

BY LAWS FOR INDIAN RIVER CORVETTE CLUB

January 12, 2007

ARTICLE I: NAME AND INSIGNIA

- A The official name of this organization shall be Indian River Corvette Club.
- B Indian River Corvette Club shall have its official insignia, "the insignia" pictured in Attachment 1.
 - 1 This insignia, as well as any other associated logos, newsletters etc., may be modified by a majority vote of the members present at any general membership meeting.
 - 2 Mission statement and Club Motto " The Friendliest Corvette Club in Florida".

ARTICLE II: PURPOSE

- A To promote greater enjoyment of their Corvettes.
- B To promote and participate in community activities in order to develop a greater understanding and spirit of cooperation between the community and all automotive enthusiasts.
- C To provide its membership an opportunity to participate in organized competition.
- D Indian River Corvette Club is a non-profit organization.
- E Fiscal Year January 1 to December 31.

ARTICLE III: GENERAL MEMBERSHIP

- A Any Corvette owner of good character shall be eligible for general membership in this organization.
 - 1 Once a person becomes a member they may renew their membership.
- B Upon application and payment of fees and dues, any person meeting the preceding requirements may become a general member, pending approval by the Board of Directors.
- C Charter members of this organization shall be defined as members in good standing on or before December 1, 1999.
- D Any member may be expelled from the club for conduct or attitude detrimental to the club by unanimous recommendation of the board of directors.
 - 1 Any member in question may request a meeting with the entire board of directors prior to the approval of the Boards minutes by the general membership.
- E A member in good standing consists of a family membership with a maximum of 2 individuals meeting all of the following requirements:
 - 1 Pay all dues per Article III, Sections A and B.
 - 2 Participate in as many club functions and meetings as possible.
 - 3 Abide by the decisions of the membership and/or board of directors.
 - 4 Not to jeopardize the club and/or its membership's reputation, credibility and/or integrity.
- F Only general members, not associate members, in good standing will have the following privileges:
 - 1 Voting
 - 2 Run for elected office
 - 3 Retain an elected or appointed position

ARTICLE IV: ASSOCIATE MEMBER

- A Any Corvette enthusiast may become an associate member, but may not vote or hold office. An enthusiast is defined as a person who does not own a Corvette but is interested in Corvettes.
 - 1 Upon application and payment of fees and dues, any person meeting the preceding requirements may become an associate member, pending approval by the Board of Directors.

- 2 May become a general member, with all the rights of a general member upon the purchase of a Corvette.

ARTICLE V: HONORARY MEMBER

- A A special individual, who has gained the respect and honor of our club.
- B Not subject to Dues nor do they vote or hold office.

ARTICLE VI: DUES

- A Dues shall be \$30.00 per year and are due on January 1. New members joining after August shall be credited for the balance of current year and for the entire next year.
- B Any existing member who fails to pay their dues on time (December 31) shall lose voting privileges until dues are paid in full. A member whose dues become more than thirty (30) days delinquent will be considered inactive. Member will be reinstated only after their dues are paid.

ARTICLE VII: OFFICERS

- A All officers must be general members in good standing.
- B The elected officers of this club shall be; President, Vice-President, Secretary, and Treasurer. The immediate Past President shall automatically become the Officer at Large.
- C An Organizational meeting of the newly elect officers will be held in December. The new officers will appoint the following officers:
Activities Director(s), Webmaster, Newsletter Editor, and Historian with the approval of the general membership.
- D These elected and appointed officers shall comprise the board of directors, which will be the governing body of this club.
- E To run for President, one must be a member in good standing for at least one year prior to nomination, with attendance at approximately 50% of club activities
- F The president, activities directors, historian and Officer at Large will have access to \$50.00 reimbursement for club expenses in a "petty cash" account. Receipt is to be provided to the Treasurer at the next monthly meeting for reimbursement.

ARTICLE VIII: DUTIES OF OFFICERS

- A The President shall preside over all regular and special meetings of the membership and the board of directors. This President will represent the club at all official functions unless the President specifically designates that duty to another officer. The president will not have a vote in any meeting except in the case of a tie. While presiding as President he/she shall not be partisan in any matter being presented to the general membership for a vote. The President will be responsible for the Mail Box and distribution of the mail in a timely manner. The President must notify the Vice President when he/she is unable to fulfill his/her duties.
- B The Vice-President shall temporarily assume any and all of the duties of the president in his or her absence.
- C The Secretary will keep the minutes of all meetings, maintain all club correspondence, and keep any other club records as directed by the board. The minutes are to be sent to all board members for proof reading before being published on the club web site. The Secretary will be responsible to send a tentative agenda to the board members prior to meetings.
- D The Treasurer will collect all moneys due the club, maintain all financial records and disburse funds as directed by the board, accepting new applications, membership drives, preparing membership packages and maintaining the active membership database, sending out dues renewal notices, forwarding membership dues to the Treasurer and application information

to the Webmaster. Two signatures, that of the Treasurer AND the President OR Vice President, shall be required on Club checks written.

E The Officer-at Large will serve as a member of the board of directors and will assist other officers upon request in carrying out club business. The officer-at Large shall also be designated Publicity Chairman and will mail out cards for appropriate birthdays and illness, in a timely fashion.

F Duties of the appointed officers:

- 1 The Activities Director(s), or designee, will schedule and coordinate all club events, insuring compliance with all applicable rules and regulations concerning events and notifying Webmaster of all events to be placed on the club calendar.
- 2 The Webmaster shall be responsible for the Club's Web site, E-groups and operations thereof.
- 3 The Newsletter Editor shall maintain and publish the club's official newsletter and send to the Webmaster in an acceptable electronic format.
- 4 The Historian shall be responsible for collecting club photos, articles, etc. for a display album and maintain a history of the club and forwarding year recap to the Webmaster at the end of the year.

G If for any reason an Elected officer resigns, or leaves office, one or more members will be proposed by the board of directors, and presented to the general membership at the next regular meeting for selection. This will be done by secret ballot. He/She will serve out the office for the remainder of the year

H If for any reason an appointed officer resigns, or leaves office, the elected officers will appoint a replacement for the remainder of the year upon approval by the general membership. He/She will serve out the office for the remainder of the year.

I In the event that the immediate past president refuses to serve, cannot serve, or is no longer a member in good standing, the current board of directors shall appoint a member in good standing to serve as the Officer at Large. In appointing the Officer at Large, the board of directors shall look for the values and knowledge of leading the club that a past president would possess.

J Any officer, who in the opinion of the board, is not performing his or her duties in the proper manner and for the best interest of the club, may be removed from office by a majority vote of the membership.

ARTICLE IX: MEETINGS

A General membership meetings will be held monthly on the second Friday of each month. The time of day and place will be determined by the board. The date of a regular meeting may be changed by the board to accommodate holidays, etc., provided proper notice is given to all members.

B An informal version of Robert's Rules of Order (1976 edition) will govern the conduct of all meetings.

C The recommended agenda of events at a general membership meeting will be:

- 1 Call to order by the President
- 2 Sign in sheet
- 3 Introduction of visitors and new Members
- 4 Secretary's report (highlights of last General Meeting and Board of Directors Meeting)
- 5 Approval of the minutes
- 6 Treasurer's report
- 7 Approval of the Treasurer's report
- 8 Old business
- 9 Activities Director Report

- 10 New business
- 11 50/50 drawing with dessert run announcement
- 12 Meeting adjourned

D A Board of Directors meeting, when held, will be open to the general membership.

E A quorum for general membership meetings shall consist of all members in good standing who are present.

F Any motion approved by the Board of Directors will not be official until the Minutes of the Board Meeting have been approved by the general membership.

G Decisions of the board will be by simple majority vote unless otherwise specified by this document. 2/3 of the Board members must be present.

H Special meetings of the general membership may be called by the board with a minimum of one week's notice to be given to all members in good standing.

I Special board meetings may be called by the President or the Vice President with a minimum of three (3) days written or oral notice given to all board members.

ARTICLE X: ELECTIONS

A A new board of directors will be elected annually to serve from January through December.

B A nominating committee of at least three persons, one of which will be a Board Member, will be appointed by the board, at the September general membership meeting, to accept all nominations for office. Nominations will be closed at the October meeting. The official list of candidates and the date of the elections will be published in the newsletter/web site prior to the elections.

C Elections will be conducted at the November general membership meeting by ballot.

1 Absentee ballots will be accepted with the members' signature. The ballots will be counted by two Board Members and one regular member.

2 The results will be announced when the counting is completed at the same meeting in November.

D All elected officers will be officially installed at an annual awards banquet to be held in December of each year.

ARTICLE XI: EVENTS

A All Activities events sponsored by the club will be governed by current rules and regulations of a recognized automotive event sanctioning body.

B No member of the club shall commit the club or its equipment to any event, location, date, or time without approval from the Board of Directors. This approval may be given at any general or special membership meeting.

C Any scheduled club event previously established, shall not be changed as to location, date, or time without the approval of the Activity Director(s).

D Any event approved at a general meeting can subsequently be disapproved by unanimous decision of the board of directors, to be explained at the next general membership meeting, if such event is not considered by the board to be in the best interest of the club. The board of directors will notify the membership of any changes.

E Unauthorized Club Representation: No general member, associate member or honorary member shall represent the Club or Board of Directors in any capacity without prior Board approval. Approval can be obtained by attending a Board meeting, or via telephone poll conducted by the President or someone appointed by the President to poll the Board for approval of the proposed activity.

F To avoid scheduling conflicts, any and all ideas, suggestions and recommendations for Club activities shall be submitted to the Activities Director(s) before any announcements are made to the club members.

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ARTICLE XII: COMMITTEES

A The constitution/by-laws committee shall become a standing committee comprised of a chairperson appointed by the president with a majority approval of the board of directors. The remainder of the committee shall comprise of volunteers. A functional committee will consist of not less than five (5) nor more than eight (8) members in good standing.

- 1 Its purpose shall be to review the constitution and its bylaws at least annually in consideration of change and growth.
- 2 Any recommendations passed must be done by a quorum of no less than four (4) of its members. Its passage is to be done by simple majority vote of those members in attendance.
- 3 Its recommendations shall be presented to the board of directors for review and submission to the general membership.

ARTICLE XIII: AMENDMENTS

A These By-laws may be amended by a majority vote of all members in good standing present at any regular or special general membership meeting.

B The proposed amendment and the recommendation of the board must be furnished to all members in good standing in writing a minimum of two (2) weeks prior to the meeting at which the amendment is voted on.