



SOUTHERN MARYLAND CORVETTE CLUB BY-LAWS

Approved 12 November 2001

(Revision (A), approved 6 September 2002)
(Revision (B), approved 14 July 2003)
(Revision (C), approved 8 December 2003)
(Revision (D), approved 9 August 2004)
(Revision (E), approved 12 December 2005)
(Revision (F), approved 9 October 2006)
(Revision (G), approved 11 February 2008)
(Revision (H), approved 9 April 2012)

ARTICLE I

Name

SECTION 1. Name. This Club shall be known as the "Southern Maryland Corvette Club" hereafter referred to as "the Club".

ARTICLE II

Office

SECTION 1. Principal Office. The principal office of the Club shall be:
41660 Courthouse Drive
Leonardtown, Maryland 20650.

SECTION 2. Mailing Address. The mailing address of the Club is:
P.O. Box 2402 Leonardtown, MD 20650.

ARTICLE III Club Communication

- SECTION 1. The principal means of Club communication, advertisement, and dissemination of information shall be through the Club website and by individual E-mail addressing. The web site address is "www.southernmarylandcorvetteclub.com".

ARTICLE IV Objective

- SECTION 1. Objective. The objectives of the Club are to promote the enthusiasm, camaraderie, and fellowship associated with the pride in active ownership of Corvettes. These objectives shall be shared within the Club and actively promoted in good faith and friendship towards others in the community.

ARTICLE V Membership

- SECTION 1. Membership. Active membership of the Club shall be individuals who are current owners or who have an interest in Corvettes and specialized members as defined below.

- SECTION 2. Classes of Membership.

- a. Active – Any dues paying member **is** in good standing. **Good standing members are strongly encouraged to support the Southern Maryland area and club events.**
- b. Honorary – In recognition of contributions made to benefit the Club any person may be elected to membership by two-thirds majority of those members in attendance at the monthly business meeting.
- c. Founding – The fourteen members who formed and founded the Southern Maryland Corvette Club: Clyde and Julie Hartshorn, Walt and Cindy Gillette, James Loretta, Brian Katafiaz, Bill and Judy Higgs, Randy and Judy Mogar, George Rolfe, John Wright, Joe Prosey, and Paul Fritz.

ARTICLE VI
Admission for Membership

- SECTION 1. Admission. Members shall be admitted to the Club in the following manner:
- a. Applicants shall have an interest in Corvettes.
 - b. The applicant shall be required to attend one business meeting, after which the application will be submitted to the membership for acceptance and membership accepted upon payment of dues.

ARTICLE VII
Dues and Duties of a member

- SECTION 1. Initial Dues. Each member after acceptance shall pay membership dues to the Club, equal to the amount of annual dues. There is no grace period.
- SECTION 2. **Annual Dues.** All members shall pay annual dues to the Club. **Upon paying the annual dues, each member will receive a new membership card, in person or via mail, for the period 1 October – 30 September, certifying the member is in good standing.** Club dues may be changed by a recommendation by the Board of Directors and by a vote of two-thirds of the members at the monthly business meeting. Notification shall be given one (1) month prior through E-mail/Club website. Club dues shall be paid annually by 1 October.
- SECTION 3. Status. All members shall be regarded in good standing if he or she is not more than 30 days in arrears in payment of any indebtedness, dues or otherwise, to the Club.

ARTICLE VIII
Termination of Membership

- SECTION 1. Resignation. Any member may resign from the Club. Resignation does not relieve the Club member from any and all indebtedness to the Club. If a member resigns, they shall not be entitled to a refund of their dues.
- SECTION 2. Suspension. Any member who is greater than 30 days in arrears in the payment of annual dues will be suspended from membership provided he or she is notified of such action. A suspended member, upon payment of Club dues, shall be reinstated.

SECTION 3. Termination. Any member may be terminated for bringing discredit to the Club. A vote of two-thirds majority of those members in attendance at the monthly business meeting is required. Any terminated member shall receive no reimbursement of Club dues.

ARTICLE IX Officers

SECTION 1. Offices. The offices of the Club shall be President, Vice President, Secretary, and Treasurer. Officers shall be elected for a term of two (2) years.

SECTION 2. Elections. Nominations shall be held in the August meeting of each (odd) year. The President shall accept nominations from the Nominating Committee, the floor, and/or accept self-nominations for each office. The slate of candidates shall be voted on at the September meeting.

SECTION 3. President. The President shall be the chief executive of the Club and shall preside over all meetings. The President shall have the power to convene special meetings when deemed necessary, or when one is requested by the majority of the Club membership. He or she may sign and make contracts and agreements in the name of the Club. The President shall see that the books, reports, and any Club business records are properly kept. The President (or his delegate) shall represent the Club in any and all civic duties. He or she shall ensure that the officers of the Club discharge their duties faithfully, impartially, and promptly and shall enforce strict compliance with the laws and policies of the Club. He or she shall rule on points of order. The president shall have the power to appoint any officer or committees not provided for by these by-laws. A newly appointed officer's term of office shall not exceed that of the President. The President shall not be entitled to vote on issues within the Club except in the event of a tie.

SECTION 4. Vice President. The Vice President shall assist the President in the performance of his/her duties. During the Presidents absence the Vice president shall act as the President and have all of the powers and responsibilities given to or imposed upon the President.

SECTION 5. Secretary. The Secretary shall keep accurate records and complete minutes of all regular and special meetings of the Club. He or she shall be the custodian of all records and correspondence of the Club. He or she shall give and serve all notices of the Club. The Secretary shall present to the Club at all meetings all communications addressed to him by the President or any other officer as well as present the

minutes of the preceding meeting. These meeting minutes will be approved by the majority of those members in attendance at the monthly business meeting. The Secretary shall notify the membership of all matters having a direct or indirect bearing on the Club. The Secretary shall hold and maintain an up-to-date inventory of all possessions of the Club.

- SECTION 6. Treasurer. The Treasurer shall collect all Club dues and shall have care, custody, and responsibility for all Club funds. The Treasurer shall make and endorse in the name of the Club all checks for payment of monies. He or she shall deposit all such funds in a bank as designated by the Club. He or she shall have a secondary endorsement from a Board member of the Club. The Treasurer shall render a written statement of the condition of the finances of the Club at every regular Club meeting and at any such time as requested. The Treasurer shall prepare an annual budget for review and approval by the Club during the September meeting.
- SECTION 7. Past President. The past President shall serve in an advisory position and shall perform such other duties as designated by the President and/or members. His/her term of office shall have no restriction.
- SECTION 8. Removal. The members may remove any officer or agent elected or appointed by the members whenever in its judgment the best interest of the Club would be served. The removal action will take place after passage of a two-thirds majority vote of members in attendance at the monthly business meeting.
- SECTION 9. Vacancies. A vacancy in any office because of, but not limited to death, resignation, removal, disqualification or otherwise of any officer, shall be filled at the next regularly scheduled meeting. In the event that any of the above should occur with respect to the President, the Vice-President shall assume the office of the President. All other Club officer positions will require a vote from the membership. The President or presiding officer prior to commencing the election process shall formerly read to the membership all the nominees for the vacant office. If there is only one nominee, he/she may be elected by secret ballot majority of the members in attendance at the monthly business meeting. If there are multiple nominees running for the vacant office, the nominee receiving the highest number of votes cast from members in attendance at the monthly business meeting will be elected.

ARTICLE X
Board of Directors

- SECTION 1. Board. The Board of Directors shall consist of the President, recent past President, Vice President, Secretary, and Treasurer.
- SECTION 2. Duties. The Board of Directors shall make recommendations to the Club concerning any matter affecting the well being of the Club. The Board of Directors may not make, create, modify or delete any by-law, committee or matter concerning the Club without the approval of the membership.
- SECTION 3. Meetings. Any meetings held by the Board of Directors must be announced to the Club ten days prior to the Board of Directors meeting, in accordance with Article III, Section 1. Any member may attend these meetings and voice their opinion.
- SECTION 4. Revenue. The Board of Directors may plan or recommend the raising or accumulating of revenue from sources other than those stated in the by-laws. The raising of such funds must be approved by the majority of those members in attendance at the monthly business meeting.

ARTICLE XI
Election Procedure

- SECTION 1. Procedure. The President will appoint a nominating committee no later than the July meeting of each election year. The committee will consist of no fewer than three (3) members in good standing and be approved by a majority of those members in attendance at the monthly business meeting. Otherwise, nominations from the floor and self-nominations will be taken at the August business meeting. The nominating committee shall select at least one (1) nominee for each office. The names shall be given to the Secretary at the August business meeting. If a nominee wishes to decline, the Club may select one (1) or more nominees or the Club may accept self-nomination. If a self nomination is the only candidate, he/she may be elected by a majority of yes votes by the members in attendance. All other nominees will be elected by receiving the highest number of votes for the office for which they were candidates. In the case of filling a vacant office, the newly elected nominee will assume his/her duties immediately. All other nominees will assume the office to which he/she was elected at the time prescribed by these By-laws.

- SECTION 2. Reporting. Upon receipt of the report from the nominating committee, the Secretary shall report this, in writing to the members of the Club.
- SECTION 3. Nominees. During the business meeting at which elections are held, the President, or presiding officer shall read all the notices or names for election and then proceed to conduct the annual election.
- SECTION 4. Counting of Votes. Balloting shall be by secret ballot and shall be counted by the nominating committee. If a person on the nominating committee is a nominee for office, an officer of the Club shall take his or her place, as long as that officer is not a nominee for the same office.
- SECTION 5. Eligibility **to become an officer**. Only members in good standing for six (6) months or longer shall be eligible to become an officer in the Club.
- SECTION 6. Voting. Voting shall be cast by individuals and no person may cast more than one vote for each office. Voting may be made by an absentee ballot **or by email** as long as the ballot is **submitted to the nominating committee** prior to the election. The absentee ballot must be in a sealed envelope and the envelope must bear the voter's name and signature.
- SECTION 7. Elected Officers. All newly elected officers shall assume the responsibilities or their respective offices on the first day of October, except as otherwise provided in these by-laws.
- SECTION 8. Election Results. The Secretary will report the results of the elections at the business meeting in which elections are held.

ARTICLE XII

Meetings **and Voting Procedures**

- SECTION 1. Notice of Meetings. Written notice of any Club meetings shall be sent to each member of record entitled to vote at his/her e-mail address, as it appears upon the books of the Club, at least ten (10) days before the meeting. Each such notice shall state the place, day, and hour at which the meeting is to be held and, in case of any special meeting, shall state briefly the purpose or purposes thereof.
- SECTION 2. Club Business Meetings. The Club shall hold regularly scheduled business meetings. Club business meetings are held on the second Monday at the time published on the Club website every month.
- SECTION 3. Quorum. Twenty percent (20%) of the members in good standing shall constitute a quorum, at any business or special business meeting.

SECTION 4. Voting. Active members who are current with their dues are the only persons authorized to vote on Club business.

ARTICLE XIII Committees

SECTION 1. Committees. The Board of Directors shall determine the number and purpose of any and all committees needed to fulfill the objectives or needs of the Club. Ad hoc committees shall be appointed at the discretion of the President.

ARTICLE XIV Revenue

SECTION 1. Income. All income received shall be administered at the discretion of the Board of Directors with the approval of the Club for purposes and objectives of the organization, and shall at no time become part of the income or benefit of any individual member.

SECTION 2. Expenditures and Reimbursements. The Board of Directors may at any time spend at their discretion the sum of \$250 or less (\$1,000 per annum) without the approval of the Club. These expenditures shall be explained at the next regularly scheduled Club meeting by the Club Treasurer. All expenditures in excess of \$250 shall be approved by a two-thirds majority vote of those members in attendance at the monthly business meeting.

In order to be reimbursed, the member must provide a receipt. The receipt must adequately describe the expense, include the date of the expense and merchant and clearly state the exact amount of the expense; otherwise, the Treasurer may deny reimbursement for the sake of audit purposes as defined in Article XIV, Section 4.

SECTION 3. Signature Authority. The Treasurer and any member of the Board of Directors shall have signature authority over all checks written. Two (2) signatures are required (one of which must be the Treasurer) for any check written. In the event that the Treasurer is going to be absent for a period of time, the President shall appoint the Vice President or Secretary as the interim Treasurer. The interim Treasurer position shall be immediately vacated upon the return of the elected Treasurer. The interim position transfers shall be communicated to the Club via email and Club website.

- SECTION 4. Audit. The Club shall perform an internal audit of Club financial accounts annually during the month of September or prior to the placement of a new Treasurer. The audit will be performed by a committee of three Club members who have been approved by a majority of Club members in attendance at the monthly business meeting. The incoming Treasurer shall be a member of the audit committee.

ARTICLE XV
Parliamentary Procedure

- SECTION 1. Procedure. Robert's Rules of Order will govern any rules, regulations or dispute ruling.

ARTICLE XVI
Amendments

- SECTION 1. Amendments. These By-Laws may be amended, repealed, or altered in whole, or in part, by the Members. All motions to amend these By-Laws shall first be submitted to the President and shall be read and ordered by the President, to lie on the table for at least one month. A second reading shall be made to the membership prior to a vote thereon. A two-thirds vote of those members in attendance at the monthly business shall be necessary to pass any such motion for amendment.
- SECTION 2. Advance Notice. Each member shall be advised of the proposed amendment not less than one business meeting in advance of the meeting at which such vote will take place.
- SECTION 3. Annual Review. The Club shall review, modify as required, and approve these By-laws annually.