

# **Lower Columbia Classics Car Club**

## **Bylaws**

### **ARTICLE I**

#### **NAME AND PURPOSE**

The name of the Club, which is a nonprofit membership corporation chartered in the state of Oregon, shall be "LOWER COLUMBIA CLASSIC'S CAR CLUB". The purpose for which the Lower Columbia Classic's Car Club (herein referred to as LCCCC) is for the enjoyment and interest in historical, special interest and modified motor vehicles and the restoration and preservation of them, and to promote publication and exchange of technical, historical, and other information among its members and other persons who are interested in automobiles and to promote social activity and fellowship among its members.

### **ARTICLE II**

#### **MEMBERS**

##### **SECTION 1—Application for Membership.**

Any person may become an Annual member of the club, upon approval by the Board of Directors (herein after referred to as BOD) and payment of dues. There shall be four classes of membership: Annual, Charter, Lifetime and Honorary. He or she must tender dues and any other fees required with the application for membership. A membership shall consist of the named member and shall include the spouse and any minor children.

##### **SECTION 2—Membership Dues.**

Membership dues shall consist of an annual membership fee for corresponding issues of *The Backfire* the official LCCCC publication, in an amount as set by the BOD and ratified by a majority vote of the general membership at a regular meeting. Annual dues thereafter shall be payable in advance of the expiration date of the fiscal membership period, currently the first regular January meeting of each year. (Delinquent after February 1<sup>st</sup>.)

Any member who shall have failed to pay his/her dues shall cease to be a member. Such persons may, however, be reinstated to membership in accordance with the method of application of new members as set forth in Section 1 of this Article II.

##### **SECTION 3—Annual Members.**

Annual members are those paid-up members (*members in good standing*) of the club, whose aim is to increase interest in historical, special interest and modified motor vehicles and to preserve them.

##### **SECTION 4—Honorary Members.**

Honorary Member shall pay no dues and are entitled to all LCCCC privileges except the right to vote and hold office. Honorary Members are those who have made an outstanding contribution to the automotive hobby. These members will be selected by the BOD for this recognition.

##### **SECTION 5—Lifetime Members.**

Lifetime members are those members who have reached the age of eighty and have been active annual members for five consecutive years immediately prior to their eightieth birthday. Lifetime members will not pay dues but will retain full membership rights, including the right to hold office.

##### **SECTION 6—Charter Members.**

Charter Members are those members & spouses whose names appear in the minutes of the first meeting of LCCCC and who have been active, annual members since that time. They are Jean Haglund, Marian Olson, Lori Peterson, Darlene Langlo, and Tom Sarpola. They will not pay dues but will retain full membership rights.

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### **SECTION 7—Expulsion.**

Any member may be expelled and his/her membership in LCCCC terminated for conduct which the BOD shall determine to have disturbed the order, dignity, business, or harmony of LCCCC, or to have impaired its good name, goodwill, or prosperity, or to have violated these bylaws, or any regulation of LCCCC which are in force at the time of the alleged infraction, as adopted by the BOD. Such expulsion shall be by a two-thirds (2/3) vote of the members of the BOD present at a meeting thereof duly called and held provided that the BOD at a prior meeting shall first have voted to institute expulsion proceedings. The accused member shall be notified at least 30 days before final action is taken. An opportunity for the accused to present a defense shall be made available to the accused member at a date and time of such meetings as stated in that final action notice. The decision of the BOD shall be final and conclusive.

### **SECTION 8—Reinstatement of an Expelled Member.**

No member expelled from LCCCC may be readmitted to LCCCC as member until at least one (1) year has elapsed from the date of his/her expulsion and unless application for readmission is approved by a two-thirds (2/3) vote of the BOD present at a duly constituted meeting thereof provided notice that reinstatement of a member is to be considered to be included in the notice of said meeting.

## **ARTICLE III**

### **MEETINGS OF MEMBERS**

#### **SECTION 1—Business Meeting.**

A business meeting shall be held monthly at a time and place to be designated by the President. This meeting will be conducted by the President or one of the elected officers of LCCCC as designated by the President provided that the Vice President is not present at the meeting. The Secretary or their representative shall be in attendance to record the minutes of the meeting. At least two members of the BOD shall be in attendance at this business meeting. A quorum of 10% of the membership in good standing, per the most current roster, is required to be in attendance at any business meeting of LCCCC.

#### **SECTION 2—Special Meetings.**

Special meetings of the Members of LCCCC may be called by the President or by the BOD. Special meetings of the members may also be called by no less than 10% of the total membership of LCCCC, as shown by its membership records, upon written request signed by them made to the Secretary. The BOD shall fix the time and place for holding of any meeting called by said members. No business other than that specified in the "Notice of the Meeting" shall be transacted at any Special Meeting.

## **ARTICLE IV**

### **OFFICERS**

#### **SECTION 1—Number.**

The officers of LCCCC shall be a President, Vice President, Treasurer, and a Secretary, and shall be known as the Board of Directors (BOD).

#### **SECTION 2—Method of Election and Terms.**

The Membership shall elect, from the nominated members, or write-in members, at the last general meeting of each year, by ballot said Officers for the following terms and until the election of their respective successors. Officers cannot serve more than two consecutive terms. The Treasurer may serve more than two consecutive terms.

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**President:** two-year term beginning each even numbered year. *e.g., 2020.*

**Vice President:** two-year term beginning each odd numbered year. *e.g., 2019.*

**Treasurer:** one year.

**Secretary:** one year.

### SECTION 3—Eligibility.

All Officers whether elected or appointed must be members in good standing of LCCCC and have been an active member for two years prior to being nominated. Upon ceasing to be a member in good standing of LCCCC the term of office of any such Officer shall automatically terminate. To be declared “active”, nominees must have attended 50% of the regular meetings per year in the previous 12 months.

### SECTION 4—Duties of Officers.

The duties and powers of the Officers of LCCCC shall be as follows.

**President:** The President shall be the chief executive officer of LCCCC. The President shall preside at all meetings of the Members of LCCCC and the BOD and shall discharge the duties usually performed by the President and vote only as a tie breaker. The President shall preside over the Budget Committee meetings. Unless otherwise specified in these Bylaws or determined by the BOD the President shall appoint all appointive officers and committees. The President shall perform such other duties and possess such other powers as usually pertain to the office of the President. The office of President cannot exceed more than two consecutive terms.

**Vice President:** In the case of the death or absence of the president, or of the president's inability from any cause or act, the Vice President shall perform the duties of the President. The office of Vice President cannot exceed more than two consecutive terms.

**The Treasurer:** It shall be the duty of the Treasurer to document all financial transactions of LCCCC, including restricted funds activities and submit in writing a report to the membership at each regular meeting, submitting a printed copy to the Secretary for inclusion in the file. The Treasurer shall participate in the annual Budget Committee meetings and submit the final budget to the membership at the regular September meeting for ratification. The Treasurer shall provide a copy of the “year end” financial report to the Secretary for inclusion in the club files. All duties and expectations of the Treasurer shall be as defined in LCCCC's Operating Procedures.

**Secretary:** The Secretary shall keep the records of all meetings of LCCCC, and perform such other duties as directed by the president including but not limited to keeping the records of minutes and passing them onto the next Secretary.

## ARTICLE V

### BOARD OF DIRECTORS

**SECTION 1.** Number of the Board of Directors (BOD) of LCCCC shall consist of a minimum of five (5) Directors.

### SECTION 2—Term of Office.

President, Vice President, Secretary and Treasurer shall constitute the (BOD), their term expiring with their elected office term, with the fifth or appointive member being elected/appointed by the (BOD). The fifth member should have served as an LCCCC officer prior to becoming a director, that term will expire each year. The BOD shall meet at the call of the President.

### SECTION 3—Regular Meetings.

A regular meeting of the BOD for the purpose of organization and selecting one appointive director shall be held immediately or as soon as feasible after January 1 of each year. In addition, the board will hold a second regular

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meeting, the time and place of which shall be fixed by the BOD. The President may call emergency meetings as necessary which can be conducted electronically or by phone, as necessary. Notice of each regular meeting of the BOD shall be sent to each member of the BOD at least seven days before the date of the regular meeting.

### **SECTION 4—Quorum.**

A majority of the members of the elected/appointive BOD shall constitute a quorum for the transaction of business.

### **SECTION 5—Vacancies.**

Any vacancy which may occur in the elected/appointive membership of the BOD for any other cause other than expiration of term may be filled until the next regular election for the unexpired term by vote of members present at any constituted meeting of the BOD.

## **ARTICLE VI**

### **COMMITTEES**

#### **Section 1—Appointment.**

Unless otherwise specified in these Bylaws or determined by the BOD, the President shall appoint all committees, and chairpersons.

**Section 2—** Unless otherwise determined by the BOD, the President may, at any time appoint such committees as may be deemed advisable.

#### **Section 3—Committee Procedures.**

All Committee members shall serve at the pleasure of the President and the BOD. Each Committee shall make its own rules and regulation as to procedure within the guidelines as laid out in LCCCC's "Standard Operating Procedures".

## **ARTICLE VII**

### **MISCELLANEOUS**

#### **SECTION 1—Seal.**

The seal of Lower Columbia Classic's Car Club shall be round in form and shall contain the name of LCCCC and the State and date of Incorporation.

#### **SECTION 2—Newsletter.**

The official newsletter of Lower Columbia Classic's Car Club shall be named "*The Backfire*".

#### **SECTION 3—Fiscal Year.**

The fiscal year of LCCCC shall begin on the first of October each year.

#### **SECTION 4 —Conflicts of Interest.**

No Director, Officer or Committee member of LCCCC shall receive, directly or indirectly any salary, wage or compensation from LCCCC, either as such officer or director or in any other capacity. No Director or Officer of LCCCC shall be interested, directly or indirectly, in any contract relating to the operations conducted by LCCCC, nor in any contract for furnishing supplies or services thereto.

#### **SECTION 5—Parliamentary Authority.**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the LCCCC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the LCCCC may adopt.

#### **SECTION 6—Electronic Meetings.**

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At the call of the President a BOD meeting/and or regular meeting are authorized to meet by telephone conference call or through other electronic communications media so long as all members can simultaneously hear each other and participate during the meeting.

### **ARTICLE VIII AMENDMENTS**

**SECTION 1**— These Bylaws may be amended or altered in whole or in part by a majority vote of all members of the BOD present or in person at any duly constituted meeting of the BOD, provided that notice to the effect has been printed in the monthly publication of the “*Backfire*”. All amendments to the Bylaws will, upon approval by the BOD, be presented to the membership at the next regular meeting for discussion and ratification.

**SECTION 2**—All amendments of these Bylaws will be recorded in these Bylaws, by date amended.

## **Lower Columbia Classic's Car Club BYLAWS**

Total Revision of the Bylaws August 19, 2021