



# CORVETTES OF CLARKSVILLE



# BY-LAWS



CORVETTES



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(Corvette Club)

## Article One

### Name and Mission

#### *Section 1: Name and Insignia/Logo*

The name of this club shall be Corvettes of Clarksville (hereafter referred to as the Club). Insignia/Logo shall be as determined by the Club membership (current approved club logo appears at the top of this document).

## **Section 2: Mission**

The general purpose of the Corvettes of Clarksville shall be to operate as a non-profit organization and to support membership approved charities. To promote ownership, safe operation and to encourage planned trips, events and social activities for the members of the Corvettes of Clarksville; to create and promote good fellowship and sportsmanship of this Club as well as members, to uphold the principles of good organization government, to conduct club functions and activities in a manner befitting members of this sort and to encourage better understanding of the restoration of vehicles as a constructive family sport among members of the public, press, and law enforcement agencies; to provide and regulate events and exhibitions for Corvette owners; to promote enthusiasm for the Corvette, and to encourage careful, skillful and safe driving on public highways.

# **Article Two**

## **Membership**

### **Section 1: Membership**

Membership in the Corvettes of Clarksville shall be open to all Corvette owners as Primary Member, Husband/Wife or Significant Other. Applicants must qualify for membership from one of the classes of membership defined in Section 2 of this Article. The Board of Director(s) (BOD) reserves the right to admit or deny any application for membership upon review.

### **Section 2: Classes of Membership**

**A.** Primary Member — Any person **meeting** the requirements as provided in Section 1 of this Article and having paid such annual dues and fees as required, set by the Club. A member of this status may hold an elected office and vote in matters of Club business. Primary members are entitled to all Club privileges. Husband, Wife, or Significant Other shall have all the Club privileges of a Primary Member. Members who no longer own a Corvette may retain membership by non-lapse payment of dues. These are members that are active participants who may be between Corvette ownership. Membership will automatically lapse upon non-payment of dues. Membership can be re-instated with a dues payment if lapsed no more than 60 days.

**B.** Honorary Member — Any person or organization, not otherwise eligible for membership, who displays commitment to the precepts under which this Club's purposes are based, shall be eligible for Honorary Membership. Additionally, any illness or death of a Primary Member shall be eligible. Nomination for Honorary Membership shall be made by a member in good standing and shall be approved by the Club by majority vote of membership present at a regular meeting. An Honorary member may attend all meetings, functions, and will receive Club information. An Honorary member shall not hold an elected office, vote, or pay dues.

**C.** Charter Member — Charter Members are those Original Members that established the Club and were active Members who having paid their membership dues by October 1, 2002. Those joining after October 1, 2002 shall be Members but not considered as Charter Members.

### **Section 3: Dues**

Husband, Wife or Significant Other Member— as set annually by the Club. Honorary Member — None. Dues shall be determined by the membership as required. The amount of dues shall be published by the September meeting of each year. Annual dues shall be payable to the Club Treasurer not later than the following November business meeting, for the following calendar year. Dues are non-refundable. New Members Dues shall be pro-rated at \$5.00 for the Primary and \$2.00 for Significant Other per month after June of the current calendar year, IE July – December.

### **Section 4: Group Email Usage**

Club members are expected to use the Group email responsibly and productively. Use of the Club email is limited to Club activities and personal items of Club interest. Club related activities include functions and/ or activities that may be of interest to the entire membership.

Emails sent via the Club email should not contain content that is deemed to be offensive. Unacceptable use of the Club email by Club members includes, but is not limited to:

- \* Sending or posting discriminatory, harassing, or threatening messages or images on the Internet via the Corvettes of Clarksville Group Email.
- \* Sending or posting information that is defamatory to the Club, or to another Club member.
- \* Sending or posting documents reflecting personal opinions or that are religious and/or political in nature.
- \* Sending, forwarding or posting chain letters, solicitations, or advertisements not related to Club business purposes or activities.
- \* Passing off personal views as representing those of the Club.
- \* Sending or posting of any unlawful, offensive, libelous material, including but not limited to comments based on race, national origin, sex, sexual orientation, age, or disability.

If a member is unsure about what constitutes acceptable email usage, then he/she should ask a BOD member for further guidance and clarification. If a Club member encounters a violation of this policy, he/she should bring it to the attention of the BOD, who will then take appropriate action. All terms and conditions as stated above are applicable to all users of the Corvettes of Clarksville Group email. These terms and conditions reflect an agreement of all parties and should be governed and interpreted in accordance with the policies and procedures mentioned above. Any user violating these policies is subject to disciplinary action as deemed appropriate by the Corvettes of Clarksville current BOD in a closed meeting and on a case-by-case basis.

### **Section 5: Expulsion**

Any member may be suspended up to six months or expelled for infraction of Club rules, or such other causes as may be determined by majority of the officers and/or membership as being in the best interest of the Club. Specifically, the membership of this Club will not tolerate any excessive drinking of alcoholic beverages, the use of illicit drugs, and/or any form of street racing while involved in a club sponsored function or activity. Such infractions may include any other undesirable conduct by a member, while in a club sponsored function or activity, degrade the Club or it's members in the eyes of the public, press, and/or law enforcement agencies will be grounds for expulsion from the club. Before such action is taken, that member shall be notified in writing of the impending action, and be afforded the opportunity to rebut the matter, either in writing or in person, prior to the required action of suspension or expulsion. Suspension must be voted on by (100%) of the BOD at a Special BOD Meeting, called by the Club President. Expulsion shall be voted on by a written ballot

at the next scheduled meeting with a Majority of the members present. If there is not a majority in favor of Expulsion, a vote will be taken to determine length of suspension.

### **Section 6: Resignation**

Any member may resign membership or office effective immediately by directing a letter of resignation to the Secretary. An email may suffice as a letter.

## **Article Three**

### **Meetings**

#### **Section 1: Monthly Meetings**

Monthly Club meetings shall be held the first Tuesday of each month unless otherwise changed by the membership.

#### **Section 2: Special Meetings**

In addition to any provisions of the By-Laws, special meetings of the members may be called by the President or by majority of the BOD.

#### **Section 3: Order of Meetings**

The Presiding Officer shall call the meeting to order. The order of the meetings shall be as follows:

Call to Order

Welcome (to include recognizing visitors/new members)

Vice Presidents Report

Secretary reading minutes of previous meeting.

Treasurer's Report

Special Events Coordinator

National Corvette Museum Liaison

Committee Reports

Old Business (to include NCCC report)

New Business (to include Events, Cruises, Planning, etc.)

Adjournment

#### **Section 4: Notice of Meetings**

Notice of meetings, stating the place, day, hour and purpose of any meeting of the members including special meetings, shall be given by the Secretary to each member not less than seven (7) days before such meetings. This may be accomplished also through email or announcement posted on the web site or automatic reminder from the web site calendar. The President may call a special BOD meeting. The Board of Directors shall be the President, Past President, Vice President, Secretary, Treasurer, Special Events Coordinator and Webmaster. The BOD may call a special membership meeting at any time.

### **Section 5: Voting**

Election of officers and amendment of the By-Laws shall be by majority of those members present. To maintain simplicity, all club actions requiring a vote of the membership shall be by a majority of those members present at the Club business meeting.

## **Article Four**

### **Board of Directors (BOD)**

#### **Section 1: The Board**

The Officers of the Club, consisting of the President, Vice President, Secretary, Treasurer, Special Events Coordinator and Webmaster, including the Past President, shall be the BOD. In the event of a BOD tie vote, a Club member shall be appointed by the Board to break the tie.

#### **Section 2: Officers**

The membership shall elect from its body a President, Vice President, Secretary, Treasurer, Special Events Coordinator and Webmaster.

#### **Section 3: Nominations**

Nominations for officers shall be held by verbal nomination and acceptance at the meeting in September and again for final nominations at the October meeting. Terms of office shall be annual. Newly elected officers shall assume office on January 1<sup>st</sup>, following the November election, and shall serve from January 1<sup>st</sup> to December 31<sup>st</sup>. This will also be the fiscal year of the Club. Vacancies in any office shall be filled by a vote of the membership at the next regular meeting. Such newly elected person(s) will serve the duration of the original term.

#### **Section 4. Election of Officers**

Election of officers shall be held by written ballot at the regular meeting in November with the newly elected officers assuming their duties on January 1<sup>st</sup>, of the following year.

## **Article Five**

### **Duties of Officers (BOD)**

#### **Section 1: Duties of the President (elected officer)**

The President (He/She) may call special meetings of the members under the provisions of Article Three. The President shall be the Chief Executive of the Club. The President shall preside over all meetings of the Club, appoint such committees as necessary, call for regular and special BOD meetings, serve as Chairman of the BOD, act as ex-officio member of all committees, and see that regular elections are held in accordance with the Club's By-Laws and carry out the directives of the BOD.

### **Section 2: Duties of the Vice President (elected officer)**

In the absence of the President, by death, resignation, removal from office or inability to act, the Vice President shall perform the duties of the President. The Vice President shall perform other duties as appointed by the President.

### **Section 3: Duties of the Secretary (elected officer)**

The Secretary shall attend all meetings of the members and shall record all minutes and votes in a book kept for this purpose. The Secretary shall keep an up-to-date roll of all Club Members, give notice of all meetings of the Club required in accordance with these By-Laws and shall perform the duties incident to this office or by the majority vote of the BOD. The Secretary shall have custody of the Club records. In the absence of the Secretary from any meeting, the presiding officer shall appoint a Secretary.

### **Section 4: Duties of the Treasurer (elected officer)**

The Treasurer shall, subject to such conditions and restrictions as may be made by the Club membership, have custody of all the moneys, debts and obligations belonging to the Club. He/She shall make all payments of Club debts upon approval of the Club membership. All contracts, checks, drafts, notes or other orders for payment of money should be signed in the name of the Club by the Treasurer and counter-signed by the President or Vice President. An officer cannot be the Payee and Endorser on the same check. He/She will give bond, at Club expense, if required by the membership. The Treasurer shall give a report on the financial status of the Club at the monthly meetings, and if so requested, at any other meeting. The Treasurer without the specific approval of the membership shall incur no obligation, debt or other liability. The Treasurer is authorized to reimburse any member for a Club expense no greater than \$100.00, and have a \$50.00 petty cash fund for small discretionary expenses. Both above shall be monitored via the monthly Treasurers Report. The treasurer shall have a key to the Clubs PO Box. All Club business-related documents, such as Bank Statements, Vendors Invoices, or other communications from the public, involving the Club, shall be mailed directly to the (Corvettes of Clarksville) PO Box.

### **Section 5: Duties of the Special Events Coordinator (elected officer)**

The Special Events Coordinator shall be responsible for assisting the President and BOD with activities to benefit the membership. This can be, but not limited to, cruises, car shows, charities, road trips, etc. The Special Events Coordinator shall be the point of contact for these areas to collect and disseminate information to the membership. The Special Events Coordinator may appoint such committees as necessary.

### **Section 6: Duties of the Webmaster (elected officer)**

The Webmaster shall maintain the official Website of the Corvettes of Clarksville Corvette Club. Regular and ongoing timely updates of the website will be accomplished for the benefit of current Club membership and potential members. The Webmaster is responsible for the upkeep, design, management security and promotion of the club website and related Internet activity. CoC dues of the Webmaster shall be waived, since this position is very time consuming.

### **Section 7: Duties of the National Corvette Museum Liaison (appointed position)**

The presiding officers may appoint a National Corvette Museum Liaison. If appointed, the Mission of the National Corvette Museum Liaison is that of receiving and disseminating the most current and correct information from the Museum, and to convey the information to the Club. The Liaison will serve as a museum representative to promote and solicit support for the enthusiasts to join the Museum. Additionally, the Liaison will be the voice of this Club, communicating concerns, ideas and suggestions to the NCM. The Liaison can be used as a tie breaker, if needed, for any action taken by the BOD.

## **Article Six**

### **Committees and Activities**

#### **Section 1: Appointment of Committees**

The President shall appoint such committees as desirable from time to time and shall outline the duties and responsibilities of such committees. All reports or action taken by a committee must be voted upon by a majority of the entire committee. In addition to the authority granted above, certain standing committees, as set forth, shall be appointed annually by the Vice President.

#### **Section 2: Activities**

The activities of the Club shall consist of planned trips, social gatherings, Corvette and Community activities, and charity events as determined by the membership.

## **Article Seven**

### **Liability**

#### **Section 1: Personal Liability**

All persons (or corporations) extending credit to, contracting with, or having any claim against the Club or its Officers shall look only to the funds and property of the Club for payment of such contract or claim or for payment of any debt, damage, judgment or decree, or any other money that may be otherwise become due or payable to them from the corporation or the Officers. Neither the members of the Club, the Officers, present or future shall be liable personally. Therefore, during the term of office and thereafter, no Officer shall be liable to the Club or its membership by reason of any action taken or omitted by him/her in good faith in his/her capacity as an officer.

#### **Section 2: Insurance**

It shall be the responsibility of the BOD to ensure that the Club is insured as a protection from Liability.



# Article Eight

## By-Laws Amendment

### Amendment to the By-Laws

The Officers of the Club or any member may propose an amendment to the By-Laws. Upon such a proposal being made, a copy thereof shall be included in the notice of the next regularly scheduled meeting of the membership. The proposed change shall be discussed and voted on at the following meeting. The proposed amendment shall be disapproved or approved and adopted by a majority vote of members present at the meeting.

### Amendments:

Original By-Laws approved on September 8, 2003

This is the most current By-Laws revised on March 4th, 2025, by a majority of the members, at the regular Club Meeting.

Officers present: President Bill Calabrese, Secretary Bill Magerkurth, Treasurer Dan Gurga, Webmaster Ed Adkins and Events Coordinator Mark Zellers..