

Bylaws of the Grapes & Grains Intra-Club of the Wally Byam Caravan Club, International

Article I. The Organization

A. Name

1. This organization is a chartered Intra-Club of the Wally Byam Caravan Club International, Inc., hereinafter WBCCI, and shall be known as the Grapes & Grains Intra-Club of the Wally Byam Caravan Club International, Inc., hereinafter known as G&G.

B. Objectives

1. G&G is a nonprofit association of Airstream brand recreational vehicle (RV) owners. Its objectives and goals are an Intra-Club for members to share their interests in beverages produced from grapes & grains. These would include beverages such as wine, brandy, spirits, and beers as well as recipes made from these beverages. Rallies, events, and caravans would focus on tours to places that make these beverages and to enjoy venues that serve these beverages. The main objective of the membership is to share our knowledge about grapes & grains with others. The club will be open to all members whose interests lie within the realm of grapes & grains.

Article II. Members

A. Qualification

1. Any Member of the WBCCI as defined in the WBCCI Constitution Article VI and who has paid WBCCI dues may become a G&G member with all rights to vote in G&G affairs and hold a G&G office and each shall have one vote.
2. Members of G&G are obligated to support its objectives, ethics, and standards of behavior for members as described in the WBCCI Constitution, Bylaws, and Policies.

Article III. Officers

A. Officers

1. The officers of G&G are a President, a First Vice President, Second Vice President, a Secretary, and a Treasurer.
2. The Officers will be elected at the annual business meeting of G&G held in September or October and will be installed and assume office upon election.
3. An officer will serve in office for a term of one year or until a successor is elected, but in no case is an officer eligible to serve more than two consecutive terms in the same office except the Secretary or Treasurer provided said officers are duly nominated and elected for each term of office.
4. In the event of the death or resignation of the President or the death, advancement or resignation of a Vice President, or an officer's inability to fulfill the duties of office, the next ranking Vice President (in the order first, second) will advance thereto. All other vacancies

on the Executive Board, except that of the Immediate Past President, will be filled by a majority vote of the Executive Board.

5. An officer who advances to an office pursuant to the provisions of the previous section on succession of office shall not be deemed to have served a full term in such office unless said service is for a period of greater than one-half ($1/2$) the term of such office.

B. Duties of Officers

1. The President presides at all meetings of the G&G and its Executive Board, enforces the Bylaws, appoints all committees as needed and has such powers and duties as normally pertains to the principal executive officer.
2. The First Vice President shall attend all business meetings of the Intra-Club and the Executive Board, shall assist the President, and assume the duties of the President in the President's absence.
3. The Second Vice President shall attend all business meetings of the Intra-Club and the Executive Board, assist the President and the First Vice President, assume the duties of the First Vice President in the absence of said officer, assume the duties of the President in the absence of the President and the First Vice President. and perform the duties as assigned by the Executive Board.
4. The Secretary issues notices of all meetings of the Intra-Club and the Executive Board as required by these bylaws; prepare an agenda of pending business for use by the presiding officer at each meeting; and shall keep a register of all members of the Intra-Club. The Secretary shall record and preserve the minutes of all official business meetings of G&G and the Executive Board. Copies will be provided to the members of the Executive Board not more than fifteen (15) days after each meeting. The Secretary will record the attendance of the officers at each meeting and advise the presiding officer if a quorum is present.
5. The Treasurer shall maintain the financial records of the Intra-Club, and receive all monies as prescribed in the WBCCI International Bylaws and Policy, Financial Data Guidelines, and promptly deposit them in the bank previously chosen by the Executive Board. They shall submit a full written report of the finances to the Executive Board at each meeting. Each year the books and accounts will be audited by a committee selected by the incoming president. Before retirement, all books, monies, and property of the Intra-Club shall be delivered promptly to the incoming Treasurer.
6. The duties of the appointed Webmaster include participation in all meetings of the Intra-Club and Executive Board; to accept special assignments as directed by the President; and provide effective communication through social media and a website of the activities and interests of G&G.

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C. Executive Board

1. The Executive Board consists of the current G&G Officers plus the immediate past President of G&G. If the immediate past President is no longer a member of G&G, the Executive Board may appoint the most immediate past President to hold this position.
2. The Executive Board is the administrative body of G&G, will define the policies of G&G, have full administrative authority in all matters pertaining to G&G and exercise general control and supervision of all officers and committees.

Article IV. Meetings

A. Procedure

1. Parliamentary procedures for all meetings of G&G and its Executive Board shall be governed by the current edition of *Robert's Rules of Order Newly Revised* except when they conflict with these bylaws of G&G.
2. A quorum for conducting business at the annual business meeting, or at any additional business meeting, shall be not less than five (5) percent of the number of G&G Intra-Club Members at the time of the beginning of the meeting.
3. Ballots submitted by email, regular mail or facsimile may also be accepted from members. Votes allowed in this manner should be received by the Intra-Club no later than two (2) days before the regular or special meetings at which a vote is to be taken. These votes must be kept confidential until voting at a meeting has taken place. Such ballots also count as a part of the quorum for such a business meeting.

B. The Annual Business Meeting

1. The annual business meeting of G&G shall be held during the month of September or October in each calendar year. Such a meeting shall be announced by written notice and delivered to the members not less than fifteen (15) days prior to the meeting. The notice shall indicate the date, time, and location of the meeting. If the meeting is to be a virtual meeting the notice will provide all appropriate link information for participation by the membership. A quorum for conducting business at any business meeting shall be not less than five (5) percent of the membership.
2. The Executive Board shall, not less than ninety (90) days prior to the Club's annual business meeting, appoint a three-member Nominating Committee. This committee shall solicit members of the Club to volunteer to stand for any open leadership positions. The Committee should also encourage self-nomination for any position. After having obtained prior acceptance from each potential candidate, all names for any office shall be placed in nomination. A written report will be submitted to the Executive Board. The President shall distribute the report to the membership not less than

twenty (20) days before an election. The election may be by electronic ballot, mail ballot or at the business meeting.

C. Meetings of the Executive Board

1. The quorum of the Executive Board shall consist of a majority of its members.
2. The President or any two members of the Board may call a meeting of the Executive Board at any time deemed necessary.

D. Other Meetings

1. Additional business meetings of the members, meeting the required minimum quorum, may be held at a suitable time and place after the first day of any rally of the members, if the rally or meeting is of less than two days duration, written notice to the members indicating the time, location and purpose of such meeting shall be delivered to the members not less than fifteen (15) days prior to the meeting.
2. The Executive Board, by majority vote, may call additional business meetings of the members with a minimum of fifteen (15) days prior notification.

E. Voting Methods

1. Ballots or other methods for obtaining a vote on any proposal or election in G&G will be distributed and collected using a method deemed acceptable by the Executive Board. Any reasonable distribution and collection method may be used, including email and other Internet methods. A combination of methods may also be used except when mail-in ballots are used. The President and Secretary shall insure no member casts more than one ballot.
2. In all cases all the results of any balloting will be presented at an Intra-Club business meeting and the balloting must represent a quorum of the membership as defined in Article IV, Section A of these Bylaws.

Article V. Committees

1. As necessary to conduct business, the Executive Board may from time to time authorize the creation of Ad Hoc Committee(s) and appoint members to fulfill the duties of the Committee.

Article VI. Policies

1. Policy consistent with these Bylaws of the Intra-Club and with the Constitution, Bylaws, Code of Ethics and Policy of the WBCCI that embody additional provisions for the governance of the Intra-Club may be adopted by majority vote by the Executive Board or the Intra-Club Members at any business meeting.

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Article VII. Liability

1. Neither G&G nor its officers are responsible for the loss of or damage to property or for injury to or death of a person on the premises of any Intra-Club function. This freedom from responsibility for loss or damage to property applies regardless of whether that property has been received by any member or officer or left upon the premises.
2. Nothing in these Bylaws shall be considered to limit any liability protections provided by pertinent law for officers, volunteers, or members acting properly on behalf of G&G.

Article VIII. Dues

1. The annual Intra-Club dues shall be set by the Executive Board.

Article IX. Code of Ethics

1. All members shall abide by the following Code of Ethics:
 - A. To be ever mindful of our responsibility to Wally Byam Caravan Club International, Inc., and through conduct, indicate to the public that membership in this organization is an assurance of our courtesy on the road and good will to all peoples and countries.
 - B. To be ever mindful of what we say or print with respect to the effect on others of our diverse membership so as to avoid disharmony and ill feelings among club members of diverse ethnicities, religious beliefs or orientation and to dedicate ourselves to the work of cementing together the members of WBCCI in bonds of good fellowship and mutual understanding.
 - C. To conduct ourselves in a manner to inspire others engaged in recreational vehicle travel to a full appreciation of the intent and meaning of this code.
 - D. To maintain our camps in an orderly manner and leave them the same way.

Article X. Amendments

1. The G&G membership may adopt amendments to this document embodying additional provisions for the governance of G&G consistent with the Constitution, Bylaws, and Policies of the WBCCI.
2. These Bylaws may be amended at a business meeting of the membership by two thirds vote, provided the proposed amendment has been submitted to all members of G&G by the Executive Board in writing fifteen (15) days prior to such meeting.
3. Such amendments shall become effective upon adoption.

Article XI. Dissolution of this Intra-Club

1. In the event the members of this Intra-Club deem it desirable to dissolve, the members shall, through the President of this Intra-Club, follow the appropriate procedures as prescribed in ARTICLE VII, Sec. 1 through 6 of the Bylaws of the International Club. These procedures are in accordance with Section 501 (c) 7 of the Internal Revenue Service Code.

These Bylaws, as last amended, were adopted by the membership on August 20, 2023 at virtual meeting.