

# **SOUTH CAROLINA HOSA, INC**

## **BYLAWS**

### **ARTICLE I**

#### **NAME**

The name of this organization shall be **SOUTH CAROLINA HOSA, INCORPORATED**. The acronym **SC HOSA, Inc.** is used to designate the corporation.

### **ARTICLE II**

#### **OBJECT**

The object of SC HOSA, Inc. shall be to sponsor the student organization HOSA and to promote and strengthen the HSTE – HOSA Partnership.

### **ARTICLE III**

#### **STATE DIRECTIVE**

The South Carolina Department of Education will serve as the sponsoring agency for the student organization, SC HOSA, with the health science education associate serving as a member of the South Carolina HOSA, Inc. Board of Directors. The board will serve as the fiscal management body and will manage all HOSA finances and maintain an accounting system of debits and credits. They will furnish an annual audit by a certified public accountant, approved by the SC HOSA, Inc. Board of Directors. In the absence of a state directive or conflicting circumstances, the Board of Directors may designate a person as SC HOSA State Advisor.

## ARTICLE IV

### OFFICERS

- Section 1.** The officers of the corporation shall be a chairman of the board, a chair-elect, immediate past chairman, a secretary, and a treasurer (chief financial officer). These officers shall hold office for two years or until their successors are appointed or elected by the board of directors. The office of secretary and treasurer may be re-elected or appointed for as long as the board of directors approves. Any officer may be removed at any time by a majority vote of the board. Removal from office shall not prejudice any contract rights of the person removed. A vacancy occurring in any office of the corporation may be filled by the board of directors until the next board meeting.
- Section 2.** The duties of the various officers shall be specified in these bylaws and Roberts Rules of Order, as well as those duties assigned by the board of directors and/or set forth in policies or procedures.
- Section 3.** Unless otherwise provided by the board, the chairman of the board shall appoint, and shall be an ex-officio member of all committees except the nominating committee.
- Section 4.** The salaries, if any, of the officers of the corporation shall be set by the board of directors, and no officer shall be prevented from receiving a salary because of simultaneous service of the board of directors.
- Section 5.** The chairman of the board serves as chief executive officer of SC HOSA, Inc., with responsibilities as specified in policies and procedures.

**Section 6.** The treasurer serves as the chief financial officer of SC HOSA, Inc., with responsibilities as specified in policies and procedures.

## **ARTICLE V**

### **MEETINGS**

**Section 1.** A minimum of two meetings of the SC HOSA Board of Directors shall be held, the date, place, or virtual platform to be set by the executive committee.

**Section 2.** Special meetings of the board of directors may be called, except as provided by law, by the chairman of the board or the board of directors.

**Section 3.** Written notice of the date, time, and place of any meeting must be posted on the SC HOSA website or emailed to each member not less than thirty (30) days prior to the meeting.

**Section 4.** Thirty percent (30%) of the membership shall constitute a quorum. Balloting of the membership by email, phone, or virtual call for expedience in conducting corporate business may be carried out at the direction of the chairman of the board or by the board of directors. A quorum for email, voice, or virtual ballot shall be a majority of the membership.

## ARTICLE VI

### BOARD OF DIRECTORS

- Section 1.** The SC HOSA Board of Directors shall consist of the following appointed or elected members with voting rights:
- a. Five (5) local advisors representing SC HOSA: one from each region of the state and one postsecondary advisor (two-year term)
  - b. A minimum of three (3) representatives of the healthcare industry, (two-year term)
  - c. A minimum of one (1) school administrator, (two-year term)
  - d. State president of SC HOSA, (one-year term)
  - e. Three (3) student SC HOSA members: selected from the state officer team, (one-year term)
  - f. One (1) member-at-large of SC HOSA alumni member, (one-year term)
  - g. One (1) representative from post-secondary education and/or other related alliances
  - h. One (1) State Officer-Coach
- Any active board member's term may be renewable at the request of the executive committee and with the board of directors' approval.
- Section 2.** A vacancy on the board of directors may be filled by a majority of the current board members in office until the next meeting of the board of directors.
- Section 3.** Any state advisor may be removed by a majority of the board of directors' membership, except as otherwise provided by law.
- Section 4.** The meetings of the board of directors shall be held during the fall and the spring of the school year.

**Section 5.** Directors shall be entitled to such compensation for their services as directors and to such reimbursement for reasonable expenses incurred in attending directors' meetings as may be designated by the board of directors. Directors receiving compensation and reimbursements shall not be thereby prohibited from receiving compensation and reimbursements for other services performed for the corporation.

**Section 6.** If not in person, the board of directors may participate in meetings by means of telephone or virtual conference calls.

## **ARTICLE VII**

### **EXECUTIVE COMMITTEE**

**Section 1.** The chairman of the board, secretary, treasurer, chair-elect, immediate past chairman, the state advisor, and the state officer coach shall constitute the voting members of the executive committee.

**Section 2.** The board of directors may authorize the executive committee to perform, between the meetings of the board such duties as the board may set forth in policies and procedures, or from time to time deem expedient.

**Section 3.** The executive committee shall meet at the call of the chairman of the board or upon request of three (3) of its members. It shall submit a written report at each meeting of the board.

**Section 4.** If not in person, the executive committee may participate in meetings by means of telephone or virtual conference calls and/or electronic correspondence.

**Section 5.** The executive committee works with the chairmen of the standing committees to plan and accomplish the program of work as specified in policies and procedures.

## ARTICLE VIII

### STANDING COMMITTEES

- Section 1.** The chairman of the board, with approval of the executive committee, may appoint chairmen, vice chairmen, and members to the standing committees.
- Section 2.** The standing committees are: Long Range Planning, State Leadership Conference Planning, Policy and Nominating, Educational Symposia, Marketing and Partnership Development, and Scholarship.
- Section 3.** The standing committees shall function and perform those duties as set forth in policies and procedures, or from time to time deemed expedient by the board of directors or the executive committee.
- Section 4.** The chairman of the board or the board of directors may establish ad-hoc committees or task forces as specified in policies and procedures.
- Section 5.** The state competitive events program will operate under the board of directors with terms as follows:
- a. Board members serving on the competitive events program will fulfill their committee assignments.
  - b. Members shall be appointed by the chairman of the board of directors with the recommendation of the competitive events program director, with at least one board member being appointed. The term of office will be for three years, with reappointments at the discretion of the board.
  - c. The competitive events committee will function under the leadership of the state advisor/director.

## **ARTICLE IX**

### **DISSOLUTION**

Upon final dissolution or liquidation of this state association, and local chapters, and after final discharge or satisfaction of all outstanding obligations and liabilities, its remaining assets shall be disbursed by the Board of Directors of SC HOSA, Inc., in accordance with one or more of the purposes of this association, or be transferred to a government instrumentality or qualified exempt organization within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954.

## **ARTICLE X**

### **AMENDMENT OF BYLAWS**

These Bylaws may be amended by a two-thirds vote of the membership of SC HOSA, Inc., provided the amendment has been proposed by the board of directors, or by a committee authorized by the corporation, and has been sent to each member at least thirty (30) days prior to the meeting at which such amendment is adopted.