

Proposed Changes to the NRSCCA Bylaws

The following changes to the NRSCCA Bylaws, which was approved by the board of Governors on 1 January 2019, is presented for consideration at the Annual Membership Meeting scheduled for 12 January 2019. Proposed changes are indicated by an underline for additions or a ~~strike-through~~ for deletions.

ARTICLE I. NAME AND PURPOSE

Section 1. Name. The name of the club shall be the Nebraska Region, Sports Car Club of America, Incorporated, hereinafter referred to as "Club."

Section 2. Purpose. The purpose of the Club shall be to encourage the preservation, ownership and operation of sports and special interest cars, 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 sports and special interest cars and their owners, to encourage careful and skillful driving on the public highways, and to own real and personal property incidental to the foregoing purposes.

ARTICLE II. MEMBERSHIP

Section 1. Charter Members. All members in good standing of the ~~unincorporated Nebraska Region~~ the Club shall constitute the charter members of the Club.

Section 2. Membership Eligibility. Membership in the Club shall be restricted to members of the Sports Car Club of America, Inc. Applications for such membership shall be forwarded to the Membership Chairperson. Upon payment of such annual dues and fees as may be required by both the Sports Car Club of America, Inc., and the Club, the member shall be declared elected and in good standing.

Section 3. Dues. Upon recommendation of the Board of Governors, the annual ~~Regional~~ Club dues may be modified each year by a vote of the members. The proposal for such a modification shall be included upon the ballot to elect the members of the Board of Governors (see Article IV, Section 3). A simple majority of votes cast shall be required to modify the annual dues. Annual dues shall be due and payable within thirty (30) days after billing.

Section 4. Expulsion. Membership will automatically lapse for non-payment of dues at the end of sixty (60) days after date of billing for the current year. Any member may be suspended, until the next annual meeting, for infraction of the Club rules by a majority of the Board of Governors of the Club or for other cause if a majority of the Board of Governors of the Club shall deem such suspension to be in the interest 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 annual meeting for reinstatement or expulsion upon the majority vote of the members present. The vote shall be by secret ballot.

Section 5. Resignation. Any member may resign by directing a letter of resignation to the Secretary. ~~His~~ Their resignation shall be effective upon receipt, provided all indebtedness to the Club is paid.

ARTICLE III. MEETINGS OF MEMBERS

Section 1. Annual Meeting. The annual meeting of the Club shall be held during the first quarter of the year, on a date specified by the Regional Executive. The purpose of the meeting shall be for installation of officers and Governors, reports of officers and committees, presentation of year end trophies, and such business as lawfully may come before the meeting.

Section 2. Special Meetings. Special meetings of the Club may be called by the Regional Executive or by a majority of the Board of Governors of the Club.

Section 3. Quorum. At all meetings of the members, the members present or represented by written proxy shall constitute a quorum.

Section 4. Notice of Meeting. A written or printed notice, stating the place, day, hour and purpose of any meetings of the members, including special meetings, shall be given by the Secretary not less than seven (7) days before such meeting to each member by mailing postpaid to the address appearing upon the records of the Club.

Section 5. Voting. Each member in good standing shall be entitled to one vote either in person or by written proxy. All action except amendment of the Articles of Incorporation, amendment of the Bylaws and petitions to override or change a decision of the Board of Governors shall be by a majority of those voting.

ARTICLE IV. BOARD OF GOVERNORS

Section 1. Elected Board of Governors. The management of all affairs, property and business of the Club shall be vested in a Board of Governors, consisting of six (6) members in good standing, who shall be elected annually by the members ~~annual election~~ as described in Article IV, Section 3 below. In case the Board is irrevocably tied on any issue, this issue shall be resolved by a majority vote of the members present voting in person or by written proxy at the next membership meeting. At the first election, three (3) members of the Board of Governors shall be elected for only one-year terms, and the remaining three (3) Governors shall be elected for two-year terms. Thereafter, at all following annual elections all Governors shall be elected for a two-year term.

~~Section 2. Elected Officers. All voting powers in the election of officers shall rest solely in the Board of Governors, with one exception. The elected Board of Governors shall elect all officers once a year from among themselves or from the Club members. Such officers shall be 1) Regional Executive, 2) Assistant Regional Executive, 3) Secretary, 4) Treasurer, 5) Activities Director, 6) Membership Chairperson, and 7) such other officers as are deemed necessary by the Board of Governors for the proper conduct of the business of the Club. The only exception to the Board of Governors' sole power to elect officers shall be if the Board of Governors is tied in its vote, in which case said tie shall be resolved by the majority vote of the members at the next scheduled meeting.~~

Section 2. Elected Officers. Regional officers will be elected by the combined membership of the outgoing and incoming Board of Governors once a year from among themselves or from the Club members. Each member of the Board of Governors shall have one vote. Such officers shall be 1) Regional Executive, 2) Assistant Regional Executive, 3) Secretary, 4) Treasurer, 5) Activities Director, and 6) Membership Director. In addition, the Regional Executive may appoint additional officers at any time as needed for the region to operate in an efficient manner. Such appointments are subject to the approval of the Board of Governors.

Section 3. Election of Board of Governors. Nomination of candidates for the Board of Governors shall be made from the members present in person or by written proxy at a membership meeting on or after October 1 of each year. Nomination of candidates for the Board of Governors shall be stated as a purpose of the meeting in the notice required by Article III, Section 4. The names of these nominees shall be placed on a ballot which shall be mailed to the membership within ~~ninety-six (96)~~ one hundred twenty (120) hours of said meeting. Space will be provided on the ballot for a write-in candidate of the member's choice. Ballots must be received by the Secretary by a date determined by the Secretary and included on the ballot. The members will be allowed not less than fourteen (14) days delivery time. In case of a tie, the members tied shall be voted on in secret ballot by the members present at the ~~next annual~~ meeting. Voting may be done in secret ballot via the printed ballots sent to the members, or via a secure electronic method approved by the Board of Governors.

Section 4. Vacancies among Officers and Governors. In the event a vacancy should occur in any of the elected officers or Governorships, the Board of Governors of the Club shall select a member to fill the vacancy until the next annual election of the Club.

Section 5. Meetings of the Board of Governors. Meetings of the Board of Governors may be called by the Regional Executive ~~of~~ or by a majority of the Board of Governors.

Section 6. Quorum. At all meetings of the Board of Governors, at least four members of the Board of Governors present or represented by written proxy shall constitute a quorum.

Section 7. Override or Change of Board of Governors' Decision. The members of the Club may propose an override or change of any decision of the Board of Governors by written petition submitted to the Secretary. Such a petition must contain the signatures of not less than ten (10) percent or twenty (20) of the Club members in good standing, whichever is greater. ~~The petition must be presented to the Secretary from the floor at a membership meeting.~~ The Secretary must send written notice to the total membership stating the issue and the place, day and hour of the meeting at which the issue will be resolved by vote. The meeting must be held within thirty (30) days of presenting the petition. The issue must be decided by not less than a simple majority of the total membership of the Club, voting in person or by written proxy, at the ~~next membership meeting following presentation to~~ announced by the Secretary.

ARTICLE V. DUTIES OF THE OFFICERS

Section 1. Regional Executive. The Regional Executive, or their designated representative if they are unavailable, shall preside at all meetings of the membership and the Board of Governors. The Regional Executive shall call special meetings as provided by these Bylaws. The Regional Executive shall be the executive officer of the Club and shall perform any additional duties requested by a majority of the Board of Governors. The Regional Executive shall remain as an advisor to the Board of Governors for one year after election of a new Regional Executive.

Section 2. Assistant Regional Executive. In the absence of the Regional Executive or in the event of the Regional Executive's inability to act, the duties usually pertaining to that office shall be performed by the Assistant Regional Executive. The Assistant Regional Executive shall also perform any additional duties requested by a majority of the Board of Governors.

Section 3. Secretary. The Secretary shall attend all meetings of the members and Board of Governors and shall record all minutes and votes, and keep such other Club documents as may be necessary, in a book or other information storage medium kept for that purpose. The Secretary shall give notice of meetings of members as required by law or these Bylaws and shall perform all duties incident to such office as required by law or as requested by a majority of the Board of Governors. The Secretary shall receive and acknowledge resignations, petitions for override or amendment, and ballots for election of the Board of Governors as stated in these Bylaws.

Section 4. Treasurer. ~~The Treasurer shall, subject to such conditions and restrictions made by the Board of Governors, have custody to all currencies, debts or obligations belonging to the Club and shall make all payments of Club debts. All checks, drafts, notes or other orders for payment of currency shall be signed in the name of the Club by the Treasurer. The Treasurer shall have care of all assets and liabilities of the Club, subject to the direction of the Board of Directors.~~ The treasurer shall be responsible for managing all bonds and loans and payments of such for the Club. The treasurer shall be responsible for the timely filing of the Club's annual federal income tax return. The treasurer shall also monitor and pay as necessary any State Incorporation fees, usually required biannually. The Treasurer shall give a report on the financial status of the Club at the annual meeting and, if so required, at any other meeting of the Board of Governors. No obligation, debt or other liability shall be incurred by the Treasurer without specific prior approval of the majority of the

Board of Governors. The Treasurer shall also perform any additional duties requested by a majority of the Board of Governors.

Section 5. Activities Director. The Activities Director shall be responsible for coordination of all Club competition events, including insurance, stewards, sites and contracts for sites, and implementation of all rules of the Board of Governors at such events. The Activities Director shall be the Club's liaison with the Sports Car Club of America, Inc., regarding all Club competition events. The Board of Governors may elect additional officers to assist the Activities Director but the Activities Director shall be responsible for directing their activities and reporting on the same to the Board of Governors. The Activities Director shall also perform any additional duties requested by a majority of the Board of Governors.

Section 6. Membership Chairperson. The Membership Chairperson shall keep an up-to-date roll of all members. It shall be the duty of the Membership Chairperson to transmit applications of membership to, and to receive approval of such application for membership by, the Sports Car Club of America, Inc. The Membership Chairperson shall also perform any additional duties requested by a majority of the Board of Governors.

ARTICLE VI. COMMITTEES

The Regional Executive shall appoint committees as necessary from time to time and shall outline the duties and responsibilities of such committees. All reports or action taken by a committee must be voted on by a majority of the entire committee.

ARTICLE VII. FISCAL YEAR

The fiscal year of the Club shall be the calendar year.

ARTICLE VIII. PERSONAL LIABILITY

All persons or corporations extending credit to, contracting with, or having any claim against the Club or the Board of Governors or officers shall look only to the funds and property of the Club for payment of such contract or claim or for the payment of any debt, damage, judgment or decree, or any other ~~money~~ liability that may otherwise become due or payable to them from the Club or the Board of Governors or the officers, so that neither the members of the Club, nor the Board of Governors, nor the officers, present or future, shall be personally liable therefor.

ARTICLE IX. AMENDMENTS

The Board of Governors of the Club, or one-third of the members in good standing, by written petition submitted to the Secretary, may propose an amendment to the Articles of Incorporation or the Bylaws. Upon such proposal being made, a copy thereof shall be included in the notice of the next meeting of the members, together with the ballot upon which the members may vote in favor of the proposal, either in person or by written proxy. The proposed amendment shall require a majority of two-thirds of the votes cast for approval.

ARTICLE X. PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order shall govern the Club in all cases in which they are applicable, and in which they are not inconsistent with the Articles of Incorporation, these Bylaws or any other special rules of the Club.