

Top Of The Rockies Corvette Association, Inc.

BYLAWS

Article I

Section 1 Name

The name of the Association shall be Top of the Rockies Corvette Association, Inc. hereinafter referred to as “the club”.

Section 2 Purpose

The general purposes of the club shall be to encourage planned trips, events and social events, for members of the Corvette owners club; to provide and regulate events; service projects exhibitions for Corvette owners; and to encourage careful and skillful driving on public roads.

Article II

Section 1 Members

Membership in the club shall be restricted to owners of Corvette automobiles. A grace period until the end of the current calendar year may be granted. Any extension or special cases will be reviewed and decided upon by the board. To become a member one must attend one business meeting, at which time, their request to join the club will be granted, upon receipt of a completed application and payment of current year’s dues. Mandatory membership in the National Council of Corvette Clubs, Inc. (NCCC) is required of all members.

Section 2 Dues

Annual dues for new and renewing members shall be established at each September meeting and will include club dues as well as current NCCC and RMR dues. New members may join at any time and will pay the current established rate (no proration for partial-year memberships). Renewals shall be due by November 1st each year and will cover membership through the upcoming calendar year. Rates will be specified for singles and couples (primary member plus spouse/companion as defined by NCCC). Unpaid memberships will lapse at the beginning of the calendar year.

Section 3 Expulsion

Any member may be expelled for infraction(s) of the club rules or other causes not being in the best interest or purposes of the club. All expulsion notices will be reviewed by the Board of Directors and voted on by the majority of the active members. However, before such action is taken, the member will be notified and have an opportunity to submit in writing, or in person, their position on any charges.

Article III

Election of officers will be held annually during the November meeting each calendar year.

Section 1 Monthly Meetings

Regular monthly meetings shall be held the first Wednesday of each month, unless otherwise designated by a vote of the Board of Directors.

Section 2 Special Meetings

Special meetings may be called by the President, Board of Directors, or by one-third of the membership, provided due notice is given to all members and the purpose of the meeting is specified. Special meeting notices must be sent by mail or e-mail to each club member a minimum of thirty (30) days prior to such meeting.

Section 3 Voting

All voting actions will be by a majority of those present voting. Each member is entitled to one vote. Voting by proxy or absentee ballot will be allowed and must be in writing. Election of officers shall be by secret ballot.

Article IV

TORCA shall be governed by this set of By-Laws. Amendment of these By-Laws must be approved by two-thirds of the active members.

Section 1 Officers

The officers of the club will be elected at the November meeting in an open election. The officers to be elected are: President, Vice President, Secretary, Treasurer, NCCC Governor and two members of the Board of Directors. The Board of Directors members will be elected for two year terms, one to be elected each year so terms overlap. These officers shall constitute the TORCA Board of Directors. In the event that any of the officers resign or become unable to hold office before the end of their term; the club shall elect a member to fill the vacancy for the remainder of the term. This shall take place at the first monthly meeting after officer notification is received.

Article V

Section 1 Duties of President

The president will act as Chairman of the Board of Directors and as Chief Executive and shall perform all duties as are properly required of this office which will include but not be limited to presiding over meetings, appointing committees, and signing checks in the Treasurer's absence.

Section 2 Duties of Vice President

The Vice President, in the absence, resignation, or inability of the President to act; shall assume the duties of that office. The Vice President will serve as Activities Chairperson for all club activities and will coordinate with the NCCC Governor for regional activities and NCCC sanctioned events sponsored by the club.

Section 3 Duties of Secretary

The Secretary shall have charge of all club papers, records, reports, notifications, and

perform such duties as are required by this office, including taking and reporting the minutes of the monthly meetings.

Section 4 Duties of Treasurer

The Treasurer shall be in charge of all funds of the club and will conduct all banking business. All checks shall be signed by the Treasurer (or the President, in the Treasurer's absence) and one other officer. The Treasurer's records must be available to the general membership upon request.

Sections 5 Duties of NCCC Governor

The Governor's duties are based on the standards set by NCCC and are fully explained in the NCCC membership handbook, Article 1.11.

Article VI

Section 1 Personal Liability

All persons, corporations, partnerships, groups, or associations extending credit to, contracting with, or having any claim against the club or the officers thereof, shall look only to the funds and property of the club for the payment of any judgment, contract, claim, debt, or decree, or any other monies that otherwise become due or payable to them from the club or its officers unless specifically otherwise provided by the law, the officers shall not in any manner be personally liable therefore.

Article VII

Section 1 Elections

Any member may be nominated for one office. Officers shall be elected in the following order: President, Vice President, Secretary, Treasurer, NCCC Governor and Board of Directors.

Standing Rules Introduction

The purpose of these rules is for clarification of issues related directly to the club; but which do not necessarily need to be in the legal By-laws. These can be changed and updated as the need arises, without legalities, by passing vote of a majority of members present at a monthly business meeting.

Club Sponsored Events

No member or officer of the club shall commit the club to any event prior to approval by a majority of members present at a monthly business meeting. Upon approval for the event, a volunteer chairperson will be selected. This person will call for volunteers to serve on the event committee. At the conclusion of each event, a record of the event must be given to the Club Secretary to be filed in the permanent club records. Sanctioned events must follow NCCC guidelines. The Secretary or designee upon request will provide mailing labels to the

event Chairperson. Any event committee NOT meeting its deadlines must resubmit an event request to the Board for approval to reschedule. If the Chairperson does not meet the second schedule, the event will be canceled.

Expenses

No agreement shall be established to commit the club to any major expenditure of funds prior to the review of the preliminary budget for the expenditure. Expenditure shall be granted after approval of the Board of Directors and a majority of club members present at the monthly business meeting. A major expense is defined as exceeding the amount of \$75. The Chairperson of any club event shall be required to submit an itemized report of all income and expenditures, including receipts to the Treasurer within 14 days of incurring expense or culmination of club activity.

Officers Performance Requirements

All elected officers must uphold all duties of their office. However, if the majority of the Board of Directors feels that an officer is not upholding his/her office correctly, the issue will be discussed at the next board meeting. The offending officer shall then have a 30-day grace period to correct their performance, or resign. If at the end of 30 days, the officer does not agree with the board's decision, he/she may ask that it be voted on before the general membership attending the monthly business meeting. This vote will then be the final decision.

-Updated May 2010