

RTP CORVETTES  
CONSTITUTION AND BY-LAWS



RTP CORVETTES  
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# RTP CORVETTES CONSTITUTION AND BY-LAWS

## ARTICLE I DESCRIPTION

### Section 1 – Name:

- The name of the Club shall be **RTP CORVETTES** (hereinafter referred to as the “Club”).
- The Club is a registered 501(c)(7) non-profit.

### Section 2 – Purpose:

The purpose of the Club shall be to:

- Promote social interaction and fellowship among its members.
- Enhance and promote the ownership and further the interests of the Chevrolet Corvette.
- Promote the art and sport of safe motoring through planned events, trips, and social activities, extended to the members of the Club.
- Promote, sponsor, organize, and supervise motor car outings, meetings, competitions, and other Corvette related functions and/or events, whether motoring or otherwise.
- Support the National Corvette Museum.
- Support charitable events through the exhibition of Club members’ vehicles and/or events that are represented by the members’ interests and direction.
- Support other Clubs’ activities, events and expositions that promote the Chevrolet Corvette and encourage careful and skillful driving.

### Section 3 – Club Communication:

- The principal means of Club Communication, advertisement, and dissemination of information shall be through the Club website and via E-mail. The website address is: [www.rtp-corvettes.com](http://www.rtp-corvettes.com)
- The Club also maintains a Facebook page found at [www.facebook.com/rtpcorvettes](http://www.facebook.com/rtpcorvettes)
- Members can share information and photos by sending them to the Website Coordinator.

## ARTICLE II MEMBERSHIP

### Section 1 – Status of Members:

- Members in “Good Standing” are members who have paid their dues by January 31<sup>st</sup> of each Fiscal Year.

### Section 2 – Classes of Membership:

- Active Members:
  - Individuals, and family member(s)/significant other, who have been processed and accepted into the Club in accordance with the Club by-laws, and are in Good Standing shall be considered “Active Members”.

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- Active Members are eligible to hold office in the Club after six (6) months of membership in Good Standing.
- Honorary Members:
  - “Honorary Members” are person(s) that have:
    - Earned the Club’s recognition and appreciation.
    - Been nominated to and accepted by the Board of Directors.
    - Accepted by a Majority Vote at a Monthly Membership Meeting.
  - Honorary Members shall not have voting rights and may not be nominated or elected to hold any office.
- Inactive Members:
  - Members who are not in Good Standing, shall become Inactive Members, and will forfeit all Club privileges.
  - Inactive Members will be deleted from the Club roster and the website on February 15<sup>th</sup>.
  - Reinstatement of Inactive Members requires joining the Club as described in Article II Sections 3.
  - An Officer, upon becoming an Inactive Member shall immediately resign his/her position as an Officer.

### **Section 3 – Membership Application Process:**

To qualify for membership, an applicant must:

- Complete and submit the Application for Membership.
- Sign the General Release and Indemnification Form to release the Club, its Club members, and Officers, from liability.
- Submit their Dues and Fees with the Application for Membership.
- New membership joining the Club shall require ownership of a Corvette.

### **Section 4 – Dues and Fees:**

- The “Fiscal Year” is defined as January 1<sup>st</sup> through December 31<sup>st</sup>.
- Should the board determine a change in dues or fees is necessary, the treasurer must provide membership with the amount of the proposed change, date of proposed change, and the rationale for change; at least 14 days prior to the next regularly scheduled Monthly Membership Meeting. Discussion from the floor will take place at the next Monthly Membership Meeting. A motion to change the dues and/or fees can be made, and the motion to change the dues and/or fees amount must pass by a majority vote of those attending the Monthly Membership Meeting.
- The Treasurer must notify all members of any change in the dues amount at least 30 days prior to the effective date of the change.
- Dues are payable with submission of the Application for Membership.
- Membership and member privileges commence when the Membership Application per Article II, Section 3 is completed.
- New Members shall have a one-time initiation fee added to their dues.

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- Club members participating in Club events may be charged entrance and/or registration fees with the purpose of defraying Club expenses for awards, insurance, food, etc.

### **Section 5 – Behavior of Members:**

- Each member is expected to work toward the betterment of the Club. All members are expected to conduct themselves in a respectable and orderly fashion at Club events, or at events when representing the Club.

### **Section 6 – Privacy:**

- All membership information obtained by the Club (i.e.: name, address, email, phone number, etc.) will remain private and confidential; this includes information on the Club roster. Unless approved by a majority of the members, per event, this information will not be sold, released, or provided to any outside individual or company for use not specified by the member.

### **Section 7 – Exempt Organization:**

- Officers and/or Directors shall not receive any compensation for their services.
- No director, officer, or member of the Club shall receive any of the income from the operation of the Club, provided this shall not prevent the payment to any such person of such reasonable reimbursement for expenses incurred for services rendered to or for the Club and affecting its purposes as shall be fixed by the Board of Directors.
- Notwithstanding any other provisions of these by-laws, the Club shall not carry on any other activities not permitted by a corporation exempt from federal income tax, under Section 501 (c)(7) of the Internal Revenue code.

### **Section 8 – Reimbursement of Expenses:**

- Expenses that support the operating cost of the organization, or that are incurred to support Club sanctioned events, and that will provide all members with the opportunity to participate, are permitted to be reimbursed.
- Expenses will be reimbursed to a member only with written approval (a verbal approval followed by a written approval) is received from the President within a spending limit specified in Article IV Section 2.
- The President may seek approval for expenses outside the spending limits by obtaining a majority vote of the membership present at a Monthly Membership Meeting, prior to the expense being incurred.
- Requests for reimbursement must be accompanied by an original receipt(s) and submitted to the Treasurer.
- Approved reimbursements will be made available at the next Monthly Membership Meeting.
- Requests for reimbursements without prior approval will not be honored.

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## ARTICLE III MEETINGS

### **Section 1 – Board of Directors Meetings:**

- The Board of Directors shall meet a minimum of two (2) times per year, in person, via telephone or video conferencing, scheduled at the discretion of the board.
- Additional or special Board of Directors Meetings may be scheduled as needed by the President, or other board member. Additional or special board meetings are called to address Club business that cannot wait for the next scheduled Board of Directors Meeting. They require specific notice detailing the purpose, and should focus on the stated agenda.
- One Board of Directors Meeting per year will be announced via email or at a Monthly Membership Meeting at least one week prior to the scheduled date. Active members in good standing may request to observe this meeting by notifying a Board member of their intent to attend.
- Board Members can attend Board of Directors Meetings via telephone or video conferencing.
- Telephone or video conferencing participation in Board of Directors Meetings is considered attendance at the meeting.

### **Section 2 – Monthly Membership Meetings:**

- Under normal circumstances, Monthly Membership Meetings will be held on the 3<sup>rd</sup> Sunday of each month.
- The location and date of the next Monthly Membership Meeting will be determined prior to the end of the current Monthly Membership Meeting.
- Monthly Membership Meetings may be in the form of social events or activities of the Club.

### **Section 3 – Special Membership Meeting:**

- In addition to any provisions of the By-Laws, Special Membership Meetings of the members may be called by the President, or by a majority of the voting Officers.
- The Board of Directors shall call a Special Membership Meeting if any Officer receives a written petition of more than 50% of the Active Members, provided such petition states the purpose for which the Special Membership Meeting is to be called.
- Notice will be sent via email to all Club members at least 7 days prior to the Special Membership Meeting.
- The notice will include the location (with directions), the date, time, and purpose of the Special Membership Meeting.

### **Section 4 – Membership Meeting Location:**

- The location of the meetings is left to the discretion of the Board of Directors. There shall be no prohibition to renting a meeting place.

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## ARTICLE IV

### OFFICERS / BOARD OF DIRECTORS

Board Members are expected to attend the Monthly Membership Meetings and perform the duties assigned to their position. Officers have the authority to solicit and appoint members to Committees to assist in carrying out the duties of their office.

#### Section 1 – Committees:

- A “Committee” is a body of one or more persons appointed by the Board of Directors/President to accomplish a specific need, such as: a car show, social event, or election.
- The Committee is part of the Club, and, as such, shall report to the Board of Directors.
- The Board of Directors shall present the need for a committee to the Club and ask for volunteers.
- The President shall have the option to ask members to be part of a committee or be the chairperson if there are no volunteers.

#### **Committee Responsibilities:**

- Members will work together to accomplish specific tasks for the enhancement of the Club.
- Provide detailed information of actions and outcomes, as requested by a member of the Board of Directors.
- Circulate the agenda at least 72 hours in advance.
- Take detailed notes at the committee meeting.
- Schedule important items early in the meeting to ensure sufficient time for discussion.
- During the meeting, the chairperson will be responsible for encouraging participation from all committee members, keeping the discussion connected to the agenda item, and keeping the discussion within the meeting time.
- The chairperson will summarize to do action items prior to ending the meeting.

#### Section 2 – President

- The President shall preside at all Club meetings of the members and Board of Directors.
- He/she shall be the principal Officer of the Club.
- He/she shall provide an agenda for all monthly Membership Meetings and Board of Directors Meetings.
- He/she shall establish committees as necessary and shall outline the duties and responsibilities of such committees.
- He/she has the authority to approve expenditures up to \$250.00 with a maximum \$500.00 per year. He/she shall report to the Club members at the next scheduled Monthly Membership Meeting the purpose for the expenditure and final cost.
- He/she shall be the liaison between the Club and other Club(s) and/or sponsors.
- In the event of a tie vote by the Board the President shall break the tie vote.

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### **Section 3 – Vice President**

- In the absence of the President, the Vice President shall perform the duties usually appertaining to that office.
- He/she is also responsible for events that support the Club's non-profit, charitable organizations.
- He/she shall be responsible for Social Events and chair the Social Committee and identify, organize, and host events for the Club's members to participate in such as: dinners after meetings, trips, chili cookoff, picnic and others.

### **Section 4 – Secretary**

- The Secretary will record all Monthly Membership Meeting minutes and post the minutes to the website prior to the next Monthly Membership Meeting.
- He/she will maintain a history file containing Board and Club Minutes.
- He/she will maintain a current version of the Constitution and By-Laws.

### **Section 5 – Treasurer**

- The Treasurer shall, subject to such conditions and restrictions as made by the Board of Directors, have custody of all monies, debts, and financial obligations belonging to the Club.
- He/she shall be responsible for filing all appropriate documents including the Club's Federal Tax Return.
- He/she shall make all payments of the Club's debts upon approval of the Board of Directors.
- Contracts, checks, drafts, notes, or other orders of payment of money, shall be signed in the name of the Club by the Treasurer or the President.
- In addition to the monthly Treasurer's Reports, an annual audit of the Club's finances shall be conducted by a committee consisting of the current Treasurer, incoming Treasurer (if applicable), one Board member and one member of General Membership.
- He/she will work with the Board to develop an Annual Budget.
- He/she shall give an annual report on the financial status of the Club at the January Monthly Membership Meeting.
- He/she will maintain an inventory of Club property of individual assets valued over \$100.
- He/she will oversee the 50/50 Raffle.
- He/she will maintain the Club's fiduciary records.

### **Section 6 – Director of Membership:**

- The Director of Membership shall acquaint him/herself with all prospective members, promote Club membership to all Corvette owners, receive all applications, General Release, and Indemnification Forms; and verify that all applications have been properly completed.
- He/she, in association with the Treasurer, will maintain a current list of paid members.

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- He/she shall enforce and encourage all members regarding the payment of dues.
- He/she shall provide a welcome packet to each new member.
- He/she shall update email distribution lists for the Members and the Board, as needed.
- He/she will maintain a history file containing General Release and Indemnification Forms.

### **Section 7 – Website Coordinator:**

- The Website Coordinator shall be the first point of contact with the website design service and oversee the Club website with approval of the Board and input from Club membership.
- He/she shall act as the primary point of contact to notify and oversee the website design service, who will maintain and troubleshoot the Club's website.
- He/she shall be the primary point of contact to post upcoming events, pictures in the gallery, videos, and other information as appropriate.

### **Section 8 – Immediate Past President (Ex Officio):**

- The immediate Past President shall serve in an advisory capacity for a period of one-year following expiration of his/her term.
- He/she will be a non-voting Member of the Board of Directors.

## **ARTICLE V LIABILITY**

### **Section 1 – Personal Liability**

- All persons or corporations extending credit to, contracting with, or having any claim against the Club, or its Board of Directors, shall look only to the funds and property of the Club for payment of such contract or claim, or for payment of any debt, damage, judgement or decree, or any other money that may otherwise become due or payable to them from the corporation. Members of the Club, the Board of Directors, present or future, shall not be held liable personally thereafter.
- All major decisions shall be made by the Board of Directors, sent to the floor at the next Monthly Membership Meeting to be voted on by the members.
- Daily operations of the Club shall be carried out by the Board of Directors.
- Quick decisions may be made by a majority vote of the Board of Directors as long as the decision is within the scope of the Club, and a decision must be made prior to the next Monthly Membership Meeting and is in the best interest of the Club.
- The members of the Club, the Board of Directors, past, present, or future shall not make contracts, agreements, partnerships, and/or sponsorships without the full agreement of the Board and the membership. A proposal shall be made to the membership and a copy shall, therefore, be included in a notice at the next Monthly Membership Meeting. A two-thirds vote of the members present is required to accept the proposal.

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- All members and prospective members will sign the General Release and Indemnification Form. A signature is required to maintain good standing in the Club.
- The Board of Directors shall review and implement changes to the General Release and Indemnification Form on an annual basis, as needed. If the form is revised, all members will be required to sign the new form.

### **ARTICLE VI**

#### **AMENDMENTS TO THE BY-LAWS**

- The Board of Directors of the Club, or any ten (10) Active Members in good standing, by written proposal submitted to the Secretary may propose an amendment to the By-Laws.
- These By-Laws may be amended by two-thirds (2/3) vote of the members present, which shall constitute a quorum, at any Monthly Membership Meeting of the Club, provided such an amendment has been proposed in writing to the Secretary, who shall have included it in a notice of the Monthly Membership Meeting to the members at least seven (7) days before the date of the scheduled Monthly Membership Meeting.
- The most current, revised, and approved Constitution and By-Laws shall supersede all previous versions of the same.

### **ARTICLE VII**

#### **VOTING / ELECTION OF OFFICERS**

##### **Section 1 – Officers / Board of Directors:**

- The elected “Officers” shall be the “Board of Directors”.
- The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, Website Coordinator, and Director of Membership.
- The immediate Past President shall serve as an advisor to the Board of Directors.
- Officers who have completed a two (2) year term, and desire to continue in their role, will have the option to run for a second two (2) year term.
- Following the second term, any Officer whose position is uncontested, may continue in their role for an additional term.

##### **Section 2 – Nominations and Elections:**

- Nominations shall be held at the October Monthly Membership Meeting.
- The election will be held at the November Monthly Membership Meeting. Voting shall be in person.
- The Board will not inhibit in any fashion the nomination of any Active Members in Good Standing.
- No negative comments will be accepted or published regarding the person(s) currently assigned to that position, or a person seeking that position.

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- If a position is not contested, a ballot for that position is not necessary. The single applicant will be approved by a vote of acclimation at the November Monthly Membership Meeting.
- The results of the vote will be announced at the December Monthly Membership Meeting, and the elected Officer's term shall begin January 1<sup>st</sup> of the following year.
- The outgoing Officers will turn over all materials and mentor the incoming Officer regarding all responsibilities for that position.

### **Section 3 – Motions and Voting During the Monthly Membership Meeting:**

- For a motion to be carried, it must be approved by a majority vote of the Active Members present. A "Majority Vote" is any vote greater than 50% of the Active Members present. The President will cast a vote only to break a tie.
- Motions and voting will follow procedures found in *Robert's Rules of Order* (revised).

### **Section 4 – Resignation of Board Members / Officers:**

- In the case of the resignation of the President, the Vice President will assume the office of President and elections will be held at the next regularly scheduled Monthly Membership Meeting for the Vice President position. The newly elected Vice President will serve the remainder of the current term.
- If any Officer, other than the President, resigns, the President will notify the members of the resignation and solicit nominations to fill the vacancy by the end of two weeks from the date the email notice was sent.
- At a special meeting of the Board of Directors, prior to the next Monthly Membership Meeting, the Board will nominate and appoint an Officer to fill that position for the remainder of that position's term. If for any reason the President and Vice President positions are both vacant, those Officers' positions will be filled at the earliest possible time, following the process set forth in **Article VII Section 2 – Nominations and Elections**.

## **ARTICLE VIII**

### **CLUB AFFILIATION**

- The Club will not be solely sponsored by any one vendor, private, public, or corporate organization. Liaisons will be created with Chevrolet Corvette dealerships and other designated corporate relationships to promote membership and Club activities as directed by the Board of Directors.

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### ARTICLE IX DISOLUTION

- If, for any reason, the Club is disbanded or dissolved, any property held in the Club's name, shall be liquidated, and turned into cash. After all Club liabilities have been paid, the remaining cash shall be donated to a non-profit charitable organization chosen by the membership.
-