

BY-LAWS OF CLASSICAL GLASS, INC.

(Effective Date January 1, 2009)

ARTICLE I

SECTION 1: NAME. The name of the Club shall be **CLASSICAL GLASS, INC.**

SECTION 2: PURPOSE. The general purpose of the Club shall be to encourage planned trips, events, and social activities for members and families, to provide and regulate events and exhibitions for Corvette owners, and to encourage careful and skillful driving on public highways.

ARTICLE II

SECTION 1: APPLICANTS. To apply for membership the applicant must be at least 16 years of age, possess a valid driver's license, carry and maintain at least the minimum automobile insurance as required by the State of Wyoming.

SECTION 2: MEMBERSHIP. A member: Any person duly qualified as provided in Section 1 of this article and having paid such annual dues and fees as required. The voting procedure shall be based on one vote per each dues paying member.

SECTION 3: DUES. Annual dues shall be assessed per member.

A. Payment of Dues. The annual dues of members shall be made payable to Classical Glass, Inc. by the monthly meeting in January each year. Payments shall be collected by the Club Treasurer.

B. Pro-ration of Dues. Dues shall be pro-rated per month for the first year for new members beginning with the month of their application submittal.

ARTICLE III

SECTION 1: ANNUAL MEETING. The Annual Meeting of the members shall be held on the second Thursday of October. The purpose of the Annual Meeting will be for the final nomination of officers and directors each year, reports of officers and committees, and such other business as lawfully may come before the meeting.

SECTION 2: MONTHLY MEETINGS. Regular monthly meetings shall be held on the second Thursday of each month.

SECTION 3: SPECIAL MEETINGS. In addition to any provisions of the law, special meetings may be called by the President or by a majority of the Board of Directors.

SECTION 4: NOTICE OF MEETINGS. Notice of meetings, stating the place, day, hour, and purpose of any meeting of the members, including special meetings, shall be given by the Secretary and sent in the club newsletter, Glass Facts, no less than ten days before such meeting to each member.

SECTION 5: PRESIDING OFFICER. All meetings shall be presided over by a Club Officer or Director in the following preferred order:

- 1st - by the President
- 2nd - by the Vice-President
- 3rd - by the Treasurer
- 4th - by a Board Member

SECTION 6: VOTING. The election of officers and changes to the by-laws shall be by controlled balloting with absentee ballots allowed. Officers may be elected by simple majority of the votes cast. Changes to the by-laws will follow Article IX Section 1. The Secretary will be responsible for the mailing out of ballots and receiving them for the Board. Voting by proxy will be allowed for the election of officers and changes to the by-laws provided that the member notifies the Secretary in writing of his intentions. All other actions shall be by a majority vote of the members present. A voting member is defined in Article II, Section 2.

ARTICLE IV

SECTION 1: BOARD OF DIRECTORS. The membership shall elect four officers from its body. These shall be a President, Vice-President, Secretary, and Treasurer, all to hold office for a one (1) year term. Three (3) directors shall be elected for three year terms each ending in sequential years. As a group these seven (7) officers will be known as the Board of Directors.

SECTION 2: NOMINATION OF THE BOARD OF DIRECTORS. Nomination of officers and directors shall be held at the regular September and October meeting of each year.

SECTION 3: ELECTION OF THE BOARD OF DIRECTORS. Election of officers and directors shall be held at the November meeting of each year with newly elected officers assuming their duties the following January.

ARTICLE V

SECTION 1: DUTIES OF THE PRESIDENT. The president shall be the administrative officer of the Club. He/She may call special meetings of the members under the provisions of Article III. He/She may appoint standing committee chairpersons and members, and create special committees and appoint chairpersons and members thereof as the need arises. He/She shall be the Chief Executive of the Club.

SECTION 2: DUTIES OF THE VICE-PRESIDENT. In the absence of the President or in the case of the President's death, resignation, or inability to act, the duties usually appertaining to the President shall be performed by the Vice-President. He/She shall also serve as Chairperson of the various Activities Committees and shall appoint two (2) other members to this committee.

SECTION 3: DUTIES OF THE SECRETARY. The Secretary shall attend all meetings of the members and Directors and shall record all minutes and votes in a book kept for this purpose. He/She shall keep an up-to-date roll of all Club members. He/She shall issue the monthly Club newsletter, "Glass Facts", to inform all members of upcoming meetings, events, general Club information, etc. He/She shall perform all duties incident to this office required by law or by the majority vote of the Board of Directors. He/She shall have the custody of the Club's records. In the absence of the Secretary from any of the said meetings, a Secretary for the time being shall be chosen by the presiding Officer.

SECTION 4: DUTIES OF THE TREASURER. The Treasurer shall, subject to such conditions and restrictions as may be made by the Board of Directors, have custody of all monies, debts, and obligations belonging to the Club. He/She shall make all payments of the Club debts. All contracts, checks, drafts, notes, or other orders for payment of money shall be signed in the name of the Club by the Treasurer and counter-signed by the President or Vice-President. He/She shall give bond, at the Club's expense, if required by the Board of Directors. The Treasurer shall give a report on the financial status of the Club at the Annual Meeting and Monthly Meetings, and if so requested at any other meeting of the Board of Directors. No obligation, debt or other liability which would deplete the Club funds shall be incurred by the Treasurer.

SECTION 5: DUTIES OF THE DIRECTORS. The directors shall attend all meetings of the Board of Directors, providing continuity of purpose, and voting on motions brought forth in meetings of the Board.

SECTION 6: BOARD OF DIRECTORS' DUES WAIVER. The members holding the elected offices in Article V, Sections 1 thru 5 shall not be assessed the member dues during their term of service.

ARTICLE VI

SECTION 1: APPOINTMENT OF COMMITTEES. The President shall appoint such committees as he/she finds desirable from time to time and shall outline the duties and responsibilities of such committees. All reports or action taken by a committee must be voted on by a majority of the entire committee. In addition to the authority granted above, certain standing committees, as set forth, may be appointed annually by the Vice-President.

SECTION 2: ACTIVITIES. The activities of the Club shall consist of planned trips, social gatherings, and events as planned by the committees appointed by the President.

ARTICLE VII

SECTION 1: FISCAL YEAR. The fiscal year of the Club shall be from January 1st to December 31st.

ARTICLE VIII

SECTION 1: PERSONAL LIABILITY. All persons or corporations extended credit to, contracted with, or having any claim against the Club or its Board of Directors, shall look only to the funds and property of the Club for payment of any such contract or claim or for payment of any debt, damage, judgment or decree, or any other money that may otherwise become due or payable to them from the corporation or the Board of Directors, so that neither the members of the Club, the Board of Directors, present or future, shall be liable personally therefore.

ARTICLE IX

SECTION 1: AMENDMENT TO THE BY-LAWS. The Board of Directors, or any ten (10) members in good standing, by written proposals submitted to the Secretary, may propose an amendment to the By-Laws. Upon such proposal being made, a copy thereof shall be included in the notice of the next meeting of the members. If the majority of two-thirds (2/3) of the members qualified to vote in favor of the proposal, the proposed amendment shall thereby be approved and adopted.