Corvette Club of Rhode Island

By-Laws

(Amended and adopted as of November 3 2026)

PREAMBLE

We the members of the CORVETTE CLUB OF RHODE ISLAND, INC. do hereby adopt the following by-laws as amended and written.

ARTICLE I
CLUB NAME

The name of this organization shall be THE CORVETTE CLUB OF RHODE ISLAND, INC. herein after referred to as 'Club'.

ARTICLE II
PURPOSES

The general purposes of the Club shall be:

1. To promote camaraderie between Corvette owners and Club members
2. To provide a meeting ground for those having common interests
3. To encourage planned trips, events, and social activities for members
4. To act as a source of technical information
5. To establish rules & regulations covering all activities on highways
6. To own personal property as individual to the above purposes, and
7. To support & contribute to charitable organizations.

ARTICLE III
MEMBERSHIP

Section 1. Eligibility: Membership in the Club shall be open to any Corvette enthusiast having an interest in the activities and purposes of the Club, who is at least 18 years of age and who owns or possesses a Corvette automobile that was manufactured by General Motors as a Corvette. Applicants must have a majority approval of the members in attendance at any regular business meeting. Any member previously elected to membership

and who no longer owns or possesses a Corvette will not forfeit that membership or its privileges as long as all other requirements are met.

Section 2. Membership:

a) Membership in the Club will include a co-member, as defined by the application submitted on an annual basis, of the duly elected member, as approved in Section 1 of this Article, and shall enjoy equal privileges.

b) Honorary Life Membership – Honorary Life Membership shall be awarded to those Club members who have completed 25 continuous years of membership and shall be governed by these By-Laws with the exception of Article III Section 4. Dues. Honorary Life Members will be exempt from annual dues for the lifetime of their continued membership.

c) Associate Membership – Associate Membership is awarded to those individuals who have purchase a Corvette from the Club's sponsor, shall continue until the end of the current calendar year, and shall be governed by these By-Laws. Associate Membership does not include voting rights.

Section 3. Privileges: Members are entitled to all Club privileges provided that dues have been paid.

Section 4. Dues: Dues for members shall be $50.00 per calendar year. New members who apply after October 1st shall become members for the remainder of the year and their membership will carry over for the next calendar year.

Section 5. Non-Payment of Dues: Members, whose dues are not paid by the March business meeting, shall be suspended from all Club privileges until dilatory dues are remitted. A break in tenure will be imposed on Members whose dues are submitted after the March business meeting unless extenuating circumstances can be shown. The Club now (accepts) payment, by cash, personal check, money order (and/or) credit card.

Section 6. Armed Services: Members serving in any branch of the Armed Forces shall not be required to pay any arrearage of dues incurred as result of such service.

Section 7. Resignation: Any member may resign by submitting a letter of resignation to the Club Secretary (formal), or by giving verbal notification to ANY Club Officer or Board Member (informal). Such resignation shall be effective upon receipt. A formal resignation would be preferred in the case of a Club Officer.

Section 8. Loss of Membership: Membership is lost by:

a) Failure to pay annual dues prior to the 3-month expiration of his/her current membership as outlined in Section 5 of this Article.

b) Voluntary resignation from the Club as outlined in Section 7 of this Article.

c) Complaint issued to the Board of Directors in writing identifying the member and setting forth the basis of the complaint. Basis may include, but are not limited to, grossly improper social conduct,

intentional effort to damage CCRI's reputation or subvert its purposes or interfere with its regular functioning.

Upon receipt of a complaint, the Board will be required to:

I. Provide notification, in writing, to the accused, which describes the basis of the complaint. Notification shall be sent regular mail and certified return receipt.

II. Complete a comprehensive investigation of the complaint to include interviewing the complainant, the accused, witnesses, and any additional individuals the complainant and/or accused suggest who may speak on their behalf.

III. Address and/or resolve the complaint within 30 days of receipt of the complaint letter which may include:

- Mediation
- Issuing a cautionary letter to the accused
- Asking the accused to resign from the Club in accordance with Section 7 of this Article
- Revoking membership
  - Revocation must be provided to the accused in writing sent regular mail and certified return receipt.
  - The Member or Members whose membership is being revoked has the right to decide whether the Board of Directors should announce his or her name to Membership notifying their revocation at the next monthly meeting.

IV. Complainant and accused must be notified, in writing, of the Boards decision.

V. A person whose membership is revoked is entitled to a pro-rated dues refund and must promptly return any Club property in their possession.

VI. Individuals whose membership has been revoked may reapply for membership three (3) years after the effective date of the revocation. Any such reapplication must contain a statement that the applicants' membership was previously revoked and the reason thereof. The application may be accepted only by a unanimous vote by all serving Officers of the Club.

Section 9. Conduct: Because of its strong beliefs in high standards based on traditional social values, the organization reserves the right to expect from all of its members, Officers and Directors to maintain these high standards and social values.

ARTICLE IV
MEETINGS

Section 1. Election Meeting: The election meeting of the Club shall be held on the first Tuesday in November of every other year for the election of Officers and members-at-large to the Board of Directors as provided in Article VII, for the reports of Officers and committees, and for other such business as may lawfully come before the meeting.

Section 2. Monthly Meetings:

a) Regular business meetings shall be held on the first Tuesday of each month.

b) Regular social meetings shall be held in the second or third week of each month. No Club business shall be transacted at social meetings.

Section 3. Special Meetings: Special meetings of the entire membership or of committee members may be called by the President, by a majority of the Officers, or by a majority of the members.

Section 4. Notice of Meetings: The Newsletter Editor through any medium available (i.e., postcard, letter, newsletter, email, etc.) shall provide notice of any membership business and social meetings, providing the place, day, hour and purpose.

Section 5. Quorum: At all meetings of Club Members ten (10) percent of the total Voting Club Members shall constitute a quorum.

Section 6. Action: All action shall be by majority of those members present and qualified to vote. The conduct of all business meetings shall be governed by these By-Laws, where applicable, or by Robert's Rules of Order.

ARTICLE V
OFFICERS

Section 1. Elected Officers: The elected Officers of the Club shall be a President, Vice-President, Secretary, and Treasurer. All terms of office shall reflect the Club fiscal year as stipulated in Article XII.

Section 2. Election of Officers: : Election of Officers as well as two members at-large to the Board of Directors, as provided in Article VII, shall be held at the election meeting, and conducted by the Sergeant of Arms. In the event, the Sergeant of Arms is unable to conduct his duties, of running the election, (EXAMPLE: RUNNING FOR OFFICE), the President will appoint an Ad Hoc Sergeant of Arms, who will conduct the election, who would have no conflict of interest with the election. Elections shall by a majority of votes cast. No member shall be eligible for nomination or election to any office unless they are a member in good standing. Good standing for candidates shall include paid dues, attendance of at least six (6) regular Club business meetings, and membership of at least one (1) year. Nominations for the six positions shall be held at the **October business meeting**. The **November business meeting** will not include any nominations but will include the voting for these offices. There will be no provisions for write in ballots during the **November** meeting.

Elections of new officers and Board of Directors will be for a term of two (2) years. The elected officers and elected Board of Directors will agree to serve a term of two (2) years; should any elected officer or Board of Director be unable to complete their (2) two-year term, a special election will take place to replace that position.

Section 3. Special Elections: In the event that any of the above-mentioned Officers shall resign or become unable to hold office or fail to discharge his or her duties before the end of the elected term, a member shall be nominated and elected as provided in Section 2 of this Article to fill the vacancy of such term. In lieu of a formal written resignation, a statement made to another Officer or at least one other member may evidence such resignation of an Officer.

Section 4. General: The duty of any office holder shall be to administer the affairs of the Club in the best interests of the membership at large and in conformance with the Club By-Laws and applicable law.

ARTICLE VI
DUTIES OF THE OFFICERS

Section 1. Duties of the President: The President shall preside at all regular Club meetings and Board of Directors meetings and shall perform the duties pertaining to this office. The President shall be a member ex officio of all permanent and temporary committees. The President shall be required to co-sign all checks drafted by the Treasurer.

Section 2. Duties of the Vice President: The Vice-President shall perform (ALL) the duties of the President in the absence or the inability of the President to fulfill such duties. The President may call upon the Vice-President to officiate at any time. The Vice President shall have signature authority on bank checks when and if the President is unavailable to do so.

Section 3. Duties of the Secretary: The Secretary shall attend all Club business meetings and shall record minutes and election results in a book kept for this purpose. In the absence of the Secretary, the presiding officer shall choose a Secretary pro tempore. The Secretary shall give all Clubs meeting notices required by law or by these By-Laws to the Newsletter Editor for publication and shall perform all duties incidental to this office. The Secretary shall have custody of the Club's records, except for any financial records.

Section 4. Duties of the Treasurer: The Treasurer shall, subject to such conditions and restrictions as may be made by the Officers, have custody of all money, property, debts, and obligations belonging to the Club. All contracts, checks, drafts, notes, and other order for money payments shall be signed in the name of the Club by the President and Treasurer. The Treasurer shall give bond at Club expense, if required by the Officers of the Club. The Treasurer is responsible to file the Club's Annual Report with the Secretary of State, update any and all information as needed with the State of Rhode Island and Federal IRS applications, as applicable by law. Including, but not limited to updating all information on insurance policies, with the review of same with the President.

The Treasurer shall give a complete and itemized report on the financial status of the Club at the annual, monthly and special meetings. No obligation, debt, or other liability over $500.00 shall be incurred by the Treasurer without specific approval of a majority of the Club members at a regular business meeting. The Board of Directors may approve expenditures of $500.00 or less without further approval of the Club membership.

The Treasurer shall be responsible to maintain a minimum balance or "reserve" of $3,000.00 in the combined financial accounts of the club. The Treasurer may deviate from this minimum amount by no more than $500.00 without further approval of the membership if a timely expense does not allow for a membership vote. Any deviation from the reserve amount must be reported to the membership at the next scheduled monthly meeting. Any further deviation to the minimum reserve amount must be voted on by the membership and have a two-thirds approval.

ARTICLE VII
BOARD OF DIRECTORS

The Board of Directors shall consist of the President, the Vice President, the Secretary, the Treasurer, the last available Club President, and two additional members nominated and elected from the membership at large in accordance with Article V. Section 2, who shall serve for the tenure of their elected office. The Board's purpose

shall be to provide general guidelines for Club functions and activities. All recommendations made by the Board of Directors shall be subject to the approval of the Club members in accordance with Article IV. Section 6.

ARTICLE VIII
APPOINTED OFFICIALS

Section 1. Appointment: Appointed officials shall consist of a Membership Director, Activities Director, Sergeant-at-Arms, Newsletter Editor, Publicity Director, Show Director, Quartermaster, Webmaster, Sunshine Director, National Corvette Museum Ambassador, and By-Laws Committee Chairman (see Article IX Section 3), each of who shall serve until their successor is appointed. The President Elect shall make recommendations for these positions to the Board of Directors for approval and consideration before the January meeting. Nominees for an appointed office are not restricted to those recommendations by the Board of Directors. The Club members may make independent nominations.

Section 2. Duties of the Membership Director: The Membership Director shall keep a current roster of all members in the Club. The membership Director shall introduce all prospective candidates for membership at Club business meetings. Dues and membership renewals shall be submitted directly to the Membership Director. The Membership Director may appoint assistants as deemed necessary for the purpose of encouraging membership in the Club.

Section 3. Duties of the Activities Director: The Activities Director shall be responsible for scheduling, coordinating and publicizing all Club social activities. The Activities Director may make suggestions to the Board of Directors as to the type of event to be scheduled and, if requested, may assist in the planning and promotion of the event. The Activities Director may appoint assistants as deemed necessary.

Section 4. Duties of the Sergeant-at-Arms: The Sergeant at Arms shall take charge of the meeting hall during meetings, shall preserve order at all times, and see that all members and guests sign the log book. The Sergeant-at-Arms shall take charge of the election meetings held during the months of **November and December**. The Sergeant-at-Arms is responsible to select two (2) or more Appointed Officials (as defined in Article VIII, Section 1) that are not candidates for office to count all ballots. The Sergeant-at-Arms will supervise the counting of the ballots.

The Sargent at Arms (OR THEIR DELEGATE) will conduct and coordinate the Election Process as follows:

The President will explain the process to the Members and will instruct the Sergeant at Arms of his duties and instructions. The President will ask if any Members have any questions. The President will ask the Membership if there are any "ASSOCIATE MEMBERS" and will advise them that they are not eligible to "Vote". So, when signing the attendance book, please state next to name "ASSOCIATE MEMBER". During the election the President will instruct Associate Members that there is no need to go to designated area to vote; but please just sign attendance book – with associate member after their name.

1. The Sergeant at Arms will announce his choice for the appointees to assist in the counting of the nomination and/or election ballots. The attendance book during elections will be in the possession of the Sergeant at Arms and the membership will go to the attendance book located in a specific area where the voting process will take place. Members will sign the book and then pick up a ballot for voting. The Sergeant at Arms will instruct that Associate Members must sign in and add "associate member A.M", after their name.

2. The Sergeant at Arms prior to turning in the attendance book to the Membership Director will count the number of Members that have signed the attendance book. Once that is confirmed, the Sergeant at Arms will return the book to the Membership Director.

3. Upon approval of the President, the Sergeant at Arms will then be instructed to commence in the passing of the ballots to the Members.

4. The Attendance book should match the number of ballots for voting. No ballots will be numbered – this will be determined when the voting process is over, no ballots will be passed out to membership – members will go to attendance book and ballots in a designated area for voting.

5. Ballots will be dropped off into a box provided in the designated area where the voting process is taking place; Members will fill out their ballots and drop in the box that will be provided.

6. The Sergeant at Arms will take the chosen Appointees that are not running for office and will go into the back room to start counting the ballots.

7. Once ballots are calculated and tallied the Sergeant at Arms will then give the results to the President. The President will initial the results and will advise the members of the results.

8. The President will announce the Offices elected to the Members and will then return the ballots collected to the Secretary for safekeeping and the results will be included in the Secretary's report. The ballots will be kept for six months.

9. If for any reason the appointed Sergeant at Arms is unable to meet his duties during the election process, (example: If he or she may be running for office then the President will appoint an AD HOC Sergeant at Arms to assist in the election process).

Section 5. Duties of the Newsletter Editor: The Newsletter Editor (Editor) shall compile and issue a monthly Club newsletter, which shall be to all Club members and sponsors. The Editor shall be responsible to the Board for the publishing of a periodical that will cast a favorable reflection upon, as well as further the aims of this organization. The Editor shall have complete access to the Club mailing list and email list to distribute said publication. The Editor may appoint such assistants as deemed necessary.

Section 6. Duties of the Publicity Director: The Publicity Director shall publicize the Club and its activities through the press, radio, television, Facebook, twitter and/or other available media to advance the interest and purpose of the Club. The Publicity Director may appoint assistants as deemed necessary.

Section 7. Duties of the Show Director: Upon approval by the membership to have a show, the Show Director shall be responsible to the Board for scheduling and coordinating all aspects of the Club's car show as determined by the show Director. The Show Director may appoint assistants as deemed necessary.

Section 8. Duties of the Quartermaster: The Quartermaster shall be responsible for the maintenance and sale of the inventory of Club promotional retail merchandise. The Quartermaster shall afford the opportunity for:

a) The purchase of Club merchandise by the membership in attendance at business meetings, and

b) The sale of Club merchandise to members and such other interested parties at Club sponsored shows and events.

For this latter purpose, the Quartermaster shall appoint such assistants as deemed necessary. Proceeds from the sale of Club merchandise along with an inventory report shall be tendered to the Treasurer monthly. Expenditure of Club funds for the procurement of promotional merchandise shall be subject to majority approval of the membership in attendance at regular business meetings.

Section 9. Duties of the Webmaster: The Webmaster shall develop and maintain an official CCRI website, domain www.corvetteclubri.com for public access on the internet/World Wide Web. The Webmaster shall be

responsible to the Board for maintaining up-to-date information on the Club's social events, sponsored events, business meetings, etc. as well as developing/maintaining a user-friendly site composed of content that will cast a favorable reflection upon, as well as further the aims of this organization. The Webmaster shall appoint such assistants as deemed necessary. The Webmaster will be responsible to monitor any inappropriate postings on club social media and has the discretion to respond or remove anything he or she feels is inappropriate and not conducive to ethical standards of our Club or that is not positive for our Club, our sponsor or our members.

Section 10. Duties of the Sunshine Director: The Sunshine Director shall promote camaraderie in the Club, and acknowledge with correspondence any births, deaths, sicknesses, etc.

Section 11. National Corvette Museum Ambassador. The National Corvette Museum (NCM) Ambassador shall be the communication link between the Club and the National Corvette Museum and will keep the members informed of Museum activities and events. The NCM Ambassador may appoint such assistants as deemed necessary.

Section 12. Private Gain/non-Use of Membership List: No office holder or other CCRI member shall use his or her office or membership for private gain. It shall be **absolutely forbidden** to use the CCRI membership list for any purpose other than CCRI business or to distribute the CCRI membership list to a non-member.

ARTICLE IX
COMMITTEES

The President shall appoint such committees as he or she finds desirable from time to time and shall outline duties and responsibilities of such committees. The chairperson of a committee shall be designated by the President or elected by the committee during the first meeting. All reports or actions taken by any committee shall be reported to the Club membership for its information and approval. Neither committee chairs nor committee members are considered Officers by virtue of their service on a committee.

Section 1. Finance Committee: A Finance Committee shall be chaired by the Treasurer. The term of the Finance Committee shall be two years from date of appointment. The members of the Finance Committee shall serve until their successor is appointed.

Section 2. Duties of the Finance Committee: The Treasurer shall head the Finance Committee in all financial matters, including, but not limited to, all special Club events and charitable donations. The finance committee's budgets, shall be submitted to the Board of Directors for review, and then presented to the Members for approval, pursuant to Article IV, Section 6. The Finance Committee shall have no power making financial decisions other than as outlined in Article VI, Section 4. Recommendations by the Finance Committee on financial matters will be presented to the Club members in accordance with Article IV, Section 6. The members present can call the Finance Committee on to review a request at any business meeting and report back to the President before the meetings end for a vote.

Section 3. By-Law Committee: The By-Law Committee Chairman shall be responsible for scheduling By-Law Committee meetings as required to review the Club's By-Laws and make recommended changes to the Board of Directors. If approved, the recommended changes shall be presented to the membership for discussion and vote. A two-thirds (2/3) majority of the votes cast by the members present is required to implement any proposed changes. The Chairman may appoint assistants as deemed necessary.

The By-Law Committee shall meet at a minimum of once a year or more frequent if necessary. Some of the duties of the By-Law Committee shall be to propose and recommend changes based upon:

a) Eliminating outdated references and clarify language that is open to interpretation and/or to be more in line with the Club's present position.

b) Assure that any necessary legal requirements, if needed, are included.

c) Add any other inclusions that would serve in the best interest of the Club and its members.

d) Members may present to the By-Laws Chairman proposed changes to the By-Laws at any time of the year.

e) The months of March and April annually be set aside to discuss any proposed By-Law changes, and the month of April or May annually for the purpose of voting on such proposals.

Section 4. Committee Expenditures: Committees cannot commit the Club to expenditures but must propose to the Finance Committee who will present their recommendation to the membership.

Section 5. Dissolution: The President can appoint any ad-hoc committee(s) and dissolve such at any time.

ARTICLE X
CHARITABLE DONATIONS

Section 1. Annual Charitable Contributions Budget

The Board of Directors shall be responsible for establishing the Club's annual charitable contributions budget. On December 31 of each calendar year, following the payment of all outstanding Club expenses and financial obligations, the Board of Directors shall review the Club's financial position and determine the amount of funds, if any, available for charitable contributions.

The proposed charitable contributions budget shall be reviewed in consultation with the Finance Committee and presented to the Club membership for confirmation in accordance with Article IV, Section 6 of these Bylaws.

Charitable contributions shall not be guaranteed on an annual basis and shall be strictly dependent upon the availability of Club funds after all financial obligations have been met.

Section 2. Charitable Donation Requests and Eligibility

All requests for charitable donations must be submitted on an official Club-approved Charitable Donation Application Form. Completed applications must be received by the Board of Directors no later than the November Business Meeting of each calendar year to be considered for distribution in January of the following year.
Only recognized nonprofit organizations holding a valid the Internal Revenue Code shall be eligible for consideration.
501(c)(3) tax-exempt designation under
Eligible charitable organizations may be in any state within the United States, provided they meet the required nonprofit qualifications and are approved through the Club's established review and confirmation process.

Section 3. Review and Approval

All charitable donation requests shall be reviewed by the Board of Directors in consultation with the Finance Committee.

The Board shall evaluate each request based upon the organization's eligibility, charitable purpose, available Club funds, and the best interests of the Corvette Club of Rhode Island.
The Board of Directors shall recommend the charitable organizations and proposed donation amounts to the membership for confirmation in accordance with Article IV, Section 6 of these Bylaws.
Submission of a charitable donation application shall not constitute a guarantee of approval or funding.

Section 4. Distribution of Charitable Contributions

Approved charitable contributions shall ordinarily be distributed in January of the calendar year following the submission of applications.

All distributions shall be subject to the availability of funds, completion of the December 31 financial review, and confirmation by the Club membership.

No charitable funds shall be distributed prior to obtaining the required membership confirmation in accordance with Article IV, Section 6 of these Bylaws.

Section 5. Special Requests and Early Distributions

The Board of Directors shall have the authority to consider and recommend charitable donation requests requiring distribution prior to the regularly scheduled January disbursement.
Such requests shall be evaluated on an individual basis, taking into consideration the nature of the request, the Club's financial obligations, and the availability of funds.
Any recommendation for an early or special charitable contribution shall be subject to confirmation by the Club membership in accordance with Article IV, Section 6 of these Bylaws.

Section 6. Financial Responsibility and Protection of Club Funds

The financial stability and operational obligations of the Corvette Club of Rhode Island shall take precedence over all charitable contributions.

No charitable contribution shall be authorized or distributed if doing so would compromise the Club's ability to meet its current or reasonably anticipated financial obligations.

The Board of Directors should retain authority to recommend reducing, postponing, or eliminating the annual charitable contributions budget when necessary to protect the financial interests of the Club.

All such recommendations shall be presented to the membership for confirmation in accordance with Article IV, Section 6 of these Bylaws.

The Board of Directors assures that all charitable contributions are administered responsibly, transparently, and in accordance with the Club's approved budget and Bylaws.

ARTICLE XI
ACTIVITIES

The activities of the Club shall consist of rallies, speed events, planned trips, social gatherings, and other events as scheduled by the Activities Director. Normally, attendance or participation in any of the Club's activities shall not be limited to members of the Club but may be so restricted at the option of the Event Master concerned.

ARTICLE XII
FISCAL YEAR

The fiscal year of the Club shall be from January 1 to December 31.

ARTICLE XIII
PERSONAL LIABILITY

All entities extending credit to, contracting with, or having claims against the Club or it's Officers shall look only to the funds, property and insurance, if available, of the Club for payment of any such contract or claim or for payment of any debt, damage, judgment, or decree, or any money that may otherwise become due or payable to them from the Club or it's Officers, so that neither the Club members nor it's Officers, present or future, shall be therefore personally liable.

ARTICLE XIV
AMENDMENT

Amendments to the By-Laws can be proposed as per the following:

a) The By-Law Committee can propose an amendment or recommend a change to an existing amendment per Article IX, Section 3.

b) A majority of the Board of Directors can propose an amendment or recommend a change to an existing amendment by presenting it to the By-Law Committee for processing.

c) Any ten members in good standing, by written proposal submitted to the By-Law Chairman, may propose an amendment or recommend a change to an existing amendment.

The By-Law Committee is responsible to follow the process outlined in Article IX, Section 3 to present all change requests as outlined above to the membership. A two-thirds (2/3) majority of the votes cast by the members present is required to implement any proposed change.

ARTICLE XV
DISSOLUTION

As is required by the Internal Revenue Service in the event of the dissolution or demise, for whatever reason, of the Corvette Club of Rhode Island, Inc. all assets must be transferred to pro gratis to a tax exempt, filed 501(c)(3), non-profit, charitable organization in order to prohibit the financial benefit or gain of any of the membership.