

# BYLAWS OF NORTHWEST CHAPTER OF NCRS, INC.

## **Article 1. Name.**

- 1.1. The name of the organization shall be Northwest Chapter of the National Corvette Restorers Society ("NW-NCRS").

## **Article 2. Purpose, Ownership and Assets.**

- 2.1. The purpose and goals of the Northwest Chapter ("Chapter") shall parallel those of the National Corvette Restorers Society, Incorporated ("NCRS"). These are: The Chapter shall be both fraternal and educational so as to serve as a medium for the exchange of ideas, information, and automotive parts and accessories between Members and admirers of the Chevrolet Corvette Automobile, to aid the Members' effort to preserve and restore the vehicles in their original, as-manufactured condition, and to encourage the preservation and study of printed technical and historical material.
- 2.2. The Chapter shall operate in a manner consistent with the bylaws and regulations of NCRS.
- 2.3. The assets of the Chapter shall be owned and its powers shall be exercised exclusively for educational purposes within the meaning of Internal Revenue Code §501 (c) (7).
- 2.4. The Chapter shall be non-commercial (except that commercial activities are permitted to the extent allowed by law and which are related to the exempt purpose of the Chapter), non-discriminatory, non-sectarian, non-partisan and non-profit.

## **Article 3. Membership.**

- 3.1. Membership is open to all persons who are members in good standing of NCRS.
- 3.2. Chapter membership is a Family Membership.
  - a. A Family Membership ("Family") consists of up to two adults, as listed on the Membership application or renewal form, and children under 18.
  - b. Membership entitles the family to one (1) copy each of the Chapter Newsletter (The Front Bumper), the Membership Roster, and of other Chapter mailings, and to one (1) vote in accordance with Paragraph 7.4.a
  - c. Each of the persons listed in accordance with this Article shall be considered a "Member".
  - d. Any Member may participate in Chapter activities and serve the Chapter in any capacity.
- 3.3. Membership dues shall be payable by January 1 of each year and will be considered delinquent by January 31 of each year. No Member may vote whose dues are not paid for the current year. Membership dues shall be fixed by the Board of Directors. A current schedule of dues shall accompany all Membership applications.
- 3.4. Each new applicant for Membership shall apply on a form approved by the Board of Directors and shall agree to abide by all Chapter and NCRS requirements. The new Member must submit payment of dues with the application. The applicant shall become a Member effective upon receipt of the application and dues payment. Applications with dues

received on or after September 15 are deemed to apply to the next calendar year, with no fees required for balance of the calendar year during which the dues were received.

3.5. Membership may be terminated in the following manners:

- a. Resignation. Any Member in good standing may resign from the Chapter upon written notice to the Chapter Chairman
- b. Lapse. Membership will be considered as lapsed and automatically terminated if such Member's dues remain unpaid after the delinquency date specified in Paragraph 3.3
- c. Expulsion. Conduct of any Member having the appearance of violation of NCRS or Chapter requirements may be subject to review by the Board of Directors for appropriate action, including, probation or expulsion. Prior to any Board action in this regard, the Member shall have the opportunity to submit, in writing or in person, the Member's position on any charge.

**Article 4. Areas.**

4.1. Chapter Areas are defined in relation to their primary population centers as follows:

- a. Seattle Area - Northwestern Washington and Puget Sound
- b. Portland Area - Northwestern Oregon and Southwestern Washington
- c. Eugene Area - Willamette Valley and Southwestern Oregon
- d. Boise Area – Eastern Oregon and Southern Idaho
- e. Spokane - Coeur d'Alene Area - Eastern Washington and Northwestern Idaho

**Article 5. Officers, Board of Directors, and Advisors to the Board.**

- 5.1. The Officers of the Chapter shall be eight (8), and consist of the Chairman, Vice Chairman, Judging Chairman, Secretary, Treasurer, Newsletter Editor, Web Master, and Membership Chairman.
- 5.2. The Area Coordinators shall be five (5) representing the Areas as described in Article 4.
- 5.3. The Board of Directors ("Board") shall consist of the Officers and Area Coordinators and all 13 are voting members.
- 5.4. Advisors to the Board of Directors shall consist of Past Chairman, Legal Counsel, National Regional Director and Assistant Judging Chairman. Advisors are appointed by the Board, and are not voting members of the Board.
- 5.5. In order to be a candidate or hold any office in the Northwest Chapter of the National Corvette Restorers Society, the person must be a paid up member and in good standing with both the Northwest Chapter of NCRS and the National NCRS organization and must remain so during the entire term of the office.

**Article 6. Responsibilities and Duties of Officers, Area Coordinators, and Advisors.**

6.1. Chairman.

- a. The Chairman shall be the principal Executive Officer of the Chapter. The Chairman shall have the general powers and duties customarily vested in the presiding Officer of the Chapter. These duties shall include: presiding at all meetings of the Membership and of the Board, and at all Chapter-wide functions; representing the Chapter to the National organization; and ensuring



the submission of all forms and reports required by NCRS, the State of Oregon, the United States of America or any other governmental entity.

- b. The Chairman has oversight responsibility for the annual schedule of events, and is responsible for scheduling, coordinating and the management of the primary Summer Judging Event, with the support and participation of the Vice Chairman and other Members.
- c. The Chairman shall be responsible for preparation of a bi-monthly written report, to be published in each issue of The Front Bumper, informing the membership of activities, events, and the status of the Chapter.

#### 6.2. Vice Chairman.

- a. The Vice Chairman shall attend all meetings of the Board, and advise and consult with the Directors concerning Chapter business. The Vice Chairman will preside in case of the Chairman's absence.
- b. The Vice Chairman shall be responsible for coordinating other sanctioned Chapter events, which shall include providing advice and counsel to the Area Coordinators for events in the Areas. The Vice Chairman will also assist the Chairman as needed in the execution of Chapter events.

#### 6.3. Area Coordinators.

- a. Area Coordinators should represent the views and perspectives of Members located in their geographic area of the Region. Area Coordinators shall represent the Chapter to interested Member prospects, and work to promote the purposes of the Chapter and of NCRS in their Area.
- b. Area Coordinators will hold at least one Chapter event per calendar year in their Area. Event examples include, but are not limited to: a Chapter judging meet, judging school, technical session, social event, road tour, etc. Such events will be coordinated with the Vice Chairman, and scheduled with sufficient lead-time to be included in the regularly scheduled Chapter newsletter published not less than thirty (30) days prior to the event. After such event, a report shall be submitted to The Front Bumper for publication.

#### 6.4. Judging Chairman.

- a. The Judging Chairman shall be responsible for planning and executing judging activities at any judged event or judging school, whether it is a Chapter or Regional event. In the event of a hosted National, the Judging Chairman shall give assistance to the National Judging Chairman and Team Leaders. This shall be accomplished in strict compliance with the established rules and standards of NCRS, with which this Chapter is affiliated.
- b. The Judging Chairman shall make appropriate notifications to the National Judging Chairman, including forwarding all meet judging results, flight award information, and lists of judges used.
- c. The Judging Chairman shall be responsible for maintaining at appropriate levels the Chapter's supply of flight award ribbons, judge's certificates, judge's identification ribbons, clipboards, pencils, and any other judging supplies needed to conduct a judging event.
- d. The Judging Chairman shall be responsible for maintenance and transportation of all supplies needed by the tabulation team, and for oversight of the tabulation team functions.

#### 6.5. Secretary.

- a. The Secretary shall keep the minutes of all meetings of the Board of Directors and of all Membership meetings. The Secretary shall be responsible for communications of the Chapter with both outside entities and among the Directors of the Chapter.



- b. The Secretary will ensure coordinated communication among the Newsletter Editor, the Web Master, and the Membership Chairman, according to policies approved by the Board.

#### 6.6. Treasurer.

- a. The Treasurer shall be responsible for the general financial management of the Chapter and its funds, receiving and accounting for all monies and other assets belonging to the Chapter.
- b. The Treasurer shall submit financial reports to the Chairman as required, sign financial records of the Chapter, present financial reports at each Board meeting, make all bank deposits, all disbursements as approved by the Chairman and/or the Board, prepare or cause to have prepared all financial statements, financial reports, tax reports and returns, make financial recommendations to the Board, make a periodic review of the Chapter's financial statements, and exercise such other duties as from time to time pertain to the office of the Treasurer.
- c. The Chairman and or the Treasurer shall have the authority to deposit funds, write checks, transfer funds, open and close various bank accounts. Reporting on any banking activity shall be the responsibility of the Chairman and or the Treasurer at the next board or general membership meeting. Documentation retention shall be the responsibility of the Treasurer.

#### 6.7. Newsletter Editor.

- a. The Newsletter Editor shall be responsible for the publication of the Chapter newsletter, The Front Bumper, and other such publications as directed by the Board. The publications will be laid out, edited and printed under the direct supervision of the Editor, whose responsibilities include soliciting original material, editing and verifying, assembling suitable reprint material and seeking permission when necessary, including his or her own original material relating to the Club in any of its many facets, and managing publication cost structure and mailing expenses, including delivery to the Post Office on a timely basis. The newsletter is due in the member's hands the first part of January, March, May, July, September, and November of each year.
- b. The Editor shall be reimbursed for all out-of-pocket expenses approved by the Board, and may be paid for services rendered.
- c. The Editor shall apply the highest standards of journalism in verifying all material to be published by the Chapter.
- d. The Editor should, in all spoken and printed word, reflect the best interest of NCRS and the Chapter, and reflect Board policy as interpreted or conveyed to him by the Chairman of the Board.

#### 6.8. Membership Chairman.

- a. The Membership Chairman shall keep an accurate up-to-date list of Members to be used for the purpose of mailing of official Chapter publications, and shall publish a Membership Roster at the direction of the Board.
- b. The Membership Chairman shall be responsible for the collection of Chapter Membership fees and the forwarding of same to the Treasurer, for the renewal of existing Members, for the surveying of non-renewed Members, for acquiring and maintaining an inventory of NCRS items to promote NCRS, and shall oversee publicity programs that may include brochures, mailers, new Member information, and the placement of advertising designed to promote NCRS, the Chapter and its

quest for new Members.

- c. The Membership Chairman, or his/her delegated representative, shall be responsible for transporting or providing membership materials to any site at which the Chapter or a Chapter Area will be conducting any informational or membership activities.

6.9. Assistant Judging Chairman.

- a. The Assistant Judging Chairman is a volunteer position, appointed by the Judging Chairman.
- b. The Assistant Judging Chairman is responsible for assisting the Judging Chairman in performing the duties of the Judging Chairman's office.

6.10. Web Master.

- a. The Web Master shall be an Officer of the Board and shall promote the use of computer and Internet technologies to further the purposes of the Chapter. The Web Master shall work with the Secretary to recommend and implement policies regarding the Chapter's use of Internet resources as a communication device.
- b. The Web Master shall maintain the Chapter website, including developing content, posting content, removing obsolete content, managing the mail lists including the Chapter mail list, maintaining domain names, and maintaining connection services.

6.11. Advisors to the Board of Directors.

- a. Advisors are specific Members of the Chapter whose advice and counsel are sought by the Board. They are expected to attend Board meetings and to offer the benefit of their experience and background to assist with Board decisions.

**Article 7. Meetings.**

- 7.1. Membership. Chapter meetings will be held at least four (4) times per calendar year including at least one meeting during the winter and one during the summer, each designated respectively, the Winter Meeting and the Summer Meeting. The Winter Meeting shall be held in Puyallup in conjunction with the annual swap meet or at another site in approximately the same time frame, as designated by the Board, in time for at least sixty (60)-day advance notice to the Membership. The Summer Meeting shall be held in conjunction with the judging event held by the Chapter. The Spring and Fall Meetings shall be held in a place and at a time designated by the Board. Members will be advised of said membership meetings at least sixty (60) days in advance, normally through The Front Bumper.
- 7.2. Annual Meeting. The Annual Meeting shall be the Summer Meeting, which is to be held in conjunction with the annual primary Summer Judging Event conducted by the Chapter.
- 7.3. Board of Directors. The Board of Directors shall meet at least four (4) times each year. Two (2) of the meetings will be at the same place and prior to the Winter and Summer Meetings of the Membership. Additional meetings of the Board of Directors may be called by, or at the request of, the Chairman, upon thirty (30) days prior notice fixing the date, time and place of said meeting.
- 7.4. Authority. Roberts Rules of Order shall be the parliamentary authority regarding all Board and Membership meetings.



- a. Voting at Membership Meetings. Each Family Membership, as defined in Paragraph 3.2., in good standing and whose dues are paid for the current year, shall be entitled to one (1) vote at any Membership meeting of the Chapter at which the Member is present.
- 7.5. Quorum. A simple majority of the number of Directors fixed by Article 5 constitutes a quorum for the transaction of business at a Board meeting. Any number of Members present at a Membership meeting constitutes a quorum for the transaction of business at that meeting.
- 7.6. Manner of Acting. The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

## **Article 8. Elections.**

### **8.1. Nominations.**

- a. The Chapter Nominating Committee shall be composed of the immediate past Chairman and two volunteer Members-at-large.
- b. An Open Call for volunteers or nominations shall be made by the Chairman at the Spring Meeting. This Call will also be published in the March issue of The Front Bumper.
- c. A slate of nominees for Officers and Area Coordinators will be published for the membership's consideration in the May issue of The Front Bumper. The publication shall include a note to contact the Editor if errors or omissions are detected.

### **8.2. Election of Officers.**

- a. The slate of nominees, as corrected, shall be presented to the membership by the Committee during the Annual Meeting, and will be published in the subsequent issue of The Front Bumper, along with a ballot presenting all of the candidates for offices in the Chapter.
- b. The manner of voting shall be by paper/electronic ballot.
- c. Votes shall be cast, and ballots must be received by a pre-agreed upon individual not on the ballot, so as to be tallied, and the election results certified, in time for publication in the November issue of The Front Bumper.

### **8.3. Terms of Officers.**

- a. Newly elected Officers and Area Coordinators will take office on the first day of the calendar year, and shall hold office for two (2) calendar years or until their resignation and a successor has been elected and qualified.
- b. If no Member runs or volunteers for an office, that office shall remain open. At any time, the Board shall have the authority to appoint a Member to an open office. That Member shall hold that office until the next scheduled election.
- c. Vacancies. Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by appointment of the Board of Directors.

## **Article 9. Dissolution.**

- 9.1. In the event of the dissolution of the Chapter, any assets of the Chapter shall be liquidated by assignment to another organization holding tax-exempt status as defined under Internal Revenue Code §501(c)(7).

## **Article 10. Amendments**

- 10.1. Amendments to these Bylaws may be proposed by the Board of Directors or by written

petition addressed to the Secretary, signed by any Member in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the Members, with recommendations by the Board, at the next Annual Meeting. Amendments are effective immediately upon approval by the Membership, subject to further approval by NCRS.

**BYLAWS are updated to incorporate past amendments this 3rd day of November, 2018**

- ☐ Chairman: Dan Johnson *Dan Johnson*
- ☐ Vice Chairman: John Paul Nelson III *John Paul Nelson III*
- ☐ Membership Chairman: Mary Reid *Mary Reid*
- ☐ Judging Chairman: Stewart Lowe *Stewart Lowe*
- ☐ Treasurer: Valerie Johansen *Valerie Johansen*
- ☐ Secretary: Dave McLeod *D. McLeod* 43419
- ☐ Newsletter Editor: John Hopkins *John Hopkins* 59095
- ☐ Webmaster/Judging Administrator: Marc Kramer *Marc Kramer* 53515
- ☐ Area Coordinator, Boise Area: Bert Lukens *Bert Lukens*
- ☐ Area Coordinator, Eugene Area: Karl Hallstrom *Karl Hallstrom*
- ☐ Area Coordinator, Portland Area: Dean Sprecher *Dean Sprecher*
- ☐ Area Coordinator, Seattle Area: Bob Johansen *Bob Johansen* 5846
- ☐ Area Coordinator, Spokane: Mike Doty *Mike Doty* 27947