



Operating Bylaws

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ARTICLE 1 - NAME AND PURPOSE

Section 1 - *Name*

The Generation Vettes (GV) of Winston Salem North Carolina is organized as a nonprofit organization under the interpretation of 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 mutual 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 a full and open forum where members are free to voice their opinions and make suggestions.

ARTICLE 2 – MEMBERSHIP

Section 1 - *Eligibility for Membership*

Membership is considered for 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 membership 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.

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).

Honorary Membership

Previous members in good standing may be recommended by the membership and granted an Honorary Membership by a majority vote by the Executive Board. The purpose of this membership is to recognize prior members that made major and recognizable contributions to the club during their active period as a GV member.

There are no dues required and Honorary members will not have voting privileges or hold elected offices.

There is no expiration date for Honorary members.

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.

Applicants will be required to provide certain personal information (phone, email, home address) that would permit the club to communicate by established means. A copy of the membership listing will be periodically distributed to the membership. The club shall not share any of this information outside the membership.

At times, photographs may be taken at various club events. These photos may be published on the club website or other club sanctioned media.

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

Section 3 - Dues

Membership Dues are collected to fund membership approved activities and/or offset acceptable operating expenses. Funds may also be designated, subject to membership approval, to worthy non-profit organizations or causes.

Annual Dues are \$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 are based on a 12-month period (January 1 to December 31). New members joining will have their dues pro-rated: Jan-Jun \$40, July-Sept \$30, Oct-Dec \$20.

All paid Dues are not refundable unless there are extenuating circumstances. All refunds of Dues shall be approved by an Executive Board majority vote.

Section 4 - Renewal of Membership

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

The Membership will be reminded approximately 45 days prior to the renewal due date.

Members renew their membership by:

- a. Paying dues in the full amount.
- b. The Membership will be reminded approximately 45 days prior to the renewal due date.
- c. Renewal dues will be considered late and 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. To rejoin, dues will be \$40 regardless of date.

Section 5 - Voting Privileges

Voting Privileges extend to all Full members as individuals whether the membership is single or joint. Each Full membership "unit" is authorized two votes.

Honorary members will 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.

Active Full Members that discontinue owning, leasing and do not plan to replace their Corvette(s) are subject to have their membership rescinded at the end of the current year membership.

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 member representative will be personally liable for any debt incurred by the GV or for the payment of any GV expense.

Section 4 - Financial Reporting

Each month the Treasurer will prepare a month-end financial status to be made available to the membership.

Annually the Treasurer will prepare an annual financial statement to be presented to the membership no later than the March regular business meeting.

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. Pre-approval may be the documented minutes (email) of an Executive Board meeting that approved the pending expense.

Activities requiring a written contract involving Club expenditures with another party will be authorized by the Treasurer and co-approved by the President. Payment authorizations will be in accordance with this section.

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 \$500 or greater 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 scheduled the last Sunday of each month except December. The location will be specified in a separate communication to the membership.

The President may cancel or reschedule a meeting when weather or conflict with Holidays or other circumstances indicate a prudent decision to cancel or reschedule. Two consecutive meetings shall not be cancelled unless there is a weather emergency in the second consecutive month or other extenuating circumstances. The 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. Activities or special presentations.
- h. 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 may be of virtual format but with no less than three Board members. Virtual meetings should be minimized to no more than three times each year.

This meeting is for strategic and operational discussions among the Executive Board. Any member may attend in-person meetings. 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 with the membership or board only. 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) eligible voting members present at a regular business meeting shall constitute a quorum.

The Quorum requirement may be reduced by the President a specific regular business meeting for expenses \$100 or less or as deemed appropriate by the President.

If membership drops below 30 eligible voting 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.

A full Executive Board consists of the President, Vice President, Treasurer, Secretary and two (2) additional designated Board members entitled Event Coordinators. 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)

Section 2 - Elections

All Officers that comprise the Executive Board are elected for a two-year term.

The term of all newly elected Officers will be February 15 for a period of 24 months, ending February 14 of the 24th month.

In the event the presiding President is unable to complete their first year of the two-year term, the Vice President will assume the office of the President until the completion of the departing President's first year term.

At that point, the Secretary will assume the position as the acting Vice President while serving as Secretary. As such, this acting position will assume the duties of the Vice President as defined in Article 6, Section 2.

To fulfill the vacant second year of the two-year term, the Board will call for a special election to replace the departing President consistent with the process defined below.

In the event a Board member(s), other than the President, is unable to complete their term, the Board will call for nominations and special election within a window of 90 days upon the resignation of the departing Board member(s).

All Officer terms will be two years. Officers may succeed themselves in subsequent elections.

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

Membership voting for new Officers will occur in the January regular business meeting. Floor nominations at that meeting are acceptable following a motion and second.

Newly elected Officers will assume their Board positions by February 15. Bank account signature authorization additions/deletions shall complete by the last business day of February.

If there are no nominations for an office, the Officer presently holding the office shall retain that position until their successor is elected. The Executive Board serving in office at the time will designate a special nomination period and subsequent special election to fill the unfilled Board position.

In the event the subsequent special election process does not result in a filled position, the Board shall convene to develop and present to the membership for approval an alternative leadership structure or other action.

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

Approve all committees

Be 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.

Assume all other responsibilities of the President in his/her 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.

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.

Process all Club deposits and disbursements through the GV Bank business account.

Have custody of all financial records of the Club and be the Primary signature authority for the Club Bank account and contract agreements.

A second signature authority will be authorized to act as the alternate in the absence of the Treasurer and to be the second signature on checks requiring two signatures by Section 5. The non-elected alternate or secondary signature may serve in that capacity independent of the term of the Treasurer.

In concert with the Secretary, track membership payment of dues and other related expenses.

Have custody of the GV Post Office Box.

Have custody of the GV Debit Card.

Prepare a month-end financial status to be made available to the membership.

Prepare an annual financial statement 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 Bank business account.

Section 5 - Duties of The Events Coordinators

The two Event Coordinators 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 must be submitted in writing at a regular business meeting or by email.

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

Members must be presented with a summary of the changes that highlights the proposed changes.

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(s) 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 budget and 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 specific event sponsorships.

- a. Evaluate the sponsor's genuine interest.
- b. Evaluates the sponsor's interests compared to the sponsor's ability to contribute to GV.
- c. The GV Board shall not enter into any written or verbal agreement that would require or compel any individual member or Board member to act on behalf of the perspective sponsor that would give the appearance of obvious favoritism.
- d. The club may agree to the use of the club's name "Generation Vettes" in specific instances of product advertising of items that are of mutual benefit e.g., T-Shirts, Beverage cups, name tag lanyards, etc.
- e. Compliance with applicable local and State regulations.

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