

CONSTITUTION

(BY-LAWS)

Corvettes in Paradise

PREAMBLE

In order to promote interest in Corvette automobile ownership and operation and to that end to collect, receive, learn, disseminate and publish information relative thereto and further to establish an organized effort to encourage others to participate in the ownership and enjoyment connected with the use of said automobile and to that end to hold meetings, affairs, rendezvous and other gatherings, public or private. In furtherance of said purpose, Corvettes in Paradise hereby adopts this constitution and By-Laws as set forth.

ARTICLE I - Name of the Club

The Club shall be officially known as Corvettes in Paradise hereinafter known as "CIP".

ARTICLE II - Emblem

The Club jacket shall be Aqua Blue with the name Corvettes in Paradise on the back and club emblem on the front over the heart. The club shirt shall be Aqua Blue with the club emblem displayed on the front over the heart. Jacket, shirt, and/or emblems can only be displayed by members of CIP.

ARTICLE III - Objectives

The objectives of CIP are recited as follows:

- (1) To promote the sport of and pastime of safe motoring in all of its aspects.
- (2) To promote the ownership of and to further the interest of Corvette sports vehicles.
- (3) To interest, promote, sponsor, organize and supervise motor car outings, meetings, competitions and other events.
- (4) To offer awards in respect thereof or make such arrangements and commitments as may be necessary for any such purpose.
- (5) To promote National Council of Corvette Clubs (NCCC).
- (6) To promote comradery among Corvette owners.
- (7) To generate funds, as a by-product of club events and functions for local charities.

ARTICLE IV - Government

Section 1 - Types of Officers

CIP will be governed by a Board of Directors consisting of the following:

President, Director of Membership, Director of Activities, Secretary, Treasurer, Director of Publications and NCCC Governor.

All Board of Directors will be elected to office annually at the October General Membership Meeting. The newly elected Board will meet with the outgoing Board during the months of November and December for orientation purposes and transfer of any property, documentation, titles, etc. All newly elected Board of Directors will assume full responsibility on January 1 of each year.

Section 2 - General Responsibilities and Privileges

- (a) Must be a Primary, Spouse/Companion member in good standing for the 6-month period immediately preceding election to an office and hold Primary, Spouse/Companion membership during his/her entire term.
- (b) Must be elected by a majority of all Primary, Spouse/Companion members present at the scheduled meeting designated specifically for the purpose of elections.
- (c) All board members shall have one vote except the president who may vote only in the case of a tie.
- (d) Any three directors may make a purchase in the Club's name utilizing CIP funds not to exceed \$50.00 on any one occasion without prior membership approval.
- (e) Oversee and review CIP events and chairmanships of said events.

Section 3 - Duties of the President

- (a) To chair all Board and General Membership Meetings and to see that they are run efficiently and in an orderly manner.
- (b) To be responsible for seeing that all officers fulfill their duties.
- (c) To enforce all articles of the Constitution.
- (d) To designate a Board Member to preside over any meeting at which the President cannot be present.

Section 4 - Duties of the Director of Membership

- (a) To be responsible for the accounting of current and prospective members.
- (b) To be responsible for all membership applications.
- (c) To be responsible for introducing all prospective members to CIP at large, including publishing all prospective names in the newsletter.
- (d) To be responsible for furnishing all members a copy of CIP By-Laws, Constitution and a copy of the membership list.
- (e) To inform all prospective members of their responsibilities to CIP.
- (f) To be responsible for the maintenance of the attendance sheet at all General Membership and Board Meetings.
- (g) To advise all new members of CIP activities.
- (h) To assign a sponsor member to a new member.
- (i) To maintain an accurate and current list of all CIP members and to submit this list to the Director of Publications.

Section 5 - Duties of the Director of Activities

- (a) To coordinate all social and competition events within CIP and with nearby clubs.
- (b) To insure that CIP/NCCC event flyers are sent on a timely basis.
- (c) To assist event chairmen in their duties as required.
- (e) To share responsibility for all events with the event chairman.
- (f) To assist NCCC Governor with coordination of sanctioned events.

- (g) To see that all CIP/NCCC events are handled in accordance with current CIP/NCCC policies.
- (h) To insure that the Treasurer receives an itemized list of all event expenditures and/or profits.
- (i) To maintain an accurate record of all CIP property either on loan or in his/her possession.

Section 6 – Duties of the Secretary

- (a) To record the minutes of all Board and General Membership Meetings and to read same at the following meeting, if requested.
- (b) To keep record of the number of voting members present and to take the census of all votes.
- (c) To be responsible for CIP business records for the period required by law.
- (d) To keep all insurance waivers for sanctioned and non-sanctioned events in compliance with NCCC rules.
- (e) Shall send appropriate cards or gifts for memorials, weddings, births or illnesses. Card shall be sent to:
 - i. CIP member for a hospital stay of 3 or more days.
 - ii. CIP member upon the death of a family member, including father, mother, sister, brother, child, spouse/significant other.
 - iii. CIP member having or adopting a baby.
 - iv. CIP member getting married.
 - v. Any other person designated by the Board of Director (e.g. family of a deceased advertiser).
- (f) Any CIP member may report to any Board of Director member any event requiring a card or gift, including description of event, relevant name, contact, address, phone number, etc.
- (g) Gifts over \$50 must be approved by three (3) members of the Board of Directors.

Section 7 – Duties of the Treasurer

- (a) To collect all Club dues and monies from members and event profits and expenses on an itemized basis.
- (b) To account for all expenditures on an itemized basis.
- (c) To report all collections and expenditures at each General Membership Meeting.
- (d) To publish a monthly financial report to be available at each General Membership Meeting and a copy of it to be given to the President for review.
- (e) To be responsible for CIP financial records for the period required by law.
- (f) To be responsible for compliance with Federal and State Income Tax rules and regulations, including filing of annual tax returns (e.g. IRS Form 990 and Florida Form F1120 or F-1120A).
- (g) File “Not for Profit” Annual Report with the Secretary of State of Florida.
- (h) FUTURE:
 - i. Post notice in January on Club Web Site regarding February review and March vote on the coming year’s budget.
 - ii. Prepare an annual budget and submit for approval at the February Board of Directors Meeting.

- iii. Present the annual budget at the February General Membership Meeting to be reviewed by the club membership and voted on at the March General Membership Meeting.

NOTE: CIP financial reports shall NOT be published in the newsletter or for general viewing on the web site.

Section 8 – Duties of the Director of Publications

- (a) To be responsible for all printing, copying and mailing of flyers, notices and newsletters to all members and other appropriate parties.
- (b) To receive all incoming CIP mail and to advise members of all pertinent information.
- (c) To disseminate all pertinent information received from any source such as books, magazines or newspapers to all CIP members at the General Membership Meeting.
- (d) To keep a current and accurate file of all information collected or received.
- (e) To publicize all open events in all forms available such as newspapers, radio or other media.
- (f) To hold the permanent CIP address or post office box key.
- (g) To publish, to members only, a membership list to include all members a maximum of two times per year.
- (h) To mail, via email, postal mail or link on the website, the newsletter on the second Monday after the Club meeting. Reports are due to the Director of Publications on or before the Wednesday following the Club meeting.

Section 9 – Duties of the NCCC Governor

- (a) To follow current NCCC regulations for attendance at National and Regional Meetings or secure a responsible substitute.
 - i. In-person attendance is not required.
 - ii. To be reimbursed for any travel expenses, Board of Directors approval is required prior to making travel arrangements.
- (b) If unable to attend General Membership Meetings, inform President and provide monthly report .
- (c) To make a full and complete report of all governor's meetings to all CIP members at General Membership Meeting.
- (d) To provide to the Director of Publications a full and complete events schedule of all sanctioned activities.
- (e) To handle and process all sanction requests from any CIP member and coordinate with Director of Activities.
- (f) To insure that all NCCC sanction forms are completed on a timely basis.
- (g) To insure that all sanctioned competition events are in accordance with NCCC regulations
- (h) For sanctioned events, insure that the Treasurer receives an itemized list of all event expenditures and/or profits. Coordination with the Director of Activities is essential.
- (i) To inform all event chairmen of their NCCC responsibilities and to oversee their satisfactory compliance.
- (j) To take a CIP membership census of all NCCC issues pending action and to vote accordingly in every case at the governor's meeting.

ARTICLE V - Membership

Section 1 - Qualifications for Membership

- (a) A Prospective new member shall:
 - i. Own a Corvette and if requested show a title of ownership.
 - ii. Be a licensed driver.
 - iii. Shall be 18 years of age at application date.
 - iv. Submit a completed, signed application for membership into CIP
 - v. Join NCCC upon acceptance into CIP.
 - vi. Pay dues at the date of application for membership.
- (b) A member of NCCC may transfer to CIP at any time.

Section 2 - Types of Members

- (a) Primary Member - A member who owns a Corvette, pays dues and complies with all the requirements set forth in Section 1. A Primary member may have only one spouse/companion at a time.
- (b) Spouse/Companion Member – Spouse/Companion of a Primary member and whose address is the same as the Primary. Such member shall be entitled to all the privileges of the Primary member.
- (c) Associate Member - Member who was a Primary member of CIP and NCCC, but no longer qualifies as a Primary member.
- (d) Honorary Member - Member who adds prestige or is an asset to CIP. A unanimous vote is required for acceptance of an honorary member.
- (e) Dependent Member - Child of any Primary, Spouse/Companion member who is between 16 and 21 years of age, who pays dues and fulfills duties of a dependent member.

CIP will have 100% of its membership as members of NCCC. All members will pay NCCC dues and be given a NCCC member number.

All members will be responsible for their own personal conduct at any CIP function.

- (a) Primary, Spouse/Companion Members shall:
 - i. Own a Corvette at all times. If unforeseen circumstances cause a Primary, Spouse/Companion member to not own a Corvette, they may retain membership in CIP as an Associate member.
 - ii. Have paid all CIP and NCCC dues in full on a timely basis in accordance with CIP policy.
 - iii. Abide by all rules, By-Laws and articles of the Constitution to the best of their ability.
 - iv. Have the option to retain Primary member status by maintaining their annual CIP/NCCC dues for a period not to exceed 3 years should such member be required to relocate out of the immediate CIP membership area.

- (b) Associate and Honorary Members shall have the duties and privileges of Primary members with the following exceptions:
 - i. Do not own a Corvette
 - ii. Cannot hold an office
 - iii. Cannot vote
 - iv. Cannot compete for Regional or National points
 - v. May attend all CIP functions
- (c) Dependent Members shall have the duties and privileges of Primary members with the following exceptions:
 - i. Do not own a Corvette
 - ii. Cannot hold an office
 - iii. Cannot vote

ARTICLE VI - Finances

- (a) Dues - Renewal dues shall be payable at the October meeting in the amount of \$100 per year per household which includes the specified NCCC dues.
- (b) Dues - New member's dues will be pro-rated on a semi-annual basis.
- (c) Dues may be modified from time to time by NCCC or CIP. Any changes to CIP dues (not NCCC) must be announced at the August General Membership Meeting and voted on by majority of members in attendance at the September General Membership Meeting. Changes in Dues will become effective during the next annual dues renewal process, typically October.
- (d) Any additional assessment to be charged must be voted on and passed by the majority of the membership.
- (e) Any and all CIP monies must be recorded and held by the CIP Treasurer.
- (f) An Audit shall be performed at the end of each calendar year by a member, preferably of, but not limited to, the Board and that must not be related through marriage, companionship, blood or business to the Treasurer.

ARTICLE VII - Meetings

- (a) General Membership Meeting - The Regular General Membership Meetings will be held once a month on the Second (2nd) Thursday of each month at 6:30 p.m.
- (b) Board Meetings - Board meetings will be held one or more times per month and can be conducted in-person or virtual. The Board is under no obligation to inform the members of the time and place of the meeting. Any Primary, Spouse/Companion member wishing to attend a Board meeting should contact a Board member. At all meetings of the Board of Directors, at least a majority of the directors present at such meeting must vote for or against a proposal in order to constitute a deciding vote. Each director present in person at the meeting shall have one vote upon all matters before the Board. However, if any of the Board offices are shared by more than one director, there shall be only one vote among said directors.
- (c) Election of Officers – Nominations for all officers will be accepted during the months of September and October with the election at the October General Membership Meeting.

Vote will be conducted by show of hands unless secret ballot is requested by majority at the September General Membership Meeting.

- (d) Special Meetings - Any other meeting called by the Board. Members must be notified 10 days in advance.
- (e) General Membership Meetings will be held at the Winding Cypress Activities Center in the Event Room. Location of General Membership Meetings may be changed from time to time by:
 - i. Submitting a request for location change.
 - ii. Announcing the request at a General Membership Meeting at least 1 month prior to putting to membership vote.
 - iii. Show of hands majority votes of members present at the announced meeting.
- (f) The "Robert's Rules of Order" shall govern the Club when not otherwise provided for in the Constitution or By-Laws.
- (g) Virtual attendance to General Membership Meetings can be granted by Board of Directors to individuals that have given 1 weeks' notice prior to the scheduled meeting.

ARTICLE VIII - Voting

Any member wishing to cast a vote:

- (a) Must be a Primary or Spouse/Companion member of CIP.
- (b) Must be present at the meeting in question.
- (c) Members who are unable to attend General Membership Meetings may vote by proxy. Proxy voting does not include spontaneous voting. Proxy will be in writing and presented to the President at least 2 days prior to the October General Membership Meeting.
- (d) The President forfeits his vote except in the case of a tie.

ARTICLE IX - Calendar Year

The fiscal year of CIP shall be from January 1 through December 31.

ARTICLE X - Committees

Committees will be formed only with the approval of the Board and will be of a temporary nature.

ARTICLE XI - Removal of Officers

Section 1 - Resignation of Officer

Any officer may submit his/her resignation in writing at a General Membership Meeting to be accepted at the same General Membership Meeting. Vacancies will be filled by nominees or volunteers with a general show of hands vote at said meeting.

Section 2 - Removal of an Officer

Any member may bring allegations against an officer. A majority vote of the members present at a special meeting called within 10 days after allegations have been filed will result in dismissal of the officer from his position.

Section 3 - Legitimate Allegations for Removal of an Officer

- (a) Dereliction of duty
- (b) Any action knowingly committed that is detrimental to CIP or NCCC
- (c) Any expenditure in excess of \$50 without the consent of the Board

ARTICLE XII - Discipline of Membership

Section 1 - Grounds for Dismissal

- (a) Dereliction of duty
- (b) Any action knowingly committed that is detrimental to CIP or NCCC
- (c) Violations of ARTICLES and Sections of the Constitution
- (d) Any other cause deemed detrimental by CIP membership
- (e) Nonpayment of dues at the end of 60 days after billing date

Section 2 - Procedure for Dismissal

Allegations shall be filed with the Board in writing. The Board will decide on the merits of the allegations and/or hearing both sides whether or not to call a special meeting. If the Board decides to call a special meeting, it must be called within 10 days after the allegations have been filed. A 75% majority vote of the members in attendance at the special meeting will be required. If the allegations against the individual are merited, he/she will be expelled from CIP and lose all equity in the privileges of CIP immediately.

Section 4

All of the above may be applied to the membership at the next General Membership Meeting.

ARTICLE XIII - Dissolution of CIP

Upon dissolution of CIP, all assets remaining after bills have been paid will be equally divided and distributed among the Primary members.

ARTICLE XIV – Amendments

Any Primary, Spouse/Companion member may propose an amendment to the Constitution. The amendment will be submitted to the Board. The amendment will then be sent to all Primary, Spouse/Companion members. The proposed amendment will be read at the first General Membership Meeting following the proposal. At the next General Membership Meeting, the amendment will be voted on. There must be a 75% majority vote of those present to be passed.

ARTICLE XV - Incorporation

- (a) The name of the club is Corvettes in Paradise.
- (b) Three (3) members of the Board, the President, Secretary and Treasurer, shall be Trustees of CIP.
- (c) A non-Board member shall be appointed by the President as Statutory Agent for Corvettes in Paradise, for the duration of the incorporation renewal period.

ARTICLE XVI – Resignations

Any member, officer or member of the Board of Directors may resign his/her office or his/her membership by submitting said resignation in writing to the Secretary or President of Corvettes in Paradise and he/she thereby relinquishes all rights, title or claim to any Club assets or office.

ARTICLE XVII – Club Events

- (a) All drivers' licenses shall be valid and legal; the driver's license of all participants can be examined before any and all events. If a driver's license has been suspended or is not in effect in the state in which the event is taking place, the driver cannot participate; however, the spouse/companion of the driver may enter the event, assuming his/her driver's license is current and in effect.
- (b) The club shall accept and abide by the National Council of Corvette Clubs rules, regulations and directives as to all events, classifications of cars and schedules.

ARTICLE XVIII – Salary or Compensation

No officer or member shall receive any salary or compensation for his/her services.

ARTICLE XIX – Personal Liability

Persons or Corporations extending credit to, contracting with or claiming against CIP or the Board of Directors shall look only at the funds and property of CIP for payment of any such contract for payment of any debt, damage, judgment or decree or any such contract for payment of any debt, damage, judgment or decree or any other money that may otherwise become due or payable to them from CIP: so that neither the Board of Directors or the members of CIP, present or future, shall be liable personally therefore.

ARTICLE XX – Mailing Address

Mail should be sent to:

TBD