



BREW CITY CORVETTE CLUB

MILWAUKEE, WI

Brew City Corvette Club By-Laws

{May be amended at any regular meeting by a vote of the majority of the present membership.}

Article - I

Section I - Name

The name of the club shall be the Brew City Corvette Club

Section 2 — Purpose

The general objectives of the Club, to which its members are joined together and mutually pledged, shall be the furtherance and promotion of the following:

- The enjoyment and sharing of goodwill and fellowship engendered by owning a Corvette and engaging in such social or other events as may be agreeable to the membership.
- The highest standards of courtesy and safety on the roads
- Provide and regulate events and exhibitions for Corvette owners.
- The maintenance of the highest standards of operation and performance of the Corvette brand by sharing and exchanging technical and mechanical information.
- The exchange of ideas and suggestions with other Corvette Clubs throughout the world and in such cooperation as may be desirable.
- The establishment of such mutually cooperative relationships with other car clubs may be desirable.
- Provide financial donations to qualified nonprofit charitable organizations.

Section 3 - Members

- Must own a Corvette.
- New Members must attend (3) meetings prior to admittance by membership vote.
- Read and understand the BCCC Bylaws and mission statement.
- Receive a majority vote by the BCCC membership and attendance.
- Pay a one-time \$50 initiation fee (new members)
- Participate in BCCC sponsored events.
- All obligations of the Club shall be incurred solely as corporate obligations. No officer, director or member of the Club shall be personally liable for any of the debts, obligations or acts of the Club.
- Honorary members can be appointed by majority vote, are not held to the same standards as BCCC members and do not have voting rights nor can they hold office.
- Members shall not record (audio/visual) any portion of Brew City Corvette club meetings. Brew City Club meetings may be broadcast via zoom by Brew City sanctioned methods.

Excused absences/Leave of absences.

Members may be granted annually a maximum of (2) excused absences from BCCC activities by the President AND Vice President. Requests for an excused absence must be made within (3) days of the activity (day before, day of, or day after). Members may be granted a leave of absence under exigent circumstances (e.g., sickness, death in family, family emergency, etc.) by the President AND Vice President

Active Member: is defined as a member who has paid dues in full by March 15th; attends at least (2) meetings or BCCC sponsored events quarterly (Jan -Mar/April-Jun/July-Sept/Oct-Dec) and not on probation. Members who do not attend the required events needed to remain an Active Member shall be termed an Inactive Member must meet the aforementioned requirements uninterrupted for one full year, prior to becoming an Active Member again. An "Active Member" may include (if requested by the active member) a family-active member, one other person of the active member's immediate family, also 18 years or older, restricted to (significant other to include boyfriend/girlfriend, wife, husband), brother, sister, son, daughter, mother, or father, whether otherwise qualified for active membership by ownership of a Corvette or not. Family Active Members must pay \$50 annual dues. Members may be granted an excused absence or leave of absence by the President AND Vice President. **The only penalty for an Inactive Member not meeting the aforementioned requirements, is they are disqualified from voting for officers of the club (every other year).**

DISCIPLINARY ACTION

Any member of the Club may be expelled, suspended, or terminated as a member for conduct deemed detrimental to the Brew City Corvette Club and his/her membership

rights terminated by the Board of Directors for unbecoming conduct or for other good cause; provided, however, that before any such order is made, such member shall be provided an opportunity to be heard orally or in writing at least five days prior to the effective date of such order, and such member shall be notified at least fifteen (15) days prior to the effective date of such order. The notice shall be in writing and the reasons for such order stated. Members may file a grievance to settle internal disputes with other members of the club. Members may submit their grievance in writing, via their desired method.

Dues

Dues shall be set by the Club membership. Members whose dues are not paid on or before March 15th as billed shall be automatically suspended from the Club and shall cease to be in good standing until such time as such dues are paid. Members whose dues are not paid (April 1 – May 14) shall be automatically expelled from the Club. *****

Suspension occurs March 15 – March 31(member can be reinstated if dues paid within listed dates without any additional penalties

Expulsion occurs April 1 – May 14 (members that pay dues within this period must reapply for membership and attend at least (2) meetings or BCCC sponsored events quarterly (Jan -Mar/April-Jun/July-Sept/Oct-Dec.) for 1 year to become an active member again.

Termination of membership occurs when dues are not paid by May 15th. Terminated members are no longer considered Brew City Corvette Club members.

Resignation

Any member may resign his or her membership in the Club by transmitting to the Membership Committee a letter of resignation. Such a resignation shall become effective on the date stated in such letter, and his or her privileges of membership shall terminate as of that date.

Motion: Any "Active Member" may make a motion or vote on a motion at any meeting (where reasonable notice has been given) to introduce a new piece of business or propose a decision or action, a motion must be made by the member ("I move that ") A second motion must then also be made (raise your hand and say, "I second it.") After limited discussion the group then votes on the motion. A majority vote is required for the motion to pass (or quorum as specified in your bylaws.) The motion must be acted upon immediately and recognized as an official declaration.

Quorum

At any meeting of the members, a majority (one more than half) of active members in attendance shall constitute a quorum. Every act taken or done at a meeting held with due notice at which a quorum is present shall be regarded as an act of the entire membership.

**Minimum number of members in attendance must be 15*

Voting

- At all meetings of members, each "Active Member" shall be entitled to one vote on any matter which may properly be brought before the members.
- A written and confidential ballot will be taken. The Sgt at Arms shall assign a confidential number to each voter. If there are more than two candidates for any office in the annual election and no candidate receives a majority of the votes cast, another ballot shall be taken between the two candidates receiving the most votes in the previous ballot.
- There shall be no voting by proxy shall not be permitted.
- Absentee ballots shall be allowed with a deadline of midnight prior to official day of vote. Active Members may call, text, or email the Sgt of Arms with their vote. In cases of runoff elections absentee ballots will not be permitted
- Elections for the Board of Directors shall be held at the last meeting of year prior to term expirations, deviations from the election date can only be changed by a majority vote of "Active Members" present at the meeting.
- Members running for Board positions may announce their candidacy up to midnight prior to the day of voting.
- **New members must meet the active member requirements for a full year prior to having voting privileges. Members that are ineligible to vote are also ineligible to run for board positions.**

Regular Meetings

Regular meetings of the members shall be held at such time and place as designated by the Board. The Board shall exercise its best efforts to give reasonable notice to the members of each regular meeting, by written notice of any such regular meeting in the prescribed or designated method (e.g., email, text, etc.), not less than 14 days or more than 30 days before such date.

Special Meetings

Special meetings of the members may be called by the Board to be held at such time and place as designated by the Board. Written notice of any such special meeting shall be in the prescribed or designated method (e.g., email, text, etc.), not less than 14 days or more than 30 days before such date.

Conduct of Membership Meetings, Minutes, Guests

The President of the Club shall preside at all meetings of members. In the absence of the President, the Vice President shall preside. In the absence of the Vice President, the Secretary shall preside, in the absence of the Secretary, the Treasurer shall preside. If

no members of the Executive Committee are in attendance, the President shall appoint another member to preside. Meetings of members may be conducted informally unless two or more directors request that a meeting be conducted formally, in which case Robert's "Rules of Order" shall be followed. Minutes of all member meetings shall be recorded by the Secretary of the Club, or by such member as may be appointed by the Secretary. Minutes of the previous meeting of the members shall be required to be read and approved at the beginning of all regular meetings. Guests are permitted at all regular meetings.

Duty To Disclose

In connection with any actual or conflict of interest, an interested person must disclose the existence of any financial interest and be given the opportunity to disclose all material facts to the directors and members with governing board—delegated powers considering the proposed transaction or arrangement. The Board shall disclose ALL insurance policies (e.g., Board Insurance; NCCC, etc.) and financial obligations to continue coverage to include copies and declarations for each policy.

OFFICERS AND DUTIES

Section 1 — Officers

The elected officers of the Club shall be the President, Vice President, Treasurer, Secretary and Sergeant at Arms. No director shall serve for more than two successive two-year terms. However, a director is eligible for re-election after a lapse of one year. A director may be discharged from the Board by an affirmative vote of the majority of directors at any meeting of the Board or majority vote of the present "Active Members" of the Club by written ballot, as described hereinbefore. A director so removed must be replaced forthwith in accordance with the prescribed election process. However, if no new member runs for election, the board may appoint "Interim Director" to serve out the balance of the term.

It shall be the responsibility of the Board of Directors to determine all matters of Club policy. The Board of Directors shall ensure the proper conduct of the administrative affairs of the Club by the Executive Committee, the fulfillment of duties by the officers, and compliance with these Bylaws. No disbursement or expenditure by the Club, and no assumption of liability on behalf of the Club, more than \$300 shall be made or undertaken without the prior approval of the membership or in exigent circumstances the majority of the Executive Committee can approve.

Each director must be an "Active Member" of the Club. Each director's term of office shall terminate upon the expiration or termination of his or her term as an officer or Chair of a Standing Committee, or in the case of the Past President, at such time as his or her successor leaves office as President and succeeds him or her as the Past President. The Executive Board shall consist of the current elected officers and the most immediate available Past President continuing to be an active member of the Club. Executive board members shall be exempt from annual dues.

Removal of Chairs of Standing Committees

Any or all the Chairs of the Standing Committees may be removed during his/her term for cause with the approval of the majority of the Executive Committee. Any or all Chair's Standing Committee Members/Appointees may be removed during his/her term for cause or because of the removal of the Chair of a Standing Committee with the approval of the majority of the Executive Committee.

Removal of Officers

Any officer of the Club elected by the members of the Club may be removed at a meeting of members at which a quorum is present by a majority vote of the membership with or without cause. The Board of Directors may override any decision of the President by a two thirds (2/3) majority vote of the Board or a majority vote of the membership present.

Duties of President

- Provide supportive leadership.
- Establish a climate of enthusiasm, openness, and concern. Follow up, congratulate, and listen.
- Make it apparent that you are concerned and accessible. Seek input and explore alternatives before making important decisions.
- Preside over meetings.
- With members' input, create and abide by an agenda for your regular meetings.
- Make certain that each club and board meeting is well planned and organized, flows smoothly, STARTS and ENDS on time and that each member has fun and fellowship.
- Recruit and retain members.
- Make certain all members are active and involved. New membership is the lifeblood of the club and its level of service. Have an aggressive, yearlong

membership campaign with quarterly goals to be achieved. Make certain new members understand BCCC before induction and are actively involved immediately after induction.

- Annually, set membership recruitment goals. Work toward an increase in membership over the previous year.
- Sign drafts on the accounts of the Club and any documents which obligate the Club as directed or authorized by the Board; provided, that the President shall have authority to authorize and direct disbursements and expenditures not in excess of \$300 each for appropriate purposes without the prior approval of the Board or membership at large, unless such disbursement, expenditure or purpose shall previously have been forbidden by the Board. Any disbursements of more than \$300 shall require approval of a majority of the Board or membership at large. All contracts, checks, drafts, notes, or other orders for payment of money more than \$300 shall be signed in the name of the BCCC by the treasurer and countersigned by the president or vice president.
- Execute all documents and correspondence in the name of the Club as authorized by the Board or the members of the Club.
- Represent the Club in its activities and dealings with the public and to function as the chief spokesperson for the Club.
- Appoint or replace committee chairs and committees necessary for the proper function of the Club.
- Report periodically at meetings of the members and of the Board the status of the Club, as appropriate.

Vice President

- The vice president of a club plays a key role in the life of the club. Typically, the vice president will succeed the current president therefore must be fully engaged in all aspects of club activities.
- Presides at meetings in the absence of the president.
- Plans, coordinates, and recruits' committees to manage a series of meetings and programs.
- Coordinates programs with the president and the executive committee and board of directors.
- Provides data on previous club events to allow the event chair to benefit from experience and suggestions for improvement.
- Provides timely and interesting advance information for newsletters, social media, and mailings.

- Provides or coordinates information on forthcoming events to the secretary for inclusion in meeting notices or newsletters.
- Ensures strong leadership succession by identifying and recruiting new club volunteers; Provides mentorship to new officers.
- All contracts, checks, drafts, notes, or other orders for payment of money more than \$300 shall be signed in the name of the BCCC by the treasurer and countersigned by the president or vice president.

Duties of the Treasurer

The Treasurer shall be subject to such conditions and restrictions as may be made by the members, have custody of all money, debts and obligations belonging to the club. He she shall make all payments of the club debts upon approval of all members. All contracts, checks, drafts, notes, or other orders for payment of money shall be signed in the name of the BCCC by the treasurer and countersigned by the president or vice president. He/she shall give bond at the club's expense if required by the members. The Treasurer reserves the right to withhold any requested reimbursement for cause and present the request to the membership at large for a decision. The treasurer shall give a report on the financial status of the club at regular meetings of the club. The treasurer without the specific approval of the members shall incur no obligations, debt, or other liabilities. The treasurer shall be subject to an annual BCCC audit as requested by the membership. The treasurer SHALL provide a hard copy of the financial report to all members in attendance during the monthly meeting. Upon the reasonable request of any "Active Member," the Treasurer shall make the financial books and records of the Club available for inspection. There shall not be a cap on bereavement funding, however, the executive board shall appoint a liaison to the bereavement fund.

Duties of the Secretary

The duties of the Secretary of the Club shall be:

- Record, preserve and distribute to the Board the minutes of all meetings of the membership and meetings of the Board, and all votes cast thereat.
- Read such minutes upon request.
- Preside over the annual election of officers.
- Maintain custody of the records of the Club.
- Cause to be published in the Club's official publication notices of proposed and adopted amendments of these by-laws, of meetings of the members, and of such other matters as may relate to the proper conduct of the affairs of the BCCC.

Duties of the Sergeant at Arms

The Sergeant at Arms will have the duty of keeping order and protocol at all meetings of the BCCC. He/ She will also have the responsibility of taking the attendance at all said

meetings, including recording the votes of members in good standing. The Sergeant at arms shall perform all other duties as the president sees fit, which includes contacting members in delinquent monetary status, e.g., dues, ticket sales, club attire, and/or any unpaid monetary issues or violations according to club rules.

Duties of the Governor- (Non-Officer)

The governor shall serve as the BCCC representative at the meetings of the NCCC. The NCCC governor shall be elected from the club body once every two years, to attend the Governors meetings of the NCCC. The Governor elect shall report to the club all pertinent issues being decided upon and any changes being made within NCCC. The Governor elect will receive traveling or hotel expenses (whichever is more) not to exceed \$1000 annually. The governor shall submit an expense report (2) weeks prior to the NCCC meeting and shall be provided with a per diem by the BCCC prior to the governor's meeting.

Standing Committee

The President or Vice President of the Club shall appoint a member to serve as chairperson (the "Chair") for each Standing Committee, with the approval of the majority of the Executive Committee. Two people may be appointed as Co-Chairs with respect to any Standing Committee. Each Chair shall serve for an initial one (1) year term ending on December 31 of the calendar year. Upon expiration of a Chair's initial term, such member may be requested by the President or Vice President to serve a second term of one year, and such member shall assume such position for an additional term of one year. Thereafter, such member may be nominated by the President or Vice President any number of times to serve additional terms of one year each, but such member shall assume such position for such additional term(s) of one year only upon approval and confirmation by a majority vote of the Executive Committee.