

**By-Laws
Of
West Region,
National Council of
Corvette Clubs, Inc.**

**Article I
Name**

The name of this organization shall be West Region, National Council of Corvette Clubs, Inc., hereinafter known as WR. WR is a division of National Council of Corvette Clubs, Inc.

**Article II
Object**

To support the National Council of Corvette Clubs, Inc. objectives of promoting interest in Corvette automobile ownership and operation by the sharing of information, encouraging others to participate in the ownership and enjoyment connected with the use of said automobile. WR is chartered as a not for profit organization.

**Article III
Members**

SECTION 1. QUALIFICATIONS. WR membership shall be limited to a recognized club, in good standing, of the National Council of Corvette Clubs, Inc. located in North Dakota, South Dakota, Nebraska, Kansas, Iowa, or Missouri.

SECTION 2. APPLICATION. Membership into WR is automatic once the qualifications in Section 1 are fulfilled.

SECTION 3. RIGHTS AND PRIVILEGES. Member clubs of WR have the rights and privileges afforded them by the By-Laws of the National Council of Corvette Clubs, Inc.

SECTION 4. TRANSFER OF MEMBERSHIP. WR membership is not transferable or assignable.

**Article IV
Constituent Divisions**

SECTION 1. DIVISIONS.

- A. The divisions of WR shall be Clubs. Any Corvette club within the states of North Dakota, South Dakota, Nebraska, Kansas, Iowa, or Missouri with a minimum of twelve (12) members of National Council of Corvette Clubs, Inc. Any club formed before 1/1/95, must maintain a minimum of six (6) members of National Council of Corvette Clubs, Inc. A minimum of fifty (50) percent of the National Council of Corvette Clubs, Inc. members must be National Council of Corvette Clubs, Inc. primary members.

SECTION 2. RECOGNITION. Any Corvette Club within in the states of North Dakota, South Dakota, Nebraska, Kansas, Iowa or Missouri that fulfills the criteria set forth in the By-Laws of the National Council of Corvette Clubs, Inc. and is a recognized club of National Council of Corvette Clubs, Inc. is a recognized club of the WR.

SECTION 3. ELIGIBILITY. A WR recognized club shall be eligible to sponsor a sanctioned event in which individual members may compete and be eligible to accumulate points toward WR and National Council of Corvette Clubs, Inc. awards.

Article V Board of Governors

SECTION 1. SELECTION. The individual members of each recognized club shall elect/appoint one individual member to serve on the Board of Governors of WR. The governor must be a member of WR through the club they represent. A governor shall serve a term of one year; and their term of office shall commence on the first day of January, following their election. A governor may serve more than one term in office. Each governor shall have one vote at all meetings of the Board of Governors.

SECTION 2. GENERAL POWERS. The business and affairs of the WR shall be managed by its Board of Governors.

SECTION 3. DUTIES OF BOARD OF GOVERNORS. The Board of Governors may:

- A. Hold meetings at such times and places as it thinks proper;
- B. Print and circulate documents and public articles;
- C. Authorize contracts;
- D. Devise and carry into execution such other measures as it deems proper and expedient to promote the objectives of WR and to best protect the interest and welfare of the members.

SECTION 4. REMOVAL OF GOVERNORS. Governors may be removed from office in accordance to the By-Laws of the National Council of Corvette Clubs, Inc.

Article VI Dues and Finance

SECTION 1. DUES. The Board of Governors may determine the amount of initiation fee, if any, and all dues payable to WR by its member clubs. Motions to change dues shall be read by the Regional Executive and lay on the table at least one meeting before voting by the Board of Governors.

SECTION 2. PAYMENT OF DUES. Dues shall be payable on or before November 30 or as determined by the Regional Membership Director.

SECTION 3. COMPENSATION. No governor or elected officer shall receive any compensation from WR for services except for reimbursement of out-of-pocket expenses as are approved by a majority of those present at any Board of Governor meeting.

SECTION 4. CORPORATE LIABILITY. All persons, corporations, partnerships, groups or associations extending credit to, contracting with, or having any claim against WR or officers thereof, shall look only to the funds and property of WR for the payment of any judgment, contract, claim, payable to them from WR or its officers and, unless specifically otherwise provided by law, the officers shall not in any manner be personally liable.

SECTION 5. LIABILITY FOR DEBTS OF RECOGNIZED CLUBS. WR shall not incur nor be responsible for any debt, damage, judgment, contract, claim or decree or liabilities of any kind or nature, incurred or sustained by any recognized club or other approved local organization, club or association of any persons acting in such capacity, unless said local group has obtained prior approval in writing signed by a majority of the Board of Governors.

SECTION 6. INDEMNIFICATION OF OFFICERS. The Board of Governors may indemnify and reimburse from funds of WR, each governor, agent or officer of WR and their heirs, executors, administrators, and assigns for any judgment against them for expenses necessarily incurred by them in connection with the defense or reasonable settlement of any such action, suit or proceeding to which they are a party by reason of any authorized conduct in such capacity. Further, WR may indemnify any such governor, agent, or officer of WR for any act or acts which WR could lawfully indemnify any such governor, agent or officer under the laws of the state of Iowa.

SECTION 7. FISCAL YEAR. The fiscal year of WR shall begin on the first day of January and end on the last day of December in each year.

Article VII Officers

SECTION 1. OFFICERS. The elected officers of WR shall be the Regional Executive, the Regional Competition Director, the Regional Membership Director, the Treasurer and the Secretary. The Regional Executive shall be the chief executive officer of WR.

SECTION 2. ELECTION AND TERM OF OFFICE. With the exception of the Webmaster, the officers of WR are to be elected by written or electronic ballot at the last regularly scheduled governors' meeting of the calendar year for a one year term. The ballot procedure used will be the preferential voting method, as prescribed in the Robert's Rules of Order. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. Only governors in attendance, or a representative from the governor's club or sealed absentee ballot or an electronic ballot, shall be eligible to vote for the election of officers. The officers shall take office on January 1 of the following year upon their approval from the National Council of Corvette Clubs, Inc. per National of Council of Corvette Clubs, Inc. By-Laws. Each officer shall hold office until his/her successor has been duly elected and qualifies or until his death or he resigns or is removed in a manner provided by the National Council of Corvette Clubs, Inc. By-Laws.

The Webmaster shall be appointed by the Regional Executive, and his/her appointment shall be approved by a majority vote of the governors or governors' representatives at the meeting at which the appointment is offered. The appointment will be for a term of one year, and will be made at the first regularly scheduled governors' meeting of the calendar year. In the event the Regional Executive's appointment is not approved, the Regional Executive will offer appointments until the governors approve an appointment.

SECTION 3. DUTIES.

- A. Regional Executive.** The Regional Executive shall be chief executive officer of WR, and in the recess of the Board of Governors shall have the general control and management of business and affairs, subject, however, to the right of the Board of Governors to delegate any specific power, except as such may be by statute exclusively conferred upon the Regional Executive, to any other officer or officers of WR. In the absence or disability of the Regional Executive, the Regional Competition Director shall perform the duties and exercise the powers of the Regional Executive until the next regularly scheduled meeting.
- B. Regional Competition Director.** The Regional Competition Director shall be responsible for the conduct of all competition events sanctioned by WR involving the use of the Corvette automobile. In the absence or disability of the Regional Executive, the Regional Competition Director may perform the duties of the Regional Executive.

- C. **Regional Membership Director.** The Regional Membership Director shall have responsibility for promoting membership in National Council of Corvette Clubs, Inc. and WR. In the absence or disability of the Regional Executive and the Regional Competition Director, the Regional Membership Director may perform the duties of the Regional Executive.
- D. **Treasurer.** The Treasurer shall keep an account of all monies received and expended for the use of WR using accepted accounting methods.
- E. **Secretary.** The Secretary shall attend all meetings of the Board of Governors and the general membership and shall record and publish the minutes of such proceedings. In the event of absence or disability of the Secretary, the Regional Executive may appoint a Secretary pro tem.
- F. **Webmaster.** The Webmaster shall maintain the regions' website, ensuring that it contains current and meaningful information, and presents a positive image of the region.

SECTION 4. REMOVAL. The Regional Executive, Regional Competition Director, and Regional Membership Director may be removed from office according to the procedure in the By-Laws of the National Council of Corvette Clubs, Inc. The Treasurer, Secretary and Webmaster may be removed from office by the Board of Governors upon receipt of a majority of written complaints from the governors of WR.

SECTION 5. VACANCIES. A vacancy in any elected office because of death, resignation, removal, disqualification or otherwise of any officer may be filled by the Board of Governors for the unexpired portion of his term at the next scheduled meeting. The Webmasters' position may be filled by an appointment by the Regional Executive.

Article VIII Meetings

SECTION 1. NOTICE OF MEETINGS. A notice of each regular and special meeting of the Board of Governors stating the time, place, date and purpose thereof shall be issued by the Regional Executive in accordance with WR Operating Rules and Procedures.

SECTION 2. MEETINGS OF THE BOARD OF GOVERNORS. Regular meetings of the Board of Governors shall be held on dates and at such a location as is determined by the Regional Executive or designate.

SECTION 3. PROXY GOVERNOR. A Governor may authorize another National Council of Corvette Clubs, Inc. member of his/her club to act for him/her during a Board of Governors meeting. The Proxy Governor must be a member of WR through the club he/she is representing.

SECTION 4. QUORUM. As set forth in the WR Operating Rules and Procedures.

Article IX Committees

The Board of Governors may, at any time, appoint committees on special subjects.

Article X Dissolution

SECTION 1. PROPERTY. If, for any reason, WR is disbanded or dissolved, all assets would be distributed to member clubs, based on the number of National Corvette Clubs, Inc. members in each club.

SECTION 2. DISSOLUTION. Dissolution of WR shall be made in accordance with all applicable Federal and State of Iowa laws.

**Article XI
Official Emblem**

SECTION 1. OFFICIAL EMBLEM. The official emblem of WR shall be.



SECTION 2. LOGO. The emblem of the Corporation shall always contain thereon the inscription “National Council of Corvette Clubs, Inc.” or “NCCC” and “West Region”.

**Article XII
Parliamentary Authority**

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the proceedings of WR in all cases not provided for in these By-Laws.

**Article XIII
Amendments**

SECTION 1. AMENDMENTS. These By-Laws may be amended, repealed, or altered in whole, or in part, by the Board of Governors. All motions to amend these By-Laws shall first be submitted to the Regional Executive at any Board of Governors meeting and shall be read and ordered by the Regional Executive to lie on the table until the next scheduled Board of Governors meeting. A second reading shall be made before the Board of Governors may vote thereon. Only governors in attendance or representatives from the governor’s club or sealed absentee ballots shall be eligible to vote for motions to amend these By-Laws. A two-thirds vote of governors present and written ballots received, at the time the vote is taken shall be necessary to pass any such motion for amendment.

SECTION 2. ADVANCE NOTICE. Each member of the Board of Governors shall be advised of the proposed amendment in accordance to the WR operating rules.

**Article XIV
Waiver of Notice**

Whenever any notice is required to be given to any member or governor of the Corporation under the provisions of these By-Laws or under any provision of the Articles of Incorporation or under any other provision of law, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.