

BYLAWS
OF
THE DELCO CRUISERS CAR CLUB

(Amended and Adopted August 11, 2009)

ARTICLE I. NAME AND LOGO

Section 1. The name of the club is Delco Cruisers, located in Delaware County, Pennsylvania.

Section 2. The Delco Cruisers car club was founded on January 28, 2007 by Carl Nathans.

Section 3. The logo for the Delco Cruisers is as follows:



ARTICLE II. PURPOSE

1. We are an all inclusive car club, without restriction to year or make of vehicle.
2. We pride ourselves in being a family oriented car club.
3. We seek worthy causes, which will allow us to do charitable work within the community.
4. Our goal is to have a working relationship with neighboring car clubs and to promote inter-club shows and cruises.

ARTICLE III. MEMBERSHIP

Section 1. Application for Membership

The executive board will review all applications. It is the discretion of the board to approve or not approve an application. A two-thirds majority vote is needed to reject an application.

Section 2. Classes of Members

There will be three types of membership in the club: active, honorary and charter.

Active members are dues paying members who have been approved by the executive board, have voting rights, and all other rights and privileges described herein. Honorary members include deserving individuals selected by member nomination and approved by a majority general membership vote. They will not pay

dues or vote, but otherwise are entitled to all of the rights and privileges of active membership. Charter members are also dues paying members but were of the first one hundred (100) members to join the club.

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Section 3. Sponsors.

Sponsors are not required to purchase a membership. They may elect to purchase a membership.

Section 4. Resignation of Membership

Any member may resign by submitting a letter of intent to the secretary. Any member, who resigns, automatically forfeits all dues paid and all club participation.

ARTICLE IV. DUES AND BENEFITS

Section 1. The annual membership dues for Delco Cruisers are \$20 per member and includes all family members living in the same household. A household shall include one vote. An additional membership may be purchased entailing another vote. Dues are payable on January 1 and are to be received by February 28 to maintain tenure. Dues received on or after October 1 will apply to the following year.

ARTICLE V. OFFICERS

Section 1. The governing body or executive board of Delco Cruisers shall consist of the following elected officers: president, vice president, secretary, treasurer and seven (7) elected directors.

Section 2. Duties of officers shall be:

A. President: The president shall preside at all meetings, have general supervision over business affairs of the club, preserve order and maintain observance of the by laws.

B. Vice President: The vice president shall take charge in the absence of the president and perform certain duties delegated to him/her by the president.

He/she shall maintain all attendance records.

C. Secretary: The secretary shall keep the minutes and be responsible for all correspondence of the club. He/she will maintain membership records and give notice of all regular and special meetings of the membership of the executive board, based on directives from the president. Funds collected for membership will be submitted to the treasurer or president with a record of receipts.

D. Treasurer: The treasurer shall collect and handle all club funds, make payments from club funds when so designated by the executive board and keep an accurate and up to date account of all receipts and expenditures, and give a financial report at each meeting.

E. Additional duties of officers are outlined in the "Policies and Procedures of the Delco Cruisers".

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Section 3. Executive board

The Executive board shall consist of the officers and directors and shall have the general management of the club as directed by membership votes. The executive board is a fact finding body charged with bringing information to the membership for review and a vote. At all meetings of the executive board, eight (8) members shall constitute a quorum. Meetings of the executive board shall be held on the fourth Tuesday of every month, subject to change due to special circumstances. Special meetings shall be at the call of the president or three members of the board. Special meetings shall be announced on the website prior to the meeting. The decision of a majority of the board on questions shall be binding until the next regular or special meeting of the membership when a majority may disapprove or amend such action.

Section 4. Term of Office

The founding president will have a first term of three (3) years and re-election is a two (2) year term. All other officers shall serve a two (2) year term and are eligible for re-election. Directors' terms are two (2) years and can be re-elected. The Directors will have staggering

two (2) year terms of office. The Officers will have staggering two (2) year terms of office.

President and Secretary will be concurrent terms; Vice President and Treasurer will be concurrent terms.

Section 5. Resignation

Resignation from the board must be in writing and received by the secretary or president.

Section 6. Removal from office

If a Board member feels that an elected Board member is remiss in his/her duties, he/she may propose a motion to remove this person from the Board. In order to remove this member from the Board, the remainder of the Board shall conduct a public hearing at a General membership meeting. All parties shall be given ample time to present their cases, and are entitled to cross examine. Removal of elected Board members shall require a three-quarters approval by the remaining Board members. If a Board member is removed from office a special election will be scheduled for the following General membership meeting. The board may temporarily name a replacement. Temporary appointment shall not exceed thirty (30) days.

ARTICLE VI. COMMITTEES

Section 1. Committee Chairperson

The Committee chairperson will coordinate activities of said committee and report progress to the board. The committee chairman may be a board member or a regular member. The Committee chairperson will be elected by the members of the committee.

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Section 2. Standing Committees

Standing committees will be appointed as required. Committees shall be made up of any member in good standing interested in volunteering unless otherwise directed by a member motion made at a general membership meeting.

Section 3. Claiming Expenses

Executive board and/or working committees shall be able to claim reasonable out of pocket expenses incurred while performing club functions, subject to approval of the executive board

prior to payment.

Section 4. Budget

The Officers (president, vice president, secretary and treasurer) shall submit a budget for the following year to the executive board for approval by December 31st. Upon approval by the executive board, the budget shall then be submitted to the general membership for approval at the January general membership meeting. The executive board and the general membership must approve any major overrun.

ARTICLE VII. ELECTIONS

Section 1. All nominees for any office must be active members in good standing.

Section 2. Nominations must be made from the floor during the September general membership meeting. All nominations must be received by the secretary for inclusion onto the ballot by the Friday following the September meeting. All voting will be made by secret ballot.

Section 3. All officers are elected at the November general membership meeting and will assume office at the January general meeting, to hold office for two (2) years, or until their successors are duly elected and qualified.

Section 4. Officers or elected committee chairpersons who choose to resign his/her duties may do so in writing, submitted to the secretary or president. A replacement will be temporarily appointed by a majority vote of the executive board. Temporary appointment shall not exceed thirty (30) days. A permanent replacement will be appointed following a special election at the next general membership meeting. See section 7.

Section 5. When an officer cannot fulfill his/her duties in an emergency situation, he/she will be temporarily replaced by a majority vote of the board. Temporary appointment shall not exceed thirty (30) days. If the officer is unable to resume the appointment a replacement shall be appointed by a special election held at the following general membership meeting. If the officer is the president, the vice president will temporarily assume his/her position. If the president is permanently unable to fulfill his/her position, the vice president will assume his/her position and a special election will be held for the position of Vice President at the

next general membership meeting. See section 7.

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Section 6. Elections shall be held by plurality. That is, the winners are the candidates receiving the highest number of votes. A majority vote is not mandatory. In the event that there is a tie for any seat on the board, the decision shall be made by lot.

Section 7. Special elections. Special elections will be held at any general membership meeting. Nominations must be made from the floor. A majority vote of the membership shall elect a member to the open position.

ARTICLE VIII. MEETINGS

Section 1. General Membership

The executive board will hold general membership meetings the second Tuesday of every month. The president and/or executive board, by majority vote, may call an emergency meeting if needed. This meeting will be announced on the club website prior to the meeting. A written agenda will be provided at the beginning of each meeting by the secretary. Meeting minutes will be published by the secretary on the website as soon as possible following the meeting.

Section 2. The executive board will meet the fourth Tuesday of every month, subject to change due to special circumstances. Board meeting minutes will be published by the secretary on the website as soon as possible following the meeting and be provided, upon request, in writing at the next general membership meeting.

Section 3. The order of business for all meetings of the membership and executive board is as follows:

- A. Call to order
- B. Introduction of visitors
- C. Secretary's report/reading and approval of minutes of previous meeting
- D. Reading of correspondence
- E. Treasurer's report
- F. Committee reports

G. Old business

H. New business

I. Announcements

J. Adjournment

Section 4. This procedure is in effect for all meetings, both Executive and General, and are the sole guidelines used for presiding over said meetings.

Section 5. Quorum. For the purpose of voting at membership meetings a quorum shall constitute twenty-five (25) voting members. If there are less than 25 members present a vote cannot be qualified.

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Section 6. Meeting minutes will be published on the club website by the secretary as soon as possible following the meeting. A copy of the prior meeting minutes, both general and executive board meetings, will be available at every general membership meeting. Meeting minutes will be taken and made available for both scheduled and emergency meetings by the secretary.

ARTICLE X. AMENDMENTS

Section 1. Amendments or change to the by laws may be proposed at any time by a member in good standing. The proposed amendment must be submitted (written, signed, and dated) to the president. The amendment or change will be read to the membership at the next general meeting and published on the website.

Section 2. Amendments will be listed in detail on the annual voting ballot for a yes or no vote.

Section 3. A two-thirds vote of received ballots is required for the amendment to pass.

ARTICLE XI. DISPOSITION OF CLUB ASSETS

Section 1. In the event that Delco Cruisers should disband, all accrued monies and liquidated properties shall be donated to a worthwhile charity (ies) to be determined by a vote of the current membership. All club properties shall be liquidated by (open/closed) bidding with current club members in good standing being given first opportunity. Any remaining properties will be made available for liquidation by (open/closed) bidding and/or sale with prices being

determined by current club members.

ARTICLE XII. NAME, LOGO, INSIGNIA, ETC.

Section 1. It shall be unlawful for any person or persons to profit from the name, logo, insignia, or other related things of Delco Cruisers without prior written approval.

ARTICLE XIII. VIOLATIONS OR TERMINATIONS

Section 1. If and when a member violates the rules and/or policies outlined in these by laws and/or whose actions jeopardize the integrity of and/or embarrasses the club, he/she will be subject to disciplinary action, which may include dismissal from the club. A majority vote of the members present at a regular general meeting would prevail.

Section 2. A member dismissed for any reason will forfeit any fees, dues, or money paid to Delco Cruisers.