

**BY-LAWS
OF
CORNHUSKER CORVETTE CLUB, LTD
Revised Edition, April 2007**

The undersigned, as the Board of Directors for the Cornhusker Corvette Club, Ltd., a non-profit Corporation, hereby adopt the following By-Laws:

**ARTICLE I
Membership**

SECTION 1. Any person owning or leasing a Chevrolet Corvette automobile shall be eligible for membership in this Corporation. If any member shall sell his or her Corvette while a member of this Corporation, said person will have 90 days from the date of the sale of said Corvette during which time it shall be presumed that this member intends to purchase or lease another Corvette; provided that at the end of the said 90 days, any member may remain a member of this Corporation upon proof to the Board of Directors that he/she has purchased or leased another Corvette.

SECTION 2. Applications for membership may be made to the Membership Director.

SECTION 3. The affirmative vote of a majority of the General Members at a General Membership meeting and tender of the dues by the prospective member, as hereinafter set forth, shall be necessary for admittance to membership of this Corporation. However, within 60 days following the affirmative vote on a particular membership application, any current General Member has the right to ask that the Board of Directors investigate the subject applicant and/or the applicant's motive for making the application. If the Board of Directors subsequently determines that the subject membership is not in the best interest of the Corporation, the Board of Directors can revoke the subject membership under the provisions of ARTICLE XI Revocation of Membership.

**ARTICLE II
Meetings of Membership**

SECTION 1. The annual regular meeting of the members of this Corporation shall be held the first month of the fiscal year.

SECTION 2. The monthly meeting of the membership of this Corporation shall be on the third Thursday of each month at 7:30 PM, unless the date falls on a holiday or is specially set by the President. The President shall determine from time to time the regular meeting place of the members of this Corporation. No advance notice of the monthly meeting need be given.

SECTION 3. Any special meeting of the members of this non-profit Corporation may be called at any time by the Board of Directors. Notice stating the place, date and hour of the special meeting and the purpose for which this meeting is called shall be delivered not less than ten nor more than twenty-one days before the date of the meeting, either personally or by mail, by direction of the Board of Directors, to each member entitled to vote at such meeting.

SECTION 4. The order of business of this Corporation for each and every meeting shall be as follows:

1. Call to order.
2. Report of the last meeting, including a reading of the Minutes unless disposed of on motion.
3. Reports of: officers and standing or special committees.
4. Old Business.
5. New Business.
6. Adjournment.

ARTICLE III **Voting of the Members**

SECTION 1. All general members in good standing in attendance at any regular monthly general meeting or special meeting as provided for by the Operating Rules of Procedure, shall constitute a quorum for the transacting of all business at that meeting. A member is in good standing when all dues are paid in full.

SECTION 2. Each eligible member in attendance shall be entitled to one vote.

SECTION 3. A majority of the quorum present at any special meeting or regular meeting may require a secret ballot to be taken on any issue or election which is to be voted on by the membership.

SECTION 4. At both regular meetings and special meetings, unless otherwise specified herein, a majority vote of the quorum present shall be necessary to determine issues voted upon at said meeting.

SECTION 5. Any member in good standing who is otherwise entitled to voting privileges may vote by absentee ballot at any election which is scheduled more than 30 days in advance, provided the member's request for an absentee ballot is made in writing (or email) upon the secretary, postmarked or delivered (or emailed) no less than 5 days prior to the election. The absentee ballot shall be filled out by the voting member, placed in a sealed envelope bearing the member's signature across the sealed flap, and delivered to the secretary before the tabulation of votes begin. Any absentee ballot not meeting the above requirements and which is not in the secretary's possession in a timely fashion shall be void and disregarded.

ARTICLE IV **Board of Directors**

SECTION 1. ELECTION. The business and property of the Corporation shall be controlled and managed by a Board of not less than five nor more than fifteen Directors, who shall be elected, unless specified otherwise herein, at the general meeting of the members in the month of November of each year, to serve at the pleasure of the members, and the members may at any meeting called for the purpose, remove any Director and elect a successor Director or may elect a new Board of Directors.

SECTION 2. VACANCIES. Vacancies on the Board of Directors by death, resignation or otherwise, shall be filled by a member of the Corporation by majority vote of the remaining Directors, though less than a quorum, and the Directors so chosen shall hold office until the next meeting of the members and until their successors shall be duly elected and qualified.

SECTION 3. MEETINGS. The Board of Directors of the Corporation shall hold meetings for any purpose, whenever called by the President or any two Directors. Such meetings may be held outside of the State of Nebraska. Notice of each meeting, indicating briefly the purpose thereof, shall be submitted, at least three (3) days prior to the meeting, which notice shall also state the time and place at which such meeting shall be held, but any Director may waive such notice, and, if in attendance at the meeting, such notice shall be considered waived as to such Director. Written approval by an absent Director of the Minutes of the meeting of the Board of Directors shall constitute a ratification of all action taken at such meeting, as shown by the Minutes hereof, and a waiver of any irregularity in giving notice thereof or in failing to give notice to such Director.

SECTION 4. QUORUM. The presence in person of at least four members of the Board of Directors shall be requisite and shall constitute a quorum at all meetings of Directors. If, however, a quorum shall not be present at any meeting of the Board of Directors, the Director present shall have power to adjourn the meeting from time to time, without notice other than the announcement at the meeting, until a quorum is preset. At such adjourned meeting, any business may be transacted which might have been transacted at the original meeting as called.

SECTION 5. VOTING. At all meetings of the Board of Directors, at least a majority of the Directors present at such meeting must vote for or against a proposal in order to constitute a deciding vote. Each Director present in person at any meeting shall have one vote upon all matters before the Board. However, if any of the following offices are shared by more than one director, there shall be only one vote among said directors.

ARTICLE V **Officers**

SECTION 1. The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, Activities Director, Editor, Governor, Social Director, Director of Summer Festival, Director of Public Relations, Membership Director, and two Members at Large, all of whom shall constitute the Executive Committee of the Corporation and shall be elected by the membership at the November General Membership Meeting of each calendar year. Any two of the said offices, except President and Vice President, may be held by one person.

SECTION 2. Nominations for all officers will be accepted during the months of September and October with the election at the November General Membership Meeting. Election of officers shall be by ballot, and officers must be members of the Corporation. The officers shall begin their duties on or before the first meeting of the fiscal year, unless otherwise determined by the Directors, and such officers shall hold their office for one year or until re-elected. The name of the successful Governor candidate will be submitted to the National Council of Corvette Clubs in November.

ARTICLE VI
Duties of Officers

SECTION 1. The Duties of the Officers of this Corporation are controlled by the CCC Operating Rules of Procedure and can be viewed on the CCC Web Site or obtained from the Board Secretary. (See ARTICLE III – OFFICERS, SECTION 2 – Duties of Officers)

ARTICLE VII
Incapacity of Officers

SECTION 1. In the event that any one of the officers shall become incapacitated or unable to perform his/her duties, the President may delegate such duties to another officer or member of the Executive Committee until such time that the regular officer can serve.

ARTICLE VIII
Fiscal Year

SECTION 1. The fiscal year of this Corporation shall be determined by the Board of Directors as shown by the Minutes of their meeting filed in the Corporation Minute Book.

ARTICLE IX
Dues

SECTION 1. The annual dues for each member of this Corporation shall be established each year by the Board of Directors and shall be due by October 31st of each year, delinquent November 1st.

SECTION 2. Individual members shall have no right of possession to any part of the assets of the Corporation. All dues paid to the Corporation become an asset of the Corporation with no property right in said dues retained by the dues-paying member.

ARTICLE X
Committees

SECTION 1. Acting committees will be appointed by the President as the need arises from the members in good standing of this Corporation.

ARTICLE XI
Revocation of Membership

SECTION 1. Any member for good cause may have his/her membership in this Corporation revoked or suspended by the unanimous action of the Board of Directors after:

- A. One month's written notice is given to said member of the proposed revocation or suspension of his/her membership and reason therefore; and
- B. The member has an opportunity to explain his/her position at the next regular meeting of membership following the expiration of the aforesaid notice; and
- C. If, at a general monthly meeting of the members and upon the request of a person whose membership has been revoked by the Board of Directors, a 2/3 vote of the general members in good standing in attendance may override the Board of Directors and reinstate the person whose membership has been revoked.

ARTICLE XII
Rules of Order

SECTION 1. The "Robert's Rules of Order" shall govern the Corporation when not otherwise provided for in the Articles of Incorporation or By-Laws.

ARTICLE XIII
Amendments

SECTION 1. Pending Board approval, these By-Laws may be amended, repealed, or altered in whole or in part by a 2/3 vote of the general members in good standing in attendance at any regular or specially called meeting of the membership.

ARTICLE XIV
Resignations

SECTION 1. Any member, officer, or member of the Board of Directors may resign his/her office or his/her membership by submitting said resignation in writing to the Secretary or President of the Corporation, and he or she thereby relinquishes all rights, title or claim to any Corporation assets or office.

ARTICLE XV
Club Events

SECTION 1. Only Corvette owners that are members of this Corporation and are driving Corvettes shall qualify for CCC Activity Points with the exception that driving a Corvette to a CCC Social Event or to a CCC General Membership Meeting is not required.

SECTION 2. All drivers' licenses shall be valid and legal; the driver's license of all participants will be examined before any and all events. If a driver's license has been suspended or is not in effect in the state in which the event is taking place, the driver cannot participate; however, the spouse of the driver may enter the event, assuming his or her driver's license is current and in effect.

SECTION 3. This Corporation shall accept and abide by the National Council of Corvette Club rules, regulations and directive as to all events, classifications of cars and schedules.

ARTICLE XVII
Operating Rules of Procedure

SECTION 1. Operating Rules of Procedure are rules adopted by the membership in monthly meetings of the club by a majority vote and recorded by the club Secretary.

These rules shall prevail over any conflict in the general operation and conduct of the club, members and/or guests, except in areas of required legal Articles of Incorporation, required legal By-Laws by the State Statutes of the State of Nebraska, or other statutory requirements, whether state or federal.

ARTICLE XVIII
Salary of Compensation

SECTION 1. No officer or member shall receive any salary or compensation for his/her services.

ARTICLE XIX
Mailing Address

SECTION 1. Mail should be sent to: Cornhusker Corvette Club, Ltd.
 P.O. Box 214
 Boys Town, NE 68010