

CONSTITUTION AND BYLAWS
OF
ROCHESTER AREA CORVETTE ENTHUSIASTS (R.A.C.E.)

(09.19.2011)

Article I NAME

The name of this Club shall be Rochester Area Corvette Enthusiasts (R.A.C.E.).

Article II PURPOSE

The purpose of this Club is for Chevrolet Corvette owners to promote and share good will and fellowship; to engage in social and competitive events, encouraging favorable interest in the Club and the Corvette; and to support high standards of maintenance and courtesy on the road.

Article III MEMBERSHIP

Sec 1. Membership in this Club shall be limited to current and former Corvette owners, where former owners are defined as members who owned a Corvette upon entering the Club, maintained their membership, but no longer own a Corvette. These shall constitute the only requirements for membership.

Sec 2. Membership types in this Club shall be either:

A. Single or Couples

Couple memberships are entitled to up to two votes per family (one for primary member and one for spouse member), while Single memberships are entitled to one vote. Members eligible to vote must be present at meeting to cast their vote.

Article IV OFFICERS

Sec 1. The Officers of this Club shall be elected each year by general membership and shall consist of:

- A. one President, and
- B. one President Elect, and
- C. one Honorary President
- D. one or shared Secretary position, and
- E. one Treasurer.

- Sec 2.** The Club Officers shall be members in good standing.
- Sec 3.** No member shall hold the same office for more than two consecutive years.
- Sec 4.** The term of all Club Officers shall run from the first regular meeting of the calendar year following the annual meeting at which they were elected.
- Sec 5.** The Club Officers will also be the Corporate Officers of the Club, and will perform the duties required as members of the Corporate Board of Directors. The Board of Directors and the committee chairpersons will make up the Executive Board.
- Sec 6.** Any Club Officer may be removed from their position by a two-thirds majority vote of all members present at a regularly scheduled Club meeting.
- Sec 7.** In the event a Club Officer resigns their position or is unable to complete their term, it will be filled by a member nominated by the President and approved by a majority vote of the Executive Board, unless the open office is President.
- Sec 8.** Removal of any Club Officer also terminates that member's duties on the Executive Board and Board of Directors.

Article V DUTIES OF CLUB OFFICERS

- Sec 1.** The President shall:
- A. preside at all meetings of the organization, and call for all votes
 - B. nominate candidates to fill all appointive positions and committee chairpersons not otherwise provided for in the Constitution or Bylaws, and subject to the approval of the Executive Board,
 - C. direct the affairs of the organization under the Constitution, the Bylaws, and in accordance with such rules as may be adopted by the Executive Board,
 - D. assume the duties and responsibilities of the Chairperson of the Executive Board,
 - E. assume the duties and responsibilities of the Chairperson of the Board of Directors and Chief Executive Officer (CEO) of the corporation,
 - F. along with the Treasurer, perform such signatory responsibilities for the Club funds as required,
 - G. nominate replacement candidates for Club Officers who cannot complete their term of office, except when the open office is President,
 - H. perform other such duties as are usual to the office.

Sec 2. The President Elect shall:

- A. have all such duties as the President shall delegate, or as the Executive Board shall prescribe,
- B. be an ex-officio member of all standing committees and be accountable to the President for their performance,
- C. assume the duties of the President throughout any temporary absence of the President,
- D. assume the office of President and call for an Executive Board vote to fill the President Elect position in the event of permanent absence, resignation, or removal of the President from office,
- E. assume the duties and responsibilities of the Vice Chairperson of the Executive Board,
- F. assume the duties and responsibilities of the Vice Chairperson of the Board of Directors and President of the corporation,
- G. be responsible for managing membership issues and resolving all membership questions or problems,
- H. perform other such duties as are usual to the office.

Sec 3. The Honorary President shall:

- A. share experience and mentor new officers

Sec 4. The Secretary shall:

- A. keep a correct journal of all proceedings of the organization,
- B. record results of all votes
- C. perform other duties as prescribed in the Constitution or Bylaws,
- D. assume the duties and responsibilities of Secretary of the corporation,
- E. ensure all corporate reports are filed as required by law (coordinate with Treasurer)
- F. have all such duties as the President shall delegate, or as the Executive Board shall prescribe,
- G. perform other such duties as are usual to the office.

Sec 5. The Treasurer shall:

- A. receive, account for, and disburse all funds belonging to the organization,
- B. along with the President, take signatory responsibility for any disbursement of funds,
- C. keep an accurate and permanent set of financial records of all funds received and dispersed, as well as accurate inventory of all assets,

- D. make a report of all activity of the club's funds at all regular meetings, Executive Board meetings, and at such times and places as prescribed by the President or the Executive Board,
- E. perform such other duties as are prescribed in the Constitution and Bylaws,
- F. assume the duties and responsibilities of Treasurer of the corporation,
- G. receive all membership fees,
- H. maintain and distribute membership and email listings as added or modified,
- I. prepare any financial reports required by law,
- J. perform other such duties as are usual to the office.

Article VI ANNUAL MEETING

The Annual Meeting will be the November meeting.

Article VII DUES

Sec 1. The membership year runs from January 1 through December 31.

New Members: Membership in this Club requires an initiation fee of \$30 per membership (single or couple), in addition to dues for that membership year as follows:

Dues

- Members joining between January 1 and June 30 pay \$30 pro-rata annual dues (in addition to the \$30 initiation fee).
- Members joining between July 1 and December 31 pay \$15 pro-rata annual dues (in addition to the \$30 initiation fee).

Current Members: Annual dues are \$30 per membership (single or couple). Dues for the following membership year are due by the date of the final regular November Club meeting of the membership year.

Sec 2. In order to remain a member in good standing for the following membership year, dues must be paid prior to January 1 of that year.

Sec 3. The initiation fee and/or dues for membership in this Club may be changed as the need arises following Amendment Procedures, Article IX.

Article VIII MEETINGS

- Sec 1.** Regular meetings shall be held once a month at a time and place most convenient to the majority of the general membership of the organization.
- Sec 2.** Special meetings may be called at any time by the President or the Executive Board upon twenty-four hour notice to at least seventy-five percent of the general membership.
- Sec 3.** Executive Board meetings shall be held on a regular basis at a time and place convenient to the members of the Executive Board.

Article IX AMENDMENT PROCEDURES

- Sec 1.** The Constitution of this organization may be amended by a two-thirds majority vote of the members in good standing present at the next regularly scheduled general meeting after amendments are proposed.
- Sec 2.** Any member in good standing may propose an amendment to the Constitution, and that amendment will be sent to the Executive Board for final drafting and ultimate presentation to the membership for a final vote with a simple majority voice vote that the amendment should be considered.

Article X ELECTIONS

- Sec 1.** Only members who have paid their dues may vote in any election.
- Sec 2.** All officers must have paid the Club dues before they may assume office.
- Sec 3.** Nomination of candidates for Club Officers shall take place at the October and November meetings.
- Sec 4.** Election of Officers will take place at the November meeting.
- Sec 5.** The election of all Club Officers shall be by a simple majority of all Club members present at the meeting when the voting takes place.
- Sec 6.** The process of election of all Club Officers shall be determined by the Executive Board as needed.
- Sec 7.** Sections 1, 2, 3, 4, and 6 of Article XI are suspended for the first election of the Club's officers.