

BY-LAWS & CONSTITUTION OF THE HIGH DESERT CORVETTES, INC.

ARTICLE I - NAME:

The name of this club will be High Desert Corvettes, Inc., hereafter referred to as "the club".

ARTICLE II - PURPOSE:

1. The purpose of this club is:
 - a. Planning and conducting safe activities and events that promote the enjoyment of Corvettes.
 - b. Providing opportunities for social activities among club members.
 - c. Providing technical and practical information for Corvette owners and enthusiasts.

ARTICLE III - MEMBERSHIP:

Membership will consist of the following:

1. Full Members — Corvette owners and spouses or significant others. A full member of the club who no longer owns a Corvette may retain full membership by maintaining dues with no break in continuity.
2. Charter Members — Shall include all paid members on or before 3-31-92.
3. Removal of Membership
 - a. A membership may be revoked for any of the following:
 - i. Failure to pay dues.
 - ii. Any action which would reflect dishonor or disgrace to the club.
 - iii. Any action that results in damage to property or personal injury of any person.
 - iv. Excessive or irresponsible alcohol consumption before or during a club event resulting in unsafe or irresponsible behavior shall be dealt with in accordance with the provisions of this Article.
 - v. Any actions or activities by the member deemed illegal, immoral, or improper by the club membership or officers. Examples of such actions include, but are not limited to, sexual harassment, violent acts against any person, a conviction for illegal possession or use of illegal drugs or substances, disruptive conduct during a meeting or event, or multiple minor infractions that continue without corrective action.

- b. Before removal under (a)(ii) through (a)(v) above, the following actions are to be taken:
 - i. A member witnessing a violation of (a) (ii) through (a)(v) above will notify a member of the Executive Board (E-Board).
 - ii. The E-Board will investigate the incident and if warranted address the violator.
 - iii. If the violation is an egregious act, the membership can be removed by a vote of the E-Board. For other violations, the member will receive a verbal warning.
 - iv. If the violation continues, the member will receive a written notice of the intent to revoke membership at least two weeks prior to the next scheduled meeting. This written notice shall be the responsibility of the E-Board. The President will add the vote to the business meeting agenda.
 - v. The member will be removed by a majority membership vote. The member under removal consideration does not have a vote in these proceedings.
 - vi. If the President is the member under removal consideration, then the Vice President shall assume responsibility for proceedings under this Article.
- c. All dues, fees or funds already put forward by the removed member shall be forfeited.

ARTICLE IV - DUES:

1. Dues will be payable by June 15th for the new year. If dues are not received by the due date, the member will be dropped from the membership and newsletter mailing list. Membership can be reinstated after past dues are collected but dues will not be prorated. New members will have dues prorated by month.
2. Dues amounts will be set by the E-Board as part of the annual budget process.

ARTICLE V - VOTING:

This section does not pertain to officer elections.

1. The right to vote at business meetings is extended to full members.
2. Members must have current paid dues to be considered members for voting purposes.
3. Members must be present at a meeting in order to be eligible to vote, except in the case of a vote held by electronic balloting.
4. Motions under consideration will be passed by a majority.

ARTICLE VI - MEETINGS:

1. Business meetings will be held on a day, time and location chosen by the President. The President will notify all members.
2. The standard code of Parliamentary Procedures will govern the conduct of business meetings and committee meetings.
3. The Secretary shall read the minutes of the prior business meeting to the club for approval. As an alternative, minutes can be published in the monthly newsletter, delivered by email, and/or published on the club website.
4. The Treasurer will give a report on the club's finances for the prior month for approval. The Treasurer report can be published on the club website.

ARTICLE VII - GOVERNMENT:

1. The government of the club shall consist of the following elected officers:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
 - e. Sergeant-at-Arms
2. Additionally, the club will consist of the following:
 - a. Activities Chairperson
 - b. Highway Cleanup Chairperson
 - c. Membership Chairperson
 - d. Special Event Chairperson(s)
 - e. Newsletter Editor
 - f. Photographer
 - g. Publicity Chairperson
 - h. Sunshine Chairperson
 - i. Website Chairperson
 - j. Any other officers and/or committees needed to carry out the activities of the club.
3. The procedure for the election of officers of the club will be as follows:
 - a. Each officer of the club shall be elected for a fiscal year, i.e., from April 1 through March 31, by a majority of the voting ballots received. The ballots will be counted prior to the March business meeting by the E-Board.
 - i. Officers may serve only two consecutive terms in the same office.

- ii. In the event of no nominations for any office, the incumbent officer may accept the nomination.
 - iii. Any number may run for an office. There does not have to be at least two members running for any given office.
 - b. Nominations for officers will be made by members by open nominations from the floor during the January business meeting. Nominations can also be submitted by e-mail to the Secretary prior to the end of January. Prospective nominees are encouraged to provide a brief biography to the Secretary by the end of January, which will be included in the voting package for member review. Nominees will be introduced at the February meeting.
 - i. E-Ballots shall be e-mailed to all paid members by February 15th and must be returned by February 25th. New officers are to be announced prior to the end of the March meeting.
 - c. The newly elected officers will meet with the outgoing officers prior to the next meeting to receive the duties of office. The new officers will assume their duties at the April business meeting.
 - d. If, for any reason, the President ceases to serve, the Vice President will assume the office of President.
 - e. When a vacancy exists for any other office, the vacancy will be filled via appointment by the E-Board for the remaining term of that office.

ARTICLE VIII - EXECUTIVE BOARD (E-Board):

The E-Board will consist of the following:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Sergeant-at-Arms
6. Immediate Past President

The E-Board will be responsible for the day-to-day business activity of the club, ensuring the Bylaws are faithfully adhered to, discussion and vote on any recommendations deemed necessary by the President, E-Board members, or members of the club. The immediate past President shall serve in an advisory capacity to the current officers and will not be a voting member of the E-Board. A quorum of at least three (3) voting E-board members will be required for any actions by the E-board. A Board member may attend an E-Board meeting via electronic means if necessary.

ARTICLE IX- IMPEACHMENT:

1. Motions to impeach any club officer will be presented in writing to the President. In the event the impeachment concerns the President, the motion shall be presented to the Vice President. The President, or Vice President, shall appoint a committee to investigate the motion and make a recommendation to the E-Board. Impeachment of a club officer will be accomplished by a 2/3 vote of the members present at the business meeting after hearing the recommendations of the investigation committee. The motion to be voted on shall be an agenda item emailed to all members prior to the meeting at which the vote will take place.
2. Club officers may be impeached for failure to carry out the duties of the office as described in Article III or upon removal under Article XII.

ARTICLE X - PROPERTY & FINANCE:

1. All property of the club shall be in the club's name.
2. If the club disbands, the property of the club shall be disposed of to charitable or non-profit organization(s) in accordance with the wishes of a majority of the members in good standing.
3. All funds belonging to the club shall be deposited in a financial institution of the club's choice.
4. The Treasurer shall be responsible for the collection of dues payable. He/She is to keep the books of the club current and disburse funds at the direction of the E-Board and in accordance with the fiscal budget as approved by the members.
5. The club's financial operations are on a fiscal year April 1 to March 31.
6. Club officers shall maintain fiscal responsibility for the future success of the club. At the end of each club year, the outgoing officers shall leave a minimum balance of \$1,000.00 in the club checking account.
7. The E-Board shall review and approve an annual fiscal budget to be presented at the May business meeting for approval by a majority of the membership in attendance.

ARTICLE XI – AMENDMENTS:

1. Amendments to these By-Laws shall require a 2/3 vote of the members present and in good standing at a business meeting.
2. Changes affecting the By-Laws will be presented to the members via email and/or in the newsletter. The proposed changes will not be voted on until the next scheduled business meeting after such notice.
3. The President shall ensure the vote is an agenda item for the meeting at which the vote will take place.

ARTICLE XII - DUTIES:

1. President: The President shall preside at all business meetings and conduct same in accordance with parliamentary rules. He/She shall, at all times, exercise general supervision over the interests and welfare of this club. He/She shall require a faithful and efficient performance of duties on the part of all who may be engaged in any manner or form in connection with the business of the club. He/She shall insist upon a strict and businesslike manner in keeping of all accounts, in the transactions of the business of the club, paying out money and conducting correspondence. He/She shall perform all such other duties as the club may direct. He/She shall have the authority to sign checks in the absence of the Treasurer.
2. Vice President: The Vice President shall perform all the duties of the President in the President's absence. It shall be his/her duty to arrange for a club sponsor(s), by November 15th of each year. He/she will assist the special event chairperson to ensure the events, club sponsor(s) and event contributors are appropriately publicized. He/She shall perform any other duties as directed by the club.
3. Secretary: It shall be the duty of the Secretary to keep a correct account of all proceedings of the club. He/She shall take minutes at each business meeting, reading same for club approval at the next business meeting. As an alternative, minutes can be published in the monthly newsletter, sent by email and/or on the club website. He/She shall maintain a listing and inventory of the club property. He/She will note the headcount at each business meeting and include the number in the meeting minutes. He/She shall have the authority to sign checks in the absence of the Treasurer or President.
4. Treasurer: It shall be the duty of the Treasurer to receive and hold all monies belonging to the club in accounts for the club. The Treasurer shall pay all disbursements from club funds. He/She shall keep a regular and correct account of all money received and paid out and give a report at each business meeting of receipts and disbursements of the club. He/She shall, upon vacating the office, deliver to his/her successor in the office all money, books and papers or other property of the club. He/She shall perform all such other duties as the club shall direct. He/she shall prepare a fiscal budget to be reviewed and approved by the E-board prior to the membership vote at the May meeting.
5. Sergeant-at-Arms: The Sergeant-at-Arms shall assure that order is kept at all meetings and shall refer to the club copy of Roberts Rules of Order in maintaining order at club meetings.
6. Activities Chairperson: It shall be the duty of the activities chairperson to coordinate all social activities of the club, i.e., social tours, rallies, auto-cross, parties, etc., except for special events. He/She, with an assistant if desired, should set up a calendar of events

for the coming year. Other events can be added to the calendar by the membership during the year. The activities chairperson, the special event chairperson and the President shall coordinate to ensure there are no scheduling conflicts. He/She shall attend to all communications regarding information or instructions relevant to club social activities.

7. Special Event Chairperson(s): Shall be responsible for coordinating special events sponsored by the club. The special event chairperson(s), the activities chairperson and the President shall coordinate to ensure there are no scheduling conflicts. He/She shall attend to all communications regarding information or instructions relevant to club special events.
8. Highway Cleanup Chairperson: He/She shall select at least two dates per calendar year for highway cleanup for the one mile, club sponsored section, along Hwy 126 near Cline Falls Hwy. He/She shall notify ODOT of the date(s) and coordinate with them for vests, bags, and pick-up tools, as well as encourage volunteers from the club members.
9. Membership Chairperson: The membership chairperson shall be responsible for processing new member applications, including ordering name tags for club meetings and events, sending out club membership documents with specific club information to new members, welcoming the new members at club meetings and introducing them to the club members in attendance. He/She will also promote the club to others from the community who may be interested in Corvette club membership and have available club member application forms. He/She will update and maintain the membership directory and notify all current club members of new members, as well as update contact information for existing club members and provide the current list to the Secretary for use at the monthly meetings.
10. Newsletter Editor: The newsletter editor shall create the newsletter once a month. He/She shall also keep a current list of the other Northwest Corvette Clubs and forward them issues as appropriate.
11. Photographer: It shall be the duty of the photographer to maintain photographs of club activities and events.
12. Publicity Chairperson: The publicity chairperson shall keep the membership advised of activities relating to publicity. He/She shall also arrange radio and/or television announcements and coverage, if at all possible, for special events.
13. Sunshine Chairperson: It shall be the duty of the sunshine chairperson to send cards or ecards to club members, as appropriate, for birthdays, anniversaries, illness, or other significant occurrences.

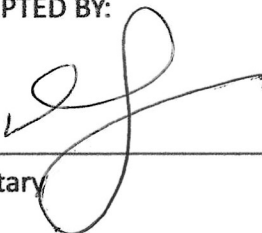
14. Website Chairperson: He/She shall maintain the club website with club contact information, club calendar, club members photos with their Corvettes, (with the approval of those individual members), forms, advertisements, club photo gallery, news, events, and links.

ARTICLE XIII – SPONSORSHIP:


Club Sponsor — The club sponsor(s) shall serve for a one-year renewable term, beginning January 1st of each year, through December 31st. This agreement shall be in writing and include the following conditions:

1. An annual fee from the participating sponsor(s) in an amount agreed upon by the E-Board and sponsor(s).
2. The monthly newsletter will feature the sponsor(s) prominently.
3. For special events, sponsor(s) shall be featured on promotional flyers, registration forms and T-shirts as appropriate.

ACCEPTED BY:



Secretary 1/26/2024
Date



President 1-24-24
Date