

CONSTITUTION & BY-LAWS
OF
TRI-STATE CORVETTE ASSOCIATION

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PREAMBLE

In order to promote Interest in Corvette automobile owner-ship and operation and to that end to collect, receive, and learn information relative thereto and further establish an organized effort to encourage others to participate in the ownership and enjoyment connected with the use of said automobile and to that end to hold meetings, affairs, rendezvous, and other gatherings, public or private in furtherance of said purpose. The Tri-State Corvette Association, a non-profit organization, hereby adopts these By-Laws as hereinafter set forth.

Article I

MEMBERSHIP

Section 1. MEMBERS

- a. Members shall be owners or principal operators of Chevrolet Corvette motor sports vehicles.

Section 2. MEMBERSHIP CLASSIFICATION

- a. Active Member – Each applicant for active membership shall be in compliance with the requirements set forth in Section I of this article. Upon payment of the application fee and dues, the application shall become an active member. Every member must comply with the requirements set forth in Section I. to be eligible to continue as an active member of this organization.
- b. Inactive Member – any active member who:
 1. fails to pay dues as prescribed in Article II, Section 2 of these By- Laws, or
 2. fails to comply with attendance rules outlined in Article III, Section 1, 2, and 3.
 3. ineligible of vote
- c. Honorary Member – The Board of Directors, at any duly organized meeting, may elect honorary members by unanimous vote of the Directors present. Honorary members shall be exempt from paying dues and shall be entitled to all privileges of active members, except the right to vote or hold office. Honorary members need not comply with the requirements of membership set forth in Section I of this article.

Definition – Chevy Dealership/or other Sponsors.
- d. Charter Member – Any member in good standing who has, or is willing to donate a minimum of \$50.00 towards the cost of the Tri-State Corvette Assn. obtaining their state charter.

**Note: This opportunity is offered, only up until the time, when the Tri-State Corvette Assn. files for state charter.

**Note: All charter members, will have their name enrolled on the first page of the Tri-State Corvette Assn's Constitution & By-Laws.

**Note: No other privileges will be obtained, offered, or given to charter members, other than those stated in Article I, Section 2, Paragraph (d).

Section 3. ELECTION OF MEMBERS

All request for membership shall be by written application directed to the Executive Committee will put the application on the floor for the membership's vote. While this is being done, the applicant will not be present, but may return after the vote, for the final decision.

Section 4. RESIGNATION

Any member may resign by filing a written resignation with the Executive Committee, but such resignation shall not relieve the member of the obligation to pay expenses, assessments or other charges accrued and unpaid. Example: back dues, shirts, jackets, etc.

Section 5. SUSPENSION

A member may be suspended for a period or expelled for violation of any By-Law or rule of the Tri-State Corvette Association, or for conduct prejudicial to the best interest of the Association. Suspension or expulsion shall be ordered only after complying with those procedures set forth in Article VII herein.

ARTICLE II

DUES

Section 1. DUES

The Board of Directors and Executive Committee may determine from time to time, the amount of application fee, and all dues payable to the Tri-State Corvette Association by members. Motions to change dues, shall be read by the President and lay on the table at least one meeting before voting by the entire membership.

Section 2. PAYMENT OF DUES

Dues shall be payable in advance by cash or money order before December 31st for the following year.

Section 3. TYPES OF DUES

Single Membership – One Person – Required to be 18 years or older.

ARTICLE III

ATTENDANCE

Section 1.

Every member is required to attend at least three (3) regular membership meetings per year.

Section 2.

Every member is required to represent the Tri-State Corvette Association at at least one (1) Tri-State Corvette Association gathering per year.

Section 3. ANNUAL FUND RAISER

Every member is required to contribute some of his/her time to the Tri-State Corvette Association during a fund raiser event.

Section 5. LOG

Every member is required to sign the attendance log at all membership meetings The secretary will include this log in the beginning of the minutes of the net meeting.

ARTICLE IV

EXCEUTIVE COMMITTEE

Section 1. OFFICERS

The Officers of the Tri-State Corvette Association shall be President, Vice, Treasure, and Sergeant-at-Arms, each of whom shall be elected by the membership.

Section 2. ELECTION AND TERM OF OFFICE

Officers of the Tri-State Corvette Association are to be elected by written ballot at the November membership meeting. An election shall be held for selecting the officers for the following term as part of the business of the November membership meeting. Nominations for the election of officers shall be held at the regularly scheduled October membership meeting. Elections precedence shall be in the order listed in Article IV, Section 1., and only active members in attendance at the November membership meeting shall be eligible to vote for the election of officers.

All officers will be elected by the membership for one (1) year terms. Each officer shall hold office until his/her successor has been duly elected and qualifies, or until he/she resigns or is removed in the manner hereinafter provided.

Section 3. REMOVAL

Any one or more officers of the Tri-State corvette Association may be removed upon receipt of a majority of written complaints from the membership to the Board of Directors and, providing in their judgement, the best interests of the Tri-State Corvette Association would be served.

Section 4. VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification or otherwise of any officer, shall be filled by one of the other already elected officers, for the unexpired portion of the term of office.

Section 5. CONSECUTIVE TERMS OF OFFICERS

No elected officer shall be eligible to serve more than two (2) consecutive years in the same office on the Executive Committee and no more than two (2) consecutive years on the Board of Directors.

Section 6. DUTIES OF OFFICERS

The duties and powers of the officers of the Tri-State Corvette Association shall be as provided from time to time by resolution or other directive as directed by the Board of Directors and in the absence of contrary provision, the duties shall be as follows:

PRESIDENT

The President shall be the Chief Executive Officer of the Tri-State Corvette Association, and shall have the general control and management of its business and affairs, subject, however, to the right of the Board of Directors to delegate any specific power, except such as may be by statute exclusively conferred upon the President, to an other officer of the Tri-State Corvette Association.

The President shall preside at all meetings of the general membership, unless otherwise determined by a majority of the Board of Directors.

The President shall be responsible for the care and custody of all club property, and shall maintain an up-to-date record of all such property, which shall include the name of any individual member charged with temporary custody thereof.

VICE-PRESIDENT

In the absence or disability of the President, the Vice-President shall perform the duties, and exercise the powers of the President, until he/she returns, or until the end of term.

SECRETARY

The SECRETARY shall attend all meetings of the Board of Directors, Executive Committee, and the general membership and shall record the minutes of such proceedings. The Secretary shall perform such other duties as may be prescribed from time to time by the President or the Board of Directors.

The Secretary may delegate any of his/her duties, powers, and responsibilities to one or more assistant secretaries unless such delegation shall be disapproved by the Executive Committee or Board of Directors.

The Secretary shall be responsible for mailing all pertinent mailings to the membership. It will be the responsibility of the Secretary to open the Tri-State Corvette Association P.O. Box regularly, and forward mail Received, at the Tri-State Corvette Association P.O. Box.

TREASURE

The Treasure shall keep an account of all monies received and expended for the use of the Tri-State Corvette Association. He/she shall deposit all sums received in a bank, or banks, or trust companies approved by the Executive Committee, (President, Vice-President and Treasurer signatures on file) and make a report at every membership meeting, which will be included in the minutes of the meeting, or when called upon by the President or the Board of Directors. Funds may be drawn only upon the signature of the Treasure and President.

The funds, books, and vouchers in his/her hands shall at all times be under the supervision of the Executive Committee and subject to its inspection and control. The Executive Committee shall have the Treasurer's accounts audited at least once a year by an accountant, and at least semi-annually by three (3) volunteers from the membership at a membership meeting. All audit reports will be filed with the Executive Committee and Board of Directors.

At the expiration of his/her term of office the Treasurer shall deliver over to his/her successor all books, monies, and other properties, or in the absence of a Treasurer elect, to the President. In the event of absence or disability of the Treasure, the Executive Committee may appoint a Treasurer pro tem.

The Treasurer may delegate any of his/her duties, powers, and authority to one or more Assistant Treasures subject to approval by the Executive Committee or Board of Directors.

The Treasure shall, if required by the Board of Directors, provide the Tri-State Corvette Association such security for the faithful discharge of his/her duties as the Board may direct. Any bonding shall be paid by the Tri-State Corvette Association.

SERGEANT-AT-ARMS

The Sergeant-At-Arms shall assist in preserving order at all meetings and social affairs of the Tri-State Corvette Association. He shall perform such other duties as the President may direct from time to time.

Section 7. REIMBURSEMENT OF EXPENSES

Members of the Executive Committee shall be entitled to re-imbusement by the Tri-State Corvette Association for out of pocket expenses incurred pursuant to the Tri-State Corvette Association's operation.

Payments shall not exceed the amount of \$25.00, such amount from time to time should be reviewed by the membership.

Any re-imbusement of expenses, which exceed the agreed limit, should first be approved by the membership and payment not made until a receipt or bill is furnished.

Such expenditures shall be limited to postage, telephone, refreshments, stationery etc.

Any additional expenses incurred shall be presented at membership meeting for approval.

ARTICLE V

BOARD OF DIRECTORS

Shall consist of past members of the Executive Committee subject to majority of membership vote and primary goal to promote the objectives of the Tri-State Corvette Association and the best protect the interest and welfare of the members, and serve as arbitrators for the membership.

Past officers may serve, a maximum of two (2) years on the Board of Directors and are not eligible for any re-imbusement unless approved by Executive Committee and membership.

No more than five (5) members may serve on the Tri-State Corvette Association's Board of Directors during any given term.

ARTICLE VI

LOGO

Section 1.

The official emblem of the Tri-State Corvette Association shall consist of:

- a. Gray Background
- b. Traditional 1984-1985 Corvette flag, which is, left half black and white checkered and right half red with a gold Chevrolet Chevron.
- c. Letters "Tri-State", in black, above the flag emblem.
- d. Letters "Corvette Association", in black below the flag emblem.

Section 2.

The emblem of the club shall always contain thereof; the inscription "Tri-State Corvette Association" or club initials.

Section 3.

The official license plate of the Tri-State Corvette Association shall be the Same as described in Article VI, Section 1 – a, b, c, and d herein.

Section 4.

The official jackets, shirts, and flag of the Tri-State Corvette Association shall be the same as described in Article VI, Section 1 – a, b, c, and d herein.

Section 5.

Club shirts, jackets, license plates and flag shall be displayed by all members of the Tri-State Corvette Association at club events and functions.

ARTICLE VII

MEMBERSHIP SUSPENSION OR TERMINATION

Section 1. SUSPENSION OR DISMISSAL

The Board of Directors', Executive Committee, and active membership, together, shall have the right to terminate or suspend the membership of any individual member for any infraction of the Tri-State Corvette Association By-Laws or other rules and regulations.

The individual shall have the right to appeal and such determination in person or in writing. The Board of Directors may thereafter continue the suspension for a definite term, or terminate the suspension, or expel the member and its decision shall be final.

Section 2. EXECUTIVE COMMITTEE REMOVAL

Any officer may be removed from office by a majority vote of the Executive Committee, subject to appeal by the aggrieved officer to the Board of Directors. In the event of an appeal, the Board of Directors shall make the final disposition regarding removal from office.

Section 3. BOARD OF DIRECTORS REMOVAL

By a vote of 2/3 of the Directors present, with just cause, may remove any officer from office. The Board's decision in this regard shall be final.

Section 4. PENALTIES

The Board of Directors, upon a majority vote thereof, may impose other such penalties as they deem fitting and proper, including, but not by way of limitation, fine, reprimand, suspension or expulsion against any individual.

Should the Board of Directors, by a majority vote thereof, determine any member to be guilty of using the Tri-State Corvette Association for personal gain, then in that event, such member shall be expelled.

Section 5. GENERAL OFFENSES

Any individual member who shall violate any of the provisions of the By-Laws, rules, regulations, or ethics of the Tri-State Corvette Association which have been properly approved, or who shall be guilty of conduct unbecoming a gentlemen/lady, or who shall be found to be in violation of sportsmanlike attitudes fostered by the Tri-State Corvette Association, shall be guilty of an offense against the Association, and shall be subject to fine, reprimand, suspension, or expulsion.

Section 6. PREFERRING CHARGES

Any individual member may refer charges against another member specifying the particular acts complained of. All charges must be made in writing and signed and sworn to by the complaining member. All charges must be filed with the Secretary and entered in full in the minutes of a special meeting of the Board of Directors.

Section 7. SUMMONS

When charges are preferred against an individual member, he/she shall be served with written notice by the President or the Secretary directing him to appear before a hearing board which has been duly established for the purpose of hearing such charges. Such notice shall contain the time, date, and place of such hearing and shall further contain a written specification of the charges which have been preferred against the member. Such notice shall be mailed to said member at least ten (10) days prior to the date of the hearing.

Section 8. EXPULSION

Any individual member who has been expelled shall no longer be carried on the official rolls of the Tri-State Corvette Association. He shall relinquish all financial claims against the organization and shall be prohibited from attending any function, social, or otherwise, of the Tri-State Corvette Association.

Section 9. SUSPENSION

A suspended individual member shall be penalized as follows:

- a. He/she shall remove themselves from Tri-State Corvette Association.
- b. He/She shall be denied all organization privileges by the Tri-State Corvette Association.
- c. He/she shall not vote, attend meetings, hold office, or have any voice whatever in the affairs of the Tri-State Corvette Association.
- d. He/she shall not represent the Tri-State Corvette Association in any capacity.

Section 10. REINSTATEMENT AFTER SUSPENSION

When an individual member is suspended for a definite length of time, he/she shall be automatically reinstated when such time has elapsed, provided that he/she has paid all bills and back dues that he owes to the Tri-State Corvette Association. Further, any such suspended member shall be required to pay a reinstatement fee of \$5.00 to the Treasure of the Tri-State Corvette Association.

ARTICLE VIII

LIABILITY

Section 1. CLUB LIABILITY

All persons, corporations, partnerships, groups, or associations extending credit to, contracting with, or having any claim against the Tri-State Corvette Association, or officers thereof, shall look only to the funds and property of the Tri-State Corvette Association for payment of any judgment, contract, claim, debt, or decree, or any other monies that otherwise become due or payable to them from the Tri-State Corvette Association or its officers and, unless specifically otherwise provided by law, the officers shall not in any manner be personally liable thereof.

Section 2. LIABILITY FOR DEBTS OF MEMBERS

The Tri-State Corvette Association shall not incur nor be responsible for any debt, damage, judgment, contract, claim, or decree, or liabilities of any kind or nature, incurred or sustained by any club member, unless said member has obtained prior approval in writing signed by the Executive Committee and Board of Directors of the Tri-State Corvette Association.

ARTICLE IX

DISSOLUTION

Section 1. PROPERTY

If for any reason, the Tri-State Corvette Association is disbanded or dissolved, any property held in the Tri-State Corvette Association name, shall be liquidated and turned into cash in accordance with the decisions made by the then active members.

After all Tri-State Corvette Association liabilities have been paid, the remaining cash shall be donated to a non-profit charitable organization chosen by the by the active members of the organization.

Section 2. WHEN INCORPORATED

ARTICLE X

AMENDMENTS

Section 1.

These By-Laws may be amended, repealed, or altered in whole, or in part, by the Board of Directors, Excutives and membership. All motions to amend these By-Laws shall first be submitted to the By-Law Committee as established in Article XII and shall be read and ordered, by the President, to lie on the table for at least one month. A second reading shall be made before the Board of Directors may vote thereon. A two-thirds vote of Directors present, at the time the vote is taken shall be necessary to pass an such motion for amendment.

Section 2. ADVANCED NOTICED

Each member of the Board of Directors shall be advised of the proposed amendment not less than twenty-one (21) days in advance of the meeting at which such vote will take place.

ARTICLE XI

WAIVER OF NOTICE

Section 1.

Whenever any notice is required to be given to any member, officer, or director of the Tri-State Corvette Association under the provisions of these By-Laws, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such noticed.

ARTICLE XII

BY-LAWS COMMITTEE

When needed a By-Laws Committee shall be appointed by the Executive Committee, subject to the approval of the Board of Directors, This committee shall consist of at least two members from the membership and at least two officers from the Executive Committee. All proposed revision, amendment, repeal of the Tri-State Corvette Association By-Laws shall first be referred to this committee for review and recommendation. After due investigation and review, the findings and recommendations of the committee shall be presented to the Board of Directors at a regular meeting or a special meeting called for such purpose. The committee shall retain a permanent record of all resolutions passed by the Board of Directors.

ARTICLE XIII

OTHER COMMITTEE'S

Section 1. EXAMPLES

- a. Concours Committee.
- b. Road Rally Committee.
- c. Auto Cross Committee.
- d. Drag Race Committee.
- e. Public Relation Committee.
- f. Social Events Committee.
- g. Special Events Committee.

Section 2. RESPONSIBILITIES

- a. Organize related events.
- b. Collect necessary cost.
- c. Create related flyer or bulletin.
- d. Report to Board of Directors, Executive Committee.
- e. Report current events and upcoming events at membership meetings.
- f. Submit cost projection.
- g. Remit monies and financial report to Treasure after event is held.