

THE AIKEN DRIVING CLUB INC. BYLAWS
Adopted November 15, 2022

Article I - Name

The name of this organization shall be the Aiken Driving Club, Inc. hereafter referred to as “the Club” or “ADC.”

Article II - Location

The principal location of the Club shall be Aiken, South Carolina. The mailing address is P. O. Box 271, Aiken, SC 29802-0271.

Article III - Purpose

Section 1. The purpose of this club is to encourage and promote the art and sport of driving equine-drawn vehicles through education, participation, and adherence to American Driving Society safety guidelines.

Section 2. The Club shall adopt bylaws to assist it in conducting Club business. Amendments or revisions to the bylaws shall be offered by the Board of Directors and then voted on by the membership. Voting can be held at any meeting of the membership with a two-thirds vote of the members present and valid proxies necessary for approval, providing the membership has been previously notified of the proposed change, in writing, a minimum of one week in advance of the vote.

Article IV - Membership

Section 1. All persons interested in fostering and promoting carriage driving shall be eligible for membership.

Section 2. Application for membership shall be filed with the Board of Directors in such form as the Board shall determine, both for new members and renewals.

Section 3. There shall be two classes of membership:

Individual Membership - Household with one person participating in the Club and having ONE vote in Club activities.

Family Membership - Household with more than one person participating in the Club activities and having TWO votes in Club activities.

Section 4. The Club's membership dues shall be set by the Board annually and are payable to the Treasurer no later than October 1 of each year. New members who join after July 1 will have their membership extended until the end of the following fiscal year.

Section 5. Involuntary termination of a membership or removal of a member from the Board requires a vote of two-thirds of the full Board of Directors when such action is deemed advisable for the good of the Club.

Article V - Meetings

Section 1. At least one meeting of the full membership shall be held annually in the Fall at a place and time designated by the Board of Directors.

Section 2. Other meetings, or special meetings, may be called by the President or by the Board of Directors. Such meetings can be held in person, via Zoom or by phone when needed.

Section 3. In the absence of the President at any meeting, the Vice President will preside.

Section 4. Notices of all meetings shall be mailed, emailed, posted on the website and appear in the newsletter a minimum of five days prior to the meeting. Meeting notices may be conveyed via electronic means or through the United States Postal Service.

Section 5. A quorum shall consist of those members in attendance at any meeting.

Section 6. Board members and general members can vote by proxy. Proxy can be voted by giving any officer, Board member or general member permission IN WRITING to cast their vote.

Article VI - Board of Directors

Section 1. The Board of Directors shall consist of the four officers of the Club plus three at large members of the club, all elected annually by the membership. Should a vacancy occur on the Board, the President, with approval of a majority of the the remaining members of the Board, shall appoint a replacement to fill the unexpired term.

Section 2. Meetings of the Board of Directors shall be held monthly or as required. A simple majority of the Board membership shall be considered a quorum. Notice of any meetings of the Board shall be given to all Board members by the President or Secretary in writing or by telephone at least one week before the meeting except in cases of emergency. In the case of a special meeting, the purpose of that meeting shall be stated in the notice.

Section 3. The Board may meet in person, by telephone, Zoom or email if warranted.

Section 4. The minutes of all Board meetings shall be kept and incorporated into the permanent records of the Club.

Article VII - Officers

Section 1. Officers of the Club shall be elected by the membership annually. The officers are President, Vice President, Secretary and Treasurer. Officers shall serve a term of two consecutive terms following their election or until their successors are duly elected.

A Club member may serve on the Board of Directors for any length of time in a non-officer position at the pleasure of the general membership. A non-officer Board member may accept an officer position, when duly elected, if one year has passed since any previously-held officer position.

Section 2. President - The President shall be the chief executive officer and shall in general supervise the business and activities of the Club. He/she shall perform all duties incidental to the office of President, seeing that all actions recommended or required by the Board of Directors are duly executed. He/she shall appointment chairs of standing and special committees and shall be an ex-officio member of any committee except the Nominating Committee. He/she shall preside at all meetings of the Board of Directions and or the general membership and shall perform other duties as prescribed by the Board.

Section 3. Vice-President - The Vice President, in the absence of the President, shall act as the presiding officer at any meeting of the Board or the general membership. He/she will perform other duties as prescribed by the Board of Director and/or the President.

Section 4. Secretary - The Secretary shall perform all duties incidental to the office of Secretary. This shall include taking minutes at all meetings, handling routine correspondence and, when necessary, attesting corporate documents. He/she shall see that all notices are duly given in accordance with the bylaws and shall be custodian of the Club records.

Section 5. Treasurer - The Treasurer shall be the custodian of all monies and securities of the Club and shall supervise the keeping of the financial accounts of the Club. He/she and the President shall be authorized to sign checks for the Club. He/she shall, in general, perform such duties as are incident to the office of the treasurer, including retrieving mail from the post office box. He/she shall have other duties and powers as prescribed by the Board of Directors and/or the President.

Section 6. Any officer or member of the Board of Directors who misses two consecutive board meeting without mitigating circumstances will be relieved of their position. Notification of absence via electronic means is acceptable.

Article VIII - Standing Committees

Section 1. Nominating Committee - Not later than three months prior to scheduled annual meeting, the President shall appoint three members of the Club to serve on the Nominating Committee to develop a slate of nominees for Board positions that will be open as of the end of the fiscal year. Members eligible for the Nominating Committee are individuals from the general membership and non-returning officers or members of the Board of Directors. The Nominating Committee members shall be posted on the website within three months of the annual meeting. Nominations will be announced on the website and in a mailing thirty days prior to the annual meeting. Voting for the nominees will be done by email, US mail or in person at the annual meeting and the new Board members will be presented at the annual meeting.

Section 2. Education Committee - This committee will develop an education program, including safety issues, for the fiscal year. A program budget will also be prepared. The proposed program and

budget will be presented to the Board. The Chair of the Education Committee will be appointed for one year but there is no limit on reappointment. The Chair will select volunteers from the general membership to serve on the committee.

Section 3. Media Coordinator - The President shall annually appoint, one month prior to the start of the fiscal year, a Media Coordinator whose term will coincide with the fiscal year. He/she shall be responsible for the Club's monthly newsletter, new member package, annual membership brochure, development of print ads, and shall also have such duties and powers as may be prescribed by the Board of Directors and/or the President.

Section 4. Webmaster - The Board shall annually appoint, one month prior to the start of the fiscal year, a Webmaster, whose term will coincide with the fiscal year. He/she shall be responsible for maintaining the ADC website in a timely and accurate manner. The Webmaster will routinely coordinate with the Media Coordinator, the Secretary and the President to insure that the general public and ADC membership have appropriate information. Some information maintained on the website may be available to ADC members but not to the general public.

Section 5. The Board of Directors shall appoint an Events Chair for each Club sponsored event. It shall be the responsibility of that chair to organize and develop the event. The Events Chair is responsible for reporting in a timely manner to the Treasurer any funds collected by the event as well as any expenditures.

Guidelines on safety as established by the American Driving Society will be enforced at all Club sponsored events.

Section 6. The Board of Directors has the right to form other permanent and temporary committees from time to time as it sees fit.

Article IX - Miscellaneous

Section 1. Roberts Rules of Order, revised, shall govern the Board of Directors and membership meeting when not in conflict with the bylaws.

Section 2. The fiscal year shall be October 1 - September 30.

Section 3. The Club shall be operated as a self-governing, self-supporting, non-sectarian and non-partisan organization. The is” an IRS 501(c)(7) organization; a social club organized for the pleasure, recreational or similar non-profitable purposes and substantially all of its activities must be for these purposes.” No part of the Club’s assets shall inure to the benefits of any of its officers, directors or members.

Section 4. No officer, director, committee chair or member of the Club shall contract to incur any debt on behalf of the Club or in any way render it liable unless authorized by the Board of Directors.

Section 5. No member of the Club, officer or member of the Board of Directors or committees shall be personally liable for the acts of the Club, its Board, committees, officers, agents or employees.

Section 6. Dissolution of the Club may be effected by a two-thirds vote of the membership present at any regular or special meeting. Upon dissolution of the Club, the Board of Directors shall, after paying or making provisions for payment of all liabilities of the Club, disburse all assets of the Club exclusively to organizations organized and operated exclusively for charitable, scientific, literary, religious or education purposes and shall at the time qualify for an exempt organization described in Section 501(c)(3)

and 509 (a), (1), (2), or (3) of the Internal Revenue Code of 1954, as amended, (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine.

President, Aiken Driving Club

Attested, Secretary, Aiken Driving Club