

SPACE COAST VETTES, INC.  
BYLAWS

ARTICLE ONE  
DEFINITIONS

1.1. These Bylaws shall have the following definitions.

1.2. "Board" shall mean the Board of Directors as defined by these Bylaws.

1.3. "Board of Directors" means the group of persons vested with the management of the affairs of the corporation.

1.4. "Bylaws" means the code or codes of rules adopted for the regulation or management of the affairs of the corporation.

1.5. "Club" shall mean Space Coast Vettes, Inc.

1.6. "Corporation not for profit" means a corporation no part of the income or profit of which is distributable to its members, directors, or officers,

1.7. "Electronic transmission" means any form of communication, not directly involving the physical transmission or transfer of paper, which creates a record that may be retained, retrieved, and reviewed by a recipient and which may be directly reproduced in a comprehensible and legible paper form by such recipient through an automated process.

1.8. "Member" means one having membership rights in a corporation in accordance with the provisions of these bylaws.

1.9. "Organization" shall mean Space Coast Vettes, Inc.

1.10 "NCCC" shall mean National Council of Corvette Clubs.

## ARTICLE TWO DESCRIPTION

2.1. The official name of this organization shall be Space Coast Vettes, Inc.

2.2. Space Coast Vettes, Inc. is a corporation not for profit and is not organized for the private gain of any person. It is organized under Florida Statutes Chapter 617 .

2.3. Space Coast Vettes, Inc.'s official insignia and/or logo will be as depicted in ARTICLE SIXTEEN at the end of these Bylaws.

2.4. The insignia and/or logo, as well as any other associated logos, newsletter etc., may be modified by a majority vote of the Board of Directors.

2.5. Space Coast Vettes, Inc.'s fiscal year is January 1<sup>st</sup> to December 31<sup>st</sup> of each year.

## ARTICLE THREE PURPOSE

3.1. To provide its membership an opportunity to participate in Corvette automotive related events.

3.2. To promote greater enjoyment of members' Corvettes.

3.3. To promote and participate in community activities in order to develop a greater understanding and spirit of cooperation between the community and Corvette automotive enthusiasts.

#### ARTICLE FOUR MEMBERSHIP

4.1. Membership is per family and one member of each family will be a member of NCCC.

4.2. Request for membership shall be made in person at a general membership meeting.

4.3. As a prerequisite to membership, Applicant must attend three club activities.

4.4. After completion of Applicant's prerequisite, Applicant may then submit an application for membership at the next club meeting and after payment by Applicant will then be considered a member in good standing.

4.5. Any person(s) that owns and holds title to a Corvette shall be eligible for membership in this organization.

4.6. Once a person becomes a member, they may renew their membership annually provided that such member owns and holds title to a Corvette.

4.7. A member in good standing consists of any person meeting all of the following requirements:

- a. Current on all applicable dues and requirements as outlined in these Bylaws.

b. Abides by all decisions made and enacted.

c. Not jeopardize the club and/or its membership reputation, credibility, and integrity.

4.8. Members in good standing will have the following privileges:

a. Voting (one vote per family membership).

b. Run for elected office.

c. Retain an elected or appointed position.

d. Receive newsletters, any literature, or email concerning club functions.

4.9. Any member may be expelled from the club for conduct or attitude detrimental to the club by recommendation of the Board and two-thirds vote of members present at any regular or special general membership meeting.

4.10. Prior to Expulsion any member in question may request a meeting with the entire Board of Directors prior to the membership vote.

4.11. The Board, by majority vote, may suspend any member from acting on the club's behalf until the next regular membership meeting.

## ARTICLE FIVE DUES

5.1. Annual renewal of club dues shall be consistent with club policy and shall be payable no later than the November member meeting.

5.2. Dues not paid by the November meeting by an existing member will incur a late fee of \$20.00.

5.3. Dues not paid by an existing member by the end of the calendar year shall cause such existing membership to terminate.

5.4. Dues for new members shall be consistent with club policy and pro-rated 50% after July 1. This does not apply to NCCC dues. Dues are not refundable.

5.5. The President of Space Coast Vettes, Inc. will be exempt from club dues (not NCCC dues) during the term of his/her office.

## ARTICLE SIX OFFICERS

6.1. The elected officers of this club shall be:

- a. President.
- b. Vice-President.
- c. NCCC Governor.
- d. Secretary.
- e. Treasurer.
- f. Competition Director.
- g. Officer-at-Large.

6.2. The elected officers listed in 6.1 above shall comprise the Board of Directors, which will be the governing body of the club.

6.3. At the first meeting of the New Year, the new President will appoint the following committee heads:

- a. Newsletter Editor.
- b. Social Coordinator.
- c. Audit Coordinator.
- d. Webmaster.
- e. Parade Coordinator.
- f. Car Show(annual show)- Coordinator.
- g. Apparel Coordinator.
- h. Veteran Affairs Coordinator.
- i. Facebook/Social Media Coordinator.
- j. Homecoming Coordinator.
- k. Bylaws Coordinator.
- l. Sponsorship Coordinator

## ARTICLE SEVEN DUTIES OF OFFICERS

7.1. The President shall preside over all regular and special meetings of the membership and Board of Directors. The President will represent the

club at all official functions unless that duty is specifically designated to another officer by the President. The President shall not have a vote at any meeting except in the case of a tie.

7.2. The Vice-President shall greet guests at meetings and activities, shall start the membership process and assume any and all of the duties of the President in his or her absence.

7.3. The Secretary will keep the minutes of all meetings, maintain all club correspondence, and keep any other club records directed by the Board of Directors. The secretary shall ensure the minutes of the previous meeting are placed into an email to the club members, for their review and appropriate comment/corrections at the next scheduled meeting. If there are not any identified corrections, the secretary can request that they be accepted. If a member so requests, the minutes will be read prior to approval by the membership.

7.4. The Treasurer will collect all monies due the club, maintain all financial records, and disperse funds as directed by the Board. By January 31<sup>st</sup> of the new year, the treasurer will inform both the board and the membership the amount of treasury dollars passed over to the new Board of Directors each year and it shall be no less than the membership fees received for that new year.

7.5. The Competition Director, or designee, will schedule and coordinate all car events and notify the membership of upcoming car events.

7.6. The Officer-at-Large will serve as a member of the Board of Directors and will assist other officers as necessary in carrying on club business and will also conduct the 50/50 drawing at club meetings and events.

7.7. The NCCC Governor is the liaison with the national organization and ensures compliance with all applicable NCCC rules and regulations concerning events.

7.8. If, for any reason, an officer resigns, or leaves office, a member will be proposed by the Board of Directors to fill the vacancy, and presented to the general membership at the next regular meeting for approval. He or She will serve out the remainder of the original term.

## ARTICLE EIGHT DUTIES OF COMMITTEE COORDINATORS

8.1. Newsletter Editor shall maintain and publish the club's newsletter.

8.2. Social Coordinator, or designee, shall coordinate activities relating to planning, organization, and execution of all social events.

8.3. Auditor will be responsible for auditing and monitoring the club's books throughout the year. If the Board wishes the auditing and monitoring of the club's book and records may be performed by an outside professional who shall submit an audit report to the Board.

8.4. Webmaster shall maintain the club website.

8.5. Parade Coordinator shall organize parade activities.

8.6. Car Show Coordinator shall oversee all Car Show activities.

8.7. Apparel Coordinator shall be responsible for all club apparel and other paraphernalia.

8.8. Homecoming Coordinator advises of the requirement for and acceptance of requests for club participants in local school homecoming events.

8.9. Facebook and Social Media Coordinator will ensure that timely and appropriate information regarding the club is made available to



membership and the public at large and ensure removal of any inappropriate information/comments within his or her control.

8.10. Veteran Affairs Coordinator is responsible for identifying key veteran events/activities that the club may wish to participate in or of which the club is made aware.

8.11 Sponsorship Coordinator is responsible for active recruitment and retention of club sponsors.

8.12. If, for any reason a committee coordinator resigns or leaves office, the club's President shall appoint his or her replacement, who will serve out the remainder of the original term.

## ARTICLE NINE BOARD OF DIRECTORS

9.1. The Board of Directors shall consist of the duly elected officers.

9.2. The management of the organization shall be managed by the Board of Director's. All corporate powers must be exercised by or under the authority of Board of Directors and the affairs of the organization shall be managed under the direction of the Board of Directors,

9.3. A Board of Directors meeting will be held preceding the general membership meeting, with the time of day and place to be designated by the President. This meeting will be open to all membership.

9.4. Special Board of directors' meetings may be called by the President with a minimum of three (3) days of providing written or oral notice to all Board members.

9.5. Notice of a meeting need not be given to any Director who signs a waiver of notice or a written consent to holding the meeting whether

before or after the meeting, or who attends the meeting without. All waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings.

9.6. Decisions on club business may be approved by simple majority vote.

9.7. A quorum of two thirds of the Board members must be present and actions requiring a vote will be by simple majority of those Board members attending the meeting.

9.8. Members of the Board may participate in a meeting through use of conference telephone, electronic video screen communications, or other communications equipment, so long as all members participating in the meeting can communicate with all of the other members concurrently, each member is provided the means of participating in all matters before the Board.

9.9. If the Board of Directors meeting is held by electronic means, the minutes of such meeting may be made by electronic transmission.

9.10. Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board individually or collectively consent in writing to the action. The consent or consents shall have the same effect as a unanimous vote of the Board and shall be filed with the minutes of proceedings of the Board.

9.11. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the club. This authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, and except as provided in this Section, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or agreement, or to pledge its credit, or to render it liable for any purpose or to any amount.

9.12. Directors shall not receive compensation for their services as Directors. Directors may receive reimbursement for expenses.

9.13. A Director may be removed from office by a majority of the remaining members of the Board of Directors if any of the following has been found to have occurred:

a. The Director becomes physically incapacitated or his or her inability to serve is established in the minds of a majority of the Board.

b. A conflict of interest is found to exist between the Director and the corporation.

c. The Director is found to have engaged in activities that are directly contrary to the interests of the corporation.

d. The Director is found to be engaged in the misrepresentation of the corporation and its policies to outside third parties, either willfully, or on a repeated basis.

9.14. Any vacancy occurring on the board of directors may be filled by the affirmative vote of the majority of the remaining directors, even though the remaining directors constitute less than a quorum.

## ARTICLE TEN MEETINGS OF MEMBERS

10.1. General membership meetings will be held on the first Sunday of each month. The time of day and place will be determined by the Board. The date of a regular meeting may be changed by the Board to accommodate holidays, etc. provided proper notice is given to all members.

10.2. Roberts Rules of Order, current edition, will govern the conduct of all meetings.

10.3. The established order of events at general membership meetings will be:

- a. Call to order by the President / Pledge of Allegiance.
- b. Introduction of visitors by the Vice President.
- c. Introduction of new members (as required) by Vice-President.
- d. Secretary's report (minutes of last meeting).
- e. Treasurer's report.
- f. Governor's Report.
- g. Competition Director's report.
- h. Officer at large report.
- i. Reports by committee coordinators (as required)
- j. Old Business
- k. New Business
- l. Adjourn meeting

10.4. A quorum for general membership meetings shall consist of the majority of members in good standing who are present at the meeting.

## ARTICLE ELEVEN ELECTIONS

11.1. The Board, at the Board meeting immediately preceding the September general meeting, will appoint a nominating committee of at least one person to accept all nominations for office. Nominations will be at the October meeting. The official list of candidates will be provided to the members before the November general membership meeting.

11.2. Elections will be conducted at the November general membership meeting by a show of hand voting unless ballot voting is requested by a majority of the members.

11.3. All elected officers will be installed at an annual Holiday Party to be held in December of each year and will serve for the following year from January through December.

## ARTICLE TWELVE EVENTS

12.1. All competition events sponsored by the club will be governed as specified by the Board of Directors of the club.

12.2. No member of the club shall commit the club or its equipment to any event, location, date, or time without prior approval from the Board of Directors. This approval may be given at any general or special Board of Directors meeting.

12.3 Any scheduled club event previously established shall not be changed as to location, date, or time without the prior approval of the Board of Directors.

ARTICLE THIRTEEN  
AMENDMENTS

13.1. These Bylaws may be amended by a majority vote of all members in good standing at any regular or special membership meeting.

13.2. The proposed amendment and the recommendation of the Board must be furnished to all members in good standing in writing a minimum of two weeks prior to the meeting at which the amendment is voted on.

ARTICLE FOURTEEN  
BYLAWS COMMITTEE

14.1. The Bylaws committee shall become a standing committee comprised of a chairperson appointed by the President with a majority approval of the Board of Directors. The remainder of the committee shall be comprised of volunteers. A functional committee will consist of not less than three (3) nor more than eight (8) members in good standing.

14.2. The purpose of the Bylaws committee shall be to review the Bylaws at least annually in consideration of previous changes enacted/adopted, growth of membership and changes to club and/or NCCC dues.

14.3. If the Bylaws committee wishes, it may consult with an outside professional to assist the Bylaws committee in reviewing the club's Bylaws and to advise the Board as to any necessary amendments to the Bylaws.

14.4 Its recommendation shall be presented to the Board of Directors for review and submission to the general membership.

ARTICLE FIFTEEN  
DISSOLUTION

15.1. On dissolution of this corporation, the Board of Directors shall cause

the assets herein to be distributed to another Corporation with purposes similar to those identified in these Bylaws.

15.2. These BYLAWS Adopted \_\_/\_\_/\_\_\_\_ Replaces the Space Coast Vettes Constitution and any and all amendments.

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**ARTICLE SIXTEEN  
OFFICIAL INSIGNIA OF SPACE COAST VETTES, INC.**

15.1. The following shall be the official insignia of Space Coast Vettes, Inc.



OFFICIAL INSIGNIA

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