

Air Capital Corvette Club

Constitution

Article I – General

Section 1 – Name

The name of this organization shall be “Air Capital Corvette Club, Inc.” (ACCC or the Club).

Section 2 – Purpose

The purpose of this organization shall be to promote and enjoy the Corvette automobile through the encouragement and sponsorship of trips, social gatherings and motor sports events involving owners and drivers of Corvettes. To further advance these goals, the Club shall sponsor and encourage the exchange of information relating to Corvettes as well as safe and skillful driving on public highways.

Section 3 – Incorporation

This organization shall be incorporated as a nonprofit organization under the laws of the State of Kansas. Should this incorporation be denied for any reason, this constitution shall be null and void and this organization shall cease to exist.

Section 4 – Affiliation

The ACCC may affiliate with any National and/or Regional Corvette organization with the approval of two-thirds majority of a quorum at a general meeting. Notice of such a proposal and the date of the general meeting where the voting will take place shall be published at least one week in advance of this general meeting.

Section 5 – Fiscal Year

The fiscal year shall be January 1 to December 31, inclusive.

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Article II – Membership

Section 1 – Regular Membership

Application for regular membership in the ACCC may be made by any person upon fulfilling the following requirements:

- a. Presentation to the Club or its duly elected Officers of sufficient funds to cover the period of membership as established in Article II, Section 6, and a completed application form.
- b. Possession of a valid driver's license and be of at least 18 years of age. Upon proof of the above stated requirements to the Officer in charge of membership, the application for membership shall be approved. Regular membership shall entitle the member to one vote on each matter of Club business. Absentee ballots will be provided upon request. In addition, the member shall be entitled to hold office (either elected or appointed) and participate in all Club activities. The Regular membership shall be considered valid for the fiscal year, except as noted in Article II, Section 5. The regular membership includes membership for the applicant and a spouse with membership privileges and responsibilities extended to both.

Section 2 – Honorary Membership

Any person making a valuable contribution to the goals of the ACCC shall be eligible for honorary membership for the current fiscal year. This membership must be approved by a simple majority of a quorum at a regularly scheduled meeting. An honorary member may not vote or hold office.

Section 3 – Resignation or Expulsion

Any member may present a written resignation to the Club or its duly elected Officers. This resignation is effective upon receipt, providing all indebtedness to the Club is resolved. Any monies paid by the member to cover periods of time or events subsequent to that resignation shall be forfeited.

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A member will be considered automatically resigned if the dues established by Article II, Section 6 are unpaid.

Any member may be expelled by a two-thirds vote of the duly elected Executive Board based on the following:

- a. Infraction of Club rules and/or Bylaws.
- b. Action determined to be against the best interests of the ACCC.
- c. Indebtedness to or causing unauthorized indebtedness to the Club.

An expelled member shall forfeit any monies paid to cover periods of time or events subsequent to expulsion. Any member subject to expulsion shall have the opportunity to present a statement to the general membership. The general membership shall then by a two-thirds majority of those present and eligible to vote approve or disapprove the decision of the Executive Board to expel.

Any expulsion shall be binding for a period of at least one year.

Section 6 – Dues

The dues for each type of membership shall be as established by the membership.

Article III – Government

Section 1 – Executive Board

The Club shall be governed by an Executive Board which shall consist of six duly elected members, a portion of which will be elected each year.

The term of a Board member shall be two years from and after the election. A Board member may be re-elected to the Board for one consecutive term. In the event of a vacancy, a successor shall be elected by the general membership for the remainder of that term.

At the first meeting of the Executive Board following the annual meeting, all officers shall be chosen by the Executive Board members and shall become members of the Executive Board at the beginning of the fiscal year.

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The Board shall have the responsibilities of government, including enforcement of any and all Club bylaws and operation of Club activities, functions and publications. The Executive Board is held accountable to the general membership in all its decisions.

Section 2 – Officers

Duties and responsibilities of the Officers are as follows:

- a. The **President** shall assume the duties of chief executive of the Club, and as such shall preside over all meetings, activities and functions of the Club. The President is held accountable to both the Executive Board and the general membership in all decisions. The President shall appoint committee chairmen as required.
- b. The **Vice-President** shall be responsible for the proper maintenance of Club business. The Vice-President will maintain all membership records and report to the President on any and all Club duties not specifically assigned to others. The Vice-President shall preside in the absence of the President. The Vice-President is held accountable to the President, Executive Board and the general membership.
- c. The **Secretary** shall be responsible for the recording of minutes of all Club meetings and functions and correspondence with Club members, other clubs and Club business associates. The Secretary is accountable to the President, the Executive Board and the general membership.
- d. The **Treasurer** shall receive and disperse all monies as directed by the Executive Board and the general membership. The Treasurer shall be accountable for an accurate reporting of the Club's financial position and business. The Treasurer is accountable to the President, the Executive Board and the general membership.
- e. The **Officer-at-Large** shall be responsible for the presentation of general business to the Executive Board. The Officer-at-Large shall keep an accurate record of attendance and other factors pertaining to the presentation of awards to the general membership. The Officer-at-Large shall be available to perform other duties as directed by the President.

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The Officer-at-Large shall be accountable to the President, Executive Board and the general membership.

- f. The **Events Chairman** shall be responsible for scheduling and maintenance of all Club activities and/or events. The Events Chairman shall be responsible for all matters pertaining to the National and/or Regional affiliated organization (If applicable). The Events Chairman shall be accountable to the President, Executive Board and the general membership.

Section 3 – Nomination of Executive Board

Two months before the official election, the President shall appoint a committee for the purpose of selecting names for nomination to the Executive Board. The selection of names must be made from the roll of members eligible to vote. The names will be presented to the membership one month before the general election is to be held.

Section 4 – Date of Election

The general election for the purpose of selecting Executive Board members shall be held during the annual meeting, at which time nominations will be accepted from the floor and added to the ballot.

Section 5 – Election of Executive Board

The Executive Board vacancies shall be elected by secret ballot. The ballot shall contain the names of the candidates nominated by the committee plus spaces for write-in votes. All ballots shall be tabulated by the nominating committee plus one person designated by the Executive Board and returned to the President for announcement at the annual meeting. The nominees receiving the most votes cast for the vacancies shall be deemed winners.

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Section 6 – Recount and Protest

Any candidate nominated for a position on the Executive Board may demand and thus shall receive a public recount of the votes cast. Any member eligible to vote may protest the election. In the event of such protest, candidate shall present the case to the Executive Board, who shall then present the case and its recommendation to the general membership for approval by simple majority. The election results shall be suspended pending the results of such approval.

Section 7 – Removal from Office

Any Officer may be impeached for failure to perform the duties of office. The Officer shall be notified in writing of the impeachment proceeding. A hearing will be held at the next general meeting following the notification. At this meeting a two-thirds vote of a quorum in favor of the impeachment shall be sufficient to remove the Officer from the Executive Board.

Article IV - Meetings

Section 1 – Annual Meeting

The annual meeting shall be defined as the eleventh regularly scheduled, general meeting of the fiscal year.

Section 2 – General Meetings

The general membership meetings shall be held each month.

Section 3 – Executive Board Meetings

The Executive Board shall meet at a time and place agreed upon by the Executive Board members.

Section 4 – Special Meetings

Special meetings of the general membership and/or the Executive Board shall be called as required by the President. The President shall be required to call a special meeting at the request of any member eligible to vote.

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Section 5 – Quorums

A quorum shall consist of fifteen percent of the members eligible to vote. For the annual meeting, general membership meetings and any special meetings, a quorum must be present to transact legal business. For Executive Board meetings, two-thirds of the members of the Board must be present to transact legal business.

Article 5 – Finance

Section 1 – Approval Authority

- a. The Executive Board shall have the authority to approve the spending of funds within the balance of the Club treasury.
- b. All funds to be spent or charged in the Club's name by any member must have the approval of two-thirds of the Executive Board prior to the expenditure.

Section 2 – Special Assessments

The Executive Board may at any time request the membership to approve a special assessment of all members for any purpose as may be deemed necessary. Such special assessments must have the approval of a two-thirds majority of a quorum at a regularly scheduled meeting. This vote shall be binding and require compliance of all regular members.

Section 3 – Liability

All persons or corporations extending credit to, contracting with or having any claim against the Club or its Officers, shall look only to the funds and property of the Club for payment of any such contract or claim or for payment of any debt, damage, judgment, decree or any other monies that may otherwise become due or payable to them. In this regard, neither the members of the Club nor the Officers, present or future, shall be held liable personally.

Section 4 – Disposition of Assets

Should the Club cease to operate for any reason, the assets remaining after payment of all liens and debts shall be given to any suitable charity or charities as deemed fit by the Executive Board at that time.

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Article VI – Bylaws

The membership shall, by simple majority of a quorum at any legal meeting, enact any bylaws necessary to transact Club business within the covenants of this document. Any bylaws thus enacted may be repealed in the same manner.

Article VII – Amendments

Any member eligible to vote may propose an amendment to this document. Any amendment must be presented to the Executive Board in writing for discussion. The Secretary shall then be required to publish a notice of the pending amendment and the date of the general meeting where the amendment is to be presented to the membership. The vote shall take place at the next general meeting following this presentation. The amendment must be approved by a two-thirds majority of a quorum at this general meeting.