

Article I

Section I – Name

The name of the club shall be the Texas Corvette Association (T.C.A.)

Section II – Purpose

The primary purpose of the Club shall be the promotion of Corvette enthusiasm, planned road trips (tours), social gatherings, support of local charities, and promotion of driving safety on the public highways.

Section III – Club Colors

The Club colors shall be RED, WHITE, and BLUE.

Article II

Section I – Membership

Membership in the Club shall be limited to Corvette owners and enthusiasts.

Section II – Classes of Membership

Active Couple: Any two people having paid annual dues as required for two voting members who may participate in all activities of the Club and stand for office in the elections of the Club.

Active Individual: Any person having paid annual dues as required is entitled to a single vote and may participate in all activities of the Club and stand for office in the elections of the Club.

Associate: Any individual who is rarely able to attend meetings and functions, or any individual the Board of Directors deems appropriate. This type of member will have neither the right to vote nor the ability to hold office in the Club. Annual dues will be \$10.00 less than an Active Individual Member. Sponsor: Any member or organization which donates to the Club monies or services in kind in an amount in excess of \$1,000 in a calendar year may (shall) be offered a sponsoring membership by the Board of Directors. Their generous contribution to the Club's general fund (to our charities) shall be recognized by a suitable statement in the publications of the Club.

Honorary: Recognizes past officers of the Club or outstanding service to the Club.

Inter-club: Membership offered to clubs throughout the world to recognize service to the classic car restorer and driver.

Section III – Club Identity

All members are encouraged to acquire a Texas Corvette Association shirt and jacket with logo to maintain Club spirit.

Section IV - Payment of Dues

Membership dues shall be due each year on June 1. New members shall be assessed a pro rata portion of the first year's dues based upon the following formula: Fees for new members shall be as follows. When joining from:

- | | |
|------------------------|----------------------------------|
| -- June 1 to August 30 | shall pay 100% of annual dues |
| -- Sep 1 to Nov 30 | shall pay 75% of the annual dues |
| -- Dec 1 to Feb 27 | shall pay 50% of the annual dues |
| -- Mar 1 to May 31 | shall pay 25% of the annual dues |

All dues for subsequent years are required within thirty (30) days of June 1. Any active member who does not pay their dues within thirty (30) days of the due date will automatically be suspended and will not be reinstated until full payment has been received. Any active member who wishes to resign from the Club will be reimbursed a portion of their dues at the rate of \$1.00 a month provided all indebtedness to the Club has been paid.

Section V – Privileges

Active members are entitled to all Club privileges. Associate members shall not have the right to vote or hold office.

Section VI – Member Acceptance or Expulsion

Any candidate for membership can be denied acceptance or any member can be suspended by a majority vote of the Club after a majority of the officers determines the action is warranted as a result of discredit to the club or its members.

Section VII – Resignation

Any Active member may resign by directing a letter of resignation to the secretary. Resignation shall be effective upon receipt.

Article III

Section I – Nomination of Officers (Annual Nomination Meeting)

The nominations committee shall consist of the President, the Immediate Past President and the Vice President of the Club and three (3) Officers-at-Large whose names are drawn randomly and who have previously agreed to serve on the Committee. Any member may recommend any other member for office or may volunteer to serve as an officer by submitting same in writing to the Nominations Committee prior to the October membership meeting. The Committee will ensure that there are at least two (2) candidates for each office except in the case of the Officers-at-Large where there may be only the requisite number of Officers-at-Large. It shall be the responsibility of the Secretary of the Club to distribute ballots to all members eligible to vote prior to the December general membership meeting. Election of Officers shall occur at the general membership meeting in December. (The annual nomination meeting shall be held in November for the purpose of selecting nominees for office. Elections of officers will be held at the next regular meeting in December.)

Section II – Monthly Meetings

Regular monthly meetings will convene on the first Tuesday of each month at 7:30PM.

Section III – Board of Directors

The Board of Directors will convene once during each quarter at the call of the President. These meetings shall be held at the location of a sponsor if possible.

Section IV – Special Meetings

Special meetings of the members shall be called by the President or by a majority of the Officers.

Section V – Voting

The members in good standing shall vote for one candidate of their choice for each position except the Officers-at-Large. To the extent that there are more Officers-at-Large nominated than positions available, the members may vote only for the requisite number of Officers-at-Large. In addition, the members shall vote for four (4) Officers-at-Large to serve as voting members of the Board of Directors.

The Board of Directors shall call for a vote, by all eligible members, for any changes to the club's identity, which includes changes to the name, purpose, colors or logo of the club. Changes to will only be adopted if a majority of the submitted votes concur with the change; or if given options, the option with the highest number of votes submitted. [amendment approved January 5, 2016]

All votes will be counted, based upon one vote per individual active member and two votes for each active couples' membership.

Section VI – Absentee Balloting

Absentee balloting towards the election of Officers is permitted by written vote mailed to the Secretary of the Texas Corvette Association to arrive prior to the December meeting

Article IV

Section I – Officers

Elected officers shall consist of: President, Vice-President, Secretary, Treasurer, and ten Officers-at-Large, four of whom shall be members of the Board of Directors.

Section II – Board of Directors

The Board of Directors shall consist of nine voting members and two non-voting members: the President, the Vice President, the Secretary, the Treasurer, the immediate Past President, and four (4) Officers-at-Large elected by the membership shall participate in any vote. The Membership Coordinator and the Activities Chairperson serve on the board at the pleasure of the President and shall not participate in any vote.

Article V

Section I- Duties of the Board of Directors

The Board of Directors shall prepare a budget of all of the operating expenses of the Club prior to the June membership meeting. The Board of Directors shall meet quarterly per Article III, Section III.

Section II – Duties of Officers

President: The President shall preside at all meetings of the members and of the Board of Directors and shall perform all the duties pertaining to this office. The President may call special meetings of members under the provisions of Article III. The President shall be the Executive of the Club. The President shall continue as a member of the Board of Directors for one (1) year after completion of their term.

Vice President: In the absence of the President or in the case of the death, resignation or inability to act of the President, the duties pertaining to that office shall be performed by the Vice President. The Vice President will perform the duties of the Treasurer in the absence of the Treasurer.

Secretary: The Secretary shall attend all meetings of the members and the Board of Directors and shall record all minutes in a book kept for this purpose. The Secretary shall give all notices of meetings required by law or these by-laws and shall perform all duties incident to this office, required by law or by a majority vote of the Board of Directors. The Secretary shall have custody of the Club's records. In the absence of the Secretary from any of the said meetings, a Secretary pro tempore shall be chosen by the presiding officer.

Treasurer: The Treasurer shall, subject to such conditions and restrictions as may be made by the Board of Directors, have custody of all monies of the Club and shall deposit same in the Club account. The Treasurer shall make all payments of Club debts upon approval of the Board of Directors. All contracts, checks, drafts, notes, or other orders for payment of money shall be signed in the name of the Club by any two of the following officers: President, Vice President, and Treasurer. No obligation, debt, nor other liability shall be incurred by the Treasurer without the specific approval of the Board of Directors. The Treasurer shall give a report on the financial status of the Club at the Board of Directors meetings and the monthly membership meetings.

Officers-at-Large: The Officers-at-Large shall be responsible for notifying members assigned under his/her jurisdiction as to the follow-up on Club events. The Officers-at-Large shall also represent the members of the Club to air any grievances and issues at the Board of Directors meetings.

Article VI

Section I – Appointments and Standing Committees

The President shall appoint individuals to the following positions: (the Chairman of the following standing committees.)

- ◆ *Membership Coordinator*
- ◆ *Newsletter Publisher & Editor*
- ◆ *Activities Chairperson*
- ◆ *Fundraising Chairperson*
- ◆ *Haberdashery Manager*
- ◆ *Webmaster*

Section II – Appointment of Other Committees

The President shall appoint such other committee chairpersons as the President finds desirable from time to time and shall outline the duties and responsibilities of such committees.

Chairpersons may select committee members as needed or appropriate. All reports or action taken by a committee must be voted on by a majority of the entire committee. Committees shall be appointed annually by the President.

Section III – Activities

The activities of the Club shall consist of planned road trips, social gatherings, and charitable events for the active and associate members as planned by the Activities Chairperson and their appointed Committee members.

Article VII

Section I – Club Liability

All persons or corporations extending credit to, contracting with, or having claim against the Texas Corvette Association or its Board of Directors, shall look only to the funds and property of the Club for payment of any such contract or claims for payment of any debt, damage, judgment or decree or any other money that may otherwise become due and payable to them. The members of the Club, past, present and future shall not be liable personally therefore.

Article VIII

Section I – Amendments to the By-Laws

The Board of Directors of the Club, or any ten (10) active members in good standing, may propose an amendment to the By-Laws. If two-thirds of the members present and who are qualified to vote, vote in favor of the proposal at a regularly scheduled general membership meeting, the proposed amendment shall be thereby be approved and adopt.

Article IX

Section I- Eligibility

Eligibility to enter a Corvette in any limited space car display or show will be determined by the car show committee for that event.

Article X

Section I – Alcoholic Beverages:

Alcoholic beverages are not supplied nor encouraged by the Club. Consumption of alcoholic beverages is the personal responsibility of each individual member.

Article XI

Section I – Asset Distribution upon Dissolution of the Club

Upon dissolution of the Texas Corvette Association, and after all debts are paid, cash, merchandise and any other items belonging to the club will be donated to 501(c)(3) charities as determined by the Board Members and Membership.