SANTA CLARA CORVETTES

BY-LAWS

WWW.SCCORVETTES.ORG

Revised September 2010

ARTICLE I

NAME

The name of this Club shall be "Santa Clara Corvettes" (SCC).

ARTICLE II

INCORPORATION

In the interest of the protection of the Club and its members, the Club shall be incorporated as a Not for Profit organization and abide by the corporate laws of the State of California.

ARTICLE III

PURPOSE

A. To encourage interest in the ownership of the Corvette automobile and stimulate pride among the owners

B. To promote Club membership and favorable relationships with the general public

C. To exchange ideas, general information, technical data; to secure the latest technical information from the factory and other related sources relative to the Corvette and the Corvette owners

D. To support automotive competition in all of its various formats

E. To cultivate safe driving habits

F. To promote and facilitate social functions

ARTICLE IV

MEMBERSHIP

A. Membership Classifications
   1. Individual Member – Any person who meets the following requirements:
      a. Corvette enthusiast
      b. Properly completed membership application
      c. Valid Driver's License is required to participate in any Club function as a driver.

d. Proof of Liability Insurance is required to participate in any Club function as a driver.
e. Advanced payment of initiation fee and annual or prorated dues
f. Current WSCC membership

2. Family Membership defined as:
   a. Individual Member's spouse or significant other, and "Additional Family Members".
   b. Additional Family Members are defined as persons who are legal dependents of the Individual Member.
   c. Additional Family Members use the same WSCC number as the Individual Member.

3. Honorary Member – A person who has made outstanding contributions to the Club. Honorary membership shall be granted by a majority vote of the Members present at a Regular Business Meeting.

4. Associate Member:
   a. A current member of the WSCC who has not applied for Individual or Family membership in SCC.
   b. A member of SCC who does not satisfy all the requirements for membership as set forth in Paragraph A1, A2, or A3 of this article.
   c. Current sponsors of SCC.

B. Admittance to Membership

1. A properly completed application form must be filed with the Membership Director. This form will contain all the data necessary to satisfy the requirements constituting eligibility for membership in the Club as stated in this Article, Paragraph A.

2. Candidate's name and relevant information regarding the individual will be given to the Publications Director by the Membership Director to be published in the next Club newsletter.

3. If after reviewing the candidate's application, there have been no objections voiced the candidate is then admitted to full membership in the Club.

4. Upon acceptance into the Club the qualifying member will receive the following:
   a. Club membership card
   b. Copy of Club By-Laws
   c. Access to SCC member roster through "Members Only" section of the SCC website
   d. Subscription to First Class Glass newsletter
   e. All related Club patches or decals as available [Note: only one of these might be available]
   f. All discounts relative to Club membership

C. Renewal Membership Requirements:

1. Payment of annual SCC dues by December 15th.
2. Payment of annual WSCC dues by December 15th.
3. Must have earned a minimum of four (4) participation points (as defined by the annual point structure) during the prior full year of membership. This requirement will be prorated for members joining during the previous year.

D. Entitlements:

1. Individual Member – Entitled to all rights and privileges of this Club
2. Family Members – Entitled to all the rights and privileges of this Club
3. Honorary Member – Receives an SCC membership card.
   a. Cannot vote on Club matters or hold elective office.
   b. May view or download copies of the monthly newsletter from the Club's website.
4. Associate Member
   a. Cannot vote on Club matters or hold elective office.
   b. May view or download copies of the monthly newsletter from the Club's website.
5. Club Sponsors may receive a copy of the Club's monthly newsletter, or may opt to view the newsletter on the Club website.

E. Denial to Membership:

1. In the event the Membership Director or any other Board Member receives objections to the candidate from three Club members, either in writing or by voice, the Board of Directors must submit the applicant's name before the membership to be voted upon before admission.
2. An applicant denied membership is to be informed of the fact, and also that such denial is without prejudice should the applicant like to reapply. In addition the advance payment of initiation fees and dues are to be returned in full.

F. Dismissal of a Member may occur for any of the following:

1. Falsification of information on application for membership
2. Failure to pay Club dues as set forth in Article V, Paragraph B
3. Any action which reflects adversely on the Club
4. Violation of Club rules will be cause for dismissal

G. Procedure for Dismissal:

1. Club members may submit a written request for dismissal to the Board of Directors. The designated member shall be informed by the Board of the contemplated action. The member then has the right to appear before the Board to answer the complaint. If the Board finds reasonable grounds for action, the request will be brought before the membership. A majority vote of the total membership present at the general meeting is required for dismissal.
2. The Board of Directors shall have the authority to dismiss a member with a majority vote of the board. This dismissal shall be announced at the following business meeting. Club members will have one month to voice their objections to this dismissal. A vote for dismissal will be held at the next scheduled business meeting. (This type of dismissal shall only apply in cases classified as "emergency" or "critical" situations).

H. Procedure for Reapplying:

1. Any member who has been dismissed from SCC for rules violations will be eligible to reapply as a new member after a period of one (1) year from the date of dismissal.
2. Any member who has allowed their dues to become delinquent may reinstate their membership immediately after the payment of a $20.00 penalty fee and annual dues (no pro rata).

ARTICLE V

FEES

A. Initiation Fees:

1. SCC initiation fees per current fee schedule
2. WSCC Initiation fee per current fee schedule
3. Payment of 1 and 2 is requisite to membership.

B. Annual Dues:

1. These fees are due per Article IV; section C, items 1 and 2.
2. Dues are to be stated on a fee schedule readily available to members and prospective members which shall include the following classifications:
   a. Individual Membership
   b. Family Membership
   c. Honorary Membership - An honorary member shall be charged no dues.

d. Associate Membership - An associate member shall be charged no dues
e. Annual membership dues shall be subject to review and approval of the voting membership. Changes proposed at one scheduled general meeting will not be voted upon earlier than the next scheduled general meeting. Voting authority for passage shall be 51% or greater of the membership in attendance. Dues increases shall become effective January first of the following year.

C. Special Fees - shall be assessed only when approved by a majority of the regular membership in attendance at a regular business meeting.

ARTICLE VI

OFFICERS

A. Roster of elective officers

1. President
2. Vice-President
3. Secretary
4. Treasurer
5. Membership Director
6. Publications Director
7. Social Activities Director
8. Competition Director(s)

B. Roster of appointive officers

1. WSCC Representative
2. Webmaster

C. Duties of Officers

1. President shall:
   a. Preside at all regular meetings
   b. Officially represent the Club
   c. Have the power to fill appointive offices
   d. Serve as Chairman of the Board of Directors
   e. Have the power to form special committees
   f. Be ex-officio member in all standing committees
   g. Ensure that the spirit and the letter of the By-Laws are preserved
   h. Secure a meeting place for all regularly scheduled meetings
2. Vice-President shall:
   a. Preside at Club meetings when the President is unable to attend

b. Perform all duties as delegated by the President
c. Coordinate all special committees as appointed by the President
d. Maintain Club relationships and act as a liaison for all Club sponsors, including the recruitment of new sponsors
e. Be responsible for all Club paraphernalia involving the Club logo including sportswear and other items

3. Secretary shall:
   a. Keep an accurate record of all proceedings of the general meetings and Board of Directors meetings
   b. Transcribe and distribute the general meeting minutes to the Publication Director for publication
   c. Transcribe and distribute the Board of Directors meeting minutes to the Board
   d. Assist any Board Member with correspondence
   e. Maintain custody of the By-Laws for the Club
   f. Function as Club historian
   g. Update and reprint any changes to the Club By-Laws as necessary
   h. Maintain a repository of original Club documents and templates

4. Treasurer shall:
   a. Maintain Club bank accounts and be responsible for Club funds
   b. Be responsible for the collection of all fees and dues
   c. Be in charge of any and all monetary transactions, which have been budgeted and approved by the membership of Santa Clara Corvettes
   d. Ensure that transactions that have not been budgeted and approved have prior approval by the Board of Directors
   e. Present a financial report to the general membership at each business meeting of the Club, showing the receipts and disbursements, as well as an annual report of all financial transactions during the calendar year to be submitted at our regular meeting in January
   f. Prepare and present an annual operating budget by February of each year.
   g. File all pertinent state and federal tax forms as prescribed by law.
   h. Prepare all financial records for audit as requested by the Board of Directors. Financial records may be audited for the current and/or past year(s)
   i. Pick-up and distribute all Club mail to appropriate Board Members
   j. Ensure that authorized signatories of checks drawn on the funds of this Club shall be only the President, Vice-President, and/or the Treasurer
      1. Checks drawn on the funds of this club for less than $250.00 shall require one (1) authorized signature.
      2. Checks drawn on the funds of this Club for $250.00 or more shall require two (2) authorized signatures
      3. Checks issued to any of the signatories above may not be signed by that signatory

5. Membership Director shall:
   a. Promote membership through fliers, advertisements, social gatherings or other methods that may be available.
   b. Meet with guests for refreshments after their first meeting attended to answer questions and encourage sign-ups.
   c. Maintain a file of all applications as well as current membership rosters and prospective members
   d. Review and verify all applications
   e. Advise club President if applicant is eligible for membership
   f. Maintain and distribute "membership kit" upon acceptance
   f. Submit a list of all guests attending each regular business meeting to the Publications Director for printing in the Club newsletter
   g. Send out Annual Renewal Reminders to all members
   h. Maintain and provide a record of members' attendance points to the Social Activities Director

6. Social Activities Director shall:
   a. Present social activities to the Board for approval, then upon approval, plan and coordinate functions
   b. Submit a tentative calendar of events monthly to the Publications Director for the newsletter
   c. Publicize social events: flyers, posters
   d. Submit an annual social budget in January of each year.
   e. Maintain and provide ***a*** record of members' participation points

7. Publications Director shall:
   a. Publish a monthly Club Newsletter
   b. Maintain a file of all incoming Club Newsletters and maintain continuing correspondence with other clubs and club members
   c. Maintain a mailing list for the Club Newsletter
   d. Ensure all Club sponsors receive a Club Newsletter
   e. Submit an annual publications budget in January of each year.

8. Competition Director(s) shall:
   a. Coordinate sessions related to technical updates and repair of Corvettes
   b. Provide the Club with the latest WSCC rules and regulations for the various form***s*** of competition
   c. Schedule and coordinate Club sponsored competition events
   d. Submit an annual events budget in January of each year.
   f. Report Club members' competition results and record members' points.

9. WSCC Representative
   a. Shall attend all WSCC meetings or send an assigned representative
   b. Shall report results of WSCC meetings at the next regular Club meeting and maintain a file of the minutes

c. Report Club vote on WSCC issues either in person or by proxy at the appropriate WSCC council meeting.

10. Webmaster
    a. Will plan, manage, control, revise, and update the SCC Web Site to communicate the mission of Santa Clara Corvettes to the Council clubs and other interested parties.
    b. Post Business meeting agendas, meeting minutes, and SCC activities. Post flyers and other promotional material.
    c. Establish links to other sites of mutual interest and promote sponsor advertising.
    d. Assist the Board of Directors in developing cost data for advertising on the site and advise of any needed changes to the site.

ARTICLE VII

BOARD OF DIRECTORS

A. There shall be a Board of Directors consisting of:
    1. President
    2. Vice-President
    3. Secretary
    4. Treasurer
    5. Membership Director
    6. Social Activities Director
    7. Publication Director
    8. Competition Director(s)
    9. Board Member at Large
        a. Shall be the retiring President of the previous term of office. In the event the retiring President cannot fill this office, the office shall remain vacant.
        b. Shall not be a voting member of the board.

B. It shall be the duty of members of the Board of Directors to attend all meetings of the Board. Absence of a Director from two consecutive Board Meetings, without a valid reason, as determined by the majority of the Board, will be considered a voluntary resignation from the Board. The vacancy of any office of the Board shall be filled by a special election per Article IX, B5.

C. It is the responsibility of each Board Member to keep the President informed on all progress of their respective positions.

D. Dismissal of a Board Member (Officer): Refer to Article IV, Paragraph ***G.***

E. No SCC Board Member may simultaneously serve on the board of any other WSCC member Club.

F. Upon agreement by the board it shall be possible to divide certain board positions between a maximum of two members in order to ease the workload. Both members sharing a board position shall have equal rights.

ARTICLE VIII

MEETINGS

A. There will be one regular business meeting per month, falling on the first Wednesday of the month. All business requiring membership voting will occur at this time.

B. Agenda of Business Meetings:

1. Introduction of guests
2. Introduction of new members
3. Reports
4. Old business
5. New Business
6. Announcements
7. Adjournment

C. There will be a two-hour limit placed on all business meetings. An extension of the meeting must be agreed upon by a majority vote of the regular members in attendance.

D. The President may call Special Meetings if deemed necessary.

E. There will be one mandatory Board Meeting each month. The day, time and place of the board meetings will be agreed upon by a majority vote of the board members.

ARTICLE IX

ELECTION OF OFFICERS

A. Nominations of officers shall take place during the business meetings held in October and November. Close of nominations and election of officers shall take place during the December business meeting. The incoming officer's term shall commence with the January business meeting.

B. Method of Elections:

1. Election shall be secret ballot or written and signed absentee ballot.
2. A majority vote is required for election by voting members in attendance. If there are three or more candidates and majority is not received, a runoff will be held between the two candidates with the most votes.
3. An individual may hold only one elective position.
4. Terms of office shall be one calendar year.
5. A special election shall be called to fill any elective office vacated through resignation, dismissal, or through failure of the officer to fulfill the duties of the office. The person elected will serve for the remainder of the term.

C. Appointive Officers

1. WSCC Representative
2. Webmaster

ARTICLE X

MAJORITY

A. Board of Directors

1. Fifty-one percent (51%) of the members of the Board of Directors shall constitute a majority for the transaction of business brought before the Board.
2. Any action taken by the Board of Directors shall be upon the affirmative vote of the majority of the Directors present, except as otherwise herein provided.

B. Regular Membership

1. Fifty-one percent (51%) of the voting members present at the regular business meeting shall constitute a majority.
2. Any action taken by the members at a regular business meeting shall be upon affirmative vote of those in attendance.

C. Vote by Absentee Ballot - In special cases, subject to the approval of a majority of the Board of Directors, members shall be entitled to vote by Absentee Ballot, if submitted in writing to the SCC President, and signed by the voting member.

ARTICLE XI

RATIFICATION AND AMENDMENTS

A. The laws set down in these By-Laws shall become effective when ratified as per ARTICLE XI, Paragraphs B & C.

B. A two-thirds (2/3) majority vote of the eligible membership present at a regular business meeting is necessary for ratification of an amendment to the By-Laws.

C. The amendment(s) shall be published in the newsletter and/or the SCC web site and presented at the subsequent regular business meeting for discussion. The vote on the amendment(s) shall be held at the following regular business meeting with discussion.

AFTER ACCEPTANCE, ALL AMENDMENTS TO THESE BY-LAWS ARE SUBJECT TO A THIRTY (30) DAY REVIEW PERIOD PRIOR TO EFFECTIVITY.