

Bylaws of South Carolina Claims Association

Article I

Name and Officers

Section 1. *Name*: The name of the organization shall be the South Carolina Claims Association.

Section 2. *Principal Office*: The principal offices shall be designated annually. Section 3. *Registered Office*: The registered office of the Association may be, but need not be, identical with the principal office.

Section 4. *Other Offices*: The Association may have offices at such other places, either within or without the State of South Carolina, as the Board of Directors may from time to time determine, or as the affairs of the Association may require.

Article II

The purpose of the Association shall be:

1. To insure understanding and promote professionalism among claim persons.
2. To promote a feeling of good will, friendship, cooperation, and understanding between the members.
3. To provide an organization to facilitate an interchange of ideas and information on subjects of common interest.
4. To provide programs to keep the membership in touch with new developments of general interest.
5. To assist each member in becoming fully qualified to provide claim services.
6. To provide uniform treatment of common problems affecting all members.
7. To maintain a Code of Ethics for the conduct of our profession.

Article III

Section 1. *Regular Members*: Regular Membership in this organization shall be limited to individuals duly licensed as an insurance adjuster or appraiser by the South Carolina Insurance Department in good standing, or who are either:

- (a) Engaged as a full time staff adjuster or appraiser by an insurance Company, or
- (b) Who derive not less than 75% of their income from adjusting claims or preparing appraisals by and on behalf of Insurance Companies or Self-Insurers and who devote not less than 75% of the employment time to adjusting claims or preparing appraisals.

Section 2. *Associate Members*: The Board of Directors may admit as Associate members to membership those members of a recognized local claims and adjusters association not eligible under Section 1 above. Associate members shall be entitled to all the rights and privileges of the association with the exception of voting and holding an elective office.

Section 3. *Honorary Members*: The Board of Directors may from time to time confer honorary memberships to any individual whose service or connection with the Association is considered to merit an honorary membership. An honorary member-ship shall not entitle such member to any of the rights and privileges of the Association or the right to vote or hold an elective office.

Article IV

Meetings of Members

Section 1. *Place of Meetings:* All meetings shall be held at a date, time, and place as designated by the Board of Directors.

Section 2. *Meetings:* The meetings of the members shall be scheduled during the year, at a date, time, and place as designated by the Board of Directors.

Section 3. *Special Meetings:* Special meetings of the members may be called at any time by the President or by at least three (3) members of the Board of Directors.

(a) Written notice of these meetings and of the date, time and place thereof shall be mailed as directed by the President or Board of Directors to the membership at least 30 days in advance of such meeting.

(b) A meeting of an urgent nature may be called by the President or Board of Directors as warranted.

Section 5. *Quorum:* There shall be no requirement for a specific number of members to be present at a members meeting and those present at a duly called members meeting shall constitute a quorum for the transaction of business.

Section 6. *Voting:* Each regular member shall be entitled to one vote on each matter submitted to a vote at a meeting of the members.

Article V

Board of Directors

Section 1. *General Powers:* The affairs of the Association shall be managed by the Board of Directors.

Section 2. *Number, Term, and Qualifications:* The Board of Directors shall consist of nine (9) members; to include the President, Vice President, Secretary, Treasurer, Immediate Past President and a Representative from each local association. The President, Vice President, Secretary, Treasurer and Immediate Past President shall serve for one year. The Representative of each local association shall serve two years. All members are subject to re-election.

Section 3. *Vacancies:* A vacancy occurring during the year in the Board of Directors shall be filled by a majority of the remaining Directors.

Section 4. *Chairman:* The President shall be the Chairman of the Board of Directors, and shall preside at all meetings of the Board of Directors and perform such other duties as may be directed by the Board.

Article VI

Officers

Section 1. *Number:* The Officers of the Association shall consist of a President, Vice President, a Secretary, a Treasurer, and Immediate Past President, and Directors.

Section 2. *President:* The President shall be the principal executive officer of the

Association and, subject to the control of the Board of Directors, shall supervise and control the management of the Association in accordance with these Bylaws. He shall, when present, preside at all meetings of the Association. He shall sign, with any other appropriate officer, such instruments which may be lawfully executed on behalf of the Association, except where required or permitted by law to be otherwise signed and executed and except where the signing or execution thereof shall be delegated by the Board of Directors to some other officers or agent; and, in general, he shall perform all duties incident to the office of the President and to such other duties as may be prescribed by the Board of Directors from time to time.

Section 3. *Vice President*: The Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of that office. In addition, he shall perform such other duties and have such other powers as the Board of Directors shall prescribe.

Section 4. *Secretary*: The Secretary shall keep accurate records of the acts and proceedings of all meetings of members and Directors. He shall give all notices required by law and by these bylaws. He shall have general charge of the Association's books and records. He shall have general charge of the membership book which shall be kept at the registered or principal office of the Association. The membership book shall show the name and address of each member. He shall sign such instruments as may require his signature, and, in general, shall perform all duties incident to the office of Secretary and such other duties as may be described from time to time by the President or by the Board of Directors.

Section 5. *Treasurer*: The Treasurer shall have custody of all funds and securities belonging to the Association and shall receive, deposit or disburse the same under the direction of the Board of Directors. The Treasurer shall keep full and accurate accounts of the finances of the Association in books especially provided for that purpose; and shall cause a true statement of its assets and liabilities as of the close of each fiscal year and of the results of its operations for such fiscal year, and all reasonable detail to be made and filed shall be kept available for inspection by any member for a period of not less than four (4) years. The Treasurer shall, in general, perform all duties incident to the office and such other duties as may be assigned from time to time by the President or by the Board of Directors.

Section 6. *Immediate Past President*: Past President shall, in general, perform all duties incident to the office and such other duties as may be assigned from time to time by the President or by the Board of Directors.

Section 7. *Directors*: The purpose of the Directors are to assist, advise, and serve as a liaison from the local associations to the Board of Directors. The Directors shall, in general, perform all duties incident to the office and such other duties as may be assigned from time to time by the President or by the Board of Directors.

Section 8. *Bonds*: The Board of Directors may by resolution require any or all officers, agents, and employees of the associations to give bond to the association, with the sufficient sureties, conditioned on the faithful performance of the duties of their respective offices or positions, and to comply with such other conditions as may

from time to time be required by the Board of Directors.

Section 9. Any regular member of the Association as stipulated in Article III, Section I of these Bylaws shall be eligible to hold office in this Association.

Article VII

Elections

Section 1. *Nominating Committee:*

(a) Nominating committee shall consist of the immediate Past President of this Association who shall serve as Chairman and a member of each local association to be appointed by the President of the Association.

(b) Nominating committee shall be appointed and announced at the Spring meeting.

(c) Nominating committee shall present its recommended slate of officers at the Fall meeting.

Section 2. *Other Nominations:* Other nominations may be made from the floor by any regular member during the business session of the Fall meeting.

Section 3. *Voting:* Nominees shall be voted on by any regular member in attendance during the business session of the Fall meeting.

Section 4. *Term:* The term of each elected officer shall be effective January 1.

Article VIII

Contracts, Liens, and Deposits

Section 1. *Contracts:* The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument on behalf of the association, and such authority may be general or confined to specific instances.

Section 2. *Loans:* No loans shall be contracted on behalf of the Association and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. *Checks and Drafts:* All checks, drafts, or other orders for the payment of money issued in the name of the Association shall be signed by such officer or officers, agent or agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. *Deposits:* All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such depositories as the Board of Directors shall direct.

Article IX

General Provisions

Section 1. *Seal:* The seal of the South Carolina Claims Association shall be designed by the Board of Directors at their discretion.

Section 2. *Fiscal Year*: Unless otherwise ordered by the Board of Directors, the fiscal year of the Association shall be January 1 to December 31.

Section 3. *Amendments*: Except as otherwise provided herein, these bylaws may be amended or repealed and new bylaws may be adopted by the affirmative vote of a majority of the Board of Directors then holding office at the regular or special meeting of the Board of Directors.

Any amendments by the Board of Directors shall be published at the next full membership meeting.

The members may adopt or amend bylaws and no bylaw adopted or amended by the members shall be altered or repealed by the Board of Directors.

Any amendment to these bylaws shall be published with their effective date.

Article X

Revenue

Section 1. This is a non-profit organization.

Section 2. The Board of Directors shall be empowered to take such action as necessary to cover operating expenses.

Section 3. Financial statement will be presented to the membership at the Spring and Fall meetings.

Article XI

Section 1. The South Carolina Claims Association (SCCA) is composed of a number of recognized associations within the state boundary of South Carolina.

Section 2. As of 1/1/88, the local Associations recognized by the SCCA were:

1. Piedmont
2. Columbia
3. Charleston
4. Pee Dee
5. Coastal

Section 3. For additional associations to be recognized as a member of the SCCA certain requirements must be met as established by the SCCA.

Section 4. The association seeking admittance must make written request to the SCCA to include the boundary, name, membership, dues, address, time, and place of meetings.

Section 5. The association requesting admission must agree to conformity and support of the By-Laws of the SCCA.

Section 6. Acceptance of a local association into the SCCA must be confirmed by a majority vote of attendance at the spring or fall meeting of the SCCA.