

THE AIKEN DRIVING CLUB INC. BYLAWS

Approved by ADC Board May 12, 2025

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 the Aiken Driving 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 will be held at the annual meeting of the membership. A two-thirds vote of the members present and valid proxies is necessary for the approval of the amendments or revisions, providing the membership has been previously notified of the proposed change, through electronic means or USPS, a minimum of one month 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 for new members and renewals with the membership committee.

Section 3. There shall be two types of membership: (1) Individual Membership - Household with one person participating in the Club and having ONE vote in Club activities. (2) Family Membership- Households 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, September 30th.

Section 5. Involuntary termination of membership or removal of a member from the Board requires a

majority vote 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 Club meeting of the full membership shall be held annually in October and designated as the ADC Annual Meeting 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, by other electronic means or by telephone, 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 conveyed via electronic means or through the United States Postal Service, a minimum of five days prior to the meeting.

Section 5. Board members and general members can vote by proxy. Proxy can be voted by giving any 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 plus three at large members, all elected bi-annually by the membership, for a two-year term. Should a vacancy occur on the Board, the President, with approval of a majority of 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 more often, 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 the Secretary by electronic means, USPS or 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 conveyed in the notification.

Section 3. The Board may meet in person or by electronic means (such as Zoom).

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 bi-annually. The officers are President, Vice President, Secretary and Treasurer. The terms are for two years.

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 Directors 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 Directors 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 and filing 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 may, in general, perform such duties as are incidental to the office of the Treasurer, including retrieving mail from the post office box. He/she may have other duties and powers as prescribed by the Board of Directors and/or the President.

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

Article VIII - Standing Committees

Section 1. Nominating Committee - Not later than three months prior to the 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. The Nominating Committee members shall be posted on the website three months prior to the Annual Meeting. Nominations will also be announced by electronic means, USPS or the monthly newsletter thirty days prior to the Annual Meeting. Voting for the nominees, including valid proxies, will be done by electronic means or USPS. The results of the election will be announced at the Annual Meeting.

Section 2. Education Committee - This committee will develop an education program, including safety issues, for the fiscal year. The Chair may select volunteers from the general membership to serve on the committee. Committee expenditures require prior approval by the Board.

Section 3. Media Committee - The President may annually appoint, one month prior to the start of the fiscal year, club members to serve as Webmaster, Newsletter editor and Membership Coordinator, whose terms shall coincide with the fiscal year. Each of these positions have distinct responsibilities, but will coordinate with the Board and other members of the Committee as needed to assist in meeting club purposes.

Webmaster - He/she shall be responsible for maintaining the ADC website in a timely and accurate manner to ensure that club members and the general public have access to appropriate information about the Club.

Newsletter Editor - He/she shall be responsible for producing and distributing a monthly newsletter providing timely information in support of club purposes,

Membership/Coordinator - He/she shall be responsible for maintaining membership profile information in support of club purposes. Each member of the Committee may also be assigned other duties/tasks as prescribed by the Board.

Section 4. The Board of Directors may appoint an Events Chair for each Club sponsored event. It shall be the responsibility of that Chair to organize and develop the event and submit a budget to the Board. The Events Chair is required to report any funds collected and expenditures incurred to the Treasurer.

Section 5. The Board of Directors has the right to form other special 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. ADC 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. Guidelines on safety as established by the American Driving Society will be enforced at all club sponsored events.

Section 7. Dissolution of the Club may be affected by a two-thirds vote of the membership and valid proxies at any annual or special meeting, providing notification by electronic means or USPS thirty days prior to such meeting, has been given. Upon dissolution of the Club, the Board of Directors shall also make provisions for payment of all liabilities of the Club, disburse all assets of the Club exclusively to organizations devoted 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

Date _____

Attested, Secretary, Aiken Driving Club

Date _____