



Adoption of By-Laws by Cumberland Valley Corvette Club

Whereas, the Cumberland County Corvette Club (CVCC) convened a regular general membership meeting on October 3, 2013 and;

Whereas, the Board of Directors recommended the adoption of the proposed By-Laws and;

Whereas, the Board of Directors properly advertised the proposed By-Laws and properly notified the membership and;

Whereas, following a proper motion and second, the membership voted to adopt the proposed By-Laws dated October 3, 2013 by a clear two-thirds majority of the members in attendance and voting;

Therefore, the following By-Laws were approved and adopted by the membership on October 3, 2013

A handwritten signature in black ink, appearing to be "C. A.", written over a horizontal line.

President

A handwritten signature in black ink, "William R. Langley", written over a horizontal line.

Secretary



CUMBERLAND VALLEY CORVETTE CLUB

BY-LAWS

Adopted October 3, 2013

Amended: Oct 2, 2014; Apr 2, 2015; May 3, 2018, Jan 7, 2021

Article I -- Name, Organization and Affiliation

Section 1 -- The name of this organization shall be Cumberland Valley Corvette Club, Inc. (CVCC)

Section 2 -- CVCC is incorporated under the laws of Pennsylvania and will be based in the Greater Cumberland Valley area, Cumberland County, Pennsylvania.

Section 3 -- The club shall be organized and operated as a non-profit social and recreation club as defined under Internal Revenue Code §501(c) 7.

Section 4 -- The club shall be affiliated with the National Council of Corvette Clubs (NCCC) and the East Region of the NCCC. No club policies, rules, or practices shall conflict with those of the NCCC or the East Region of the NCCC.

Section 5 -- The club may adopt official insignias, logos, colors, or other such designs for the purpose of identifying the club. Insignias, logos, colors, and other such designs will be defined in the club Policies and Procedures.

Article II -- Purpose

Section 1 -- As a non-profit organization, the goals of the club are:

1. to provide constructive and safe activities for club members and others,
2. to conduct these activities in such a manner as to foster a good relationship between the Club and the community,
3. to foster camaraderie within the club, among other Corvette owners and other clubs,
4. to develop and promote safe and lawful driving by example, and
5. to conduct fund raising activities for the benefit of selected charities and the community.

Article III -- Membership

Section 1 -- Any person owning or leasing a Corvette and their spouse or partner shall be eligible to apply and maintain active general membership.

Section 2 -- Two categories of General Membership are established:

- Primary Member
- Spousal/Companion Member

Section 3 -- All general members are voting members of the club and are eligible to hold elected offices in the club.

Section 4 -- The following additional sub-categories of membership represent various forms of recognition and shall be conferred by recommendation of the Board of Directors and subsequent approval of the general membership:

- 1) **Founding (or Charter) Member** – consists of the original founding members of the CVCC. Founding Members are voting members with all the rights and privileges of General Membership as long as other eligibility requirements are met. Founding Members may be reinstated if member status changes. CVCC dues are waived for Founding Members and NCCC dues will be paid by the club as long as all eligibility requirements are maintained.
- 2) **Life Time Member of CVCC** – General Members can be recognized for their lifetime contributions and dedication to the club. The Board of Directors will recommend such action to the general membership. Life Time Members of CVCC are voting members with all the rights and privileges of General Membership as long as all other membership requirements are met. CVCC dues are waived for Life Members and NCCC dues will be paid by the club as long as all other eligibility requirements are maintained.
- 3) **Honorary Member** – The purpose is to recognize people, businesses, and organizations that support the Club and its goals, Honorary Members are non-voting club members who do not need to own a Corvette or meet other eligibility requirements. CVCC dues are waived for Honorary Members and NCCC dues are not applicable.
- 4) **Affiliate Member** – Affiliate member are those who meet all the requirements of being a General Member but maintain active NCCC membership through another NCCC club (i.e., their “home club”). Affiliate members may vote at CVCC meeting, but may not hold office in the club. Affiliate members shall limit their voting on NCCC and/or ER-NCCC issues to their Home club.
- 5) **Associate Member**. This membership is available only to former NCCC members, excluding NCCC ‘Enthusiast’ category members. Applications are contingent upon approval of the NCCC in accordance with the current NCCC policy. Associate members need not comply with the requirement of Corvette ownership; all other membership requirements apply. An Associate member and their spouse/companion member shall be voting members of CVCC and may attend, participate and compete in club events. Associate members will be awarded CVCC points for driving events when participating or competing in a Corvette (borrowed/rented/co-driver/etc. Associate members attending/participating in CVCC events as a non-driver (event worker, attending meetings, attending non-driving activities, etc) will earn CVCC points. Associate Members are not eligible to hold elected office in CVCC. Eligibility of Associate Members for NCCC national or regional points, as well as eligibility for NCCC elected offices, will be accordance with current NCCC policy. [Apr 2015]

6) **Youth/Dependent Member.** This membership is available to any person who is sponsored by a CVCC Primary or Spouse member and who is between the ages of 16 and 21 years of age, or between the ages of 16 and 25 and is also a full-time student and whose mailing address is the same as the Primary and/or Spouse member. Youth/Dependent members shall be voting members of CVCC and shall be entitled to all rights and privileges of Spouse/Partner membership, except the right to hold elected club office. All NCCC policies related to age restrictions and waivers apply to participation at all club events (sanctioned and non-sanctioned). Eligibility for, and extension of, the upper age limit for Youth/Dependent membership will be in accordance with the NCCC policy in effect at the time. [Jan 2021]

Section 5 -- All applications for general membership and affiliate membership shall be in writing, sponsored by a current member in good standing, and submitted with the initiation fee and first year dues. All applications shall be forwarded to the Vice President of the club for processing. Applicants are encouraged to attend at least one membership meeting or one club activity during the application period.

Section 6 -- Any member who commits unlawful acts or whose conduct is otherwise detrimental to the purpose of this organization may be sanctioned, suspended, or expelled from the organization upon recommendation and due investigation by the Board of Directors, and with a majority vote of all voting members present at a regular meeting. Voting shall be by secret ballot.

Section 7 -- Any member in suspended status or expelled shall not be eligible to participate in club activities, vote, or perform the duties of any office in this organization.

Article IV -- Dues

Section 1 -- The amount of the initiation fee(s) and membership dues for the organization and the time and manner of payment shall be recommended by the Board of Directors and approved by the membership for inclusion in the club Policies and Procedure.

Section 2 -- The membership year and deadlines for submitting dues shall be consistent with the NCCC membership periods. The CVCC will establish a policy and procedure to ensure that members are notified of the dues renewal period and the expiration date of current annual dues. Members are notified of potential costs associated with reinstating their NCCC and CVCC membership after it expires.

Section 3 -- Additional provisions related to dues, notifications of membership periods, and the collection of dues may be established in the club Policies and Procedures, as approved by the membership.

Article V -- Government

Section 1 -- The elected officers of the Club shall consist of the following: President, Vice-President, Secretary, Treasurer, and Governor.

Section 2 -- The Board of Directors shall consist of the officers listed in Article V, Section 1, six club members elected from the general membership, and the immediate Past President.

Section 3 -- The Board of Directors provides the vision, direction and oversight for all club activities. The Board of Directors recommends actions and decisions to the membership, which can then approve, reject, or amend the Board of Director's recommendations.

Section 4 -- The Board of Directors shall control the property and management of the organization, subject to the will of the membership. Funds of this organization shall be withdrawn from the bank or banks with which they are on deposit, and checks will be drawn on those accounts, by the signature of the Treasurer or one of the other pre-designated members of the Board of Directors. The Board may determine, and change as needed, the number of Board Members pre-designated to meet this need. [May 2018]

Section 5 -- The Board of Directors shall meet monthly. A majority of the members of the Board of Directors shall be necessary to constitute a quorum, and the acts of the majority of the Board of Directors at a meeting shall be the acts of the Board of Directors.

Section 6 -- A record of actions taken and recommendations made at the Board of Directors; meeting shall be reported to the membership each month.

Section 7 -- Vacancies on the Board of Directors shall be filled by recommendation of the Board of Directors and vote of the membership; such appointees will serve until the next regular election.

Section 8 -- In the event that any Director or Officer fails to attend:

- 1) Two (2) consecutive Board Meetings, or four (4) Board Meetings in any 12-month period, or
- 2) Two (2) consecutive Membership meetings, or our (4) Membership meetings in any 12-month period; then the Board of Directors will review the absences and make a recommendation to the membership if they deem the officer should be removed from office.

Section 9 -- All Officers and Board of Directors members shall be voting members of the Board of Directors.

Section 10 -- The fiscal year shall be established as January 1 to December 31.

Section 11 -- The Board of Directors may authorize the expenditure of up to \$1,000 CVCC funds per item without the approval of the general membership.

- 1) Such spending authorization will be approved by a majority vote of the Board of Directors at any Board of Directors meeting or, when circumstances require immediate response or action, the vote may be taken by phone or email in order to expedite the action.
- 2) Before the vote is taken the Treasurer shall verify that the funds are available and uncommitted.
- 3) The approval is to be reported in the minutes of the Board of Directors meeting when considered at a meeting; or included in the minutes of the next Board of Directors meeting for expenditures approved by phone or e-mail.
- 4) All such approvals shall be reported to the membership in the Treasurer's report at the next regular membership meeting. [Oct 2014]

Article VI -- Duties of Officers

- Section 1** -- The order of authority and succession shall be: President, Vice President, Secretary, Treasurer, and Governor.
- Section 2** -- The President shall supervise the organization's affairs and activities, appoint committees and committee chairpersons, and make an annual report thereof to the membership at the December meeting. The president presides over the Board of Directors meetings.
- Section 3** -- The Vice President, under the direction of the President, shall supervise the organization's activities and applications for membership. The Vice President will maintain the Club's member activity points system as established in the Club's Policies and Procedures.
- Section 4** -- The Secretary shall give notice of all Membership, Board of Director, and special meetings and shall keep a permanent record of the actions taken at such meetings and shall be custodian of all official records of the organization.
- Section 5** -- The Treasurer shall issue notices of dues payable and be responsible for the collection thereof, maintain the financial books of the organization, disburse funds at the direction of the Board of Directors subject to the General Membership's approval and shall report on the financial condition of the organization at the monthly membership meetings or at such other times as directed. It will be the responsibility of the Board of Directors to determine the form and scope of the annual fiscal review.
- Section 6** -- The Governor shall represent the organization at the East Region NCCC meetings, taking such actions as deemed necessary by the Board of Directors and shall oversee and report the results of the organization's competitive events. The club's Governor will coordinate NCCC sanctions as needed.
- Section 7** -- All club records, equipment, files, and other property and assets are required to be transferred by the out-going officer to the respective incumbent or other current officer of the club.

Article VII -- Elections

- Section 1** -- The election of the Officers of the organization shall take place each year at the Club's regular November membership meeting. Notice of such meetings shall be made to the membership by way of the Club newsletter distributed to each member at least ten (10) days prior thereto.
- Section 2** -- Nominations for Club Officers and Directors shall be open during the membership meetings in September, October, and prior to the actual election at the November meeting. Notice of open nominations shall be made to the membership by way of the club newsletter.
- Section 3** -- Officers and Directors shall take office at the first meeting of the new fiscal year.
- Section 4** -- Voting for officers and Board members shall be by secret ballot. The Candidates receiving the most votes from the voting members present and voting at the prescribed time will be the winner(s) for the respective positions. Voting members must be in good standing to be eligible to vote; including dues paid to date and not be under any sanctions or suspension at the time of voting.

Section 5 -- In the event that an election of any office results in a tie, a run-off vote will be conducted between the candidates involved in the tie vote. The run-off shall be conducted by secret ballot during the same meeting.

Section 6 -- Officers and Directors shall be elected for a term of one (1) year.

Section 7 -- Any office without a candidate for election shall be considered vacant. The Board of Directors will recommend how to fill the vacancy, or otherwise delegate the duties, to the general membership.

Article VIII -- Membership Meetings

Section 1 -- This organization shall hold at least one (1) General Membership meeting each month. The time and place thereof to be designated by the Board of Directors and approved by the membership.

Section 2 -- Twenty-five (25) voting members shall constitute a quorum for all membership meetings.

Section 3 -- The President may call special meetings of the Board of Directors.

Section 4 -- The Board of Directors may call special meetings of the membership, upon receipt of written request from any five (5) members.

Section 5 -- Notice of all meetings shall be made 48 hours in advance.

Article IX -- Committees

Section 1 -- The President shall determine the committees deemed proper and necessary to fulfill the objective and purpose of the organization, as well as to complete the projects, activities and other tasks as deemed appropriate by the President.

Section 2 -- A committee chairperson shall be appointed by the President.

Section 3 -- The President and Vice President shall be ex-officio members of all committees.

Article X -- Activities and Events

Section 1 -- The club may organize, sponsor, and conduct activities and events that support the purpose and goals of the club, foster social opportunities, and provide funding raising activities.

Section 2 -- Each event will be coordinated by an Event Chairperson who shall be responsible for the planning, scheduling, and conduct of the event in accordance with CVCC and NCCC rules.

Section 3 -- The event Chairperson will coordinate with the Club Governor for NCCC sanctions and official flyers as appropriate.

Section 4 -- The club shall maintain a point system, as defined in the club Policy and Procedures, to track club activities and record member's participation. The points system(s) will encompass NCCC sanctioned and non-sanctioned events, club meetings, social activities, charity fund raising events, and all other forms of participation as recommended by the Board of Directors and approved by the General Membership.

Article XI-- Rules of Order

Section 1 -- "Roberts Rules of Order" shall govern all proceedings of all meetings of the organization and its constituent parts except as provided in these By-Laws.

Article XII – Safety

Section 1 -- The club sponsors a wide range of events that may include participants, spectators, workers, and the general public. The events include driving, non-driving, competition and non-competition events of various types. Every event will be planned and conducted in the safest manner possible.

Section 2 -- Any member of the Board of Directors has the authority to intervene to correct or terminate any unsafe condition at a club sponsored event.

Section 3 -- A safety committee may be appointed by the Board of Directors to review any accidents, incidents, injuries, actions by any individual club member deemed to be unsafe, or to review reports of unsafe conditions related to club sponsored events.

Section 4 -- The use, possession, transportation or purchasing of alcoholic beverages may be prohibited at any of the organization's meetings or activities. All club events will be conducted in accordance with the NCCC rules for the consumption of alcohol.

Article XIII -- Amendments

Section 1 -- These By-Laws may be amended by a two-thirds vote of the members present at any regular or special meeting, providing each member eligible to vote is given thirty minimum (30) days advanced notice of such proposed amendments. Such notice may include the club newsletter as distributed.

Section 2 -- Amendments to this document shall be identified by the month and year when the amendment was approved, e.g., [Dec 2012]

Article XIV – Dissolution of Club

Section 1 -- If the club ceases operations or the members decide to dissolve the club, the Board of Directors will be responsible to ensure that all outstanding obligations are satisfied.

Section 2 -- Any remaining property, equipment, or other assets will be sold. Any item not sold will be donated to another non-profit organization. Any cash raised, or other remaining assets will be donated to another non-profit organization.

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