

By-Laws
of the
Central Pennsylvania Region,
Sports Car Club of America, Inc.

ARTICLE I - NAME, PURPOSE, and SEAL

SECTION 1 - Name: The name of the club shall be the Central Pennsylvania Region, Sports Car Club of America, Incorporated.

SECTION 2 - Purpose: The general purposes of the club shall be to encourage the preservation, ownership, and operation of automobiles, to act as a source of technical information, to establish rules and regulations covering all activities of the club, to provide and regulate events and exhibitions for automobiles and their owners, to encourage careful and skillful driving on the public highways, and to own real and personal property, as incidental to the foregoing purposes.

SECTION 3 - The Corporate Seal: The corporate seal shall consist of a spoked wheel with knock-off hub centered on a background of the state of Pennsylvania, with the name of the club inscribed on the top portion of the wheel, and SCCA on the lower part.



ARTICLE II - MEMBERSHIP AND DUES

SECTION I - Members: Membership in the club shall be available at two levels, Regular and Associate. Applicants must be National members of the Sports Car Club of America before applying for Regional membership. All Members, regardless of level, shall be welcome at all Club meetings, events, and functions.

(a) Regular Members. Any National Member listing the Central Pennsylvania Region as their Region of Record with the National office shall be considered a Regular member. Regular members shall retain all rights, responsibilities and privileges defined herein.

(b) Associate Members. Any National Member wishing to maintain a Dual Membership status with the Central Pennsylvania Region and any other Region or Chapter of the SCCA, without listing Central Pennsylvania Region as their Region of Record. Associate Members shall not hold office, vote or have any say in business directly concerned with the Central Pennsylvania Region Sports Car Club of America.

Any Member wishing to become a Regular member of the Central Pennsylvania Region may do so upon completion of a six (6) month probationary period during which all requirements for Regular Membership are maintained.

SECTION 2 - Dues: The annual regional dues shall be established by a vote of the Regular members and shall be payable to the National office at the time of the member's Annual Renewal.

The annual National dues shall be set by the Sports Car Club of America, which is responsible for billing and advising the club of renewals, as well as forwarding Regional dues collected to the Treasurer.

SECTION 3 - Expulsion: Any member may be suspended until the next General meeting for infraction of club rules by a vote of the majority of the officers of the club, or for other cause if a majority of the officers shall deem such suspension to be in the best interests of the club. Upon such suspension, the member shall be so informed in writing and shall be given reasonable opportunity to be heard thereon.

Any member suspended as provided above may be presented at the next General meeting for extension of suspension or expulsion if a majority of the Regular members present and voting so decide. The vote shall be by secret ballot.

SECTION 4 - Resignation: Any member may resign at any point during their membership period.

ARTICLE III - MEETINGS OF THE MEMBERS

SECTION 1 - Annual Meeting: The annual meeting of the members shall be held in December of each year for the election of officers, reports of officers and committees, and such other business as lawfully may come before the meeting.

SECTION 2 - Meetings: Regular meetings shall be held at a time and place designated by the Executive Committee and shall be held on the second Tuesday of each month, conditions permitting. Special meetings can be called by the Executive Committee and in such case the Secretary shall give printed notice to the Regular members not less than seven (7) or more than thirty (30) days before such meetings.

SECTION 3 - Quorum: At all meetings of the members, 20% of the Regular membership shall constitute a quorum. No actions of the Club shall require a quorum except as specifically stated.

SECTION 4 - Voting: All proposed action shall be passed to the Executive Committee who may call for Approval or Rejection by majority of those Regular members present and voting. Voting by proxy or absentee ballot shall not be allowed except by the approval of the majority of the Executive Committee in accordance with the rules they prescribe and with notice to all Regular members.

ARTICLE IV - OFFICERS

SECTION 1 - The elected officers of the club shall be Regional Executive, Assistant Regional Executive, Secretary, and Treasurer. Officers must be Regular members, as defined above, for the duration of their term. They shall serve for one "term" unless re-elected. The term length is defined as beginning at the close of the meeting in which officer elections are held until the meeting of the following year in which officer elections are held. All reasonable attempts must be made to hold officer elections at the December membership meeting each calendar year.

SECTION 2 - The above named officers, duly elected at the Annual Meeting, together with the committee chairs and newsletter editor shall constitute the Executive Committee of the club.

SECTION 3 - In case a vacancy shall occur in any of said offices, the Executive Committee shall elect a person to fill the said vacancy until the next Annual meeting, except as provided for the office of Regional Executive in Article V, Section 2.

ARTICLE V - DUTIES OF ELECTED OFFICERS

SECTION 1 - Duties of Regional Executive: The Regional Executive shall preside at all meetings of the members and officers and shall perform the duties usually appertaining to this office. The Regional Executive shall also serve as the club's main liaison with the Sports Car Club of America. He or she shall be Chief Executive officer of the club and be responsible for maintaining the executive records file and planning the year's calendar of events.

SECTION 2 - Duties of the Assistant Regional Executive: In the absence of the Regional Executive, or in the case of his or her death, resignation, or inability to act, the duties usually appertaining to that office shall be performed by the Assistant Regional Executive. It shall be the duty of the Assistant Regional Executive to arrange special events, including the annual banquet, and approve all public information.

SECTION 3 - Duties of the Secretary: The Secretary shall attend all meetings of the members and officers and shall record all minutes and votes in a permanent record kept for that purpose. He or she shall give notices of all meetings of the members by law or these By-Laws, and shall perform all duties incident to his office required by law or by majority of the Executive Committee. The Secretary shall notify new officers of their election, and have custody of the corporate seal and club's meeting records.

In the absence of the Secretary from any of said meetings, a Secretary Pro-tempore shall be chosen by the presiding officer.

SECTION 4 - Duties of the Treasurer: The Treasurer shall, subject to such conditions and restrictions as may be made by the Executive Committee, have custody of all monies, debts,

financial records, and obligations belonging to the club. The Treasurer shall receive all monies of the club and deposit them in the club account, and shall make payments of all club debts. All contracts, checks, drafts, notes, or other orders for payment of money shall be signed in the name of the club by the Treasurer or Regional Executive. The Treasurer shall give bond, at club expense, if required by the Executive Committee. The Treasurer shall give a report on the financial status of the club at the annual meeting. No obligation, debt, or other liability shall be incurred by any Member without the specific approval of the Executive Committee. The Executive Committee will have the authority to approve expenditures up to \$500. Any expenditures greater than \$500 will require approval by the Regular membership at a monthly meeting. The Treasurer shall retain all financial records of the club and, upon request by the Executive Committee, or at the end of his or her term, shall return any and all records to the Regional Executive.

ARTICLE VI - APPOINTMENTS AND COMMITTEES

SECTION I - Appointment of Committees: The officers shall create committees as they find desirable by appointing a committee chair and providing the same with an outline of the duties and responsibilities of the committee. The committee chair shall be responsible for recruiting committee members, fulfilling the outlined duties and responsibilities, and providing progress reports when requested.

SECTION 2 - Nomination Committee: The officers shall appoint a Nominating Committee, consisting of five (5) Regular members in good standing, for the purpose of preparing a list of candidates for club offices. The Nominating Committee must meet at least sixty (60) days before the date of the annual meeting and deliver such nominations in writing, signed by the Regular members making the nomination to the Secretary and Newsletter Editor at least thirty (30) days before the date of the Annual Meeting. The Regular members shall be notified of the existing nominations prior to the meeting. Additional nominees will be accepted from the floor at the Annual Meeting prior to commencement of the election. Nominees must provide acceptance of their nomination prior to the election. Nominees must be Regular members in good standing and can be nominated for only one office each calendar year. The Nominating Committee shall provide a written ballot for use in the election.

SECTION 3 - Election of Officers: Elections will be held at the Annual Meeting. Each Regular member in good standing shall have one vote and only members present can vote. Voting shall be indicated on a written ballot provided by the Nominating Committee. Only those members nominated under Article VI, Section 2 shall be eligible for election. Two (2) "Judges of the Election" shall be chosen from the Nominating Committee, by that Committee, to collect and tabulate the ballots. The newly-elected officers names shall be announced immediately upon the proper tabulation of the ballots.

SECTION 4 - Newsletter Editor: A Newsletter Editor shall be appointed by the Executive Committee to edit and publish, either in print or electronic form, a newsletter of club activities at regular intervals. His or her term of office shall begin and end with the calendar year.

ARTICLE VII - FISCAL YEAR

The fiscal year of the club shall be the calendar year, beginning January 1, and ending December 31.

ARTICLE VIII - PERSONAL LIABILITY

All persons or corporations extending credit to, or contracting with, or having any claims against the corporation or the officers shall look only to the funds and property of the corporation for

payment of any such contract or claim or for any payment of debt, damage, judgment, or decree, or any other money that may otherwise become due or payable to them from the corporation or the officers, so that neither the members of the corporation nor the officers, present or future, shall be personally liable therefore.

ARTICLE IX - AMENDMENT OF ARTICLES OF ASSOCIATION AND BY-LAWS

The Executive Committee of the club or any ten (10) Regular members in good standing by written petition submitted to the Secretary may propose an amendment to the Articles of Association or the By-Laws. Upon such a proposal being made, notice shall be given to all Regular members, the proposed amendment discussed at the next meeting of the members, and voted upon at the following meeting provided a quorum is present. If two-thirds of the Regular members present and voting are in favor of the proposal, the proposed amendment shall be passed on the the Elected Board to be either Approved and Adopted or Rejected for further consideration.

Last amended: 4/13/2010