

BY-LAWS
THE CHAUTAUQUA COUNTY CORVETTE CLUB

June 1974 Established
January 1978 Incorporated
October 30, 2009 Amended
April 9, 2013 Amended.
September 10, 2015 Amended
May 10, 2018 Amended
March 11, 2019 Amended
February 22, 2023 Amended

ARTICLE I

SECTION I - NAME

The name of the club shall be THE CHAUTAUQUA COUNTY CORVETTE CLUB.

SECTION II - PURPOSE

The general purpose of the club shall be to encourage planned trips, events, and social activities for the members of the Corvette Club; to provide and regulate events and exhibitions for the Corvette owners; and to encourage careful and skillful driving on public highways.

ARTICLE II

SECTION I - MEMBERS

Members in the Club shall be restricted to owners of Corvette cars and persons interested in Corvette cars and in the purpose of the Club without regard to race, religion, gender, or nationality. Applicants must have the approval of the Board of Directors unrestricted driver's license along with proper insurance coverage as required by the (BOD) and by signing the membership application you affirm that you have both a valid unrestricted driver's license along with the proper insurance coverage as required by the licensing state in which they live.

Members in good standing are those whose dues are paid up-to-date and have no charges pending against them by the Club Directors.

A candidate for membership shall submit a written application to the Club Directors using a Club membership application form. The application, along with the annual dues, shall be presented to the Board of Directors (BOD) and approved/disapproved by the next regularly scheduled meeting. A majority vote of the BOD shall determine the acceptance of the applicant.

SECTION II - CLASSES OF MEMBERSHIP

A). Active – any person (including spouse or significant other) duly accepted as provided in Section I of this Article and having paid such annual dues and fees as required, are entitled to all privileges of the Club.

B). Honorary - The Club members may elect any person they see fit to be an Honorary member, indicating the reason, to the BOD for approval. Honorary members are entitled to all privileges of the Club with the exceptions that they may not vote or hold office.

SECTION III - DUES

Annual dues for all members will be determined by the Club Directors for each fiscal year as stated in Article VII, Section I. Note: Single and couple membership dues shall both be the same amount.

Payment of Dues – The Annual dues are payable by January 31st. If payment is not made by January 31st, a reminder letter and or e-mail will be sent and is to be a billing in accordance with Article II, Section V of the By-Laws. The membership cost and details as spelled out on the clubs application form (see attached).

SECTION IV – PRIVILEGES

Active members are entitled to all club privileges. Honorary members are entitled to all privileges, except they may not vote or hold office.

Club Privileges shall include but not be limited to voting on all questions or affairs effecting Club social, financial, or legal status; holding a Club office upon election; participating in Club social or public events; wearing a badge, clothing, hat, or other designation of Club membership; and receiving a monthly Club newsletter containing information and news deemed of interest to the membership.

SECTION V – EXPULSION

Membership will automatically lapse for non-payment of dues after March 31st of the Membership year. Any member may be expelled for infraction of the Club rules: or such other causes as may be determined by the majority of the quorum as being in the club. However, before such action is taken, the member shall have the opportunity to submit in writing to the Secretary, or in person to the Club Director's their position on any charges made against them by a member. The Club Directors shall determine by majority vote whether to bring such charges to the membership at the next regular meeting for a Vote of Expulsion.

SECTION VI – RESIGNATION

Any member may resign by directing a letter of resignation to the Secretary. Their resignation shall be effective upon receipt, provided all indebtedness to the Club is paid in full.

ARTICLE III

SECTION I - ANNUAL MEETING

The Annual Meeting of the membership shall be held no later than the second Thursday of June of each year. Reports from the Annual Meeting will be presented by the new officers, including any new Fiscal Budget details and or any special social or financial activities planned by the Directors. The membership shall vote on acceptance of the Fiscal Budget and or any other subjects presented by the Directors that require a vote of the membership. Finances will be reviewed at least three times each year.

SECTION II - MONTHLY MEETINGS

Regular monthly meetings shall be held on the second Thursday of each month, unless defined in the newsletter that special arrangements have been made for other specific club functions. Example: Christmas Party in November. Generally, we do not hold regular meetings in the following months, no meetings for December and January, special functions for February and March, but no formal meeting for these months.

SECTION III - SPECIAL MEETINGS

In addition to any provisions of the By-Laws, Special Meetings or Change of Meetings of the members may be called by the President or the majority of the Officers.

SECTION IV - NOTICE OF MEETINGS

Notice of meetings stating the place, day, hour, including special meetings may be placed in the local newspaper if possible and/or the clubs newsletter or communicated electronically prior to the meeting.

SECTION V - QUORUM

At all regularly scheduled meetings of the Club, a Quorum shall consist of two officers and or directors and a minimum of 20% active members in good standing.

SECTION VI – VOTING

Decisions requiring a vote of the full membership are as follows, election of Directors/Officers and any major changes (As determined by the BOD) in the club direction. These areas shall be determined by use of a voting ballot. Ballots for the

elections of Directors/Officers with the names of the candidates shall be sent to all members via e-mail (unless other means are requested) no later than four weeks prior to the election. Absentee ballots may be used for these two main areas and must adhere to the following, the ballots must be signed and dated by the member submitting the completed ballot, mailed in ballots must also be received no later than one week prior to actual date requested or in the case of the election of Directors/Officers the actual date indicated on the ballot (Generally the Club's Christmas Party), or they shall not be counted. NOTE #1: To vote, members can either mail in their ballots to the P.O. Box or wait until the official voting meeting to vote. NOTE #2: Ballots can also be completed at the Christmas Party by those planning to attend this club function. No proxy ballots will be used for any club voting at this time. In regard to the ratification on Amendments to the By-Laws (see Article IX, Section I), this vote shall be by a majority vote of those present at the regularly scheduled club meeting when the Amendments are planned to be discussed, following the prior approval of the BOD.

Revised on 3-12-19.

ARTICLE IV

SECTION I - NUMBER OF CLUB DIRECTORS/OFFICERS

The elected Club BOD shall consist of four Officers and three Directors members. The Officer positions shall include President, Vice President, Secretary, and Treasurer. The Officers shall be elected to serve a for three-year term. The Vice President and Treasurer shall be elected one year following the President and Secretary, as noted each officer shall be for a three-year term. The Directors positions are elected to three-year terms to be staggered annually, so that a director's position becomes available each year. There shall be a minimum of one Annual Meeting of the Board of Directors to be held no later than December of each year. This meeting shall include incoming Club Directors. The purpose of this meeting is to review the Clubs financial position as the year closes, establishing a Fiscal Budget for the upcoming year, and identifying any special social or financial Objectives of the Club for the New Year. An Annual Report covering the results of this meeting will be presented to the attending members at the next Regular Club Meeting of the membership, including a detailed proposed budget and the Vision of the Officers for the Club for the upcoming year.

Revised on 2-22-23.

SECTION II - NOMINATIONS

Nominations for the positions of Officers and Directors will be made in November, prior to the election of Directors and or Officers as noted above in Article I, Section 1. Additional write-in nominations can be made by members from the floor on election night. The slate of nominated Officers and Directors shall be placed in the clubs newsletter or communicated electronically prior to the meeting.

Revised on 2-22-23.

SECTION III - ELECTION OF DIRECTORS/OFFICERS (Officers terms are as noted in Article IV, Section 1) Note: Director Positions (3) are staggered, and each is for a three year period.

Revised on 2-22-23.

Election of Directors/Officers will be held at the annual Christmas Party unless other arrangements are made. All Directors/Officers shall be elected by a majority vote of members attending the meeting, via ballot.

SECTION IV – REPLACING A BOD MEMBER PRIOR TO THE END OF THEIR REGULAR TERM

If there is a need to replace a BOD member for any reason prior to the end of their term, the BOD shall select a willing club member. This member shall be approved by a majority vote of the BOD during a special executive meeting to finish the normal term of the BOD member being replaced.

ARTICLE V

SECTION I - DUTIES OF THE PRESIDENT

The President shall preside at all meetings of the Directors/Officers and members and shall perform the duties pertaining to this office. The President may call special meetings under the provisions of Article III. The President shall be the Chief Executive Officer of the Club.

SECTION II - DUTIES OF THE VICE PRESIDENT

In the absence of, resignation, or inability to act by the President, the duties pertaining to that office shall be performed by the Vice President. They shall serve as Chairman of the Activities Committee and may appoint members to that committee.

SECTION III - DUTIES OF THE TREASURER

The Treasurer shall, subject to such conditions and restrictions as may be made by the Officers, have custody of all monies, debts, and obligations belonging to the Club. The Treasurer shall receive all monies of the Club and deposit same in the Club account. Treasurer shall make all payments of Club debts upon approval of the Officers. All contracts, checks, drafts, notes or other orders for payment of money shall be signed in the name of the Club by the Treasurer and countersigned by the President or Vice President. They shall give bond at the club expense, if required by the officers. The Treasurer shall give a report on the financial status of the Club at the annual meeting and monthly meetings and, if so requested, at any other meetings of the members. No

obligation, debt, or other liability shall be incurred by the Treasurer without specific approval of the President.

SECTION IV - DUTIES OF THE SECRETARY

The Secretary shall attend all meetings of the members and Club Directors/Officers and shall record all minutes and notes in a book kept for this purpose. The Secretary shall keep an up-to-date roll of members. The Secretary shall give all notices of meetings required by law and these By-Laws and shall perform all duties pertaining to this office, required by law or the majority vote of the members. The Secretary shall have custody of the Club records. In absence of the Secretary from any of the said meetings, a Secretary pro-tempore shall be chosen by the presiding officer.

SECTION V - BOARD MEMBERS

Members of the Board are elected by the Club membership based on a staggered annual schedule as specified in Article IV, Section I. Board members are responsible for assisting the Officers of the Club in preparing the Annual Budget and in planning any special social or financial Objectives for the Club at the Annual Board Meeting. They shall be present at any special meetings called by the President on Club business and shall have full voting rights on any decisions potentially having a major effect on the Club financial or legal position prior to bringing such matters before the membership. They are responsible for reviewing periodically and informally the operation of the Club and bringing to the President's attention any discrepancies found that may have a negative impact on fulfilling the purposes of the Club or the expectations of the membership. To that extent, Board members act in an Ombudsman role for the membership and each BOD shall be responsible for at least one of the committees listed below in Article VI, Section I.

ARTICLE VI

SECTION I - APPOINTMENT OF COMMITTEES

The President shall appoint such committees as the President find's desirable from time to time and shall outline the duties and responsibilities of such committees. All reports or action taken by a committee must be approved by a majority of the committee. In addition to the authority granted above, certain standing committees as set forth, may be appointed by the Vice President.

- A, Membership Committee Chairman or Co-Chairman's
- B, Event/Activities Committee Coordinator
- C, Club Liaison
- D, Advertising

SECTION II - ACTIVITIES

The activities of the Club shall consist of planned trips, social gatherings, and events for the Corvette owners as planned by the Activities Committee and other members appointed by them.

SECTION III - ACTIVITIES COMMITTEE (See Section I Above)

The Activities Committee will be in charge of gathering and planning activities for the Club. The Activities Chairperson or designee will carry out these activities as they see fit, after consulting with the Club Directors/Officers.

ARTICLE VII

SECTION I - FISCAL YEAR

The fiscal year of the Club shall be from January 1st to December 31st (Calendar year).

ARTICLE VIII

SECTION I - PERSONAL LIABILITY

All persons or corporations extending credit to, contracting with, or having any claims against the Club or the Directors/Officers shall look only to the funds and property of the Club for payment of any such contract or claim; or for payment of any debt, damage, judgment, decree, or any other money that may otherwise become due or payable to them from the Corporation or the Directors/Officers. Neither the members of the Club, the Directors/Officers, past, present or in future shall be liable personally, while carrying out the normal functions of the club or offices for which they have been appointed to.

ARTICLE IX

SECTION I - AMENDMENTS TO THE BY-LAWS

Consensus and present them to the membership at the next regularly scheduled meeting of the membership for ratification.

Any ten active members of the Club in good standing may propose an amendment to these By-Laws by submitting a written proposal to the Secretary. The Secretary shall prepare a copy thereof for distribution to the Directors/Officers for timely review and comment. The Secretary shall prepare a summary of such comments and present the

amendment and comments to the membership at the next regularly scheduled meeting if approved by the BOD for ratification.

Revised on 2-22-19.

Ballot voting or by a show of hands for ratification shall be controlled by the same rules as set forth in Article III, Section Quorum. A Quorum of the members qualified to vote and attending the meeting where an amendment is submitted for ratification is required to ratify an amendment. A proposed amendment so ratified shall thereby be adopted and take effect immediately. The By-Laws will be reviewed a minimum of once every five (5) years.

ARTICLE X

SECTION I - CLUB PROPERTY

Club property consists of any article either purchased by or donated to the Club. All Club property will be kept in the possession of the Officer whose office it pertains to or a member who has been appointed the responsibility. These people will be solely responsible for these articles as to their care and availability.

Any member desiring the use of any Club property should make their request known at a meeting and the membership will vote for approval. This member will then assume full responsibility for the property and will be liable for any damage or loss.