BYLAWS OF THE SOUTH CAROLINA BAIL AGENTS ASSOCIATION, INC.

ARTICLE ONE: NAME, LOCATION, AND PURPOSE

1.1 NAME: The name of this nonprofit organization shall be "THE SOUTH CAROLINA BAIL AGENTS ASSOCIATION, INC." hereafter referred to as the SCBAA and/or the Association.

1.2 OFFICE: The principal office of this corporation shall be located at a place approved by the Board of Directors and ratified by the membership body at a regular or emergency meeting. In the absence of a physical office, records shall be maintained according to office in a secure location with each respective officer, also, a post office box shall be maintained in a city and count designated by the Board of Directors and ratified by the membership body at a regular or emergency meeting.

1.3 PURPOSE: The purpose of the Association is to:

A) To promote professionalism among all Bail Bondsman in South Carolina;
B) To provide education and training to members, non-members, and the general public;
C) To educate all Surety Bail Bondsman, Professional Bail Bondsman, and Runner Bondsman throughout the state of South Carolina;
D) To develop and disseminate information in furthering professionalism in the bail bond industry throughout the state of South Carolina;
E) To encourage the adherence of all Bail Bondsmen to the highest standards of conduct and professionalism and, ethical standards and;
F) To promote cooperation between the bail bond industry and the judiciary, law enforcement, clerks of court, and all other parts of the criminal justice system.

ARTICLE TWO: MEMBERS AND MEMBERSHIP

2.1 MEMBERS: The Association shall have four (4) classes of members, as follows:

A) Agent Members: Agent Members shall be any Surety Bail Bondsman, Professional Bail Bondsman, or Runner Bail Bondsman within the state of South Carolina whose license is active and approved by the South Carolina Department of Insurance. Agent Members shall be entitled to one vote in any regular or emergency meeting of the Association and any matter affecting or concerning the Association.
B) Company Members: Company Members shall e any business, company, or corporation which is licensed and approved by the South Carolina Department of Insurance to conduct business in the bail bond industry. Company Membership does not carry any vote privileges.
C) Associate Members: Associate Members shall be any company, business, or individuals supporting the purpose and goals of the Association and are not eligible for membership in any other membership class. Associate Membership does not carry any vote privileges.
D) Hall of Fame: From time to time, any member in good standing with voting privileges may nominate to the Hall of Fame Committee such persons to the Hall of Fame of the SCBAA. Such persons who, in the best judgement of the Association, have made a substantial contribution towards advancement of the goals, purpose, or operation of the Association. Any nomination of such person must be confirmed by the membership of the Association at a regular meeting or emergency meeting. Membership in the Hall of Fame does not constitute voting privileges in the Association; however, nothing withstanding shall prohibit such persons appointed to the Hall of Fame from voting should they be ab Agent Member of the Association. Hall of Fame members shall not be required to pay membership dues.

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2.2 ACTIVE MEMBERS AND MEMBERS IN GOOD STANDING: An active member is an Agent Member, Company Member, or Associate Member who has applied for and met the qualifications for membership and who has paid their membership dues is full to the Association.
All members of the Association who abide by the South Carolina Bail Agents Association Code of Ethics and who have paid all annual dues (if any) required of such members shall be considered members in good standing for the purpose of these Bylaws.

2.3 APPLICATIONS: An applicant for Agent, Company, or Association Membership must submit the appropriate application, with the appropriate dues attached thereof, to any Officer or Director for approval by the membership of the Association.

2.4 DENIAL OF MEMBERSHIP: Any person may be denied membership if a two-thirds majority of the membership of the Association present and eligible to vote at a meeting, along with a recommendation of a majority vote of the Grievance Committee and the Board of Directors, feels that it is in the best interest of the Association to deny such membership.

(The South Carolina Bail Agents Association does not discriminate against anyone because of age, gender, race, color, creed, national origin, handicap, or religion)

ARTICLE THREE: MEMBERSHIP DUES

3.1 MEMBERSHIP DUES: In addition to any other criteria established for membership in the Association, the Board of Directors shall from time to time, establish annual dues to be paid by each member of the Association. Dues shall be due by July 1st of each year.

3.2 LATE FEE OF DUES : If annual dues have not been paid buy July 1st of a given year by a member, That member will be considered an active member not of good standing. Any active member not of good standing will have all rights and privileges suspended, including the voting privileges of Agent Members , pending the payment in full of said dues. The Treasurer of the Association will send by mail a notice to every member not in good standing stating that any outstanding dues must be paid on or before June 30th of said year. Any member who pays annual dues to the Association on or before July 30th of said year will, upon full payment of dues, be considered a member in good standing, and have any and all rights and privileges restored with no additional penalty or cost incurred.

3.3 LOSS OF MEMBERSHIP: Any member who has not paid annual dues by June 30th of the year will no longer be considered an active member of the Association. An person who wishes to rejoin the Association at a later time may submit a new application, with appropriate dues attached, thereto any Officer or Director for approval by the Association. A member who has violated the Code of Conduct, By-Laws, misrepresented the Association or the industry may be removed from the Association by procedure of the Grievance Committee as stated in Article 6.

ARTICLE FOUR: MEETINGS

4.1 REGULAR MEMBERSHIP MEETINGS: The regular meeting of the Association shall be held no less than two (2) times per year, at a location, date, and time approved b a majority vote of the membership of the Board of Directors present at a regular, special, or emergency meeting of the Board of Directors.

The Secretary of the Association must send a written notice of a regular meeting by mail or email to each member. The notice shall be postmarked not less than seven (7) days prior to the date of the meeting and shall be accompanied by a written agenda for the meeting.

4.2 EMERGENCY MEMBERSHIP MEETINGS: Emergency meetings of the membership of the Association may be called by resolution of a two-thirds vote in a regular, special, or emergency meeting of the Board of Directors, by a majority vote of the Association members present and eligible to vote at a regular meeting, or by the President of the Association.

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The Secretary of the Association must send a written notice of an emergency meeting by mail or email to each Member. The notice shall be postmarked not less than seven (7) days prior to the date of the meeting. The notice of such meeting shall set forth the location, day and hour of the meeting. The notice must specify The purpose of the emergency meeting and only the issue stated in the notice can be the subject for discussion at the meeting. The use of telephone, facsimile, or other electronic device will not constitute proper notification.

4.3 PRESIDING MEMBERS OF THE MEETING: The President of the Association shall preside over all Regular and emergency meetings of the membership of the Association. In his or her absence, the next officer in the following order may preside: Vice President, Secretary, and Treasurer.

4.4 QUORUM: The presence of seven elected members shall be necessary to constitute a quorum of members at any meeting of the membership of the Association. If there is not a quorum present on the da and time fixed for a meeting, the members present must postpone the meeting until a quorum is reached.

4.5 ORDER OF MEETING: The order of business at all membership meetings shall follow as closely as Possible the following format:

Call to Order
Invocation
Reading of the minutes for proceeding meetings
Report of the President
Report of the Officers
Report of the Chairman of the Board of Directors
Committee Reports
Introduction, questions, and comments of non-members visitors
Executive Sessions:
Election of Officers and Directors (if needed)
Business placed on the agenda by the Director
Unfinished Business
New Business
Announcements/Presentations
Invocation
Adjournment

4.6 MEETING ATTENDANCE: All regular and emergency meetings of the Association will be open meetings, unless otherwise specified in the written notice of meeting sent by the Secretary to all Members. Non-members bondsman, representatives of non-member companies, or other individuals attending any meeting will not be allowed to take part in discussion during the executive session, unless invited by the Association to make a presentation to the member body.

4.7 REGULAR MEETING OF THE BOARD OF DIRECTORS: The regular meeting of the Board of Directors shall be held no less than four (4) times per year, at a location, date and time approved by a majority vote of the Board oof Directors present at a regular, special, or emergency meeting, or before or after any meeting of the Association membership, as needed.

The Secretary of the Association must send a written notice of a regular meeting by electronic transmission to every Director and Officer. The notice shall be transmitted no less than seven (7) days prior to the date of the meeting. Confirmation of receipt of notice must be made by electronic transmission by every Director and Officer to the Secretary, The notice of such meeting shall set forth the location, date and hour of the meeting and shall be accompanied by a written agenda for the meeting.

4.8 SPECIAL MEETING OF THE BOARD OF DIRECTORS: Special meetings of the Board of Directors may be called by resolution of a two-thirds vote of the members present in a regular meeting of the Board of Director, a two-thirds vote of the membership presents and eligible to vote in a regular meeting of the Association, or by the Board of Directors.

MEC O.C.
Pres. Chair

Revised: 5/11/16

The Secretary of the Association must send a written notice of a special meeting by electronic transmission to every Director and Officer. The notice shall be transmitted not less than seven (7) days prior to the date of the meeting. Confirmation of receipt of notice must be made by electronic transmission by every Director and Officer to the Secretary. The notice shall specify the location, date and hour of the special meeting. The notice must specify the purpose of the special meeting and only the issue stated in the notice can be the subjects of discussion at the meeting.

4.9 EMERGENCY MEETING OF THE BOARD OF DIRECTORS: Emergency meetings of the Board of Directors may be called by the Chairman of the Board of Directors after consultation with a quorum of the Board of Directors.

The Secretary of the Association must send a written notice of an emergency meeting by electronic transmission and e-mail to every Director and Officer. The notice shall be transmitted not later than three (3) days prior to the meeting. The notice shall specify the location, date and hour of the emergency meeting. Confirmation of receipt of notice must be made by electronic transmission and/or e-mail by every Director and Officer to the Secretary.

The notice must specify the single issue to be discussed at the emergency meeting and only that single issue may be addressed in the meeting. In addition to written notice, the Chairman of the Board shall, at least three (3) days prior to the date of the meeting, make every effort possible to contact by telephone all Directors and Officers and inform every Director and Officer, personally, of location, date and hour of the Meeting, as well as the issue to be addressed.

4.10 PRESIDING MEMBERS OF MEETING OF THE BOARD OF DIRECTORS: The Chairman of the Board of Directors shall preside over all regular, special, and emergency meetings of the Board of Directors. In his or her absence, the Vice-Chairman will preside over the meeting.

4.11 QUORUM: The presence of a minimum of seven elected members must be present to constitute a quorum of members at any regular, special, or emergency meeting of the Board of Directors. If there is not a quorum present on the date and time fixed for a meeting, the members present must postpone the meeting until a quorum is reached.

4.12 MEETING ATTENDANCE: All regular, special, and emergency meetings of the Board of Directors will be closed meetings, unless otherwise specified in the written notice of meeting sent by the Secretary to all Directors and the Officers. No person, other than currently serving Directors or Officers, may attend a regular, special, or emergency meeting of the Board of Directors unless that person is invited to make a presentation to the Board of Directors. Upon conclusion of his or her presentation, the person must vacate the meeting.

4.13 CANCELLATION OF OR POSTPONEMENT OF MEETING: The President of the Association may cancel an emergency meeting of the Association only if the meeting was called by the President and the decision to cancel the meeting was reach prior to the mailing of the written notice of meeting to the membership by the Secretary. Once written notice of meeting is mailed to the membership the meeting may not be cancelled. The Chairman of the Board may cancel a special or emergency meeting of the Board of Directors only if the meeting was called by the Chairman of the Board and the decision to cancel the meeting was reached prior to the mailing of the written notice of the meeting to the Directors and Officers by the Secretary. Once written notice of the meeting is mailed to the Directors and Officers the meeting may not be cancelled. A regular meeting of the membership of the Association or a regular meeting of the Board of Directors may only be postponed by a majority vote of the members present at any Board of Directors Meeting provided that the notice of the regular meeting has not been sent out. Once written notice of the meeting is mailed to the membership the meeting may not be postponed. Exemption to cancellation of a regular meeting of the Association or Board of Directors shall exist only in the absence of a quorum. In the event that a quorum cannot be obtained, the meeting may be rescheduled for a later date, provided proper notice is given.

MEC Q.C.
Pres. Chair

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ARTICLE FIVE: VOTING AND NOMINATIONS

5.1 MEMBERS: Only Agent Members shall be eligible to vote. Agent Members must be present to exercise Their voting privileges.

5.2 VOTING: Each Agent Member of this Association, as defined in Article Two of these Bylaws, present at any regular or emergency meeting shall have one (1) vote upon all questions presented for action. The use of telephone or similar devices b a member shall not constitute a member being present at a meeting. A member will not be allowed to vote or be counted as present for the purpose of a quorum by proxy, mail, facsimile, telephone, or other similar device. Cumulative voting will not be allowed.

5.3 CANDIDATES FOR ELECTED OFFICE: Declarations of Candidacy for the positions of President, Vice-President, Secretary, and Treasurer shall be made by any Agent Member. Candidates for President and Vice-President must have been Agent Members with the Association for the proceeding two (2) years prior to their nomination. All nominees must be current Agent Members with the Association. Once elected, an Officer shall serve for a two (2) year term.

5.4 CANDIDATES FOR BOARD OF DIRECTORS: Declarations of candidacy for positions on the Board of Directors shall be made by any Agent Member. Candidates for the Board of Directors must have been an Agent Member with the Association for one (1) year prior to their nomination. All Nominees must be current Agent Members with the Association. Once elected, a Director will serve for a two (2) year term.

ARTICLE SIX: OFFICERS AND DIRECTORS

6.1 ELECTION: The President, Vice-President, Secretary, Treasurer, and Members of the Board of Directors shall be elected by the Agent Members of the Association. All Officers and Members of the Board of Directors shall be elected by the majority vote of the membership present and eligible to vote and shall serve at the will of the membership of the Association.

6.2 DECLARATION OF INTENT TO RUN FOR ELECTION: Agent Members wishing to run for Office or for a position on the Board of Directors shall submit a written declaration of their candidacy in any membership meeting prior to the first (1st) day of September of an election year. Nominations from the floor will only be allowed during special elections to fill declared vacancies in office. Elections shall occur at the Fall Seminar in October, and those candidates elected shall serve at the will of the membership until their successors have been elected and qualified or until their death, resignation, removal, retirement, or disqualification, No more than two (2) persons licensed with one bail bond company and/or professional bondsman and runner bondsman licensed under he or she, may serve as an Officer or Member of the Board of Directors at one given time. No person working for a surety insurance company in any capacity other than as a licensed producer/agent may serve as an Officer or Member of the Board of Directors.

6.3 POWERS AND DUTIES: The Officers of the Association shall have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as, from time to time, may be conferred by the membership. The Vice-President, Secretary, and Treasurer in order of their respective seniorities, in the absence or disability of he President or Vice-President, respectively, shall perform the duties of such office and shall generally assist the President and Vice-President, respectively.

A) Duties of the President: The President shall preside at all regular and emergency meetings of the members of the Association and shall have other duties and responsibilities as may be specified in these Bylaws and as shall be directed by the Board of Directors and the members. The President shall serve as anex-officio member of all committees.

B) Duties of the Vice-President: The Vice-President may perform such duties as may be specified in these Bylaws and as shall be assigned to him or her by the President, Board of Directors, and membership. In case of death, disability, or absence of the President , the Vice-President shall perform all the duties of the President until a vacancy in office shall be declared and a special election is held to fill the vacancy.

MEC W.C.

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C) **Duties of the Secretary:** The Secretary shall have the responsibility for he recording of minutes of the proceedings of all meetings of the membership and the Board of Directors, and shall give notice as required in these Bylaws of all meetings. The Secretary shall have access to all books, papers, and records of the Association. The Secretary shall perform all other duties as outlined by these Bylaws and as shall be assigned by the President, Board of Directors, and the membership. The Secretary shall be given a copy of all correspondence sent out or received concerning the Association and must maintain a record of all such correspondence to be reported at the next regular meeting of the Board of Directors and the membership of the Association. The Secretary shall have at his or her disposal a petty cash allowance in the amount of five hundred dollars ($500.00) to be used for office supplies and general housekeeping.

D) **Duties of the Treasurer:** The Treasurer shall report to the membership and the Board of Directors as of the financial status of the Association and shall have access to all financial records. The Treasurer shall be responsible for the billing and collection of all dues and assessments. The Treasurer shall keep accounts of all money received or disbursed by the Association and make a report on all such monies. The Treasurer shall deposit all money and valuables in the name of and to the credit of the Association in such bank and depositories as the Board of Directors shall designate.

6.4 PURPOSE, NUMBER AND DIRECTORS AND AUTHORITY: The Board of Directors is a permanent body whose purpose is to serve at the will of the membership, to channel information concerning the Association and the industry to the membership, and to advance the goals of the Association through the power granted by the voting membership of the Association without reservation. The Board of Directors shall consist of ten (10) persons. Nine (9) of these Directors shall be elected as outlined in these Bylaws. The one (1) most recent Past President shall also be appointed to serve as a Director. Past Presidents disqualified, removed, or resigned in lieu of removal will not be eligible to serve on the Board of Directors. If an appointed position on the Board of Directors cannot be filled, a vacancy in office shall not exist. The Directors shall be held harmless and indemnified for actions authorized on behalf of the Association.

6.5 REMOVAL FROM OFFICE: Any Officer or Director who has committed misconduct in office, who has violated the Code of Ethics, misrepresented the Association or caused harm to the Association or who has taken action on behalf of the Association contrary to the goals and purpose of the majority of the membership of the Association may be removed or suspended from office by a recommendation of a majority vote of the Grievance Committee and a majority vote of the Board of Directors and a vote of no confidence by a two-thirds vote of the members present and eligible to vote at any regular or emergency meeting of the membership of the Association. An Officer or Director whose actions are subject to a vote by the Grievance Committee and/or the Board of Directors for recommendation of removal shall not be eligible to vote on the matter as a part of the Grievance Committee or the Board of Directors. Any Officer or Director removed or resigned in lieu of removal shall not be eligible to hold as elected or appointed position in the Association for a minimum of two (2) ears.

Any Officer or Director who has been absent for two (2) meetings per year of the membership and/or the Board of Directors, whose absences were not excused by a majority vote of the Board of Directors, shall Automatically be removed from office by operation of these Bylaws and a vacancy in office shall be declared. An Officer or Director removed as a result of unexcused absences shall be eligible for election to any available Office at a regularly scheduled election in October, for service the following year.

6.6 VACANCIES IN OFFICE: In case of the death, disability, resignation, removal or otherwise of one or more of the Officers or Directors, the President or next presiding Officer in order of seniority shall declare a vacancy in office. If the Office of the President is declared vacant, the Vice-President shall assume the duties of the President until a special election is held to fill the vacancy at the next regular or emergency meeting of the membership of the Association. If any Office or Directorship is declared vacant, the President shall appoint any member from the Board of Directors to assume the duties of the Office until a special election is held to fill the vacancy at the next regular or emergency meeting of the membership of the Association.

Pres. Chair

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ARTICLE SEVEN: CHAIRMAN OF THE BOARD, VICE-CHAIRMAN OF THE BOARD

7.1 **CHAIRMAN OF THE BOARD:** The Chairman of the Board shall be nominated and elected by a majority Vote of the members present at the first regular meeting of the Board of Directors at the beginning of each year. A Director nominated for Chairman must have at least two (2) years prior service on the Board of Directors and be an Agent Member with the Association. The Chairman of the Board shall preside over all regular, special and emergency meetings of the Board of Directors and shall have other duties as directed from time to time by the Board of Directors and the membership. The Chairman of the Board shall have a term of two (2) years and shall serve until his successor is elected and qualified or until his or her death, resignation, removal, retirement, or disqualification and a vacancy shall be declared. If a vacancy is declared, an election to fill the position shall be held at the meeting in which the vacancy was declared.

7.2 **VICE-CHAIRMAN OF THE BOARD:** The Vice-Chairman of the Board of Directors shall be nominated and elected by a majority vote of the members present at the first regular meeting of the Board of Directors at the beginning of each year. A Director nominated for Vice-Chairman must have at least two (2) years prior service on the Board of Directors and be an Agent Member with the Association. The Vice-Chairman shall generally assist the Chairman in conducting any meeting of the Board of Directors, and shall, in case of death, disability, or absence of the Chairman, perform the duties of the Chairman, and shall perform such duties as may be assigned to him or her by the Chairman, Board of Directors, or membership. The Vice-Chairman of the Board of Directors shall have a term of two (2) years and shall serve until his or her successor is elected and qualified or until his or her death, resignation, removal, retirement, or disqualification and a vacancy shall be declared. If a vacancy is declared, an election to fill the position shall be held at the meeting in which the vacancy was declared.

ARTICLE EIGHT: COMMITTEES:

8.1 **STANDING COMMITTEES:** Standing Committees shall be permanent bodies to assist the Board of Directors in carrying out the goals and purpose of the membership of the Association. Members of the Association shall nominate any Agent Member to be part of a Standing Committee, unless the membership on a committee has been stipulated elsewhere in these Bylaws. Committee nominations shall be approved by a majority vote of the membership present and eligible to vote at the first regular meeting of the membership of the Association each year. Committee rosters may be changed by a majority vote of the members present and eligible to vote at any meeting of he membership of the Association during the year. Committee Chairman shall be nominated by the President and elected by the Board of Directors annually at the first meeting unless the chairmanship has been otherwise stipulated by these Bylaws. Committee chairman must be members of the Board of Directors. If the chairmanship becomes vacant or it becomes necessary to remove the chairman due to any violations as stated in Article 6.5, the Board of Directors may elect another chairman upon recommendation of the President. Standing Committees shall include but not limited to:

Legislative/Bylaws Committee: Constructs and recommends changed in content, structure, and wording of the Bylaws. Meets with the Department of Insurance and discusses proposed new legislation and regulations as well As changes to existing laws and regulations and is the only bod authorized to do so on behalf of the Association. The committee develops and recommends new legislation to the membership. This committee also lobbies for or against legislation pending in state government, as well as oversees any professional lobbyist retained by the Association and is the only body authorized by the Association to do so on its behalf.

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Planning & Financial Committee: Makes recommendations for speakers at Association meetings and functions and formally invites such speakers as the members wish to hear. The committee is responsible for planning all classes and conferences for the Association. Makes recommendations for strategies to attract new members and makes recommendations on the amount of annual dues for each member class. Drafts a proposed budget, makes recommendations as to the advisability of making expenditures, and formulates and reports new ideas to raise funds, other than modification of the due payment schedule, to the members of the Association. Maintains and updates the official website and recommends changes to its layout. All elected officers shall be Permanent members in addition to appointed members.

Election Committee: Shall prepare for and conduct all regular and special elections for the membership of the Association. The Chairman of the Election Committee shall be appointed by the President of the Association and ratified by the membership present and eligible to vote at the meetings in which he or she is appointed. Election Committee Chairman must be an elected Board Member, not running for re-election in the year in which they serve.

Education & Training Committee: Works will approved instructors to conduct Association sponsored educational seminars and makes educational presentations to the membership in meetings.

Grievance Committee: The Grievance Committee shall be the investigative committee for all disciplinary actions. The committee shall draft the Code of Ethics and Procedures of the Association and makes recommendations for actions against any member, Officer, or Director. The Grievance Committee chairman shall be the Vice-President. Members shall consist of the President, Chairman of the Board, and the one most recent Past President serving as Directors. In the event that a member of the Grievance Committee is disqualified from voting on a matter before the committee the next officer in the following order shall serve: Vice Chairman of the Board, Secretary, Treasurer.

Hall of Fame Committee: Evaluates nominations for the Hall of Fame and makes recommendations as to the suitability of a nominee. The Hall of Fame Committee chairman shall be the most recent Past President. Members of the committee shall consist of all current members of the Hall of Fame of the Association who desire to serve.

8.2 AD-HOC COMMITTEE: Ad-Hoc Committees may be established from time to time to assist the Board of Directors with concerns of the membership that are not covered by the Standing Committees. Any member may nominate any Agent Member to an Ad-Hoc Committee. The membership of the Association shall approve nominations by a majority vote of the members present and eligible to vote at any regular or emergency meeting of the membership of the Association, as well as the durations of the time the committee shall exist. The membership of the Association may change the committee roster by a majority vote of the members present and eligible to vote at any regular meeting of the membership of the Association during the year. Committee chairmen shall be elected by the members of the committee and the chairman must be a member of the Board of Directors.

8.3 EMERGENCY COMMITTEES: Emergency Committees may be established when an issue arises that must have immediate stud in order to resolve the issue as quickly as possible. The President may appoint any Agent Member to an Emergency Committee as well as the chairman for the purpose of gathering information to present to the Board of Directors.

8.4 COMMITTEE MEETINGS: In lieu of a meeting where members shall attend in person, committees shall be allowed to conduct meetings via video or telephone teleconference, so long as all members of the committee are informed of the meeting.

MEC ______ Pres.   Q.C. ______ Chair.   Revised: 5/11/16

ARTICLE NINE: MISCELLANEOUS

9.1 FUNDS: All funds of this Association, or under its chapter, deposited in any bank or other place of deposit shall be deposited to the credit of the Association in the name of the Association as designed by the Association. The Board of Directors must approve by two-thirds all funds over $250 withdrawn from the Association and all checks must have the signatures of two (2) current Directors and/or Officers authorized to sign checks. All bonds, notes, and other evidence of indebtedness, mortgages, deeds and contracts of this Association shall be signed in its name by the President and Vice-President, and attested by the Secretary after approval by two-thirds vote of the Board of Directors. No such instruments shall be valid without being so signed, unless otherwise stated by the Board of Directors. No expense or series of expenses on the same article or service greater than one thousand ($1000) dollars may be incurred without the approval of two-thirds of the members present and eligible to vote at any regular or emergency meeting of the membership of the Association.

9.2 CONTRIBUTIONS AND DONATIONS: Any contribution and/or donation derived from the funds of the Association paid to any person other than State candidates, must be approved by two-thirds vote of the Board of Directors. Donations are not to exceed $250.00.

9.3 AMENDMENTS: These Bylaws may be amended, repealed, or altered in whole or in part at any regular or emergency meeting of the membership of the Association by a two-thirds vote of the members present and eligible to vote.

9.4 CODE OF ETHICS: The Grievance Committee shall draft a Code of Ethics and Procedures for handling Grievances. These shall be binding on all members and may provide for expulsion from membership in the Association.
Copies of a proposed Code of Ethics or changed therein must be mailed to all members of the Association at least twenty-one (21) days prior to a regular meeting of the membership of the Association when such item will be considered.

9.5 BUDGET & DUES: The Ways and Means Committee shall draft a budget and the Membership Committee shall draft a dues schedule for all members. The budget and dues schedule must be recommended by the Board of Directors and approved by two-thirds vote of the members present and eligible to vote at a regular meeting of the membership of the Association.

9.6 INSPECTION OF BOOKS AND RECORDS: All accounts, books, and records of the Association shall be opened for inspection to any member of the Association. The Board of Directors shall establish reasonable rules and regulations, not to conflict with law, governing such inspections.

9.7 FISCAL YEAR: The Board of Directors is authorized to fix the fiscal ear of the Association and to change the same from time to time as it deems appropriate, but unless otherwise do determined shall begin an the first day of January each ear and end on the last day of December in the same year.

9.8 GRIEVANCE PROCEDURES: Any member may file a complaint against a member, Officer or Board of Director. The member must send a written complaint to the grievance committee chairman. After receiving the complaint, the chairman must convene a meeting with the grievance committee to investigate the accusations. The chairman must give notice to each party and the Board of Directors of the meeting at least seven (7) days before the meeting. Each party, including witnesses shall be interviewed during the investigation. Failure of appearance of the accused, witnesses or the accuser shall not impede the investigation. If the committee finds reasonable evidence that the accusations are true, it may by majority vote recommend to the Board appropriate actions to be taken as stated in these bylaws. After the Board of Directors receives the report from the committee, The Chairman of the Board must convene a hearing by the Board to hear the accusations received. The hearing shall be held in Executive Session and only the Board of Directors, the accused, any witnesses and the member that filed the complaint may attend.

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If the Board of Directors by majority vote of finds that the complaint is valid, it may recommend to the Association to suspend or remove the accused from office and/or membership. The Chairman must request that the President convene as Association meeting to vote on the accused. The hearing may be held at the next regular Association meeting or if necessary, an emergency meeting may be called by the President. The Chairman of the Board or the next succeeding officer shall preside over the hearing. The Grievance Chairman must present the complaint including, but not limited to, witnesses, statements and evidence to the Association. The accused may be heard at any hearing. The Association may suspend or remove the member, Officer or Director by majority vote or dismiss the complaint

9.9 SEAL: The Seal of the Association shall consist of an impression bearing the name of the Corporation around the perimeter and the word "Seal" and such other information including the year of incorporation, in the center thereof, as is desired. In lieu thereof the Association may use an impression or writing bearing the words "Association Seal" enclosed in parenthesis or scroll, which shall also be deemed to be the seal of the Association.

9.10 ANNUAL STATEMENT: No later than thirty (30) days after the close of each fiscal year, the Treasurer of the Association shall prepare appropriate financial statements showing the reasonable detail of the financial condition of the Association as of the close of its fiscal year. Upon receipt of a written request, the Association shall promptly mail to any member a copy of the most recent financial statement.

9.11 OUTSIDE AUDIT: Annually, the Association shall contract with an outside, independent public accounting firm to review the financial records of the Association and to report such to the Board of Directors following completion of the Annual Statement. Upon receipt of a written request, the Association shall promptly mail to any member a cop of this review.

9.12 EXECUTION OF DOCUMENTS: No Officer, Director, or member of the Association shall commit the Association to any expenditure without the approval of the Board of Directors and, where applicable, the membership of the Association, other than normal operating expenses determined in the budget.

9.13 GOVERNING AUTHORITY: Unless otherwise provided, Roberts Rules of Order thereof, shall govern the conduct of all members of the Association, Board of Directors, or any committee where Roberts Rules of Order does not conflict with the existing Bylaws.

MEC D.C.

Pres. Chair

Revised: 5/11/16

I HERE BY CERTIFY THAT THE FOREGOING BYLAWS WERE DULY ADOPTED BY A TWO-THIRDS AFFIRMATIVE VOTE OF THE MEMBERS OF THE ASSOCIATION PRESENT AND ELIGIBLE TO VOTE ON THE 11 **DAY, OF** May **, 20**16**.**

President	**Vice President**
Cynthia Bridges **Secretary**	Kim Bird **Treasurer**
Chairman of the Board	**Vice Chairman of the Board**
Samuel E. McClint 5-11-16 **Director**	**Director**
Director	**Director**
Director	**Director**
Director	**Director**

MEC Pres.

D.C. Chair