

CONSTITUTION AND BY-LAWS  
OF THE  
INTERNATIONAL COUNCIL OF  
CORVETTE CLUBS, INCORPORATED



CORVETTE CLUBS  
REVISION ADOPTED APRIL 2013

## Table of Contents

Article	Title	Page
	Mission Statement & Goal	1
I	Definition of Terms	2
II	Membership	3
III	Dues	4
IV	Executive Board Meetings	4
V	Officers	4
VI	Executive Board	7
VII	Committees	7
VIII	Convention	8
IX	Fiscal Year	9
X	Emblem	
XI	Dissolution	9
XII	Amendment Process	10
XIII		
	Appendix A Voting Process	10-11
	Appendix B Auditing Process	12 -13
	Maintenance of Document	14

THIS DOCUMENT ESTABLISHES THE  
CONSTITUTION AND BY-LAWS  
OF THE  
INTERNATIONAL COUNCIL OF  
CORVETTE CLUBS, INCORPORATED

MISSION STATEMENT

The mission of the International Council of Corvette Clubs, Incorporated shall be the following:

1. To promote participation in Corvette oriented activities and to enhance the enjoyment connected with the ownership of the Corvette for members of the corporation.
2. To encourage and assist in the development of Corvette Clubs on the local level.
3. To work with charitable organizations within the communities in which we operate.

GOAL

The goal of the International Council of Corvette Clubs, Incorporated is formed to maintain organizational consistency among its members.

## ARTICLE I

### DEFINITION OF TERMS

When used in these bylaws, the following terms shall mean the following:

International Council of Corvette Clubs. Incorporated: An organization of corvette clubs and individuals who are owners of the corvette and have come together to enjoy the sports involved with the car, and engage in the camaraderie with other individuals with like interests. The organization shall hereinafter be known by the following designations: the I.C.C.C., or the Corporation.

Active Member: An individual in good standing with the Corporation, having paid all current dues and fees.

Affiliate Clubs: Any corvette club who has a minimum of six (6) members that have also met the individual membership requirements as established in Article II. An Affiliate club is a member club of the Corporation.

Annual Convention: The annual convention of the corporation shall be held the second week of July of each calendar year. Convention dates can only be changed by a majority vote of the Corporation Membership at a quarterly meeting.

Corporation: The entire organization known as the International Council of Corvette Club, Incorporated.

Executive Board: The combination of the Corporation officers.

Honorary Member: Membership that is bestowed on a person by majority vote of the Membership.

Independent Member: A member of I.C.C.C. not associated with any specific club.

Membership: The voting body of the Corporation.

Officers: The President, Vice President, Secretary, Corresponding Secretary, Treasurer, Parliamentarian, and Sergeant at Arms.

Quorum: Two-thirds (2/3) of the general membership present.

Standing Committee: The established group of members assigned to establish policy and legislation in specific areas of the Corporation with the approval of the Membership.

## ARTICLE II

### Membership

Section 1 - Members: The following requirements exist to obtain membership into the Corporation.

A. Membership shall be limited to owners or principal operators of the Chevrolet Corvette who are members in good standing.

1. Exceptions

a. Honorary Members

b. In the event a member no longer has ownership of an operable corvette, he/she has 24 months in which to replace said car in order to retain their membership in the Corporation.

B. Members must be least 21 years of age.

C. The Corporation reserves the right to check any member for compliance with this section.

Section II - Membership Classification: Corvette owners shall be classified as follows:

A. Active members: With the payment of required dues, the Corvette owner shall be classified as an active member of the Corporation.

B. Honorary Members: Honorary Membership may be bestowed on a person by majority vote of the Membership. An Honorary Member is not required to be in compliance with Article II Section 1. The requirement to pay dues, possess voting privileges and the right to hold an executive office in the Corporation are all eliminated.

1. Nominations for Honorary Membership must be presented to the Executive Board.

2. Honorary Membership should be reserved for persons who made extraordinary contribution(s) to the Corporation.

3. Presentations of Honorary Membership shall be made during the Annual Convention.

Section III - Resignations: Any member may resign from the Corporation by informing the Corporation's Membership Committee. Upon resignation, a member relinquishes all rights to Corporate privileges and is required to return property to the Corporation as requested by the Executive Board.

Section IV - Suspension: A member may be suspended for violations of the Constitution and By-Laws. A review of the violation and a recommendation by the Executive Board will be done prior to the incident being presented to the membership for action.

Section V - Transfer of Membership: Membership in the Corporation is non transferable.

Section VI - Termination: The Membership shall have the right to terminate any active member by majority vote, at any scheduled regional meeting for violations of the Constitution and By-laws. An individual shall have the right to appeal such termination to the Board, in person or in writing, after which, the Board shall vote. The results of which will be final.

### ARTICLE III

#### Dues

Section I - Annual Dues: The Membership may change the dues amount at a regional meeting with a two-thirds (2/3) vote of the members present.

Section n - Payment of Dues: Membership dues are to be paid by January 31 of the current year. Dues paid by a member after that date shall be assessed a \$50.00 penalty.

### ARTICLE IV

#### Executive Board

Section I - Meetings of the Board: Meetings of the Board shall be held no *less* than three (3) times a year, not including Annual Convention. Meeting times and locations shall be determined by the Board.

Section II - Notice of Meetings: A notice of each regional meeting stating the time, place, date, etc. shall be mailed by the Corresponding Secretary to each member. This notice shall be mailed at least thirty (30) days prior to date of meeting.

Section III - Compensation: No member shall receive any compensation from the Corporation for services rendered as a member. However, the Corporation shall reimburse out of the pocket expenses incurred by members in carrying out Corporation business, provided the expenditures have prior approval of the President and the Executive Board.

### ARTICLE V

#### Officers

Section 1 - Officers: Officers of this Corporation shall be President, Vice President, Secretary, Treasurer, Parliamentarian, Corresponding Secretary and Sergeant At Arms, each of whom shall be elected by the membership.

Section II - Elections of Officers: Officers of the Corporation shall be elected by the Membership to serve a two year term. Results of the election will be announced to the Membership at the last quarterly meeting of the election year. See Appendix "A" for the qualifications, nomination and voting process.

Section III - Terms of Office:

1. Each officer shall serve for a two year term.

2. New officers shall actively take office at the next regularly scheduled meeting after the election.
3. Each officer shall hold office until his/her successor has been duly elected, or until his/her death, resignation, or if he/she is removed from said office in the manner hereinafter provided.
4. Each officer must be in good financial standing to the Corporation prior to taking office.

Section IV - Removal: Any elected officer may be removed by a two-thirds (2/3) majority vote of the Membership present at a sanctioned meeting, whenever in its judgment, the best interest of the Corporation would be served.

Section V - Vacancies: A vacancy in any office shall be filled by Presidential appointment for the remaining portion of the term. All appointments must be ratified by a majority vote of the Membership, at the earliest regularly scheduled meeting following such appointments.

Section VI - Duties of Officers: The duties and powers of the officers of the Corporation shall be updated as necessary by resolutions of the Membership.

#### President

The President shall preside at all regional meetings. He/she shall have and exercise general charge and supervision of the affairs of the Corporation, and shall do and perform such other duties as may be assigned to him/her by the Membership.

#### Vice President

At the request of the President, or in the event of his /her absence or disability, the Vice President shall perform the duties and exercise of power of the President and to the extent authorized by the Constitution. The Vice President shall have such other powers as the Membership may determine and shall perform such other duties as may be assigned to him/her by the President. The Vice President shall also chair the Leadership Committee.

#### Secretary

The Secretary shall have charge of such books, documents, and papers as the Membership may determine, and shall have custody of the Corporate Seal. He/she shall attend and keep minutes of all regional meetings of the Executive Board, and the Membership of the Corporation. He/she may keep a record containing the names alphabetically arranged of all affiliate clubs, and Independent Members who are active in the Corporation, showing their address. Such books shall be made open for inspection as prescribed by the Constitution. He/she may sign with the President or Vice President the Corporate name on behalf of the Corporation. He/she may sign with the President or the Vice President and affix the Corporate Seal to such document(s). He/she shall, in general, perform all the duties incidental to the office of Secretary, subject to the control of the membership and shall do and perform such other duties as may be assigned to him/her by the President.

### Corresponding Secretary

The Corresponding Secretary shall be responsible for all correspondence intended for the I.C.C.C. membership. He/she will provide updated information to the webmaster to be posted on the Corporation's website. He/she shall, in general, assist in all the duties incidental to the office of the Secretary, and shall do and perform such other duties as may be assigned to him/her by the President.

### Treasurer

The Treasurer shall have the custody of all funds, property and securities of the Corporation, subject to such regulations as may be imposed by the Membership. He/she shall be required to give bond for the faithful performance of his /her duties, in such sum and with such sureties as the Membership may require. He/she shall sign all receipts and vouchers and, together with such other officer or officers, if any, as shall be designated by the Membership, he/she shall sign all checks of the Corporation and all bills of exchange and promissory notes issued by the Corporation, except in cases where the signing and execution thereof shall be expressly designated by the Membership or by these By-Laws to some other officer or agent of the Corporation. He/she shall make such payments as necessary or proper to be made on behalf of the Corporation. He/she shall enter regularly on the books of the Corporation to be kept by him/her for the purpose, full and accurate account of all monies and obligations received and paid or incurred by him/her for or on times to any member on application at the offices of the Corporation. He/she shall, in general, perform all the duties incident to the office of Treasurer. He/she shall submit a written quarterly financial report to the Membership at the regional meetings.

### Parliamentarian

The Parliamentarian shall act in an advisory capacity to the President regarding the proper conduct of meetings. The Parliamentarian shall:

1. Conduct and count all voting of or by the Membership.
2. Chair the election committee for the annual election of officers.
3. Maintain a working knowledge of the Corporate Constitution.
4. Perform such other duties as may be assigned by the President.
5. Use Robert's Rules of Order as a resource for the conduct of all meetings or for the settlement of contested regulations.

### Sergeant At Arms

The Sergeant At Arms shall be responsible for maintaining order at all meetings of the Corporation. Also, the Sergeant At Arms shall enforce the rules and regulations imposed by the Membership. He/she shall be empowered to levy reprimands and fines to violators of Corporate rules. He/she shall also perform such other duties as may be assigned to him/her by the President.



## ARTICLE VI

### Executive Board

Section I - Members: The Executive Board of the Corporation shall consist of:

President  
Vice President  
Secretary  
Corresponding Secretary  
Treasurer  
Parliamentarian  
Sergeant At Arms

Section II - Duties: The Executive Board shall appoint such members as may be necessary to conduct the business of the Corporation. It may act on behalf of the Corporation in any manner when the Membership is not in session. The Executive Board shall report all of its transactions to the membership at each regional meeting.

The Executive Board shall have the Treasurer's account audited each October and provide a written report to the Membership at the January meeting. See Appendix B for Auditing process.

Section III - Conflict Resolution: The Executive Board has the right to challenge any committee's action prior to the Membership's vote of approval. Policy changes may only be established by the Membership. In the event of a tie voting situation between the Membership, the President of the Corporation will cast the deciding vote to break the tie.

## ARTICLE VII

### Committees

Section I - Standing Committees: The Corporation shall maintain the following committees as long term standing Committees:

Competition Committee  
Constitution Committee  
Convention Committee  
Finance /Budgeting Committee  
Leadership Council Committee  
Membership Committee  
Security Committee

Section II - Development of Committees: The Corporation shall maintain the flexibility to develop additional committees on an as needed basis as the Membership or Executive Board deem necessary.

Section III - Selection of Committee Chairperson: The Chairperson of each committee shall be appointed by the President of the Corporation and shall report all proceedings of the committee to the Executive Board. The Chairperson shall hold said chairpersonship until the President's term of office expires or the President sees fit to replace said chairpersonship.

Section IV - Selection of Committee Members: Committee members should be accepted by the committee Chairperson on a voluntary basis.

Section V - Committee Responsibility and Authority:

- A. Committee chairpersons will serve as coordinators of the Standing Committees to assure each committee's area of control complies with this Corporation.
- B. Standing Committees will have authority to prepare amendments to the Constitution in their area of responsibility and make recommendations to the Executive Board for approval.
- C. The Standing Committees will submit all policy proposals, regulations and Constitutional amendments to the Constitution Committee on separate documentation for review as prescribed in the By-Laws prior to being presented to the Membership for approval.

Section VI - Committee Coordination: The President will coordinate committee programs where jurisdictional overlap and conflict with the Constitution occur.

Section VII - Compensation: No member of any committee of the I.C.C.C. shall receive any compensation from the Corporation for services rendered as a member, the exceptions being hotel accommodations for all Executive Board positions at quarterly meetings and the Annual Convention and Competition and Convention Committee chairpersons at the Annual convention.

## **ARTICLE VIII**

### Annual Convention

Section I - Responsibility and Liabilities: The annual convention will be the responsibility of the Corporation. The Corporation will be liable for all authorized debts and obligations incurred during the planning and implementation of conventions.

Section II - Dates of Convention: The dates of the annual convention shall be the second week of July of each calendar year. Convention date can only be changed by majority vote of the body of the Corporation.

Section III - Convention Funding and Proceeds: The annual convention or quarterly meeting financing shall be the responsibility of the Corporation. Any authorized expenditures or losses incurred by the host club shall be reimbursed by the Corporation.

Section IV - Selection of Convention Host Club: Any affiliated club seeking to host an I.C.C.C. Annual Convention or quarterly meeting must:

- A. Have been a member in good standing for no less than one full year.
- B. Must have sent an I.C.C.C. member representative to at least two of the last four regional meetings prior to making proposal
- C. Must have access to adequate facilities in the opinion of the Convention Committee.

Section V - Changing the Host Club:

- A. Any affiliated club which is given the right to host an I.C.C.C. Annual convention or quarterly meeting by a majority vote of the membership at a regularly scheduled quarterly meeting, cannot be stripped of that right unless positive proof of major deterioration in said club's economic or membership structure has occurred since the club received the confirmation vote, giving them the right to host a convention.
- B. If for any reason, a club is deemed unable to host a convention after being awarded the right, the convention must be offered to the club which received the next highest number of votes at the time that the club was selected.

**ARTICLE IX**

Fiscal Year

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December of the calendar year.

**ARTICLE X**

Emblem

Section I - Official Emblem: The emblem of the Corporation shall be: One letter "I" and three letters "C" with the inscription "International Council of Corvette Clubs" at the bottom of the emblem.

Section II - Inscription and Color: The emblem of the Corporation shall always contain thereon the inscription: "International Council of Corvette Clubs Incorporated", or "I.C.C.C." when applicable, the emblem will always be predominantly red, white and blue.

**ARTICLE XI**

Dissolution

Section 1 - Property: If for any reason this Corporation is disbanded or dissolved, any property held in the Corporation's name shall be liquidated and turned into cash, in a manner suitable to the majority of the Membership. After all corporate liabilities have been paid; the remaining cash shall be donated to a non-profit charitable organization or organizations chosen by the active members.

Section II - Decision to Dissolve: The decision to dissolve the Corporation can only be made by the Membership and must be passed by a two thirds (2/3) vote of the members present.

## ARTICLE XII

The Corporation reserves the right to amend, alter or repeal any provision contained in this document, after a two thirds (2/3) vote of those members present at a regularly scheduled quarterly meeting, provided the proposal is reviewed by the Constitution Committee and accepted by the Executive Board, the proposal can then be submitted to the Membership at said meeting for discussion and voting for the proposal will be conducted at that meeting.

## APPENDIXES

### APPENDIX "A" OFFICER ELECTION PROCESS

**This appendix covers the following areas:**

- **Nomination/Election Committee**
- **Officer candidate qualification**
  - **Nomination process**
  - **Balloting process**
- **Officer installation process**

### NOMINATION/ELECTION COMMITTEE

**Appendix 'A' provides the authority for the Corporation to creation of the Nomination/Election Committee. The Nomination/Election Committee will be establish at the 1<sup>st</sup> meeting of the election year to handle all issues related to the nomination ,election and installation of the Corporation's Officers. This Committee is fully sworn to carry out the items outlined within Appendix 'A' of the ICCC Constitution.**

### OFFICER CANDIDATE QUALIFICATION

- 1) Must meet all membership items in Article II Section I**
- 2) Must have attended 3 of the last 5 corporation meetings prior to their nomination.**
- 3) He/she must be present at the meeting in which they are nominated from the floor.**
- 4) Must be able to give up to a 6 minute speech to Membership on what he/she would contribute to the position they are a candidate .**

**( continue next page )**

## **NOMINATION PROCESS**

- 1) Nomination for the officer positions shall be conducted from the floor during the 1<sup>st</sup> and 2<sup>nd</sup> Corporation meetings of the election year**
- 2) The nomination process will close at the adjournment of the 2<sup>nd</sup> meeting of the election year**
- 3) The Nomination/Election committee will verify the eligibility of all candidates nominated and provide the ballot to be distributed as an amendment the 2<sup>nd</sup> meeting of the election year's minutes**

## **BALLOTING PROCESS**

- 1) A copy of the ballot distributed with the 2<sup>nd</sup> meeting's minutes will be provided at the Annual Convention for voting (3<sup>rd</sup> meeting of the election year).**
- 2) Voting will be done at the Annual Convention during a time frame announced by the Nomination/Election committee ,this time frame will be posted in the registration area**
- 3) At the termination of the voting at the 3<sup>rd</sup> meeting the ballot box will be secured by the Nomination/Election committee for ballot tabulation**
- 4) The results of the election will be announced prior to the adjournment of the banquet at the Annual Convention of the election year.**

## **OFFICER INSTALLATION PROCESS**

- 1) Installation of the elected officers shall take place per Article V Section III- Term of Office**

## APPENDIX B

### Auditing Process

The purpose of this appendix is to establish the guidelines for the Finance Auditing Committee (FAC) set forth by the ICCC Constitution [Article VI, Section II; Executive Board duties] in the areas of:

\*FAC functions

\*Events to be examined

1. Car shows
2. Annual Convention
3. Quarterly Meeting
4. Membership by amounts (money and people additions) each quarterly meeting

\*How and when the FAC will report to the Executive Board and Corporate Membership

FAC may receive some items before this date if item is complete by the Committee establishment date. A document transfer register will be developed to accomplish this task. Items to be examined but not limited to:

1. Dues receipt book
2. Bank account deposits/receipts
3. All normal income and expenditures (cash, check and card(s)  
(credit/debit)
4. Sponsorship income/expenses
5. Event income and expenses
6. Charitable contributions
7. Certificates of deposits or bonds
8. "Inez Rutledge" Benevolent Fund
9. Quarterly meeting minutes

( continue next page )

## **Procedures for conducting ICCC audit**

The procedure for conducting the audit is outlined in Appendix B of the “Constitution and By-Laws” dated July 2009.

The audit committee chair person will contact the following officers and collect the following documents:

**Treasurer:** All financial documents listed in appendix B.

**Secretary:** Minutes from the four quarters for which the audit is focusing on.

**Correspondent secretary:** The financial records from the “Inez Rutledge” Benevolent Fund.

With permission from the ICCC President or in his absence the ICCC Vice President the FAC will arrive at the January meeting one day early and conduct the audit. While the audit is taking place the ICCC President, Treasurer, secretary and Correspondent Secretary will make themselves available to the FAC to answer any and all questions that the FAC may have. Once the audit is complete the audit chairperson will prepare a written report and present said report to the body at the January meeting if directed to do so.

Also, when necessary the FAC will make recommendations to the Executive Board and the Finance/Budget Committee on ways to ensure accountability.

## **APPENDIX 'M'**

### **MAINTENANCE OF THE CONSTITUTION OF THE INTERNATIONAL COUNCIL OF CORVETTE CLUB, INC**

The Office of the Parliamentarian and the Constitution Committee shall be responsible for the maintenance of the Constitution of the ICCC as prescribed below:

- Updating of present document
- Distribution of updates to Membership
- Distribution of document to new Corporate members

#### **UPDATING OF THE DOCUMENT**

- When an item is voted on in a membership meeting that amends (add, deletes or changes) the present constitution: a properly updated digital and paper copy of the document will be available for the Executive Board positions of; President, Vice-President, Secretary & Parliamentarian for reference at the next Corporation's meeting
- At the end of the Corporation's calendar year ; a paper page copy of all updates will be available to the Membership

#### **DISTRIBUTION OF DOCUMENT**

- A complete paper copy of the document (including all changes inserted in proper location) will be available to Membership at the beginning of the calendar year 2015 and every four (4) years thereafter.

#### **DISTRIBUTION OF DOCUMENT TO NEW MEMBERS**

New members will receive a current copy of the Corporation's Constitution in their" new member" packet given by the Membership Committee.