



## *Constitution of Inliners International, Inc.*

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# ***Constitution of Inliners International, Inc.***

## **ARTICLE ONE: NAME, PURPOSE AND LOGOS**

### **Name**

- The name of this Club shall be "Inliners International, Inc." (*incorporated State of Ohio, 1998*)

### **Purpose**

- The purpose of this Club shall be the preservation and enjoyment of ALL makes of inline engines, as well as the encouragement and publication of studies and research pertaining to their history, modification, restoration and maintenance.

### **Club Logos**

The Club shall be represented by any of the following logos:

- A side view of a 12 port 6 cylinder engine within two concentric circles with the inscription "Inliners International" around the circumference at the top of the outer circle and with "GMC CHEV BUICK CHRYSLER HUDSON" inside the inner circle at the top; "FOURS, SIXES & STRAIGHT EIGHTS" printed below the engine; and "Founded 1981" inscribed at the bottom of the outer circle.



- A side view of a Horning GMC 12 port engine with the inscriptions "INLINERS INTERNATIONAL" printed above, and "EST 1981" printed below.



- A side view of a 12 port 6 cylinder engine with the inscriptions "Inliners International" and "Devoted To All Inline Engines" printed to the side:



### **Chapter Logos**

- Chapters may design variations of the above logos representing their individual chapters. The final design shall have consensus of their local membership and shall be consistent with the Club's Code of Conduct.
- A copy of the adopted logo shall be forwarded to the Vice President/Chapter Coordinator to be maintained for Club records.

## **ARTICLE TWO: MEMBERSHIP AND DUES**

### **Membership**

- Any person shall become a member of this Club upon payment of the appropriate dues.
- All privileges of a member shall automatically terminate if a member's dues remain unpaid within thirty (30) days of expiration of "active" status.
- Only the Board of Directors (hereafter referred to as "the Board") shall have the right to grant or revoke life memberships at its discretion. Life memberships shall be granted only to an individual, not to a family, and are subject to all other sections of the by-laws under the following circumstances:
  - Induction into the Club's Hall of Fame
  - Prior service as President

*\*Lifetime memberships not covered by the above in effect prior to January 2007 shall retain status*

## **Dues**

- The dues for all members shall be an amount fixed by the Board.
- During their terms of office, Board members shall not be required to pay dues.
- Chapter members MUST be dues-paying members of the International organization.
- Chapters shall have the option of collecting dues from their members to cover routine Chapter expenses (e.g., miscellaneous administrative costs, Chapter activities, etc.), subject to applicable IRS/non-profit regulations.

## **ARTICLE THREE: BOARD OF DIRECTORS**

### **Composition**

- The Club shall be governed by an international Board of Directors composed of the following:

#### Officers

President  
Vice President/Chapter Coordinator  
Membership Chairperson  
"The 12 Port News" Editor  
Treasurer  
Technical Services Administrator  
Merchandise Coordinator  
Advertising Coordinator  
Racing Director  
12 Port Historian

#### Chapter Heads

### **Charge**

- The Officers shall be charged with the day-to-day operation of Inliners International and publication of "The 12 Port News."

### **Appointment/Reappointment**

- Any member in good standing is eligible to serve as an Officer of the Club.
- Terms for Officers shall be four (4) years, normally with an effective date of July 1; there is no term limitation for Chapter Heads.
- To assure continuity, the process for (re)appointment of different positions shall be on a staggered schedule, when possible.
- (Re)appointments shall be preceded by a call to all "active" members for nominations and/or volunteers, to be published in "The 12 Port News" and other members-only sites, as appropriate.
- Appointment of any Officer to a full term shall require a majority vote of those Board members casting a vote.
- Each Board member shall have one vote, including Officers eligible for reappointment, with the exception that a Board member holding a dual appointment (e.g., serves as Officer/Chapter Head simultaneously) shall only have one vote on all issues.
- Votes shall be submitted in writing (electronic mail shall be considered acceptable) to an Officer not eligible for reappointment, for counting.
- Should there be no nominations or volunteers for an Officer position, the incumbent may remain in office for an additional term or until a permanent appointee is identified.
- Dismissal of an Officer shall require a majority vote of all other Officers.

### **Vacancies**

- Vacancies arising within the Board shall be filled as soon as possible following vacancy.
- Except for the President whose duties will be automatically assumed by the Vice President/Chapter Coordinator, should a vacancy occur prior to completion of a full term by an Officer for any reason (i.e., resignation, death, dismissal, etc.), a replacement shall be appointed to either fulfill the existing term of office or serve until a permanent appointee is identified through the standard appointment process.
  - Appointment to fulfill an existing term of office shall be made by the President following consultation with the Vice President/Chapter Coordinator and at least one other Board member (Officer or Chapter Head).
  - Appointment to a full term following a call for nominations/volunteers shall require a majority vote of those Board members casting a vote.
- Any Officer or Chapter Head shall have the right to nominate any member in good standing to serve as a successor Officer.

## **General**

- Any Officer, Chapter Head, or member in good standing may present any issue for consideration and/or vote by the Board.
- Issues for consideration must be presented in written form, either via mail (letter) or electronic media (e-mail).
- Results of all votes and elections shall be published in "The 12 Port News" and other members-only sites, as appropriate.
- Appropriate procedures shall be established on case-by-case basis to avoid conflict of interest between Board positions (e.g., Treasurer related to or cohabitation with Officers responsible for handling finances such as Membership Chairperson, Merchandise Coordinator, etc.).

## **ARTICLE FOUR: DUTIES OF OFFICERS AND CHAPTER HEADS**

### **President**

- In collaboration with the Vice President/Chapter Coordinator, provide leadership and direction for the Club.
- Coordinate and call for a vote on issues at hand.
- Provide leadership and direction in promoting the Club.
- Call for, and preside over, meetings of the Board.
- Assure that Club Constitution remains current, coordinating updates as needed.
- Coordinate annual call for Club awards (i.e., Hall of Fame, Bill Fisher, etc.).
- Prepare column for publication in "The 12 Port News," focusing on Club-wide issues.
- Ensure there are no financial "conflicts of interest" between the President and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Vice President/Chapter Coordinator**

- In collaboration with the President, provide leadership and direction for the Club, assuming office should the President be unable to fulfill his/her term.
- As main focus of position, serve as the primary contact for chapter issues.
- Assist Chapter Heads in the formation of new chapters.
- Provide new Chapters with Club banner and assure access to current Club Constitution for ALL Chapter Heads.
- Assist Chapter Heads with scheduling, promotion of and publicity for regional events, assuring that schedules of regional and chapter events are submitted in a timely manner for inclusion in appropriate Club/Chapter publications and internet sites (i.e., "The 12 Port News," websites, forums, social media platforms, etc.).
- Prepare column for publication in "The 12 Port News," focusing primarily on chapter issues.
- Assure on-going activity and viability of regional chapters, making recommendation(s) to the Board, as appropriate, up to and including disbandment due to inactivity.
- Ensure there are no financial "conflicts of interest" between the Vice President/Chapter Coordinator and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Membership Chairperson**

- Collect and process member dues, providing appropriate documentation to the Treasurer.
- Process new memberships and renewals.
- Maintain Club database, working with Technical Services Administrator to assure that all platforms are current.
- Maintain current list of past and current members.
- Resolve routine issues and questions regarding membership, renewal, and use of database, calling upon the Board as necessary.
- In collaboration with "The 12 Port News" Editor, generate the annual Club roster for distribution (i.e., printed copy and social media sites, as appropriate).
- Maintain Club records [e.g., timetable for (re)appointment of Officers, chapter formation documentation, Club history, etc.].
- Have available the most recent copy of the Constitution of Inliners International for distribution, as requested.
- Ensure there are no financial "conflicts of interest" between the Membership Chairperson and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **“The 12 Port News” Editor**

- Be responsible for all aspects of editorial content, layout, printing and distribution for the publication of the Club newsletter, “The 12 Port News,” in timely and accurate manner.
- Publish material related to inline engines and products.
- In collaboration with the Membership Chairperson, generate the annual Club roster for distribution (i.e., printed copy and social media sites, as appropriate).
- Ensure there are no financial “conflicts of interest” between “The 12 Port News” Editor and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Treasurer**

- Propose and submit an annual budget to Club Officers for approval.
- Render a written financial report to the Board at least quarterly, to any member in good standing upon request, and annually in “The 12 Port News.”
- Disburse the funds of the Club.
- Identify new sources of revenue.
- Monitor and periodically transfer collected funds into the Club bank account from the designated on-line payment system (i.e., PayPal, Square, etc.).
- Coordinate with the Advertising Coordinator to invoice and collect advertisement revenues.
- Record funds collected by the Membership Chair and Merchandise Coordinator.
- As financial officer responsible for Club assets, ensure that the inventory of “The 12 Port News” and merchandise is properly recorded and maintained by “The 12 Port News” Editor and Merchandise Coordinator.
- Solicit summary of income and expenses from Chapter Heads, both U.S. and International, on annual basis for inclusion in IRS reporting.
- File required annual IRS form(s) by established deadline(s).
- Be bonded at the expense of the Club.
- Maintain and update, as necessary, legal Club documents (e.g., Articles of Incorporation, insurance policies, etc.).
- Ensure there are no financial “conflicts of interest” between the Treasurer and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Technical Services Administrator**

- Provide oversight, direction, coordination and training for all aspects of the Club’s media and software applications infrastructure. This includes, but is not limited to, Club internet sites (i.e., websites, forums, social media platforms, etc.) and the merchandise store to conform to a consistent standard and eliminate duplications. This supports the Club’s overarching goal of attracting new and returning members, promoting Club and chapter events, and disseminating information related to inline engines and products.
- Serve as resource for Club-sanctioned Chapter internet sites (i.e., websites, forums, social media platforms, etc.).
- Ensure that the Club provides an online place for members and non-members to share information about the Club and inline engines.
- Review the Club software applications and recommend changes, when necessary, to streamline operations in support of Club goals.
- Coordinate with the Treasurer to ensure that all systems are cost effective and are compatible with the Club’s accounting system (i.e., QuickBooks, etc.) where needed.
- Coordinate with external Service Providers in order to keep all Club systems available and running in tiptop shape.
- Ensure there are no financial “conflicts of interest” between the Technical Services Administrator and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Merchandise Coordinator**

- Maintain adequate supplies and fill member requests for Club merchandise.
- Maintain “The 12 Port News” back issue inventory and fill member requests.
- Coordinate purchase of Club merchandise and supplies with appropriate vendors, notifying the Treasurer prior to making expenditure(s) to assure adequate funds.

- Provide the Treasurer with inventory reports.
- Process credit cards utilizing designated on-line payment system (i.e., PayPal, Square, etc.) and deposit cash/checks received into Club account collected through sales.
- Make accessible current merchandise availability information and cost in “The 12 Port News” and other appropriate Club internet sites (i.e., websites, social media platforms, etc.).
- Provide Club banner to Vice President/Chapter Coordinator for distribution to new chapters.
- Ensure there are no financial “conflicts of interest” between the Merchandise Coordinator and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Advertising Coordinator**

- Solicit advertising for “The 12 Port News” and other appropriate Club internet sites (i.e., websites, social media platforms, etc.).
- Coordinate with the Treasurer to invoice and collect advertising revenues.
- Arrange for press notices on Club news and activities in enthusiast publications for the promotion of the Club in general.
- Ensure there are no financial “conflicts of interest” between the Advertising Coordinator and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Racing Director**

- Represent Club membership in all matters pertaining to racing activities (i.e., land speed racing, drag racing, circle track racing, etc.).
- Submit schedules of regional and chapter racing events for inclusion in appropriate Club publications and internet sites (i.e., “The 12 Port News,” websites, social media platforms, etc.).
- Maintain a register of racing records held by Club members and submit for inclusion in appropriate Club publications and internet sites (i.e., “The 12 Port News,” websites, social media platforms, etc.).
- Maintain the Club Drag Racing Rules and coordinate the process to change those rules.
- Prepare column for publication in “The 12 Port News,” focusing primarily on racing issues.
- Ensure there are no financial “conflicts of interest” between the Racing Director and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **12 Port Historian**

- Collect, maintain, preserve and disseminate information pertaining to the design, manufacture and use of aftermarket 12 port heads made for the early Chevy and GMC engines.
- Ensure there are no financial “conflicts of interest” between the 12 Port Historian and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

### **Chapter Heads**

- Provide leadership and direction in promoting their local chapter, at all times consistent with the purpose and direction of Inliners International.
- Represent chapter membership in all matters pertaining to chapter activities.
- In consultation with the Vice President/Chapter Coordinator, assure that schedules of regional and chapter events are submitted in a timely manner for inclusion in appropriate Club/Chapter publications and internet sites (i.e., “The 12 Port News,” websites, forums, social media platforms, etc.).
- Conduct events for the enjoyment of chapter members and promotion of the Club.
- Upon request from Treasurer, provide summary of income and expenses on annual basis for inclusion in IRS reporting.
- Ensure there are no financial “conflicts of interest” between the Chapter Head and other members of the Board in carrying out position responsibilities to protect the integrity of the decision-making process.
- Actively solicit new/inactive members.

*\*Updating of position descriptions with minor changes shall not require Board approval*

## **ARTICLE FIVE: CHAPTERS AND REGIONS**

### **Establishment of Chapters**

- Any group of members in good standing may make written application to the Board, via the Vice President/Chapter Coordinator, for a regional chapter. Such petitions for regional status shall include:
  - Name of proposed chapter
  - Proposed geographical boundaries of the region (*no overlap*)
  - Name of the proposed “inaugural” Chapter Head
  - Names and signatures of charter members (*all charter members must be current members in good standing of Inliners International*)
- Chapter boundaries shall be verified by the Vice President/Chapter Coordinator to assure that no overlapping has occurred.
- Charter member status shall be verified by the Vice President/Chapter Coordinator to assure current membership in “good standing.”
- Upon verification, Vice President/Chapter Coordinator shall forward to Board for approval by majority vote.
- Each chapter shall develop its own method of electing or appointing its Chapter Head, who shall serve at the pleasure of their local chapter until a successor is chosen and installed.

### **Disbandment of Chapters**

- The Board, by majority vote, may revoke the charter of any region at any time, for cause.
- A chapter without a Chapter Head for a period exceeding six months shall be placed on “inactive” status. Upon the recommendation of the Vice President/Chapter Coordinator, “inactive” chapter(s) may be disbanded following majority vote by the Board.

### **Chapter Events**

- The time and place of chapter meetings shall be determined by the membership of the individual regions.
- Chapters shall be encouraged to conduct events for the enjoyment of their members and promotion of the Club.
- Notice of regional events shall be provided in appropriate Club/Chapter publications and internet sites (i.e., “The 12 Port News,” websites, forums, social media platform, etc.) at no charge to the chapter.
- All responsibility for regional events, including expenses, registration fees, and insurance shall be the sole responsibility of the chapter conducting the event. Exceptions shall be granted by the President in consultation with Vice President/Chapter Coordinator and Treasurer.

### **General**

- A Club banner shall be provided to all chapters at no expense to the chapter.
- Initial assignment of new/returning members to a chapter shall be based on regional location. Members may subsequently change chapter affiliation at any time by informing the Membership Chair.

## **ARTICLE SIX: FINANCIAL**

### **Chapter Start-Up Funds**

- Contingent upon availability of Club resources, funds shall be made available on a one-time basis to newly-established chapter(s) to defray miscellaneous start-up costs (e.g., general supplies, postage, envelopes, etc.).
- Funding amount shall be determined by President in consultation with Vice President/Chapter Coordinator and Treasurer.

### **Taxes**

- For tax and non-profit purposes, ALL chapters, both U.S. and International, fall under the umbrella of the International Club. Those chapters generating income through collection of dues and/or other activities shall provide summary of income and expenses on annual basis for inclusion in IRS reporting. Total Club income and expenses determine appropriate IRS form(s) to be filed.
- Chapters, both U.S. and International, may choose to establish a checking account for collection of dues and/or other miscellaneous income. Club Treasurer should be contacted for information and/or guidance:
  - U.S. chapters - utilize Club’s Tax ID#, available from the Treasurer
  - International chapters – contact Treasurer

## **ARTICLE SEVEN: COMMUNICATIONS**

### **Publications**

- The official publication of the Inliners International shall be “The 12 Port News,” which will be published on a regular basis to be determined by the Board.
- A chapter may publish a newsletter for its members. A copy of each issue shall be sent to the President and Vice President/Chapter Coordinator, keeping Club leadership informed.
- A membership roster shall be made available to all members.

### **Internet Sites**

- Establishment of chapter-related internet sites (i.e., websites, forums, social media platforms, etc.) shall be Club sanctioned in order to ensure consistency with the purpose and direction of Inliners International and adherence to Club’s Code of Conduct.
- President shall have approval following consultation with Vice President/Chapter Coordinator and Technical Services Administrator.

## **ARTICLE EIGHT: MISCELLANEOUS**

### **Short-Term/Temporary Appointments**

- Short-term/temporary appointments (e.g., specific project assignment, immediate need, etc.) may be made by the President for a specific period of time not to exceed one year following consultation with Vice President/Chapter Coordinator and at least one other Board member (Officer or Chapter Head).
- Appointment beyond one year shall require standard appointment process.
- Service on short-term/temporary basis shall NOT count toward subsequent 4-year term.

### **Committees**

- Any member in good standing is eligible to serve on the committees of the Club.
- Officers may, in consultation with the President and at least two other Officers, appoint committees (either standing or ad hoc) to recommend Club policy or direction for Board action.
- Periods of service for standing committees may be indefinite or for specific periods of time.

## **ARTICLE NINE: CONVENTIONS**

- Conventions shall occur at intervals to be determined by the Board and shall coincide with the election of the President, whenever possible.
- Convention locations shall be determined by the Board.
- Organization of event shall be coordinated by a chapter(s), committee, individual(s), etc., with input and support from the Board and Club members.
- All convention costs, with the exception of “Club” awards (i.e., Hall of Fame and Bill Fisher), shall be covered through collection of funds from participants. Exceptions shall require a majority vote of those Board members casting a vote.

## **ARTICLE TEN: AWARDS**

- Contributions to the Club shall be recognized through presentation of two awards:
  - Hall of Fame Award
  - Bill Fisher Award

### **Criteria**

- Hall of Fame Award
  - To recognize individuals who a) have made an outstanding contribution to the promotion of inline engines, either in design, construction or racing; and/or b) have a lifetime achievement of service to the promotion of inline engines to the car community at large.
  - Selection shall be preceded by a call for nominations from all “active” members of the Club, to include a brief explanation of why individual deserves to be inducted into Inliners International “Hall of Fame.”
  - Final selection shall be made by majority vote of the Board.
- Bill Fisher Award:
  - To recognize individuals for service, promotion and devotion to the Club.
  - Selection shall be preceded by a call for nominations from the Board, to include a brief explanation of contributions made.
  - Final selection shall be made by majority vote of the Board.

### **General**

- Selection of award recipients may occur at any time.
- Presentation of awards shall normally occur at a Club-sanctioned event.
- Number of awards presented annually in each category shall normally be limited to one, but may exceed that number with the restriction that the total awarded during any cumulative period shall not exceed on average one annually. Exceptions shall require majority vote of the Board.

### **ARTICLE ELEVEN: AMENDMENTS**

- Any member in good standing may propose an amendment to this Constitution by submitting such proposal in writing to his/her Chapter Head or any Board member for consideration.
- The Chapter Head/Board member receiving an amendment proposal shall transmit the proposal to the President, or his/her designee, in a timely manner, not to exceed 14 days.
- Each Board member shall be given a reasonable time set by the President, not to exceed 14 days, to submit his/her written comments (electronic mail shall be considered acceptable) to the President, or his/her designee, before a final vote on an amendment is taken.
- Any comments and/or alternate proposals received shall be made available to other Board members prior to a final vote.
- Each Board member shall be given a reasonable time set by the President, not to exceed 14 days, to submit his/her written vote (electronic mail shall be considered acceptable) to the President, or his/her designee.
- To be adopted, amendments shall require a majority vote of those Board members casting a vote.
- Updated Constitution shall be made available to all Club members, within 60 days of ratification.

### **ARTICLE TWELVE: CODE OF CONDUCT**

#### **Policy**

- The Club does not discriminate against members or applicants for membership on the basis of race, color, religion, sex, sexual orientation or national origin and neither condones nor allows any actions based on these factors.
- Beyond compliance with the law, all Officers, Chapter Heads, members and their guests are expected to maintain the respect and trust of the public-at-large and to conduct themselves with honesty, integrity and respect while participating in Club events, representing the Club, and using any Club/Chapter-related internet site (i.e., websites, forums, social media platforms, etc.).
- Club members shall be held responsible for actions and conduct of guests who they bring to Club-organized events.
- Any actions deemed to be detrimental to the Club, its membership, or its affiliates shall not be allowed and may result in suspension or expulsion from the Club.
- The use of foul language, both written and verbal, is strongly discouraged and in the case of any Club/Chapter-related internet site (i.e., websites, forums, social media platforms, etc.) may result in a posting being deleted. Repeated offenses may result in suspension or loss of posting privileges.
- Posting of material deemed not to be in the best interest of the Club or in breach of the Club's Code of Conduct may be grounds for termination of membership.

#### **Breach of Conduct**

- Breach of Code of Conduct by Club member(s) shall be addressed on a case-by-case basis.
- Based on severity of breach, suitable steps shall be taken (e.g., informal reprimand, committee investigation, etc.), as determined by a representative number of Club Officer(s).
- Violations may result in action up to and including removal from office and/or termination of membership, based on severity of breach.

#### **General**

- The Club's Code of Conduct shall be included in ALL official Club/Chapter publications and social media sites (i.e., "The 12 Port News," rosters, websites, forums, social media platforms, etc.).