



Operating Bylaws

Approved September 10, 2017

Table of Contents

ARTICLE 1 - NAME AND PURPOSE

- Section 1 - Name
- Section 2 - Purpose

ARTICLE 2 - MEMBERSHIP

- Section 1 - Eligibility for Membership
- Section 2 - Application Requirements and Acceptance for Membership
- Section 3 - Dues
- Section 4 - Renewal of Membership
- Section 5 - Voting Privileges
- Section 6 - Invited Guests
- Section 7 - Removal from Membership

ARTICLE 3 - FINANCES

- Section 1 - Fiscal Year
- Section 2 - Officer Compensation
- Section 3 - Personal Liability for Executive Officers
- Section 4 - Financial Reporting
- Section 5 - Expense Authorization & Reimbursement

ARTICLE 4 - MEETINGS

- Section 1 - Regular Business Meeting
- Section 2 - Mandatory Topics at each Regular Business Meeting:
- Section 3 - Annual Meetings
- Section 4 - Special Meetings
- Section 5 - Quorum

ARTICLE 5 - OPERATION OF EXECUTIVE BOARD

- Section 1 - Executive Board

ARTICLE 6 - AUTHORITY AND DUTIES OF OFFICES

- Section 1 - Duties of President
- Section 2 - Duties of Vice President
- Section 3 - Duties of Secretary
- Section 4 - Duties of Treasurer
- Section 5 - Designated Board members

ARTICLE 7 – BYLAWS AMENDMENT PROCEDURE

ARTICLE 8 - EVENTS AND ACTIVITIES

- Section 1 - Planning Considerations - Safety and Reputation
- Section 2 - Planning Considerations - Operational

ARTICLE 9 - SPONSORSHIP GUIDELINES AND PROCEDURES

ARTICLE 1 - NAME AND PURPOSE

Section 1 - Name

The Generation Vettes (GV) of Winston Salem North Carolina is organized as a nonprofit corporation under the guidelines of North Carolina.

Section 2 - Purpose

The purpose of the Generation Vettes (hereafter referred to as GV) is to encourage events and activities for its members with an emphasis on the enjoyment of Corvettes and to arrange, participate, sanction and promote events. Special focus will be placed on events or activities that support a broad range of charities. In addition, GV will provide an open forum where members are free to voice their opinions and make suggestions.

ARTICLE 2 – MEMBERSHIP

Section 1 - Eligibility for Membership

A full membership is considered up to two-named persons or a joint membership “unit”. Each “unit” will be allocated up to two votes on matters requiring membership voting.

There are two levels of membership:

Full members will have full voting privileges, entitled to run for office and lead events.

Own or lease a Corvette of any model year or exhibit a bona-fide order for a Corvette.

A six (6) month grace period is permitted when a member is without (or between) Corvette ownership (or lease). If a member joins for a full membership and does not gain Corvette ownership (or lease) within the six month grace period their membership may be re-defined as Associate. Conversely, an Associate member may be re-defined as a full membership if they purchase or lease a Corvette.

All members shall be at least 21 years of age. (Exception for a son or daughter of a current member who is of driving age).

Associate Membership permits joining as they have a keen interest in Corvettes although they have no current plans to buy or lease a Corvette.

Associate members shall be entitled to:

Attend meetings and functions, recognizing that certain driving events may be limited to Corvette drivers only by nature of the event.

Serve on committees

They shall however are not permitted to hold an elected office or vote on elections.

Section 2 - Application Requirements and Acceptance for Membership

All new applicants for membership must complete a GV application form. Dues must accompany new membership application forms.

The application will be reviewed/approved by the Executive Board.

Section 3 - Dues

Annual dues will be \$40. Any proposed change in the amount or frequency of dues shall be presented to and approved by two-thirds of the membership. A change (increase or decrease) shall not be implemented until the next year renewal period.

Membership dues will be based on a 12 month period (January 1 to December 31). New members joining will have their dues pro-rated by the quarter they join: Jan-Mar \$40, Apr-Jun \$30, July-Sept. \$20 and Oct.-Dec. \$10.

All paid dues are not refundable.

New members will pay a one-time fee for a GV name tag.

Section 4 - Renewal of Membership

Annual membership renewal due date will be no later than January 31.

Members renew their membership by:

- a. Paying dues in the full amount to the Treasurer in person or by mail.
- b. Members will be reminded approximately 45 days prior to the renewal due date.
- c. Renewal dues will be considered late or overdue March 1.
- d. In the event the renewal dues are not paid within 15 days after the overdue date the membership will be considered expired and the membership will be removed from the active membership listing. As such, inactive members (considered former members) may rejoin by completing the new member's application.
- e. Filling out a renewal form which affirms or updates current contact information and Corvette affiliation per membership eligibility.

The Treasurer will be exempt from dues for the full year(s) they serve.

Section 5 - Voting Privileges

Voting Privileges extend to all Full members as individuals whether the membership is single or joint. Associate members do not have voting privileges.

Section 6 - Invited Guests

Invited guests are welcome at all events unless the event is limited to members-only by the event chair. Notification of a member-only event shall be highlighted at the time the event is approved by the Executive Board.

Section 7 - Removal from Membership (for reasons other than unpaid dues per Section 4)

After a 30 day notification, a member may be removed from membership by a majority vote of the Executive Board present at a special meeting called for this purpose. Before a vote is taken, the member will have an opportunity to voice a position on the issue of removal.

ARTICLE 3 – FINANCES

Section 1 - Fiscal Year

The fiscal year shall be from January 1 to December 31.

Section 2 - Officer Compensation

No officer shall be compensated for performance of duties.

Section 3 - Personal Liability for Executive Officers.

No officer or appointed representative will be personally liable for any debt incurred by the GV or for the payment of any GV expense.

Section 4 - Financial Reporting

The Executive Board (Treasurer) shall provide reports to members:

At each business meeting: Account balances and a report of changes from the previous month.

At the March business meeting: an annual operating statement and balance sheet

Section 5 - Expense Authorization & Reimbursement

Expenses of \$250 or more require pre-approval of the Executive Board. Expenses under \$250 may be authorized by the Treasurer.

Expenses incurred by the Executive Board members shall be reimbursed within 30 days of submission with appropriate documentation.

Event Chairs or other members incurring authorized expenses on behalf of the GV may also receive reimbursement with proper documentation.

All checks written for reimbursements must be signed/authorized by two authorized signatures. Authorized signatures will be those documented on the business bank account agreement.

ARTICLE 4 - MEETINGS

Section 1 - Regular Business Meeting

Regular business meetings of the GV shall be held the last Sunday of each month except December. The location will be specified in a separate communication to the membership.

The President may cancel a meeting when weather or conflict with Holidays or other circumstances indicate a prudent decision to cancel. Two consecutive meetings cannot be cancelled unless there is a weather emergency in the second consecutive month. This second subsequent meeting cancellation may be rescheduled by the President for no later than two weeks after the cancellation of the second consecutive meeting if club business dictates.

Section 2 - Topics at each Regular Business Meeting:

- a. Call to order.
- b. Introduction of new members and guests.
- c. Minutes: Offer to discuss corrections to the posted minutes; plus, a vote to approve the minutes as posted or corrected.
- d. Treasurer's report.
- e. Committee or Event Chair's reports.
- f. Old and New Business.
- g. Adjournment.

Section 3 - Executive Board Meetings

No less than once per quarter, there shall be a meeting of the Executive Board. This meeting should be scheduled within 10 days prior to the next regular business meeting.

This meeting is for strategic discussions among the Executive Board. Any member with insight on a particular subject may attend. Voting on any subject or action is limited to Executive Board members.

A report from the Executive Board meeting will be made by the presiding Board member at the next regular business meeting of the GV.

Section 4 - Special Meetings

The Executive Board may call a special meeting. Members must be notified of a special meeting at least 10 days prior to the date of the special meeting unless the business is of an urgent need. The meeting may be designated as Executive Board members only. Special meetings should not conduct any other business except as detailed in the advanced notification.

Section 5 - Quorum

Twenty (20) voting members present at a regular business meeting shall constitute a quorum.

If membership drops below 25 voting eligible members, a quorum shall be two-thirds (2/3) of the existing members.

Decisions which require member approval cannot be made unless a quorum is present unless as otherwise stated in the announcement of the pending vote.

ARTICLE 5 - OPERATION OF EXECUTIVE BOARD

Section 1 - Executive Board

Officers and their duties are described in Article 6. All officers must be Full members of the GV.

The Executive Board consists of the President, Vice President, Treasurer, Secretary and two (2) additional designated Board members entitled Communications Coordinator and Event Coordinator. The Executive Board manages the business of the GV. The authority to incur debts or pay normal expenses is defined in Article 3, Section 5 (Expense Authorization & Reimbursement)

All officers are elected for a two-year term and shall continue in office until their successors are elected.

The initial (first time/one time only) staffing of the Board shall have staggered two-year, one-year terms to insure the entire Board will not be replaced at once. Specifically, the staggering plan will be:

President – two years, Vice President – one year, Treasurer – two years, Secretary – two years, Communications Coordinator- one year and Event s Coordinator- two years.

In subsequent officer elections all terms will be two years. Executive Board members may succeed themselves in subsequent elections.

Nominations of officers shall take place at the first meeting in November of each year and shall be open to all eligible members who are in good standing.

If there are no nominations for an office, the officer presently holding the office shall retain that position until their successor is elected. No officer shall serve more than two consecutive terms in the same office.

Membership voting for new officers will occur in the January regular business meeting.

ARTICLE 6 - AUTHORITY AND DUTIES OF OFFICES

Section 1 - *Duties of President*

The President shall:

Preside over all meetings. The President shall be the “Chief Executive Officer”. The President will designate the Vice President certain duties and to preside over all meetings.

Enforce Bylaws of the GV

Appoint all committees

Be an ex-officio of all committees

Section 2 - *Duties of Vice President*

The Vice President shall:

Preside over all meetings in the absence of the President.

Will assume all other responsibilities of the President in their absence.

Section 3 - *Duties of Secretary*

The Secretary shall:

Record, publish and maintain all minutes and all voting results from regular business meetings and Executive Board meetings. If the Secretary is absent at a meeting, the presiding officer shall choose a temporary Secretary.

Distribute the meeting minutes to the members prior to the next scheduled regular business meeting.

Maintain the membership roll of all members and all pertinent information in a data base.

Give notice of all meetings and special events to the membership.

Preside over all elections

Provide a “Meeting Attendance Roster” for members to sign-in. Maintain the cumulative attendance information.

If adopted, coordinate the on-line publication of a Newsletter to the members.

Section 4 - Duties of Treasurer

The Treasurer shall:

Fulfill the responsibilities of the position in concert with the direction of the Executive Board.

Have custody of all financial records of the Club.

Receive all Club moneys and deposits in the Club account.

Prepare an annual operating statement and balance sheet to be presented to the membership no later than the March regular business meeting.

Be the single point of interface with the Bank on matters of the GV business account

Section 5 - Duties of Designated Board members

The two designated board members, Communications Coordinator and Events Coordinator, will assist with the planning and administration of communications and event requirements. They will have full voting authority as part of the Executive Board. They will work with members that have assumed responsibilities such as (but not a complete list):

- a. New member welcoming and processing
- b. Activity or event Chairpersons (Chairs)
- c. Internal and External communications
- d. Web Site management
- e. Charity identification Chairperson
- f. Club Photographer

ARTICLE 7 - AMENDMENT PROCEDURE

All requests to amend GV Bylaws, deemed of merit by the Executive Board must be submitted in writing at a regular business meeting.

The request will be voted on at a subsequent regular business meeting.

Members must be presented with the existing wording as well as the proposed new wording.

The Bylaws may be amended by a 2/3 affirmative vote of the voting members present at a regularly business meeting, provided at least a quorum (as defined in Article 5, Section 4) is present.

ARTICLE 8 - EVENTS AND ACTIVITIES

Section 1 - Planning Considerations - Safety and Reputation

Event Chairpersons or leads at the direction of the Event Coordinator and discussions with the Communications Coordinator will plan an event to ensure the safety, health, and well-being of all attendees.

Any known liability concerns are to be identified to the Executive Board for appropriate action.

Additionally, event Chairpersons or leads will act to preserve the good name and prestige of the GV.

Section 2 - Planning Considerations - Operational

Event Chairpersons or leads shall assure:

- a. Members and the Executive Board approve the allocation of funds sufficiently ahead of the event.
- b. Compliance with all applicable laws.
- c. Event publicity both to the members and general public for car shows.
- d. Provide the Treasurer sufficient detail to assure a final accounting for the event.
- e. Report the event's outcome to the membership.

ARTICLE 9 - SPONSORSHIP GUIDELINES AND PROCEDURES

Section 1 - Guidelines for selecting or expanding any Sponsorship outside of Generation Vettes

The Executive Board will complete a reasonable "due diligence" on all prospective sponsors for core requirements and event specific sponsorships.

- a. The sponsor's genuine interest.
- b. The sponsor's interests compared to the sponsor's ability to contribute to GV.
- c. Compliance with IRS and other applicable regulations.

DOCUMENT CHANGE HISTORY:

1st Draft August 2, 2017

2nd Draft August 9, 2017

3rd Draft August 18, 2017

4th Draft August 21, 2017

5th Draft September 2, 2017

Board Approval September 10, 2017