Updated March 17, 2022

THE CONSTITUTION AND BY-LAWS OF THE BATTLEFIELD CORVETTE CLUB

ARTICLE I
NAME AND INSIGNIA

Section 1 This organization shall be known as the Battlefield Corvette Club (BCC) hereafter referred to as "BCC" or "the club."

Section 2 This organization shall have such official insignia(s) as the membership determines.

ARTICLE II
OBJECTIVE

Section 1 The objective of this organization shall be to promote interest in various types of automotive activities and to show courtesy and sportsmanship to all motorists. The objective shall further be to promote safe driving, enthusiasm, camaraderie, and fellowship associated with the pride in active ownership of Corvettes, and to encourage participation in various Club activities. These objectives shall be shared within the club and actively promoted in good faith and friendship towards others in the community.

ARTICLE III
MEMBERSHIP

Section 1 Membership in the BCC, shall be limited to those persons and their respective Spouses or "Significant Others" who own a Corvette and possess a valid

operator's license. Spousal or Significant Others membership provides for all club rights and privileges as the primary member enjoys. If for unforeseen circumstance, a Spouse or Significant Other separates from the Primary Member and does not own a Corvette, their full membership remains intact until the end of that Calendar Year, at which time, he/she may apply for Associate Membership, if desired. Any applicant under 21 years of age must be sponsored by a current member of the club. The normal annual membership period will be from October 1 to September 30. Memberships approved between July and September of any year, with annual dues paid in full, will provide for membership through the next annual dues period, not to exceed 15 months.

Section 2 Associate Membership in the BCC, shall be limited to those persons and their respective spouses or significant others who show an interest in the Corvette and also possess a valid operators' license. Associate members may participate in all meetings and events but will have no voting rights. The normal Associate membership period will be from October 1 to September 30. Associate memberships approved between July and September of any year, with annual dues paid in full, will provide for membership through the next annual dues period, not to exceed 15 months.

Section 3 Each person wishing to become a member of the club must fill out an application form which must then be approved by the Board.

Section 4 Each applicant for membership must attend one regular club meeting or one "club sponsored" or "club participation" event. This requirement must be met within the 110 days prior to the date on which the Board votes upon the application. (See section 6 for Waiver)

Section 5 Waiver of any membership requirement may be recommended by the Board. Such waiver must then be voted upon at a regular club meeting. Waivers shall be used on an individual case basis.

Section 6 Any member may be expelled from the club upon conviction of violating state or federal law, the BCC Constitution and By-Laws, or for bringing discredit to the club. In order to expel a member, a board meeting

must be held, the offender must be invited, and the Board, acting as jury, must decide the verdict.

Section 7 Any member may resign from the club by submitting a written request stating his reasons for withdrawal. Reinstatement, if requested, will occur with approval of 100% of the Board members and must be approved by a simple majority of the voting members present at a regular club meeting. Voting may be by ballot. Resignation does not relieve the club member from any and all indebtedness to the club. If a member resigns, they shall not be entitled to a refund of their dues.

ARTICLE IV
MEETINGS

Section 1 Club meetings will be held once per month, or more often, unless otherwise determined by the Board.

Section 2 Notice of Meetings. Written notice of any club meetings shall be sent to each member of record entitled to vote at his/her e-mail address, as it appears upon the books of the club at least ten (10) days before the meeting. Additionally, meeting announcements will be posted on the BCC Website. Each such notice shall state the place, day, and hour at which the meeting is to be held and, in case of any special meeting, shall state briefly the purpose or purposes thereof.

Section 3 Twenty percent (20%) of the members in good standing shall constitute a quorum, at any business or special business meeting. A quorum must be present in order for voting on any business motions to proceed. If a quorum is not present, motions may be tabled until such time as a quorum is present (next meeting).

Section 4 Meetings of the Board will be held on dates selected by that Board or at the call of the President. The newly elected club President will convene a Board planning meeting in January.

- Audit and certify the prior year financial records
- Approve the proposed budget for the new year so it can be put to a member vote at the February business meeting.

- Assign project leads for the club picnic, Cruz-In and Christmas party. Project leads will develop a time phased action plan for their respective project to be approved by the Board in February. Note: The Cruz-In Planning Guide satisfies this requirement for Cruz-In planning.
- Assign action responsibility for execution of each budget line item pending club budget approval.

ARTICLE V
DUES

Section 1 Dues for Members are $30 per year. Dues for Spouses/Significant others and Associate members are $20 year. The annual dues are payable October 1 and are non-refundable.

Section 2 Dues will be considered delinquent thirty days after the date they are payable. When dues become delinquent, the Board may suspend membership, provided the member is notified of such action. If suspended, the member is no longer considered "in good standing" and relinquishes all rights of club membership, until reinstated. A member suspended under this section who wishes to be reinstated must pay a $5 fine plus current year dues.

Section 3 When a new (first-time) member joins in the last quarter, dues paid will be considered payment for the next year's dues (which could in effect turn their membership into a 13, 14 or up to 15-month membership, depending upon the month joining).

ARTICLE VI
GOVERNING BODY

Section 1 The government of this organization shall be vested in a Board consisting of the five (5) officers. The Board shall consist of the President, Vice President, Executive Administrator, Treasurer and the Membership and Communications Director.

Section 2 The Board will have control and management of the organization subject to the will of the membership.

Funds of the club may be withdrawn from the bank in which they are deposited by the signature of the Treasurer. Withdrawals of $50 or more must have prior approval by the President or Vice President.

Section 3 Vacancies in the Board, or in any office, may be filled by vote of the Board. Such appointees will serve the duration of the term of the individual being replaced.

Section 4 Robert's Rules of Order will govern all proceedings of the club and its constituent parts, except as provided by this Constitution.

Section 5 The Board shall make recommendations to club members concerning any matter affecting the well-being of the club. The Board may not make, create, modify or delete any By-Law, committee or matter concerning the club without the approval of the club membership. Any and all recommendations made by the Board shall be approved by a majority vote of those members in attendance at the monthly business meeting, if a quorum has been established per Article IV, Sec 4.

Section 6 The Board may plan or recommend the raising or accumulating of revenue from sources other than those stated in the By-Laws. The raising of such funds must be approved by the majority of those members in attendance at the monthly meeting.

Section 7 All income received shall be administered in accordance with the approved budget guidelines and as directed by the Board for purposes and objectives of the organization and shall at no time become part of the income or benefit of any individual member.

Section 8 The Board may at any time spend at their discretion in coordination with the Treasurer the sum of $100 or less ($600 per annum). All expenditures in excess of $100 shall be approved by a majority vote of those members in attendance at the monthly business meeting, if a quorum has been established per Article IV, Sec 4.

Section 9 The Treasurer and any member of the Board shall have signature authority over all checks written in the event that the Treasurer is going to be absent for a period of time, the President shall appoint the Vice

President or Executive Administrator as the interim Treasurer. The interim Treasurer position shall be immediately vacated upon the return of the elected Treasurer. The interim position transfers shall be communicated to the club via email.

Section 10 The club shall perform an internal audit of any/all financial accounts semiannually (June and December) or prior to the placement of a new/interim Treasurer. The audit will be performed by a committee of at least three (3) club members who have been approved by a majority of club members in attendance at the monthly meeting. The new Treasurer must be a member of the audit committee.

Section 11 The Board shall determine the number and purpose of any and all committees needed to fulfill the objectives or needs of the club. The President will appoint all committee chairpersons and vice-chairpersons, subject to Board approval.

ARTICLE VII

DUTIES OF OFFICERS

Section 1 The President shall be the Chief Executive Officer of the club and shall preside over all meetings. The President shall have the power to convene special meetings when deemed necessary, or when one is requested by the majority of the club membership. He/she may sign and make contracts and agreements in the name of the club. The President shall see that the budget, reports, and any club business records are properly maintained. The President provides budget guidance to the Treasurer as necessary. The President (or his/her delegate) shall represent the club in any and all civic duties. He/she shall ensure that the Officers of the club discharge their duties faithfully, impartially, and promptly and shall enforce strict compliance with the laws and policies of the club. He/she shall rule on points of order. The President shall have the power to appoint any officer or committees not provided for by these By-Laws. A newly appointed Officer's term of office shall not exceed that of the President.

Section 2 The Vice President shall assist the President in the performance of his/her duties. A primary responsibility will be the management of the annual Cruz-In in accordance with the Cruz-In Guidelines. This includes establishment of a Cruz-In committee and assignment of tasks to BCC members. During the President's absence, the Vice President shall act as the President and have all of the powers and responsibilities given to or imposed upon the President. The Vice President shall see that the budget, reports, and any club business records are properly maintained. The Vice President (or his/her delegate) shall represent the club in any and all civic duties. He/she shall ensure that the Officers of the club discharge their duties faithfully, impartially, and promptly and shall enforce strict compliance with the laws and policies of the club. He/she shall rule on points of order. The Vice President shall have the power to appoint any officer or committees not provided for by these By-Laws. A newly appointed Officer's term of office shall not exceed that of the President.

Section 3 The Executive Administrator will assist with event planning and management, e.g., annual picnic, Christmas party, cruises. He/she shall keep accurate records and complete minutes of all regular and special club meetings. He/she shall be the custodian of all records and correspondence of the club. He/she shall give and serve all notices for the club. The Executive Administrator shall present all communications addressed to him/her by the President or any other Officer, as well as present the minutes of the preceding meeting. These meeting minutes will be approved by the majority of those members in attendance at the club meeting. The Executive Administrator shall notify the membership of all matters having a direct or indirect bearing on the club. The Executive Administrator is also responsible for drafting, updating and coordinating club governance and policy documents including the By-Laws and Cruz-In Planning Guide. The Executive Administrator shall hold and maintain an up-to-date inventory of all club possessions.

Section 4 The Treasurer shall establish the budget guidelines and collect all dues and shall have care, custody, and

responsibility for all club funds. The Treasurer will submit the budget guidelines to the President for approval during the first quarter of the year. The Treasurer will prepare the budget guidelines to address at a minimum ceiling cap for the annual charity car show, new member welcome packages, cruises/events, and the annual holiday party. The Treasurer will provide semiannual budget reports to the Board. The Treasurer shall make and endorse in the name of the club all checks for payment of monies. He/she shall deposit all such funds in a bank as designated by the club. The Treasurer shall render a Budget Report on the condition of the finances of the club at every club meeting and at any such time as requested by the President.

Section 5 The Membership and Communication Director shall be responsible for maintaining the web site, membership and email lists; communicate pertinent club information on events and meetings to the membership via web site and/or email; advise members when dues are expiring; coordinate with Facebook administrator to ensure members have access to the Facebook page. The Membership and Communication Director will work closely with the Treasurer to ensure that membership status is properly documented. The Membership and Communication Director will coordinate the assignment of a sponsor to new members for the first year.

ARTICLE VIII
SPONSORS

Section 1 The Membership and Communication Director will coordinate the assignment of a sponsor to new members for the first year.

Section 2 A sponsor must have been a member in good standing for at least one year. When assigned to a new member, the Sponsor will contact the new member and familiarize him or her on club practices. The Membership and Communication Director will solicit candidates for sponsors in the beginning of the year and as necessary. Sponsor candidates will be approved by the Board.

ARTICLE IX
ELECTION PROCEDURES

Section 1 The Officers of this organization shall be elected by ballot or as determined by the majority of members present and voting. Those Officers will then hold office for a period of one year. The nominee for President or Vice President must have one year's membership. Prior membership time may be counted. Only "members in good standing" shall be eligible to vote

Section 2 Nominations for the Officers will be taken each November. The President may appoint a nominating committee no later than the September meeting of each year. The committee will consist of no fewer than three (3) members in good standing and be approved by a majority of those members in attendance at the club meeting. Otherwise, nominations from the floor and self-nominations will be taken at the November business meeting. The nominating committee shall seek volunteers and provide at least one (1) nominee for each office. The names shall be given to the Executive Administrator at the November meeting. If a nominee wishes to decline, the President will request one (1) or more nominees from the membership or may accept self-nominations. All nominees will be elected by receiving the highest number of votes for the office for which they were candidates. In the case of filling a vacant office, the newly elected nominee will assume his/her duties immediately.

Section 3 Elections will be held during the December club meeting each year. During this meeting, the President, or presiding Officer shall read all the candidates' names for elected offices, and then proceed to conduct the annual election.

Section 4 Officers are elected by a majority of members present and voting. Votes shall be cast by individual members and no person may cast more than one vote for each office. Absentee Ballots on forms approved by the Board will be acceptable for the annual election of officers. These ballots must be returned to any officer prior to the election in a sealed envelope and the envelope must bear the voters name and signature.

These ballots can also be returned via the club post office box via US mail.

Section 5 Voting shall be by ballot. Votes shall be counted by the Nominating Committee or members not up for election as designated by the President in the absence of a Nominating Committee. If a person on the Nominating Committee is a nominee for office, an Officer of the club shall take his or her place, as long as that Officer is not a nominee for office. Once all votes are counted, the results will be provided to the President and announced to the members. Additionally, the Executive Administrator will report the results of the elections to the Membership and Communications Director who will advise all members via email as well as update the club website.

Section 6 All newly elected Officers shall assume the responsibilities of their respective offices commencing with the January club meeting. Outgoing Officers shall conduct a complete turnover of applicable Club records and/or associated Club property to the Incoming Officer prior to the January club meeting.

ARTICLE X
LIABILITY OF OFFICERS

Section 1 During the term of office and thereafter, no BCC Officer will be liable to the Club or its membership by reason of any action taken or omitted, in good faith in their capacity as an Officer.

ARTICLE 00
AMENDMENTS

Section 1 This Constitution may be amended, repealed, or altered in whole, or in part, by the BCC membership provided notice of the proposed action has been delineated to each BCC member. All motions to amend these By-Laws shall first be submitted to the President and shall be read to the membership. Motions to Amend will also be sent out to all "members in good standing" by the Executive Administrator via email. A second reading shall be made to the membership prior to a vote

thereon. A simple majority vote of those members in attendance at the monthly business meeting, provided a quorum has been established, shall be necessary to pass any such motion for amendment.

Section 2 Each member shall be advised of the proposed amendment changes not less than one business meeting in advance of the meeting at which such vote will take place.

Section 3 The Club shall review, modify as required, and approve these By-Laws annually, within the first quarter of the calendar year.

President - Date

Rino Pivirotto

Vice President - Date

Albert Martinez

Executive Administrator - Date

Doug Bergner

Treasurer - Date

Richard Genaille

Membership and Communication Director

Ken Shaffer