

Constitution and Bylaws of the Hampton Roads Virginia Region  
Cadillac-LaSalle Region

ARTICLE I - NAME AND PURPOSE

Section 1 - NAME: The name of the Region shall be Cadillac and LaSalle Club Hampton Roads Region. The Region is a non-profit organization.

Section 2 - PURPOSE: The purposes for which the Region was founded are to develop, publish and exchange information related to Cadillac and LaSalle automobiles; to encourage their maintenance, preservation and restoration; to maintain reference materials and other historical information; and to promote social fellowship among the Region members.

The Cadillac and LaSalle Club Hampton Roads Region does not represent any political, religious or other non-automotive related views or biases of any members in any way.

Section 3 - RECOGNITION: The Region recognizes all Cadillac and LaSalle automobiles regardless of year or model.

ARTICLE II - MEMBERSHIP

Section 1 - APPLICATION FOR MEMBERSHIP: Any person who is in agreement with the best interests of the Cadillac and LaSalle Club Hampton Roads Region as well as the Cadillac and LaSalle automobiles we recognize, shall be eligible for Region membership. Region members must be a valid member of the CLC before joining the Region.

Membership is defined to include one member of record, another adult (who may be, but need not be, the spouse of the member of record) residing in the same household as the member of record, and children under the age of 18 residing in the same household as the member of record. Each membership is entitled to one copy of the Region publications and will exercise one vote in the name of the member of record. Such membership can be obtained upon application.

Section 2 - DUES: Annual dues of the Region members are due January 1<sup>st</sup>.

Section 3 - EXPULSION: Any members whose conduct is judged not to be in keeping with the purposes, aims and best interests of the Region may be expelled after a hearing through the affirmative vote of a majority of the Region members. The member will be given a period of 30 days after a charge has been posted to answer the allegations before expulsion can be in effect. All rights and privileges of an expelled member shall be terminated immediately after expulsion. Reinstatement of an expelled member cannot occur until at least one year has elapsed from the date of expulsion and the application for readmission has been approved by the Region officers.

### ARTICLE III – REGION OFFICERS

Section 1 - TERM OF OFFICE: Any member in good standing shall be eligible to be elected. Each term of office shall be one year, to a maximum of 4 contiguous years. There is no restriction on multiple non-contiguous terms and Region officers in good standing are eligible for re-election.

Section 2 - NUMBER: Region offices shall consist of 4 positions.

Section 3 - ELECTED OFFICERS: The Region board will consist of 4 elected officers (Director, Vice Director, Treasurer, Secretary), and the Region's representative to the National CLC Board, Membership Committee Chair, Newsletter Editor, Shows and Tours Committee Chair, Web Administrator and the Publicity Committee Chair.

Section 4 - APPOINTED OFFICERS: The Director may appoint as a Region officer, the Region web-site administrator.

Section 5 - NOMINATION OF REGION OFFICERS: The Region officers to be elected may be placed in nomination by any member of the Region after obtaining permission from the candidate.

Section 6 - BALLOTS: The Secretary shall prepare a ballot containing the names of all persons nominated and provide it to all active members at the November meeting.

Section 7 - VACANCIES: Any elected Region officer may vacate the position. With respect to any vacancy so created, the Director shall appoint a Region member to fill the vacancy until the next regular election, subject to approval of the remaining Region officers.

#### ARTICLE IV - REGION MANAGEMENT

Section 1 - DUTIES OF OFFICERS: The duties and powers of the officers of the Region shall be as follows:

Director – shall be the chief executive officer of the Region. The Director shall preside at all meetings, shall appoint committees, shall decide all questions of equal division and shall have all powers, authority and duties usually accorded a Director.

Vice Director - in the absence of the Director, the vice Director shall perform the duties of the Director. The vice Director shall perform such other duties as may be assigned by the Director.

Secretary - The Secretary shall record all minutes of Region meetings. The Secretary shall perform such other duties as the Director or vice Director may recommend.

Treasurer - The Treasurer shall collect and disburse the funds of the Region as directed by the Region officers. The Treasurer shall render a financial report each month, to be published in the Region newsletter, or at the Director's request. The Treasurer shall prepare and deliver to the Director prior to the December Region meeting an annual report detailing the contents of each of the Region's financial accounts covering the previous 12 month period. The Treasurer shall perform other duties as pertain to the office of Treasurer or as may be directed by the Director. The fiscal year shall begin on the January 1<sup>st</sup>.

Section 2 - ORDER OF BUSINESS: Robert's Rules of Order-Revised shall govern the Region meetings.

Section 3 - MEETINGS: There shall be at least 11 regular meetings per calendar year.

Section 4 - NOTICE OF MEETINGS: Notice of each regular meeting of the Region shall be communicated several days before the date set for the Region meeting. Information may be presented in the Region newsletter, by e-mail, or on the Region website.

Section 5 - QUORUM: A quorum shall be present if the number of Region officers present at a meeting is at least a majority of the number of elected members. Based on that provision, 3 officers must be present to constitute a quorum.

#### ARTICLE V - USE OF MEMBERSHIP ROSTER

The membership roster, which is for the use by members only, shall not be released to any individual or business for any purpose without a majority vote by the Region officers at a regularly scheduled meeting, having been published as a pre-designated item for the agenda.

#### ARTICLE VI - DECORUM

No member acting in a Region capacity shall conduct himself in such a way as to bring disgrace or the reproach on the Region or its members, or impugn the Region, its members or other individuals in Region-sponsored communications, car show displays or car show-related events.

#### ARTICLE VII AMENDMENTS

The Constitution and By-Laws may be amended, repealed or altered in whole or in part by an affirmative majority vote of those members exercising their right to vote. Any proposal for revision of the By-Laws shall be submitted in writing to the Region Director or Secretary. The proposed amendment shall be submitted to the Region officers for an affirmative vote. If the Region officers votes affirmatively, the Secretary shall circulate notice of the proposed amendment to the members by e-mail. All amendments shall be in full effect upon the confirmation by an affirmative majority vote of those members exercising their right to vote.

#### ARTICLE VIII MEMBERSHIP AND DUES

Section 1 - MEMBERSHIP APPROVAL: The Director, Secretary or Membership Committee Chair may approve applications for a new membership.

Section 2 - MEMBERSHIP TERM: Membership dues shall be annually upon payment of member dues.

Section 3 - DUES: Dues for Region members shall be established by the Region officers and approved by membership vote before going into effect.

#### ARTICLE IX ULTRA VIRES

No part of the net earnings of the Region shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Region shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE I, Section 2, of the Constitution of the Region. Any checks written by the treasurer for reimbursement for a covered expense must be cosigned by the director or a designated board member.

No substantial part of the activities of the Region shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Region shall not participate, or intervene in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Bylaws, the Region shall not carry on any other activities not permitted to be carried on by a Region exempt from Federal Income Tax under Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### ARTICLE X DISSOLUTION

Upon the dissolution of the Region, the Region officers shall, after paying or making provision for the payment of all of the liabilities of the Region, dispose of all of the assets of the Region exclusively for the purposes of the Region in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Region is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.