

**CONSTITUTION & BYLAWS**  
**SOUTH CAROLINA FUNERAL DIRECTORS ASSOCIATION, INC.**

**ARTICLE I**  
**Name and Purposes**

- 1.01 This organization shall be known as the South Carolina Funeral Directors Association, Inc.
- 1.02 The purposes of this Association are to elevate and bring to a higher state of perfection the funeral service profession, to disseminate correct principles of business and management and the best methods of protecting the interest of funeral directors and embalmers in professional practices, as well as those of the public; to enlighten and direct public and legislative opinion in relation to the advantage of enacting and enforcing proper, just, and uniform laws on funeral directing and embalming in the State of South Carolina; have cognizance of safeguarding the common interests of its members, and to foster and maintain among them high professional ideals of public service, and to secure harmony in business and cultivate a more friendly spirit socially.

**ARTICLE II**  
**Membership**

- 2.01 There is hereby created the following membership classifications: Firm, Active, Associate, Affiliate, Retired, and Honorary.
- 2.02 Definitions of Membership Classifications.
- A. **FIRM.** Any licensed funeral home that is actively, openly, and lawfully engaged in the practice of funeral directing is eligible to be a firm member of the Association.
  - B. **ACTIVE.** One person only from each firm member funeral home shall be designated as the active (voting) member with dues to be paid annually through the SCFDA.
  - C. **ASSOCIATE.** Any person who is actively, openly, and lawfully associated with an active member in the practice of funeral directing or embalming, either as an apprentice or licensed employee, is eligible for associate (non-voting) membership in SCFDA. Associate members may not hold office or vote, except when casting a vote for the active member in his/her absence. Associate members may serve on Association committees and as officers of their respective SCFDA groups.  
Whenever a firm member shall terminate membership, either by suspension, expulsion, or voluntary termination, the membership of the active and associate members representing that firm shall expire automatically.
  - D. **AFFILIATE:** Any firm that is actively, openly, and lawfully engaged in supplying a service or product to the funeral industry is eligible for affiliate membership in South Carolina Funeral Directors Association and may designate as many representatives as it wishes according to the dues structure established by the SCFDA Executive Committee. Affiliate members must also be members of the South Carolina Funeral Supply Sales Association.
  - E. **RETIRED.** An active or associate member, age 65 or older, with a minimum of 25 years service as a funeral director; or representative of a funeral service supplier meeting the same criteria; or a person in the aforesaid categories with a minimum of 15 years service who is disabled due to accident or ill health during the time he or she is actively engaged in funeral service or funeral service supply, is eligible for retired membership. In all cases the individual must not be currently practicing his or her profession. Retired members are not entitled to vote or hold office.
  - F. **HONORARY.** A person who has rendered distinguished service to the Association, to the general good of funeral directors and embalmers throughout the state, may be eligible for honorary membership upon recommendation of the Executive Committee to the members at the annual meeting, and must receive at least two-thirds affirmative votes of the active members present. Honorary members may not vote or hold office.
- 2.03 Application and Acceptance of Members
- FIRM.** Application shall be in writing on forms provided by the Association, signed by the applicant, and accompanied by one year's dues. Membership shall be granted or denied by a two-thirds majority vote of the Executive Committee of the Association present at the meeting at which it is considered.
- ACTIVE/ASSOCIATE.** Designations of active and associate members shall be included on the form submitted by firms for firm membership.
- AFFILIATE.** Application and acceptance shall be the same as for firm membership with the additional requirement that proof of membership in the South Carolina Funeral Supply Sales Association may be required.
- RETIRED.** Application and acceptance shall be the same as for active members with the additional requirement of proof of length of service and date of retirement.
- HONORARY.** Recommendations shall be made in writing to the Executive Committee of the Association by any active, affiliate, associate, or retired member. The recommendation should specify some of the reasons for requesting honorary membership and some of the background of the individual, which would justify honorary membership. Upon unanimous approval of the Executive Committee, the nomination shall be presented to the delegates present at the next annual meeting for ballot.

2.04 MEMBERSHIP RIGHTS AND PRIVILEGES

ACTIVE. Active members, so designated and defined under Article 2.02 (B), may vote on all matters brought before the Association, whether ballot is secret or open. Active voting members are eligible for election to office within the Association; and are eligible to serve on standing or special committees subject to Article V. No active member shall be allowed to vote by proxy.

ASSOCIATE. Associate members may not hold office or vote, but may serve on committees and in advisory capacities to the Executive Committee and the Association.

AFFILIATE. Affiliate members may not hold office or vote, but may serve on committees and in advisory capacities to the Executive Committee and the Association.

RETIRED. Same as associate.

HONORARY. Same as associate.

2.05 MEMBERSHIP DUES

The annual dues for all classes of membership shall be set by a two-thirds majority vote of the Executive Committee and shall be published, when changed, in the bulletin or newsletter of the Association. Dues shall be payable on the first day of January each year, and shall be remitted directly to the office of the Executive Director of the Association. Members not paying dues by February 1 shall be suspended from the rolls.

**ARTICLE III  
Termination and Suspension of Members**

3.01 The following shall constitute causes for automatic involuntary suspension of membership:

- A. Non-payment of dues as specified in Article II, Section 2.05
- B. A member who is no longer actively involved in the profession as specified under one of the membership classifications in Article II, Section 2.02, Paragraphs A, B, C, & D.

3.02 Any of the following shall be deemed causes for involuntary termination of membership following due process:

- A. Adjudicated as guilty of a crime involving moral turpitude.
- B. Falsification of dues report.
- C. Adjudicated as guilty of a felony.
- D. Adjudicated as guilty by any governmental agency for misconduct which results in the suspension or revocation of the license to practice funeral service in this state or any other state.

3.03 Due process review shall be considered to have been accomplished through the occurrence of the following actions:

- A. Notification, in writing, to the individual of the specific charge or reason for termination.
- B. Opportunity for a hearing by the Executive Committee, at which time the member may be present and give explanation and/or mitigating circumstances. Notice of such hearing shall be in writing to the member not less than 15 days prior to the hearing.

3.04 Termination shall be by a two-thirds majority vote of the Executive Committee members present at the time of hearing.

**ARTICLE IV  
Meetings**

4.01 Meetings shall be held at such time and place as may be determined by the Executive Committee. A written notice of the annual meeting shall be mailed by the Executive Director to all active voting members no less than 15 days prior to the date of the meeting. The Executive Director and the Legal Counsel for the Association shall be invited to all meetings of the Association. Unless in Executive Session, the Executive Director and the Legal Counsel shall be present at all meetings of the Executive Committee unless otherwise excused.

4.02 The President shall have the power to call special meetings at such time and place as deemed advisable; provided, however, that a written notice of such meetings be mailed by the Executive Director to all active members not less than three days prior to the special meeting.

4.03 The President shall be empowered to call meetings of the Executive Committee at such time and place as he deems advisable; provided, however, that written notice of any meeting be mailed by the Executive Director to all members of the Executive Committee not less than five days prior to the date of the meeting.

4.04 Twenty-five active voting members, as defined in Article 2.02 (B), and who are in attendance at any regular or special meeting shall constitute a quorum for the transaction of business.

- 4.05 A majority of the Executive Committee must be present at any regular or special meeting to constitute a quorum for the transaction of business of the Executive Committee.
- 4.06 Members of the Executive Committee who miss two consecutive meetings shall be sent a letter by the President calling attention to their absence. Members of the Executive Committee who miss three consecutive meetings may be replaced by the Executive Committee.

## **ARTICLE V**

### **Executive Committee**

- 5.01 The activities of this Association shall be governed by the Executive Committee, which shall consist of the President, Vice President, Secretary, Treasurer, Immediate Past President, the SCFDA representative on the National Funeral Directors Association Policy Board and the Chairman and Secretary-Treasurer of each of the three state groups, namely the Central-Coastal Group, Pee Dee Group, and the Piedmont Group. The Officers of the Association as well as the Immediate Past President and the NFDA Policy Board Member shall each shall have one vote and the Chairman and Secretary-Treasurer of each of the three (3) state groups shall each share one vote to be cast by the Chairman when both are present. Qualifications for group Chairman and Secretary-Treasurer are: (a) must be a licensed funeral director; (b) his/her firm must be a member of the South Carolina Funeral Directors Association.
- 5.02 During the interim between the annual convention meetings, the administration of the Association shall repose in the Executive Committee. The Executive Committee shall cause the bylaws to be faithfully executed and administered, shall have and exercise all executive authority whatsoever, through itself or a properly delegated committee or person, over the activities of the Association and the members thereof, and in like manner have full management and control of matters relating to disputes, discipline, rules, district boundaries, property, interpretation of laws, and all other activities of the Association, except when otherwise provided for in these bylaws.
- 5.03 The Executive Committee is hereby empowered to employ, engage, or discharge any person or persons, including the Executive Director, for the purpose of carrying out the activities of the Association, or any action approved by a majority of the active members present at an annual or special meeting, a quorum being present, so long as those activities are consistent with the charter and bylaws of the Association. Legal Counsel for the Association shall be invited to all meetings of the Executive Committee of the Association for the purpose of advising the Executive Committee as to any legal issues which may arise from time to time relating to acts of governance by the said Executive Committee on behalf of the Association.
- 5.04 The terms of office for the officers of the Association (Executive Committee) shall be from the time of the final gavel of the annual meeting to the final gavel of the next ensuing annual meeting.
- 5.05 Due to the fact that convention sites should be booked 2-3 years in advance, it shall be authorized for the President of the Association to select and engage the site of his or her convention. Election to the offices of Vice President, Treasurer, and Secretary shall constitute election as President-Elect for the ensuing years (at the convention ensuing after election to office, each officer shall be elevated to the next highest position – Vice President to President; Treasurer to Vice President; and Secretary to Treasurer). Nominations for others shall be submitted in writing to the Nominating Committee no later than 30 days prior to the annual meeting and shall be signed by five active members. The Nominating Committee shall be comprised of the three (3) most recent Past Presidents who continue to be eligible under Article 3.01 of which the most recent eligible Immediate Past President shall serve as the Chair. The Nominating Committee, by a majority vote, shall annually submit to the Executive Committee for approval the nomination for the Office of Secretary. All other nominations including, but not limited to, the Office of Secretary, nominees for the State Board of Funeral Service as well as the Group Chairmen and Group Secretary-Treasurers shall be approved by a majority vote of the Nominating Committee for submission to the Executive Committee. Upon receipt of the submissions of the nominees from the Nominating Committee at a duly noticed meeting, the Executive Committee shall then have the final vote by a 2/3 majority vote as to any nominees submitted for vote before the active voting members of the Association for any office including, but not limited to, the Office of Secretary, the State Board of Funeral Service and the Group Chairmen and Group Secretary-Treasurers.
- 5.06 The South Carolina Funeral Directors Association's representative on the National Funeral Directors Association Policy Board shall be elected at the annual meeting of the SCFDA by a majority of the active members present and voting, and shall serve a three-year term to begin with the annual meeting of the NFDA and end at the next ensuing NFDA annual meeting. The SCFDA representative shall serve no more than two consecutive terms on the NFDA Policy Board. The representative shall have served in at least two offices of SCFDA, including the presidency, and shall be an active member in good standing of the South Carolina Funeral Directors Association. The NFDA Policy Board Member shall serve as an ex-officio voting member of the Executive Committee and he or she need not be a designated voting member of their firm as defined in Article 2.02 (B).

## **ARTICLE VI**

### **Officers and Their Duties**

- 6.01 The President shall be the Chief Executive Officer of the Association and shall preside at meetings of the Executive Committee and meetings of the general membership.
- 6.02 The Vice President shall have such powers and perform such duties as may be assigned by the Executive Committee or by the President. In the absence or disability of the President, the Vice President shall perform the duties and exercise the powers of the President.
- 6.03 The Secretary shall keep the minutes of all meetings of the Executive Committee and the Association, and shall give such notice of meetings of the Executive Committee and membership as may be required by the bylaws, and shall perform such other duties as shall be assigned from time to time by the Executive Committee or the President.
- 6.04 The Treasurer shall be responsible for the finance of the Association; shall have the books of the Association audited annually by an independent certified public accountant; shall make a financial report to the members of the Association at its annual meeting; and shall make interim financial reports to the Executive Committee.
- 6.05 The Executive Director may be an employee of the Association and shall be accountable to the Executive Committee through the President. The Executive Director shall be the chief administrative officer of the Association. The Executive Director's compensation shall be in such amount as may be set from time to time by the Executive Committee. The Executive Director may assist all of the Officers in the performance of their duties. The Legal Counsel of the Association shall be an attorney duly licensed in South Carolina with a professional rating of "AV" by Martindale Hubbell, but which attorney ratings requirement may be waived by a 2/3 vote of the Executive Committee to a Martindale rating of not less than "BV". The Legal Counsel shall serve as the Registered Lobbyist of the Association but this dual duty requirement of the same individual serving as the Counsel and Lobbyist for the Association may be waived by a 2/3 vote of the Executive Committee due to the recognized difficulty of locating a single individual to hold both the legal and lobbying positions.
- 6.06 The Executive Committee shall have the power to appoint a successor to any office for the unexpired term if an officer becomes incapacitated or ineligible to continue to serve the balance of the term.

#### **ARTICLE VII**

##### **Quorum**

- 7.01 Twenty-five active voting members, as defined in Article 2.02 (B), who are in attendance at any regular or special meeting shall constitute a quorum for the transaction of business.
- 7.02 As defined in Article 4.05, a voting majority of the Executive Committee present at any regular or special meeting shall constitute a quorum for the transaction of business by the Executive Committee.

#### **ARTICLE VIII**

##### **Contracts, Checks, Deposits and Funds**

- 8.01 Unless the Executive Committee authorizes execution in some other manner, all checks, drafts, or other instruments for the payment of money, and all other instruments of transfer of securities, shall be signed by the President, Treasurer and/or Executive Director. The instrument of payment over the amount of two thousand five hundred dollars (\$2500.00) must bear the signatures of at least two of those authorized to sign. All instruments of transfer of property, real and personal, other than securities, and all contracts and agreements shall be signed by the President and the Secretary. The Executive Committee may empower one or more officers or agents of the Association to execute and deliver any and all paper and documents or to do other acts or things on behalf of the Association, including any required or convenient, in dealing with governmental authorities.
- 8.02 All funds and negotiable instruments of the Association, including but not limited to those funds on hand in the names of the Piedmont Group, the Central Costal Group and the Pee Dee Group shall be deposited under the Association's federal tax identification number and to the credit of the Association in such banks, trust companies, or other depositories as the Executive Committee may from time to time designate.
- 8.03 The Executive Committee may accept, on behalf of the Association, any contribution, gift, bequest, or device for the general purposes or for any special purpose of the Association. The decision of whether to accept or reject such contributions of gifts shall be determined by a simple majority vote of the Executive Committee, provided a quorum is present.

#### **ARTICLE IX**

##### **Fiscal Year**

- 9.01 The fiscal year of the Association shall begin on the first day of January and end on the last day of December each year.

**ARTICLE X**  
**Amendments**

- 10.1 These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of the members present at any regular or special meeting, provided that a written notice shall be mailed by the Executive Director to all active members of the Association ten days prior to the date of the meeting, and the notice shall contain the proposed amendments to these bylaws. Proposed amendments must be submitted to the Executive Committee not later than 30 days prior to the meeting at which they are to be considered.

As amended June 9, 2015, by the General Session.