

BY-LAWS of LANCASTER COUNTY CORVETTE CLUB, INC.
AS AMENDED ON SEPTEMBER 10, 2014

PREAMBLE

This document is intended to formally codify the traditions, rules, and operating procedures of the Lancaster County Corvette Club, as incorporated in the Commonwealth of Pennsylvania so that its actions may be conducted in a uniform manner from year to year. Any procedures described herein shall not be in conflict with the By-Laws, Standing Rules Policies and Procedures, and/or Competition Sanction Program Handbook of the National Council of Corvette Clubs (NCCC) or the East Region of National Council of Corvette Clubs (ERNCCC).

ARTICLE I

Section 1. Name

This organization shall be called Lancaster County Corvette Club, Inc., hereinafter LCCC or the Club, and shall function in Lancaster County, Pennsylvania.

Section 2. Purpose

The general purpose of the Club shall be to encourage the preservation, ownership and operation of Corvettes, to establish rules and regulations covering all activities of the Club, to provide and regulate events and exhibitions for Corvettes and their owners, to encourage careful and skillful driving on public highways, to foster community service, and to promote good fellowship, participation, and cooperation among its members. LCCC is chartered as a not for profit organization.

ARTICLE II

Section 1. Seal

The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization, and the words "Corporate Seal, Pennsylvania".

ARTICLE III

Section 1. Members

Full membership in the Club shall be restricted to owners of Corvette automobiles and their spouse or companion, each of which is at least 18 years of age, residing in the same household. Membership in the National Council of Corvette Clubs (NCCC) is mandatory for all members.

Section 2. Prospective Members

Each prospective member shall submit his or her application along with his or her dues plus initiation fee (no initiation fee for dependent member) for one (1) year to the Membership Officer. The applicant must attend a General Membership meeting in order to be considered for membership, and shall be granted membership after election by a majority vote of the active members present at the General Membership meeting following receipt of his or her application and applicable fees.

Section 3. Membership

- a. An Active Member is defined as any person duly elected as provided in Section 1 and 2 of this Article who has paid the required dues and fees.

- b. A Charter Member is defined as any person who was present at the meeting at which the 1979 By-Laws were adopted, and who has continued to pay his or her yearly dues.
- c. A Primary Member is defined as any member who is the registered owner of a Corvette automobile.
- d. A Spouse / Companion Member is defined as the spouse or companion of a Primary Member who resides in the same household.
- e. New members must be in the Club for twelve (12) calendar months before being able to accept the position of President, Vice President, or Governor.
- f. An Enthusiast Member is defined as any person who does not own a Corvette but is interested in the activities of the Club. An Enthusiast Member must be sponsored by another Member. Enthusiast Members may not hold office, vote for officers or By-Laws changes. Enthusiast Members must pay any Club and NCCC mandated initiation fees and regular Primary Member dues. Upon becoming an owner of a Corvette, they may apply for full membership in the Club with no additional fees.
- g. A Youth Member is defined as the child of any Primary or Companion Member who is between 16 and 21 years of age, or between 16 and 25 years of age and is also a full-time student whose principle residence (not school residence) is the same as the Primary or Companion Member. A Youth Member may not hold office, vote for officers or By-Laws changes.

Section 4. Dues

- a. Annual dues for a member shall be established by the Executive Board, and approved by a majority vote of the Members present at a General Membership meeting prior to the initiation of the renewal period. This will automatically include the NCCC dues. Dues shall be assessed on a fiscal year basis.
- b. The yearly dues of Active Members shall be payable in compliance with renewal of dues for NCCC, and upon application of joining for each new Member.
- c. In the event that the Lancaster County Corvette Club, Inc. shall be dissolved, all Club property shall be sold at a public sale with the proceeds going to the Club treasury. After all liabilities of the Club have been discharged, all Members in good standing who have paid dues in advance and beyond the termination of this organization shall have the exact amount of such advance dues refunded on a prorated basis, up to the full value of their advance dues. Any remaining money in the treasury shall be distributed to the Club's charities.

Section 5. Expulsion

- a. Membership will automatically lapse for non-payment of dues if dues are more than sixty (60) days delinquent. Any Member may be expelled for the best interest of the Club by a three-fourths (3/4) majority vote of the Members present at any regular meeting. Before such action is taken, however, the Member shall have the opportunity to submit, in writing or in person, his or her position on any charge of which he or she shall be notified.
- b. Any Active Member who ceases to be a Corvette owner shall remain an Active Member until the end of the current membership year. If, at the beginning of the next membership year, the Member has not reassumed ownership of a Corvette, he or she automatically is an Enthusiast Member if they so choose to be.

ARTICLE IV

Section 1. Meetings

- a. Regular or General Membership meetings of the Club shall be held at any place as may, from time to time, be designated by the Executive Board on the second Wednesday of every month at 7:30pm. A meeting date or time shall not be changed except by two-thirds (2/3) vote of the membership at any regular meeting.
- b. Special meetings may be called at the discretion of the Executive Board. Business transacted at special meetings shall be confined to matters stated in the call.

Section 2. Annual Membership Meeting

The annual meeting of the Members shall be held on the second Wednesday of November in each year if not a legal holiday, and if a legal holiday, then on the next full business day following at 7:30pm, when they shall elect officers and transact such other business as may be properly brought before the meeting. If the annual meeting has not been called and held within three (3) months after the designated time, any Member may call such a meeting.

Section 3. Notice of Special Meetings

Written notice of every special meeting of the members, stating the time, place, and object thereof, shall be given by the Secretary to each Member of record entitled to vote at the meeting at least ten (10) days prior to the day named for the meeting, unless a greater period of notice is required by statute in a particular case.

Section 4. Executive Board Meetings

Executive Board meetings shall be held prior to each regular monthly membership meeting. Executive Board meetings shall be held on the 4th Wednesday of every month if not a legal holiday or a conflicting day due to a legal holiday, and if a legal holiday or conflicting day, then on the Wednesday prior to or preceding the holiday. The President or their representative shall preside at all meetings of the Executive Board for that year.

Section 5. Attendance

All Members shall be given prior notice of all meetings and events held by the Club by means of the Club newsletter, email, or other group communication. Attendance of the Members shall be taken at all Club meetings and events, and shall be kept on record by the Membership Officer. Any Member not present forfeits their rights for that meeting.

Section 6. Quorum

Any regular meeting of members duly called shall not be organized for the transaction of business unless a quorum is present. A quorum is defined as those members in good standing present at any regular meeting or special meeting duly called for the transaction of business or the election of Officers, except as may be otherwise provided by statute or by the Articles of Incorporation.

Section 7. Voting

Every voting Member of the corporation shall be entitled to one (1) vote and, unless otherwise specified by the By-Laws, all matters requiring a vote shall be determined by simple majority of those present. No Member shall sell his or her vote for money or anything of value. Upon request of a Member, the books or records of membership shall be produced at any regular or special meeting of the corporation. If at any meeting the right of a person to vote is challenged, the presiding officer shall require such books or records to be produced as evidence of the right of the person challenged to vote, and all persons who appear by such books or records to be Members entitled to vote may vote. The right of a Member to vote, and his or her right, title and interest in or to the corporation or its property, shall cease upon the termination of his or her membership.

Section 8. Awards Banquet

The Awards Banquet shall be held in the beginning of the new year on a date set by the Executive Board. The date, time, location, and awards for the banquet shall be decided by the Executive Board.

ARTICLE V

Section 1. Officers

The elected officers of the Club shall be a President, Vice President, Secretary, Treasurer, Membership Officer, Newsletter Officer, and NCCC Governor. All officers shall be elected for a period of one (1) year by a majority vote of the members present at the annual meeting, and may succeed themselves. A Lieutenant Governor can be elected by the membership or appointed by the Governor, and if appointed, the appointment must be approved by the Executive Board.

Section 2. Executive Board

The initial Executive Board, as constituted in the Articles of Incorporation, shall serve until the first annual meeting of the membership, and thereafter until the Officers elected by the members shall be duly qualified to assume office. Thereafter, the elected officers of LCCC and the immediate past President shall constitute the Executive Board.

Section 3. Nomination and Elections

Nominations for Officers will be taken on the floor at the October and November General Membership meetings. At these meetings, the current Executive Board shall also submit a slate of recommended candidates. The Officers shall be elected at the November meeting, and shall take office as of January 1st, immediately following their election.

Section 4. Vacancies

Vacancies in any office except President shall be filled by a special vote of membership within two months following the announcement of the withdrawal or resignation. The office of President shall be assumed by the Vice President immediately upon the creation of the vacancy.

ARTICLE VI

Section 1. Duties of the President

The President shall preside at all General Meetings of the Members and the Executive Board, and shall perform the duties usually pertaining to this office. He or she shall be chief executive of the Club, and may assign duties as necessary to other Officers. Each year, the President shall submit a budget proposal for the current fiscal year to the Executive Board by the end of the first fiscal quarter.

Section 2. Duties of the Vice President

The Vice President shall render any assistance necessary to aid the President and shall be able to assume the duties of the President if needed.

Section 3. Duties of the Secretary

The Secretary shall attend all meetings of the Members, Officers, and Executive Board, and shall record all minutes and votes. He or she shall give all notices of meetings and shall perform all duties incidental to his or her office. He or she shall have custody of the Club's records. In his or her absence from any of the meetings, a Secretary pro-tempore shall be chosen by the presiding Officer.

Section 4. Duties of the Treasurer

The Treasurer shall, subject to such conditions and restriction as made by the Executive Board, have custody of all monies, debts, and obligations belonging to the Club. All contracts, checks, drafts, notes or other orders for payment shall be signed in the name of the Club by the Treasurer. The Treasurer shall give a report on the financial status of the Club at each meeting, and if so required, at any meeting of the Executive Board. No obligation, debt, or other liability shall be incurred by the Treasurer without the specific approval of the Executive Board.

Section 5. Duties of the Membership Officer

The Membership Officer shall handle all matters pertaining to membership. He or she shall collect yearly dues which shall be forwarded to the Club Treasurer, process all membership applications in the proper manner, keep an up-to-date roster and maintain attendance records of all Club members. Original copies of membership and renewal applications shall be forwarded to the Governor, and roster updates shall be forwarded to the Governor and Webmaster, each in a timely manner.

Section 6. Duties of the Newsletter Officer

The Newsletter Officer shall be responsible for the composition, creation, and distribution of the Club newsletter. Distribution of the newsletter shall occur monthly prior to the regular meeting.

Section 7. Duties of the Governor

The Governor shall be the official representative of the Club to NCCC. He or she shall attend the NCCC Regional meetings and at least one (1) National meeting per year, and keep the Club informed as to the happenings of the NCCC. He or she shall also meet with representatives from other clubs as necessary to prevent event conflicts, or in order to coordinate event dates, places, times, etc. if the event is to be a joint effort by two or more clubs.

The Governor's expenses to attend one (1) National meeting per year, within reason, will be paid by the Club. The Governor will also be reimbursed any expenses that are mandatory to attend any Regional Governors meetings. He or she will be reimbursed at the IRS rate for use of their personal vehicle to attend said meetings. Receipts for expenses claimed are required for approval.

Section 8. Duties of the Lieutenant Governor

The Lieutenant Governor can be an elected or appointed Officer, whose duties shall be to assist the Governor in his or her duties and take the place of the Governor at meetings and events in the absence of the Governor. The Lieutenant Governor will also be reimbursed for expenses incurred while representing the Club in the Governor's absence, following the same requirements detailed for the Governor.

Section 9. Duties of the Past President

The Past President will assist the Executive Board in any manner to assure a smooth transition of a new Executive Board and shall continue his or her assistance through the year as requested.

ARTICLE VII

Section 1. Appointment of Committees

The President shall appoint such committees as he or 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 upon by a majority of the membership of the committee. In addition to the authority granted above, certain standing committees, as set forth, shall be appointed annually by the Executive Board.

Section 2. Activities Committee

The Activities Committee shall consist of the Activities Committee Chairperson and any other Club members. It shall arrange for meeting places and for such social functions that are scheduled by the Club. This committee shall set up the year's calendar of activities, secure persons to chair such activities, and render any assistance possible to persons working on the activities. Safety will be stressed in all activities.

Section 3. Auditing Committee

The Auditing Committee shall consist of a chairman and one (1) other Club Member who shall audit the financial records and books at the end of the fiscal year. They shall report their findings to the membership the following month. The committee shall be appointed by the Executive Board. No member of the Auditing Committee shall be a member of the Executive Board.

Section 4. Competition Committee

The Competition Committee will consist of a Chairperson, an Autocross Chairperson, and a Concours Chairperson whose duties will be to promote and report events of interest to the general membership.

Section 5. Parade and Homecoming Committee

The Parade and Homecoming Committee shall coordinate the participation of members as needed.

Section 6. Website Committee

The website committee shall consist of a webmaster and additional committee members who are responsible to maintain, update, and improve the website.

ARTICLE VIII

Section 1. Books and Records

The corporation shall keep an original or duplicate record of the proceedings of the members and Directors, the original or a copy of its By-Laws, including all amendments thereto to date, certified by the Secretary of the Corporation, and an original or duplicate membership roster, giving the names of the members, and showing their respective addresses and the class and other details of the membership each. The corporation shall also keep appropriate, complete and accurate books or records of account.

Section 2. Access to Records

Every Member shall, upon written demand under oath stating the purpose thereof, have a right to examine, in person or by agent or attorney, during the usual hours for business for any proper purpose, the membership roster, books and records of account, and records of proceedings of the members and Directors, and to make copies or extracts therefrom. A proper purpose shall mean purpose reasonably related to the interest of such person as a member. In every instance where an attorney or other agent shall be the person who seeks the right to inspection, the demand under oath shall be accompanied by a power of attorney or such other writing which authorizes the attorney or other agent to so act on behalf of the member. The demand under oath shall be directed to the Corporation at its registered office in this Commonwealth or at its principle place of business wherever situated.

ARTICLE IX

Section 1. Membership Certificate

Membership in the Corporation may be evidenced by Certificates of Membership or a Club-issued Membership Card, in which case they shall be in such form and style as the Executive Board may determine and shall bear the corporate seal or other identifying marks.

ARTICLE X

Section 1. Transaction of Business

The Corporation shall make no purchase of real property in excess of the dollar amount stated in Standing Rules and Procedures, or sell, mortgage, lease away or otherwise dispose of its real property, unless authorized by a majority vote of the Members at a General Membership meeting.

Section 2. Incidental Profits

Whenever the lawful activities of the Corporation involved among other things the charging of fees or prices for its services or products, it shall have the right to receive such income and, in doing so, may make an incidental profit. All such incidental profits shall be applied to the maintenance and operation of the lawful activities of the corporation, and in no case shall be divided or distributed in any manner whatsoever among the Members, Directors, or Officers of the corporation.

Section 3. Signing of Checks

All checks or demands for money and notes of the corporation shall be signed by such Officer or Officers as the Executive Board may from time to time designate.

ARTICLE XI

Section 1. Annual Report

The Executive Board shall present annually to the members a report, verified by the President and the Treasurer or by a majority of the Officers, showing in appropriate detail the following:

- a. The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year immediately preceding the date of the report.
- b. The principle changes in assets and liabilities including trust funds during the year immediately preceding the date of the report.
- c. The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation.
- d. The expenses or disbursements of the corporation, for both general and restricted purposes, during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation.
- e. The number of Members of the corporation as of the date of the report, together with a statement of increases or decreases in such number during the year immediately preceding the date of the report, and a statement of the place where the names and addresses of the current Members may be found. This report shall be filed with the minutes of the meeting of the Members.

ARTICLE XII

Section 1. Notices

Whenever written notice is required to be given to any Member, it may be given to such Member, either personally or by sending a copy thereof by first class mail, postage prepaid, or by email or fax, to his or her address appearing on the books of the corporation, or, in the case of the Directors, supplied by him or her to the corporation for the purpose of notice. If the notice is sent by mail, it shall be deemed to have been given to the Member entitled thereto when deposited in the United States mail to such Member. If an email or fax is sent, a hard copy of such notice will be placed in the records of the corporation. A notice of meeting shall specify the place, day and hour of the meeting and any other information required by statute of these By-Laws. When a special meeting is adjourned it shall not be necessary to give any notice of the adjourned meeting or of the business to be transacted at an adjourned meeting, other than by announcement at a meeting at which the adjournment is taken.

Section 2. Waiver of Notice

Whenever any written notice is required to be given under the provisions of the statute or the Articles or By-Laws of this corporation, a waiver thereof in writing, signed by the Member or Members entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Except as otherwise required by the statute, neither the business to be transacted at nor the purpose of a meeting need be specified in the waiver of notice of such meeting. In the case of a special meeting of Members such waiver of notice shall specify the general nature of the business to be transacted. Attendance of the Member at any meeting shall constitute a waiver of notice of such meeting, except where a Member attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE XIII

Section 1. Fiscal Year

The fiscal year of the Corporation shall begin on the first day of the calendar year and end on December 31st of that year.

Section 2. Amendments

These By-Laws may be amended by a two-thirds (2/3) vote of all Members present at a special meeting. Proposals for amendments shall be submitted in writing at any regular meeting, shall be read to the Members, and then may not be voted upon until the next special meeting. If a Member has a good reason for not being present at a special meeting, this Member may submit their vote in writing to the Club Secretary prior to the special meeting.

Section 3. Personal Liability

All persons or corporations extending credit to, contracting with, or having any claim against the Corporation or the Officers shall look only to funds and property of the Corporation for payment or any other money that may otherwise become due or payable to them from the Corporation or the Officers, so that neither the Members of the Corporation, or the Officers present or future, shall be personally liable.

Section 4. Disbursements and Collections

All expenditures must be supported by a legitimate itemized bill, invoice, or receipt.

ARTICLE XIV

Section 1. Standing Rules and Procedures

- a. Standing Rules and Procedures may be amended by a majority vote of the general membership present at a General Membership meeting. Proposals for amendments shall be read to the Members present and then may not be voted upon until the next General Membership meeting.
- b. All amendments to the Standing Rules and Procedures must be published in the club newsletter before being voted upon at the next regular monthly meeting.
- c. If the Standing Rules and Procedures are amended in conjunction with a general update of the Club's By Laws, then the provisions of ARTICLE IV, Section 3 and ARTICLE XIII, Section 2 shall govern the approval and adoption of the amended Standing Rules and Procedures.

STANDING RULES and PROCEDURES

Organizational Designations

1. The Club's current sponsor is Faulkner Chevrolet of Lancaster.
2. The Club's current Charity is Clare House of Lancaster.
3. The Club's current accounting firm is Trout, Ebersole, and Groff.

General Operation

1. A percentage of the Club's proceeds to be determined annually will be donated to the Club's designated charities. The amount of each donation will be determined by the Executive Board and approved by the General Membership. The current minimum total donation shall be 25% of Event Net Proceeds.
2. The Governor will file annually a statement of new Officers of the Corporation.
3. The Club will rent timing equipment to other clubs only if a LCCC Member operates it. A fee, determined by the Executive Board, will be charged for rental of equipment and for the operator.
4. LCCC will drive their Corvettes for local school homecomings and parades for a donation as determined annually by the Executive Board. The current minimum donation is \$10.00 per car carrying an individual.
5. The Club will obtain additional insurance to insure workers, participants, and observers in high speed events or drags.
6. Club-sponsored social activities will not be scheduled with dates and times that conflict with NCCC-sanctioned events conducted by LCCC. Social events that are scheduled to begin after the expected conclusion of the sanctioned event are permissible.

Membership

1. All new Members will receive access to the By-Laws and Standing Rules and Procedures via the Club website.
2. Any participant, worker, or spectator in any type of event authorized by the Club will sign an insurance release and waiver of liability, assumption of risk and indemnity agreement before being allowed to participate, work or be a spectator in said event. This includes sanctioned events, social events, cruises, parades and homecomings, and any other event or activity conducted under the Club's direction.
3. Each year the Executive Board shall establish a schedule of annual dues for the upcoming year, which may also contain any inclusions, considerations or requirements as they deem appropriate, as long as they do not violate existing By-Laws or Standing Rules. If the proposed dues schedule includes any changes from the previous year, it must be communicated and presented to the membership a minimum of one (1) month prior to the period for annual renewal.

Awards

1. Each year the Executive Board may recognize individual Members for their contributions to the Club. Categories of recognition may include: outstanding support of Club activities; exceptional support of civic and charitable activities; most active new member, and any other categories as the Executive Board may determine. The Executive Board shall establish the nomination and selection process, value of awards, and number of recipients.

Financial Accountability

1. The Executive Board may authorize expenditures up to \$750.00 without the approval of the General Membership.
2. Unauthorized expenditures in excess of \$200.00 submitted to the Treasurer must have two signatures (Treasurer and one other Executive Board member) before reimbursement can be issued.

3. Any chairperson for an event requiring a significant expense or potential financial exposure for the Club in excess of \$250.00 will submit a proposed budget to the Executive Board for approval a minimum of 60 days prior to the scheduled event, or in a time frame sufficient to enable the Executive Board's review and approval so that trophies may be purchased for the event.
4. Any Member using their personal vehicle to conduct Club business and travels more than 25 miles in one direction will be reimbursed for gas (no mileage). Gas receipts in a reasonable amount must be submitted to the Executive Board for payment.

Advertising and Promotion

1. Advertising is permitted in the Club newsletter. Members may submit personal Corvette-related items for sale at no charge. Each year the Executive Board will approve a fee schedule for commercial advertising which shall be made available to members and interested third parties. All advertisements of a questionable nature, or which potentially conflict with the products and/or services of the Club's sponsor(s), must be approved by a majority vote of the Executive Board.
2. Information promoting non-NCCC events may be included in the newsletter and communicated to the membership via email or at General Membership meetings, as long as they do not conflict with a scheduled LCCC or local NCCC sanctioned event.