

**BYLAWS OF
SOUTHWEST MISSOURI CORVETTE CLUB, INC.
A MISSOURI NON-PROFIT CORPORATION
DBA
VINTAGE VETTES OF THE OZARKS**

Article 1: Purpose and Restrictions

The purpose of the Corporation shall be those non-profit purposes as set forth and stated in the Articles of Incorporation, as may be amended. No part of the net earnings or other assets of the Corporation shall inure to the benefit of, be distributed to or among, or revert to any Director, Officer, contributor, or other private individual having directly or indirectly any personal or private interest in the activities of the Corporation except that the Corporation may pay reasonable compensation for services rendered, and may make payments and distributions in furtherance of the purposes as stated in the Articles of Incorporation.

Article 2:

The principal registered office of the Corporation in the state of Missouri shall be located at: 4339 North Sunrise Court, Ozark, Missouri, 65721. The registered office may be changed from time to time by a majority vote of the Directors, but an office shall be maintained in the state of Missouri.

Article 3: Members

- A. Qualifications: Members of the Corporation shall be members by payment of all dues and fees as required and mandated by the Directors, and compliance with all rules and regulations as may be instituted by the membership. Further, all members, or a related family member who shall also be a member of the Corporation, shall own a Corvette.
- B. Annual Meeting: The Corporation shall have on an annual basis a meeting held during the month of November of each year, either within or without the state of Missouri, as determined by the Directors. Such annual meeting shall be for the purpose of election of Board of Directors, Officers, and for such other business as may come before the members.
- C. Special Meetings: Special meetings of the members may be called by the President, the Board of Directors, or a majority of the members.
- D. Voting: Each individual member who is in good standing shall be entitled to cast one vote on each matter submitted for vote of the members. A member may vote by written proxy if same is delivered to the President or presiding Officer prior to commencement of said meeting where the vote is to be taken. A majority of the members present at a meeting or by proxy when a vote has been called shall be necessary for the adoption of any matter voted upon by the membership.
- E. Manner of Procedure and Rules of Order: In all matters not covered by these Bylaws, parliamentary procedures shall be governed by *“Roberts Rules of Order: The Modern Edition”*.
- F. Dues: Dues shall be paid to the Treasurer by no later than the 31st of March of the current calendar year. A \$40 charge will be applied to all new family memberships, \$25 for a new single membership. Renewal fees will be \$30 for a family membership and \$15 for an individual renewal.

Article 4: Board of Directors and Officers

- A. Management: The affairs of the Corporation shall be managed, supervised, and enacted by a Board of Directors consisting of not less than three (3) persons who are duly registered members of the Corporation in good standing. The Board of Directors shall oversee and
- B. Election of Officers: At the annual meeting, as established by Article 3, Section B, the members in good standing shall elect four (4) Officers to be as follows:
 - 1. President: Shall preside over all club functions and meetings, shall be designated as the chairman of the Board of Directors and shall supervise all Officers.
 - 2. Vice-President: Shall perform all functions as President in the absence of the President and shall assume all duties of President in the event of death, resignation or impeachment of the elected President. The Vice-President shall serve as the sergeant of arms for all meetings of the members.
 - 3. Treasurer: Shall be responsible for the management and recording of all financial records of the Corporation, collection of dues from members, payment of bills and obligations of the Corporation, preparation and filing of tax returns as needed, and shall provide an annual report to the members at the annual meeting, or as may be required by the President or by a majority vote of the members present as a duly called meeting. The Treasurer shall serve a term of two (2) years.
 - 4. Secretary: Responsible for recording of minutes at meetings, correspondence of the Corporation, membership packets, publication and editing of the Corporation newsletter and distribution of same to the members.
 - 5. Officers, as set forth above, shall be elected to serve a term of one year, from January 1 through December 31 of the upcoming calendar year with the exception of the Treasurer. The Treasurer will serve a two year term.
 - 6. Removal and Resignation: Any Officer may be removed from office by a majority vote of the members at a special meeting called for said purpose. An Officer may resign from said position by giving written notice to the current President, or Vice-President in his absence.
- C. Board of Directors: The elected President and the previous two Presidents shall constitute and make up the Board of Directors of the Corporation. The terms of the Board of Directors shall be concurrent with the terms of Officers as set forth herein.
 - 1. Directors, as set forth above, shall serve a term of one year from January 1 through December 31 of the coming year.
 - 2. Removal and Resignation: Any Director may be removed from office by a majority vote of the members at a special meeting called for said purpose. A Director may resign from said position by giving written notice to the current President or Vice-President in his absence.
 - 3. Annual Meeting: The Board of Directors shall convene for an annual meeting in November of each calendar year. Special meetings may be called by any member of the Board of Directors for any purpose, emergency or otherwise.
 - 4. Majority Vote Shall Govern: A majority vote of the Board of Directors shall be required to pass, institute, create and enforce any resolution presented to the Board of Directors.

Article 5: Amendment of Bylaw Provisions:

- A. Amendment of Bylaws: Any proposed amendments must be presented to the President or presiding Officer, and then presented to the membership at a regular meeting of the Corporation. Upon presentation, a special meeting for the purpose of the taking a vote on such amendment will then be scheduled and notice shall be given to all members of the date of said meeting and purpose of such. These Bylaws may be amended by a majority vote of members in good standing and entitled to vote, present or by proxy, at a meeting specifically called for the purpose of voting on said amendments. Any amendment to these Bylaws must be published in the next issued newsletter of the Corporation.

Article 6: Other Provisions:

- A. The Club Officers may, at their discretion, elect to spend up to \$250 of Club monies for the mutual benefit of members without prior membership approval.
- B. Any Club member who is sponsoring a Club event may elect to spend up to \$100 of Club monies if needed, without prior membership approval.
- C. In the event of the Club dissolution, any property and/or monies owned by the Club will be distributed either to the members or charity, as mandated by a majority vote of the remaining members.