

COPY

WENATCHEE VALLEY CORVETTE CLUB INC.

BY LAWS

November 17, 2016

ARTICLE I-Name & Insignia

Section 1

This organization shall be known as the Wenatchee Valley Corvette Club Inc., herein referred to as WVCC or the Club.

Section 2

The Club shall have such official insignia as determined by a majority vote of the membership present.

ARTICLE II-PURPOSE

Section 1

WVCC is a non-profit organization operated for the purpose of promoting the following:

- 1. Social events involving the Corvette and it's owners.**
- 2. Promote the exchange of education and technical information for the Corvette owners.**
- 3. Perform or assist in community service and charitable causes.**
- 4. Promote our love of "America's Sports Car", the Corvette.**

SECTION 2

Participation in Club meetings, activities and events is limited to members and guests.

ARTICLE III-Membership & Fiscal Year

Section 1

The membership and fiscal year shall be January 1st through December 31st.

Section 2

Requirements for regular membership shall:

- 1. Be at least 18 years of age.**
- 2. Be an individual that owns a Corvette.**
- 3. Have a valid driver's license.**
- 4. Must maintain Liability insurance.**

Section 3

Initial regular membership to WVCC shall be open to Corvette owners, and their significant others. A couple owning one Corvette may apply for membership as a couple and pay only the dues as required for one membership. They shall both be entitled to all the privileges of membership.

Section 4

All applicants must complete an application form and pay applicable dues to WVCC.

Section 5

Honorary members may be selected by the membership for any reason and shall be approved by 2/3rds vote of the members present at the meeting. Honorary members pay no dues and have no vote.

Section 6

A WVCC member who disposes of his or her Corvette is entitled, as an associate member, regular membership privileges for up to one year. After that point, the associate member will no longer have voting privileges and will be dropped from membership.

Section 7

A member may resign at any time by directing a letter of resignation to the Board of Directors.

Section 8

If a member were to act in a manner detrimental to the good name of WVCC, by (2/3) two-thirds vote of the membership, said member could be removed and his/her remaining dues would be refunded. The executive board must receive a formal, written complaint and present such written complaint to the general membership for a vote at the next regular or special meeting.

ARTICLE IV-DUES

Dues shall be \$20.00 per year for individual voting member, or as set by the majority vote of the Board of Directors. Dues shall be prorated on a monthly basis if an individual joins WVCC during any month other than January.

Yearly dues are due on January 1, and are delinquent after 30 days. If dues are not received within a one month grace period a late fee will be assessed as determined by the Board of Directors. If dues are not received by April 1, the delinquent member's name shall be removed as a member.

ARTICLE V-PRIVILEGES

All members of WVCC shall have equal rights and privileges within the organization. Such rights shall include, but not be limited to, the right to:

- 1. Nominate candidates for membership**
- 2. Vote in elections of the Board of Directors**
- 3. Hold office**
- 4. Attend and participate in the deliberations and voting at all business meetings**
- 5. Attend and participate in competitive events, social functions, and promotional or fund raising activities.**

ARTICLE VI-POLICY AUTHORITY

- 1. The Board of Directors will be charged with setting policy with advice/consent and ratification by the membership. A majority of the membership present and voting at any regular meeting shall help to determine the policies and actions as set forth by the Board.**
- 2. To process an agenda, a majority of the Board of Directors must be present.**
- 3. From time to time, expenses require an immediate response to accounts payable. The Treasure has the authority to pay monthly bills and miscellaneous accounts payable expenditures up to \$500.00 without Board approval . Any spending over \$500.00 will require a two-thirds affirmative vote by the Board of Directors for said expenditures.**

ARTICLE VII-MEETINGS

A regular membership meeting will held Quarterly. Date and time to be determined by the Board of Directors. Special membership meetings may be called at any time as to be determined by the Board of Directors.

ARTICLE VIII-EXECUTIVE BOARD

- 1. The Board of Directors shall consist of President, Vice President, Secretary/Treasurer and two additional directors.**
- 2. The business and property of WVCC shall be managed by the Board of not less than 5 Directors.**
- 3. The Board of Directors of WVCC shall hold regular meetings monthly or as otherwise determined by the board.**
- 4. Each member of the Executive Board shall possess one vote in matters coming before the Board. All voting shall be in person and voting by proxy shall not be allowed. A simple majority of the Board shall constitute a quorum.**
- 5. Any board member may be removed from office by a two-thirds vote of the membership of the club. Notice of the proposed removal of a board member must be given to such member prior to the meeting at which such removal is to be voted on. Such notice to the member must state the cause of the proposed removal.**
- 6. Unexcused absence from three consecutive meetings of the Executive Board shall be due cause for removal of a director.**

ARTICLE VIII-ELECTION OF OFFICERS

Section 1

Nomination and election of WVCC officers (President, Vice President and Secretary and Treasurer) shall occur on an annual basis as determined by the board. Nominees shall be turned in to the Board of Directors prior to the election. Elections shall be held at the fall general membership meeting.

Section 2

- 1. The President shall preside over activities of the club, execute instruments on its behalf, call such meetings of the membership as**

shall be deemed necessary and perform other duties usually inherent in such office.

2. The Vice President shall act for the President in his/her absence and perform such other acts as the President may direct. The Vice President will be expected to accept the office of President at the end of the current President's term.
3. The Secretary shall keep all records of the club, and perform other functions as the President may direct. The Secretary, Treasurer functions may be performed by one or two separate individuals.
4. The Treasurer shall receive and be accountable for all funds, pay all obligations incurred by the club using club funds, maintain the club's bank accounts, and render periodic financial reports.

ARTICLE X- LIABILITY OF OFFICERS

During the term of office and thereafter, no Officer or Director of WVCC shall be liable to WVCC or it's membership by reason of any action taken or omitted by him/her in good faith in his/her capacity as an officer.

ARTICLE XI-COMMITTEES

1. The Board of Directors may designate committees and committee chairmen as necessary to carry out the functions of the club.
2. Committee chairpersons and members shall be members in good standing in the club.
3. The duties of the committee chairperson shall be to manage the designated committee and carry out the responsibilities of said committee.

ARTICLE XII-Amendments

The Certificate of Incorporation, By-Laws or Constitution may be amended by 2/3rds vote of the members present at any regular or special meeting provided that notice of the action has been given to each member at least 5 days in advance. The Secretary shall notify all members not present at meetings that an arranged date has been set for amendments to the Articles of Incorporation or By-Laws.

ARTICLE XIII-Indemnification

Section 1

All persons, corporations, partnerships, groups or associations extending credit to, contracting with, or having any claim against WVCC or the Board of Directors thereof shall look only to the funds and property of WVCC for payment of any such judgment, contract, claim, debt, damage or decree or any other monies that otherwise become due or payable to them from WVCC or it's Board of Directors so that neither WVCC nor the Board of Directors present or future shall in any manner be personally liable therefore.

Under no circumstances shall WVCC, it's property, delegates, officers, directors or members be responsible for any debts, damages, or liabilities of any kind or nature, incurred or sustained by any recognized, sanctioned or otherwise approved local organization, club or association or any person acting in it's name, unless said local group has obtained prior approval in writing from the Board.

Section 2: Insurance

WVCC shall purchase and maintain insurance on behalf of any person who is or was an officer or director of WVCC, against any liability asserted against such

person in any capacity, or arising out of such person's status as such, whether or not WVCC would have the power or obligation to indemnify him/her against such liability under the provisions of this Article XIII.

Section 3

Wenatchee Valley Corvette Club shall be incorporated.

ARTICLE XIV-DISSOLUTION

In liquidation, dissolution, or receivership, whether voluntary, or involuntary, or by operation of the, the Board of Directors of WVCC shall have the power to dispose of the total net assets of the club to any charitable organization.

Directors:

Jim McDonald: President

Jim Int-Hout: Vice President

Terry Giffin: Secretary/Treasurer

Bill Lange: Director At Large

Mike Siemien: Director At Large

The above Directors of WVCC met on November 17, 2016 at the home of Jim McDonald and unanimously adopted the Bt-Laws as set forth, in order to form The WENATCHEE CORVETTE CLUB INC.

CONSTITUTION

Wenatchee Valley Corvette Club Inc.

November 17, 2016

Article I: Name

The name of this organization shall be WENATCHEE VALLEY CORVETTE CLUB INC., with the sub title of WVCC Inc.

Article II: Purpose

The purpose of Wenatchee Valley Corvette club is:

- 1. To promote interest and pride in all things involving the Corvette sports car.**
 - 2. To provide a way for the exchange of technical information fo Corvette drivers and owners.**
 - 3. To promote, Sponsor and organize Corvette events for the enjoyment of Wenatchee Valley Corvette Club members.**
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4. To perform or assist in community service activities and charitable causes.

ARTICLE III: Membership

To become a member the prospective member must:

- 1. Own a Corvette**
- 2. Have a valid drivers license.**
- 3. Be at least 18 years of age.**
- 4. Have liability Insurance.**
- 5. Complete a membership application.**
- 6. Agree to pay yearly dues as set forth by the Board of Directors.**

ARTICLE IV: Organization

1. The Board of Directors of WVCC shall be vested in the Executive Board consisting of (3) three or (4) four elected officers.

President Vice President Secretary Treasure

- 2. Secretary and Treasure my be performed by same person.**
- 3. There shall be a minimum of (5) five Directors on the board of Directors. In the event of a vacancy, an interim Director will be appointed by the Board of Directors.**

ARTICLE V: Amendments

Amendments to the Constitution must be approved by a two-thirds (2/3) affirmative vote of the members present at any regular meeting.

ARTICLE VI: Liabilities

All persons, corporations, partnerships, groups, entities or associations extending credit to, contracting with or having any claim against WVCC Inc. or the Board of Directors thereof shall look only to the funds and property of WVCC inc. for payment of any such judgment, contract, claim, debt, damage, decree or any other monies that otherwise become due and payable to them from WVCC inc. or its Board of Directors so that neither WVCC inc. nor the Directors present or future shall in any manner be personally liable therefore. Under no circumstances shall WVCC inc. its property, delegates, officers, Directors or members be responsible for any debts, damages or liabilities of any kind or nature, incurred or sustained by any recognized, sanctioned or otherwise approved local organization, club or association or any person acting in its name, unless said local group has obtained prior approval in writing from the Board of Directors.

DATED this _____ day of December, 2016.

DIRECTORS:

Jim McDonald, Director & President

Jim Int-Hout, Director & Vice President

Terry Giffin, Director & Secretary/Treasurer

Bill Lange, Director

Mike Siemien, Director

