

By-Laws



CENTRAL OKLAHOMA CHAPTER
of Studebaker Drivers Club, Inc.

As Amended August 12, 1973

The information in this document was obtained from an original typewritten copy of 1973, donated to the chapter by Virgil Hullett, one of the founding members of the chapter.

Article 1 - Name and Purpose

Section 1 Name

Having been voted upon and approved by a majority of members present at the time of formation, the name of the organization shall be:

CENTRAL OKLAHOMA CHAPTER OF THE STUDEBAKER DRIVERS CLUB, INC.

Section 2 Purpose

The Chapter shall be a non-profit organization whose aim is to aid and encourage the restoration, maintenance, and enjoyment of all cars and other vehicles built by Studebaker or associated with the Studebaker heritage, including Studebaker, Garford, EMF, Flanders, Erskine, Rockne, Pierce Arrow, Packard and Avanti, and to increase communication and fellowship among those persons who own or are interested in these vehicles.

Article 2 - Membership

Section 1 APPLICATION

Membership in Central Oklahoma Chapter of the Studebaker Drivers Club , Inc. is open to any person who supports the purpose of the club, is a member in good standing of THE STUDEBAKER DRIVERS CLUB, INC. and who so signifies by submitting an application. A person who applies and is accepted by a duly authorized officer becomes a member.

A member remains in good standing if his dues are not in arrears. Every member in good standing is entitled to all rights and privileges of membership, including the right to vote and to hold office. Eligible persons residing in the same household may jointly apply for membership. Eligibility shall be restricted to those persons 16 years of age or older. However, in the case of such joint membership, only one set of dues need be paid, and only one copy of each club publication will be sent to that household.

Section 2 TERMINATION

A member may resign at any time by notifying the Secretary in writing. A member who resigns is not entitled to a refund of dues.

Any member whose dues are more than two months past due ceases automatically to be a member.

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ARTICLE 2 MEMBERSHIP - Section 2 TERMINATION continued

The board of directors may suspend or expel any member whose conduct is, in their judgment, in conflict with the purposes of the club. Such action shall be taken only after the member has been informed of the charges and has had an opportunity to be heard.

A member who has been dropped for failure to reinstate his membership through payment of dues on time may be reinstated merely by re-submitting his application and full payment of his dues from that date providing that his membership in the parent club, S.D.C, Inc. is current.

A member, expelled for any other reason, may be reinstated only upon the expiration of one full year, upon payment of the current year's dues, membership, S.D.C., Inc. is current, submission of a completed membership application, and upon the majority approval of the Board of Directors.

Section 3 DUES

Dues are \$15.00 per year and shall be paid annually to run concurrently with the National S.D.C. membership dues. Monies obtained through assessment of dues for the CENTRAL OKLAHOMA CHAPTER OF THE STUDEBAKER DRIVERS CLUB, INC. shall be used solely for the operating expenses of this chapter and in no way related to operating expenses of the STUDEBAKER DRIVERS CLUB, INC.

A change in the amount of dues, or the imposition of additional fees for all members shall not be placed in effect without unanimous agreement of the Board of Directors and a subsequent vote of approval by the general membership. All other matters relating to dues may be determined by the Board of Directors or by the President with the concurrence of the Board of Directors.

This chapter may waive dues for certain individuals, subject to a vote of the membership, who through contributions to the advancement of the automotive industry or through notable contributions to the preservation of the automotive heritage, or through devotion to any of the Marques recognized by the STUDEBAKER DRIVERS CLUB, INC. has commended himself to chapter esteem.

Membership provides entitlement to receipt of the Newsletter and any other publications of this chapter. Advertising in any publication of said chapter shall be at no charge to members within the normally established limits. In the interest of providing a further service to our members, ads concerning Studebaker cars and parts will be published in the chapter newsletter at no charge to non-members.

Article 3 – Administration

Section 1 BOARD OF DIRECTORS

The Board of Directors of the CENTRAL OKLAHOMA CHAPTER of the STUDEBAKER DRIVERS CLUB, INC. shall be comprised of the following:

Club Officers PRESIDENT
 VICE-PRESIDENT
 SECRETARY
 TREASURER
All Committee Chairmen (permanent)

Section 2 MEETINGS

Chapter meetings shall be held the second Sunday of every month at a time and place as announced in the chapter newsletter. Occasionally, the meeting dates may be changed by the Board of Directors when a conflict exists. Board of Directors meetings shall be held quarterly during the months of September, December, March and June. The time and place of the Board meetings shall be published in the newsletter. All Board meetings shall be open for attendance by the general membership. A special meeting of the Board Directors may be called at any time on the order off the President or upon the order of any two (2) other Board members.

Section 3 ELECTIONS

A nominating committee consisting of five (5) members of the chapter shall be appointed by the President. This committee shall prepare a ballot containing the names of at least eight (8) eligible members of the chapter who have indicated a willingness to serve as one of the four (4) elective officers. Membership on the Nominating Committee does not disqualify any member from nomination for elective office.

The ballot shall contain names of at least two (2) members as candidates for each office. Nominations from the floor will be accepted prior to final balloting. The names of eight (8) candidates, as selected by the Nominating Committee, shall be published in the July Newsletter along with a short description of their qualifications. Nominations from the floor will require prior consent of the persons nominated, as to their willingness to serve, if elected.

Elections shall be conducted during the August meeting after nominations from the floor have been recorded. Newly elected officers shall be installed at the next September

meeting. At the conclusion of the September meeting the retiring officers shall be relieved of their duties and responsibilities.

ADMINISTRATION CONTINUED

Section 4 RESPONSIBILITIES

Responsibilities for proper administration of the business of this Chapter shall be divided among elected officers as follows:

PRESIDENT – The President shall preside over all meetings of the CENTRAL OKLAHOMA CHAPTER and shall have overall responsibility for management and the Chapter’s public image. The President shall act as liaison between the Chapter and the STUDEBAKER DRIVERS CLUB, INC., and it shall be his duty to obtain sanction for all chapter activities for which sanction is required by the By-Laws of the STUDEBAKER DRIVERS CLUB, INC. The final decision for all chapter activities shall rest with the President, and he shall be an ex-officio member of all committees. The President shall also appoint all committee chairmen which are not elective offices. The responsibilities and duties of all appointed committee chairmen and committee members expire each year at the same time that the elected officers’ tenure expires.

VICE-PRESIDENT – In the absence or disability of the President, the Vice-President shall assume all duties of the President and, when so acting, shall have all the powers and be subject to all restrictions of the Presidency. The Vice-President shall have such other powers and perform such other duties as from time to time may be prescribed by the President.

SECRETARY- the Secretary shall attend all meetings and record the minutes of those meetings. He shall report at the beginning of each meeting the business discussed at the previous meeting with decisions agreed upon. He will report all old business and any new business that is to be discussed at the current meeting, and he will advise the chairman regarding chapter business history. The Secretary shall act as ex-officio Membership Chairman and shall maintain accurate membership rosters and correspondence files.

The Secretary shall be responsible for mailing all chapter correspondence, the funds for which shall be provided out of the chapter treasury by the Treasurer. When Chapter events are scheduled, it shall be the Secretary’s responsibility to notify each member within sufficient time to prepare to attend.

TREASURER - The Treasurer shall be responsible for all monies collected and disbursed by the Chapter, and shall keep an accurate accounting of all Chapter funds. The Treasurer will establish, for the Chapter and in the name of the Chapter, a commercial checking account for the receipt and disbursement of all funds. Checks drawn on that account will require the signature of either the President or the Treasurer and will be drawn only upon receipt by the Treasurer of valid proof of debt or obligation or upon unanimous agreement of all Board members that an expenditure is a necessity. The Treasurer will be responsible for an up-to-

date financial report at each business meeting, or at any time called upon to do so by other members of the Board. Any officer may substitute his signature for either the President or Treasurer, providing that the officer for whom he is substituting is either absent or physically unable to sign.

No obligation, debt or other liability shall be incurred by the Treasurer without specific approval of all members of the Board.

Article 3 -Admin continued

Section 5 – AUTHORITY

Final authority for any business or activity to be conducted by the Chapter in connection with the STUDEBAKER DRIVERS CLUB, INC. lies with the Board of Directors of the STUDEBAKER DRIVERS CLUB, INC. and is subject to the sanction thereof. In the event of a conflict of administration of the Chapter with the administration of the STUDEBAKER DRIVERS CLUB, INC., the By-Laws and administration of the STUDEBAKER DRIVERS CLUB, INC. shall prevail until such time as the conflict is resolved.

Termination of the chapter's charter and disassociation with the STUDEBAKER DRIVERS CLUB, INC. may be effected at any time by mutual consent of the Chapter and the STUDEBAKER DRIVERS CLUB, INC., or upon the written notification of one party in the association to the other followed within thirty (30) days by a meeting at which the Board of Directors of both parties is represented, and at which good and sufficient cause is shown for the termination of the charter and the disassociation. In the event of disassociation, the Chapter as such becomes dissolved effective as of the date of the disassociation, and all properties owned by the Chapter shall be converted to cash. The resulting proceeds, together with all monies remaining in the chapter treasury, shall be disbursed to a charitable organization chosen by a majority of the chapter membership and voting at the final meeting of the chapter.

Section 6 – RESIGNATION

Any officer of the chapter may resign at any time, upon written notification to the Board of Directors of his intention to resign and of the effective date of that resignation. A vacancy in any office, resulting from death, resignation, removal, disqualification, or any other cause, shall be filled by an appointment by the Board of Directors. Such appointment may be made from the remaining members of the Board of Directors, from the general membership or by any such combination that is deemed appropriate by the Board of Directors.

Article 4 - Limits of Liability

Section 1 - All persons or corporations extending credit to, contracting with, doing business with or having a claim against this Chapter or its Board of Directors shall look only to the funds and property of the chapter for payment of any debt, damages, judgement or decree or any money that may otherwise become due or payable from

the chapter or the Board of Directors so that neither the members of the chapter nor any officers, present or future, shall be personally liable thereof.

Central Oklahoma Chapter of the Studebaker Drivers Club, Inc.

By-Laws continued

Article 5 - Amendments

Amendment 1

Section 1 - Procedures

Amendments to the foregoing by-laws of the Central Oklahoma Chapter of the Studebaker Drivers Club, Inc. may be proposed by any member of the Board of Directors or by any member in good standing to any member of the Board of Directors.

All proposed amendments shall be introduced to the general membership for a vote. An amendment will be adopted only by a majority vote of the general membership in attendance at the business meeting at which the amendment is proposed and presented for approval.

KNOW ALL MEMBERS BY THESE PRESENTS:

Upon acceptance of the foregoing by-laws by the **Board of Directors** of the **Studebaker Drivers Club, Inc.** and the subsequent granting of a **Charter of Affiliation** to the **Central Oklahoma Chapter of the Studebaker Drivers Club, Inc.** said by-laws become valid and binding as the governing by-laws of the chapter and may be amended only by due process as described in Article 5, Section 1 of said by-laws.

IN WITNESS WHEREOF:

We, the undersigned, being officers of the CENTRAL OKLAHOMA CHAPTER OF THE STUDEBAKER DRIVERS CLUB, INC. do hereby certify that the foregoing by-laws were duly approved by the membership and the Board of Directors at a regular meeting on this 14th day of March, 1971, and the same do now constitute the by-laws of said chapter.

Frank G. Reetz, President

Kerry Bessemer, Vice President

Edith McClanahan, Secretary

Ann Graham, Treasurer

I certify that these By-Laws now include all amendments that were approved by the members present at the August 12, 1973 meeting.

Everett J. W. Gentry, President