

**CONSTITUTION  
OF  
HARLESTON VILLAGE ASSOCIATION**

Revised May 1998

**ARTICLE I: NAME**

The name of this eleemosynary corporation shall be The Harleston Village Association, hereinafter referred to as the Association. The fiscal year shall begin June 1 and end by May 31.

**ARTICLE II: HEADQUARTERS AND DURATION**

The headquarters of the Association shall be in the City of Charleston, South Carolina, and the Association shall continue in existence perpetually. The address of the Association shall be Post Office Box 584, Charleston, South Carolina, 29402.

**ARTICLE III: PURPOSES**

The purpose of the Association shall be:

1. to promote and maintain the residential character of the geographical areas known as Harleston Village and the surrounding areas;
2. to give residents of Harleston Village a concerted voice in matters of preservation, aesthetics, zoning, orderly neighborhood growth, traffic and parking, safety, and such other problems as may threaten the "Old and Historic" designation and character of this area;
3. to work for, and in every way possible promote the well-being of the City of Charleston through coordination with similar organizations.

**ARTICLE IV: MEMBERSHIP**

1. Membership shall consist of those who are residents of or property owners in Harleston Village, the area bounded on the north by Calhoun Street, on the east by St. Philip to Beaufain then to the west side of King Street, on the south side by Broad Street, and on the west side by the Ashley River.
2. All of the above whose dues have been paid are voting members of the Association.
3. Persons who are not residents of or property owners in, but who have an interest in the above area may be long through associate membership.

## **ARTICLE V: MEETINGS**

Meeting of the Association shall be held in the city of Charleston, South Carolina, at least quarterly . The Annual Meeting shall be the May meeting. Written notices will be sent to the membership before each meeting.

**SPECIAL MEETINGS** - Special meetings of the members may be called by the Board of Directors by giving notice in writing to each member at least ten (10) days before such meeting. A special meeting shall be called when requested by a minimum of 20 members in good standing, by letter to the secretary, at least fourteen (14) days prior to said meeting, stating the purpose of the meeting.

**QUORUM** - At all meetings twenty (20) members shall constitute a quorum.

**VOTING** - Each member whose dues are current has voting privileges. Associate members are not entitled to vote. Votes may be added by proxy.

## **ARTICLE VI: OFFICERS**

The officers of the Association shall be a President, First Vice President, Second Vice President, Third Vice President, Secretary, and Treasurer. While all officers are elected for two-year terms, the President and Vice Presidents may serve two such terms consecutively in their respective offices. The Secretary and Treasurer may serve an unlimited number of terms.

## **ARTICLE VII: AMENDMENTS**

This constitution may be amended by a two-thirds (2/3) vote of a quorum of members in good standing at any meeting, provided such amendment shall be plainly stated in writing and sent to all members at least ten (10) days prior to the meeting.

## **ARTICLE VIII: RESIDUAL ASSETS**

In the event of dissolution of the Association, the residual assets will be turned over to one or more organizations which themselves are exempt from Federal Income Tax as organizations described in section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any prior or future Internal Revenue Code or to the Federal, State, or local government for exclusively public purposes.

**BYLAWS  
OF  
HARLESTON VILLAGE ASSOCIATION**

**ARTICLE I: RULES OF ORDER**

Roberts Rules of Order, latest addition, shall be recognized as the authority governing Association, Board of Directors, and all committee meetings.

**ARTICLE II: DUTIES OF OFFICERS**

**PRESIDENT** - The President shall preside at all meetings of the members and shall perform all duties usually performed by Presidents of like corporations and such duties as may from time to time be directed by the Board. The outgoing President shall be a member of the Board of Directors for a period of one (1) year.

**FIRST VICE-PRESIDENT** - The First Vice-President shall, in the absence or disability of the President, perform all duties of the President.

**SECOND AND THIRD VICE-PRESIDENTS** - The Second and Third Vice-Presidents, respectively, shall in the absence or disability of the President or First Vice-President, fulfill the responsibilities of those officers.

**SECRETARY** - The Secretary shall keep the minutes of all meetings; shall be the custodian of the Seal and of all records of the Association; shall sign and affix the corporate seal as required for instruments executed on behalf of the Association; and shall perform such other duties as may from time to time be directed by the Board. In the absence of the President and Vice-Presidents, the Secretary shall preside at meetings.

**TREASURER** - The Treasurer shall collect, hold and disburse all funds of the Association; shall keep an accurate record of such receipts and disbursements; shall present financial statements at the annual meetings; and shall perform such other duties as may from time to time be directed by the Board. All disbursements shall be made by check. No disbursements shall be made in excess of fifty dollars (\$50.00) without the consent of the Board. The outgoing Board of Directors shall annually review the financial records of the Treasurer's office. In the absence of the President, the Vice-Presidents, and the Secretary, the Treasurer shall preside at all meetings.

**ARTICLE III: STANDING COMMITTEES**

**PROGRAMS** - This Committee shall be responsible for planning membership meetings, securing the meeting hall, arranging for refreshments, and alerting the publicity chairman. The First Vice-President shall serve as chairman of this committee.

**ZONING** - This Committee shall keep the Board informed of proposed changes in zoning laws and of any legislation affecting the interests of the Association. To these ends, members of this Committee shall attend meetings of the City Planning and Zoning Commission and the Zoning Board of Adjustment and make recommendations to the Board as necessary.

**MEMBERSHIP** - This Committee shall maintain a list of the membership, endeavor to increase the

membership, encourage participation by all members in the affairs and activities of the Association.

**CRIME PREVENTION AND POLICE PROTECTION** - This Committee shall study crime prevention and police protection as they pertain to the neighborhood and shall make recommendations to the Board of the appropriate measures to insure these ends.

**ENVIRONMENTAL** - This Committee shall monitor and alert the Board to matters which may be

**TRAFFIC AND SAFETY** - This Committee shall monitor the condition of streets, the impact of traffic, parking congestion, and pedestrian safety within the neighborhood and shall make recommendations to the Board if necessary.

**PUBLICITY** - This Committee shall inform the news media, at the appropriate times, of the activities, views, desires of the organization and shall publish the newsletter and be responsible for communication with the membership.

**COLLEGE OF CHARLESTON LIAISON** - This Committee shall monitor the impact of the College of Charleston on the neighborhood, including housing, parking, and noise concerns, and shall attend meetings of the Town and Gown Committee, and shall make recommendations to the Board as necessary.

The President shall determine the size of all standing Committees and shall appoint, upon recommendation of the Committee chairman, the membership thereof, said appointments to be made with the consent of the appointees.

The President shall appoint such other Committees of such size and for such purpose as authorized by the Board of Directors.

**NOMINATING COMMITTEE** - The President, in consultation with the Board of Directors, shall propose at the March meeting, for the approval of the membership, a Nominating Committee of no less than three (3) or more than five (5) individuals, at least one (1) of whom shall be a past President of the Association. This will not be a standing committee and will cease to exist after it has presented a slate of candidates for election at the Annual Meeting.

#### **ARTICLE IV: DIRECTORS**

**GENERAL POWERS** - The general supervision and the control of the Association shall be under the Board of Directors.

**NUMBER, TERMS, AND QUALIFICATIONS** - The Board of Directors shall consist of the officers and standing committee chairmen. The Officers shall be elected at the Annual or Special Meeting. The President shall appoint the committee chairmen at the first Board meeting following the Annual Meeting. If a vacancy occurs, the remaining members of the Board shall fill the unexpired term by majority vote.

The Board of Directors is empowered to represent the Association to all other groups or political entities through its appointed representative or representatives. Any resolution presented by the Board to outside groups or political entities shall be by at least a majority vote of the entire Board and shall be reported to the membership in the next newsletter or membership meeting, whichever comes first.

The Board of Directors may not authorize a single expenditure of more than five hundred dollars (\$500) without approval of the membership.

**ARTICLE V: SEAL**

The seal of the Association shall be circular in form with the words "Harleston Village Association" around the circumference and the word "Seal" in the center.

**ARTICLE VI: AMENDMENTS**

These by-laws may be amended or repealed by a majority vote of the members present at any annual meeting or at any special meeting called for such purpose, provided that a copy of the proposed amendment shall have been mailed to each member at least then (10) days prior to the meeting.

**ARTICLE VII: DUES**

The dues shall be set by the Board of Directors and shall be payable on or before June 1. Persons joining after that date shall pay the full annual dues for the current fiscal year.