

BY-LAWS

Cedar Rapids Corvette Club (CRCC)

ARTICLE 1

Membership & Dues

1.1 Membership in the CRCC is limited to owners or prospective owners of Chevrolet Corvettes, or Corvette enthusiasts, who are eighteen years of age or older. If an applicant has not attained legal majority age according to the laws of his state of residence, he must submit a statement of parental consent, signed by a legal guardian and properly notarized.

1.2 To join CRCC a prospective member must fulfill the requirement of By-law Article 1.1 and attend two CRCC functions. They then must be voted in by a majority of members present at an official meeting.

1.3 The CRCC may determine the amount of an initiation fee, if any, and set other CRCC dues. All dues are payable to CRCC by its members.

1.4 Any member in frequent violation of City and State laws, traffic or other, or who commits flagrant actions that would defame or bring discredit to the CRCC, may be suspended from the CRCC, by action of the Executive Board, for an indefinite period. The Executive Board shall consider all relevant facts and circumstances surrounding the suspension. Written notice of the suspension, outlining the reasons for the suspension, shall be provided to the member a minimum of 15 days in advance of the effective suspension date. Written notice will be provided by First Class mail. The member will have an opportunity to be heard, orally or in writing, a minimum of 5 days before the effective date of the suspension, by the Executive Board, who is authorized to overturn the suspension. This suspension shall be lifted only by a majority vote of members present at an Executive Board meeting. (Reference Iowa Code, Chapter 504.622 - suspension)

1.5 The official CRCC member count, for purposes of determining quorums for voting and other CRCC business, will be the actual number of paid CRCC members as of the first day of the calendar month. Member count will be as provided by the CRCC Governor. (Reference Iowa Code, Chapter 504.707 record date, membership count)

ARTICLE 2

Officers and Election of Officers

2.1 The CRCC officers shall consist of a President, Vice-President, Secretary, Treasurer, Governor, Director of Social Activities, Historian, Three Trustees, and a Homecoming Director. Executive Board members shall be CRCC members for 12 months prior to being elected as an officer.

2.2 The Board of Directors, also known as the Executive Board, shall consist of the President, Vice-President, Secretary, Treasurer, three Trustees, and other officers as listed in article 2.1. Executive Board members shall be CRCC members for 12 months prior to being elected as an officer.

2.3 Officers shall be elected on a yearly basis, except for Trustees, who will be elected for three year terms, with one trustee elected each year.

2.4 The officer's terms shall run from January 1st to December 31st, following their election to office.

2.5 Officer nominations will be made at the November meeting. These officers shall be voted into office by a majority vote of ballots submitted. The electronic ballot will have the nominated position(s) and allow for "write in" candidates. The service will allow for a "proxy vote" for those members that may not have access to a computer for voting. Each member can only vote once. The electronic ballots will be sent

to members the weekend after the November meeting. Manual ballots shall be sent by the CRCC Secretary to those members without computers. The ballot results will be reviewed by the trustees at least 3 business days before the annual Christmas Banquet. The voting results will be announced at the annual Christmas Banquet. A CRCC email will also be sent after the announcement to the membership with the results.

2.6 Should a tie for elected office occur, the current Trustees will break that tie. The Trustees will vote with a secret ballot, without discussion, and promptly at the vote review session. This will assure a majority winner efficiently and quickly, without any further action necessary by the membership. (Rule adopted at July 2010 regular meeting)

2.7 All officers may be re-elected for consecutive terms. A Trustee must be off the Board for one year, before being elected to another three year term.

2.8 Members of CRCC may run for, or hold more than one office in the same year, if there are no other nominees for said office.

2.9 The Executive Board shall appoint a person to complete a term of office if an officer resigns a position, or is otherwise unable to perform their duties. If the President resigns, the Vice-President will take over and a new Vice- President will be appointed by the Executive Board.

2.10 Any elected Officer may be removed by the Executive Board by a 2/3 majority vote of the Board at an official meeting of the Executive Board, with just cause whenever in the Board's judgment the best interest of CRCC would be served.

ARTICLE 3 Meetings

3.1 Official membership meetings will be held monthly, except for December. The annual Christmas banquet is held in lieu of a regular meeting for December. CRCC meetings are held on the third Thursday evening of each month (except for December), at the same time and location, unless advised in writing at least 10 days in advance of the meeting. Announcement of the next Regular Meeting shall also be given prior to adjournment of each regular meeting. (Reference Iowa Code, Chapter 504.701)

3.2 All business of the CRCC will be decided at official meetings only. The Executive Board will meet at the start of each calendar year and anytime thereafter as needed, to discuss special problems and make recommendations to the regular membership.

3.3 The Annual Meeting will be the regular membership meeting for November, on the third Thursday of November. The meeting will be at the usual time and location for Regular Meetings, unless advised in writing at least 10 days in advance of the Annual Meeting. (Ref. Iowa Code, 504.701)

3.4 Written meeting notice shall be provided a minimum of 10 days in advance of any meeting where, amendment of the By-Laws or Articles of Incorporation are proposed. Written notice must include the text of the proposed amendments. Written notice may be by mail, CRCC Newsletter or electronic means.

ARTICLE 4 Quorum & Voting

4.1 A minimum of ten percent (10%) of the voting membership must be represented at a meeting, to constitute a quorum for voting on any matter. (Reference Iowa Code, Chapter 504.713, item 1)

4.2 Unless a minimum of one-third (1/3) of the voting members are present at a meeting, the only matters that may be voted on at the meeting are those matters that are described in the previously announced meeting notice or agenda or the voting in of new members. (Reference Iowa Code, Chapter 504.713, item 4) The one-third (1/3) requirement may be waived for votes on time-critical matters that cannot wait until the next meeting. (Reference Iowa Code, Chapter 504.713, item 2)

4.3 Each member present at a regular or Annual Meeting will be entitled to one vote. Voting may be by show of hands, or by secret paper ballot, as may be deemed necessary by the Trustees or Executive Board. Secret ballots will be counted by the Trustees present at the meeting and by other officers, as assigned by the presiding officer, if there are less than three (3) Trustees present at the meeting.

4.4 An affirmative vote for any matter, except for votes regarding amendment of the By-Laws or Articles of Incorporation, is defined as a majority vote of those in attendance at the monthly business meeting, or at the Executive Board meeting.

ARTICLE 5

Posting of By-Laws and Standing Rules & Record Keeping

5.1 By-Laws and Standing Rules will be posted on the CRCC website. Each new CRCC member or member candidate will be directed to the CRCC website to access the By-Laws and Standing Rules. Copies will be kept by the Secretary and made available upon request.

5.2 The Secretary is appointed to record minutes and keep records of each meeting of the membership and Executive Board. (Reference Iowa Code, Chapter 504.841, item 2)

5.3 Records of the CRCC may be maintained in perpetuity by paper or electronic means. Electronic records must have redundant copies, to prevent loss of information.

ARTICLE 6

Property and Liabilities

6.1 All persons or corporations extending credit to, or contracting with, or having any claim against CRCC and its Executive Board, shall look only in the funds and property of CRCC for payment of any such contract or claim or for any other money that may otherwise become due or payable to them from the corporation of the Executive Board, so that neither the current or future members shall be liable personally therefore.

6.2 The Cedar Rapids Corvette Club name, logo, membership list data or any other CRCC property shall not be used for anything other than authorized CRCC business without authorization of the Executive Board. This is the official logo of CRCC.



6.3 No member shall make purchases, sign contracts or in any other way indebt CRCC financially without prior authorization at a regular CRCC meeting or by the Executive Board for amounts over \$750.00 US.

**ARTICLE 7
Amendment**

7.1 These By-laws may be revised annually by 2/3 majority vote of members present at the November Annual Meeting. The By-Laws, and any proposed changes, shall be published in the Club Newsletter at least 10 days prior to the November Annual Meeting, for review by the membership.

These By-Laws are supplemented by the "Standing Rules of the Cedar Rapids Corvette Club".

These By-Laws, as amended, were duly adopted by the membership on the 21st day of November, 2024, by at least a two thirds (2/3) vote of the members in attendance at the meeting. These By-Laws, as adopted, supersede any previously adopted By-Laws for the Cedar Rapids Corvette Club.

Attested to by: *Sue Rudd*

Sue Rudd, Secretary, Cedar Rapids Corvette Club

Date *11/21/2024*

Revised 11/21/2024