



CONSTITUTION AND BY-LAWS OF THE CAPITOL CITY CORVETTE CLUB

PO Box 626
Irmo, South Carolina 29063
www.capitolcitycorvetteclub.com
Created June 1, 2001
Last Amended July 18, 2010

ARTICLE I – NAME and PURPOSE

SECTION A. NAME. The name of the club is the **Capitol City Corvette Club (CCCC)** and it will be a non-profit charitable organization, under the rules and regulations of the Federal Government and the State of South Carolina.

SECTION B. PURPOSE. The club is organized exclusively for charitable purposes under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

To achieve our purpose we strive to:

1. Actively promote, sponsor, organize, and supervise local car shows, cruises, competitions, and other activities to raise money for local charities.
2. Develop good relations between the community, club members, and the charitable organizations we serve.
3. Encourage skillful, safe, and sportsmanlike driving habits during all club activities
4. Develop pride in service to the community.

ARTICLE II - MEMBERSHIP

Membership in the club shall be restricted to individuals aged 21 years or older and/or their spouse or significant other. Three categories of membership include: Regular Members; Lifetime Members; and Honorary Members.

REGULAR MEMBER

1. Must own a Corvette.
2. Pays yearly dues.
3. May attend all meetings and functions.
4. May vote on all club issues and for the election of officers.
5. May hold an elected office.

LIFETIME MEMBER.....A Lifetime Member is a Regular Member who has served the club in an outstanding manner and who has made a significant positive impact on our organization. He/she must be a member in good standing at the time of nomination and must be nominated by another club member, or the Executive Board, for this honor. The membership will discuss and vote on the Lifetime Member following our standard voting procedure. The Lifetime member:

1. Must own a Corvette.
2. Pays no yearly dues.
3. May attend all meetings and functions.
4. May vote on all club issues and for the election of officers.
5. May hold an elected office.

HONORARY MEMBER An Honorary Member is an individual from outside the club, whom the club would like to honor for his/her contribution(s) to the goals of our organization. He/she must be nominated by a club member, or the Executive Board, for this honor. The membership will discuss and vote on the Honorary Member following our standard voting procedure. The Honorary Member:

1. Does not have to own a Corvette.
2. Pays no yearly dues.
3. May attend meetings and functions.
4. May not vote on club issues or for the election of officers.
5. May not hold an elected office.

ARTICLE III - ORGANIZATION OF GOVERNMENT

SECTION A. LAWS. The laws of the organization consist of this Constitution and Bylaws and any amendment(s) thereof.

SECTION B. OFFICERS. The Officers (Executive Board) of the Club shall consist of the following:

1. President
2. Vice President
3. Treasurer
4. Secretary
5. Events Coordinator

SECTION C. ELECTION OF OFFICERS.

Starting with the election of officers for the year 2011, each new officer shall serve for one (1) term of two (2) years in their elected position. They may serve more than one (1) term in the same office, but the terms cannot be concurrent.

For continuity purposes, the President and Secretary will serve the same two year term. Their term will overlap, by one year, the term of the Vice President, Treasurer, and Events Coordinator, who will serve their two year term together.

During the transition to two-year overlapping terms, the President and Secretary who were elected to office for 2010, may serve two continuous years under the rules being replaced, and will need to remain in office for the year 2011. The Treasurer, who will complete her second year maximum term in 2010, will be replaced through the established nomination and election procedure. This is also true of the vacant Events Coordinator position. The Vice President, elected to office for 2010 must not run for Vice President for 2011. A new Vice President must be nominated and elected.

In the event a sitting officer leaves his/her post for any reason during his/her term, the nominated and elected replacement will finish the term of the departed officer, and may run for the same office during the next election cycle.

Nomination of club members for office is conducted at the October monthly meeting. Officers shall be elected by a majority vote of the membership present at the November meeting and from absentee ballots. The term of office will align with the calendar year beginning January 1 and ending December 31 of the following year.

SECTION D. VOTING FOR OFFICERS.

1. Voting for officers shall be by secret ballot and shall be held at the November meeting of the club.
2. Proxy votes will not be accepted.
3. Members in good standing may submit a sealed absentee vote in writing to the Club President before the November meeting. Absentee ballots must be mailed to PO Box 626, Irmo, SC 29063. No email ballots will be accepted.
4. In the event of a tie for an elected position, only those members present at the meeting will be allowed to vote in the runoff. In the event of a second tie for that position, the acting Executive Board will decide and announce the winner prior to the end of the November meeting.
5. Two club members, who are neither an Executive Board member nor a nominee for office, will tabulate votes.
6. When there are more than two candidates for an office, ballots will be drawn up for PREFERENTIAL VOTING. Ballots are to be marked as follows: The voter is to place the numeral "1" beside his/her first preference, the numeral "2" beside his or her second preference, the numeral "3" besides his or her third preference, and so on, for all choices for each office. The results of this voting will be tabulated as follows: If more than half of the ballots show one candidate has a majority, then the candidate is elected. If no candidate has a majority, the nominee with the least number of votes is eliminated. All votes for the eliminated nominee are given to the second place nominee on a ballot by ballot review. This process will continue until one candidate has a majority of the votes.
7. Majority: Majority is defined as more than fifty percent (50%) of the votes cast.

SECTION E. VACANCIES.

If any vacancy shall occur in any of the offices of the Club, a successor shall be nominated and elected at the first regular meeting following the occurrence and in accordance with this Article/Section. The Executive Board has the right to vacate a post upon verbal or written notification from the officer, with confirmation. If a vacancy shall occur in the office of the President, the Vice President will assume the duties of the President until the first regular meeting following the occurrence.

SECTION F. OFFICER RULES AND DUTIES

1. Officers must be Regular or Lifetime members. Honorary members may not hold office.
2. All officers shall review the Conflict of Interest Policy, [attached to this document] on a yearly basis, at the first meeting of the year. They must sign that they have read and understand the policy and agree to abide by its articles.
3. President. The President shall be the chief executive of the club. He/she shall preside at all meetings of the general membership at which he/she is present. He/she shall oversee the general and active management of the business of the club and shall have the general power to see that all orders and resolutions of the Executive Board are effectively instituted. He/she shall have further powers and duties as may be prescribed in the Constitution and Bylaws of this Organization, including the authority to sign all checks, drafts, or demands for money and Notes of the club. The President will act as Treasurer in his/her absence and will file the yearly Form 990 informational tax return as required by the IRS. The President will also contact each charity to which the club donates funds, on a yearly basis, and request a letter explaining how the funds were spent.
4. Vice President. The Vice President shall be familiar with all current business activities of the club and will act as President in his/her absence. The Vice President will also assume the duties of the Secretary in his/her absence. He/she shall be responsible for all club equipment and property, its maintenance, storage and disbursement. The outgoing Vice President shall present to the incoming Vice President an inventory of all club equipment, and that inventory shall be printed and added as an addendum to the January meeting minutes. Any shortages from the previous year shall be accounted for and any additions noted.
5. Treasurer. The Treasurer shall have the custody of the club funds and securities and shall keep full and accurate records of receipts and disbursements in books belonging to the club. He/she shall issue a receipt for all donations to the club of \$250 or greater, or for lesser amounts if requested, and shall keep a copy of each receipt. He/she shall deposit all monies and other valuable effects in the name of the club and shall have the authority to sign all checks, drafts, or demands for money and notes of the Club. The Treasurer will prepare and distribute monthly financial reports and prepare a year-end financial report in support of the club's 501(c) 3 status. The Treasurer shall enforce the rules of non-payment of dues.
6. Secretary. The Secretary shall be responsible for sending out meeting and function notices to any other club and to the general membership, and shall record all proceedings in a book kept for that purpose. The Secretary shall have further powers and duties as may

be set forth in the Constitution and Bylaws of the organization. Minutes from all Executive Board and club meetings shall be recorded and published for all members to review.

7. Events Coordinator. The Events Coordinator shall be responsible for developing and implementing all events for the club. He/she will oversee a committee of volunteer members to assist with various duties for each event as needed. He/she shall present a review of current club events/happenings at all monthly meetings.

ARTICLE IV - FINANCES

SECTION A. FISCAL YEAR. The fiscal year of the club shall align with the calendar year, beginning January 1st and ending December 31st.

SECTION B. INITIATION. Upon acceptance into the club, all new members will pay a one-time, non-refundable twenty-dollar (\$20.00) initiation fee.

SECTION C. DUES.

1. Individual Membership. Dues for an individual shall be forty-five dollars (\$45.00) for the first year and thirty-five dollars (\$35.00) per year thereafter; to be paid by cash or check, payable to Capitol City Corvette Club and hand delivered or mailed to the Treasurer or President of the Club at PO Box 626, Irmo, SC 29063. Dues shall be pro-rated at \$2.92 per month.
2. Family Membership. A family is defined as the owner of the Corvette (individual member) and his/her spouse or significant other. Dues for a family membership shall be fifty-five dollars (\$55.00) for the first year and forty-five dollars (\$45.00) per year thereafter; to be paid by cash or check, payable to Capitol City Corvette Club and hand delivered or mailed to the Treasurer or President of the Club at PO Box 626, Irmo, SC 29063. Dues shall be pro-rated at \$3.75 per month.

SECTION D. CONTROLLED EXPENSES

1. The Treasurer or President shall sign all checks, drafts, or demands for money and Notes of the club. Club funds shall be retained in the checking account except as otherwise approved by the general membership.
2. The Executive Board shall have the power to spend up to ten percent (10%) of the monthly treasury balance for necessary club capital expenditures between scheduled annual club meetings. Such expenditures will not require the general membership's approval.

SECTION E. DISSOLUTION

If the club is dissolved, all club assets shall be sold and all proceeds, including all remaining treasury money, will be forwarded to the National Corvette Museum in Bowling Green Kentucky, an exempt organization under section 501(c)(3). If the NCM is not exempt at that time; the funds will be donated to local charities conforming to 501(c)(3) of the IRS code.

ARTICLE V - EMBLEM

The official emblem of the organization shall consist of the words *Capitol City Corvette Club* at the top with an abstract drawing of a Corvette in blue, black, and red in the middle and *Columbia, SC* beneath the drawing. A small image of the state of South Carolina with a Palmetto Tree and Crescent Moon super-imposed on the image shall be in the left bottom corner of the emblem. All letters are to be printed in bright blue.

ARTICLE VI - MEETINGS

SECTION A. MONTHLY MEETINGS. Regular meetings shall be held the third Sunday of each month at 4:00 PM at Herndon Chevrolet, 5617 Sunset Blvd, Lexington SC, or any other location as decided by the membership.

SECTION B. SPECIAL MEETINGS. Special meetings of the general membership may be called at any time by the Executive Board and must be called by the officers upon receipt of written petition by twenty percent (20%) or more of the members, provided such petition shall state the purpose for which the meeting is to be called.

SECTION C. NOTICE OF MEETINGS. Primary notice of meetings stating the place, date, time, and general agenda of special meetings of the membership, shall be posted to the Club website for all members and potential members to review.

ARTICLE VII - DISCIPLINE

SECTION A. DISCIPLINE OF THE MEMBERSHIP

1. The general membership shall have the right to terminate or suspend the membership of any member by a two-thirds (2/3) vote by secret ballot of the members present at any business meeting for any infraction of the Club Bylaws. Such member shall have the right to appeal such suspension to the general membership in person or in writing. Appeals must be received by the President of the Club

- within thirty (30) days of the suspension or termination of membership.
2. Any officer may be removed from the office that he/she holds by a majority vote of the general membership; subject to appeal by the aggrieved officer to the general membership. In the event of an appeal, the general membership shall make a final disposition regarding removal from office. Appeals must be received by the Executive Board within thirty (30) days of removal from office.
 3. Penalties. Penalties for the violation of the laws of the organization by a member shall be reprimand, suspension, or expulsion.
 4. General Offenses. Any member of the organization who shall violate any of the provisions of the Constitution, Rules, Regulations, or who shall be found guilty of poor conduct, unbecoming a member, or in violation of good sportsmanship shall be guilty of an offense against the organization and shall be subject to a reprimand, suspension, or expulsion.
 5. Summons. When charges are conferred against a member, he/she shall be served with a written notice by the President or the Secretary of the Club directing him/her to appear before the Executive Board for the purpose of evaluating the seriousness and justification of the complaint against him/her.
 6. Expulsion. Any member who has been expelled shall no longer be carried on the official roll of the organization. He/she shall relinquish all financial claims against the organization and shall be prohibited from attending any function, social or otherwise, of the organization.
 7. Suspension. A suspended member shall be penalized as follows:
 - a. He/she shall remove himself from the organization;
 - b. He/she shall be denied all organization privileges;
 - c. He/she shall not vote, attend meetings, hold an office, or have any voice whatsoever in the affairs of the organization; and,
 - d. He/she shall not represent the organization in any capacity.
 8. Reinstatement After Suspension. When a member is suspended for a definite length of time, he/she shall be automatically reinstated when such time has elapsed, providing that he/she has paid all bills that he/she owes to the organization.
 9. Dues and Other Charges During Suspension. Suspended members shall be required to pay a reinstatement fee of five dollars (\$5.00).
 10. Resignation. Any member may resign by directing written notice of such intent to the President of the Club and termination of membership shall be effective upon the receipt thereof. The resignation shall be final upon submission of all funds that are due to the Club at that time.
 11. Reinstatement After Resignation. Any member whose resignation has been accepted may petition for reinstatement. The officers shall decide on an application for reinstatement; and, their decision shall be final.

12. Suspension For Non-Payment of Dues. Any member who is delinquent in club dues a minimum of three (3) months shall be suspended from the club and penalized, as stated in Paragraph 8. Reinstatement shall be automatic upon payment of a \$5.00 penalty and all delinquent dues. The member shall be notified by mail or email that he is past due for two months. Member may then either:
 - a. Pay delinquent dues no later than the next meeting;
 - b. Be suspended. If suspended, the member may request a hearing before the Executive Board to explain the reason for delinquent dues. Anyone suspended for non-payment of dues will have a period of six (6) months to settle their account with the club. At the end of this period, expulsion will be mandatory. To be allowed re-admission to the club, the expelled member must attend at least two (2) business meetings in a six (6) month period after which he/she may request to be voted on by the membership.

ARTICLE VIII - COMMITTEES

SECTION A. COMMITTEES. The following shall be standing committees of the organization:

1. Social/Events
2. Membership

SECTION B. DUTIES OF THE COMMITTEES

1. Social/Events Committee. Shall be responsible for the organization and production of all social events.
2. Membership Committee. Shall be responsible for stimulating interest in membership

ARTICLE IX - LIABILITY

All persons or corporations, partnerships, groups, or associations extending credit to, contracting with, having any claims against the club or its officers, shall look only to the funds of the Club 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 the club or its officers so that neither the officers, present or future, shall be in any manner personally liable.

ARTICLE X - AMENDMENTS TO THE BY-LAWS

These By-laws may be amended, altered, or rescinded by a two-thirds vote of the members present at any regular meeting of the club, provided such additional Bylaws amendment or repeal has been proposed in writing to the Secretary, who shall have included in it a notice of the meeting to the members at least seven days (7) before the date of the scheduled meeting.

ARTICLE XI - CONFLICTS

All existing Constitutions and By-laws, or part thereof, in conflict with this Constitution and Bylaws are hereby annulled and repealed.

ARTICLE XII - QUICK DECISIONS

Any subject or matter not stipulated in the Bylaws shall be subject to the opinion of the Executive Board. The decision of the Executive Board shall be subject to approval by the general membership.

ARTICLE XIII - VOTING

SECTION A. MOTIONS.

1. In order for a motion to be voted upon, it must be presented, seconded and discussed (if appropriate) by two-thirds (2/3) of the members present.
2. In order for a motion to be carried, it must be approved by a two-thirds (2/3) vote of the members present.
3. Majority: Majority is defined as more than fifty percent (50%) of the votes cast.

ARTICLE XIV - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of ROBERT'S RULES OF ORDER, Newly Revised, shall govern the Club in all cases to which they are applicable and in which they are not in conflict or inconsistent with these Bylaws and any special rules of order the club may adopt.

ARTICLE XV– SPONSOR INFORMATION

The Capitol City Corvette Club solicits individuals, businesses, and other organizations to support our charitable effort by becoming sponsors. The funds raised through the sponsorship effort are used to further our public charity work. The club has been recognized as a 501 (c) 3 non-profit charity by the Internal Revenue Service.

Except for current members, all entities who are interested in becoming a sponsor must be reviewed by the Executive Board to be in harmony, and appropriate for our organization, as the CCCC promotes all sponsors by our website and various other promotional means.

The club offers two (2) sponsorship opportunities: Show Sponsor and Club Sponsor.

SHOW SPONSOR

A Show Sponsor donates money or goods in direct support of our annual car show. We would encourage donations in the \$100 to \$200 range. In exchange for the donation, the donor is permitted space at the car show, size and location to be determined by the show committee, to set up a vending/advertising booth. The donor is also included in our printed thank-you flyer and mentioned on our website as a show contributor.

CLUB SPONSOR

A Club Sponsor donates money in direct support of the Club. The money goes into our general fund to be used for a variety of charitable endeavors.

The club offers four levels of Club Sponsorship.

PLATINUM Sponsor: \$1000 per year. The Platinum sponsor is our highest level of sponsorship, *receiving the most prominent space on our website with the largest of ads. We offer a link to their website.* The Platinum sponsor may display a banner/sign and have multiple free booth spaces at our annual car show.

GOLD Sponsor: \$250 per year. The Gold sponsor receives a large ad on our website with a link to their webpage. They may also display a banner/sign and have one free booth space at our annual car show.

SILVER Sponsor: \$100 per year. The Silver sponsor receives a medium-sized ad on our website with a link to their webpage.

BRONZE Sponsor: \$50 per year. The Bronze sponsor receives a small ad on our website with a link to their webpage.

In the absence of a sponsor webpage, an appropriate image with name, address, and telephone number may be used.

The order and placement of sponsors on our website is determined by the total donation amount and other club support, as reviewed and approved by the Executive Board.

Club members who become sponsors will have their names placed on the webpage as Member Sponsors.

ARTICLE XVI-DONATIONS

Throughout the year, The Capitol City Corvette Club selects charitable organizations to support, mainly through the advice and input of its members. Charities are discussed and the membership votes on physical or monetary assistance at one of its monthly meetings, following standard voting procedure.

Charitable organizations are selected based on a number of criteria including, but not limited to, proximity to the community from which we solicit donations; support for children; support for young adults; and support for wounded veterans.

Normally, at year end, the club's general fund is reduced to approximately one thousand dollars (\$1000.00) by donating any excess to charity. End-of-year distributions are discussed in the October club meeting and a list is prepared for consideration.

After open discussion with the membership concerning deserving charities and tentative donation amounts, the list is finalized, circulated, and voted on by membership in the November meeting, following our standard voting procedure.

This Document entitled "Constitution and Bylaws of the Capitol City Corvette Club" was revised and approved by the club's membership on July 18th, 2010.

James F Baylus President

Greg McPherson Vice President

