors when in its judgment the best interest of the Club would be served thereby. The officer must be given written notice of the proposed action and given an opportunity to appear before the Board and respond to the proposed action. A majority vote of the remaining Board members is required to remove an officer from office. The removed officer may remain a member of the Sumter Shag Club provided that his or her actions do not also require disciplinary action as outlined in these Bylaws. In the case of any such removal, the Board of Directors shall elect a member to fill the remaining term of the removed officer, except where the President is removed, in which case the Vice President shall become President and the Board shall elect a new Vice President.

## **ARTICLE VI ELECTION OF DIRECTORS AND OFFICERS**

**Section 1. Procedure.** The members of the organization shall elect officers of the Sumter Shag Club as follows:

**(A)** No later than September 15th of each year, the President shall appoint a Nominating Committee composed of five (5) members no more than two (2) shall then be current officers.

**(B)** The Nominating Committee shall meet as necessary, elect a Chair, and prepare a list nominating one member for each of the seven (7) offices. Officers may be nominated to serve a consecutive term. All nominees shall be contacted to ensure their willingness to serve should they be elected.

**(C)** At the final Business Meeting of the year, usually at the Christmas Party, the Nominating Committee Chair will present the Committee's list of nominations to the members. Additional nominations will be accepted from the floor.

**(D)** All nominees for officer, whether nominated by the Nominating Committee or from the floor, must be a member in good standing at the time of their nomination, and must have been a member of the organization for one year.

**(E)** The members will elect each officer by majority vote from the nominations presented by the Nominating Committee or the floor.

## **ARTICLE VII INDEMNIFICATION OF BOARD OF DIRECTORS AND OFFICERS**

**Section 1. Indemnification.** Each Officer of the Sumter Shag Club shall be indemnified by the organization against any and all claims and liabilities to which he or she has or shall become subject by reason of serving or having served as such officer, or by reason of any action alleged to have been taken, omitted, or neglected by him or her as such officer, and the Sumter Shag Club shall reimburse each such person for all legal expenses incurred by him or her in connection with any such claim or liability, provided, however, that no such person shall be indemnified against, or be reimbursed for any expense incurred in connection with any claim or liability arising out of his or her own willful misconduct or gross negligence.

**Section 2. Limitation.** The amount paid to any Officer by the Sumter Shag Club by way of indemnification shall not exceed his or her actual, reasonable, and necessary expenses incurred in connection with the matter involved, and such additional amount as may be fixed by a committee of not less than five (5) persons appointed by the Board of Directors, said persons to be members, but not Officers, and any determination so made shall be binding on the indemnified Officer.

**Section 3. Non-Exclusivity.** The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any Officer of the Sumter Shag Club shall otherwise be entitled by law.

## **ARTICLE VIII COMMITTEES**

**Section 1. Standing Committees.** The Sumter Shag Club shall have a Nominating Committee and such other standing committees as needed, which may include any or all of the following: Decorating Committee, Membership Committee, etc.

**Section 2. President as Ex Officio Member of Standing Committees.** The President shall be an ex officio member of every standing committee, except the Nominating Committee. The President may delegate this duty to the Vice President.

**Section 3. Special Committees.** From time to time, the President shall appoint such other ad hoc Special Committees as may be necessary or desirable and shall determine the composition and purposes of such committees.

## **ARTICLE IX FUNDS, EXPENDITURES, CONTRACT AND BUSINESS MANAGEMENT**

**Section 1. Fiscal Year.** The fiscal year of the Sumter Shag Club shall be the calendar year beginning 12:01 a.m. on January 1 of each year and ending at midnight on December 31 of the same year.

**Section 2. Income.** The Sumter Shag Club's operating funds shall be raised by annual member dues as fixed by the Board of Directors. Voluntary contributions and gifts as well as other income derived by events and activities of the organization may also constitute income.

**Section 3. Contracts.** The Sumter Shag Club will enter into a written contract with the provider for any expense of more than \$200. All expenditures that exceed \$200. must have written authorization by the President and prior approval by the Board of Directors.

**Section 4. Disbursements.** Disbursements of the Sumter Shag Club's funds or property may be made only to further or facilitate the purposes and aims of the organization. The Treasurer and at least one (1) other officer shall sign all checks, drafts or orders for the payment of money. The officer who will countersign will be determined by a resolution by the Board of Directors. In the absence of any resolution, checks will be signed by the Treasurer.

**Section 5. Deposits.** All funds of the Sumter Shag Club shall be deposited promptly following their receipt to the credit of the organization in such federally

insured banks, trusts companies, or other depositories as the Board of Directors may select.

**Section 6. Gifts.** The Board of Directors may accept or decline gifts made to the Sumter Shag Club as deemed appropriate.

**Section 7. Books and Records.** The Sumter Shag Club shall maintain accurate and complete books and records of account and minutes of the proceedings of its members, its Board of Directors, and every committee having and exercising any authority of the Board, and shall keep at the names, address, and membership date of all members entitled to vote. Officers of the organization shall keep such books and records as are required for their offices, shall make such books and records available to the Board of Directors upon their request and shall turn over to their successors in office when leaving the office they occupy.

All official books and records of the organization may be inspected by any member for any proper purpose during regular Business Meetings provided prior written notice has been received. All requests to inspect the organization's books and records shall be made in writing and delivered to the Secretary at least one week prior to the Business Meeting.

**Section 8. Verification of Financial Records.** The Treasurer shall make available to the Board of Directors all books and financial records of the Sumter Shag Club for such periodic audits and verifications as the Board may determine. When a Treasurer leaves office, an audit committee, consisting of at least three (3) members who are not officers may be requested by the President from the general membership to perform an independent audit of the organizations financial books and records. Financial records will be maintained for a period of three (3) years.

## **ARTICLE X WAIVER OF NOTICE**

Whenever any notice is required to be given to any member or officer of the Sumter Shag Club under the provisions of these Bylaws, a waiver thereof in writing, signed by the person entitled to such notice, whether given before or after the time stated therein, shall be deemed equivalent to the giving of the required notice.

## **ARTICLE XI AMENDMENTS**

The Sumter Shag Club's Board of Directors may amend, rescind, repeal or alter these Bylaws, and adopt new Bylaws provided that the new Bylaws are submitted to the members at a regular Business Meeting or at a special meeting called for

the express purpose of amending, rescinding, or repealing or altering the Bylaws, and approved by a majority of those members present.