

# **CLUB CORVETTE OF CONNECTICUT, INC.**

## ***BYLAWS***



**Prepared by: Club Corvette of Connecticut, Inc. Board of Directors**

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**FOR CLUB MEMBERS ONLY**

# CLUB CORVETTE OF CONNECTICUT – BYLAWS

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# **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

## **MISSION STATEMENT**

The mission of Club Corvette of Connecticut, Inc. is to foster and encourage the interest in, and enjoyment of, the Corvette marquee. The policies and objectives of the Club shall be to generate a friendly relationship among Corvette owners, enthusiasts, and fellow Corvette Clubs. Events and activities shall be scheduled each year to foster Corvette enjoyment, demonstrate Corvette ownership and beauty to the public and to provide fundraising activities for various selected charitable organizations.

## **ARTICLE I – CLUB NAME, PRINCIPAL OFFICE AND TERMINOLOGY**

### **Article I, Section 1. -- Club Name**

Our Club name is Club Corvette of Connecticut, Inc. It may otherwise be referred to as Club Corvette of CT, Club Corvette, CCC, Inc. or the Club.

### **Article I, Section 2. -- Principal Office**

A. The Principal Office of Club Corvette of Connecticut, Inc. is:  
82 Forbes Place  
East Haven, CT 06512

The Club's mailing address is:  
P.O. Box 120236  
East Haven, CT 06512

B. The Board of Directors is granted full power and authority to change the principal office from one location to another, as they deem reasonably necessary, in order to facilitate the business of the Club. Any change made pursuant to this Article shall be reflected in the minutes of the Club's Board of Directors' meeting during which the change was made.

### **Article I, Section 3. -- Terminology**

The term "Club" as used herein refers to "Club Corvette of Connecticut, Inc."

The term "Board of Directors" refers to the governing Board of the Club. Other terms used interchangeably for the Board of Directors are "Board", "Executive Board", or "E-Board". The Board of Directors shall consist of 11 positions detailed in Article III, Section 1.

The term "Newsletter" as used herein refers to the monthly "Vette Gazette Newsletter" published by the Club.

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## **ARTICLE II – MEMBERS**

### **Article II, Section 1. -- Classification of Members**

- A. There shall be one (1) classification of membership in the Club. The classification shall be "Dues Paying Membership".
- B. Each Dues Paying Membership or "Membership" can include up to two individuals that have been identified as a "Member". Except for voting, both Members have equal membership rights and privileges.
- C. Each Dues Paying Membership (not the individual Members) in good standing shall have one vote for all Club business brought before the General Membership and for which a vote has been duly called.
- D. The annual payment of dues applies to all Dues Paying Memberships including those members who serve on the Board of Directors or as a Committee Chairperson.
- E. Dues Paying Membership and its underlying Members are considered to be in good standing when their annual dues are paid and the underlying member(s) conducts themselves in accordance with the requirements of Article VII.
- F. Both Members under a Dues Paying Membership can serve simultaneously on the Board of Directors or a Committee. If both Members serve on the Board of Directors at the same time, each Member has separate and equal voting rights on Board of Directors matters, but only a single vote in matters brought before the General Membership in accordance with Article II, Section 1, Paragraph C.

### **Article II, Section 2. - Application for Membership**

Application for membership shall be submitted either electronically through the Club's website or in writing on the form furnished by the Club. The Membership becomes active when the payment of the initial dues is received. It is not required to own a Corvette to apply for or retain membership in the Club.

### **Article II, Section 3. -- Fees and Dues**

The annual dues will be set each year at the October Executive Board Meeting, after a review and approval of the proposed budget for the following calendar year. Notice of any adjustments made to the annual dues will be presented at the November Membership meeting and will become effective on January 1<sup>st</sup> of the budget year. The month of initial payment of dues

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

### **Article II, Section 3. -- Fees and Dues (cont.)**

becomes the Membership Anniversary Month, which will subsequently be used for all future payments of annual dues and membership renewal in the Club. Any Membership which does not pay its dues during the Membership Anniversary Month shall be considered delinquent. While the Members under the delinquent Membership are permitted to participate in Club activities during a grace period, the Membership is not considered to be in Good Standing and ineligible to vote on any Club matters. The grace period will expire 90 days after the first day of the Membership Renewal Month at which time, and if the dues remain unpaid, the Membership will be removed from the Membership List and the Members shall lose all rights and privileges as a Member of the Club.

The Treasurer of the Club will make best efforts to mail a dues invoice during the month prior to the Membership annual renewal date. The invoice will indicate the dues required as well as the due date. When dues are not paid to the Club during the Member Anniversary Month, the Treasurer will send a second notice.

If a membership has been terminated due to delinquent dues per Article II, Section 3 or due to a Member-initiated resignation, the Membership can be reinstated by payment of dues so long as the dues are received within 12 months of Member Anniversary Date. If a period greater than 12 months has lapsed, the standard application for Membership as defined in Article II, Section 2 will be required.

## **ARTICLE III – BOARD of DIRECTORS, OFFICERS and CHAIRPERSONS**

### **Article III, Section 1. -- Board of Directors**

A. The Board of Directors shall be comprised of eleven (11) positions; nine (9) elected positions and two (2) appointed positions. The elected positions shall be five (5) Officers and four (4) Directors at Large. The appointed positions shall be the Chairpersons of the Annual Car Show and Chairperson of Club Events. Each of these eleven (11) positions shall have an equal vote on all issues brought before the Board for which a vote has been duly called.

In addition to the nine (9) elected and two (2) appointed positions, the Board of Directors shall have one additional special position, with limitations, reserved exclusively for the immediate Past President. If the immediate Past President chooses to accept this position, He/She shall serve on the Board in a capacity equal to all other Board members except, His/Her position shall be limited to a one (1) year term immediately following His/Her term as President and voting rights shall be exercised only when required to resolve a tie vote.

**FOR CLUB MEMBERS ONLY**

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

### **Article III, Section 1. -- Board of Directors (cont.)**

- B. The President may, at his/her discretion, invite Past Officers, Chairpersons, or any Club member to attend a Board of Directors meeting(s) to lend council and/or expertise on a specific issue before the Board. The invited guest(s) shall have no voting rights at the meeting, shall limit their participation to the specific issue at hand and shall terminate their participation at the meeting(s) once the Board has determined that their council and/or expertise has accomplished its intended purpose.
- C. The Board of Directors shall have responsibility for the general supervision of the affairs of the Club, including the implementation and enforcement of all Club policies/procedures. In addition, the Officers are responsible for their regularly assigned duties as set forth in Article III, Section 5. The Board of Directors shall also perform such duties as may be requested and/or assigned by the Club and these Bylaws.

### **Article III, Section 2. -- Officers and Position**

- A. Officers. The five (5) elected Officers of the Club shall be:
- President
  - Vice President, Club Operations and Activities
  - Vice President, Technology and Communications
  - Secretary
  - Treasurer
- B. Directors At Large. The four (4) elected Director At Large positions will be assigned Special Duties or Chairperson positions as deemed necessary by the President. No other elected positions shall be created unless stipulated in the Bylaws.
- C. Eligibility. Any member in good standing, as defined in Article II, Section 1, Paragraph D at the time of his/her election, shall be eligible to hold office in the Club provided the member meets the Terms and Qualifications requirements as stated in Article III, Section 2, Paragraph D.
- D. Terms and Qualifications. All positions on the Board of Directors shall be elected annually in accordance with the election process stated in Article III, Section 3. Exception to this requirement is the term of President as stated below.

President - The President shall be elected for a term of two (2) years, holding the position for not more than two (2) consecutive two (2) year terms. To hold the Office of President, a member must be in good standing, have been a member of Club Corvette for at least three (3) consecutive years and have served at least one (1) full year as an elected or appointed member on the Board of Directors.

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

### **Article III, Section 2. -- Officers and Position (cont.)**

Vice President – Election shall be for a one (1) year term, not holding the position for more than three (3) consecutive one (1) year terms. To hold one of these positions, a member must be in good standing and have been a member of Club Corvette for at least two (2) consecutive years. Prior experience in a position on the Board of Directors or as a Chairperson is not required.

Secretary and Treasurer – Election shall be for a one (1) year term. To hold one of these positions, a member must be in good standing and have been a member of Club Corvette for at least two (2) consecutive years. Prior experience in a position is not required.

Director at Large – Election shall be for a one (1) year term, not holding the position for more than three (3) consecutive one (1) year terms. To hold this position a member must be in good standing and have been a member of Club Corvette for at least one (1) year. Prior experience in a position on the Board of Directors or as a chairperson is not required.

Term Limits - An E-Board member that has reached his/her term limit can be appointed by a majority of the Board of Directors to serve an additional year provided there is no other candidate for that position. This appointment breaks the consecutiveness of the elected terms, and the individual may run for office at the next election and begin a new term limit.

### **Article III, Section 3. -- Election Process**

- A. A Nominating Committee may be established, at the direction of the President, no later than the August General Membership Meeting. No Club Officer will be a member of the Nominating Committee. The Committee will be charged with the responsibility of identifying those Members in good standing that have expressed an interest in serving or continuing to serve in an elected Club position. The Nominating Committee shall present their findings to the President prior to the October General Membership Meeting or such deadline as set by the Secretary.
- B. Any Member in good standing may present to the Nominating Committee any other Member in good standing as a candidate for office provided that no name shall be placed in nomination without having procured the consent of such person to serve if elected.

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

- C. Candidates whose names have been placed in nomination for an elected position if requested shall submit in writing to the Secretary a resumé of experience and qualifications, and the reasons for wanting to serve in an elected position. The Board of Directors shall review any potential candidate's qualifications for the elected position and must consent to the candidate being placed on the ballot. The Board of Directors' consent shall not be unreasonably withheld.
- D. All names submitted as candidates will be presented by the President at the General Membership Meeting in October. The Secretary will publish the candidates' names in the October Newsletter for the General Membership to review along with a reminder notice that the election will be held at the November General Membership Meeting.
- E. Elections shall be held during the November General Membership meeting. Ballots will be distributed to voting members present at the November meeting. All votes cast shall be by written ballots only.
- F. The Secretary shall be responsible for conduct of the voting process. One (1) blank ballot (vote) will be issued to each Dues Paying Membership in good standing.
- If the entire slate of nominees running for election is unopposed and a motion is duly called for, seconded and approved, the Secretary may cast a single affirmative verbal vote for all candidates. In the event there are multiple candidates running for a position, or positions, only the names of those individuals seeking the opposed position or positions will appear on the ballot.
- G. The Secretary shall collect all completed ballots and tabulate the results. The votes cast for each candidate will be summarized and presented to the President. The President will then announce to the General Membership the names of the candidates with the majority of votes and their respective elected positions. The Secretary will publish the election results in the November Newsletter.
- H. The newly elected candidates will assume responsibility for their respective positions on January 1<sup>st</sup> of the next calendar year. Prior to that date, the incumbent office holders and the newly elected candidates will, as appropriate, work with each other to ensure a smooth and orderly transition of responsibility.

**FOR CLUB MEMBERS ONLY**

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

### **Article III, Section 4. -- Vacant Office**

If on January 1<sup>st</sup> any elected office remains vacant, the newly elected Board of Directors may, by a majority vote, appoint any dues paying member in good standing to fill the vacant position until the subsequent annual election. The appointee must meet the qualifications for the position as stipulated in Article III, Section 5, Paragraph D. In the event that the proposed appointee does not meet the qualifications stipulated in Article III, Section 5, Paragraph D – Terms and Qualifications, the Board of Directors, by majority vote, shall determine the acceptability of the proposed appointee. This same process of appointment shall apply if, during the calendar year, an elected official resigns his/her position.

If the President resigns his/her position or is unable to complete their term for any reason, the Board of Directors shall, by majority vote, appoint one of the Members of the Board of Directors who meets the Term and Qualifications for the position in accordance with Article III, Section 2, Paragraph D as acting President until the subsequent annual election.

### **Article III, Section 5. -- Duties of Officers**

#### **A. President -**

The President shall preside at all Board of Director and General Membership Meetings of the Club. In the absence of the Secretary, the President shall designate an individual to record the minutes. In case of a planned absence, the President shall designate a Vice President to act on his behalf.

The President has the authority to designate and implement executive sessions of any Club meeting. The President shall perform all such duties as ordinarily pertain to the Office of President and shall provide the leadership and direction in establishing the policies, procedures, goals and objectives of the Club. The President shall be responsible for the enforcement of these Bylaws and the submittal to the Newsletter Publisher, in a timely manner, His/Her message to the Membership for the following month General Membership meeting.

The President has the authority to appoint Committees, Chairpersons and an Election Nominating Committee. He or she is also responsible for ensuring that all relevant Club records and documents are submitted to the Secretary for proper filing and safekeeping.

Unless a Director at Large has been appointed to be the liaison to acquire new and maintain existing sponsorships, the President shall act as the primary Liaison Officer with the Sponsor(s).

The President can authorize the expenditure up to \$1,500.00 on any single Club expense without a vote of approval by the Board of Directors.

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# CLUB CORVETTE OF CONNECTICUT – BYLAWS

## Article III, Section 5. -- Duties of Officers (cont.)

### B. Vice Presidents –

The President shall assign the Vice-Presidential areas of responsibility.

#### The Vice President of Technology & Communications

The Vice President of Technology and Communications will report to the President and be responsible for maintaining the Club communications platform and the digital footprint on Facebook and Instagram as well as other platforms that benefit the needs of the Club. Additional responsibilities include managing car show advertising and promotions along with the Car Show Chairperson and will coordinate with the web site manager pertinent information to be included on the Club website.

#### The Vice President of Club Operations and Activities

The Vice President of Club Operations and Activities will report to the President and be responsible to coordinate the activities of major events and provide support to the Chairpersons of the following Club Operations and Activities:

- The Holiday Party
- Annual Picnic
- Korvettes for Kids
- Corvettes at Carlisle
- Motorsports
- Wreaths Across America
- Good & Welfare (see Article V – Good & Welfare)
- Other Club event or activities assigned by the President

Any changes, additions/deletions, made to the list of Club Operations & Activities or Club Communications and Technology must be documented in the minutes for the Board of Director's meeting at which the change was made. Such minutes shall become a supporting document to these Bylaws; therefore, a revision to the Bylaws need not be specifically made.

### C. Treasurer –

The Treasurer shall be in charge of all monies of the Club and shall report to the Club Membership, at the Monthly General Membership Meeting, the prior month balance, revenues, expenses and ending cash balance for the prior month. He/She shall collect the dues and funds for any other Club function requiring payment from Members.

Expenditure of funds over \$1,500.00 must be known to all members of the Board of Directors and approved by a two thirds (2/3) vote of the members present at a monthly General Membership Meeting. Exception to \$1,500.00 limit shall be expenditures for the annual Car Show which shall only require the approval of the President or Treasurer and Car Show Chairperson.

**FOR CLUB MEMBERS ONLY**

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

### **Article III, Section 5. -- Duties of Officers (cont.)**

The Treasurer must verify the availability of funds for all expenditures and shall pay all bills legally required or contracted by the Club as they come due. In the event there is a legally required or contracted bill over \$1,500 that has not been approved by a vote at the General Membership Meeting and is due and payable prior to the next General Membership Meeting, the Treasurer will report the payment at the next General Membership Meeting.

The Treasurer will also reimburse any Club Member for out-of-pocket expenditures the member has made on behalf of the Club. The member must submit receipts and/or an itemized list of expenditures.

The Treasurer shall keep an itemized record, in a permanent file, for a period of seven (7) years of all receipts and expenditures and report on it upon request of the President or the Board of Directors. He/She shall maintain a current membership roster and provide such to the Secretary and the Board of Directors as may be required.

The Treasurer shall prepare a proposed Annual Budget for the following calendar year and present it to the Board of Directors at the October Executive Board Meeting. After any adjustments and approval by the Board, the approved budget will be presented at the General Membership Meeting in November as a point of information only. A vote of approval is not required by the membership.

At the request of the President, the Treasurer shall prepare a forecast for the current fiscal year for use by the Board when considering the annual gift to the Adopted Charity.

At the option of the Treasurer, he/she may recommend to the President the appointment of an Assistant to the Treasurer. The proposed Assistant Treasurer shall have the qualifications and willingness to assume the Treasurer's responsibilities should the Treasurer vacate the position. The Assistant Treasurer will perform functions assigned by the Treasurer. These duties may include, but not be limited to, preparation of the monthly financial reports, maintenance of the Club's membership list, issuing annual dues notices and/or other tasks. In the absence of the Treasurer from a monthly membership meeting, the Assistant may present the monthly financial report. At the option of the President, the Assistant may be invited to attend a Board of Director Meeting as might be appropriate.

#### **D. Secretary –**

The Secretary shall keep a correct record of all General Membership and Board of Directors meetings. He/She shall submit a copy of the minutes from the General Membership meeting to the Newsletter Publisher within 7 days after the general membership meeting. The Secretary shall send out all notices and conduct all correspondence and keep an accurate file thereof.

**FOR CLUB MEMBERS ONLY**

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

### **Article III, Section 5. -- Duties of Officers (cont.)**

#### **D. Secretary (cont.) –**

The Secretary shall maintain a register of the Club Officers, Chairpersons and all other data required by the President and the Board of Directors. The Secretary shall also preserve, in a permanent file, all records and letters including the minutes book, an up-to-date copy of the Club Bylaws and a copy of "Robert's Rules of Order". All records, documents and files maintained by the Secretary shall be turned over to His/Her successor.

At the option of the Secretary, He/She may recommend to the President the appointment of an Assistant to the Secretary. In the absence of the Secretary from a General Membership meeting, the Assistant to the Secretary will record the minutes and shall perform all other such duties as may be required by the Secretary. The Assistant to the Secretary is not required to attend Board of Directors Meetings in the absence of the Secretary.

### **Article III, Section 6. -- Chairpersons**

The President shall appoint all Chairpersons. Unless otherwise designated by the President, Chairpersons shall be accountable to the Club Vice Presidents or President as stipulated in these Bylaws.

#### **A. Car Show Chairperson –**

Car Show Chairperson is an appointed position on the Board of Directors. He/She shall assume full responsibility for the coordination of all supporting activities and the execution of the Club's Annual Car Show. The car show chairperson will report to the President.

#### **B. Events Chairperson –**

Events Chairperson is an appointed position on the Board of Directors. He/She shall collect and organize information and publications submitted by Club members and/or other sources in order to develop a calendar of Club events and activities. The Chairperson shall provide the leadership, guidance, assistance and encouragement to Club members interested in the detailed planning, organizing and conduct of a Club event or activity.

#### **C. Membership Chairperson –**

The Membership Chairperson shall develop a program to promote and maintain membership in the Club. The program shall include a welcome and orientation to the Club and ensure that the new members feel welcomed and encouraged to participate in Club events. The membership chairperson will report to the President.

## **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

### **Article III, Section 6. -- Chairpersons (cont.)**

- D. Newsletter Publisher Chairperson –  
The Newsletter Publisher Chairperson shall be responsible for the publication of the Club’s monthly Newsletter. He/She shall submit it to the Webmaster for posting on the Club Website. The Chairperson shall make best effort to ensure that the Newsletter is distributed to all of Corvette Clubs in New England as well as any other Corvette Club as determined by the Board of Directors.
- E. Webmaster –  
The Webmaster shall be responsible for the information on the Club’s website, <https://www.clubcorvettect.com>, being up to date, to include current information relating to Club events and activities, information useful for potential new members considering joining the Club, and useful links to other websites including the Club’s Facebook page and the vendor(s) for Club Clothing.
- F. National Corvette Museum (NCM) –  
The NCM Ambassador shall interface and communicate with the NCM to keep abreast of events and noteworthy items of interest at the Museum, at the production assembly facility and with the Corvette race teams. He/She shall brief the Board of Directors and the General Membership on noteworthy items which may be of interest to the Club and its Members.
- G. Club Clothing/Accessories –  
The Club Clothing/Accessories Chairperson shall be responsible for the selection of available items and maintaining the relationship with the selected supplier(s).

### **Article IV - Charitable Donations**

The Club shall institute a charitable donation program in accordance with the following general guidelines.

A primary or adopted charitable organization shall be selected by the Board of Directors based on recommendations from the Club membership and/or a selection process otherwise determined by the Board of Directors. The selected organization’s primary function shall be for the benefit of Connecticut residents. The selection shall be for a minimum of two years and may be extended indefinitely until the Board of Directors recommends that a different charity be selected.

The Club’s donations to the adopted organization shall be derived from the net proceeds from the Club’s annual car show and/or the status of the Club’s general funds. The amount of the gift to be recommended to the Membership must have been approved by a majority vote of the Board of Directors. The approval of a majority of the Members at a Membership meeting in accordance with Article II, Section 1, Paragraph B is required when the gift exceeds \$1,500.

**FOR CLUB MEMBERS ONLY**

# CLUB CORVETTE OF CONNECTICUT – BYLAWS

## Article IV - Charitable Donations (cont.)

In addition to donations made to the Club's adopted charitable organization, donations may also be made to other organizations, events, fund raisers for charitable causes or individual causes as determined by a majority vote of the Board of Directors. The additional donations shall come from the Club's general funds and shall have an aggregate annual limit not to exceed the President's authorized \$1,500.00 expenditure limit as stated in Article III, Section 5. Annual total additional donations, in excess of the President's authorized \$1,500.00 expenditure limit, must be approved by a majority vote of the Club members present at a General Membership monthly meeting.

The requirement in these Bylaws to make any or all charitable donations may be temporarily suspended by a majority vote of the Board of Directors. Any suspension can be made in the event that the annual car show was canceled or other circumstances having a significant negative impact on the status of the Club's general funds or financial security.

## Article V - Good & Welfare

Good & Welfare will be the responsibility of the Vice President of Operations and Club Activities. The Club shall send flowers, fruit baskets, or gifts (collectively referred to as "Gifts") in accordance with the guidelines listed below. Any exception to the Guidelines should be authorized by the President, which could include a Gift to a non-member such as a Club Sponsor. The dollar value of the Gift (including all taxes and fees) shall not exceed an amount determined annually at the January Board of Directors meeting.

### Guidelines for Good & Welfare Gifts

EVENT	CLUB RELATION
Hospitalization	Member
Death	Member, Member's Parent, Member's Child
Wedding	Member
Birth of a Member's Child	Member

The Vice President of Operations and Club Activities is authorized to send a card to a member on behalf of the Club anytime there has been an Event which does not meet the guidelines for a Gift.

# **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

## **Article VI - MEETINGS**

### **Article VI, Section 1 - Board of Directors**

The Board of Directors shall have regular monthly meetings on a date, time and location that shall be established by a majority vote of the Board of Directors. Notice of the regular monthly meetings may be given at the discretion of the Board. There may be such additional special meetings of the Board of Directors at the call of the President or upon the call of any six 6 Board members. Such special meeting(s) of the Board shall take place on a date, time and location designated by the Board member(s) authorized to call such meeting. Except in the case of an emergency, notice of special Board meetings shall be given, with at least 24 hours notice, if possible, by telephone, mail or internet e-mail.

A regularly scheduled Board meeting must be held no later than two (2) months after elections of Officers to vote on Newsletter distribution to nonclub members. The Board may request the presence of Club members at a designated Board meeting as outlined in Article III, Section 1, Paragraph B. A majority of Board of Directors, with voting rights, shall constitute a quorum for that Body.

### **Article VI, Section 2 - General Membership**

General Membership monthly business meetings shall be held on the first Tuesday of each month commencing at a time and location designated by the Board of Directors. In an emergency, the President may change the date and/or the established time of the meeting. Notice to the membership of the change shall be given as soon as possible by phone, e-mail or posting on the Club web site. A majority of members in attendance with voting rights shall constitute a quorum for voting purposes.

## **Article VII - APPROPRIATE CONDUCT**

All members shall conduct themselves in an appropriate manner at all times during Club activities, in His/Her dealings with the Club Sponsor, the public, public officials, other clubs and fellow Club members. He/She shall make no statement or commit such actions that would cause embarrassment or negative reaction to the Club or any of the Club Sponsors.

# **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

## **Article VIII - REMOVAL/DISCIPLINE/TERMINATION**

### **Article VIII, Section 1 - Removal of an E-Board Member**

If an elected or appointed member of the Board of Directors of the Club fails to perform His/Her duties as set forth in these Bylaws, The Board of Directors shall, by a 2/3rds vote with the exception of the Officer not performing His/Her duties, empower the President to meet separately with the offending E-Board member and advise Him/Her of the Board's concerns. If there is no improvement in the E-Board member's performance, the President shall send the E-Board member a written letter requesting that he resign and vacate that office. The E-Board member so affected shall have thirty (30) days from the date of the Board of Director's notice to respond thereto in writing. If the E-Board member fails to respond within the time defined or, in the opinion of the voting E-Board members such response contains inadequate guarantees of performance, the Board of Directors by majority vote with the exception of the offending E-Board member, shall have the authority to declare the position vacant. The Board of Directors shall have the power to fill the vacancy as defined in Article III, Section 4.

### **Article VIII, Section 2 - Discipline**

When brought to the attention of the Board of Directors that a member is not acting in a manner consistent with Article VII, the President shall verbally appraise the member of the alleged charges, document such charges in a letter to the member and afford the member an opportunity to answer the charges to the Board of Directors. If the member's response is not acceptable and in the judgment of the E-Board members, the member's conduct is in violation of Article VII, Section 1, inappropriate or reprehensible, the member shall forfeit his/her membership in the Club. Dues will not be refunded to the member.

### **Article VIII, Section 3 - Termination**

Termination of membership in the Club due to conduct detrimental to the interest of the Club or a Club sponsor, shall require a majority vote of the E-Board members at a scheduled or special meeting called for the consideration of such discipline. Members who dropout, resign or are removed from the Club for any reason can only be reinstated into the Club by majority vote of the Board of Directors.

# **CLUB CORVETTE OF CONNECTICUT – BYLAWS**

## **Article IX - FISCAL YEAR**

The fiscal year shall be from January 1 through December 31 of each year.

## **Article X - AMENDMENT OF BYLAWS**

The Board of Directors, with a majority vote, must first approve any proposed revision to the Club Bylaws. The Secretary shall provide a copy of the proposed revision to the Club Webmaster for publication in the "Members Only" section of the Club's website. A notice to the Membership that a proposed Bylaws change has been posted on the Website shall be communicated in the Club Newsletter, via e-mail and at a General Membership meeting. The notice shall identify the date and time of the General Membership meeting when a vote will be called for approval of the proposed revision. Approval of the revision shall require a majority vote of the members with voting rights, present at a General Membership meeting. After approval, the date of approval and the date the revised Club Bylaws are to become effective shall be published in the next monthly Newsletter.

## **Article XI - PARLIAMENTARY PROCEDURE**

"Robert's Rules of Order" as most currently revised, shall govern this Club in all cases to which they are applicable and insofar as they are not inconsistent with the Club Bylaws. A copy of "Robert's Rules of Order" will be maintained on file with the Club Secretary. By a majority vote, the Board reserves the right to modify "Robert's Rules of Order" in situations unique to the operation of Club Corvette for the overall betterment of the Club and its membership.

## **Article XII - DISSOLUTION**

In the event that Club Corvette of Connecticut cannot fill 6 of the 11 E-Board positions, 3 of which must be officer positions, the Club should be dissolved. Should the Club dissolve as an organization for any reason, the Club's cash and/or other monetary assets shall be distributed as follows: First, all Club outstanding financial and/or contractual obligations shall be paid, including any legal, accounting or other expenses incurred in the dissolution. Second, all remaining cash assets shall be distributed between the Club's "adopted charity" or other charitable organization as approved by a 2/3rds vote of the Board of Directors within 120 days from the date when it was determined that the Club should be dissolved. In the event the Board of Directors does approve an additional charity, no less than 70% should be distributed to the Club's adopted charity and the remaining equally to other approved organizations. Third, the Club's physical assets, such as tents, computer equipment, etc. shall be donated to charitable organizations and/or sold. Any assets remaining after sixty (60) days from the date it was determined the Club should be dissolved shall be properly discarded. Any income added to the Club's cash assets shall be distributed as stated above.

**FOR CLUB MEMBERS ONLY**