

Amended, March 24, 2017

**BY-LAWS  
OF THE  
YORK COUNTY BAR ASSOCIATION**



ARTICLE 1

Section 1. The name of this nonprofit, mutual benefit corporation shall be the York County Bar Association (hereinafter referred to as YCBA).

Section 2. The purposes of the YCBA are to consider and act upon matters affecting the legal profession and the relationship of the legal profession to the community; to create an opportunity for friendly association among members of the YCBA; to promote and encourage social relationships among members of the YCBA and their families; and to coordinate the effects of the YCBA with those of the judiciary, legislature, and South Carolina Bar for the purpose of facilitating matters of common interest.

ARTICLE II

Section 1. Any member of the South Carolina Bar residing or having an active law office within York County shall be eligible for membership in the YCBA.

Section 2. Eligible applicants for membership of the YCBA shall be admitted upon registering with the Secretary of the YCBA and paying annual dues.

Section 3. A member shall be in good standing so long as the member's license to practice law is in effect and not under suspension, and so long as the member has not been suspended from the YCBA for any reason. Members not in good standing shall have no vote, may not hold any YCBA office or committee chair, and shall not enjoy any of the rights,

privileges and benefits of membership in the YCBA.

Section 4. Members of the YCBA in good standing at the time of the adoption of these By-Laws shall automatically become members of the YCBA under these By-Laws, unless otherwise requested.

### ARTICLE III

Section 1. Each year during the month of March there shall be held an Annual Meeting of the members of the YCBA for the purpose of electing officers and to transact such other business as may properly come before the meeting.

Section 2. Special meetings of the YCBA may be called by the President or the Board of Directors at any reasonable time and place.

Section 3. Notice of the place, date, and time of all annual and special meetings shall be delivered to each member not less than ten (10) days. . Notice of an annual meeting must include a description of any matter that must be approved by the members under S.C. Code Ann. §§ 33-31-831, 33-31-856, 33-31-1003, 33-31-1021, 33-31-1104, 33-31-1202, - 33-31-1202, 33-31-1401, or 33-31-1402. Notice of any special meeting must include a description of the matter for which the meeting is called. Notice may be made by any method permitted pursuant to §33-31-141, including but not limited to email.

Section 4. Twenty(20%) per cent of all members in good standing and entitled to vote shall comprise a quorum for the transaction of business at a meeting. Members in good standing appearing by proxy shall be included in the determination of the presence of a quorum.

Section 5. Each member in good standing attending a meeting in person or by proxy shall have one vote. All questions and transactions requiring a vote shall be approved upon the assent of a simple majority of those voting. All meetings will be conducted in accordance with Robert's Rules of Order. The Chair shall vote only in the case of a tie. In the event of a tie, the chair may cast the deciding vote.

Section 6. Each proxy must be in writing, setting forth the name of the member, the date of the meeting for which the proxy is given, the name of the member holding the proxy, and signed by the giver thereof. A proxy shall only be valid for one meeting. To be valid, a proxy must be recorded with and approved by the Secretary prior to the meeting. A member misusing a proxy may be subject to suspension by the Board of Directors.

## ARTICLE IV

Section 1. The officers of the YCBA shall be (1) President; (2) Vice-President; (3) Secretary, and (4) Treasurer.

Section 2. Officers shall be elected annually by the members of the YCBA at a meeting to be designated the Annual Meeting to be held during the month of March. All nominations for officers shall be made from the floor and the chair shall declare out of order any motion to close the nominations unless either there have been at least two nominations for the office, or the chair has twice asked whether there are any further nominations following the last nomination or the making of any such motion. A majority of the members voting shall be necessary for the election of an officer. If, after the first ballot, no individual has received a majority of the votes cast, there shall be a run-off between the two candidates who received the highest number of votes cast. In the event of a tie, the chair shall cast the deciding vote.

Section 3. The President shall appoint all committees; preside over all meetings of the YCBA; preside over all meetings of the Board of Directors, and call such special meetings of the Board of Directors as deemed necessary.

Section 4. The Vice-President shall act for the President in the event of the President's absence, disability, or suspension.

Section 5. The Secretary shall keep the minutes of all meetings of the YCBA and of the Board of Directors, all Resolutions adopted by the YCBA or the Board of Directors, and all other records as may be necessary, and shall prepare and mail notices of all YCBA meetings and functions to the members.

Section 6. The Treasurer shall collect all dues and assessments made by the YCBA, and shall pay out such funds as directed by the Board of Directors, keeping a complete record of all transactions. The Treasurer shall report any member in arrears in the payment of dues or assessments to the Secretary.

## ARTICLE V

Section 1. The Board of Directors of the YCBA shall consist of five (5) directors. At any given time, the present holders of the four (4) corporate offices plus the immediate past

president of the YCBA shall be the Board of Directors.

Section 2. A quorum of the Board of Directors for the transaction of business shall be three directors, proxies not included. All questions, motions, and transactions requiring a vote shall be approved by the assent of simple majority.

Section 3. The Board of Directors shall recommend dues and assessments to be charged all members; set meetings of the full YCBA; suspend any member when suspension is required under these Bylaws; establish such committees as it deems necessary; review the work and reports of all other committees; direct the payment of funds; review challenges to proxies ruled upon by the Secretary, and recommend amendments to the By-Laws.

Section 4. A full report of all Board of Directors' actions shall be made at each meeting of the YCBA.

Section 5. Any member of the Board of Directors may submit any action of the Board to the YCBA membership for approval, and if more than one-third of the members voting disapprove the Board's action, the action shall be null and void. Reimbursement of any funds disbursed by direction of the Board is a separate question to be decided by the YCBA membership.

## ARTICLE VI

Section 1. The President shall appoint such committees as the President and/or Board of Directors deem proper and necessary, or as required by the By-Laws.

Section 2. Each committee shall consist of any number of members, one of whom the President shall appoint Chairman. All committee members shall serve at the pleasure of the President, or until a new President is elected.

Section 3. The President shall serve as an ex officio member of every committee.

## ARTICLE VII

Section 1. Annual dues and assessments of members shall be in such amounts as fixed by the YCBA after receiving the recommendations of the Board of Directors, provided, however, that new members shall be excused from paying dues the first year..

Section 2. A member of the YCBA, whose dues have not been paid within sixty (60) days of assessment, shall automatically be suspended from the membership. Anyone so

suspended shall not enjoy any of the benefits, privileges and rights of membership in the YCBA until reinstated after payment of all dues in arrears. Members suspended solely for failure to pay dues may be reinstated automatically upon registering and paying annual dues to the Secretary.

#### ARTICLE VIII

Section 1. In the event of dissolution of the corporation, the Board of Directors shall, after paying and making provision of the payment of all liabilities of the corporation, distribute the remaining assets to its members or, if it has no members, to those persons to whom the corporation holds itself out as benefitting or serving.

#### ARTICLE IX

Section 1. These By-Laws may be amended or repealed only by a majority vote of the members of the YCBA entitled to vote. Voting on amendments to the By-Laws may be done by members present or by written proxy signed by the member voting indicating his/her vote, provided that the member voting by proxy has received a written copy of the proposed amendment. Any notice of a meeting of the members at which By-Laws are to be adopted, amended or repealed, shall contain or be accompanied by a copy or summary of the proposal.

Section. Any provision of these By-Laws, or any amendment or alteration thereof, which is void or illegal, shall not in any way render the remaining provisions invalid.

ADOPTED AT THE OCTOBER 17, 1994 YORK COUNTY BAR ASSOCIATION MEETING, AMENDED AS OF MARCH 24, 2017.