

HUGUENOT SOCIETY OF SOUTH CAROLINA CONSTITUTION

(Approved at the 2021 Annual Meeting)

Article I

Name

The name of the organization shall be *The Huguenot Society of South Carolina*.

Article II

Purpose

The purposes of the Society shall be: *Firstly*, To perpetuate the memory and to foster and promote the principles and virtues of the Huguenots.

Secondly, To publicly commemorate at stated times the principal events in the history of the Huguenots, including but not limited to the dates set forth in Article V.

Thirdly, To discover, collect, and preserve all existing documents, monuments, etc., relating to the genealogy or history of the Huguenots of America in general, and of those of South Carolina in particular.

Fourthly, To garner by degrees a library for the use of the Society, composed of all obtainable books, monographs, pamphlets, manuscripts, etc., relating to the Huguenots.

Fifthly, To cause to be prepared and read before the Society, papers, essays, etc., on Huguenot history of genealogy, and collateral subjects.

Article III

Membership

Section 1. The membership of this Society shall be as follows:

Firstly, All descendants in the direct male or female lines of the Huguenot families which emigrated from France prior to the promulgation of the Edict of Toleration, November 28, 1787.

Secondly, Representatives of other French families and descendants of Huguenots from other countries whose profession of the Protestant Faith was prior to the promulgation of the Edict of Toleration, November 28, 1787.

Thirdly, Descendants of pastors who led the Huguenot congregations in South Carolina prior to 1787.

Fourthly, Persons who have made the history, genealogy, principles, etc., of the Huguenots a special subject of study and research may be elected by a majority vote of the Board of Directors to Honorary membership.

Section 2. The members of the Society may consist of three classes: Resident, Corresponding, and Honorary; the rights and privileges of each class shall be the same.

Section 3. The annual dues of members shall be set by the Board and are subject to change. The Board may provide for life-memberships upon the payment of an amount to be set by it. All dues shall be paid in advance.

Section 4. The funds of the Society shall be applied only to the furtherance and realization of the objects contemplated in this constitution.

Section 5. Applications for membership, with a statement of name, address, and descent of the applicant, shall be made in writing to the Society, and payment of the initiation fee set by the Board. The Society staff shall check and verify the information which pertains to the descent of the applicant. At the next regular meeting, the Board shall receive the report of the Society staff on all properly completed and checked applications received since the last meeting, and shall vote upon the applicants. A majority vote of the board shall indicate approval. Promptly after approval of an application by the board, the applicant shall be notified of membership.

At the next annual meeting of the Society, the membership shall be advised of the number of and the names of new members accepted for membership during the previous year.

Article IV

Officers, Board of Directors, Executive Committee, Nominating Committee and Elections

Section 1. The officers of the Society shall consist of a President, a First Vice-President, a Vice-President for each of the seven original Huguenot centers or settlements in South Carolina, a Secretary, a Treasurer, and a Chaplain. The President may serve for three consecutive years.

- **PRESIDENT** The President shall preside at all meetings of the Society, its Executive Committee and Board of Directors. Duties include being a member, ex officio, of all the committees except the Nominating Committee, and seeing that resolutions of the Board are carried out. An annual report of the work of the Society, including recommendations, shall be

given at the annual meeting.

- **FIRST VICE-PRESIDENT** In the absence of the President, the First-Vice President shall preside at any meetings of the Society, or at any meeting of the Board or the Executive Committee. Upon the death, resignation or inability of the President to serve, the First Vice-President shall succeed to the Presidency and shall occupy that office until the next annual meeting of the Society.

- **VICE-PRESIDENTS** The Vice-Presidents shall be responsible for the commemorative marker in their particular district. The centers are 1) Charleston, 2) Goose Creek, 3) Orange Quarter (St. Denis), 4) French Santee, 5) St. John's Berkeley, 6) Purrysburgh, and 7) New Bordeaux.

- **TREASURER** The Treasurer shall collect, hold and disburse all funds of the Society. The Treasurer shall keep detailed accounts of all monies received and expended and shall render an annual report or receipts and disbursements at the Annual Meeting. At the meeting of the Board immediately prior to the annual meeting, the Treasurer shall submit a budget of the Society's estimated expenses and income for the ensuing year. An annual review of the Treasurer's account shall be made for each calendar year. This review may be performed by an Audit Committee established by the Board or an independent Certified Public Accountant, at the discretion of the Board. The Treasurer shall deposit all monies of the Society in financial institutions within the city of Charleston as approved by the Board. Disbursements outside the approved budget and in excess of \$2,000 shall be made only upon authorization of the Executive Committee. All checks shall be signed by one of the following: President, a Vice-President, Secretary, Treasurer, or Executive Director.

- **SECRETARY** The Secretary shall manage a record of the minutes of all meetings of the Society, and of the meetings of the Board and of the Executive Committee. Responsibilities include the appropriate notice of all Society and Board meetings, correspondence relative to the interests of the Society, and maintaining a master file of all correspondence of the Society.

- **CHAPLAIN** The Chaplain shall open and close the meetings with prayer; additional duties shall be at the discretion of the President.

Section 2. BOARD OF DIRECTORS The elected officers shall constitute the Board of Directors (hereinafter referred to as the Board), which shall manage the affairs of the Society and shall exercise all powers, privileges and franchises of the Society; in all matters their authority shall be paramount, subject only to the limitations or restrictions of the Charter and the Constitution and By-Laws of the Society. One-half or more of the members of the Board shall constitute a quorum of the Board. The affirmative vote of a majority of the members of the Board present, assuming a

quorum, shall be the act of the Board. The Board may appoint a successor for the unexpired term of any Board Member. The Board shall meet four (4) times a year on dates determined by the Board. Special meetings of the Board shall be held at any time and place upon the call of the President or upon the call of any three (3) members of the Board. All former presidents of the Society shall be advisory members of the Board, with all privileges of membership except the right to vote.

DIRECTOR The Board shall appoint a Director and fix the terms of employment, including the salary. The Director shall carry out the purposes of the Society as stated in Section 3 and shall perform such other duties as specified by the Board. The Director shall be an ex officio non-voting member of all committees, but shall not be an ex officio member of the Board.

Section 3. **DOCUMENTS** The President, or one of the Vice-Presidents, in conjunction with any two officers, shall have power and authority to execute and deliver on behalf of the Society any instruments or documents when such are necessary or proper to carry into effect any action directed or authorized by either the Board or the membership of the Society.

Section 4. **EXECUTIVE COMMITTEE** The Executive Committee of the Society shall consist of the President, First Vice-President, Secretary, Treasurer, and up to three members of the Board of Directors named at the discretion of the President. The Executive Committee shall, as necessary, conduct the day-to-day business of the Society. Actions approved by a majority of the Executive Committee shall be brought to the Board of Directors for consideration and ratification at its next regular meeting.

Section 5. **NOMINATING COMMITTEE** The President, with the advice and the consent of the Executive Committee, shall appoint a Nominating Committee composed of five members, at least two of whom shall be past Presidents of the Society; the Chairman is to be selected by the President. The duty of the Nominating Committee is to present a slate of candidates to serve as officers and members of the board of Directors.

Section 6. It shall be duty of the Board to examine and pass upon the credentials of candidates; to invest and manage the funds of the Society; to engage suitable persons to deliver the addresses and prepare the papers contemplated in this constitution; and to make all other arrangements necessary for the meetings of the Society; and to transact all business of the Society not otherwise provided for in the constitution.

Section 7. The officers of the Society shall be elected annually at the anniversary meeting. If a vacancy should occur during the year, the Executive Committee shall have the power to appoint a member of the Society to fill such vacancy for the unexpired term, except in the case of a vacancy of the office of President, which shall be filled by the 1st Vice President.

Article V
Meeting

The Society shall hold two regular meetings of the full membership each year and, in accordance with the purpose of the Society, the said meetings shall take place on the following historical dates when practicable:

- The Anniversary Meeting shall be held on April 13th, the day of the Promulgation of the Edict of Nantes, granting Freedom of Worship to the Huguenots of France.
- The Autumn Meeting of the Society shall be held on the 22nd of October, the date of the Revocation of the Edict of Nantes.

In case any of these dates should fall upon a day inconvenient for the proper celebration thereof, the Board shall appoint for the meeting the next most convenient day. The Society may hold additional meetings of the full membership provided proper notice is afforded under the By-Laws.

Article VI
Amendments

The Constitution may be amended by at least a two-thirds (2/3) vote at any general meeting of the Society, provided that the proposed amendment shall have been presented to the membership by written notice not less than ten (10) days prior to the meeting.

Article VII
Disposition of Assets Upon Dissolution

In the event of the dissolution of the Society, any residual assets shall be turned over to another organization which is itself exempt from Federal income taxes as an organization described in Section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusively public purposes.

By-Laws

Section 1. Notices of meetings of the full membership as set forth in Article V of the Constitution shall be given at least one week in advance.

Section 2. Meetings of the full membership as set forth in Article V of the Constitution shall always require fifteen members to constitute a quorum for the transaction of business, and three (3) shall constitute a quorum of the Executive committee.

Section 3. At all meetings of the Society the order of business shall be as determined by the Executive Committee.

Section 4. All resolutions must be presented in writing to the Board.

Section 5. All meetings shall be conducted pursuant to *Robert's Rules of Order*.

Section 6: If any member neglects or refuses to pay his or her annual fee for two consecutive years, the Treasurer shall report his or her name to the Executive Committee, who may remove his or her name from the roll of membership.