

MIAMI VALLEY CHAPTER OF NATIONAL CORVETTE RESTORERS SOCIETY

INCORPORATED

BY-LAWS

ARTICLE I

SECTION 1 – NAME

The name of the organization shall be the Miami Valley Chapter of the National Corvette Restorers Society (NCRS) Inc., a not for profit Organization incorporated in the state of Ohio.

SECTION 2 – PURPOSE

The purpose of the chapter shall be the enjoyment, preservation and promotion to the general public of the Corvette automobile.

ARTICLE II

SECTION 1 – MEMBERSHIP

Membership in the Chapter shall be restricted to NCRS Inc. members.

SECTION 2 – NCRS INC. MEMBERSHIP

Any member in good standing as provided in Section 1 of this article and having paid such annual Miami Valley Chapter dues and fees as required shall immediately become a member.

SECTION 3 – DUES AND FEES

Annual dues shall be a minimum of \$20.00 and shall be due and payable before Feb. 1 of each year. The fees and dues shall be taken under consideration and may be changed and announced for the following year by the Board of Directors at the annual meeting.

SECTION 4 – PRIVILEGES

Members are entitled to all chapter privileges.

SECTION 5 – EXPLUSION

Any members may be suspended or placed on probation for specific cause, without prejudice, by the majority of the Board of Directors as being in the best interests of the Chapter. However, before such action is taken, the member shall have the opportunity to submit in writing or plead in person his/her position on any charge at a hearing established by the Board of Directors. The member shall be notified of the charge and the hearing date, which is to be at least two weeks prior to the date of expulsion.

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SECTION 6 – RESIGNATION

Any member may resign by submitting a resignation in writing to the Chairman, but dues shall not be refunded. A resigning member relinquishes all rights and privileges of the Chapter. A former member who wishes to rejoin can do so by meeting requirements as stated in Sections 1 and 3 herein.

ARTICLE III

SECTION 1 – ANNUAL MEETING

The annual meeting of the members shall be held during the month of November, as designated by the Board of Directors each year for the election and installation of officers, reports of officers and committees and other such lawful business. Regular meetings or events shall be held throughout the year, as announced by the Board of Directors.

SECTION 2 – SPECIAL MEETINGS

In addition to any provisions of the By-Laws, special meetings of the members may be called by the Chairman or by a majority of the Board of Directors.

SECTION 3 – NOTICE OF MEETINGS

Notice of special meetings, stating the place, date and hour of the meeting of the members, shall be given by the Secretary and communicated not less than two weeks before such meetings to each member.

SECTION 4 – QUOROM AND VOTING

Each paid membership in good standing is allowed to vote. At Board of Directors meetings each member of the Board of Directors is allowed one vote. At the annual stated meeting of the members, the members in good standing present shall constitute a quorum. Unless provided by the By-Laws or in the Articles of Incorporation, the affirmative vote of a majority of the members at the meeting entitled to vote on the subject matter shall be the act of the members.

ARTICLE IV

SECTION 1 – BOARD OF DIRECTORS

The Board of Directors is defined as the officers. The immediate past officers, (Chairman, Secretary, and Treasurer) shall stay on the Board of Directors as advisors for a period of 90 days after their term has expired with no voting rights.

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SECTION 2 – OFFICERS AND COMMITTEE CHAIRMAN

ELECTED OFFICERS:

The elected officers shall consist of the Chairman, Vice-Chairman, Secretary, Treasurer, Judging Chairman, Media Chairman, Membership Chairman, Events Chairman, and Parliamentarian/Historian. They are elected from the membership at large. Up to two (2) Board of Directors “At-Large” members may be appointed by the Chairman with concurrence of the other elected officers.

SECTION 3 – VACANCY

In the event that any of the officers resign or become unable to hold office before the end of their elected term, the Chairman shall recommend a member to fill the vacancy of said term. With Board of Directors approval, this person shall fill the remaining term of office.

SECTION 4 – TERM OF OFFICE

Each officer shall be elected for a term of one (1) year to be served commencing January 1. No more than three (3) consecutive terms in any one office may be served unless waived by the Board of Directors.

SECTION 5 – REMOVAL OF OFFICERS

Any officer may be removed from office at any time for specific cause on the affirmative vote of the majority of the Board of Directors whenever, in its judgment, the best interests of the Chapter shall be served thereby. Removal shall be without prejudice to any contract rights of the person so removed, but election of the officer shall not of itself create contract rights. However, before such action is taken, the member shall have the opportunity to submit in writing or plead in person his/her position of any charge at a speedy hearing as established by the Board of Directors.

SECTION 6 – RESIGNATION

Any officer may resign by submitting a resignation in writing to the Chairman. A resigning officer relinquishes all rights and privileges of their Board of Directors duties. A former officer who wishes to run again can do so by meeting the requirements of these By-Laws.

SECTION 7 – BOARD OF DIRECTORS MEETING PLACE

The Board of Directors shall hear recommendation for a monthly Board of Directors meeting location, discuss and vote on location.

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ARTICLE V

SECTION 1 – DUTIES OF THE CHAIRMAN

The Chairman shall preside at all meetings of the members and the Board of Directors and shall perform the duties pertaining to the office. The Chairman may call special meetings of members under the provisions of Article III and shall be the Chief Executive of the Chapter. The Chairman shall be responsible for coordinating chapter activities. The Chairman shall keep reports of the Secretary and Treasurer.

SECTION 2 – DUTIES OF THE VICE-CHAIRMAN

In the absence of, resignation of, or inability to act of the Chairman, the Vice Chairman shall perform the duties usually pertaining to the Chairman. The Vice-Chairman shall handle public relations and advertising for the Chapter and assist the Chairman.

SECTION 3 – DUTIES OF THE SECRETARY

The Secretary shall attend all meetings of the members and the Board of Directors and shall record all minutes and votes in a book for this purpose. The Secretary shall give all notices of meetings of the members as required by these By-Laws and shall perform all duties incident to this office required by these By-Laws or by the majority vote of the Board of Directors. In the absence of the Secretary for any of the said meetings presiding officers shall choose a Secretary Pro-Tempore.

SECTION 4 – DUTIES OF THE TREASURER

The Treasurer shall, subject to such conditions and restrictions as may be made by the Board of Directors, have custody of all monies, debts, and obligations belonging to the Chapter. The Treasurer shall receive all monies of the Chapter and deposit it in the Chapter account and shall make all payments of the Chapter debts upon approval of the Chapter officers. The Treasurer shall give a report on the financial status of the Chapter at the Annual Meeting, monthly meetings and at any other meetings of the Board of Directors. No obligations, debt or other liability shall be incurred by the Treasurer without the specific approval of the Board of Directors.

SECTION 5 – DUTIES OF THE JUDGING CHAIRMAN

The Judging Chairman shall manage the judging at the annual meet. The Judging Chairman shall recruit and train judges including conducting a judging school. Judging supplies shall be inventoried and maintained.

Section 6 – DUTIES OF THE MEDIA CHAIRMAN

The media chairman shall manage the Chapter web site and any future technical and internet based assets the Chapter may develop in the future such as a Facebook page for Chapter communications and interaction of members.

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Section 7 – DUTIES OF THE MEMBERSHIP CHAIRMAN

The Membership Chairman shall maintain and update membership rosters and mailing/e-mailing lists. This shall be coordinated with the Secretary, Treasurer and Media Chairman for yearly dues notices, which the Media Chairman shall mail/e-mail to the membership.

Section 8 – DUTIES OF THE PARLIAMENTARIAN/HISTORIAN

The Parliamentarian/Historian shall assist the Chairman and the Board of Directors with questions regarding the Roberts Rules of Order and pursue the following thereof. The Parliamentarian/Historian shall: organize and hold annual elections of officer; review and recommend on potential liability for chapter events, rule on any confusion regarding a point of order, and review and maintain any corporation documents required by these By-Laws.

Section 9 – DUTIES OF THE EVENTS CHAIRMAN

The Events Chairman shall locate and plan all monthly general membership meetings and locations, plan food or beverage, if any, to be supplied for events, and plan any Special events as agreed to by the Chairman and the Board of Directors.

Section 10 – VACANT CHAIR

In the event of a vacant chairman position the Board of Directors may combine any of the chair positions until filled, except for Chairman and Vice Chairman.

SECTION 11 – DUTIES OF THE BOARD “AT-LARGE” MEMBERS

The Board “At-Large” members shall represent the Chapter members in general and bring topics of interest to the Board of Directors for consideration and action as required.

ARTICLE VI

Section 1 – APPOINTMENT OF COMMITTEES

The Chairman shall appoint such committees as he/she finds desirable from time to time and shall outline the duties and responsibilities of such committees.

Section 2 – ACTIVITIES

The activities of the Chapter shall be in accordance with NCRS Inc. guidelines.

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SECTION 3 – AMBASSADOR TO THE NATIONAL CORVETTE MUSEUM

The Chapter Ambassador to the National Corvette Museum position may be delegated to any Board of Directors member or general member by the Chairman with the approval of the Board of Directors.

ARTICLE VII

Section 1 – ELECTION OF OFFICERS

The Board of Directors shall post a list of volunteers for future Board of Directors Officer positions and create a slate of candidates before October 1 each election year. Nominations with second shall also be accepted from the floor at the election. The election shall be held at the Annual Meeting in November. The Chairman shall announce the results and the new officers shall begin their term on January 1 of the succeeding year.

ARTICLE VIII

Section 1 – PERSONAL LIABILITY

All persons or corporations extending credit to contracting with or having any claim against the Chapter or the Board of Directors, shall look only to the funds and property of the Chapter for payment of any such contract or claim or for payment of any debt, damage, judgment or decree, or any other money that may otherwise become due or payable to them from the Chapter or the Board of Directors, past, present or future. Chapter members and the Board of Directors shall not be liable personally therefore, except that Section 1 is in Addition to and subordinate to Ohio statutes.

ARTICLE IX

Section 1 – AMENDMENTS TO THE BY-LAWS

The Board of Directors of the Chapter, or any ten active members in good standing, by written proposals submitted to the Secretary and/or Treasurer may propose an amendment to the By-Laws. Upon such proposal being made, a copy thereof shall be included in the notice of the next meeting of the members. If two-thirds (2/3rds) of the members present and qualified to vote, vote in favor of the proposal at the meeting, the proposed amendment shall thereby be approved and adopted.

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ARTICLE X

Section 1 – DISSOLUTION

Upon dissolution of the Chapter, assets shall be liquidated, outstanding bills paid and any remaining money shall be donated to The National Corvette Museum of Bowling Green, Kentucky.

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Miami Valley Chapter NCRS
By-Law revisions:

Rev.	By JM	Date 03/31/09	Amendment # 3
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001		2003	Created
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002	JM	31 March 09	Added page numbers
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Change Article II Section 3	Setting Dues
Change Article III Section 5	Voting Procedures
Change Article IV Section s 5, 6, 7	Appeal for released Director, Meeting Place
Change Article V Section 8, 9, 10	Add Events Chairman and Parliamentarian

003	??	Date ??	Add Media Chairman
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Change Article IV Section 2	Add Media Chairman
Add Article V Section 11	Add Duties of the Media Chairman

Rev.	By MWW	Date 11/24/15	Amendment # 4
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004	MWW	24 November 15	Correct name of Parliamentarian/Historian
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Change Article IV Section 2	Correct name to Parliamentarian/Historian
Change Article V Section 8	Correct position name of Parliamentarian/Historian

Rev.	By MWW	Date 10/09/18	Amendment # 5
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005	MWW	9 October 18	Add Board "At Large" Members
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Change Article IV Section 2	Add Board "At-Large" members
Add Article V Section 12	Add Duties of the Board "At-Large" members

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Rev. By MWW Date 11/12/18 Amendment # 6

006 MWW 12 November 18 General revisions and corrections

Change Article III, Section 4	Redefine meaning of a quorum; clarify wording
Delete Article III, Section 5	Redundant with other By-Laws parts
Delete wording Article V, Section 6	Replace with wording from Article V Section 11
Article V, Section 9	Remove Ambassador to the National Corvette Museum from duties of the Events Chairman
Delete Article V Section 11	
Renumber Article V	Change Section 12 to Section 11
Add Article VI, Section 3	Ambassador to the National Corvette Museum

Changes to Miami Valley NCRS By-Laws

Summary of Amendments 5 and 6

Change Article IV Section 2 to add up to two Board "At-Large" members. Describe duties of the Board "At-Large" members in Article V Section 12.

General revisions to the By-Laws to reflect current requirements. Redefinition of "quorum" for purpose of member voting. Delete Article III Section 5 on details of how and when annual elections should be held. Add Section 12, Chapter Ambassador to the National Corvette Museum. Renumber Article V Sections.