

WILLAMETTE VALLEY CORVETTE ASSOCIATION BYLAWS

(Revised 4 February 2017)

ARTICLE I: NAME

Refer to the Constitution.

ARTICLE II: PURPOSE (as shown in Articles of Incorporation)

- A. To organize and promote events of benefit to Corvettes and Corvette owners.
- B. To provide an organization for the exchange of technical information between Corvette owners, dealers and manufacturers.
- C. To encourage skillful handling and safe driving.
- D. To provide social gatherings for Corvette owners with a common interest.
- E. To encourage and assist members to compete in recognized events sponsored by the Willamette Valley Corvette Association and by other clubs of similar interest.
- F. To encourage dealer/club cooperation and promote community betterment.

ARTICLE III: MEMBERS

Section 3.1 MEMBERSHIP DESIGNATIONS:

Refer to the Constitution.

Section 3.2 APPLICATIONS:

Refer to the Constitution.

Section 3.3 QUALIFICATIONS FOR MEMBERSHIP:

- A. Prospective members must attend at least two regular meetings and two events sanctioned by the Association within 90 days.
 - 1. Requests for special consideration may be submitted to the Board of Directors.
- B. Grace Period: Even though a member no longer has interest in or ownership of a Corvette, they will remain an active member until the expiration of their current membership or one year from date of sale. (See complete list of qualifications in constitution.)

Section 3.40 – RECOGNITION OF PARTICIPATION

- A. WVCA Members will earn **one** participation point for each of the following:
 - 1. Attending regular meetings and sanctioned events.
 - 2. Wearing WVCA apparel, name tag, or shirt with WVCA logo at meetings and events.
 - 3. Being a working member of a committee appointed by the president or vice president.
 - a) Activities of WVCA that require work, except officers, are termed “committees.”
 - b) Writing an article for the newsletter will be a committee of one worker.
 - c) Members may seek approval to do projects as a committee.
 - d) See Section 6.3, C (Responsibilities of Secretary) for guidance on tabulating points.

B. Members will earn **two** participation points for the following:

1. Being a committee chairperson for an activity or event.
 - a) Only when more than one member is on a committee will there be a chairperson. [This means that most committees of one person will only receive 1 point each month of their work.]
 - b) Webmaster and Newsletter Editor are chairpersons of their committees and will earn 2 points each month. [These positions require work all 12 months.]

C. Members will earn **three** participation points for the following:

2. Hosting an activity at their home or property,
 - a) "Host" is the person who owns the property where the event is held.
 - b) If a member is both committee chair person and host, that is: $2 + 3 = 5$ points.

D. Ten members who have earned more points for participation than other members during a fiscal year will be recognized by WVCA with an award of:

1. A certificate of appreciation and a pin, a plaque or something deemed affordable and appropriate by the outgoing board of directors.
 - a) Awards given to each of 9 members, not being Member of the Year, will have the member's name and the year of service inscribed.

Section 3.41 MEMBER OF THE YEAR

A. Procedure for selecting a Member of the Year:

1. A member who earns most points, as outlined in section 3.4 will usually be designated: "Member of the Year."
 - a) In a case where there are extenuating circumstances (which must be detailed in board meeting minutes) directors have the option, by majority vote, to select a Member of the Year from the 10 members earning the most points.
 - b) Total meetings attended by a candidate, or other appropriate means, may be considered when a tie must be broken in the total number of points earned.
2. In a case where both family members earn the same number of points, there will be only one award given with both names inscribed.
3. Members of the board of directors will not be eligible for Member of the Year because they have the option to choose who that member will be.
 - a) Board members – except past president – will receive other awards for participation.

[See section 3.42] (Note: The above item (3) is here because there is a bylaw proposal to recognize officers.)

Section 3.42 – RECOGNITION OF MEMBER OF THE YEAR

- A. Award will be a plaque or something deemed appropriate by the Board of Directors.
 - 1. Recognition and presentation will take place at WVCA Year-end Banquet.
 - a) Award given to Member of the Year will have the member's name and year of service inscribed.
 - 2. Expense of all awards will be part of the annual budget.
 - 3. Dues for a single member or "family couple," will be waived for the next year as an additional award to the Member of the Year.
 - 4. A photo of a Corvette owned by a Member of the Year will be shown on the roster.

Section 3.43 – RECOGNITION OF OFFICERS

- A. President, Vice President, Secretary, Treasurer, Historian and Member at Large will receive recognition for their service as officers.
 - 1. In August, the current president will appoint a committee to handle the design and procurement of these awards.
 - a) The committee will consist of at least 2 members who are not officers.
 - b) All 6 awards need not be the same.
 - c) This recognition award will be a certificate of appreciation and a pin, plaque or something deemed affordable and practical for outgoing board of directors.
 - d) Awards will have the member's name, position held and the year of service inscribed.
 - e) Expenses of these awards will be part of the annual budget.
 - 2. Awards will be presented at the awards banquet by the Member of the Year.

Section 3.5 TERMINATION OF MEMBERSHIP:

- A. Membership may Be Terminated for:
 - 1. Non-payment of dues within 30 days after the August regular meeting.
 - 2. Use of any substance or display of any action in such a manner as to be inappropriate or detrimental to the Association at the time and place of occurrence.
 - 3. Actions of a guest who uses any substance or displays any action in such a manner as to be inappropriate or detrimental to the Association at the time and place of occurrence.
 - 4. Display of lewd or offensive actions.
 - 5. Offenses are not limited to those listed here.
- B. Procedure for Termination:
 - 1. The offending person will be immediately directed to leave the meeting or event and will not be allowed to return until notified. The proper authority will be called for assistance if necessary.
 - 2. A report or complaint or the inappropriate or detrimental actions must be in writing and signed by the person or persons alleging the charges and submitted to the Board of Directors within 7 days of the offense.

3. The Board of Directors will meet within 10 days after receiving the complaint and develop preliminary recommendations for resolution of the complaint.
4. The offending individual will be given an opportunity to meet with the Board to discuss the complaint.
5. The Board's recommendations will be submitted to the members at the next regular meeting.
6. Final decision on membership termination for inappropriate or detrimental actions will be determined by a majority ballot vote of the members present at a regular or special meeting.

C. Reinstatement of Membership Requires the Following:

1. Meeting Section 3.3 of the Constitution (Qualification for Membership).
2. Payment of current dues.

ARTICLE IV OFFICIAL ASSOCIATION ATTIRE

Refer to Constitution.

ARTICLE V FINANCES AND DUES

Section 5.1 FINANCES:

- A. The fiscal year of Willamette Valley Corvette Association will be from November 1 to October 31.
- B. The outgoing Board will present a budget summary to the new Board at year's end.
- C. Each November, the President will appoint a committee, assisted by the Treasurer, to prepare an annual budget for the next fiscal year. This committee will include at least one member of the previous year's Board.
- D. The proposed annual budget will be presented to the membership in January and will be considered for approval at the first regular meeting in February. The proposed annual budget should include but is not limited to the following:
 1. Projection of revenues and expenses by major category.
 2. A line item in the proposed annual budget for each annual event. This amount will reflect the fixed costs of the event.
 3. The budget will have an ending balance goal and establish a minimum cash-on-hand sum for operating expenses.
- E. The adopted budget will grant expenditures authority to the Board up to the line item dollar amounts. Association approval will be needed for any expenditure exceeding the dollar amount for that line item.
- F. The Board will have single signature authority for single accounts payable of \$75 or less. All single payables above \$75 require a double signature by the Board. All accounts payable must be accompanied with an invoice, receipt or a written justification for expenditure prior to payment.
- G. Each annual event is required to have an event budget that will reflect anticipated revenue and expenses. This will be presented to the Association prior to each event and a fiscal report submitted to the Association at the event's end.

- H. No obligation, debt or other liability will be incurred by any member in the name of WVCA without the specific prior approval of the President or a majority of members at a regular or special meeting.
- I. There will be a closing of the books at the end of each fiscal year.

Section 5.2 DUES:

- A. Membership dues will cover the costs of the member's first year's dues prorated to October 1.
- B. A family membership will be assessed \$50 annually.
- C. A single membership will be assessed \$35 annually.
- D. Charter members are exempt from the payment of dues.
- E. Membership dues are due on or before the August regular meeting.

- F. If a member fails to pay all delinquent dues within 30 days after the due date, that member will be dropped from the membership.
- G. Membership dues are not refundable.

ARTICLE VI: OFFICERS

Section 6.1 SUCCESSION OF OFFICERS:

Refer to the Constitution.

Section 6.2 TERM LIMITS:

Refer to the Constitution.

Section 6.3 RESPONSIBILITIES OF OFFICERS:

A. PRESIDENT:

1. Holds Board meetings as often as needed to expedite the business of the Association.
2. Conducts Association business at regular and special meetings.
3. Organizes special elections if deemed necessary to fill vacated offices.
4. Is guided by Roberts Rules of Order for Parliamentary Procedure.
 - a) See at: <http://www.robertsrules.org/indexprint.html>
<https://www.dvc.edu/studentservices/student-life/pdfs/Roberts-rules-SDSU.pdf>

B. VICE PRESIDENT:

1. Performs the duties of President when the President is absent or unable to continue in Office,
2. Acts as the Public Information Officer,
 - a) Responsibilities include but are not limited to handling mail in a timely manner, reporting to the general membership other club's events, and promoting the Association's events,
3. Acts as the chairperson of the Activities Committee.
 - a) The Vice President encourages participation in sponsoring or attending events and advises the membership regarding club activities.

C. SECRETARY:

1. Being guided by Article X part #59 & 60 of Robert's Rules of Order for Parliamentary Procedure – which pertains to secretaries.
 - a) See #59 & 60 at: <http://www.robertsrules.org/rror-10.htm#59>
2. Recording minutes of all meetings in a book, on paper or suitable storage device.
 - a) “all meetings” include minutes from board meetings.
 - b) A suitable storage device could include a USB flash drive.
3. Having custody of meeting minutes for the previous ten years.
 - a) Paper copies of minutes will be kept for two years.
 - b) Digital or electronic copies of minutes should be kept for at least ten years.
4. Submitting minutes to webmaster for publication on the website.
 - a) Minutes of regular meetings should be submitted within 14 days.
5. Assembling prospective member packets for Member at Large to distribute.
6. Receiving applications of prospective members from Member at Large.
 - a) Reports to membership when a prospective member is eligible for membership.
7. Recording participation points earned by members as prescribed in Section 3.4.
 - a) A suitable paper form will be used to tabulate points.
 - b) Secretary may delegate point tabulation to another officer or member of WVCA.

D. TREASURER:

1. Maintains and provides to the Secretary and Glass Sass Editor a list of members' names and addresses in November and May.
2. Complete and fill all required federal, state, local tax returns and any other required governmental forms and/or filings. Further, to insure continuity, the outgoing and incoming Treasurer will conduct a complete and thorough review of all required forms and associated filing dates.
3. Maintains an account in an FDIC-insured institution in the name of Willamette Valley Corvette Association.
4. Receives all Association money from dues or any other sources and deposit in the Association account.
5. Pays all Association debts with checks drawn on the Association account.
6. Reports Association finances at regular or special membership meetings.
7. Sets the price for items purchased for resale to the membership to cover the total expense of the item.
8. Notifies members whose dues are overdue.
9. Participates in the Association's budgeting process.

E. HISTORIAN:

1. Creates a pictorial history of Association activities for the year.
2. Presents a pictorial summary of the year for presentation to the outgoing Board present at the Association's year end banquet.

3. Insures any trophies received by the Association are placed in the Association's trophy display case.
4. Is reimbursed for expenses.

F. MEMBER AT LARGE:

1. Will act as Association representative to the Northwest Association of Corvette Clubs (NWACC).
2. Provides prospective members with the Association's membership application.
 - a. Applicant returns the application to the Secretary who shares a copy with the Glass Sass Editor.
3. Provides prospective members with a Member Information folder containing copies of: Official Apparel & website guide, Short history of WVCA, Articles of Incorporation, Explanation of the Corvette Wave, Guide to Terminology of Corvettes, Quick Reference Guide, Requests and Suggestions, Tour Rules, Constitution and Bylaws

Section 6.4 RESIGNATIONS BY OFFICERS:

Refer to the Constitution.

Section 6.5 FILLING VACANT OFFICES:

Refer to the Constitution.

Section 6.6 BOARD OF DIRECTORS:

- A. The Board of Directors or its designee will review the contents of the Prospective Member Information folder at the beginning of each Association year.
 1. This includes a review and update of the Constitution and By-Law changes as a result of approved motions.
 - a) Prospective Member Information folder includes, but is not limited to, the Association Constitution and By-Laws.

ARTICLE VII NOMINATIONS AND ELECTIONS

Section 7.1 NOMINATIONS:

- A. The President will appoint a committee at the July meeting to nominate candidates for each elective office.
 1. The nominating committee will report their choices to the members at the meeting in August.
 - a) Nominations will be accepted from the floor during the August and September meetings.
 2. An incumbent may accept nominations for a third or more term in the same office is no other member will accept the nomination.
 3. The Glass Sass newsletter editor and/or webmaster will publish the final list of nominees in the October issue.
 4. The nominating committee will prepare and distribute one ballot to each voting member.

Section 7.2 ELECTIONS:

A. Voting will be by confidential ballot.

1. Ballots must be received by the nominating committee at or prior to the first membership meeting in October.
2. Ballots will be accepted throughout the counting process until the final tally is presented to the membership.
3. Ballots will be counted at the election meeting by a committee appointed by the President.
4. Officers will be elected by simple majority vote.
 - a) Voting ties will be decided by a vote of the Board.

ARTICLE VIII MEETINGS

A. Membership Meetings:

1. Regular meetings are on the first Thursday of each month at a time determined by the membership.
 - a) A majority of the members present at a regular meeting may vote to postpone, cancel or change the date and/or location of certain meetings if a conflict is recognized.
 - c) A quorum for a membership meeting will be twenty percent of all members of the Association and 2 officers.

B. Board of Directors Meeting:

1. The President will have meetings with the Board of Directors as needed to expedite business at regular meetings.
 - a) At least 4 members of the Board of Directors must be present for a quorum.

ARTICLE IX COMMITTEES AND APPOINTED POSITIONS

Section 9.1 COMMITTEES:

Refer to the Constitution.

Section 9.2 APPOINTED POSITIONS:

A. Glass Sass Newsletter Editor:

1. Each year in November, the President will appoint an editor to publish the Glass Sass newsletter for the Association.
2. The Glass Sass editor will:
 - a) Be responsible for publishing a newsletter that limits the content to minutes of previous meetings, upcoming and past events, other Corvette related items and items approved by the Board.
 - b) Distribute a copy of the newsletter to each member of the Association and to anyone who is on a list sanctioned by the Board of Directors to receive a copy before the first membership meeting of each month.
 - c) Consult the President for guidance if there is doubt whether an item should be printed in the newsletter.

- d) Distribute copies of the roster to the membership in May and November.
- e) Submit the newsletter to the Webmaster for archiving the documents for 3 years.

B. Webmaster:

1. Each year in November, the President will appoint a Webmaster and may appoint an assistant if necessary to build and maintain the official website for the Association.
2. The Webmaster will:
 - a) Be responsible for creating and maintaining the club website on the internet using whatever software tools the Webmaster chooses.
 - b) Be responsible for any and all communication between the Club and the company supplying internet web hosting services to the Club.
 - c) Maintain written records of account names, passwords, and procedures for succeeding Webmasters.
 - d) Post to the Club website the following:
 - A calendar of upcoming events for the next month
 - Contact information for the WVCA officers
 - Links to the other NAWCC Club websites
 - e) Each member will have a personal password for access and the password can be changed at member's discretion. Information on the protected site includes but is not limited to the following:
 - A copy of the current issue of Glass Sass
 - Monthly meeting minutes
 - A roster of Club members
 - Archived copies of the newsletter and meeting minutes
 - f) Webmaster may at his/her discretion post any additional information about the Club, its history, current activities, photographs of Club events, and/or links to other Corvette or automotive hobbyist sites that may be of interest to the membership.
 - g) The Board of Directors may review any content on the website, and the President may request changes, additions or deletions to the content if he or she deems it desirable to do so.

C. Resignation from an appointed position:

1. A member will present a letter of resignation to the Association President.

ARTICLE X AMENDMENTS TO THE CONSTITUTION

Refer to the Constitution.

ARTICLE XI AMENDMENTS TO THE BY-LAWS

Refer to the Constitution.

ARTICLE XII ASSOCIATION DISSOLUTION

Refer to the Constitution.