

A.C.S.C / S.O.S. Structure & Bylaws

Section Notes

Years ago it seemed that no one could easily explain how our groups were organized, how the officers and Board were arranged, how we made money, etc. Now we have some charts and other information to help provide explanations.

The Bylaws of both groups were also in need of revision and reformatting. This has now been done, and the dating of those documents (as well as sections and pages within this manual) now provides readers with a clear indication of whether or not they have the most recent versions of these documents.






Look at the charts, and also the A.C.S.C. and S.O.S. Bylaws in this section and it will give you a better understanding. It should also help explain your club's role in the two organizations.

You should notice that in one of the charts S.O.S. is referred to as the "company" that makes our money and provides the funds for the A.C.S.C. Keep in mind that it is in your best interest for S.O.S. to prosper and grow, and make sure you and your club take an active role in supporting that goal.

Everyone can make a difference! What will you do to help make us better and stronger?











The S.O.S. Corporation

The Executive Committee

S.O.S. Officers		President
		Vice-President
		Secretary
		Treasurer
		Registrar

The five Executive Committee Members are chosen by the S.O.S. Board of Directors.

The Board of Directors

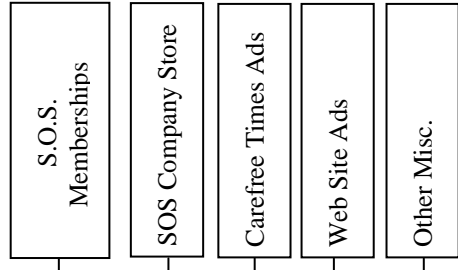
A.C.S.C. Officers		Chairman
		Vice-Chairman
		Secretary
		Treasurer
Past Chair of the A.C.S.C.		Past Chairman
		At Large (A)
At Large Members		At Large (A)
		At Large (A)
		At Large (B)
		At Large (B)

The ten S.O.S. Board Members who oversee the operation of the S.O.S. Corporation include the current A.C.S.C. Officers, the Past Chairman of the A.C.S.C. and five At Large Members.

The At Large Members are elected by the shag clubs to serve three year terms. The (A) and (B) positions are elected during different years to stagger turnover.

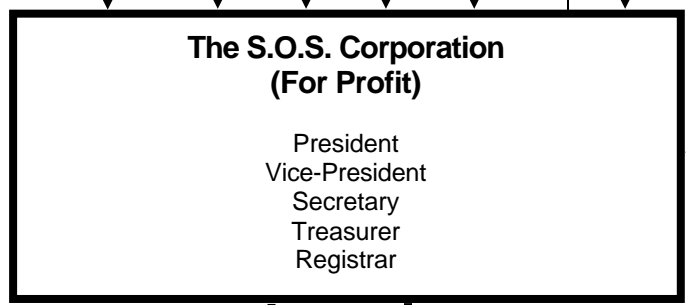
The ten member group also chooses a "Chairman of the Board" from among itself.

Various sources of income

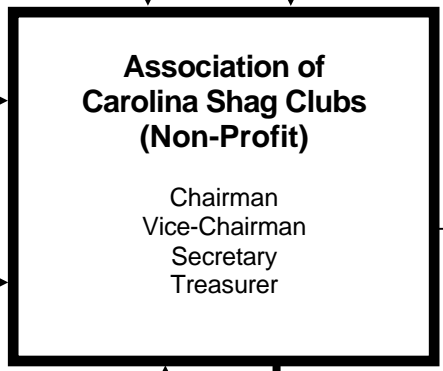
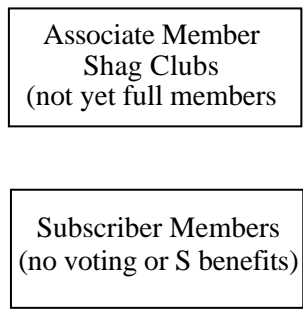


The lounges at O.D. (Our business partners in the S.O.S. events)

The "company" that makes all of our money and provides all of the funds for the A. C. S. C.



The A.C.S.C. officers, the previous A.C.S.C. Chairman, and five people chosen by the shag clubs make up the S.O.S. Board of Directors. The Board provides direction to the S.O.S. Officers and oversees the operation of the Corporation.



You and your shag club are the supporting "stockholders" who receive the benefits.



Association of Carolina Shag Clubs Bylaws

ARTICLE 1 - PURPOSE

The Association of Carolina Shag Clubs, Inc. (hereafter known as A.C.S.C. or as the Association) is an organization of autonomous shag clubs. Its purpose is to provide for communications among the clubs, to serve as a coordinating body for club activities, to sponsor activities of mutual interest to all clubs, and to manage and operate the Society of Stranders, Inc. (hereafter known as S.O.S.).

The goal of the A.C.S.C. is to promote and preserve the heritage of beach music and shag dancing, to inform its members of beach music and shagging activities of wide interest, and to help diminish schedule conflicts among its members' activities. The Association will also assist groups that wish to establish shag clubs.

ARTICLE 2 – MEMBERSHIP

Section 1 – Definitions

1. Full Member---A club entitled to all rights and privileges within the association.
2. Associate Member---A club that has been accepted for membership but has not yet met the qualifications to become a Full Member or does not desire to become a Full Member. Associate Members shall have no voting rights and shall receive no direct monetary compensation from the Association.
3. Subscriber Member---A membership status that is designed solely for the sharing of information. Subscriber Members shall have no voting rights and shall receive no direct monetary compensations from the Association.
4. Club---A group of individuals who gather for the causes shown in Article 1. The meaning of this word in this document is not to be confused with a business or facility.

Section 2 – Requirements

Membership in the Association is open to any shag or dance club with duly elected officers, membership dues, regularly scheduled meetings, and a written charter or bylaws that explicitly state that the purpose of the club is the promotion and preservation of shag dancing and beach music. Shag or dance clubs which seek membership shall have been in existence for six (6) months before submitting application for membership. A written application shall be submitted, accompanied by dues, for review by the Board of Advisors. The Board of Advisors shall appoint a sponsor club, located as close as possible to the

applying club, to send one or more of its members to attend a function of the applying club. The Association will reimburse the sponsor for reasonable expenses for travel, meals, and lodging. Applying clubs shall be voted upon at the next regularly scheduled meeting of the Association after these requirements have been met. The sponsor club's representative and a representative of the applying club must be present on the day the applying club is voted upon.

1. Voting for membership shall be by secret ballot by the Board of Advisors. A two-thirds affirmative vote by the Board of Advisors present shall be necessary for acceptance.
2. If an application is not approved all prepaid dues will be refunded.
3. Each new club accepted for membership will be considered an Associate Member with no voting rights and with no monetary compensations or benefits from the Association for a period of one year. An Associate Member becomes a Full Member after one year if all dues have been paid, and they have met the attendance requirements.
4. Any shag club who has been approved for Full Membership may at any time elect to become an Associate Member by notifying the Association in writing of this desire. These Associate Members are not required to attend meetings but shall have no voting rights and shall receive no direct monetary compensation from the Association.
5. Shag clubs who have chosen to be an Associate Member may upgrade to Full Member status by notifying the Association in writing of this desire. Upgrade shall only be allowed if all Full Member requirements (i.e., meeting attendance, etc.) have been met.
6. In order to maintain membership in the Association, a club must pay their dues in a timely manner and have a representative at both the summer and winter meetings as well as one other called meeting: Failure to do so will result in being placed on probation for a period of one year during which time the club shall have no voting rights, and shall receive no monetary compensations from the Association. If the club fails to meet membership requirements during that period, it will be dropped from membership in the Association and must reapply for membership if it desires to do so. Consideration of absence will be made if cause is submitted in writing (prior to the meeting, except in emergency situations) to the Chairman, and approved by the Board of Advisors.
7. Subscriber memberships shall be available to groups and organizations that share the purposes of the Association that do not meet the requirements of Full Membership. Subscriber Members shall have no voting rights and shall receive no monetary compensations from the Association.

8. Full Members status is not open to lounges, restaurants, bars, or private clubs.
9. Membership may be revoked by a two-thirds vote of the Board of Advisors at any regularly scheduled meeting for the following reason:
 - a) Nonpayment of dues
 - b) Any just or proper reason voted by the Board of Advisors
10. Any club having membership revoked may reapply after ninety (90) days.

Section 3 – Dues

The Board of Advisors shall establish dues. Dues notices will be sent out to member clubs by December 31st. Dues are payable by January 31st. Member clubs who are more than 60 days delinquent will have voting, and other privileges deferred until dues are paid. Member clubs more than 90 days delinquent will be presented to the Board of Advisors at the next general membership meeting for review and possible revocation of membership.

ARTICLE 3 - BOARD OF ADVISORS

Section 1 - Definition

The Board of Advisors shall be composed of:

1. The President of each member local shag club.
2. The immediate past President of each member local shag club. If any immediate past President is unable to serve, the local club may designate a person to serve the term.
3. One additional member from each local shag club designated as a "member at large".

While the Association recognizes up to three representatives as described above, each shag club is entitled to only one (1) vote on any matter brought forth.

Section 2 – Duties

1. To elect the officers who make up the Executive Committee
2. To elect the Board of Directors of S.O.S.
3. To vote on all matters referred to it by the Officers and/or general membership
4. To act upon resolutions concerning property and affairs of the Association and S.O.S.

ARTICLE 4 – MEETINGS

The Board of Advisors will meet at the call of the Chairman, but not less than three times per year. Regularly scheduled meetings shall include Mid-Winter, Spring SOS, Summer Workshop, and Fall SOS.

ARTICLE 5 - EXECUTIVE COMMITTEE

Section 1 – Definition

The Executive Committee shall be made up of five (5) Officers. They are as follows: Chairman, Vice-Chairman, Secretary, Treasurer and Past Chairman. These Officers shall carry out the day to day operation of the Association. They shall be empowered to make decisions and act on behalf of the Association.

Each Officer shall be elected by the Board of Advisors to serve for two years (Summer Workshop meeting to Summer Workshop meeting two years later).

Each member of the Executive Committee shall be a member of a shag club in good standing in the A.C.S.C. and have served at least one (1) year as an officer in that club.

Section 2 - Duties

Item 1 – Chairman

1. To schedule and open all meetings of the Association at the prescribed place and time.
2. To conduct the affairs of the Association and execute the policies established by the Board of Advisors.
3. To present a report of the condition of the Association at each Summer Workshop meeting.
4. To authenticate by his/her signature when necessary, all acts, orders, and contracts of the Association.
5. To be responsible for the conduct of the Association in strict conformity to the purposes, principles, rules and regulations of the Association.
6. To communicate to the Board of Advisors such matters as are deemed appropriate and make such suggestions as may tend to promote the welfare of the Association.
7. To appoint the nominating committee for election of Association Officers and at large members to the S.OS. Board.
8. To appoint any special committee(s).

9. To prepare and submit an annual budget to the Board of Advisors and be responsible for its proper execution.
10. To serve as an ex-officio member of all standing and special committees except the nominating committee.
11. To perform such duties as are herein specifically set forth and such other duties as are customarily incidental to the office of Chairman or may be assigned by the Board of Advisors.
12. To serve as a member of the S.O.S. Board of Directors and fulfill the functions of that position.

Item 2 - Vice-Chairman

1. In case of absence or disability of the Chairman, and providing that he/she is authorized by the Chairman or Executive Committee to so act, the Vice Chairman shall perform the duties of the Chairman.
2. When so acting, the Vice Chairman shall have all the powers of the Chairman's office and shall have such other duties as from time to time may be assigned by the Chairman.
3. The Vice-Chairman shall also serve as a member of the S.O.S. Board of Directors and fulfill the functions of that position.

Item 3 – Secretary

1. To take accurate minutes of Association meetings.
2. To maintain a file of Association minutes.
3. To maintain an accurate list of all Association members, as well as their status within the Association (i.e. Full or Associate member, Subscriber, probation, etc.).
4. To provide updated club information (addresses, etc.) to the member clubs and S.O.S. Board Members.
5. To type and mail correspondence as needed by the Chairman.
6. To serve as a member of the S.O.S. Board of Directors and fulfill the functions of that position.

Item 4 – Treasurer

1. To keep accurate records of all moneys received and disbursed by the Association.

2. To prepare financial reports for each meeting.
3. To issue checks as directed by the Chairman.
4. To serve as a member of the S.O.S. Board of Directors and fulfill the functions of that position.

ARTICLE 6 - Financial

Section 1 - Contracts

The Executive Committee may authorize any Officer(s) to enter into contract or delivery of any instrument in the name of the Association. All such items shall be first authorized by the resolution of the Executive Committee.

Section 2 - Checks, Drafts, and Orders

All checks, drafts, and orders of payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by the Treasurer. If the amount is over \$1,000, they shall be authorized by the Chairman.

Section 3 - Deposits

All funds shall be deposited to the credit of the Association in such banks, trust companies, or other depositories as the Executive Committee may select.

ARTICLE 7 - Special Committees

Special committees may be appointed by the Chairman or his designee, but only for a closely defined purpose. Tenure of special committees shall not exceed the term of the Chairman. Any special committee member or special committee can be removed by any person authorized to appoint such.

ARTICLE 8 - Books and Records

The Executive Committee shall keep correct and complete books and records of at least all accounts, memberships, minutes of meetings, etc. All books and records may be inspected by any A.C.S.C. Board of Advisor for any purpose, at any reasonable time. Any such review shall require a written request submitted to the Chairman thirty (30) days prior to such inspection. The request shall state the requested time of inspection, and the records to be inspected.

ARTICLE 9 – Quorum

A quorum shall be defined as one more than half (1/2) of the Full Member clubs within the Association. Decisions requiring Board of Advisors approval shall not be made unless a quorum is in attendance.

ARTICLE 10 – Miscellaneous

Section 1 - Conduct of Operations

Item 1 - Parliamentary Authority

All actions of the Board of Advisors and the Executive Committee shall be in accordance with these bylaws and Robert's Rules of Order, The Modern Edition.

Item 2 - Special Additions

To preserve the local autonomy of each member club, the following stipulations are included as part of these bylaws.

1. The Association will not establish criteria for membership in local clubs.
2. The Association will not establish awards or honors for use within local clubs.
3. The Association will not host dance contests.

These three additions are intended to ensure local clubs are independent and self-governing, and are in no way intended to restrict the purposes and functions of S.O.S., Inc.

Section 2 - Vacancies

Premature Vacancies

Any Officer on the Executive Committee who vacates his position for any reason before the end of his term shall be replaced by appointment of the Executive Committee. The replacement shall serve for the remainder of the vacated term.

Section 3 - Removal from Office

Any Executive Committee Member may be removed from his position for just cause by a unanimous vote of the Board of Advisors at any regular meeting.

ARTICLE 11 - Amendment of Bylaws

These bylaws may be altered, amended, or repealed and new bylaws adopted by a 2/3 majority vote at any Board of Advisors meeting providing that written notice has been given no less than thirty (30) days prior to the meeting.

Revised 04/02/98
Last amended 07/13/2013
Amended 07/13/2019

Society of Stranders, Inc.
Bylaws
(Last revised 09/26/2015)

ARTICLE 1 - PURPOSE

The Society of Stranders, Inc. (hereafter known as S.O.S.) is owned by the Association of Carolina Shag Clubs, Inc. (hereafter known as A.C.S.C.). Its purpose is to promote the birthplace and tradition of the Carolina Shag Dance, and to generate funds through membership sales and concessions by and for the preservation of the tradition of S.O.S.

ARTICLE 2 – Board of Directors

Section 1 – Definitions

The Board of Directors shall be composed of ten (10) members as follows:

The Chairman, Vice Chairman, Secretary, and Treasurer of A.C.S.C. to serve concurrently with their terms of office

The immediate past Chairman of the A.C.S.C.

Five (5) at large members elected by a majority vote of the Board of Advisors of the A.C.S.C to serve three (3) year terms. They shall serve staggered terms with three (3) elected for a three (3) year term and two (2) elected for a three (3) year term. The election for these positions shall take place at the Mid-Winter meeting.

Each Board member shall be a member in good standing within the A.C.S.C.

Section 2 - Duties

1. To elect from among itself a Chairman of the Board
2. To elect the four (4) Officers who make up the Executive Committee
3. To attend all scheduled meetings of S.O.S. including those at Mid-Winter, Spring SOS, the Summer Workshop and Fall SOS
4. To attend all called meetings as scheduled by the Chairman of the Board
5. To review expenditures in excess of \$5,000
6. To provide direction for the Executive Committee by deciding all questions concerning policy matters
7. To make any decision concerning any staff position, existing or to be created, and compensation for such

8. To appoint an Attorney who shall act at the direction of the S.O.S. Board

Section 3 – Leadership

The Board of Directors shall elect from among itself, and by majority vote, a Chairman of that Board. Term of office shall be two years, or until that person's existing term on the Board expires, whichever comes first. The election shall take place at the Summer Workshop meeting after the meeting of the A.C.S.C.

The Chairman of the Board shall schedule and officiate over all regular and called meetings of the S.O.S. Board. He shall give thirty (30) days advance notice in writing to all Board Members and Officers indicating the time and location of each regular meeting. Ten (10) days advance notice in writing shall be given for all called meetings.

The Chairman of the Board shall ensure that all decisions which require Board approval are made at duly called meetings of the Board of Directors.

In the absence of the Chairman of the Board, the succession of authority shall be the Chairman of the A.C.S.C.

ARTICLE 3 – Executive Committee

Section 1 – Definition

The Executive Committee shall be made up of the four (4) Officers of S.O.S. They are as follows: President, Vice President, Secretary and Treasurer. These Officers shall carry out the day to day operation of S.O.S.

The President shall be granted full voting privileges on the Board of Directors to represent the will of the Executive Committee.

Each Officer shall be elected by the Board of Directors to serve a minimum of two calendar years, or S.O.S. Board meeting anniversaries (i.e. Mid-Winter Meeting to second Mid-Winter Meeting), whichever is less. Any Board member may call for an election to fill any or all positions on the Executive Committee on or after the day an Officer's minimum term is fulfilled.

Section 2 – Duties

1. To exercise and execute contracts in the name of S.O.S.
2. To be responsible for all executive functions and operations of S.O.S.
3. To issue and review memberships
4. To be responsible for the publication of the S.O.S. Carefree Times
5. To be responsible for any concessions related to S.O.S.

6. To attend all scheduled meetings of S.O.S. including those at Mid-Winter, Spring SOS, The Summer Workshop and Fall SOS
7. To act at the direction of the Board of Directors.

ARTICLE 4 – Financial

Section 1 – Contracts

The Board of Directors may authorize any Officer(s) to enter into contract or delivery of any instrument in the name of S.O.S. But, all such items shall be first authorized by the resolution of the Board of Directors and legal council.

Section 2 – Checks, Drafts, and Orders

All checks, drafts, and orders of payment of money, notes, or other evidence of indebtedness issued in the name of S.O.S. shall be signed by the Treasurer. If the amount is over \$5,000 they shall be counter-signed by the President. A third person on the Executive Committee shall be selected by the Executive Committee to be authorized to co-sign checks.

No person shall be authorized to spend \$1000 or more without prior approval of the Board

Section 3 – Deposits

All funds shall be deposited to the credit of S.O.S. in such banks, trust companies, or other depositories as the Executive Committee may select.

ARTICLE 5 - Special Committees

Special committees may be appointed by the Chairman of the Board or his designee, but only for a closely defined purpose. Tenure of special committees shall not exceed the term of the Chairman of the Board. Any committee member or committee can be removed by any person authorized to appoint such.

ARTICLE 6 – Books and Records

The Executive Committee and the Board of Directors shall keep correct and complete books and records of at least all accounts, memberships, minutes of meetings, etc. All books and records may be inspected by any A.C.S.C. Board of Advisor for any purpose, at any reasonable time. Any such review shall require a written request submitted to the Corporate Headquarters ten (10) days prior to such inspection. The request shall state the requested time of inspection, and the records to be inspected.

ARTICLE 7 – Definitions

Quorum

A quorum shall be defined as seven (7) of the ten (10) members of the Board of Directors. Decisions requiring Board approval shall not be made unless a quorum is in attendance.

ARTICLE 8 – Miscellaneous

Section 1 - Conduct of Operations

Item 1 - Parliamentary Authority

All actions of the Board of Directors and the Executive Committee shall be in accordance with these bylaws and Robert's Rules of Order, The Modern Edition.

Item 2 - Special Exceptions

Any individual shall not under any circumstances occupy at the same time:

1. More than one (1) of the ten (10) positions on the Board of Directors
2. More than one (1) of the four (4) positions on the Executive Committee
3. An At Large position on the Board of Directors and a position on the Executive Committee.

The Chairman of the Board is not meant to be viewed in this restriction as a “position”.

Section 2 - Vacancies

Item 1 - Routine Vacancies

In normal situations, all vacancies within the structure of S.O.S. shall be filled as described in other sections of these Bylaws.

Item 2 - Premature Vacancies

A. Officers

Any Officer on the Executive Committee who vacates his position for any reason before the end of his term shall be replaced by appointment of the Board of Directors. The replacement shall serve for the remainder of the vacated term.

B. Board of Directors

Any member of the Board of Directors who vacates his position for any reason before the end of his term shall be replaced by appointment of the Board of Directors if the amount of his remaining term is less than, or equal to one year. If the remaining term is more than one year, the selection shall be by vote of the A.C.S.C. Board of Advisors at their next regular meeting. The replacement shall serve for the remainder of the vacated term.

Section 3 - Removal from Office

When a vote is taken to remove an Executive Committee Member, Board Member, or Chairman of the Board, the individual(s) being voted on shall not participate in the vote.

Item 1 – Executive Committee and Board Members

Any Executive Committee Member or Board Member may be removed from his position for just cause by a unanimous vote of the Board of Directors at any regular or called meeting.

Item 2 – Chairman of the Board

The Chairman of the Board can be removed from that position for just cause by a unanimous vote of the Board of Directors at any regular or called meeting. If a motion is made to remove the Chairman, he shall relinquish control of the meeting to the A.C.S.C. Chairman for the purpose of voting on that question. If the motion to remove fails, the Chairman shall immediately reassume control of the meeting.

If a motion to remove the Chairman of the Board passes, the first order of business that follows shall be to elect the replacement to serve for the remainder of his term.

ARTICLE 11 - Amendment of Bylaws

These bylaws may be altered, amended, or repealed and new bylaws adopted by a 2/3 majority vote at any Board meeting providing that written notice has been given no less than thirty (30) days prior to the meeting.