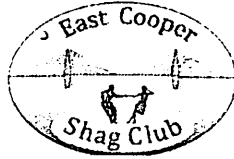


EAST COOPER SHAG CLUB



Charter & By-Laws

ARTICLE I PREAMBLE

Section 1. Name. The name of the organization shall be East Cooper Shag Club (ECSC).

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

Section 3. Governing Body: A Board of Directors as further provided and defined in these Bylaws shall govern this organization.

ARTICLE II MEMBERS

Section 1. Membership: Membership to the ECSC shall be open to all that are interested and willing to uphold the purpose of the club. Any person may become a member of this organization by submitting a written and signed application for approval by the Board together with payment of annual dues. Membership runs from January 1 to December 31 each year.

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

Section 3. Dues: From time to time, the Board shall determine the amount of annual dues for Membership.

Section 4. Membership Renewal and Automatic Termination:

(A) Membership Renewal. Persons who are Members in good standing as of the last day of their Membership may reapply for Membership renewal for the next twelve (12) months by filing with the Membership chairman.

(B) Automatic Termination. The Membership of any member, who fails to renew his or her Membership in the organization, as provided above, shall be automatically terminated by the 1st day after Membership period.

(C) Reinstatement. A former member, whose Membership has automatically terminated for non-payment of dues, will be reinstated effective upon his or her

delivery to the Membership Committee Chairman a completed application for Membership together with payment of the annual dues.

Section 5. Disciplinary Action.

(A) Censure, Suspension, or Expulsion. A member may be censured, suspended or expelled from Membership in this organization for good cause. For purposes of this Section, "good cause" shall include, without limitation, the following behavior at dances, functions or meetings or at the dances, functions or meetings of any other affiliated dance club: assaultive behavior against any person; disorderly conduct tending to promote a breach of the peace; open and notorious illegal or grossly immoral public conduct; and the personal conduct adverse to the best interest and purposes of the organization.

(B) Required Hearing on Complaint. A member may be censured, expelled, or his or her Membership rights in this organization may be suspended by the affirmative vote of the majority of the Members of the Board of Directors present, provided that:

(1) A complaint has been filed with the Board of Directors, said notice to explain the general nature of the complaint

(2) The member concerned is given an opportunity to appear before the Board of Directors to confront his or her accuser and to present witnesses and otherwise respond to said complaint

(3) The member concerned is given written notice, at least two (2) weeks prior to the Board meeting at which the complaint is considered

(C) Reinstatement. A member who has been expelled from Membership in the organization may reapply for Membership any time after twelve (12) calendar months following the date he or she was expelled.

**ARTICLE III
MEETINGS OF MEMBERS**

Section 1. Meetings. The Members shall meet four (4) times a year to transact such business as may come before the Membership. The meeting during which new Directors or new Officers are elected shall be in November and they shall be installed at the January meeting. Notice of any regular meeting will be posted on the website.

Section 2. Quorum: A Quorum shall consist of those Members in attendance. Those Members shall approve any amendment to the Club Bylaws.

Section 3. Rules of Procedure: "Roberts Rules of Order" shall determine parliamentary procedure and practice in all cases to which they apply, excepting solely where inconsistent with the Organization Bylaws or the laws of the State of South Carolina.

**ARTICLE IV
BOARD OF DIRECTORS**

Section 1. General Powers. Its Board of Directors shall manage the business and affairs of the Organization.

Section 2. Number, Tenure and Qualifications: Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, and five (5) Board Members. The outgoing President shall serve as a Board Member for two (2) years following his or her term. The members as provided shall elect the Board of Directors hereinafter for a term of two (2) calendar years. All Officers and Board Members elected in November will start their term beginning January 1 and end their term on December 31 of the second year.

An Officer or Board Member may be nominated for re-election and succeed himself or herself. If the outgoing President is re-elected, an additional Board Member shall be elected to fill the Board Member position of the outgoing President. An Officer or Board Member must have been a member in good standing of the Organization for a period of at least one (1) prior to taking office, and, at all times during their term of office, must remain a member in good standing of the Organization.

Section 3. Vacancies: Any vacancies occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Board. An Officer or Board Member elected to fill a vacancy shall serve the unexpired term of his or her predecessor in office. In the event a vacancy occurs in the Presidency, the Vice President shall automatically become President and the Board shall elect a new Vice President. An Officer or Board Member appointed to fill a vacancy shall serve for the unexpired term of the person replaced.

**ARTICLE V
OFFICERS**

Section 1. Number: The Officers of the Organization shall be a President, a Vice President, a Secretary, and a Treasurer each of whom shall be elected by the Members, and shall serve a term of two (2) calendar years ending on December 31. An Officer must have been a member in good standing of the Organization for a period of at least one (1) year prior to taking office, and at all times during their term of office, must remain a member in good standing of the Organization. Each officer of the Organization shall be a member, and no one (1) person shall hold more than one (1) office at the same time.

Section 2. General Duties and Responsibilities of Officers: The Officers of the Organization shall have such powers and shall perform such duties as are set forth in these Bylaws, or as may be specified from time to time by the Board of Directors. Each Officer shall have the duty to preserve and to transmit to his or her successor all records, documents and other papers

received in the course of the Organization's business.

Section 3. Duties of the President: The President shall be the Principal Executive Officer of the Organization, and shall preside at all general meetings of the Board of Directors meetings at which he or she is present. The President shall set the goals for the year, and keep the Vice President informed of all organizational procedures and actions. In the absence of the Treasurer, the President shall sign checks and transact other business as necessary on the Organization's bank account(s). The President shall keep all files current and will assemble all files to be turned over to the incoming President at the end of his or her term of office,

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

Section 5. Duties of the Secretary: The Secretary of the Organization shall have the following powers and duties: to keep the minutes for the meetings of the Members and the Board of Directors; to see that all notices are duly given, in accordance with these Bylaws; to be custodian of the Organization's records; to keep a register of the post office addresses of the Membership; and to 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 Organization shall have the following powers and duties: to be custodian and take charge of and be responsible for all funds and property of the Organization; to receive and give receipts for money due and paid to the Organization from any source; to deposit all such monies paid to the bank account of Organization as shall be selected in accordance with these Bylaws. Said bank account to be audited by the Board on an annual basis, and to perform the entire duties incidental to the office of Treasurer and any other duties as assigned by the President or the Board of Directors. The Treasurer will provide fiscal reports to consist of the following:

1. Regular fiscal/financial reports to be presented at each Board meeting. These reports will be reviewed and approved by the Board. The President or his/her designee will sign the report and these are to be kept as a matter of record.
2. Provide an Annual fiscal/financial report to the Organization Membership body. The Annual year begins January 1st and ends December 31st of each year. The President or his/her designee will sign the report and it will be kept as a matter of record. This report is to be presented and/or emailed no later than January 31st of the subsequent year to the Membership.

Section 7. Removal: The Board of Directors may remove any Officer whenever in its judgment the best interests of the Organization would be served thereby. 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 the President, and the Board shall elect a new Vice President.

**ARTICLE VI
ELECTION OF DIRECTORS AND OFFICERS**

Section 1. Procedure: Directors and Officers of the Organization shall be elected by the Members of the Organization as follows:

- (A) No later than October 1st of each year, the President shall appoint a Nominating and Elections Committee
- (A) The Nominating and Elections Committee shall meet as necessary and shall prepare a list nominating one member for each of the four (4) Officers of the Organization and one member for each of the four (4) Board Members, said list to constitute the Committee's report and the names set forth therein, without further motion, shall be nomination for the respective positions set forth.
- (B) In November, the Nominating and Elections Committee shall present its list of nominations to the Members. Thereafter any Member may place in nomination for any office or directorship a name of any other member in good standing, for at a minimum of one (1) year, provided that said nominee has consented to his or her nomination.
- (C) All nominees for Board Member or Officer, whether nominated by the Nominating and Elections Committee or from the floor, must be a Member in good standing for a minimum of one (1) year at the time of their nomination.

**ARTICLE VII
COMMITTEES**

Section 1. Standing Committees: The Organization shall have the following Committees: Nominating and Elections; Social; Membership; Sunshine and Dance. The Board of Directors shall appoint Members to be the Chairperson of each Standing Committee, such Chairperson to appoint such other Members to serve on the Committee, as the Chairperson deems appropriate. Chairperson and committee Members must be in good standing.

Section 2. Special Committees: From time to time, the Board of Directors 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 VIII
FUNDS, EXPENDITURES, CONTRACTS, AND
ORGANIZATIONAL MANAGEMENT**

Section 1. Income: The Organization's operating funds shall be raised by annual member's dues as fixed from time to time by the Board of Directors, voluntary contributions and gifts, and such income as may come to the Organization through collective efforts of its Members. Any Member or group of Members, excepting solely upon the prior authorization of the Board of Directors, may

incur no financial obligation of the Organization.

Section 2. Contracts: The Board of Directors may authorize, on such terms and conditions as the Board deems necessary, one or more officers or agent of the Organization, in addition to any officers authorized by these Bylaws, to enter into any contract, or execute and deliver any instrument in the name of and on behalf of the East Cooper Shag Club.

Section 3. Disbursements and Deposits: Disbursements of the Organization's funds or property may be made only to further or facilitate the purposes and aims of the Organization. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness made in the name of the ECSC shall be signed by the Treasurer, and approved by the Board of Directors. In the absence of the Treasurer, the President shall sign checks and transact other business as necessary on the organizations bank account(s). All funds of the ECSC shall be deposited promptly following their receipt to the credit of the ECSC in such federally insured banks or other depositories as the Board of Directors may select.

Section 4. Book and Records. The ECSC 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.

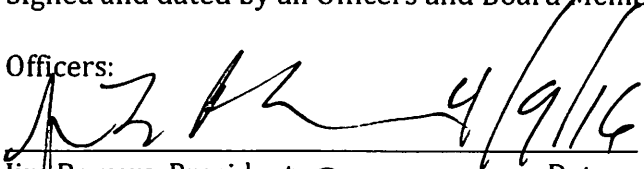
Officers shall keep such books and records as are required for their office, and shall make such books and records available to the Board of Directors upon request and shall turn them over to their successors in office when leaving the office they occupy.

ARTICLE IX AMENDMENTS

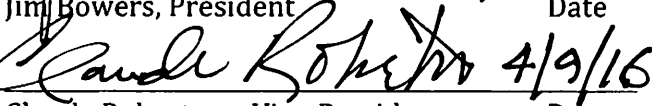
The Organization's Board of Directors may amend, rescind, repeal or alter these Bylaws and adopt new Bylaws from time to time, provided however, that no such amendment or addition shall be of any force and effect unless and until it is submitted to the Members at their next regular meeting, or at a special meeting called for the express purpose of amending, rescinding, or repealing or altering the Organization's Bylaws, and approved by the majority of those Members present.

Signed and dated by all Officers and Board Members:

Officers:


Jim Bowers, President

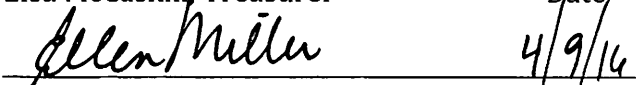
Date


Claude Robertson, Vice-President

Date



Lisa McCaskill, Treasurer

Date

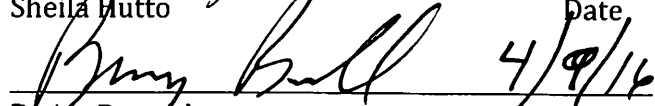

Ellen Miller, Secretary

Date

Directors:


Sheila Hutto

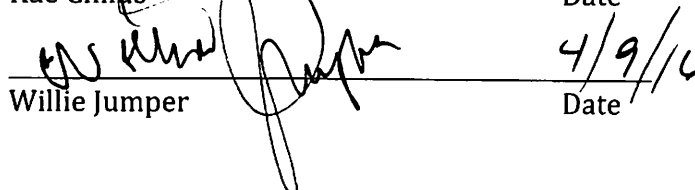
Date


Buzzy Bramble

Date


Kae Childs

Date


Willie Jumper

Date