



# THE FIRST STATE CORVETTE CLUB OF DELAWARE

PO Box 275 Camden, DE 19934

## B Y L A W S

### ARTICLE I

#### Section 1 Name

The name of the club shall be THE FIRST STATE CORVETTE CLUB OF DELAWARE.

#### Section 2 Purpose

The purpose of the club shall be to operate as a social club for pleasure, recreation and other non-profit purposes. This is limited to enjoying the Chevrolet Corvette, both socially and as a means of participation with other Corvette owners and enthusiasts in social events as well as educating others about the history and benefits of owning a Corvette. The club shall operate as a 501(c)7 organization.

### ARTICLE II

#### Section 1 Membership

Membership in the club shall be open to current owners of Corvettes, recent past owners of Corvettes and persons in the process of buying a Corvette. Applicants must have approval of two-thirds of the Officers or two-thirds of the members present at a meeting to gain acceptance.

#### Section 2 Class of Membership

A. Single – any person duly voted into the club as provided in Section 1 of this article and having paid such annual dues and fees as required. The member shall have one vote.

B. Family - any member may choose to include his or her spouse/partner on the application under the family membership. Each family member shall have one vote.

## Section 2 Class of Membership (cont.)

C. Life Members - Any member, after having been a member of The First State Corvette Club of Delaware for twenty-five (25) consecutive years, shall automatically become a Life Member of The First State Corvette Club of Delaware, without further payment of dues.

D. Social Club status requires ongoing and regular mingling of the members. Merely sharing a common interest does not qualify one for membership. To maintain (renew) membership members must have participated in at least 2 club events during the prior calendar year. All club sponsored activities, including monthly meetings qualify as events. Members in good standing (more than 1 year) who are unable to participate in events due to physical illness may request a temporary waiver from the Executive Board.

## Section 3 Dues

A. Annual Dues shall be set by the executive committee, and they shall be per year, non-refundable, for single or family membership, and are due January 1st.

B. Dues must be paid in full to participate in Club activities. New members will pay pro-rated dues depending on month joined.

C. Membership and benefits thereof will automatically lapse for non-payment of dues at the end of sixty days, or February 28th. Prior to April 1st of the next fiscal year, should a member desire to be reinstated, the member shall make full payment of the delinquent dues.

D. Annual dues and any other contributions made to the club are not tax deductible. Those acting as sponsors will be considered members of the club. None of the **net** monies collected as dues or contributions shall inure to the benefit of any member or shareholder.

## Section 4 Privileges

A. All members qualifying under Article II, Section 2, shall be entitled to all club privileges, and may hold office.

B. All members have the privilege of inviting guests to any Club activity. However, the Chair Person of that club activity will announce whether the function is closed or open to guests. This includes prospective members. The names of all guests attending must be recorded.

## Section 5 Expulsion

Any member may be expelled for an infraction of Club rules, or such other causes as may be determined by the majority of the officers as being in the best interest of the Club. Any such person must be notified in writing as to the charges and must respond within thirty (30) days from date of charges. The charges must also be placed in the monthly newsletter prior to the next meeting. Two-thirds of the officers and two-thirds of the members present must vote in favor of expulsion in order for it to be passed.

## Section 6 Resignation

Any member may resign by directing a letter to the Secretary of the Club. Their resignation shall be effective on receipt, provided all indebtedness is paid and all club property and records are returned.

# ARTICLE III

## Section 1 Annual Meeting

The Annual Meeting of the members shall be held the first Wednesday in November of each year for election of officers, reports of officers and committees, and such other business as lawful may come before the meeting. The duly elected officers will take office January 1<sup>st</sup>.

## Section 2 Monthly Meeting

Regular monthly meetings shall be held once each month, on the first Wednesday, or as deemed necessary by two-thirds of the officers.

## Section 3 Special Meetings

In addition to any provisions of the bylaws, special meetings of the members may be called by the President or majority of the officers.

## Section 4 Newsletter

Newsletter shall contain the minutes of the preceding meetings; place, day, and hour of the next meeting; calendar of events; and other information as deemed necessary by the President. Newsletters shall be mailed, or emailed, no later than ten (10) days after the preceding meeting.

## Section 5 Actions

At all scheduled meetings, one-fifth of all active members present and at least one officer shall constitute a quorum. In the absence of all officers, the President shall appoint a member to act on his behalf. All meetings shall be conducted along generally accepted guidelines. Any matters in disagreement shall be addressed in accordance with "Robert's Rules of Order".

## Section 6 Absentee Ballots

All action shall be by a majority of the voting members. Members in good standing wishing to vote by absentee ballot shall request same from the secretary and return same to the secretary prior to the voting meeting as described below in Para A.

A. Absentee Ballots shall be written and submitted in a sealed envelope and delivered or mailed to the secretary at least 10 business days prior to the vote on the issue. Ballots shall be mailed or delivered inside an envelope which contains the voters name and address on the outside as it appears in the club roster. (The sealed envelope containing the ballot shall have no identification on the outside). The Secretary shall record the name of the voter and ensure they do not get a second ballot at the club meeting where voting takes place. The Secretary shall deliver the unopened ballots to the ballot tabulation team at the meeting when voting takes place. Absentee ballots not mailed/delivered in accordance with the above shall not be counted.

B. Absentee Ballots shall be sent out at the discretion of presiding officer, except when otherwise stipulated, subject to the majority of the members. Proxy votes are not permitted.

## ARTICLE IV

### Section 1 Number of Officers

The elected officers of the Club shall be a President, Vice President, Secretary, Treasurer, and Officer-at-Large. These officers shall each serve for one year, or until their successors are elected and qualified. These elected officers plus any past presidents will make up the Executive Committee.

The offices of Corresponding Secretary, Public Relations Officer, Parade Chairperson, Quartermaster, NCM Reporter, and Corvette Racing Reporter shall be appointed by the President. -These appointed officers shall each serve for one year, or until their successors are appointed and qualified. The President may also appoint a Historian or a Webmaster if the need arises.

## Section 2 Election of Officers

The election of officers shall be held at the November business meeting, with all officers assuming their respective duties on January 1st. All officers shall be elected by majority vote only. In case of a tie, another vote will be taken.

## Section 3 Nomination Committee

A nomination committee consisted of at least three (3) members, and not to exceed five (5) members, shall be appointed by the President at the September business meeting. The committee shall be chaired by a member who has belonged to the Club at least one (1) year.

## Section 4 Responsibilities of Nominating Committee

The Nominating Committee will have the responsibility of selecting candidates for office for the upcoming year, making at least one (1) recommendation for each office. All candidates will be notified of their pending candidacy and advised of the duties of the office they were nominated for. Upon consent of the candidate, his or her name will be placed on the ballot. Nominations may be also taken from the general membership at the September and October meetings.

## Section 5 Ballots

The names of the candidates for each office will be given to the Secretary at or prior to the October business meeting. The Secretary will include this list in the October newsletter.

## Section 6 Special Elections

In the event that any of the aforementioned officers shall resign or become unable to hold office before the end of his or her term, the President shall hold a special election for that office.

# ARTICLE V

## Section 1 Duties of the President

The President shall preside at all membership meetings and executive meetings. He/She shall be Chief Executive of the Club. He/She may call special meetings of the members and officers under the provisions of Article III, Section 3.

## Section 2 Duties of the Vice-President

In the absence of the President, the duties of that office shall be performed by the Vice-President. In the case of resignation, removal from office, or death of the President, the Vice-President shall assume the office of President. He/She shall also select locations for monthly meetings, Create and maintain club relationships with sponsors, Obtain and price advertising to be put on the club website, Enforce Roberts Rules of order as necessary at all club meetings, Coordinate activities proposed by club members involving car cruises, attending local car shows, parades and other activities, and Serve as club liaison with other Corvette clubs to originate or coordinate mutually beneficial activities. He/She shall also perform other duties as the Club President deems necessary.

## Section 3 Duties of the Secretary

The secretary shall attend all membership and executive meetings and record all membership meetings and votes. He/She shall compile and publish a monthly newsletter as set forth in Article III Section 4, to be sent to all active members within ten (10) days of the preceding meeting. He/She shall conduct all correspondence with other clubs and organizations. He/She may appoint members to aid in any of these duties as he/she sees fit. He/She shall have custody of all club records, except those of the Treasurer. In the absence of the Secretary from any membership meeting, the presiding officer shall appoint a Secretary Pro Tempore to keep all minutes of that meeting. These minutes shall be turned over to the Secretary as soon as possible in order to meet the newsletter deadline. Web site duties will be performed by the Secretary / or Webmaster if one is appointed.

## Section 4 Duties of the Treasurer

The Treasurer shall, subject to conditions and restrictions as may be made by the officers, have custody of all moneys, debts, and obligations belonging to the Club. He/She shall receive all money of the Club, and deposit same in the Club account. All event chairpersons shall present a written account of receipts and disbursements. The Treasurer shall insure said report is turned in. He/She shall make all payments of Club debts upon approval of the President. All contracts, checks, drafts, notes or other orders for payment shall be signed in the name of the Club by the Treasurer and counter-signed by the President or Vice-President. The Treasurer shall give a report on the financial status of the Club at the monthly meeting, and, if so requested, at any executive meeting. No obligation, debt, or other liability shall be incurred by any member without the specific approval of the President. It shall be the responsibility of the out-going Treasurer to ensure that a dues statement is sent out with the October newsletter. The treasury

records of the preceding year shall be audited in November by a committee appointed by the President.

#### Section 5 Duties of the Officer-at-Large

The Officer-at-Large shall serve as membership Chairperson, having the privilege of appointing an associate if necessary. As Membership Chairperson, he/she shall contact prospective members and follow up initial contacts made by other members as well. He/She shall collect dues and maintain an up-to-date membership list, which shall be made available on the website with a password. He/She shall also perform other duties as the Club President deems necessary.

#### Section 6 Duties of the Public Relations Officer

The Public Relations Officer shall be responsible for advertising, through local news media, forthcoming club meetings and events. Responsible for promoting club projects. Responsible for other duties as the club President deems necessary.

#### Section 7 Duties of the Club Historian (if appointed)

The Club Historian shall attend as many Club functions as possible. He/She shall take photographs of interesting and historical events at Club functions. He/She shall also maintain a photo album. He/She shall also perform other duties as the Club President deems necessary.

#### Section 8 Duties of the Webmaster (if appointed)

The Club Webmaster shall update the website on a monthly basis, or as needed, after each meeting.

#### Section 9 Duties of the Corresponding Secretary

The Corresponding Secretary shall assist the Secretary as necessary and handle Club correspondence including special occasion cards to club members. He/She shall perform other duties as the Club President deems necessary.

#### Section 10 Duties of the Quartermaster

The Quartermaster shall be in charge of all club items for sale. He/She shall keep the supplies up to date, shall order needed supplies and have items for sale at each meeting.

#### Section 11 Duties of the Parade Chairperson

The Parade Chairperson shall investigate area parades and select those that would be advantageous for the club to participate in. He/She shall maintain signup sheets for the parades, manage arrival and lineup at these parades, and communicate with organizers of the parades for better overall results.

#### Section 12 Duties of the NCM Coordinator

The National Corvette Museum Coordinator shall report monthly on functions going on at the museum. He/She shall also create a monthly report to be displayed on the website. The coordinator is also responsible for having the FSCC banner displayed at the museum yearly and the bill for such given to the Treasurer.

#### Section 13 Duties of the Corvette Racing Reporter

The Corvette Racing Reporter shall report monthly on past and upcoming Corvette Racing events. He/She shall also create a monthly report to be displayed on the website.

### ARTICLE VI

#### Section 1 Appointment of Committees

The President shall appoint such committees throughout the year as he/she finds necessary and shall outline the duties and responsibilities of such committees as well as a deadline for the committee's report to the general membership. All reports or other actions taken by the



committee must be approved by a majority of the entire committee, with the Chairperson of each event having the responsibility of preparing a report for the membership meeting.

## Section 2 Activities

The Club shall have at least one planned activity each month in addition to the monthly meeting. They shall consist of road rallies, social gatherings, planned trips and other events of interest to the general membership or further the public's knowledge and appreciation of the Corvette. The events/activities may be planned by any member(s). The Chairperson of each event shall give all necessary details of the activity to the Secretary for inclusion in the newsletter and to be received prior to the event. Activities that are open to the public such as cookouts or lectures aimed at increasing membership or educating the public on the Corvette may be paid for by the club and may be attended by the members.

## ARTICLE VII

### Section 1 Fiscal Year

The Fiscal Year of the Club shall be from January 1<sup>st</sup> through December 31<sup>st</sup>.

### Section 2 Operating Status

Section 501(c) of the IRS code establishes 28 different categories of organizations that are exempt from Federal tax. Section 501(c)7 permits social clubs to organize for "pleasure, recreation and other non-profitable purposes". Qualifying organizations include "hobby clubs". It is under this designation that The First State Corvette Club of Delaware will operate, beginning with its founding on January 1<sup>st</sup>, 2019. Under this designation the organization may, but is not required, to apply for a tax exemption from the IRS or form a corporation. However, based on historical income, the club must file a Form 990 – N tax return online by the 15<sup>th</sup> day of the 5<sup>th</sup> month following the close of the organization's fiscal year. The Executive Committee will be responsible for seeing this gets done. The Executive Committee will also be responsible for ensuring all other requirements of a 501(c)7 non-profit organization are adhered to and shall have the sole authority to decide when and if the organization requests tax exemption or incorporates. The Executive Committee shall oversee the execution of any decision it makes regarding these two options.

## ARTICLE VIII

### Section 1 Personal Liability

All persons or corporations extended credit to, contracting with, or having any claims against the Club or the officers, shall look only to funds and property of the Club for payment of any such contract or claims, or for payment of any debt, damage, judgment, decree, or any other money that might otherwise become due or payable to them from the Club or the officers, so that neither

the members of the Club, the officers, present or future, shall be liable personally therefore. Insurance coverage shall be required for the officers and members of the Club.

## ARTICLE IX

### Section 1 Amendment to the Bylaws

The officers of the Club, or any ten active members in good standing by written proposals submitted to the Secretary, may propose an amendment to the Bylaws. Upon such proposal being made, a copy thereof shall be included in the notice of the next meeting of the members. Ballot voting shall be controlled by the same rules as set forth in Article IV relating to the election of officers. If two-thirds of the qualified members present at the meeting vote in favor of the proposal, then proposed amendment shall thereby be approved and adopted.

## ARTICLE X

### Section 1 Alcoholic Beverages

The First State Corvette Club of Delaware will not authorize expenditures of Club funds for the purchase of alcoholic beverages.