

**DRAFT**

**HILTON HEAD ISLAND CAROLINA SHAG CLUB  
BY-LAWS**

**ARTICLE I  
NAME**

The Club shall be known as the Hilton Head Island Carolina Shag Club (HHICSC).

**ARTICLE II  
OFFICIAL DANCE**

The official dance of the Club will be the “Carolina Shag.”

**ARTICLE III  
PURPOSE**

The business and purpose of the Club shall be to promote and preserve the heritage of beach music and Shag dancing; to educate and teach others the art of Shag dancing; to provide its members with dance opportunities; to inform its members of beach music and shag dancing activities.

**ARTICLE IV  
MEMBERSHIP**

All annual membership dues shall be determined by the Board of Directors (hereinafter referred to as the BOD) and run from June 1<sup>st</sup> through May 31<sup>st</sup> of each year. Lifetime, honorary and active Charter members will not be charged for membership.

**Regular Members:** Active Regular Members in good standing are entitled to vote, to attend all Club functions, take lessons, be elected to hold any office and serve on any committee within the Club.

**Associate Members:** Associate Members will be eligible for entrance to all Club dances. They will be entitled to attend membership meetings where they will be able to add to the direction of the Club through their ability to join discussions. They will be unable to take lessons, vote or hold Club office. Associate members include, but are not limited to, fellow members of the Association of Carolina Shag Clubs. Associate Members will be entitled to upgrade their membership to a Regular Membership by paying the cost of Regular Membership at any time in the Club fiscal year.

**Any person may become a regular member of the Club by submitting a written and signed application on a form approved by the BOD, together with payment of membership dues. Any person may become an associate member upon attendance at any and payment for, any Club sponsored event.**

**Honorary Life Members: Any member in good standing may at any time, nominate, prior to the meeting at which the vote will be taken, another member for an Honorary Member Life designation. Such nomination shall be submitted in writing to the Board. Upon such nomination, the Board shall consider such person for designation as an Honorary Life Member. Upon approval by two-thirds of its members present, the BOD shall cause the names to be placed before the Regular Active Membership for a vote. The BOD shall take a majority vote of the Regular Active Membership present at the time of the vote in order to bestow an Honorary Life Member designation upon the nominated members. Voting by the membership shall take place by written secret ballot. Honorary Life members are considered Regular Active Members for all other purposes of the Club. The consideration for making such a nomination should include, but not limited to the following:**

- **The number of years of membership in the Club and being involved in shag activities**
- **The amount of activity and involvement in supporting the Club**
- **Personal support and guidance provided to the Club**
- **Has made outstanding contribution to the Club and to the promotion and preservation of Shag dancing and Shag music**

## **ARTICLE V** **MEETINGS**

**The Board of Directors shall call an Annual meeting of the members during the month of January each year, effective January 2008, at which time elections shall be held for officers. The term of office for each position will be for one (1) year with a maximum of two (2) consecutive terms. Officers who wish to continue for a second term are elected by the membership through the usual nomination process.**

**Any ten (10) voting members may request a meeting by written petition, provided the Board of Directors are notified of the meeting at least seven (7) days in advance. Regular business meetings will be held quarterly, or as needed, to conduct the business of the Club.**

**All agenda items (topics for discussion at business meetings) are to be presented to the Recording Secretary ten days prior to the meeting.**

**ARTICLE VI**  
**BOARD OF DIRECTORS AND OFFICERS**

The Board of Directors, hereinafter referred to as “BOD” shall consist of the President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Treasurer and Recording Secretary. Officers are elected annually by the membership to carry out the duties and responsibilities of the HHICSC in accordance with the By-Laws as written. Committee Chairpersons are appointed by the Officers as indicated in Article VII.

Should any position on the BOD become vacant, the then BOD shall appoint a member to fill the expired term. Appointed positions are not considered as an elected term.

**ARTICLE VII**  
**BOARD OF DIRECTORS AND OFFICERS**  
**APPOINTED POSITIONS AND COMMITTEES**

**PRESIDENT:**

Shall serve as the official spokesperson for the Club and preside at all Club functions and BOD meetings. Shall serve as ex-officio member of all committees, ensure that the Club is operated in accordance with the By-Laws as written, be a non-voting member of BOD except to break a tie and be responsible for the Nominating Committee and Sargeant at Arms.

**1<sup>ST</sup> VICE PRESIDENT:**

Shall serve in the absence of the President and be responsible for the following committees: Social, Winter Classic and Disc Jockey. The Chairperson for each of these Committees will report to the 1<sup>st</sup> Vice President.

**2<sup>nd</sup> VICE PRESIDENT:**

Shall be responsible for the following committees: Dance Instruction and Historian. The Chairperson for each of these Committees will report to the 2<sup>nd</sup> Vice President.

**RECORDING SECRETARY:**

Shall be responsible for organizing the agenda and taking the minutes of the Annual Meeting, BOD meetings and all other Club meetings. Will provide the BOD with a copy of all minutes within seven (7) days after the respective meeting. Shall maintain all past minutes and forward to the new Recording Secretary each year for future reference.

**Shall file annual registrations with the South Carolina Secretary of State for maintaining the Club's 501C(7) non-profit status and be in accordance with legal standards to conduct raffles. Shall assure that the Club has a Registered Agent on file with the South Carolina Secretary of State.**

**Shall archive all official documents that require a written response on behalf of the Club and BOD. The Recording Secretary will be responsible for the following committee: Communications. The Chairperson for this committee will report to the Recording Secretary.**

**TREASURER:**

**Shall maintain financial records for all Club receipts and expenditures, including online and traditional checking accounts. Facilitate the development of an annual operating budget. Report all transactions of the budget to the BOD monthly and provide an annual written report at the Annual Meeting. Submit annual Department of Treasury Internal Revenue Service reports in accordance with legal standards for non-profit organizations. Expenditures exceeding \$100 require the approval of the BOD.**

**Shall be responsible for managing admissions at Friday night social dances, which will include scheduling greeters and the reconciliation of any financial transactions. The Treasurer will be also be responsible for the following committee: Membership. The Chairperson of that Committee will report to the Treasurer.**

**FUNCTIONS OF COMMITTEES AND APPOINTED POSITIONS**

**COMMUNICATION COMMITTEE:**

**Shall be responsible for the development and maintenance of the Club website, the newsletter, member email communications and social media, at the direction of the BOD. Shall report to the Recording Secretary.**

**DANCE INSTRUCTION COMMITTEE**

Shall be responsible for community dance demonstrations, dance lesson curriculum, choosing and training dance instructors, music for lessons and practice, make recommendations for location of lessons. Shall report to the 2<sup>nd</sup> Vice President.

**DISC JOCKEY COMMITTEE:**

Shall be responsible for the set-up of electronic equipment and play “beach music” for Shag dancing events. Shall pack up and secure equipment at close of such events. Shall report to the 1<sup>st</sup> Vice President.

**HISTORIAN:**

Shall be responsible for taking pictures and keeping a Club scrapbook. These scrapbooks will be forwarded each year to the new Historian for the preservation of the Club’s history. Shall report to the 2<sup>nd</sup> Vice President.

**MEMBERSHIP COMMITTEE:**

Shall collect, update and maintain annual membership contact lists; collect annual Club dues; welcome members and monitor attendance; promote friendship, interaction and enjoyment of dancing among members. Shall report to the Treasurer.

**NOMINATING COMMITTEE:**

Two members of the BOD and two other Club **Regular** Members shall serve as the Nominating Committee, as appointed by the President. The purpose of this Committee will be to present a nominee for each officer position on the BOD for election at the Annual Meeting in January. Candidates for a position as an officer will submit a resume to the Nominating Committee. The Committee will accept and consider the resume of any member who wishes to be a candidate without disregard. The slate for elections, including each nominee’s resume, will be provided to all members preceding the Annual Meeting. At the Annual Meeting, additional nominations will also be accepted from the floor and elections will be held. Shall report to the President.

**SARGEANT AT ARMS:**

Shall be responsible for securing the services of security guards for special functions, if necessary. Shall be responsible for making sure that monies are paid for admittance and any function where money is collected at the door. Shall keep unacceptable behavior at functions under control. Shall report to the President.

**SOCIAL COMMITTEE:**

Shall be responsible for the membership year calendar

of social dances and special Club events (e.g., Welcome Back, Halloween, Christmas, Valentine's, St. Patrick's Day and Re-up parties). Shall arrange for dates, venue, menus, music and publicity for these events. Shall report to the 1<sup>st</sup> Vice President.

**WINTER CLASSIC  
COMMITTEE:**

Shall be responsible for the organization of all activities for the annual Winter Classic event to include dates, venue, menus, hospitality, music and publicity. Shall report to the 1<sup>st</sup> Vice President.

**ARTICLE VIII  
QUORUM FOR VOTING**

A quorum for voting for any meeting of the members shall consist of those members in attendance. A quorum on the BOD shall be four (4).

**ARTICLE IX  
AMMENDMENTS**

All amendments shall be presented in writing to the BOD which shall determine whether to submit the amendment to the voting membership. If presented for a vote, it shall be voted on at the same meeting. Members will be notified one (1) month prior to a vote on a possible By-Law change. The notification will include details of any proposed changes.

**ARTICLE X  
DISSOLUTION OF CLUB ASSETS**

In the event of dissolution of the Club, all physical assets shall be sold. Cash received from the sale and cash from any Club checking or savings accounts shall be donated to one or more charitable organizations **once all Club financial obligations have been satisfied**, as determined by the BOD.

**ARTICLE XI  
EXPULSION OF MEMBERS**

The BOD has the right to refuse renewal of membership to any Club member guilty of conduct unbecoming the HHICSC. Also, two-thirds (2/3) of the general membership in attendance at any scheduled meeting may vote any member out of the Club without notice.

## **PARLIAMENTARY RULES**

The decision of all disputed or doubtful questions of debate or procedure, not covered by these By-laws, shall be settled according to the latest edition of Robert's Rules of Order.

### **ARTICLE XIII** **WAIVER OF NOTICE**

Whenever any notice is required to be given to any member, Officer or Director of the Club under the provisions of these By-laws, or under the provisions of these By-laws, or under the provisions of the Club's Articles of Incorporation, or by operation of law, 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 XIV** **INDEMNIFICATION OF DIRECTORS AND OFFICERS**

**Section 1. Indemnification:** Each Director and Officer of the Club now or hereafter serving as such, shall be indemnified by the Club 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 director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him or her as such director or officer, and the Club shall reimburse each such person for all legal expenses reasonable 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 or of the 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 of, but not Officers or Directors of the Club, and any determination so made shall be binding on the indemnified Officer or Director.

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

**ARTICLE XV**  
**INSPECTION OF RECORDS**

Upon request, the BOD shall make available for inspection by Regular Club Members all available records and financial statements (including, but not limited to, bank statements, financial statements and records of receipts and expenditures) of the Club at a mutually agreeable time and place.



## REVISIONS

**Revision Date: December 10, 2014**

**(Article III: Quorum for Voting, Article V: Meetings, Article VI: Board of Directors and Officers, President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Recording Secretary, Treasurer, Publicity Committee, Social Committee, Nominating Committee, Newsletter Committee, Sound Committee, Dance Instruction Chairperson, Sargent of Arms, Article IX: Amendments)**

**Revision Date: May 13, 2015**

**Board of Directors Meeting May 13, 2015 (Article VI: Board of Directors and Officers, Treasurer)**

**Revision Date: July 13, 2016**

**Board of Directors Meeting July 13, 2015 (Article IV: Membership, Article VII Board of Directors and Officers, Elected Positions and Committees: 1<sup>st</sup> Vice President, Recording Secretary and Treasurer)**

**Revision Date: March 8, 2017**

**Board of Directors Meeting March 8, 2017 (Article IV Membership)**

**Revision Date: July 28, 2023**

**Members Meeting July 28, 2023 (Article IV Membership)**

**Proposed Revision Date: October 4, 2024**

**Members Meeting September 28, 2024 (Article IV: Membership, Article VI: Board of Directors and Officers, Article VII: Board of Directors and Officer's Positions and Committees, Article X: Dissolution of Club Assets, Article XIII: Waiver of Notice Article XIV: Indemnification of Directors and Officers), Article XV: Inspection of Records**