

CONSTITUTION AND BY-LAWS

OF

THE SOUTH CAROLINA STATE CONSTABLES' ASSOCIATION

ARTICLE I NAME.

The name of the organization shall be the South Carolina State Constables' Association.

ARTICLE II

PURPOSE.

To endeavor to secure and enlist as members of this Association qualified South Carolina State Constables who are devoted to the cause of better government with a view to opposing crime and to devise ways and means for improving national, state and municipal legislation, police methods, administration of justice, and the enforcement of law. The Association shall offer advanced training and continuing education which will enable the State Constables to better serve their community and to achieve a highly trained back up force for full time agencies to use as needed.

ARTICLE III

OFFICES.

The principal office of the Association in the State of South Carolina shall be located in the City of Columbia, County of Richland. The Association may have such other offices, either within or without the State of South Carolina, as the Executive Board may designate or as the business of the Association may require from time to time.

ARTICLE IV

MEMBERSHIP.

Section 4. 1. Members: Membership in the Association will be offered to all qualified State Constables who have received a commission as dictated by (lie Governor of South Carolina.

Section 4.2. Probationary Members: An individual may be a probationary member of the Association while participating in the required constable training period. The individual admission to the Association as a regular member will be contingent upon receiving the commission by the South Carolina Law Enforcement Division.

Section 4.3. Associate Members: Associate Membership shall be offered to all active and reserve law enforcement officers in South Carolina, Group 1, 11, and III Constables, and Special DPS Constables

Section 4.4. Honorary Members: Honorary Membership shall be awarded to individuals who have distinguished themselves by materially advancing the cause of justice, law enforcement or criminal legislation. Honorary Membership shall be awarded on the recommendation of the membership and a two-thirds vote of the Executive Board.

Section 4.5. Dues. Probationary Members, and Associate Members, shall be required to pay annual dues in an amount to be agreed upon by the membership. The prorated annual dues of members are payable on the first of the month following the month in which the member joins, and annually thereafter on or before the fifteenth day of January of each year to the respective district in which the member belongs. The monies shall be deposited in a federally insured depository for the purpose of administering the normal functions of the district.

A sum of twenty percent shall be forwarded from the dues in each district to the treasurer of the Association and deposited in a federally insured depository account. These monies are to be used for the purchase of statewide membership cards, annual membership decals and administering

the normal functions of the Association. Expenditure in excess of \$200.00 of this money must have prior authorization of the Executive Board.

If any member of the Association fails to pay his or her dues on or before the fifteenth of January, that member shall be ineligible to participate in the Association activities. Member-, who fail to pay their dues within thirty (lays from the time they become due shall be notified by the Recording Secretary, and, if payment is not made within the next succeeding thirty days, shall be reported to the executive board as in an-cars, and if so ordered by the executive board, shall be dropped from the rolls and there upon forfeit all rights mid privileges of membership.

Section 4.6. Annual Meeting. The annual meeting of the members shall be held on the first day in the month of January in each year, beginning with the year 1998, at the hours of 7:00 o'clock P.M., for the purposes of electing directors and for the transaction of such other business as may come before the meeting. If the (lay fixed for the annual meeting shall be a lea holiday in the State of South Carolina, such meeting shall be held on the next succeeding business day. If the election of directors shall not be held on the (lay designated herein for any annual meeting of the members, or at any adjournment thereof, the Executive Board shall cause the election to be held at a special meeting of the members as soon thereafter as may be convenient.

Section 4.7. Special Meetings. Special meetings of members for any purpose or purposes, unless otherwise prescribed by statute, may be called by the Executive Director or by the Assistant Executive Director, and shall also be called by the Executive Director at the request of not less than two-thirds (2/3) of the members of the Association entitled to vote at the meeting.

Section 4.8. Place of Meeting. The Executive Board may designate any place, either within or without the State of South Carolina unless otherwise prescribed by statute, as the place of meeting for any annual meeting or for any special meeting called by the Executive Board. A waiver of notice signed by all members entitled to vote at a meeting may designate any place, either within or without the State of South Carolina, unless otherwise prescribed by statute, as the place for the holding of such meeting. If no designation is made, or if a special meeting be otherwise called, the place of meeting shall be the principal office of the Association in the State of South Carolina.

Section 4.9. Notice of Meeting. Written notice stating the place, (lay and hour of the meeting and, in case of special meeting, the purpose or purposes for which the meeting is called, shall unless otherwise prescribed by statute, be delivered not less than ten (10) nor more than thirty (30) days before the date of the meeting, either personally or by mail, by or at the direction of the Executive Director, or the Secretary, or the persons calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail, addressed to the member at his/her address as it appears on the books of the corporation, with postage thereon prepaid.

Section 4.10. Fixing of Record Date. For the purpose of determining members entitled to notice of or to vote at any meeting of members or any adjournment thereof, or in order to make a determination of members for any other proper purpose, the Executive Board of the corporation may provide that the membership books shall be closed for a stated period but not to exceed, in any case, thirty (30) days. If the membership books shall be closed for the purpose of determining members entitled to notice of or to vote at a meeting the Association, of members, such books shall be closed for at least ten (10) days immediately preceding the meeting. In lieu of closing the membership books, the Executive Board may fix in advance a date as the record date for any such determination of members, such date in any case to be not more than thirty (30) days and, in case of a meeting of members, not less than ten (10) days prior to the (late on which the particular action, requiring such determination of members, is to be taken. When a determination of members entitled to vote at any meeting of members has, been made as provided in this section, such determination shall apply to any adjournment thereof.

Section 4.11. Voting lists. The Corporate Secretary having charge of the membership books of the Association shall make a complete list of the members entitled to vote at each meeting of the Association or any adjournment thereof, arranged in alphabetical order, with the address of each. Such list shall be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting for the purposes thereof.

Section 4.12. Quorum. A majority of the members of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the Association. If less than a majority of the members are represented at a meeting, a majority of the members so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally noticed. The members present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

Section 4.13. Proxies. At all meetings of the Association, a member may vote in person or by proxy executed in writing by the member or by his/her duly authorized attorney in fact. Such proxy shall be filed with the secretary of the corporation before or at the time of the meeting. No proxy shall be valid after two (2) months from the date of its execution, unless otherwise provided in the proxy.

Section 4.14. Informal Action by Members. Unless otherwise provided by law, any action required to be taken at a meeting of the Association, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by a majority of the members entitled to vote with respect to the subject matter thereof.

ARTICLE V EXECUTIVE BOARD

Section 5. 1. Structure. The Executive Board of the Association shall consist of an Executive Director, Assistant Executive Director, Association Counsel, Treasurer, Recording Secretary and eight District Directors.

Section 5.2. Function. The business and affairs of the Association shall be managed by the Executive Board, who shall be elected as provided herein. The members of the Executive Board shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected and qualified.

Section 5.3. The Executive Board. The Executive Board shall have general charge of the management of the affairs, funds, and property of the Association. The Executive Board shall have full power, and it shall be the Executive Board's duty, to carry out the purposes of the Association according to its Articles of Incorporation and By-Laws; to determine whether the conduct of any member is detrimental to the welfare of the Association; and to fix the penalty for such misconduct for any violation of the by-laws or rules in addition to those set forth in *Article XI*.

Section 5.4. Regular Meetings. A regular meeting of the Executive Board shall be held without other notice than that by law immediately after, and at the same place as, the annual meeting of the Association. The Executive Board may provide, by resolution, the time and place for the holding of additional regular meetings without other notice than such resolution.

Section 5.5. Special Meetings. Special meetings of the Executive Board may be called by or at the request of the Executive Director or any two directors. The person or persons authorized to call special meetings of the Executive Board may fix the place for holding any special meeting of the Executive Board called by them.

Section 5.6. Notice. Notice of any special meeting shall be given at least ten (10) (lays previously thereto by written notice delivered personally or mailed to each director at his business address, or by telegram. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage there on prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 5.7. Quorum. A majority of the number of directors fixed by Section I of this Article V shall constitute a quorum for the transaction of business at any meeting of the Executive Board, but if less than such majority is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 5.8. Manner of Acting. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Executive Board.

Section 5.9. Action Without a Meeting. Any action that may be taken by the Executive Board at a meeting may be taken without a meeting if a consent in writing, setting forth the action so to be taken, shall be signed before such action by all of the directors.

Section 5.10. Vacancies. Any vacancy occurring in the Executive Board may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Executive Board, unless otherwise provided by law. A director elected to Fill a vacancy shall be elected for the un-expired term of his/her predecessor in office. Any directorship to be filled by reason of an increase in the number of directors may be filled by election by the Executive Board for a term of office continuing only until the next election of directors by the members.

Section 5.11. Presumption of Assent. A director of the Association who is present at a meeting of the Executive Board at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his/her dissent shall be entered in the minutes of the meeting or unless he/she shall ride his/her written dissent to such action with the person acting as secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 5.12. Rule-making. The Executive Board may make rules and general orders for the conduct of the members and the use of the Association property, and define and limit the conduct of members in accordance with the dictates of good law enforcement practices and the standard operating procedures of local agencies.

Section 5.13. Appointment of committees. The Executive Board may appoint such committees as it deems necessary; it may vote the expenditure of moneys as it deems necessary or advisable; and it may contract for the lease or purchase in the name of the Association of properties, or facilities for the use of the members. Any expenditure over \$200.00 must be approved by the General Membership.

Section 5.14. No authority to impose liability on members. The Executive Board shall not impose any liability or levy any assessment upon the members.

Section 5.15. Election of District Directors and Term. The District Directors shall be elected by a majority of the qualified members in each district. The District Director's terms shall be for one year.

Section 5.16. Nominations. The members of the Association will nominate a state of officers in December to be voted on at the January meeting.

Section 5.17. Election of Officers. The General Membership shall elect, from the qualified membership of the Association, an Executive Director, an Assistant Executive Director, a Treasurer, a Recording Secretary and Legal Affairs Officer. The officers elected shall hold office for a period of two years. Voting shall be accomplished in accordance with the provisions of S.C. Code Ann. § 33-31-727 (1997 Cum. Sup.).

ARTICLE VI
OFFICERS.

Section 6. 1. District Director. The District Director shall be the Association's representative to the district from which they come. He/she may appoint an assistant to fulfill his/her duties when he/she is absent.

Section 6.2. The Executive Director. The Executive Director shall preside at all meetings of the Association and of the Executive Board at which he may be present; shall perform such other duties as may be prescribed in these by-laws or assigned to him/her by the Association or by the Executive Board and shall coordinate the work of the officers and committees of the Association in order that the purposes may be promoted. The Executive Director shall be responsible for the overall activities of the Association 'in the State and act as liaison between the Association and the Chief of the South Carolina Law Enforcement Division. He/she shall interact with the necessary departments at the South Carolina Law Enforcement Division, Department of Public Safety and in conjunction with the respective District Director, County and Municipal Law Enforcement Associations and shall represent the Association to the Governor of the State of South Carolina.

Section 6.3. The Assistant Executive Director. The Assistant Executive Director shall assist the Executive Director in conducting all executive board meetings and serve as the Executive Director in his absence. This position shall also be responsible for coordinating all of the advanced training programs for the Association, The Assistant Executive Director shall also be responsible for the records necessary to satisfy all of the requirements needed to certify that each member has completed the advanced training set up by the Association. The Assistant Executive Director shall coordinate with the District Directors and develop the necessary reporting forms for certification. The Assistant Executive Director shall assist the Executive Director in any functions as assigned by the Executive Director or the Executive Board. The Assistant Executive Director shall make a monthly report to the Executive Director.

Section 6.4. Recording Secretary. The Recording Secretary shall keep the minutes of all of the meetings of the Executive Board of the Association; shall, if requested, read such minutes at the close of each meeting for approval; and shall mail out all the notices for meetings of the Executive Board of the Association. The Recording Secretary shall keep accurate account and collect all

application fees, dues, and charges due from members, and perform such other duties as may be required of him by the by-laws, the Executive Director, or the District Directors.

Section 6.5. Treasurer. The Treasurer shall have charge of all receipts and monies which have been forwarded from the districts to the Executive Board of the Association, deposit them 'in the name of the Association in a federally insured depository approved by the Executive Board, and disburse funds as ordered or authorized by the Executive Board. The Treasurer shall keep regular accounts of his receipts and disbursements, submit his record when requested, and give an itemized statement as a regular meeting of the Executive Board of the Association. He/she shall sign checks and withdrawal slips on behalf of the Association upon any and all of its bank accounts, and the same shall be honored on his signature alone.

Section 6.6. Legal Affairs Officer. The Association Counsel shall be a qualified member of the South Carolina Bar in good standing with more than five years experience as a licensed attorney. The Association Counsel shall advise the Executive Board on all legal matters pertaining to the Association and shall further advise the membership on legal matters affecting law enforcement officers generally.

Section 6.7. Execution of Instruments. The Executive Director and the Recording Secretary or the Treasurer shall, on being so directed by the Executive Board, sign all leases, contracts, or other instruments in writing.

Section 6.8. Removal. Any officer or agent may be removed by the Executive Board whenever in its judgment, the best interests of the Association will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

Section 6.9. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Executive Board for the unexpired portion of the term.

ARTICLE VII DISTRICTS.

Section 7. 1. Organization. The Association will consist of eight (8) districts covering all the counties in the State. Each district will be responsible for its membership and dues. The eight districts shall be set up as follows:

- District One: Lexington, Richland, Fairfield, Kershaw, Newberry and Sumter Counties.
- District Two: Aiken, Saluda, Edgefield, McCormack, Greenwood, Barnwell and Abbeville Counties
- District Three: Laurens, Spartanburg, Greenville, Pickens, Anderson and Oconee Counties
- District Four: Cherokee, Union, York, Chester and Lancaster Counties
- District Five: Chesterfield, Marlboro, Dillon, Florence, Lee and Darlington Counties
- District Six: Marion, Horry, Georgetown and Williamsburg Counties
- District Seven: Clarendon, Calhoun, Orangeburg, Bamberg and Allendale Counties
- District Eight: Berkley, Dorchester, Charleston, Colleton, Beaufort, Jasper, and Hampton Counties.

Section 7.2. Organization. Each district may create its own by-laws and establish a structure of governance for its own internal organization. It shall be the responsibility of the district to select a District Director on an annual basis to serve on the Association's Executive Board.

Section 7.4. District Meetings. District meetings will be held once a month with (late and time at the discretion of the district. The presence of over half of the members of each district, as kept on the district roster, shall constitute a quorum. Questions properly presented at the district meeting of the Association in which a quorum is present will be decided by a majority vote of those present and voting.

ARTICLE VIII ASSOCIATION YEAR.

The fiscal year of the Association will begin on January 1st and end on December 31st of each year.

ARTICLE IX AMENDMENTS.

The Constitution and By-Laws of the Association can be amended by two-thirds majority vote of the membership meeting of the Association. Notice of the proposed amendment shall be given to the Executive Committee to read and discuss with their districts at least thirty (lays prior to the submission of ballots for a formal vote to be taken.

ARTICLE X POLICY and PROCEDURES.

Policy and Procedures will be written and adopted by the Executive Board for the purpose of standardizing the administrative actions of each district in regard to uniforms, reporting procedures and standardization of law enforcement procedures and training.

ARTICLE XI
CONDUCT.

Any member found guilty of a felony by any court of competent jurisdiction or conviction of a misdemeanor by any court of competent jurisdiction which leads to the withdrawal of the member's Constable Commission by the Governor or his representative shall be immediately dismissed. Proof of the conviction or the withdrawal of the Commission shall be dispositive of the issues involved for expulsion and no further hearing shall be required. A member may also be sanctioned or dismissed for other unlawful conduct or unprofessional conduct as determined by a quorum of the Executive Board. The member shall be charged with the offense delineating the unprofessional or unlawful conduct and shall have an opportunity to be heard within thirty days (30) days of the charge. The hearing will be conducted before the Executive Board of the Association. All administrative due process procedures shall be afforded the member so charged. Upon a finding and recommendations of dismissal, information pertaining to the dismissal will be turned over to SLED for further review. If the member is exculpated by SLED, he/she may be reinstated on application to the Association.

ARTICLE, XII
EFFECTIVE DATE.

The effective (late of the by-laws shall be upon approval by two-thirds majority vote of (lie membership. The election of officers and directors shall be held within thirty (30) (lays after the effective date.