

**CIRCLE CITY CORVAIRS
BY-LAWS**

Article I: Name and Purpose

A. Name

The name of the organization shall be Circle City Corvairs, abbreviated CCC. It is an Indiana non-profit corporation.

B. Purpose

1. The purpose of the Club shall be:

- a. To promote the admiration, care, ownership and maintenance of the Corvair vehicle in any form.
- b. To inform and educate future generations of the history of the Chevrolet Corvair.
- c. To provide a forum for the exchange of information, ideas and expertise on Corvairs and their operation and preservation.
- d. To unite Corvair owners and admirers in restoring and maintaining their vehicles in a manner that will promote admiration and respect within the community.
- e. To provide a spirit of good fellowship and a friendly social environment in which to enjoy activities related to and using Corvairs.
- f. To promote safe and responsible driving of Corvairs.

C. Affiliation

1. CCC is a chapter of CORSA, the Corvair Society of America.

Article II: Membership

A. Eligibility

1. Membership shall be open to all persons and families interested in Corvairs.
2. Ownership of a Corvair is not required.

3. In the event of a Member conducting themselves in a manner that is detrimental to the club the Board of Directors will follow CORSA Guidelines to determine if the Member should be expelled from the club.

B. Categories of Membership

1. Basic Membership

- a. Application for Basic Membership shall be submitted in writing along with a Dues payment for that year. When the application is received all members of the applicant's household shall become Basic members.
 - i. A minor¹ may become a Basic Member by submitting a written application along with written approval of their parent and/or guardian and a Dues payment for that year.²
- b. Once the application is received each new and/or renewing member will be issued a Membership Card.
- c. Dues shall be the same for Individual and/or Household Memberships.

2. Honorary Membership

- a. Upon approval by a majority vote of the Board, any person or family may be made an honorary member(s).
- b. Honorary members are not required to pay dues.
- c. Honorary members will not hold office nor have voting privileges, but will have all other benefits of Club membership.

C. Dues

1. Dues shall be paid yearly, becoming due on January 1st and are delinquent after January 31st.
2. Membership shall lapse for any member whose dues are three months in arrears. Such members will be reinstated upon payment of the dues owed.
3. Changes in the amount charged for Dues shall be proposed by the Board of Directors, and then presented to the membership via email or regular mail.

¹ A "MINOR" is a child under the age of 18 years.

² This allows Minors who have an interest in Corvairs to join the Club, even though their parents or guardians are not Club members.

4. All changes must then be approved by a majority vote of the regular members present at the next regular monthly meeting.

D. Privileges

1. All basic members shall have full voting rights.
2. All basic members shall be eligible for any elected office.
 - a. Basic Members who are minors are not allowed to hold any elected office that requires an adult signature for contracts or banking.
3. All members shall receive the CCC newsletter, *Valve Clatter*, to keep them informed of the club activities, future plans, nearby automotive events and other items of general club interest.
4. All members and their families shall be invited to participate in regular club meetings and activities.

Article III: Officers and Board of Directors

A. Responsibilities

1. Management, administration and policy making of CCC are hereby vested in the officers and the Board of Directors, subject only to these By-Laws and Indiana Law.

B. Executive Officers

1. The officers of CCC shall be the President, Vice President, Secretary, Treasurer, Newsletter Editor and Activities Coordinator. The President shall also serve as Chairman of the Board of Directors.

C. Composition of the Board of Directors

1. The Board of Directors shall consist of nine elected regular members and the Immediate Past President³. Of the nine elected directors, six shall be the Executive Officers and three shall be Directors-at-Large.

³ The term "Immediate Past President" refers to the person who served as elected President in the year(s) before the current President. Example: Jack had been President in 2015. Bob was President in 2016. Tom was elected President for 2017. Bob is the "Immediate Past President" and may be on the Board. Jack no longer qualifies as a Director unless he was elected to the Board by the membership in a current election.

D. Meetings

1. The Board of Directors shall meet as often as deemed necessary, but in no event less than twice a year.
2. The President of CCC shall conduct the meetings of the Board of Directors.

E. Voting by the Board of Directors

1. A quorum shall consist of more than half of the elected Directors, e.g., with nine elected Directors, four Directors must be present in addition to the President to conduct business.
2. The Immediate Past President may vote if present at that meeting.
3. Elected Directors may contact the President prior to a meeting to have their proxy vote counted.
4. A majority vote is required.
 1. Tie votes will be decided by the President or presiding officer.
5. To conduct business without a meeting the President may poll the elected Directors by telephone or email. All elected Directors must be notified and a majority vote of those Directors is required.

F. Board of Directors Absence

1. If an elected Officer has multiple consecutive absences the President will contact that Officer to determine whether they wish to remain an active Board Member.
2. The President will then bring the details of the conversation to the next Board meeting to consider whether to declare that position vacant.
3. Attendance at Board meetings may be waived by a majority vote of the Board based on individual circumstances.

Article IV: Election of Officers

- A. The six Executive Officers and three Directors-at-Large shall be elected in November of each year at the regular CCC business meeting.
 1. One or more Basic Adult Members in good standing shall be appointed by the President to a Nominating Committee at midyear.
 2. This committee shall seek out nominees for the elected offices for the following year.

B. The term of office for the elected Officers and Directors-at-Large shall be from January 1 to December 31 of each year.

1. If a vacancy occurs among the Executive Officers or Directors-at-Large, the President, with the approval of the Board, shall appoint a successor to fill the vacancy for the remainder of the year. This shall not be regarded as an election.

C. The elected Officers may succeed themselves in the same or a different office.

D. No person may hold more than one elected office at a time.

E. Candidates for Office.

1. Any basic member may request nomination for any office by informing a member of the Nominating Committee.
2. Any basic member may volunteer for appointed committee positions by contacting the President prior to the official announcement of that appointment.

F. Officer Succession.⁴

1. If the President is unable to serve the Vice-President will take over as President for the remainder of that term.
2. If the Vice-President is unable or unwilling to serve as President the Immediate Past President will be asked to assume the job of President for the remainder of that term.
3. If none of these people are able or willing to take those positions then the Board will elect an Interim President to serve out the remainder of the term.
4. If any other Officer is unable to serve out their term the Board, at their discretion, may elect an Interim Officer to fill the remainder of that term.

Article V. Duties of Officers

⁴ In the event that any Elected Officer cannot serve their full term this provides an organized method of replacing a vacant Officer slot.

A. The annually elected officers of CCC shall perform these functions:

1. President

- a. Preside at all regular and special CCC meetings.
- b. Preside at Board of Directors meetings.
- c. Represent CCC to the public.
- d. Appoint all non-elected positions and committee Chairs with the approval of the Board of Directors.

2. Vice President

- a. Substitute for the President when appropriate.
- b. Assume such duties as may be necessary in the absence of the President.
- c. Attend Board meetings.

3. Secretary

- a. Keep Minutes of all regular CCC and Board of Directors meetings.
- b. Read, publish or distribute the Minutes of the prior meeting at all regular CCC meetings.
- c. Send cards and flowers with the following guidelines:
 - 1. Cards shall be sent to club members and their spouses for hospital stays.
 - 2. Cards shall also be sent to club members and their spouses in the event of a death in their family.
 - 3. Flowers shall be sent for the death of a club member, spouse or child.
 - 4. The amount for Flowers shall not exceed \$150.00.

5. If it is known that the recipient wishes to have a donation

made to a charity in memory of the deceased in lieu of flowers, the club may send a check to that charity, not exceeding the dollar limit for flowers.

d. Attend Board Meetings.

4. Treasurer

a. Present a Treasurer's report at each regular CCC meeting.

b. Keep appropriate financial records for the club.

c. Collect and disperse funds at the direction of the Board of Directors according to the specific guidelines in Article VII.

d. Collect membership dues and inform the newsletter Editor of members in arrears.

e. Maintain a current membership roster to be published at least once a year.

f. Attend Board meetings.

5. Newsletter Editor

a. Publish the club newsletter, *The Valve Clatter*, monthly before each meeting.

b. Attend Board meetings.

6. Activities Coordinator

a. Plan and coordinate activities after each monthly meeting.

b. Recommend and coordinate club trips as approved by the Board.

c. Attend Board meetings.

7. The Immediate Past President

1. Assume the duties of the executive officers when appropriate if the Directors-at-Large are unable to do so.
 2. Will serve as a resource person for elected officers in planning club activities, procedures, etc.
 3. Attend Board meetings.
8. Directors-at-Large
- a. Assume the duties of the executive officers when appropriate.
 - b. Serve in such capacities as the President may direct (e.g., standing committees, special committees, special assignments, etc.).
 - c. Attend Board meetings.

Article VI: Standing Committees

A. CCC shall have four standing committees with Chairs appointed yearly by the President with the approval of the Board of Directors. These committees shall be as follows:

1. Librarian/Historian
2. Hoosier Corvair Classic Show
3. Technical Advisor(s)
4. Web Master(s)

B. Committee Chairs shall hold office from January 1 to December 31 of each year. They may succeed themselves indefinitely at the discretion of the President and the Board of Directors.

C. Each Chair will have available a discretionary amount of money as needed and established by the Board of Directors.

1. The Chair may use such funds as are necessary in the performance of the duties of their office.
2. All Chairs shall report their expenditures to the Treasurer in a timely manner to receive reimbursement and to aid in appropriate budgeting throughout the year.

D. Larger sums of money than those established in C above may be spent by the

committee Chair with the approval of the Board of Directors.

- E. Each Chair shall have the responsibility for the committee's particular area of activity and will be encouraged to seek assistance from the membership when needed.

Article VII: Club Finances

A. Approved Signatures

- 1. All contracts, checks, and money orders for the payment, receipt or deposit of money and access to the securities of the organization shall be handled as provided by the resolution of the Executive Committee.
 - a. A minimum of two signatures including the President's shall be required on all bank and/or investment accounts owned by the club.

B. Depositories

- 1. All funds of the organization shall be deposited to the credit of the organization under such conditions and in such banks as shall be designated by the Board of Directors.

C. Monetary Transactions

- 1. All monetary transactions of the Club shall require a paper trail.
- 2. In addition, it is assumed that all expenditures will be for the good of the entire Club.
- 3. Any requests for payouts that will affect only a portion of the Club must be approved by the Board of Directors.

D. Major Expenditures

- 1. With a majority vote of the Board of Directors, the Treasurer shall be authorized to allocate any money over \$500. This amount shall in no event exceed one-half of the CCC treasury.

E. Incidental and Regular Expenditures

- 1. For funds needed by the committee chairs, etc., for routine club expenses, the Treasurer shall be authorized to allocate up to the limit of \$500 without Board approval.

- F. The books will be audited prior to a change in the Office of Treasurer.

Article VIII: Meetings

- A. Regular business meetings shall be held at least 10 times a year at regular intervals.
- B. If the date, time or place of a meeting is changed, it will be the responsibility of the President to see that the members are notified.
- C. Club business may be put to a vote at any meeting. A majority vote shall carry any motion.

Article IX: Amendments

- A. These By-Laws may be amended as follows:
 - 1. The proposed amendment(s) must be submitted in writing to the Board of Directors for consideration.
 - 2. If approved by the Board of Directors the proposed amendment(s) will be presented to the membership via regular mail or email.
 - 3. The amendment(s) may then be adopted by a 2/3 vote of the Basic Members attending the next monthly meeting.
- B. Upon adoption the amendment(s) shall be incorporated into the official By-Laws by the Secretary. Copies of the revised By-Laws shall be distributed only to members of the Board of Directors if the changes are minor, or to the entire membership if the changes are major.

By-laws revisions and updates: (6/04) (4/20/12) (3/6/2018) (3/6/2020)