

**CHATTANOOGA REGION  
OF THE  
SPORTS CAR CLUB OF AMERICA**

**BY-LAWS**

Adopted September 1960, Revised Oct. 1984, Oct. 1994, May 2002, Apr. 2012, Nov 2013, **Aug 2019**

**ARTICLE I**

**NAME, PURPOSE and EMBLEM**

**Section 1 – Name**

The name of the club shall be the Chattanooga Region, Sports Car Club of America Inc. (CRSCCA); Hereinafter referred to as the Club.

**Section 2 – Purpose**

The purpose of the Club shall be to encourage the ownership, operation and preservation of sports cars; to schedule and regulate sports car events and exhibitions; to encourage safe and sportsman like conduct during Club events and on public highways; to be a source of technical information regarding sports cars; to establish rules governing Club activities consistent with those rules of the Sports Car Club of America's national office (hereinafter referred to as National); and to assist and cooperate with National in furthering these purposes.

**Section 3 – Emblem**

The emblem of the Club shall be a surrealistic, frontal view of a locomotive bearing the Chattanooga SCCA Region number 94.

**ARTICLE II**

**MEMBERSHIP and DUES**

**Section 1 – Members**

Membership in the Club shall be restricted to members of the Sports Car Club of America, Inc. upon payment of annual dues and fees as may be required. Membership categories are as set by National.

Temporary memberships to the Chattanooga Region of the SCCA will be issued upon payment of a set fee. It will be limited to 30 days or less and will be available to persons who are not members of the SCCA Inc. Temporary members may participate in Club events, but may not hold club offices, nor vote on club matters.

## **Section 2 – Dues**

### **Item 1**

The annual dues shall be established each year by vote of the Board of Directors at the October Board meeting, and shall be payable with National dues within thirty (30) days after billing. Temporary membership fees will be set at the October Board meeting, and shall be paid before any event entered by a non-member.

### **Item 2**

Membership will automatically lapse for non-payment of dues at the end of sixty (60) days after being billed for the current year.

## **Section 3 – Suspension**

Any member may be suspended until the first Board Meeting of the following year for infractions of National rules or for other causes if a majority of the Board deems such suspension to be in the best interest of the Club. The member shall be so informed in writing and shall be given a reasonable opportunity to be heard thereon. Final judgment rests with the majority of the Board. The vote shall be by secret ballot.

## **Section 4 – Reinstatement**

At the end of the member's suspension and upon written request, signed by the suspended member and filed with the Board of Directors, the Board may vote to reinstate such former member to membership. The vote shall be by secret ballot and must be unanimous.

## **ARTICLE III**

### **CLUB MEETINGS**

## **Section 1 – Annual Meetings**

The annual meeting of Club members shall be scheduled to be held each year, with date and time designated by the Board of Directors, for the presentation of awards, reports of Directors and committees, announcement of newly elected officers, and other such business that may come before the meeting.

## **Section 2 – Regular Meetings**

Regular meetings shall be held the second Thursday of each month at a time and place designated by the Board of Directors.

## **Section 3 – Board Meetings**

Board meetings shall be held monthly, or as deemed necessary by the majority of the Board of Directors. The Board of Directors shall have the authority to set Club policy and expenditures. Board meetings will be open to the general membership; however, voting on Club policy or expenditures will be restricted to members of the Board of Directors. By majority vote of the Board, such issues may be submitted for a vote of the general membership.

## **Section 4 – Special Meetings**

Special meetings of the general membership or Board of Directors may be called by the Regional Executive, or by a majority of the Directors, and must be called by the Directors on petition of fifty percent or more of the Club members.

## **Section 5 – Joint Board Meetings**

A joint board meeting shall be held between the Annual meeting and the next Regular board meeting. The newly elected Board and the outgoing Board members shall attend.

## **Section 6 – Notice of Meeting**

A written or printed notice stating the place, day, hour and purpose of any meeting of the members shall be given not less than seven (7) days, nor more than thirty (30) days prior to such meeting to members by e-mail distribution and/or by mailing postpaid to the address appearing upon the Club mailing list.

## **Section 7 – Quorum**

At meetings, a majority of the Board, five (5) or more Board members, shall constitute a quorum.

## ARTICLE IV

### ELECTION OF OFFICERS and DIRECTORS

#### **Section 1 – Elected Officers**

The elected officers of the Club shall consist of the Regional Executive, Assistant Regional Executive, Secretary, Treasurer, Activities Director and Web Master. They shall serve for one year, or until their successors are qualified/elected.

#### **Section 2 – Board of Directors**

The board of Directors shall consist of **(up to) eleven (11)** members; the **six** officers set forth in Section 1 of ARTICLE IV, plus the previous Regional Executive, if he/she is willing to serve, **plus the Solo Chair, plus the Chief Safety Steward**, plus **two (2)** other Directors elected by the Membership. If the previous Regional Executive chooses not to serve on the newly elected Board, **three (3)** Directors shall be elected by the membership. Additional members of the Board may be nominated and elected by vote of the general membership.

#### **Section 3 – Resignation**

Any Officer/ Board member may resign by directing a letter of resignation to the Secretary. Their resignation shall be effective upon receipt, provided all indebtedness to the Club is paid. The membership or Board members may put a motion before the Board requesting the resignation of an Officer or Board member. Judgment of the merit of the request shall rest with the Board. The Board shall vote by secret ballot and must pass the motion by a majority of the Board. The Officer/Director shall be so informed in writing and shall be given a reasonable opportunity to be heard thereon.

#### **Section 4 – Removal of Officer and/or Director**

##### **Item 1**

The Board of Directors may vote to remove an Officer or Director from office on the basis of physical and/or mental incapacity to serve, conflict of interest, behavior detrimental to the Club and/or deemed not in the best interest of the Club or due to suspension of membership. The Membership and/or Board members may put a motion before the Board requesting the removal of an Officer or Board member on the grounds stated above. With a majority vote of the Board by secret ballot, an Officer/Director will be suspended from the Office they hold or the Board. The Officer/Director in question shall have no vote in the question. The Officer/Director shall be so informed in writing and shall be given a reasonable opportunity to be heard thereon. Once the Officer/Director in question has the chance to be heard, the Board shall vote by secret ballot and the final judgment must be a majority of the Board.

**Item 2**

Conflict of interest is defined as no Officer/Director may participate, or attempt to influence any decision of the Board affecting his or her own personal business interest, or otherwise use his or her position of personal gain.

**Section 5 - Vacancies**

**Item 1**

In case a vacancy occurs in any elected position, except the Regional Executive, Assistant Regional Executive and the previous Regional Executive, the Board shall appoint a person to serve out the un-expired term.

**Item 2**

A vacancy in the office of Regional Executive shall immediately be filled by special election.

**Item 3**

A vacancy in the office of Assistant Regional Executive shall be filled by special election.

**Item 4**

Should the office of previous Regional Executive be vacant, it shall not be filled; however, the duties shall be reassigned to the most senior elected Director.

**ARTICLE V**

**QUALIFICATIONS, NOMINATIONS and ELECTIONS OF OFFICERS and DIRECTORS**

**Section 1 – Qualification**

Any member in good standing may be nominated for office. An elected Officer or Director may hold only one (1) elected position and one (1) non-elected position at a time.

**Section 2 – Nomination**

**Item 1**

The Board of Directors shall propose a slate of officers they recommend for election. This slate may be approved in total or in part by the majority of the members present at the October meeting.

**Item 2**

Any member in good standing may nominate a member as a candidate for office. Such nominations must be made in writing, signed by the member making the nomination, countersigned by the member so nominated and seconded by at least two (2) members. The nominations must be delivered to the Secretary on or before the October meeting, prior to the November elections.

**Item 3**

Nominations may be from the floor, by any member in good standing, at any meeting, provided such nomination fulfills the requirement set forth in Item 2 above.

**Item 4**

The Secretary or delegated Officers shall prepare an official ballot containing the candidate's names and position nominated for election. This ballot shall be presented to Club membership for voting at or prior to the November meeting.

**Section 3 – Elections**

**Item 1**

Elections shall be only by secret ballot.

**Item 2**

Elections will take place at the November meeting.

**Item 3**

Absentee ballots may be counted by prior arrangement with the Regional Executive.

**Item 4**

Ballots will be counted and tabulated at the November meeting by the Regional Executive and second delegated Officer or Board member.

**Item 5**

The results of the election will be announced by the Regional Executive at the annual meeting. The ballots shall also be returned to the Secretary at the Annual meeting.

## ARTICLE VI

### DUTIES OF THE ELECTED OFFICERS

#### **Section 1 - Duties of the Regional Director and Assistant Regional Executive**

##### **Item 1**

The Regional Executive (RE) shall preside at meetings of the members and officers and shall perform the duties and responsibilities pertaining of this office as outlined in the National's Regional Executive Operation Manual. The RE may call special meetings of members under the provision of ARTICLE III, Section 2. The RE shall be the Chief Executive Officer of the Club.

##### **Item 2**

In the Regional Executive's absence, death, resignation or inability to act, the duties and responsibilities pertaining to that office shall be performed by the Assistant Regional Executive.

#### **Section 2 - Duties of Secretary**

The Secretary shall attend meetings of the members and Directors and shall record minutes and votes in a permanent Club book or in electronic data format, kept for this purpose. The Secretary shall keep an up-to-date role of Club members in good standing. He/She shall give notices of meeting of the members required by these By-Laws and shall perform any other duties incident to their office, required by these By-Laws, or by the majority of the Directors. He/She shall have custody of Club's records. In the absence of the Secretary from any of said meetings, a Secretary pro-temp shall be chosen by the presiding officer.

#### **Section 3 - Duties of the Treasurer**

The Treasurer shall have care of Club assets and liabilities, subject to the direction of the Board. He/She shall receive moneys of the Club and deposit them into the Club's account. He/She shall make payments of Club debts. Any contracts, drafts, checks, notes or other payment of moneys shall be signed in the name of the Club by the Treasurer. The Treasurer shall record and maintain a document identifying Club assets. The Treasurer shall give bond, at the Club's expense, if required by the Directors. The Treasurer shall give a report of the financial status of the Club at the Annual meeting, and if so requested by the Board of Directors. A majority of the Directors may appoint an Assistant Treasurer to act in the absence of the Treasurer.

#### **Section 4 - Duties of the Activities Director**

##### **Item 1**

It shall be the Activities Director responsibility to establish event schedules for the year, which, upon approval of the board of Directors, shall be mailed and to the members or posted in a public form (example: Club website). Appearance of the approved SOLO and/or any other Club sponsored programs schedules in the Club's monthly publication and/or posting on the Club website will constitute proper notification to Club members.

**Item 2**

The Activities Director shall select Club members, in good standing, to volunteer to fulfill all Nationally required officials at each SOLO and/or any other National events.

**Item 3**

The Activities Director shall arrange prizes and awards following National policy for SOLO and/or any other events recognized by National. Budget for said prizes and awards shall be approved by the Board of Directors.

**Section 5 – Duties of the Web Master**

It shall be the Web Master’s responsibility to establish an active and user friendly website. The Web Master shall post all necessary information, event schedules, manage and monitor the Forum for content. The Web Master shall also control membership to the Forum by approving passwords and shall have the authority to de-activate any user if said user posts negative, damaging information about the club or any individual using the Forum.

**ARTICLE VII**

**COMMITTEES**

**Section 1 – Appointment of Committees**

The Regional Executive, or majority of the Board, shall appoint such committees as they find desirable and shall outline the duties and responsibilities of such committees. Committee Members must meet the standard of being Club members in good standing. The Committee Members serve at the pleasure of the Board of Directors. Committees may be dissolved by the Board of Directors. Committee member's termination of service is subject to ARTICLE IV, Section 3 and 4.

**Section 2 – Action of Committees**

All reports and/or actions taken by the committees must be approved by a majority of the entire committee and ratified by the Board of Directors.

**ARTICLE VIII**

**FISCAL YEAR**

The fiscal year of the Club shall be from January 1 to December 31 of each calendar year.

**ARTICLE IX**

**PERSONAL LIABILITY**



All persons or corporations extending credit to, contracting with, or having claims against the Club, or the officers or Directors, shall look only to the funds and property of the Club for payment on any such contract of claim, or for the payment of any debt, damage or judgment, or decree, or any other moneys that may otherwise become due or payable to the from the Club or the officers or Directors, so that neither the members of the Club nor the officer, or Directors, present of future, shall be personally liable therefore.

## **ARTICLE X**

### **AMENDMENTS, RATIFICATION AND REVIEW OF ARTICLES and BY-LAWS**

#### **Section 1 – Proposal of Amendment**

A majority of the Board of Directors, or fifty (50) percent of the members in good standing, by written petition submitted to the Secretary, may propose an amendment to the Articles or By-Laws. Upon such proposal being made, a copy thereof shall be included in the notice of the next Board of Directors meeting for a majority vote is required for amendment approval. Once said amendment is approved by the Board of Directors, it shall be voted upon by the membership.

#### **Section 2 – Amendment Ratification**

If two-thirds of the members voting, either by ballot or by show of hands at the meeting, vote in favor of the amendment approved by the Board of Directors, said amendment shall therefore be ratified and adopted.

#### **Section3 – By-Laws Revisions**

At a minimum every three years, the Club's By-Laws shall be reviewed by the Board of Directors and revised if necessary, to reflect current National and/or Regional operation procedures. Proposed revisions and/or amendments to, and ratification of the By-Laws shall follow ARTICLE X, Section 1 and 2.

## **ARTICLE XI**

### **PARLIAMENTARY PROCEDURE**

The latest edition of "Robert's Rules of Order" shall be the criteria for all parliamentary procedures.