

Bylaws of the G-Body Chapter of the Oldsmobile Club of America

Article 1 - NAME

- 1.1 The name of this Oldsmobile Club of America (OCA) Chapter shall be the G-Body Chapter of the Oldsmobile Club of America, also known as the G-OCA, or OCA G-body Chapter.

Article 2 - PURPOSE

- 2.1 The primary purpose of this Chapter shall be to further interest in A- and G-body Oldsmobiles manufactured during the years of 1978 through 1988, inclusive, by the Oldsmobile Division of the General Motors Corporation.
- 2.2 Means by which this Chapter shall serve this purpose shall include serving as a medium for the exchange of ideas, information, parts, and other items of interest to Oldsmobile A- and G-body enthusiasts in conformance with the purpose of our parent organization, The Oldsmobile Club of America, Inc. (OCA), as stated in Article II of Oldsmobile Club of America bylaws.
- 2.3 The G-OCA Chapter may also promote or sponsor events of immediate interest to A/G-Body Oldsmobile enthusiasts.
- 2.4 The Chapter may also promote the preservation or restoration of A/G-Body Oldsmobiles in their original likenesses, and/or encourage the preservation and study of printed or published technical and historical material about A/G-Body Oldsmobiles.
- 2.5 Membership in the G-OCA is not limited only to owners of these automobiles; any enthusiast of A/G-body Oldsmobiles is welcome to join.

Article 3 - ASSETS OF THE CHAPTER

- 3.1 All G-OCA Chapter assets, including public income, shall be used for the sole purpose of the membership.
- 3.2 Chapter assets shall be used, and powers of the organization shall be exercised, exclusively for educational purposes within the meaning of Section 501 of the U.S. Internal Revenue Code.
- 3.3 The Chapter shall be non-commercial, non-sectarian, non-discriminatory, and non-profit.
- 3.4 The members shall be entitled to any individual or collective interest, participation, share, right and/or property rights in, and to, assets or net income of the Chapter.
- 3.5 Such net assets shall be indivisible property of the Chapter. Dividends, earnings, or payments of the like manner shall not be made, nor incur, to any member of the Chapter for their volunteer services.

Article 4 - CLUB OFFICERS

- 4.1 The Elected Officers of the G-OCA, in descending order of rank, shall be:
- President
 - Vice-President
 - Secretary
 - Treasurer
 - Chapter Representative to the OCA.
- 4.2 Election of Chapter Officers shall be by means of majority ballot by Members-In-Good-Standing for two year terms of office, on every even-numbered calendar year.
- 4.3 The Elected Officers shall hold an office for no more than two (2) consecutive terms. If at the end of the Elected Officer's second term there is no new Candidate willing to step forward to run for the office, such Officer may continue to hold the Office for another two (2) year term, if there is no opposition to the Officer running for the subsequent term.
- 4.4 There shall be two (2) Appointed Officers in addition to the Elected Officers. These positions shall be:
- Chapter Newsletter Editor-In-Chief
 - Chapter Web Site Editor-In-Chief.
- 4.5 One person may hold more than one of the Appointed or Elected Offices if properly elected or appointed.

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- 4.6** In addition, one or more Chapter Events Coordinators may be appointed by, and serve at the desire of, the Elected Officers. More than one Chapter Events Coordinator may be appointed in the case of multiple events. Chapter Events Coordinators have no voting status other than that as a Member of the G-OCA.
- 4.7** Appointed Officers shall be appointed by majority vote of the Elected Officers.
- 4.8** The Chapter Officers, also known as the Executive Committee, or Executive Board, shall consist of:
- President
 - Vice-President
 - Secretary
 - Treasurer
 - Chapter Representative to the OCA
 - Chapter Newsletter Editor-In-Chief
 - Chapter Web Site Editor-In-Chief
- in descending order of rank except that the Newsletter and Web Site Editors-In-Chief shall have equivalent rank and status.
- 4.9** Four (4) voting Chapter Officers shall constitute a quorum.
- 4.10** The highest ranking Officer present shall not vote except to break tie votes.
- 4.11** Any G-OCA member in good standing may run for any office. Candidates shall be nominated, and must publicly accept such nomination, in order to appear on the ballot. Any member may nominate him/her self or any other member(s) as long as nominations are received within the nomination time frame and the nominees are Members-In-Good-Standing.
- 4.12** Space for "write-in" votes shall be provided on the ballot.

Article 5 - OFFICER DUTIES AND RESPONSIBILITIES

- 5.1** The duties and responsibilities of the Chapter Officers shall always be in the best interest and good will of all the Chapter.
- 5.2** The Chapter Officers shall control all Chapter business and activities and, as a group, shall have the authority to act in all matters concerning this Chapter, subject to Oldsmobile Club of America bylaws, to the provisions of these bylaws, and to state and federal law.
- 5.3** The President shall be the principal Executive Officer of the Chapter and shall be responsible for operations of this Chapter, subject to the direction and guidance of the Chapter Officers.
- 5.4** The Vice-President shall assist the President with the business affairs of the Chapter, and shall oversee Chapter activities as designated by the President.
- 5.5** Duties of the Secretary:
- 5.5.1** The Secretary shall be responsible for maintaining the official roster of the Chapter's active members upon advice of the Treasurer as to membership status.
 - 5.5.2** The Secretary is responsible for keeping accurate records of business meetings.
 - 5.5.3** The Secretary shall give a reading of the minutes of the prior business meeting at the next meeting.
 - 5.5.4** The Secretary shall provide a summary of business meetings to the Chapter Newsletter Editor-In-Chief for inclusion within the next Chapter Newsletter.
- 5.6** Duties of the Treasurer:
- 5.6.1** The Treasurer shall keep the financial records of the Chapter and furnish a financial report at each business meeting.
 - 5.6.2** The Treasurer shall submit the financial report to the Chapter Newsletter Editor-In-Chief for inclusion within the next newsletter.
 - 5.6.3** The Treasurer shall provide a year-end financial report to the Chapter Newsletter Editor-In-Chief for publication within the first, second or third newsletter issue of the following year.

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- 5.6.4** The Treasurer shall be responsible for the filing and paying of any local, state, or federal tax reports related to the operation of the Chapter, as directed by the Executive Committee.
- 5.6.5** The Treasurer shall be responsible for reporting the requirements for, or of, any such tax or other legally-required reports to the Executive Committee within a timely manner.
- 5.6.6** The Treasurer shall prepare an annual Chapter budget for Executive Committee approval.
- 5.6.7** The Treasurer shall track and maintain membership dues status, and track the billing of delinquents.
- 5.6.8** The Treasurer shall be responsible for paying the annual Chapter fee to the OCA.
- 5.6.9** The Treasurer shall be subject to an Audit at the desire of the Executive Committee.
- 5.7** The Chapter Representative shall act as a liaison between this Chapter and the Oldsmobile Club of America and its Officers with direction from the Chapter Executive Committee, and under direct supervision and advice of the Vice President. The Chapter Representative shall attend the annual OCA National Meet and represent the G-Body Chapter. If unable to attend, a proxy who is able to attend shall be appointed by the Vice President, subject to approval by the President.
- 5.8** The Chapter Newsletter Editor-In-Chief is responsible to the Executive Committee for publication of the Chapter newsletter in a timely manner. The Newsletter Editor shall manage, compile, write, edit, publish, and cause to be sent to all Chapter Members, the G-OCA Chapter Newsletter. The Chapter Newsletter Editor-In-Chief shall prepare and present an annual Newsletter Publication Budget for Executive Committee approval.
- 5.9** The Chapter Web Site Editor-In-Chief is responsible to the Executive Committee for publication of the Chapter's official web site, including any corrections or updates to existing or planned published material, in a timely manner. The Chapter Web Site Editor-In-Chief shall prepare and present an annual Web Site Publication and Maintenance Budget for Executive Committee approval.
- 5.10** Chapter Events Coordinator(s) are responsible to the Executive Committee for the planning and conduct of Chapter public events and displays, as directed by the Executive Committee.
- 5.11** The elected and appointed Chapter Officers shall not be an officer, zone coordinator, or board member of the Oldsmobile Club of America. The elected and appointed Chapter Officers may be officers in other automobile clubs and organizations.
- 5.12** The President, or the senior Chapter Officer present, shall conduct Chapter meetings.
- 5.13** All Chapter Officers shall fill in as necessary to handle routine Chapter business matters; shall endeavor to hold the interest and good-will of the Chapter members; and shall endeavor to attend all Chapter business meetings.
- 5.14** Only an Elected Officer shall be authorized to approve financial obligations in the name of this Chapter provided such Elected Officer obtains the unanimous consent of the Executive Committee prior to incurring such obligation. No Chapter member shall incur Chapter financial obligations without the approval, in advance, of the Chapter Officers. The unanimous approval by members of the Chapter Officers shall also be required prior to reimbursement of any reasonable costs incurred by Chapter members in connection with Chapter activities.
- 5.15** Any purchases, except those previously approved by the Executive Committee as part of the annual Newsletter or Web Site budget plans; or those incurred for normal and repetitive operation of the Chapter such as. stamps, envelopes, office supplies, and web site fees and charges, shall be brought up to the general Chapter membership through publication within the newsletter or on the Chapter's official web site, and/or presentation at annual business meetings, before any obligation or contract is made. Payment of taxes, fees or other charges related to operation of the Chapter within a particular local, state or national jurisdiction shall be approved by the Executive Committee on a case-by-case basis.

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- 5.16** Vacancies - A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the President for the unexpired portion of the term.

Article 6 - ELECTIONS AND IMPEACHMENTS

- 6.1** The Elected Officers shall be elected by simple ballot for two year terms of office by the active membership. Ballots shall be published within the Chapter's Newsletter to be returned to the Executive Committee within the required time period by each active Member.
- 6.2** Nominations for Elected Officers may be submitted to the Executive Committee by any means available. Acceptance of a nomination by the nominee must be received within the time period stated within the Election Announcement published within the Chapter's Newsletter or on the Chapter's official web site. Nominations may be submitted only by Members-In-Good-Standing.
- 6.3** Only Members-In-Good-Standing shall be allowed to run for an elected Office. Both their OCA and their G-OCA membership status must be current at the time of nomination, time of election, and, if elected, when they take office.
- 6.4** The President and/or Chapter officers shall tabulate the votes, notify the elected officers, and cause the results to be published within the next Chapter Newsletter.
- 6.5** Election winners shall be decided by simple majority, i.e., the candidates receiving the most votes.
- 6.6** The term of office for each position shall be from 1 January of each odd numbered calendar year through 31 December of each even numbered calendar year.
- 6.7** Any elected official may be removed from office upon a vote for impeachment. A vote for impeachment, cast by ballot, by 51% of the active members listed in the Official Roster of Active Members of this Club shall remove an elected official from office.

Article 7 - MEMBERSHIP

- 7.1** Membership in this Chapter is limited to Members in Good Standing.
- 7.2** Members in Good Standing are those who have paid Chapter dues and who hold a current membership in the Oldsmobile Club of America.
- 7.3** Chapter membership numbers shall be assigned on a first-come, first-served basis.
- 7.4** Chapter membership renewals shall be due the month that the member's G-OCA and OCA membership expires. Those members in two months in arrears will be considered Not in Good Standing Member of G-OCA.
- 7.5** Only Members in Good Standing shall receive Chapter newsletters. However, the Executive Committee may approve courtesy copies for or to specific individuals or organizations for publicity purposes.
- 7.6** Only Members in Good Standing shall have the right to vote in for Chapter Officers.
- 7.7** Members in Good Standing of the Oldsmobile G-Body Chapter may be members of other automobile clubs.

Article 8 - DUES

- 8.1** Annual Chapter Membership dues shall be set by the Executive Committee.
- 8.2** Dues shall be evaluated yearly, each January, to see if they adequately cover yearly Chapter expenses.
- 8.3** Annual membership shall run concurrent with the Members OCA membership.
- 8.4** The Chapter membership dues shall be used only for Chapter related expenses.
- 8.5** First year membership time frames shall be as such (assuming 1 year OCA membership time frame):
If a person joins G-OCA and at the same time joins OCA, their first year of G-OCA membership expiration date will be adjusted to correspond with their first year OCA expiration date. Examples are as follows:

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A) If the person joins G-OCA during the first 6 months of their current 1 year OCA membership, their G-OCA membership is due for renewal at the time their OCA membership is due. (i.e. John Smith joins G-OCA May 31, 2002. His OCA membership is due for renewal December 31, 2002. His G-OCA membership is due for renewal December 31 2002.)

B) If the person joins G-OCA during the last 6 months of their current 1 year OCA membership, their G-OCA membership is due for renewal 1 year after they renew their OCA membership. (i.e. John Smith joins G-OCA September 31, 2002. His OCA membership is due for renewal December 31, 2002. If he renews his OCA membership for 1 year, that makes his next renewal date December 31, 2003. His G-OCA membership is then due for renewal December 31, 2003.)

8.6 The Executive Committee may assess additional fees as necessary to meet the financial obligations of this Club (such as entry fees for chapter shows or chapter events)

Article 9 - CLUB REQUIREMENTS

9.1 This Chapter agrees to conform to all provisions of Oldsmobile Club of America bylaws affecting Clubs including, but not limited to, Article XVIII, which is reproduced verbatim herein:

"Article XVIII -- Chapters -- General

- 18.10** Charters for any chapter shall be granted only by the Board upon the recommendation of the OCA Chapter Information and Chartering Committee.
- 18.11** The granting of a charter to a chapter does not authorize the chapter or any members of the chapter to act as agent or agents of OCA or to create any obligations binding upon OCA or to issue any statements or publication in the name of OCA or purporting to emanate [sic] from OCA as a whole.
- 18.12** Any group requesting a charter as a chapter must first submit a set of bylaws governing its operation. These bylaws **MUST** include the following:
- (a) That the chapter agrees to conform to the provisions of the bylaws of OCA and that it will abide by the decisions of the OCA board.
 - (b) That the chapter has all responsibility, financial and otherwise, for any activities it conducts and OCA shall not be responsible for any debts or other obligations incurred by the chapter.
 - (c) That the chapter is responsible for the filing and paying of any local, state, or federal tax reports related to its operation.
 - (d) That members of its chapter will also be members of OCA.
 - (e) That any OCA membership applications and dues received by the chapter will be promptly forwarded to OCA.
 - (f) That the chapter will levy its own dues and have its own publication
 - (g) That the chapter will elect its officers
- 18.20** Chapters must communicate with their Zone Coordinator.
- 18.30** All chapters must notify the OCA VP of any changes in their bylaws."

Article 10 - FINANCIAL POLICY

- 10.1** This Chapter agrees to take financial responsibilities for Chapter obligations.
- 10.2** This Chapter agrees that all Oldsmobile Club of America membership applications and dues will be promptly forwarded to the national Oldsmobile Club of America.
- 10.3** This Chapter shall keep correct and complete financial accounting books and records of business meetings.
- 10.4** The Chapter shall publish in its newsletter an up to date treasury report for each issue.
- 10.5** The Chapter shall file any and all appropriate tax forms, which include local, state and federal, in the time frame as required by law.

Article 11 - BYLAWS

- 11.1** Any proposed change in these bylaws must be presented to the general membership for vote upon approval by a simple majority of the Executive Committee, or upon petition by 25% of the active members listed on the Official Roster of Active Members.
- 11.2** Proposed changes in these bylaws shall be publicized by publication within the Chapter Newsletter and, if so desired by the Executive Committee, by publication on the Chapter Official Web Site. Other venues of publication may also be authorized by the Executive Committee.
- 11.3** Any proposed change in these bylaws must be voted upon by the membership.
- 11.4** Only Members-In-Good-Standing will be allowed to cast votes. Those members who have more than one person, associate members, in their household will be limited to one (1) vote per household.
- 11.5** A simple majority of the voting Members-In-Good-Standing will approve the change in bylaws.

Article 12 - DISSOLUTION

- 12.1** This Chapter agrees to follow Article XIX of the national Oldsmobile Club of America bylaws with regard to dissolution, which is reproduced verbatim as follows:
"Article XIX -- Chapters -- Termination
- 19.10 Any chapter may have its charter revoked by a 2/3 vote of the Board for failure to conform to the purpose for which OCA was organized, for conduct which may adversely affect the reputation or interests of OCA, or for failure to follow the conditions specified in section 18.12 of these bylaws.
- 19.11 Such action may be taken only after the chapter has been informed of the charges and been given an appropriate hearing.
- 19.20 Any OCA chapter may dissolve or disband on it own [sic], according to the bylaws under which they are organized.
- 19.21 Notice of their dissolution or disbandment must be given in writing to the OCA VP.
- 19.30 If a chapter's charter is revoked, or if a chapter dissolves or disbands, the chapter must refile to OCA under the provisions of Article 18 and follow the process therein specified to be reinstated.
- 19.31 Revocation, forfeiture, dissolution or disbandment of a chapter shall not affect any member's rights as a member of OCA."
- 12.2** All cash balance that remains in any G-OCA accounts after all debts incurred by G-OCA have been paid shall be distributed equally among all current G-OCA primary members. "Current Member" shall be defined as a Dues Paid Member in the OCA and G-OCA at the time of dissolution of the G-OCA chapter. A "Primary Member" shall be defined as that person who is the main member of G-OCA, as a family and it's children under age 18 are considered members also. The treasurer appointed at that time shall make distribution of funds to all Current Members.

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Article 13 - CHARTER MEMBERS

We, the undersigned, as the original charter members of this Club, officially petition for a charter as a Chapter of the Oldsmobile Club of America. Each signature shown below certifies the individual's approval of these Bylaws and that the signatory is either a current member of the Oldsmobile Club of America or has submitted a paid application for membership.

Printed Name	Signature	OCA No.	Exp. Date