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ARTICLE #1. NAME

Section 1. This organization shall be known and so designated as *Classics by the Lake, LLC*.
This club was officially established on January 14, 2014.

ARTICLE #2. PURPOSE OF THE CLUB

Section 1. The purpose of the club will be:

- a. operated as a non-profit, limited-liability corporation with the primary purpose of promoting activities relating to classic and special-interest vehicles such as tours, exhibitions, parades and safe operation;
- b. to promote and contribute to local charities, and community events;
- c. to be a source of information for the exchange of classic and special-interest vehicles, parts, and related materials;
- d. to promote public interest in the viewing, collection, preservation, and restoration of classic and special-interest vehicles;
- e. to promote educational initiatives related to careers in the preservation, restoration, and customization of classic and special-interest vehicles.

Section 2. The club shall be operated as a non-profit, limited-liability corporation, and all elected officers and members will serve without remuneration. No part of any monies or remainder, or residue from any dues, donations, or activities shall incur to the profit of any member or individual. The club shall be nonsectarian and nonpartisan.

ARTICLE #3. JURISDICITON

Section 1. The jurisdiction of this constitution shall be as follows: All persons who are members in good standing in *Classics by the Lake, LLC*, comprise the following three classifications:

- a. Board of Directors:
 - One President** to serve a one-year term;
 - One Vice President** to serve a one-year term and automatically assume the office of president;
 - One Secretary** to serve a two-year term;
 - One Treasurer** to serve a two-year term.
- b. Active members (no specific number)
- c. Honorary members (no specific number)

ARTICLE #4. MEMBERSHIP

Section 1. Membership shall be opened to persons with a genuine interest in classic and special-interest vehicles, and share an interest in the objectives of the club and a desire to take an active part in club.

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activities shall be the primary requirement for membership. All applicants for membership must be sponsored by a member in good standing. The applicant must be present at a regular general-membership meeting to join the club.

Section 2. **Active Members:** Members in good standing who are at least eighteen (18) years of age. Active Members may also include persons under the age of eighteen (18) if they are students in high school or another institution of higher learning. A member in good standing is defined as a person who has paid his/her dues in full, has no outstanding amounts due to the club, and contributes to club activities. Active Members are encouraged to maintain the spirit of good fellowship, camaraderie, and fair play in all club-sponsored activities.

Section 3. **Honorary Members:** Individuals who are not Active Members may be recognized by the club's Board of Directors and/or Active Members for their outstanding contributions to the club or community which are in keeping with the goals and objectives of *Classics by the Lake, LLC*. Honorary Members must be sponsored by an Active Member and nominated for recognition at a regularly-scheduled meeting and approved for membership vote. The Honorary Member nominee should not be present at this meeting. The Board of Directors may elect to provide honorary membership for Active Members who have reached the age of eighty (80) or otherwise are physically or financially indisposed.

Section 4. Termination of membership: Active membership may be terminated by:

Resignation. Any Active Member or Officer may resign by filing a written resignation with the Secretary. In no case will the resignation of a member be allowed without that member fulfilling their obligation to pay any dues, assessments, or other unpaid charges.

Expulsion. The Board of Directors, by affirmative vote of two-thirds (2/3) of all board members may suspend or expel a member for any just cause after an appropriate hearing. The Board shall report such actions to the Active Members at the next regularly-scheduled meeting.

Lapsing. An active membership shall be considered lapsed and automatically suspended if such member's dues are unpaid thirty (30) days after the first day of January, unless the membership lapse is due to induction or activation into active military service. Members in good standing who are inducted or activated into active military duty shall be considered Active Members in good standing and are not required to pay annual dues until they are discharged.

Section 5. Reinstatement of Membership: Upon written request signed by the former member and filed with the Secretary, the Board of Directors may, by affirmative vote of two-thirds (2/3), reinstate

such former member upon such terms as the Board of Directors deem appropriate. The Board shall report such action at the next regularly-scheduled meeting.

Section 6. Transfer of membership: Active membership in this organization is not transferable or assignable.

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Section 7. Expulsion: Expulsion and/or disciplinary measures taken with regard to failure to pay dues, fees, infraction of the organization's rules and regulations, and/or other causes, shall be determined by the majority of the voting members, and after the member has been given a written notice of pending action sent to his/her last known address. The member or officer has the right to submit within thirty (30) days of receipt of the pending action, notification, in writing, his/her statement of the case to the other members for consideration.

ARTICLE 5: AMENDMENTS TO THE CONSTITUTION

Section 1. No alterations or corrections shall be made to the Constitution unless proposed in writing at a regularly-scheduled meeting. At such time, discussion shall be conducted and the President will present any proposed changes in final form to the active membership. Changes or amendments must then be approved by three-fourths (3/4) majority vote of the members present. The proposed changes or amendments will once again be presented to the membership of the next regularly-scheduled meeting, and must again be approved by three-fourths (3/4) majority vote of the members present. Change or amendments will be effective only after receiving an approval vote at these two meetings.

BYLAWS

Bylaw 1. ELECTION OF BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the President, Vice President, Secretary, and Treasurer as described in Article 3, Section 1 of the Constitution.

Section 2. Eligibility for office: Any Active Member in good standing may be nominated to serve on the Board of Directors.

Section 3. The Vice President shall ensure that there is at least one Active Member nominated for each office vacancy and shall chair the meeting during the nomination and election process.

Section 4. Nominations and elections shall be held at the regular October general membership meeting. New officers will assume their posts January 1st of the year following the election.

Section 5. The Vice President will be elected annually for a one-year term, advancing to the office of President for a one-year term. The Secretary and Treasurer will be elected every other year for two-year terms.

Section 6. Vacancies in office: Whenever a vacancy shall occur on the Board of Directors, the President or Vice President shall take nominations of qualified Active Members at the next regularly-scheduled membership meeting to fill this opening. A special vote will be held at that time and the vacancy filled. In the case of a vacancy in the Vice-President position, the President will take nominations and hold the election.

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Bylaw 2. MEETINGS

Section 1. There shall be monthly meetings, as needed, held on a regularly-scheduled, agreed-upon day of *Classics by the Lake, LLC*. The location and time of each meeting will be scheduled by the President and emailed by the President or by a call to each member.

Section 2. Quorum: A quorum for conducting business shall be the majority of Active Members in good standing in attendance at a general membership meeting.

Section 3. Special meetings: A special meeting may be called by the President upon three (3) day's notice to each Board of Director Officer. Special meetings will be held at a time and location as scheduled by the President for conducting business which is of extraordinary nature that cannot be postponed to a regularly-scheduled meeting.

Section 4. Minutes of meetings: The Secretary will transcribe minutes of each regular and special meeting and send them to the President for review prior to e-mailing the membership or calling them. Minutes will be considered "un-official" until they are presented to the membership for approval at the next regularly-scheduled meeting.

Section 5. Parliamentary procedure shall govern all meetings in cases not in conflict with the Constitution and Bylaws of the *Classics by the Lake, LLC*, car club.

Bylaw 3. DUTIES OF THE PRESIDENT

Section 1. The President shall be the principal control officer of the organization, and shall, in general, supervise and control all of the business and affairs of the club. He/she shall preside at all meetings of the Board of Directors and Active Members, and shall perform all the duties incident to the office of President.

Section 2. The President shall announce the location, date, and time of all regularly-scheduled membership meetings and special meetings as described in Bylaw 2. This information shall be e-mailed to the membership or by calling each member, consistent with Bylaw 2.

Section 3. The President shall appoint standing committees, and ad-hoc committees, as needed.

Section 4. In the absence of the Treasurer, the President or an appointed member will have the authority to sign checks.

Section 5. In cooperation with the Treasurer, the President will maintain the club post office box at a location of their choosing.

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Bylaw 4. DUTIES OF THE VICE PRESIDENT

Section 1. The Vice President will attend all car club meetings, and in the absence of the President, the Vice President shall perform the duties of the President, with the exception of authorization to sign checks.

Section 2. The Vice President shall coordinate the election of officers, consistent with Bylaw 1.

Section 3. The Vice President will work closely with the members to provide public relations activities, and to encourage membership recruitment and retention.

Bylaw 5. DUTIES OF THE SECRETARY

Section 1. The Secretary shall attend all regular and special meetings and provide an accurate record in writing of all club transactions and business. The Secretary will also coordinate all club written communication including, but not limited to, emailing of “unofficial” meeting minutes consistent with Bylaw 2.

Section 2. The Secretary shall retain an accurate listing of all club Active and Honorary Members to include name, address, telephone, and email addresses.

Section 3. The Secretary shall maintain copies of all regular and special meeting minutes and club correspondence.

Section 4. The Secretary shall represent the Board of Directors in screening the club website for content and clarity.

Bylaw 6. DUTIES OF THE TREASURER

Section 1. It shall be the duty of the Treasurer to receive all money belonging to the organization and to pay all bills authorized by the organization.

Section 2. The Treasurer shall maintain the organization's tax identification number, as well as one club checking account. In addition, the Treasurer will rent a Post Office box for the use of Classics by the Lake correspondence at a location selected by the President.

Section 3. The Treasurer will ensure that all bills, fees, and other obligations incurred by the organization will be paid only by check from the club account, and will maintain records of all invoices and receipts.

Section 4. The Treasurer will have authority to write checks up to a limit of \$1000.00 for projects and functions approved by the Board of Directors and/or the general membership, such as club activities, educational sponsorship support, and government fees or assessments. Disbursements over \$1000.00 must be approved by general member vote.

Section 5. The Treasurer will coordinate with the Secretary to ensure an accurate listing of all members in good standing.

Section 6. The Treasurer will be an active member of the Audit Committee and will ensure that club records are current and available for the annual audit each January.

Section 7. The Treasurer will present orally and in writing a report of club financial transactions and status at each regular and special meeting for review and approval.

Section 8. The Treasurer shall maintain copies of all fiscal transactions, and shall turn over these records to succeeding Treasurer upon completion of his/her elected term.

Section 9. The Treasurer will coordinate with the President and a member in good standing to ensure that proper signature cards are in effect for the club checking account.

Section 10. The Treasurer will ensure that the organization's Limited Liability Corporation reports and fees are completed and paid in a timely manner and reported to the Board of Directors and Active Members.

Section 11. The Treasurer, in cooperation with the President, shall maintain the club post office box at a location of their choosing.

Bylaw 7. VOTING MEMBERS

All active Members with paid dues in good standing shall be considered a voting member.

Bylaw 8. FISCAL YEAR

The organization's fiscal year shall be from January 1 to December 31.

Bylaw 9. DUES/FEES/ASSESSMENTS

Section 1. Membership dues shall begin January 1 and terminate December 31. Dues will be collected by the Treasurer at the opening of the Holiday party.

Section 2. New members joining will pay \$25.00 for a one-year membership.

Bylaw 10. COMMITTEES

Section 1. There will be two categories of committees: Standing Committees and Ad-Hoc Committees as listed below.

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Standing Committees

- a. Audit Committee: This committee will consists of the Vice President and two members at-large appointed by the President
- b. Car Show Coordinator: one Active Member appointed by the president for a one-year term.

Ad-Hoc Committees

- a. Annual club picnic: One or more Active Member(s).
- b. Annual Holiday party: One or more Active Member(s).
- c. Other committees related to club activities may be appointed by the President.

Section 2. Duties of committee chairpersons: Each standing and ad-hoc committee chairperson shall be responsible for bringing their committees' budget request to the Board of Directors at the first meeting after their appointment for review and approval of the membership.

Bylaw 11. AMENDMENTS TO THE BYLAWS

Section 1. Any member, in good standing, may propose by written instrument to the officers of the organization the changes, additions, deletions, nonconformities, amendments and/or corrections that need to be made to the bylaws. After review and discussion by the Board of Directors, said proposal(s) shall be submitted to the entire membership through notice in the website and/or at a general-membership meeting, with the Board's recommendations for passage or rejection. The proposal(s) shall then be submitted to the voting members at the next membership meeting. The proposal shall then be presented for the first time at the next general membership meeting for discussion and vote. If the proposal fails, the process is complete. If the proposal fails, the process is complete. If the proposal passes by a $\frac{3}{4}$ majority of the members present, the Secretary will record these proceedings and report them in the newsletter. The President will present the proposal for a second time at the next regularly-scheduled membership meeting, and, if once again passed by a $\frac{3}{4}$ majority of the members in attendance, the change will become effective. No alterations, corrections or changes shall be made to the bylaws unless as stated and regulated in Bylaw 11.

Adapted and approved at the *Classics by the Lake*
general membership car club meeting
January 14, 2014
Richard Hutchinson, President

Revised and approved at the *Classics by the Lake*
general membership car club meeting

Classics by the Lake, LLC ***Constitution and Bylaws***

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