

Corvette ANNAPOLIS, Inc.

BYLAWS

Bylaws 4/93

Amended 5/98, 7/02, 1/04, 8/06, 2/11, 2/14

Note: Where "He" appears "She" is implied if the member is a female.

ARTICLE I

Name

SECTION 1. - Name. This Club shall be known as "Corvette Annapolis, Inc." hereafter referred to as "the Club".

ARTICLE II

Objective

SECTION 1. - Objective. The objective of the Club is to promote and develop an active interest in pride of ownership of Corvettes, friendship and good faith among ourselves and others while helping the Community.

ARTICLE II

Membership

SECTION 1. - Membership. Membership of the Club shall be limited to individuals who are current owners of Corvette cars, any year or model.

SECTION 2. - Classes of Membership

a. Active - Any Corvette owner and spouse/companion duly admitted as provided in Article IV and having paid such dues and fees as required.

- b. Associate** - A member in good standing who does not own a Corvette at membership renewal date. Associate members may not vote in formal elections.
- c. Honorary** - Any person may be elected to membership by two-thirds majority of the membership in recognition of contributions made to benefit the Club.
- d. Dependent** - The child of any member who is between the ages of 16 and 21.
- e. Founding** - The six members who formed Corvette Annapolis: Jim Davis, Mike Doty, Mike (Blue) Bluestein, Steve West, Ed Sutton, and Carl Morgan.

ARTICLE IV

Admission of Membership

SECTION 1. - Admission. - Members shall be admitted to the club in the following manner:

- a.** Prospective members must attend two events and/or meetings within a (90) day period to request membership.
- b.** The Vice President, in his role as Members Coordinator, shall immediately following the official meeting, provide prospective members an overview of members responsibilities and expectations.
- c.** After attending two events and/or meetings, prospective members will then fill out Club and NCCC applications for membership.
- d.** Following successful admission for membership, the new member shall pay all Club and NCCC (National Council of Corvette Clubs) dues as prescribed in these by-laws.

ARTICLE V

Dues and Duties of a member

SECTION 1. - Initial Dues. Each member, after acceptance, shall pay a membership fee to the Club, equal to the Club's annual dues. Spouse/companion and dependent members shall pay a fee equal to spouse and dependent dues.

SECTION 2. - Dues. All members shall pay annual dues to the Club. Club dues may be changed by a recommendation of the Board of Directors and by a vote of two thirds of the members at a monthly meeting, provided notification has been given through the newsletter the month before. Club and NCCC dues shall be paid annually by November meeting or other date as dictated by NCCC.

SECTION 3. - Requirements. All members shall be required to join the National Council of Corvette Clubs following initial acceptance into the Club and each year following that. NCCC membership status must be sanctioned with the Club, making all points earned in NCCC events going to the Club.

SECTION 4. - Status. A member shall be regarded in good standing if he is not more than 60 days in arrears in payment of any indebtedness, dues or otherwise, to the Club.

ARTICLE VI

Termination of Membership

SECTION 1. - Resignation. Any member may resign from the Club provided all indebtedness has been paid in full.

SECTION 2. - Suspension. Any member who has not paid their dues by December 31st will be suspended from the Club and must re-apply as a new member.

SECTION 3. - Participation. All active and associate members are required to attend a minimum of four (4) activities during the membership year, to include one (1) NCCC event. The membership year shall be from November 15 of one year to November 15 of the following year. Activities include Club meetings, brunches, rallies, shows, or any other Club sponsored event. Members who do not attend four (4) activities during the year shall not have their membership renewed for the following year, however, the Board of Directors has the discretion to extend membership to members who have not met attendance requirements due to extenuating circumstances.

SECTION 4. – Revocation of Membership. All members have a responsibility to uphold the club’s founding objective as described in Article II. Members whose action or conduct is: detrimental to the club or its founding objective; or detrimental to the club’s reputation; or creates a hostile or unfriendly environment within the club; or is disruptive of club meetings or activities; may have their membership revoked by a majority vote of the membership. After a motion is made and seconded to revoke a membership a vote will be taken at the next regularly scheduled club meeting. The member in question must be notified in writing at least 15 days before the vote. At the member’s request the vote will be postponed for one month. A Quorum must be present, and the provision in Article X Section 2 allowing for suspension of the standard Quorum requirements does not apply. If a membership is revoked, the club will refund the member’s Club and NCCC dues for that year. The member’s NCCC status would change to Member at Large and would remain in effect for the remainder of the year.

ARTICLE VII

Officers

SECTION 1. - Officers. The officers of the Club shall be President, Vice President, Secretary, Treasurer, and Governor. Officers shall be elected for a term of one year.

SECTION 2. - Elections. Nominations shall be held in September of each year. In August, the President shall, at his discretion, appoint a nominating committee. In the absence of a nominating committee, the President shall, during the September meeting, take nominations from the floor, or accept self-nominations for each office. The slate shall be voted upon at the October meeting.

SECTION 3. - President. The President shall be the executive head of the organization and shall preside over all its meetings. The President shall have the power to convene special meetings when he considers it necessary, or it is requested by the majority of the Club membership. He shall attend to all communications within his province. He may sign and make all contracts and agreements in the name of the Club. He shall see that the books, reports, statements and certificates required by the statutes are properly kept, made and filed according to

the law. He shall represent the Club in any civic duties. He shall see that the officers of the Club discharge their duties faithfully, impartially, accurately, and promptly and shall enforce strict observance of the laws and policies of the Club. He shall decide points of order. He shall have power to appoint any officer or committees not provided for by these by-laws and their appointed term of office shall not exceed that of the President unless approved by the membership of the Club. He shall not be entitled to vote on issues in the Club except in the event of a tie. He shall enforce these by-laws and perform all duties incidental to the position and office which are required by law.

SECTION 4. - Vice President. The Vice President shall assist the President in the performance of his duties and during his absence or inability of the President to render and perform his duties or exercise his powers as set forth by these by-laws or in the acts under which this Club is organized, and when so acting, shall have all the powers and be subject to all the responsibilities hereby given to or imposed upon the President. He shall act as the Club's Members Coordinator, providing clearly-defined responsibilities and expectations to prospective and current members and maintain the Club's membership database.

SECTION 5. - Secretary. The Secretary shall keep accurate records and complete minutes of all special and business meetings of the club. He shall be custodian of all records and of the Club seal. He shall give and serve all notices of the Club. He shall present to the Club at meetings all communications addressed to the Secretary officially by the President or any other officer, as well as present the minutes of the preceding meeting to the membership for approval. He shall notify the members of any other matters having direct or indirect bearing on the membership.

SECTION 6. - Treasurer. The Treasurer shall collect fees due, or assessments duly imposed upon the members and shall have the care and custody of and be responsible for all the funds and securities of the Club. He shall deposit all such funds in the name of the Club in such bank or banks, trust companies or safe deposit vaults as the membership may designate. He shall sign, make and endorse in the name of the Club all checks, drafts, warrants and orders for the payments of monies and pay out and dispose of same and receipt; therefore, under the direction

of the President of the membership. He shall render a written statement of the conditions of the finances of the Club at each regular meeting, and at any such other times as may be required.

SECTION 7. - Governor. The Governor is expected to attend the meetings of the National Council of Corvette Clubs East Region Governor's Meetings. If he is unable to attend the meeting he should send a proxy in his place. He shall report to the Club at each meeting following the NCCC meeting. He shall be responsible for keeping the membership informed of any and all meetings on competitions that the NCCC or any Club belonging to the NCCC is having in our region or that he has been informed about. He shall be responsible for informing the NCCC of any event sponsored by the Club, sanctioned or non-sanctioned, for insurance purposes. The Governor or proxy will be reimbursed for expenses of attending the Regional Governor's Meetings as approved by the Board of Directors. He may be reimbursed for actual expenses for attending one National Governor's Meeting per year, if approved in advance by the Board of Directors.

ARTICLE VIII

Board of Directors

SECTION 1. - Board. The Board of Directors shall consist of the President, the most recent past President, Vice President, Secretary, Treasurer, Governor, and Competition Director. The Competition Director will be elected to the position along with the officers in accordance with Article IX.

SECTION 2. - Duties. The Board of Directors shall make recommendations to the Club concerning any matter and concerning the well being of the Club. The Board of Directors may not make, create, modify or delete any law, committee or matter concerning the Club, without the approval of the majority of the membership of the Club.

SECTION 3. - Competition Director. The Competition Director will work with the Activities Director and the individual club Event Coordinators to assist in scheduling events to provide as little conflict as possible with other East Region NCCC sanctioned events. The Competition Director will promote ER NCCC sanctioned events to Corvette Annapolis, and

promote Corvette Annapolis sanctioned events outside the club. The Competition Director will coordinate competition and rules questions for submission to the Regional Competition Director (RCD), will serve as the club's primary liaison to the RCD, and will keep the club informed on NCCC competition rules changes. The Competition Director, working closely with the Governor, will interpret NCCC rules requirements for the club's sanctioned events, and will work with event co-chairs to ensure maximum NCCC points are obtained for the club as a result of conducting sanctioned events. The Competition Director will be the primary proxy for the Governor for attending quarterly Regional Governor meetings.

ARTICLE IX

Election Procedure

SECTION 1. - Nominations. Not later than the August meeting of each year the President will appoint a nominating committee, if he feels it is necessary, approved by the Club, of not fewer than 3 (three) members. Otherwise, nominations from the floor and self-nominations will be taken at the September Club meeting. The nominating committee shall select at least one nominee for each office. In case a nominee wishes to decline the nomination at the business meeting at which elections are held, the Club may select one or more nominees or the Club may accept a self-nomination. In the case of a self-nomination, if that member is the only nominee, he must be elected by a majority vote, which will consist of a yes or no vote of the members in attendance at that meeting. Any other nominee will be elected by receiving the highest number of votes cast for the nominees for the office for which they were candidate. If a nominee is the only nominee for a vacant office, the nominee will, at the discretion of the President (as provided for in these bylaws), immediately assume the office to which the nominee was elected. Any other nominee will assume the office to which the nominee was elected at the prescribed time stated in these by-laws.

SECTION 2. – Elections. The elections will be held during the October business meeting. The President or presiding officer shall read all the notices or names for election and then proceed to conduct the annual election.

SECTION 3. - Counting the votes. Balloting shall be by secret ballot and shall be counted by the nominating committee or appointed member(s). If a person on the nominating committee is a nominee for the office which is being counted, an officer of the club will take his place as long as that officer is not a nominee for that office.

SECTION 4. - Eligibility. Only members in good standing shall be eligible to vote. Members in good standing for 6 (six) months or longer shall be eligible to become an officer of the club.

SECTION 5. - Voting. Voting shall be cast by individuals, and no person may cast more than one vote for each office. Voting may be made by an absentee ballot as long as the ballot is returned to any officer 24 hours prior to the election. The ballot must be in a sealed envelope and must bear the voter's name and signature.

SECTION 6. – Assumption of responsibilities. All newly-elected officers shall assume the responsibilities of their respective offices on the 1st day of January, except as otherwise provided for in these by-laws.

SECTION 7. - Election Results. The Secretary will report the result of all elections and appointments of the club officers by publishing the results in the newsletter.

ARTICLE X

Meetings

SECTION 1. - Club Meetings. Regular meetings shall be held by the club and the schedule of these meetings shall be determined by a majority of the club.

SECTION 2. – Quorum. One-third (1/3) of the members in good standing shall constitute a quorum at any business or special meeting. Rules requiring a quorum may be suspended by a 2/3 majority vote of those members present when a quorum cannot be met.

ARTICLE XI

Committees

SECTION 1. – Determination. The Board of Directors shall determine the number and purposes of any and all committees needed to fulfill the objectives or needs of the club.

SECTION 2. – Appointment. The President shall appoint such committees as becomes necessary for the smooth and efficient operation of the Club and Club events. He shall outline the duties, responsibilities, and expectations of such committees.

SECTION 3. – Conduct. All actions taken by a committee must be voted on by a majority of that committee. The members of each committee will select a chairman who will report to the board of directors as requested and to the membership during business meetings.

ARTICLE XII

Revenue

SECTION 1. - Revenue. The Board of Directors may plan or recommend the raising or accumulation of revenue from sources other than those stated in these by-laws, provided such methods or sources have been approved by the membership of the Club.

SECTION 2. - Expenditures. Any revenue received shall be applied under the direction of the Board of Directors and with the approval of the club for said purposes and objectives of the organization, and shall at no time become part of the income or benefit of any member (or members) of the club.

ARTICLE XIII

Amendments

SECTION 1. – Changes. Amendments to these by-laws may be adopted by a majority vote of the members present at a scheduled meeting, provided: a quorum is present; written notification was given to the members at the monthly meeting preceding

the vote; and additional notification was provided to the membership at least ten days prior to the vote either by letter, inclusion in the monthly newsletter, or by e-mail. In addition, for voting regarding changes to these by-laws, the provision in Article X, Section 2 allowing for suspension of the standard Quorum requirements does not apply.

ARTICLE XIV

Parliamentary Procedure

SECTION 1. – Procedure. Any rules, regulations or disputes in ruling, will be governed by Robert’s Rules of Order.