



PALMETTO CURLING CLUB BYLAWS

Date	Who	Summary of changes	Page number
05/05/2010	Beau Welling	Creation	All Pages
08/29/2013	Michel Plante	Article IV, Section 1	5
		Article IV, Section 2	5 & 6
6/27/2015	Nicole Plante	Article III, Section 1, 5	4 & 5
		Article IV, Section 1, deletion of Section 2	5
		Article V, Section 1, deletion of Section 2	6
		Article VII	7



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ARTICLE I - Name, Affiliation and Purpose

Section 1 – Name

This organization shall be known as the “Palmetto Curling Club,” a non-profit qualified amateur sports organization operating in the upstate of South Carolina and western North Carolina.

Section 2 – Affiliation

The Club shall be affiliated with the United States Curling Association and the Grand National Curling Club of America. It is organized and incorporated as a not-for-profit corporation under the laws of the State of South Carolina.

Section 3 – Purpose

The purpose of the Club is to:

- Support and develop amateur athletes to participate in national and international sports competitions in curling.
- Encourage, teach, and promote South Carolina, Georgia, and North Carolina residents of all ages to learn and participate in the sport of curling and its competitions (bonspiels) nationally and internationally, and
- Create public awareness and appreciation of the sport of curling and how it promotes wellness, honest competition, and integrity.

ARTICLE II – Membership

Section 1 – Classification

Membership in the Palmetto Curling Club shall be open to all that wish to join, participate in, enjoy, teach or watch the sport of Curling. Membership shall be divided into voting and non-voting classes. Voting classes shall consist of Resident Members. Non-voting memberships include the classes of Honorary and Limited Memberships.

Classes of membership shall be unrelated to race, religion, sex or other exclusionary practices. All age requirements are as of June 30th of the preceding year consistent with United States Curling Association rules.

Voting (resident) members shall be entitled to vote at any general meeting of the Club. The privileges and obligations of membership for members of record of all classes may be further defined by the Board of Directors. The current classes of membership are as follows:



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- Class 1 Honorary Membership shall consist of those persons proposed and approved by unanimous vote of the Board of Directors.
- Class 2 Resident Membership shall consist of all duly elected, fully paid members.
 - a) Adult Members are those who are twenty-one (21) to fifty-nine (59) years of age.
 - b) Senior Members are those of the age of sixty (60) and over.
- Class 3 Limited Membership shall consist of the following classifications. All have the privilege of participating in Club events as regulated by the Board of Directors.
 - a) Youth Members are those who are under fifteen (15) years of age and have demonstrated a basic understanding of the sport of curling and proper sport etiquette.
 - b) Junior Members are those who are fifteen (15) to twenty (20) years of age.

The Board of Directors shall determine the limit on the number of members of the Club in each classification. The annual dues, fees, and charges for all classifications of Membership shall be approved by the Board of Directors at least a two-thirds majority vote. In addition, non-members may be authorized by the Board of Directors to curl at special events or training programs.

Section 2 – Application for Membership

All applications for membership shall be submitted to the Secretary on the form provided by the Club. Application shall be accompanied by a deposit. After review, an application may be accepted for membership by an affirmative vote of the Board of Directors present at a called meeting. If an application is rejected, the deposit shall be returned. All member dues and fees shall be paid according to a table of amounts and due dates as established by the Board of Directors from time to time.

Section 3 – Good Standing

A member in good standing is any member who is no more than 30 days in arrears in financial obligations to the Club, unless these obligations are waived by the Board of Directors.

Section 4 – Renewal, Transfer, Resignation, and Termination

All memberships will be renewed annually and the fees collected by the Treasurer as determined by the Board each year. Membership fees are not refundable unless a refund of a portion of the fees is specifically approved by the Board of Directions in unusual circumstances.



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Membership is non-transferrable. Membership will be terminated by death, resignation, or expulsion. Every right and all interests of each member in the estate, property, and privileges of the Club shall cease upon termination of their membership or death.

Resignation shall be in writing to the Club and may be accepted by the Board of Directors provided the member resigning has discharged all their Club dues and obligations. Members may be considered as having submitted a resignation if dues and other fees have not been paid by the deadline established by the Board of Directors.

In case of member shall be guilty of any violation of the constitution or rules, or in case their conduct may endanger, or tend to endanger the welfare, interest or character of the Club, the Board of Directors, at a regular or special meeting, may censor or suspend, or by a 2/3 majority vote of the Directors, may expel the offending member; but before each member shall be expelled, twenty (20) day notice in writing shall be given to the member, who shall be furnished with a copy of the charges and shall be given time to be heard by a committee of or the full Board of Directors.

ARTICLE III – Board of Directors

Section 1 – Election of Directors

The number of Directors constituting the Board of Directors shall be nine. Directors shall be elected at the annual meeting at which time the members shall choose by ballot 5 directors in odd numbered years (2015, 2017, etc...) and 4 directors in even numbered years (2016, 2018, etc...). All directors will serve a term of two years.

Section 2 – Vacancies

Any vacancies on the Board of Directors may be filled for the remainder of the unexpired term at the annual meeting following the same procedures outlined in these bylaws for regular election of Directors. The President has the authority to fill vacancies on the Board for the interim period until the next annual meeting.

Section 3 – Nominations

Nominations for the Board of Directors will be made by the Nominating Committee or by an individual member in writing to the Committee one week prior to the annual meeting.

Section 4 – Responsibilities of the Board of Directors

The Board shall be responsible for and have authority to conduct all aspects of the Club's operation except as limited by the Club's bylaws. The Board of Directors shall elect the Club President and executive officers from among the Directors annually.



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Section 5 – Director’s term starting/ending terms

Director’s terms shall begin on the date of the first Board of Director’s meeting after their election, or 30 days from the date of their election, whichever is earliest. Director’s terms shall end on the date of the first Board of Director’s meeting after the election in which their successor is being voted upon, or 30 days from the date of said election, whichever is earliest.

ARTICLE IV – Officers

Section 1 – Number, Title, and Terms of Office

There shall be four Executive Officers of the Club: President, Vice-President, Secretary, Treasurer.

Section 2 – Duties

President

The President shall be the principal executive officer of the Club. Subject to the control of the Board of Directors and with the assistance of the Vice Presidents, the President shall in general supervise all of the business and affairs of the Club. The President is responsible for calling and conducting all meetings of the Club’s members and Board of Directors. The President shall have the authority to appoint such individuals and committees as may be necessary for the operation and representation of the Club. The President shall have the authority to sign, execute, and acknowledge on behalf of the Club all contracts, leases, reports, and other documents or instruments necessary to the Club’s regular business, including that which may be further authorized by the Board of Directors. Except as otherwise provided by law or the Board of Directors, the President may authorize a Vice President, or the Secretary, or the Treasurer, or other agents of the Club to sign, execute, and acknowledge such documents or instruments in the President’s place.

Vice President

The duties of the Vice President shall be to assist the president and other directors in the supervision of general club business and affairs.

Secretary

The Secretary shall keep the records or the proceedings of the Club, and the official Club seal, and shall duly notify members of their election; to keep a roll of the members of the Club; to issue notices of all meetings; and to make a report to the members of the Club at the annual meeting. The Secretary is also responsible to collect the club’s mail at the curling facility and diligently distribute to the appropriate person.



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Treasurer

The Treasurer shall be custodian of the funds of the Club, collect the membership dues, and pay the claims against the Club on approval and order of the Board of Directors. The Treasurer shall keep a detailed account of all receipts and expenditures, and at the Annual Meeting present a report thereof and of the balance on hand and the amount of unpaid obligations of the Club. The Treasurer shall report to the Board of Directors the names of members who are in default in the payment of dues or fees. The Treasurer is responsible to produce the annual income tax reports to the proper level of government, maintain the club's Charitable Organization Status (501(c) 3) and the club's insurance active.

The Board of Directors may designate assistants to the Secretary and Treasurer to fill needs as they may arise.

ARTICLE V – Committees

Section 1 – Appointments and Responsibilities

The Board of Directors may create committees as needed and shall establish committee responsibilities. A club member that has been appointed by the Board of Directors for a one-year term shall chair each committee.

ARTICLE VI – Meetings

Section 1 – Annual Meeting

A regular Annual Meeting of the Club shall be held at a time and place to be designated by the Board of Directors for the purpose of:

- Presenting reports by Club Officers and Committee Chairs.
- Electing members of the Board of Directors.
- Transacting Club Business.
- Promoting fellowship and participation in curling competitions among upstate South Carolina and western North Carolina residents.

Section 2 – Special Meetings

Special Meetings of the Club may be called by the Club President, by a majority of the Board of Directors, or by a quarter of the membership who make their request in writing to the Club's Secretary. Only business that has been clearly set forth in the notice calling for a Special Meeting will be transacted at the meeting.



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Section 3 – Notice of Meetings

Notice of all meetings shall be the responsibility of the Secretary and shall be given to all regular members at least two weeks prior to the date of the meeting, except in the case of special meetings when a minimum of one week's notice shall be given. The notice shall include a proxy for those unable to attend a member's meeting.

Section 4 – Quorum

At all members' meetings, one quarter of the membership present at the meeting or by proxy shall constitute a quorum. Voting by written ballot or by electronic proxy sent to the Secretary in advance of the meeting shall be permitted. Meetings can be held by conference call if all participants included in the quorum can hear one other.

Section 5 – Chair

The President shall chair all meetings. In the absence of the President, a Vice President shall preside. If both of these officers are absent, the Secretary or Treasurer shall preside.

ARTICLE VII – Amendments

The Bylaws of the Palmetto Curling Club may be amended only as follows:

- Written notice of motion to amend the Bylaws shall be given to the Secretary at least one month before the next meeting of the members of the Club, and notification of the proposed change or changes shall be sent to the members along with the notice of the meeting.
- [If proper notice has been given as described above, an amendment shall be voted upon by the members present at the meeting of the club. The amendment passes if at least a two-thirds majority of the members present and those voting by proxy approve it.](#)

ARTICLE VIII – Prohibited Activities

Section 1 – No part of the net earnings of the Club shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions for furtherance of purposes set forth in the Articles of Incorporation.

Section 2 – No substantial part of the activities of this Club shall be the carrying on of propaganda or otherwise attempting to influence legislation (except as otherwise provided and



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permitted by Section 501(h) of the Internal Revenue Code, and this Club shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 3 – Notwithstanding any other provisions of this Club’s Articles of Incorporation and/or these Bylaws, this Club shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

ARTICLE XI – Distributions Upon Dissolution

Upon the dissolution of the Palmetto Curling Club, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Club, dispose of all of the assets of the Club exclusively for the purpose of the Club, or to the Grand National Curling Club of America, Inc., an exempt organization under Section 501(c)(3) of the Internal Revenue Code in such manner as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Club is then located, exclusively for such purposes or to such organizations, such as the Court shall determine, which are organized and operated exclusively for such purposes, or to the federal government and/or a state or local government, for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and/or for one or more public purposes. Such distribution(s) shall be made in accordance with all applicable provisions of the laws of the United States and of the State of South Carolina.

ARTICLE X – Miscellaneous Provisions

Section 1 – Indemnification

Every person who is or shall have been a Director or Officer of the Club and his or her personal representatives shall be indemnified by the Club against all costs and expenses reasonably incurred by or imposed upon him or her in connection with or resulting from any action, suit, or proceeding to which he or she may be made a party by reason of his or her being or having been a Director or Officer of the Club, except in relation to such matters as to which he or she shall finally be adjudicated in such action, suit, or proceeding to have acted in bad faith and to have been liable by reason or willfully misconduct in the performance of his or her duty as such Director or Officer. “Costs and expenses” shall include, but without limiting the generality thereof, attorney’s fees, damages, and reasonable amounts paid in settlement.

Section 2 – Fiscal Year

The fiscal year of the Club shall begin on the first day of January of each year and shall end on the thirty-first day of December of that year, unless otherwise determined by the Board of Directions.



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Section 3 – Conflict of Interest

No contract or other transaction between the Club and one or more of its Directors or Officers, or between the Club and any other corporation, firm, association, or other entity in which one or more of the Directors or Officers have a substantial financial interest, shall be approved by a vote of the Board or any Committee thereof if such Director(s) or Officer(s) are present at the meeting of the Board, or of a Committee thereof, which authorizes such contract or transaction, or his or her votes are counted for such purposes, unless:

- The material facts as to such Director(s) or Officer(s) interest in such contract or transactions as to any such common directorship, officership, or financial interest are disclosed in good faith or are known to the Board or Committee, and the Board or Committee authorizes such contract or transaction by unanimous written consent, provided at least one Director so consenting is disinterested, or by a majority vote without counting the vote or votes of such interested Director(s) or Officer(s) even though the disinterested Director(s) or Officer(s) are less than a quorum; or
- The material facts as to such Director(s) or Officer(s) interest in such contract or transaction and as to any such common directorship, officership, or financial interest are disclosed in good faith or are known to the Directors entitled to vote thereon, if any, and such contract or transaction is authorized by a majority vote of such directors.