SANTA CLARITA VALLEY CORVETTE CLUB, INC.

BYLAWS

ARTICLE I. OFFICES

Principal Office

<u>Section 1.01</u>. The principal office of the Corporation for its transaction of business is located in the County of Los Angeles.

Change of Address

<u>Section 1.02</u>. The Board of Directors is hereby granted full power and authority to change the principal office of the Corporation from one location to another in the County of Los Angeles, California. Any such change shall be noted in the Standing Rules.

ARTICLE II. MEMBERS

Classification and Qualification of Members

<u>Section 2.01</u>. The Corporation shall have 4 classes of members as follows: Regular Member, Associate Member, Honorary Member and Charter Member.

Eligibility of Membership

Section 2.02. Any natural person is eligible to be a member of the Corporation provided that:

- a. For Regular Membership:
- 1. Such person is at least 21 years of age.
- 2. Such person has an ownership interest in a Corvette automobile manufactured by General Motors.
- b. For Associate Membership:
- 1. Need not own or intend to acquire a Corvette automobile.
- 2. Is sponsored for membership by a Regular member who may do so only once in a twelve month period.
- c. For Honorary Membership:
- 1. Is granted in recognition and appreciation to those individuals who may not own a Corvette automobile and may not have the desire for regular membership, but is awarded in recognition of

outstanding interest in, service or financial contribution to the Corporation.

- d. For Charter Membership:
- 1. Need not presently own or intend to acquire a Corvette automobile.
- 2. At one time were regular members.
- 3. Is granted in recognition and appreciation to those regular members who were instrumental in forming the Santa Clarita Valley Corvette Club.

Admission to Membership

<u>Section 2.03</u>. Any person qualified for membership under Section 2.01 of these Bylaws and eligible for membership under Section 2.02 of these Bylaws shall be admitted to membership as follows:

- a. Shall satisfy the attendance requirements as set forth in the Standing Rules in effect at the time of application to be approved for membership.
- b. Shall submit an application for membership in form prescribed by the Board of Directors.
- c. Be approved for membership by the Board of Directors.

Dues

<u>Section 2.04</u>. The annual dues payable to the Corporation by Regular and Associate members shall be in such amounts as shall be determined by the Board of Directors. A member, upon learning of the amount of dues determined by the Board of Directors, and the time or times of payment fixed by the Board of Directors, may avoid liability for the dues by promptly resigning from membership, except where the member is, by contract or otherwise, liable for the dues. No dues shall be owed or paid by Charter or Honorary members.

Financial Commitments

<u>Section 2.05</u>. In the event any member agrees to attend a club function which has a stated cost per member, which results in a financial commitment by the Corporation and financial loss resulting from inadequate member participation, such member shall be obligated to the club in the amount of such stated cost per member if such member fails to attend for any reason.

Number of Members

<u>Section 2.06</u>. Regular membership shall normally be limited to not more than 100 Regular members at any one time. However, the Board of Directors may, at its discretion, allow the number of members to exceed 100. In the event the Club's regular membership is at 100, or more, the Membership Chairperson will maintain a Prospective Membership List. Prospective members may attend functions as per the Standing Rules.

Membership Book

<u>Section 2.07</u>. The Corporation shall keep in written form (or in any other form capable of being converted into written form) a membership roster containing the name, address, and class of each member. Such roster shall be subject to the rights of inspection required by law as set forth in section 2.08 of these Bylaws.

Inspection Rights of Members Demand

Section 2.08.

- a. Subject to the Corporation's rights to set aside a demand for inspection pursuant to Section 8331 of the Corporations Code and the power of the court to limit inspection rights pursuant to Section 8332 of the Corporations Code, and unless the Corporation provides a reasonable alternative as permitted by Section 2.08(c) of these Bylaws, a member satisfying the qualifications set forth hereinafter may do either or both of the following:
- 1. Inspect and copy the record of all the members' names and addresses, at reasonable times, on five (5) business days' prior written demand on the Corporation, which demand shall state the purpose for which the inspection rights are requested.
- 2. Obtain from the Secretary of the Corporation, on written demand and tender of a reasonable charge a list of the names addresses and voting rights of those members entitled to vote for election of Directors, as of the most recent record date for which it has been compiled or as of the date of demand. The demand shall state the purpose for which the list is requested. The membership list shall be available or on before the latter (10) business days after the demand is received or after the date specified therein as the date as of which the list is to be compiled.

Members Permitted to Exercise Rights of Inspection

- b. The rights set forth on Section 2.08(a) of these Bylaws may be exercised by the following:
- 1. Any member, for a purpose reasonably related to such person's interest as a member.
- 2. The authorized numbers of members for a purpose reasonably related to the members' interest as members.

Alternative Method of Achieving Purpose

c. The Corporation may, with ten (10) business days after receiving a demand pursuant to Section 2.08(a) of these Bylaws, deliver to the person or persons making the demand a written offer of an alternative method of achieving the purpose identified in said demand without providing access to or a copy of the membership list. An alternative method which reasonably and in a timely manner accomplishes the proper purpose set forth in a demand made pursuant to Section 2.08(a) of these Bylaws shall be deemed reasonable, unless within a reasonable time after acceptance of the offer, the Corporation fails to do those things which it offered to do. Any rejection of the offer shall be in writing and shall indicate the reasons to alternative

proposed by the Corporation does not meet the purpose of the demand made pursuant to Section 2.08(a) of these Bylaws.

Certificates of Membership

<u>Section 2.09</u>. The Corporation shall not issue memberships certificates; however, the Corporation reserves the right to issue identity cards or similar devices to members, which serves to identify members qualified to use the facilities or services of the Corporation.

Non-liability of Members

<u>Section 2.10</u>. A member of the Corporation shall not, solely because of such membership, be personally liable for the debts, obligations, or liabilities of the Corporation.

Transferability of Membership

<u>Section 2.11</u>. Neither the membership in the Corporation nor any rights in the membership may be transferred for value or otherwise.

Termination of Membership Causes

Section 2.12.

- a. The membership and all rights of membership shall automatically be terminated in the occurrence of any of the following:
- 1. The voluntary resignation of a member with notice as prescribed by Section 2.12(b) of these Bylaws.
- 2. The death of a member.
- 3. The nonpayment of dues, subject to limitation set forth in Section 2.12(c) of these Bylaws.
- 4. For substantive grounds found not in the best interest of the Corporation and its members, subject to the proceedings set forth in Section 2.12(d) of these Bylaws.

Resignation by Giving Notice

b. The membership of any member of the Corporation shall automatically terminate when such member's written request for such termination delivered to the President or Secretary of the Corporation personally or deposited in United States mail (first-class) postage prepaid or sent by electronic mail to one of the aforementioned officers of the Corporation.

Nonpayment of Dues

c. The membership of any Regular or Associate member who fails to pay his or her dues on or before July 1, but no later than 30 days from July 1 of the calendar year, shall automatically have their membership terminated at the end of such 30 day period (August 1), provided such member was given at least (15) days' prior written notice of the pending termination for non-payment of dues. The notice shall be given personally to such member, by telephone, first class mail or by means of electronic mail to the last known mailing address or electronic mailing address of such member shown on the records of the Corporation. The Board of Directors, in its discretion, based

on exigent circumstances may deviate from this rule.

Substantive Grounds

- d. In the event of termination for substantive grounds, upon complaint submitted to the Corporation, not in the best interest of club in Section 2.12(a) 5). The proceedings will be initiated by a written complaint submitted to the Chairman of the Board calling for termination of a member on substantive grounds. Upon receipt, the Chairman of the Board will thereon convene a special meeting of the Board of Directors to determine by simple majority vote of the Directors participating, whether probable cause exists to proceed further with the complaint. In the event the Board determines probable cause does exist, the Chairman will thereupon notify the subject of the complaint, either orally or in writing, inform such person of the complaint and the hearing provided for herein. The Chairman will further inform such member that the proceedings will either be closed and known only to the participants involved, or open to the membership, at the option of the subject of the complaint. The subject shall be given the opportunity to be heard, at the election of such member, either orally or in writing. The hearing shall be conducted by the Board of Directors. The hearing shall be presided over by the Chairman of the Board who shall perform the following duties:
- 1. Read the charges against the subject member.
- 2. Require that the charges be verified by the testimony of the person or persons making them.
- 3. Hear any of the witnesses against the subject member.
- 4. Allow the subject member to cross-examine each witness following the testimony of that witness.
- 5. Allow the subject member to make a statement on his or her own behalf.
- 6. Allow the subject member to call witnesses in his or her own behalf.
- 7. Allow the members of the Board conducting the hearing to question the witnesses after they have been questioned by the subject member.

The Board conducting the hearing shall conduct the hearing in good faith and in a fair and reasonable manner. The Board shall have the exclusive power and authority to decide that the proposed termination shall or shall not take place, and a 2/3 vote of the Board members shall be required to remove a member.

Effect of Termination

e. All rights of a member in the Corporation and in its property shall cease on the termination of such member's membership. The termination shall not relieve the member from any obligation for charges incurred; services or benefits actually rendered, dues, or fees, whether arising from contract or otherwise. The Corporation shall retain the right to enforce any such obligation or obtain damages for its breach.

ARTICLE III. MEETINGS OF MEMBERS

Place

<u>Section 3.01</u>. Meetings of the members shall be held at the principal office of the Corporation, or at such location within the State of California as may be designated from time to time by resolution of the Board of Directors.

Regular Meetings

<u>Section 3.02</u>. The members shall meet for a regular business meeting the first week of each month on a consistent day of the week as determined by the Standing Rules.

Special Meetings

<u>Section 3.03</u>. Special meetings of members shall be called by the Board of Director or the President of the Corporation and held at such place as is fixed in Section 3.01 of these Bylaws for regular meetings of members, or at such times and places within the State of California as may be order by resolution by the Board of Directors.

Notice of Meetings

Section 3.04. No notice of each regular monthly business meeting is required. Written notice of every special meeting of members shall be personally delivered, by telephone, or electronically mailed or mailed by first-class United States, postage prepaid not less than (10) nor more than (30) days before the date of the meeting to each member who on the record date for notice of the meeting is entitled to vote thereat.

In the event given by mail or other means of written communication, the notice shall be addressed to the members at the address or electronic address, of such member appearing on the books of the Corporation, or at the address given by the member to the Corporation for the purpose of notice.

Contents of Notice

<u>Section 3.05</u>. The notice shall state the place, date, and the time of the meeting. The notice of any meeting at which officers are to be elected shall include the names of all those who are nominated for office.

Waivers, Consents, and Approvals

Section 3.06. The transactions of any meeting, of members, however called and noticed, and wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum is present, and if, either before or after the meeting, each of the persons entitled to vote signs a written waiver of notice, consent to the holding of the meeting, or an approval of the minutes of the meeting. All such waivers, consents, and approvals shall be filed with the Corporate records and made a part of the minutes of the meeting.

Ouorum

<u>Section 3.07</u>. A quorum at any meeting of members shall consist of 33% of the total Regular and Charter members in good standing at the time of such meeting.

Loss of Ouorum

<u>Section 3.08</u>. The Regular and Charter members present at a duly called or held meeting at which a quorum is presented may continue to transact business until adjournment notwithstanding the withdrawal of enough members to leave less than a quorum, if such action taken, other than adjournment, is approved by at least a majority of members required to constitute a quorum.

Adjournment for Lack of Ouorum

<u>Section 3.09</u>. In the absence of quorum, any meeting of members may be adjourned from time to time by the vote of the majority of the votes, but no other business may be transacted except as provided in Section 3.08 of these Bylaws.

Voting of Membership Entitlement

Section 3.10.

a. Each Regular member and Charter member is entitled to one vote on each matter submitted to a vote of the members. Honorary members and Associate members shall not be entitled to vote on any matter submitted to a vote of the members.

Record Date of Membership

b. The Board of Directors shall fix, in advance, a date as the record date for the purpose of determining the members entitled to vote at any meeting of members. Such record date shall not be more than 60 or less than 10 days before the date of the meeting. It shall be the responsibility of the Treasurer to report to the Board of Directors those members current in their dues and therefore members in good standing.

Cumulative Voting

c. Cumulative voting shall not be authorized for the election of Directors or for any other purpose.

Proxy Voting

d. Members entitled to vote, as set forth in Section 3.10 (a) of these Bylaws, shall not have the right to vote by a written proxy.

Action Without Meeting by Written Ballot

Ballot Requirements

Section 3.11.

a. Subject to the limitations specified in Section 3.11(b) of these Bylaws, any which may be taken at any regular or special meeting of members may be taken without a meeting provided there is satisfaction of the following ballot requirements:

- 1. The Corporation distributes a written ballot or provides electronic means to print out an official written ballot to every member entitled to vote on the matter.
- 2. The ballot shall set forth the proposed action, provide an opportunity to specify approval or disapproval of any proposal, and provide a reasonable time within which to return the ballot to the Corporation.
- 3. The number of votes cast by ballot with the time period specified equals or exceeds the quorum required to be present at a meeting authorizing the action: and
- 4. The number of votes required for approval equals or exceeds the number of votes that would be required to approve at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot.

Limitations Pertaining to Election of Directors and Officers

b. Directors and Officers shall be elected by written ballot.

Solicitation of Ballots

c. Ballots shall be solicited by a manner consistent with these Bylaws.

Conduct of Meetings

President

Section 3.12.

a. The President of the Corporation or, in his or her absence, the Vice President, or in his or her absence the Secretary, shall preside over the meetings of the members. The President will call the meeting to order, determine whether a quorum is present, announce the business of the meeting in correct order, and state and put to vote all motions. Prior to voting an any motion, the President will put the motion to debate, and while maintaining order and decorum, encourage expressions of views on all sides of the motion being debated. During such debate, the President will remain neutral and impartial on the question being debated, and not express his or her opinion on the motion. The president shall vote by secret ballot; however, if the motion is before members assembled by show of hands, the President does not vote unless the President's vote, as he or she intends to cast it, charges the outcome of the vote. The President's vote is optional with the President.

Rules of Order

b. Robert's Rules of Order, as may be amended from time to time, shall govern the meetings of members insofar as such rules are not inconsistent with or in conflict with these Bylaws, the Articles of Incorporation of this Corporation.

Inspectors of Election

Appointment

Section 3.13.

a. In advance of any election of officers, the Board may appoint inspectors of election who are not candidates for office. The number of inspectors shall be either one (1) or three (3).

Duties

- b. The inspectors of election shall perform the following duties:
- 1. Determine the number of voting memberships outstanding and the existence of a quorum.
- 2. Receive votes, ballots, or consents.
- 3. Hear and determine all challenges and questions in any way arising in connection with the right to vote.
- 4. Count and tabulate all votes and consents.
- 5. Determine when the polls shall close.
- 6. Determine the result.
- 7. Do such acts as may be proper to conduct the election or vote with fairness to all members.

The Inspectors shall perform their duties impartially, in good faith, to the best of their ability, and as expeditiously as is practical.

Vote of Inspectors

c. If there are three (3) inspectors of election, the decision, act, or certificate of a majority is effective in all respects as the decision, act, or certificate of all.

Report and Certificate

d. On request of the Chairman or any member or member's proxy, the inspectors of election shall make a report in writing concerning the performance of their duties and execute a certificate of any fact found by them. Any report or certificate made by the inspectors shall be prima facie evidence of the acts stated therein.

ARTICLE IV. DIRECTORS

Number

Section 4.01. The Officers of the Corporation shall be its Directors. Collectively, the Director(s) shall be known as the Board of Directors and shall number not less than three.

Oualification

<u>Section 4.02</u>. The Directors of the Corporation shall be regular members in good standing.

Terms of Office

<u>Section 4.03</u>. Each Director shall hold office for a term of one year from the date of the Director's election, and until the Director's successor is elected and qualifies under Section 4.02 of these Bylaws. In the event the Director is removed at a special meeting of the members called and held as prescribed by Section 3.03 of these Bylaws, the Director shall hold office until his or her removal and his or her successor is elected and qualifies and no longer.

Nomination

<u>Section 4.04</u>. Any person qualified to be Director under Section 4.02 of these Bylaws may be nominated by the method of the nomination authorized by the Board or by any other method authorized by law, or these Bylaws.

Election

<u>Section 4.05</u>. The Directors shall be elected by written ballot as authorized by Section 3.11 of these Bylaws. The ballot shall list the candidates for President separately from the remainder of the candidates for the Board of Directors. All candidates for President shall also be considered candidates for the Board of Directors and shall be listed as such.

Conduct of Meetings

Section 4.06. The Chairman of the Board or, in his or her absence, the President shall preside at meetings of the Board of the Directors and set its agenda. The Secretary of the Corporation or, in the Secretary's absence, any person appointed by the presiding officer shall act as secretary of the Board. Members of the Board may participate in a meeting through the use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another. Such participation shall constitute personal presence at the meeting.

Action Without Meeting

<u>Section 4.07</u>. Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of such Directors.

Removal of Directors

Removal for Cause

Section 4.08.

- a. The Board may declare vacant the Office of the Director on the occurrence of any of the following events:
- 1. The Director has been declared of unsound mind by a final order of court.
- 2. The Director has been convicted of a felony.
- 3. The Director has been found by final order or judgment of any court to have breached duties imposed by the Corporation's Code.
- 4. The Director has failed to attend two meetings of the Board without advising the President in advance.

Resignation of Director

<u>Section 4.09</u>. Any Director may resign effective on giving written notice to the Chairman of the Board of Directors, the President, the Secretary, or the Board of Directors of the Corporation, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be elected to take office when the resignation becomes effective.

Vacancies in the Board

Causes

Section 4.10.

a. Vacancies on the Board of Directors shall exist on the death, resignation, or removal of any Directors: whenever the number of Directors authorized is increased: and on the failure of the members in any election to elect the full number of Directors authorized.

Filing Vacancies by Directors

- b. Except as otherwise provided in the Articles or these Bylaws and except for vacancies created by the removal of a Director pursuant to Section 3.11 of these Bylaws, vacancies in the Board of Directors may be filled by approval with the Board of Directors, or, if the number of Directors then in office is less than a quorum, by:
- 1. The unanimous written consent of the Directors then in office.
- 2. The affirmative vote of the majority of the Directors then in office at a meeting heldpursuant to notice or waivers of notice as provided in Section 4.07 of these Bylaws.
- 3. A sole remaining Director.

Filing Vacancies by Members

c. The members may elect a Director at any time to fill any vacancies not filled by the Directors.

ARTICLE V. OFFICERS

Number and Titles

<u>Section 5.01</u>. The Officers of the Corporation shall be a Chairman of the Board, President, a Vice-President, a Secretary, a Treasurer, Membership Chairman, Activities Chairman, Newsletter Editor, and such other officers with such titles and duties as shall be stated in these Bylaws or determined by the Board and as may be necessary to enable it to sign instruments. Any number of offices may be held by the same person.

Chairman of the Board

a. The Chairman of the Board is a non-elected officer, and this position shall be filled by the last outgoing President for a period of not to exceed 3 calendar months. The position of Chairman of the Board is intended to be a transitional assistant to the incoming President, and the newly seated Board of Directors. The Chairman of the Board may attend the Board of Directors meetings and may only vote to break a tie of the members of the Board. In the event that the Chairman of the Board is elected as a member of the current Board of Directors in a capacity, he or she may only exercise the tie-breaking vote upon agreement of a simple majority of Board members voting.

President

b. The President is the Chief Executive Officer of the Corporation and presides at all membership meetings. The President is the Corporation's liaison with other Corvette Clubs, assists the Activities Chairman in planning and arranging club activities, and serves as ex officio of all club committees.

Vice-President

c. The Vice-President shall assume all duties of the President in his or her absence. In addition, the vice-president shall assist the President in all duties pertaining to the club; handle club publicity, preside as Sergeant at Arms.

Secretary of Meetings

d. The Secretary of the Corporation shall act as the secretary of all meetings of membership; provided that in his or her absence, the Chairman of the meetings of members shall appoint another person to act as secretary of the meetings. The Secretary's duties are to record the minutes and keep them in a book, to maintain current, accurate copies of all organizational documents (including the Bylaws, Rules of Order and Standing Rules), to file reports (noting their date of presentation and their disposition), to issue written notices of meetings, and file Statement of Information, CA Nonprofit Corporation with California Secretary of State, as required by law.

Activities Chairman

e. The Activities Chairman shall plan and coordinate all activities for the Club membership, and present proposed activities at the monthly business meetings. Any contracts entered into on behalf of the Corporation shall be signed as follows: Santa Clarita Valley Corvette Club, Inc., by (President and Secretary).

Membership Chairman

- f. The duties of the Membership Chairman include the following:
- 1. Greets new prospective members and introduces them to the membership at meetings.
- 2. Informs prospective of the requirements of membership and keeps records on the completion of requirements as accomplished.
- 3. Provides information on prospective to President, Activity Chairman, Treasurer, and Newsletter Editor.
- 4. Gives Application Form for membership, to potential members and advises them of the application process per the Standing Rules.
- 5. Calls potential members to inform them of their potential membership situation.
- 6. Collects Application Form from those approved for membership and collects Application Fee (See Standing Rules) to give to Treasurer.
- 7. Will have name badges made and will distribute them to new members.

Newsletter Editor

- g. The duties of the Newsletter Editor are:
- 1. Gather and organize all information concerning the Club.
- 2. Will put together a Club Newsletter from this information, to be distributed by mail or electronic mail or equivalent method approximately once a month.
- 3. To be published as soon as possible before/after the monthly Business meeting.
- 4. Newsletter shall be distributed to all Club members, prospective members, and associate members.
- 5. Will keep a current record of all past newsletters.

Treasurer

- h. The duties of the Treasurer are:
- 1. Husband the money of the Club.
- 2. Present a monthly Treasurer's Report to the general meeting and to the Board of Directors.
- 3. Reimburse members or vendors after reviewing and approving appropriate documentation establishing the correctness of the payment.
- 4. Maintain permanent financial records for tax or other regulatory purposes and provide required annual informational returns to the Federal (INS Form 990-N) and State (FTB Form 199N) entities.
- 5. Collect Club dues and other monies as come due.

Appointment and Resignation

<u>Section 5.02</u>. With the exception of the President, the officers shall be chosen by and serve at the pleasure of the Board. Any Officer may resign at any time on written notice to the Corporation without prejudice to the rights, if any, of the Corporation under any contract to which the Officer is a party.

ARTICLE VI. CORPORATE RECORDS

REPORTS AND SEALS

Keeping Records

<u>Section 6.01</u>. The Corporation shall keep adequate and correct records of account and minutes of the proceedings of its members, Board, and committees of the Board. The Corporation shall also keep a record of its members giving their names and addresses and the class of membership held by each. The minutes shall be kept in written form. Other books and records shall be kept in either written form or in any other form capable of being converted into written form.

Corporate Seal

Section 6.02. The Board of Directors shall not adopt a corporate seal.

Standing Rules

<u>Section 6.03</u>. Standing Rules shall not conflict with these Bylaws and may be changed or modified at any time by a majority vote of the Board of Directors at any Board meeting. Any Standing Rule adopted, amended, changed, or updated will become effective 30 days following the next General Business Meeting the Standing Rule change is reported to the membership.

ARTICLE VII. CHANGES TO THESE BYLAWS

<u>Section 7.01</u>. Recognizing that laws, customs, regulations, and technology changes over time, these Bylaws may be amended from time to time per the following procedures:

- a. Bylaws should normally only be amended once per annum. The voting to amend these Bylaws should normally coincide with election of the next year's Board of Directors, but may, with a majority approval of the Board of Directors, be presented to the membership for a vote at any time, in accordance with Article III, Section 3.07 & 3.10, and Article VII, Section 7.01b, when in the best interest of the club and/or the membership.
- b. Proposed Bylaw changes must be presented to the membership at a regular general meeting and by electronic means at least 30 days before voting on the proposed changes is scheduled. All members must be notified per Section 3.04 that voting on the proposed changes will take place at the specific meeting as determined by the Board of Directors for this purpose.
- c. All Proposed changes to the By-Laws must pass by a 2/3rds majority of members voting. The number of regular members voting must meet the quorum requirements of Section 3.07.
- d. Voting will be done by a show of hands of those members in good standing at the meeting specified for this purpose.

CERTIFICATE OF SECRETARY OF SANTA CLARITA VALLEY CORVETTE CLUB, INC. A California Nonprofit Mutual Benefit Corporation Internal Revenue Code Section 501 (c) (7)

I hereby certify that I am the duly elected and acting Secretary of said Corporation and the foregoing Bylaws, comprising Sections 1.01 to 7.01, constitute the Bylaws of said Corporation as duly adopted at a meeting of the membership held on June 4, 2018.

DATED: June 29, 2023 By: Connie Ceo, Secretary

SANTA CLARITA VALLEY CORVETTE CLUB, INC.

STANDING RULES

1. DUES

Dues of the Santa Clarita Valley Corvette Club (SCVCC, or the Club) are established by the Board of Directors, and are \$100.00 annually per Regular member, and \$25.00 annually per Associate member. These dues must be paid in full by July 1 of each year. New members will pay the full \$100.00 annual dues upon induction to the Club, and Associate members will pay \$25.00 annual dues upon induction to the club. Dues will be pro-rated for the second year for new Regular members, and no proration for Associate members.

2. COMMITTEES

Any Regular member may be designated or appointed as a Committee Chairperson as deemed necessary or appropriate by the Board of Directors.

3. PRIOR APPROVAL OF DISBURSEMENT OF FUNDS

Committee or Event Chairs shall submit a proposed budget for any upcoming event. If approved by the Board of Directors, the Treasurer will pay or reimburse all incurred and documented expenses listed in the budget, or incidental expenses as set forth in that events' miscellaneous budget.

4. ATTENDANCE OF OFFICERS

Prior notification to the President is needed for absence from a Board or Business meeting.

5. SPONSORSHIP

The Board of Directors may elect to have sponsors.

- a. The sponsor may be a financial backer of the Club.
- b. The sponsor may be invited to Club events and activities.
- c. The sponsor may be sent a monthly newsletter.

6. AMENDMENTS OR ADOPTIONS

Amendments to or changes to the Standing Rules may be adopted by a majority vote of Regular members in attendance at the monthly Business Meeting with 28 days prior notice via e-mail to the general membership. Changes to the Standing Rules must be documented in the Minutes when adopted. Current Standing Rules will be posted and maintained on the SCVCC web site along with the Bylaws as soon as possible following adoption.

7. FORMER ACTIVE MEMBERS RETURNING TO THE AREA

When a former member in good standing resigns from the Club because of relocation outside the Santa Clarita Valley and surrounding area subsequently returns to the above area (and still owns a Corvette), he or she may immediately rejoin the Club upon full payment of annual dues. Furthermore, if the Club is at full membership of 100 members, the Board of Directors may temporarily increase the number of members to allow the returning member to rejoin the Club.

8. MEMBERSHIP PRIVACY AND CONFIDENTIALITY

The Club remains sensitive to a Members Right to Privacy. In order to allow each member to exercise control of the content of their personal contact information on the Club Roster, each member shall provide the Membership Chairman written authorization as to the specific information to be included in the Roster and readily available to fellow Club members in an annually updated roster, available for distribution to the membership-at-large.

9. MEMBERSHIP APPLICATION PROCESS

Prospective members shall complete the current version of the Official Santa Clarita Valley Corvette Club Application as published on the Club's web site. The completed Application shall be delivered to the Membership Chair. The Membership Chair shall present the completed Application to the Board of Directors for review and discussion. The Membership Chair shall contact the applicant and advise them of their status. Prospective members are required to attend Club meetings and functions to become familiar with their potential fellow members, as specified in item 11 of these Standing Rules.

10. PROSPECTIVE MEMBER LIST

The Membership Chair shall maintain a Prospective Members Waiting List. Membership will be offered as vacancies occur based on the date the completed Application from the prospective member is received (US Postmark, e-mail date, or hand delivery receipt) providing that the applicant has met all specified participation requirements in Item 11 of these Standing Rules.

11. PROSPECTIVE MEMBER ATTENDANCE AT FUNCTIONS

Prospective members are encouraged to attend General business meetings and monthly social meetings, and to attend Club functions in order to become familiar with the Club, its members, officers, and activities. Therefore, Prospective Members must have attended at least 2 Business Meetings and 2 Club events (runs) to be considered for Regular Membership.

12. MEETING TIMES AND PLACES

Regular General Business Meetings are generally held on the first Thursday of each month at the Vincenzo Room of Santa Clarita Lanes, 21615 Soledad Canyon Road, Santa Clarita, CA 91350. Social Hour begins at 6:00 p.m. with the Business Meeting to begin promptly at 7:30 p.m. Monthly Social gatherings are scheduled for the third Thursday, at a location determined by the Club's Activity Committee, at approximately 6:00 p.m.

APPROVED BY MEMBERSHIP June 1, 2023