

Bylaws

Of The

Dallas Area Classic Chevy Club

ARTICLE ONE - NAME

The official name of this organization shall be "Dallas Area Classic Chevy Club". The club may be also referred to as "Dallas Area Classic Chevys".

ARTICLE TWO - PURPOSE

The purpose of this organization shall be to establish an association of members in the North Texas region for the purpose of encouraging the restoration, preservation and enjoyment of the 1955, 1956 and 1957 Chevrolet automobile and truck.

ARTICLE THREE - MEMBERSHIP AND DUES

Membership shall be open to persons with a genuine interest in the 1955, 1956 and 1957 Chevrolet; ownership will not be required. Membership shall require an annual fee determined by the Board payable each anniversary date of joining the club.

Each membership will have one vote in any club business requiring voting privileges. Children shall be included under this membership until age 18.

Any prospective member or current member not conducting themselves in a manner acceptable to the club may be denied membership or removed as a member by a majority vote of the Board.

Any member may resign by written notice to the President. Any member delinquent in paying his/her dues in excess of 30 days from his/her renewal date shall be expelled from the club. Members will be notified of their upcoming renewal date.

ARTICLE FOUR – BOARD OF DIRECTORS, OFFICERS, CHAIRPERSONS, COMMITTEES

The club shall be managed by a seven member *Board of Directors*. Four of these Board positions will be held by the current club officers and three will be elected “at large” from the general membership, and all will serve a designated term of two years. The board will have staggered elections with two at large positions being elected in even numbered years and one at large position being elected in odd numbered years to coincide with the election of officers. The initial term of the odd year at large member will be only one year. Elections will occur in the Annual Meeting of the club to be held during the last quarter of each year. These elected Board members shall assume duties the following January 1st. The elected President of the club shall also serve as the Chairman of the Board. The Board will meet on a regular basis as determined by the Chairman. Any board member may resign with written notice to the Chairman. Any vacancy occurring in the Board of Directors may be filled by nomination of the Chairman and the affirmative vote of a majority of the remaining Board members. A Board member elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Removal of a Board member will require a unanimous vote of remaining Board members or 25% vote of the general membership.

The Officers of the club will include the following: President, Vice President, Secretary and Treasurer. Officers will be elected by the general membership in the Annual Meeting of the club in a staggered manner, defined as President/Secretary in the odd numbered years and the Vice President/Treasurer in even numbered years, and shall serve a designated term of two years coinciding with their Board positions. These elected officers shall assume duties the following January 1st. Any

Officer may resign with written notice to the Board. Removal of an Officer will require a unanimous vote of the Board of Directors or 25% vote of the general membership. Any member in good standing may attend any Board meeting and address the Board, but may not vote.

Appointed *Chairpersons* of the club may include these following roles: Membership Chair, Newsletter Editor, Webmaster, Activity Chair, Technical Chair and any other role as determined and approved by the President.

Committees shall be appointed by the President or the Board of Directors for specific purposes as deemed necessary.

ARTICLE FIVE - DUTIES

The *President* shall be the chief operating officer of the club and shall supervise all affairs of the club. The *Vice-President* shall act as and assume the role of President of the club in the President's absence or unfilled term. If the Vice-President is not able to fulfill this role, any Board member can fulfill this role until either the President or Vice-President is able as elected by the remaining board members.. The *Secretary* shall record all general proceedings of the club and make those available, and oversee general elections. In the absence of the Secretary, a member of the Board or member of the club shall be appointed by the President to perform the duties described herein. The *Treasurer* shall have custody of all club funds and shall keep full and accurate records of all receipts and disbursements. The Treasurer will prepare at least one financial report annually for a period beginning Oct 1st and ending September 30th and report such at the annual meeting held in the fourth quarter. In the absence of the Treasurer, a member of the Board or member of the club shall be appointed by the President to perform the duties described herein. The *Membership Chair* shall maintain accurate records of members past and present, known contact information and renewal dates. The *Newsletter Editor* will create and distribute the primary source of communication and news of the club as required. The *Webmaster* will maintain the club's presence on the internet as required by the Board and Officers. The *Activity Chair* shall make a diligent effort to be informed of activities that may be of interest to the club, and maintain a calendar of such events. The *Technical Chair* shall be the focal point of questions of technical nature, and shall seek out answers from available sources to assist members in their efforts to preserve/restore their 1955, 1956 and 1957 Chevrolets.

ARTICLE SIX - ELECTIONS

General elections shall be managed by the Secretary and shall occur at the annual meeting of the club to be held in the last quarter of each year. The Secretary shall cause the association membership to be notified by the club newsletter no less than 60 days preceding the election, of the date of the election as well as the procedure and deadline for nominating members for election.

The names of members to be considered for elected office must be submitted in writing to the Secretary no less than 30 days prior to the date of the election. Members may nominate themselves or any other member in good standing. No member shall hold more than one Office at a time. The Secretary will make available to the membership the names of the nominees and ballots for their election no later than 15 days prior to the date of the election. Ballots shall be returned unsigned, sealed in a ballot envelope and shall be counted by an independent agent selected by the Board. The election of Board members and the election of Officers shall occur no later than December 31st of each year.

ARTICLE SEVEN - MEETINGS

Annual Meeting - The annual meeting of the members of the Dallas Area Classic Chevys shall be held in the last quarter of each year for the purpose of electing club officers and directors to serve the upcoming year and for the transaction of such business as may come before the meeting.

Regular Meetings - The monthly meeting of the club shall be on or about the second Sunday of each month at 2:00 PM, unless otherwise noted ahead of time. A membership/business meeting shall be conducted a minimum of once each quarter so that the club can conduct required business and address issues with the general membership.

Special Meetings - Special meetings may be called by the President. If another member wishes to have a special meeting, they may approach the Board and with a majority vote of the Board, a meeting will be arranged.

Notice of Meetings - Any meeting of the club shall be announced with as much notice as possible via newsletters, email, telephone or any other method as determined by the President.

Voting - Each membership in good standing shall have one full voting privilege. A written proxy will be provided to each member prior to a vote for the Election of Board Members or Officers, approval of amendments to these Bylaws and any other issue the Board shall deem appropriate. Assignment of proxy vote shall be submitted in writing to the President prior to vote upon an issue requiring said vote.

Quorum - For general business of the club, a quorum will consist of not less than 25 percent of the active general membership in good standing and shall be necessary to conduct the general business of the club when requiring a vote of the general membership.

For Board of Director business, not less than five of the Board members in office shall constitute a quorum for any transaction of business at any meeting of the Board of Directors which has been duly called and noticed or as to which notice has been waived. The act of a majority of the Directors present at such a meeting shall constitute the act of the Board of Directors.

ARTICLE SIX - AMENDMENT OF BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws adopted through the consent of not less than two thirds of the combined total members in good standing and proxy statements. At least 60 days notice must be given to each member of the club that there is an intention to change, amend, repeal or replace any part of these Bylaws at such meeting. Each member must be provided with a proxy form at least 25 days prior to the intended action. Notice of proposed changes shall appear in the club newsletter preceding the meeting.

ARTICLE SEVEN - FISCAL MATTERS

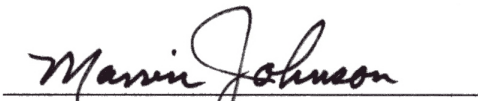
Neither Board members, Officers nor general members will be paid for services rendered by the Dallas Area Classic Chevy Club unless approved by a majority of the Board of Directors for club related business. Board members, Officers and general members may be reimbursed for legitimate expenses incurred while performing the duties to this club. Expenses incurred on behalf of the club by any Board member, Officer or general member shall be submitted to the Treasurer for reimbursement. Reimbursement in excess of \$200.00 must be approved ahead of time by a quorum of the Board.

In the event that the club is dissolved without prior termination or disposition of funds, the remaining funds, after payment of any outstanding indebtedness, shall be given to a charitable organization.

This Constitution and Bylaws were approved as amended on the thirty first day of October, 2004.



David Graves, Acting President



Marvin Johnson, Acting Vice President



Dean Schmidt, Acting Treasurer