

Article I – Name and Organization

The name of this organization shall be the South Carolina Hearing Aid Society, and shall herein these articles be referred to as the “Society.” The Society is an affiliate chapter of the International Hearing Society and shall abide by the applicable bylaws of the International Hearing Society.

Article II - Purposes

The purpose of this Society shall be:

1. To better serve the hearing impaired by enhancing professionalism in the hearing aid industry. To disseminate knowledge among Hearing Aid Specialists, the consuming public and allied professionals through experience and education.
2. To regulate and enforce ethical standards of the membership for the protection of the hearing impaired consumers of South Carolina.
3. To advise and assist the hearing healthcare professionals through education, dissemination of knowledge, ideas and experience.
4. To protect the hearing aid industry against unfair or unjust legislative or administrative enactments and to represent the membership of the Society before the state legislative and administrative bodies and, when necessary, to promulgate and present proposed legislation to governmental bodies to accomplish the foregoing aims of the Society.
5. To support and uphold the standards set forth by the International Hearing Society (IHS).

Article III – Meetings and Membership

1. There shall be two types of membership meetings: scheduled and called.

A. Scheduled meetings will be scheduled by the President with the approval of the Board. There shall be two scheduled meetings per year, one concurrent with a convention. The scheduled meeting concurrent with the convention during even numbered years shall be the meeting at which the incoming officers and directors are elected

B. Other meetings may be called by the President when desired or directed to do so by the Board or membership according to these by-laws. Notices for called meetings will include an agenda of specific topics to be discussed and will not vary from the announced topics. General topics are prohibited during called meetings.

2. Membership in the Society shall be open to an individual actively engaged in the testing of hearing, and fitting and dispensing of hearing aids in the state of South Carolina who holds a valid Hearing Aid Specialist License, or a valid South Carolina Apprentice Permit except that membership is not open to representatives or employees of companies that sell hearing instruments or accessories wholesale.

A. Classes of Membership:

1. Voting Membership shall be open to anyone who holds a valid South Carolina Hearing Aid Specialist License.
2. Associate Membership shall be open to anyone who holds a valid South Carolina Apprentice Permit, a valid South Carolina Training Permit, and any support personnel in the office. In addition, any hearing industry professional person with a vested interest in the Society shall be eligible for Associate Membership. All Associate Members shall pay dues and assessments as prescribed by the Corporate Board. Associate members shall be entitled to all privileges of the Society except they shall not vote, be a member of the Board nor be a member of the nominating committee.
3. State non-residents may be members. Such members must hold a valid South Carolina Hearing Aid Specialist License and shall enjoy all privileges of the Society extended to their class of membership except that they shall not be an officer.

B. Applications:

1. Applications for membership shall be made on a form prescribed by the Board of Directors, and accompanied by the appropriate initiation fee and membership dues as prescribed by the Society. The application form shall include a statement that the applicant agrees to abide by the by-laws of the STATE/PROVINCE Society of Hearing Professionals, the Code of Ethics published by the International Hearing Society, the Federal Trade Commission Trade Practice Rules for the Hearing Aid Industry, and the Rules for the Hearing Aid Industry published by the Food and Drug Administration.

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2. The application shall include the South Carolina Hearing Aid Specialist License Number and shall be verified by the Board prior to accepting the applicant for membership. The Board will act on the application and will announce its findings to the membership. The application will not be debated by the Board in the presence of the applicant, nor anyone recommending the applicant for membership who is not a member of the Board. The application will not be debated during a membership meeting. In case of denial, the fee is not refundable but the dues submitted with the application shall be returned to the applicant. No applicant who has been denied shall be entitled to submit another application, or have one submitted in his behalf prior to the expiration of six (6) months from the date of denial.

C. Membership may be terminated by the Board:

1. By action of the Board - If any person at any time is guilty of unprofessional conduct or shall have their license revoked, suspended, or placed on probation, or shall at any time be guilty of an act prejudicial to the profession or Society or to the purpose to which the Society was formed, in the opinion of the Board, such member shall be notified to appear personally before the Board at a designated time not less than thirty (30) days after such notification, and at such time be given a hearing. By a three-fourths ($\frac{3}{4}$) majority vote of all members present and voting at the meeting, the membership of such member may be terminated. Such terminated member shall be required to return Society credentials to the Secretary of the Society.

2. By Failure to Pay Dues - If the dues and/or special assessments of any Member be unpaid for a period of thirty (30) days after the same shall become payable, a notice of delinquency shall be sent by certified mail. If payment is not made within thirty (30) days after the mailing of such notice of delinquency, their membership shall automatically terminate on that date by reason of non-payment. Such terminated members shall be required to return society credentials to the Secretary of the Society.

3. By Resignation: Resignation from membership shall be presented to the Board in writing, but shall not relieve any member from liability for any dues accrued and unpaid at the time when such resignation is filed. A member who resigns shall forfeit all right, title and interest in any property of the Society and any claim or claims against the Society shall terminate and cease to exist. Such terminated members shall be required to return Society credentials to the Secretary of the Society.

Article IV - Organization

1. The supreme governing power of the organization shall be the members. The members will meet periodically at the call of the President to provide that guidance essential to the operation of the Society. Meeting of the membership shall be held at such time and place as may be designated by the President with the approval of the Board of directors, upon not less than thirty (30) days' notice to the members.

2. In the interim between meetings, the management of the Society shall be vested in and exercised by the Board of Directors as hereafter provided for.

3. The planning and tasks for the Society shall be accomplished under the direction of committees. There shall be two types of committees: Standing and Temporary.

4. Standing committees are described in these by-laws and continue in existence until these by-laws change responsibility or existence. Members of Standing committees are recommended by the President, approved by the Board and elected by the majority vote of the Society. Standing committee members' terms of office shall be until resignation. Resignation is assumed when a person is no longer a member of the Society. Members of Standing committees may be removed from committee membership upon nomination by the President to the Board, recommendation by the Board to the Society and by a vote of two-thirds of those present and voting at either a scheduled or called meeting provided that proper notice has been given and a quorum is present. Standing committee chairs are also members of the Board as provided for in these by-laws.

5. Temporary committees are the child of a President and serve only at that Presidents pleasure. Temporary committees may be established by the President with notification to the Board and will serve as long as that President desires or until that President leaves office provided that the scope of responsibilities of the Temporary committee does not duplicate or overlap the responsibilities of Standing committees. Disputes between committees shall be resolved by the President, provided that the committee chairs agree to the terms of the resolution. Provided that the President cannot resolve the disagreement, the Board shall resolve the differences to the satisfaction of the committee chairs. Upon failure of the Board to resolve the differences, the matter shall be put to the Society for a majority vote which shall be final.

Article V – The Society Board

1. The Society Board shall consist of the officers and directors.

2. Officers:

A. No person shall be elected an officer of the Society who is not a member of the International Hearing Society and who has not been a voting member of the state Society at least four years prior to their election.

B. The President:

1. Shall preside at all meetings of the Board of Directors and of the members. The President shall present at each scheduled meeting a report of the condition of the Society. The President shall ensure that the slate nominated for the incoming Board shall be sent to all members with the notice of the convention meeting in even numbered years. The President shall ensure that an annual audit of the treasurer's records has been accomplished and the report is made in accordance with these by-laws. The President shall be chief executive officer of the Society and shall enforce these by-laws and perform all the duties incident to the position and office which are required by law.

2. Shall establish and distribute to the members an agenda prior to any scheduled or called meeting.

3. Shall have the right to establish temporary committees and membership thereof provided their duties and responsibilities do not duplicate or overlap those of standing committees. The Board shall be notified of any temporary committee's organization, purpose and scope of responsibilities at the next Board meeting and such shall be recorded in the Board minutes. Formation of temporary committees shall be announced by the President at the next scheduled Society meeting, or at a called meeting, if the subject of that meeting impacts on the mission of that committee.

4. While in office, shall be reimbursed for travel, lodging and registration fees associated with his/her attendance at the annual convention of the International Hearing Society.

C. The Vice-President:

1. Shall act in the place and stead of the President during his temporary absence or disability and shall perform all function required to be performed by the President when the President is not able to serve.

2. Shall be the chair of the audit committee.

3. Shall succeed the President when his term(s) of office has/have expired.

4. If for any reason the Vice-President fulfills an unexpired term of the President, that person may be elected to a full two-year term.

5. In the event the President does not attend the annual convention of the International Hearing Society, shall be reimbursed for travel, lodging and registration fees associated with his attendance.

D. The Secretary:

1. Shall keep the minutes of all meetings of the members and of the Board of Directors in appropriate books. He shall give and serve all notices of the Society. He shall be the custodian of the records and correspondence of the Society and shall maintain an up-to-date list of the members, showing their respective place of business and place of residence, and their post office address and shall keep a file of membership applications. He shall sign all membership certificates. He shall present to the Board of Directors and to the Society all communications which are officially addressed to the Society and shall perform all of the other duties incident to the office of the Secretary.

E. The Treasurer:

1. Shall have charge of all funds of the Society and deposit same to the credit of the Society in a bank approved by the Board of Directors, also sign with the President all checks, notes, and other evidences of indebtedness. He shall, besides keeping the receipted bills, keep the stubs of the checkbook showing all monies received and disbursed by him. He shall collect all fees and dues in such manner as the Society shall direct and pay promptly all bills of the Society. Following the end of the year, the Treasurer shall make his books available to the Audit committee for their audit. The Treasurer shall furnish the Society a sufficient bond, paid for by the Society and approved by the Board of Directors, conditioned for the faithful performance of his duties, and for the proper application and payment of all monies and other property belonging to the Society, which may come into his possession. He shall turn over to his successor, within thirty (30) days, all property belonging to the Society.

2. Shall be the chair of the Budget committee.

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3. Shall have the responsibility to dispense funds within the budget approved by the Society. A report of these approved expenses will be submitted to the Board for review and filing with the minutes of the meeting. Any expenditures that are not within the budget will be approved by the membership in a scheduled meeting or one called for that purpose except that the Board may approve expenditures when it is not practical to assemble the Society but a report of such expenditures and the circumstances requiring Board approval shall be made by the Treasurer at the next scheduled meeting.

4. Shall be responsible for filing with the Secretary of State's office the proper forms to maintain corporate registration.

F. Directors:

1. The Board shall have four Directors, one of whom will be the Immediate Past President. The Past President who shall fill this position will be the most immediate past President who is a member. If the most immediate past President does not continue membership, the position will be filled by the next most immediate past President who is a member and agrees to serve. If no past President meets the qualifications, the position shall remain vacant until some past President meets the qualifications.

2. Fifty-percent (50%) of Directors need to be a current member of the International Hearing Society.

3. The Directors shall have been a voting member of the Society for a full two years prior to election.

4. Three of the Directors shall be elected to specific responsibilities. They shall be the chair of the related committee which shall consist of three members: the Director as Chair and two other members elected by the Society as prescribed by these by-laws. The Directors to be elected are:

a. Director of Education

b. Director of Membership

c. Director of Governmental Affairs

5. Duties:

a. To conduct, manage and control the affairs and activities of the Society and make rules and regulations for the guidance of the Officers and Board of Directors, in the management of the affairs of the Society.

b. To do such other and further things, which may be incidental, necessary, relative to, connected with or proper for the accomplishment of any of the foregoing powers of said Board and as specified within "Job Responsibilities."

c. The Board shall administer the Society when the membership is not in session within the policies established by the Society.

d. The Board shall approve the format of the report of income and expenditures for presentation to the membership but will not approve the content since that is subject to audit.

e. The Officers and Directors of the Society shall serve without compensation. Society expenses paid by a member may be reimbursed when within the Society approved budget or approved in accordance with these by-laws if not within the approved budget. The Society will not pay nor reimburse personal expenses paid by any member.

f. An Officer or Member of the Board of Directors may be removed by two-thirds (2/3) majority of the Voting Members present at a duly called meeting of the Society after written statement is given to the Officer or Member of the Board of Directors and he/she has an opportunity to answer same in writing, within thirty (30) days.

g. All resignations shall be tendered to the Board of Directors.

h. Any vacancy which shall occur on the Board of Directors shall be filled upon nomination to the Board by the President and a majority vote of the Board of Directors except that the position of President will be filled by the Vice-President and the Board shall elect a new Vice-President.

i. The Board shall meet quarterly at the call of the President provided that 14 days' notice has been given to all Directors or all Directors have waived the 14 day requirement. Other meetings can be held by the Board when requested by three or more members at a site and time unanimously selected by those requesting the meeting.

j. The Board quorum is 4 voting members and no action may be approved by the Board with less than four votes in favor of the action.

k. Each member of the Board with the exception of the President shall have one vote on any issue brought before the Board. A majority of those voting but a minimum of four votes in favor of any action are required

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before any proposed action may be approved. The President may vote when a positive vote will cause an action to be approved.

l. A special meeting of the Society must be called by the President when petitioned by at least twenty five (25) percent of the Voting Membership or the majority of the Board.

6. Election and term of office:

a. Officers and directors shall be elected at the first meeting during odd number years. Election shall be by a majority of those attending and voting provided that a quorum is present.

b. The term of office shall start at the conclusion of the meeting at which the voting is recorded and shall continue until a new slate of Officers and Directors is elected in accordance with these by-laws.

c. The President may serve not more than two consecutive terms as President. Past Presidents may not be elected or appointed to the Board until a minimum of two years have elapsed from the time that they served as Past President.

d. No person may hold more than one position on the Board of Directors at a time.

e. Nominations shall be received from the Voting Regular Members of the Society for the positions of Officers and Board of Directors. The Nominations Director shall notify the Voting Regular Members of the time period that nominations will be accepted as approved by the Corporate Board.

f. The members assembled are to have the right of further nominations from the floor before voting on Officers and Board of Directors. When more than two (2) candidates are nominated for an office, a majority of votes from the Voting Regular Members present shall elect. Number of available positions for the Board of Directors shall be determined by the Corporate Board. When nominations exceed available positions for the Board of Directors the majority of votes from the Voting Regular Members present shall elect positions available.

g. Should a vacancy occur among the Officers or the Board of Directors other than a normal expiration, the Board shall appoint, within thirty (30) days, a successor for the unexpired term.

h. Each Voting Member shall have one vote, which may be cast in person, by proxy or representation by another Voting Member. Proxies and/or representation must be in writing and signed by the Voting Member. All proxies must specify the date for which the vote is to be counted.

i. The Treasurer shall manage the distribution of the ballots to the Voting Regular Members.

j. The President shall preside over the election and received nominations from the floor. The nominee shall be confirmed by the Treasurer as a Voting Regular Member. The President shall then notify the attending Voting Regular Members to write the name of the nominee on their ballots.

k. The Treasurer shall manage the collection of ballots and the votes shall be counted by the Treasurer plus one assistant chosen by the Treasurer or as approved by the Corporate Board. All proxy votes shall be collected by the Treasurer to be verified and counted.

Article VI - Notices

All notices called for by these by-laws shall be in writing and shall be mailed by the United States Mail to the members at their last address, which is recorded with the Secretary; or via email, whichever the member has indicated is their preferred method of contact.

Article VII – Standing Committees

Nominating Committee

1. There shall be a standing nominating committee consisting of the active past Society presidents. The most immediate, active, past president shall be the chair.

2. At least sixty (60) days prior to the biennial election the Nominating committee shall submit to the Board of Directors the slate of nominees to be considered by the membership. This list shall be submitted for Board review and distribution to the membership with the notice and agenda of the coming meeting.

3. Nominations and seconds may be made by voting members at the election meeting prior to the election.

4. All nominees must agree prior to the election to serve in the position as nominated.

5. Only one person from one company or related group of companies may serve on the nominating committee.

Audit Committee

1. There shall be a standing Audit committee consisting of three members, one of whom shall be the chair.

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2. The Audit committee shall review the treasurer's records annually prior to the convention meeting and make a report to the Board prior to the convention meeting and to the Society at the meeting concurrent with the convention. The committee's report shall be in writing and attached to the minutes of the convention meeting. Board minutes shall reflect whether or not the report was made and the conclusion of the report will be included in the Board minutes.

Budget Committee

1. There shall be a standing Budget committee consisting of three members, one of whom shall be the chair.
2. The Budget committee shall present the proposed Society budget for the coming year to the Society at the convention meeting each year. If there is no convention meeting the budget will be presented at the first scheduled meeting following the time that the convention meeting would have normally been conducted.

Education Committee

1. There shall be a standing Education committee consisting of three members, one of whom shall be the chair.
2. The Education committee shall develop a proposed Society Educational Program and present it to the Board which shall consult with the Education Committee chair and review, change if appropriate and approve the program. The committee will be responsible for enactment of the approved program and shall obtain Board approval prior to deviating from the approved program.
3. There shall be instruction for which State renewal credit can be earned by the members at each scheduled meeting.
4. The committee shall insure that qualified instructors give the instruction under the committee's direction and supervision and within the Board approved program.
5. The Education committee shall be responsible for all educational activities. It will have responsibility for scheduling and conduct of the annual convention including exhibits, within the date and time set by the President and approved by the Board.
6. This committee may make recommendations to the Board for continuing education for more than the current term but the Board should not obligate future Boards to any prescribed program.

Membership Committee

There shall be a standing Membership committee consisting of three members, one of whom shall be the chair. This committee shall be responsible for recruiting and assisting with applications.

Governmental Affairs Committee

1. There shall be a standing Governmental Affairs committee consisting of three members, one of whom shall be the chair.
2. The Governmental Affairs committee shall be responsible for monitoring all government agencies whose actions may influence the occupations of the Society's members.
3. This committee is responsible for recommending to the Board employment of any lobbyist. Upon approval of the Board, any potential lobbyist and his fee must be approved by the membership.
4. A report of any government action or likely action will be made at each scheduled meeting covering the period since the last scheduled meeting.
5. A written annual report shall be presented to the membership and attached to the minutes of the first scheduled meeting of each year.

Business Practice & Ethics Committee

This committee shall investigate and report on all complaints concerning a member's professional practices and ethics in the conduct of business dealings. It may require members to appear before it and give evidence concerning such complaint. The committee shall report to the board of directors any unresolved grievances for board action.

Grievance Committee

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The board of directors shall act as a grievance committee who shall hear all complaints concerning members of the Society that remain unresolved after actions of the Business Practices and Ethics Committee. It may require a member to appear before it and give evidence concerning such complaint.

Article VIII – Fees, Dues, and Assessments

1. An initiation fee may be set and charged by the Board. It shall be no more than the annual dues for voting members. It shall be collected at the time of application and is not refundable to the applicant.
2. Annual dues may be set and changed by a majority vote of the Society. The dues for associate members shall be no more than fifty (50) percent of the dues for voting members. When an application has been refused, the dues shall be refunded.
3. Special assessments may be set from time to time. Proposals for special assessments will be presented to the Board and upon Board approval may be made by seventy (70) percent of the membership present and voting provided that proper notification has been given.
4. Notice of annual dues shall be mailed by December 15th and payment must be received prior to January 15th. A late fee of \$XX.00 will be added to membership dues received after January 15th. Dues must be current in order to vote or receive membership benefits.
5. A member whose membership has lapsed for twelve months or more must resubmit a membership application with appropriate fees.

Article IX – Rules of Procedure

1. The rules of procedure at the meetings of the membership or of the Board of directors of this Society shall be in accordance with “Roberts’s Rules of Order, Revised” so far as applicable, and when not inconsistent with these by-laws.
2. Twenty five (25) percent of the Voting Membership shall be considered a quorum.

Article X – Discipline of Members

1. The Code of Ethics adopted by the Society has been adopted by a majority of the voting members of the Society and is based on the Code of Ethics adopted by the International Hearing Society. The purpose of the Code of Ethics is to provide standards of conduct for Hearing Aid Specialists

Practicing their trade in the State of South Carolina so that the industry may gain the full confidence of the public.

2. Any person may file a charge or complaint in writing against any member with the business practices and ethics Committee. The business practices and ethics Committee shall accept and investigate only charges which have been submitted in writing. The accused member shall have a full, fair and impartial hearing before the committee and be given ample opportunity to answer said charges and/or complaints in writing.
3. If the business practices and ethics Committee cannot reach amicable agreement, the case shall be referred to the grievance committee. It shall have the right, in addition to holding hearings, to inspect all records bearing on the case of a member against whom a complaint has been filed. A member's failure to allow such inspection shall in itself constitute cause within the meaning of this article.
4. If the grievance committee finds the member guilty of an infraction of the code of ethics of the corporation or of conduct detrimental to the best interests of the public or the corporation, it shall take such actions against the member as shall be deemed fitting and proper, in view of the gravity of the offense. In its discretion, the grievance committee may do any or all of the following:
 - A. Reprimand the member found guilty.
 - B. Suspend the member for a period to be determined by the board from the privileges of the corporation.
 - C. Expulsion and removal from membership. The actual expulsion and removal from membership shall be after an affirmative vote of the majority of the board of directors. Any member expelled by action of the board of directors may be reinstated by filing a petition with the board of directors asking for such reinstatement.
5. The member suspended by the Business Practices & Ethics Committee may be reinstated at any time by approval of a majority of the Committee. Any member expelled by action of the Committee may be reinstated by filing a petition asking for such reinstatement with the Board, who shall present the same to the voting

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members of the Society together with its recommendation and the same shall be voted upon at the next annual meeting. If the majority of the voting members present and voting in person, by proxy or representation at such meetings, vote to reinstate such person, he/she shall again be reinstated to membership by paying all fines and past dues including dues for the time during which he/she was expelled or suspended.

Article XI - Miscellaneous

1. All rights of members of the Society shall cease upon termination of membership and the Society's property shall be returned to the Secretary.
2. The by-laws of the International Hearing Society shall supersede these by-laws in any point where there is a conflict or omission.
3. Words importing the masculine gender include the feminine gender.
4. In writing means, written, printed or both.

Article XII – Amendment of By-Laws

These by-laws may be amended by two-thirds vote of the membership in attendance and voting at a scheduled or called meeting, provided notice of the proposed amendment shall be made to the membership in writing not less than thirty (30) days prior to the meeting of the membership at which same is proposed.

Article XIII - Severability

Any revision of these by-laws which shall be found invalid by any court of law shall have no effect on any other provision of these by-laws.