

Last Updated September 1st 2009

FBNCC Constitution

Article I Name and Logo

1.1 The name of this non-profit corporation is Firebird Nation Car Club Inc, doing business as the Firebird Nation Car Club with the acronym FBNCC, and shall be herein referred to as the FBNCC. The FBNCC will be incorporated under the provisions of the non-profit code of the state of Nevada. The FBNCC is a non-profit subsidiary of FirebirdNation.com.

1.1.1 The club may create subsidiaries to further the interests of the FBNCC

1.1.2 The club is empowered to acquire and sell real and personal property.

1.2 The club logo shall include a Firebird Emblem and the Name of the Club and Chapter.

Article II Purpose

2.1 The purpose of the FBNCC is to:

2.1.1 promote the preservation of Pontiac Firebirds, and to educate the members and the public about their rich history and their historical significance.

2.1.2 create local chapters of the FBNCC to ensure public display and education about the rich history of the Pontiac Firebird. The local chapters will bring together local Pontiac Firebird enthusiasts so they can share their Pontiac Firebird knowledge with other members and the public. The local chapters will engage in monthly meetings, cruises, car shows, swap meets, and other public educational and restorative events.

2.1.3 provide assistance to members through local meetings and online educational forums to help educate the members in regards to the preservation and restoration of Pontiac Firebirds.

Article III Membership and Dues

3.1 Membership is open to anyone who properly executes an application and meets the clubs basic membership requirements outlined in the bylaws.

3.2 Membership dues shall be fixed by the BOD.

3.3 All membership privileges will cease if the dues are not paid by the final due date.

3.4 The BOD or local chapter may expel a club member after a hearing and with reasonable notice to

allow the member an opportunity to refute any charges against him or her.

Article IV Meetings

4.1 The National BOD will conduct a yearly meeting through electronic means (chatroom or forum).

4.2 The National BOD shall conduct a yearly meeting with the General Membership through electronic means (chat room or forum).

4.3 The Local Chapters shall conduct local meeting either through electronic means (chat room or forum) or in person at local areas.

Article V Divisions and Chapters

5.1 For the purpose of managing this organization, the Board of Directors shall set up 6 divisions as follows (These divisions will only be activated once a chapter is started in one of the states):

A. Western Division: Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington, Wyoming

B. Mid-Western Division: Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, Wisconsin

C. Southern Division: Alabama, Arkansas, Delaware, District of Columbia, Florida, Georgia, Kentucky, Louisiana, Maryland, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, Texas, Virginia, West Virginia, Kentucky

D. Northeastern Division: Connecticut, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont

E. International Division: Canada and International

F. National Division for National Members

5.2 In addition to divisions, each state may be made up of one or more smaller chapters. A new chapter can be formed when at least four members are ready to join and they meet the basic new chapter criteria.

5.3 Each Division shall be represented by 2 Directors on the Board of Directors. This number will fluctuate depending on the number of chapters in a division. Some divisions may have zero directors if there are no chapters in that division.

Article VI

Committees

6.1 The FBNCC shall have the ability to create committees in order to further the goals of the FBNCC.

Article VII Income and Expenditures

7.1 The FBNCC shall collect member dues, conduct fund raisers, and raise money for the benefit of the FBNCC. The clubs dues shall NOT be used to make any private entity a profit and can only be used to benefit the FBNCC and it's members.

7.2 Local chapters of the FBNCC shall have the ability to conduct local fund raising which includes, but is not limited too, local car shows, local raffles, local swap meets, etc.

Article VIII Officers and Directors

8.1 The Officers, Directors, and their duties shall be outlined in the Bylaws.

Article IX Elections and Appointments (Bylaws)

9.1 The Elections shall be outlined in the Bylaws.

9.2 The elections will take place either through mail or electronic means (online).

Article X Parliamentary Power

10. All questions and issues not covered by the FBNCC Constitution or Bylaws shall be resolved by the Board of Directors.

Article XI Code of Conduct and Disputes

11.1 The Members and Officers shall abide by the code of conduct and work out their disputes as outlined in the Bylaws.

Article XII Amendments

12.1 A proposed amendment to the Constitution shall be submitted by writing to the Board of Directors for preliminary approval or rejection by a majority vote. If approved by the board, it shall be submitted to the membership at large, from which a majority vote of active members responding is required for approval.

Article XIII **FirebirdNation.com and FBNCC**

13.1 The FBNCC is a subsidiary of FirebirdNation.com, and the FBNCC was created for the benefit of the members of FirebirdNation.com. The FBNCC is a non-profit corporation and FirebirdNation.com is privately held. The Firebird Nation community is a free online community open to anyone who wants to join, but whose rules must be followed in order to remain a member of the community.

13.2 FirebirdNation.com will donate a portion of the FirebirdNation.com forums to the FBNCC. This agreement can be revoked at any time by either party.

13.3 All FBNCC Members are expected to follow the rules of the FirebirdNation.com community and will not be given any special privileges. If you are banned from the Firebird Nation community, you may still continue your membership with the FBNCC, but you will lose your ability to participate in any electronic voting and club discussions on FirebirdNation.com.

Last Amended on October 2nd 2009

FBNCC Bylaws

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2.1.1 promote the preservation for all Pontiac Firebirds, and to educate the members and the public about their rich history and their historical significance.

2.1.2 create local chapters of FBNCC members to ensure public display and education about the rich history of the Pontiac Firebird. The local chapters will bring together local Pontiac Firebird enthusiasts so they can share their Pontiac Firebird knowledge with other members and the public. The local chapters will engage in monthly meetings, cruises, car shows, swap meets, and other public events.

2.1.3 provide assistance to members through local meetings and online educational forums to help members in the preservation and restoration of Pontiac Firebirds.

Article III Membership and Dues

3.1 A full member of the FBNCC is any member who has maintained good character. The following are the FBNCC membership requirements for Chapters:

- A. Must be at least 16 years old and of good character and must have never been banned from a similar club or the FBN.com site.
- B. Must attend at least two, but no more than three FBNCC club events without becoming a full member via a vote.
- C. Must be voted in by the local chapter and approved by the Board of Directors. This vote can take place either locally or via online poll in the chapters/Board of Directors private forum.
- D. Member is encouraged, but not required, to become a member of the free online community of FirebirdNation.com. A majority of the clubs planning, communication, elections, etc will take place online at FBN.com and members who are not a member of FirebirdNation.com must sign a waiver to acknowledge that they will not have access to these very important club features they choose to not join the free community.

3.2 A full member of the FBNCC is any member who has maintained good character. Since National Members are usually too far away from a chapter to attend a meeting, we have set fourth the following requirements for National Members.

- A. Must be at least 16 years old and of good character and must have never been banned from a similar club or the FBN.com site.
- B. Must be a member of FBN.com for at least 1 month.
- C. Must have at least 100 posts on FBN.com. This is the only way we can get to know you.
- D. Must be voted in by the BOD after submitting an application and all requirements above have been met.

3.3. Membership dues are due one year after you signed up and will be delinquent if not paid within 30 days of the due date. All Membership dues will be sent to the National Treasurer and held in the National Bank Account. These funds will be used for the club.

3.4 Full membership with all club privileges and with the full ability to vote. \$20 per year

3.5 National membership with all privileges and with the full ability to vote. \$10.00 per year

3.6 Family membership is for members with a spouse or children who are also interested in being members. Cost for Family membership is currently \$35.00 per year. Spouse has full voting privileges, but children under the age 18 do not have the right to vote unless he/she is a paid member 16 years of age or older.

3.7 If a member would like to upgrade to a Family Membership, he/she only needs to pay the difference between the amount originally paid and the amount of the Family Membership.

3.8 All members shall agree to abide by all the club's rules.

3.9 If any legal disputes shall arise between the FBNCC and a member, the proper venue will be in the locality of the current sitting FBNCC President.

3.10 Any member expelled from the club by a vote of the local Chapter members must be affirmed by the Board of Directors. Any member can also be expelled by a vote of just the Board of Directors. Expelled members have 30 days to appeal the expulsion in writing. This letter must be sent to the National President within this time frame. The Board of Directors will look over the appeal and may request more information from all involved parties before making a final decision. A final decision will be made by a Board of Directors Vote within 30 days of the appeal.

3.11 There will be no refunds issued to any member whom is expelled from the club, or who leaves voluntarily.

Article IV Meetings

4.1 The National BOD will conduct its yearly meeting on December 1st at 5:00 PM. This meeting is only open to National BOD officers, and only BOD officers will be allowed to vote during these meetings. The meetings and votes will take place via electronic means either in a private chat room or private BOD Officers only forum. If this meeting is held on the forums, it will span a 24 hour period.

4.2 The National BOD and General Membership Meetings will take place through private electronic means (chat room or forums) and will be open to all club members. If this meeting takes place in the private members forums, it will span a 24 hour period.

4.3 The Local Chapters shall conduct meeting either locally or through electronic means at least once every month.

4.4 Any member of the Board of Directors, or the President may request a Board of Directors meeting. The Members should try to give all Board of Directors at least a one week notice of the meeting and Directors should make every effort to be present. These meetings will take place through electronic online meetings.

Article V Divisions and Chapters

5.1 Every chapter is responsible to the FBNCC Board of Directors.

5.2 Chapters will be given their own sub-forums on FBN.

5.3 Chapters must submit a list of any new members to the National Membership Director by the last day of every month.

5.4 The Chapters must submit a financial statement to the National Treasurer by March 1st of every year.

5.5 The Chapters will work under the FBNCC non-profit corporation and will be covered by the FBNCC Insurance plan.

5.6 If you want to form a new chapter, you must:

- A. Have at least eight members ready and willing to join.
- B. Submit a request, either written, by e-mail, or by PM on Firebirdnation.com to the National Secretary, and the BOD must vote to approve the new Chapter location.
- C. After approval the chapter must hold a local meeting. At this meeting the local chapter must decide who will act as the chapters President, Vice President, Treasurer and Secretary. The chapter must have at least a President, Vice President, Secretary, and Treasurer.
- D. The members must then fill out their membership applications and then send in their dues to the National Treasurer.
- E. The local chapter must then hold elections for all officer positions once every year, on December 1st. There are currently no term limits for local chapter officers, but this may change in the future.
- F. Funds permitting, the National FBNCC will provide the local chapter with materials such as stickers, flyers, applications, etc.
- G. Before a vote on whether to finalize your chapter can take place, your chapter must have a chapter meeting in the chat room with the National Officers and Board of Directors.

5.7 The National FBNCC will provide the local Chapters with the following assistance:

- A. Non profit status. The Chapters will operate under the National FBNCC non-Profit Corporation.
- B. Club Insurance.
- C. Funds Permitting, the National FBNCC will provide enough funds to help the local chapter organize and pay for a local event. This event should have the ability to help the local chapter become self-supporting.
- D. The National FBNCC will take care of Membership cards and create the club apparel for each chapter.

Article VI Committees

6.1 Committees are appointed by the National President or the BOD of the FBNCC.

6.2 Committee members serve at the pleasure of the Board of Directors.

6.3 Committees shall report to the Board of Directors, and any decisions of the Committees which financially affect the club, or which do not conform to the current bylaws or constitution shall not be binding until approved by the Board of Directors.

6.4 The following are a list of standing committees:

A. New Members Committee. This committee is responsible for ensuring that all new members are given membership cards, welcome letters, password to local chapter members only forum, and any other benefit which comes with being a full member.

B. FBNCC Apparel and Merchandise Committee. This Committee is responsible for ensuring that all members have their shirts ready for member purchase and for designing any other club merchandise for sale to members.

6.5 Other committees may be disbanded at the discretion of the Board of Directors.

Article VII Income and Expenditures

7.1 The FBNCC shall maintain a National Bank Account. All bank accounts shall be located in the current treasurers locality and shall have the names of the Treasurer, President, and Vice President listed on the account.

7.2 No National club funds shall be spent without the authorization of the National President, Treasurer, and a vote by the BOD, and all expenditures shall be within the clubs budget.

7.3 Records shall be retained of all income and expenditures, and should be available for any member who requests a copy.

7.4 Local chapters must also ensure that club funds only benefit the FBNCC.

7.5 The Local chapter must also maintain a separate bank account, and submit a financial statement to the National Secretary every year.

Article VIII Officers and Directors

8.1 The National Chapter shall have the following officers:

A. National President

B. National Vice-President

C. National Secretary

D. National Treasurer

C. The Board of Directors

D. National Membership Director

8.2 The Local Chapters shall have the following Officers:

A. President

B. Vice President

C. Secretary

D. Treasurer

8.3 The Board of Directors shall consist of appointed members from their respective divisions.

8.4 The National President, Vice-President, Treasurer, and Secretary shall be elected by the Board of Directors and shall serve a term of one year.

8.5 The Organization shall be governed by a minimum of 3 Directors.

8.6 The National President shall preside at all Board Meetings. The National President will also oversee the day to day operations of the club. The President shall appoint all committee chairpersons and other committee members as he/she deems appropriate. The President or their representative shall NOT have the right to vote in Board matters except:

A. in the event of a tie,

B. on a motion to amend the Constitution or Bylaws,

C. at an election of officers.

8.7 The Vice President shall perform the duties of the National President in their absence, and other duties as assigned by the Board of Directors.

8.8 The National Secretary shall see that the minutes of the meetings of the Board of Directors are kept, and promulgated to the Board Members in a timely manner. The Secretary shall have custody of all archives of the organization. The Secretary will assist the National President in overseeing the day to day operations of the club.

8.9 The Treasurer shall collect and disburse the funds of FBNCC. The Treasurer shall render a financial report to the members in a club publication or in the members only forums online on an annual basis. The Secretary is also responsible for making sure all club financial records are in order and to make sure the chapters have submitted their financial reports. The Treasurer may appoint an assistant.

8.10 The Board of Directors shall have general management authority over the affairs and property of

the organization and shall perform all duties not otherwise designated by this Constitution. At any meeting, 60% of the Directors shall constitute a quorum. Unless otherwise provided, a majority vote shall be sufficient rule in all questions. The board is empowered to promulgate and enforce regulations governing any activity conducted under direct or implied sponsorship of FBNCC, where said regulations do not conflict with any specific rules set forth.

8.11 The Chapter President shall preside over the local chapter and direct the chapter and it's members.

8.12 The Chapter Vice President shall act in the Presidents Place if the President is unable to fulfill his/her duty, or is absent.

8.13 The Chapter Secretary shall see that the minutes of local meetings are recorded and made available to the FBNCC National Secretary.

8.14 The Chapter Treasurer shall keep a bank account and records of all funds as outlined in section VII.

Article IX Elections and Appointments

9.1 Elections will be held on an annual basis to elect all National and Chapter Officers.

9.2 For National Officers, a Nominations committee of three active members shall be appointed by the National President and shall make nominations for the President no later than November 15th.

9.3 For Chapters, a Nominations committee of three active members shall be appointed by the Chapter President and shall make nominations for the President no later than November 15th.

9.4 There are no term limits for any of the National or Chapter officer Positions.

9.5 FirebirdNation.com will appoint two directors from each division.

9.6 The Board of Directors shall Elect the National President, National Vice President, National Treasurer, National Secretary, and National Membership Director.

9.7 Directors shall not be removed from their seat unless it's the end of his term and he is replaced by another appointment, or is voted out of their seat by a majority vote by the BOD.

Article X Parliamentary Power

10. All questions and issues not covered by the FBNCC Constitution and Bylaws shall be resolved by the Board of Directors by a Majority Vote.

Article XI Code of Conduct

11.1 All members and officers shall:

- A. work within the framework of the FBNCC Constitution and Bylaws
- B. Support the decisions of the majority in spirit and fact.
- C. Respect the opinions and positions of their fellow Members.
- D. Work for the best interest of the club in a mature and prudent manner.
- E. Refrain from conduct detrimental to the good will or image of FBNCC.
- F. Conduct him/herself with dignity and integrity, setting an example for the club members and future members.

11.2 All disputes with the club shall be:

- A. put through the proper channels and use acceptable procedures.

11.3. Should any legal disputes arise, involving, or between the FBNCC, and its officers and Directors, the only proper venue shall be in the county or parish where the acting President of the FBNCC resides at initiation of the litigation proceedings.

Article XII Amendments

12.1 These bylaws may be amended by the Board of Directors by a majority vote of the Board of Directors.