

**SPORTS CAR CLUB OF AMERICA
BUCCANEER REGION
BYLAWS**

As Revised 1998



ARTICLE 1 – NAME, PUROSE, EMBLEM & SEAL

Section 1. Name and Affiliation

The organization shall be called Buccaneer Region – SCCA, Inc., and shall be affiliated with the Sports car club of America, Inc.

Section 2. Purpose

The nature of the activities to be conducted and the purpose to be promoted and carried out are as follows:

- a. To promote interest in sports cars and other performance automobiles and to encourage, teach, and practice their skillful operation and other activities related to their operation through instruction in driving, timing, scoring, flag and communications, automobile preparation and maintenance, crash and burn procedures, and first aid.
- b. To participate and apply these lessons by developing, arranging and regulating closed circuit racing, rallying, autocrosses, public display and other forms of automobile competition.
- c. By dissemination of information through news releases and club publications.
- d. By assisting charitable and public service organizations in fund raising and promotional activities for the instruction and enjoyment of its members and the public at large.

SECTION 3. Emblem

- a. The emblem shall be circular, measuring four and one-half inches, with BUCCANEER REGIONS SPORTS CAR CLUB OF AMERICA in bold outer letters, having a checkered grid with a formula racing car with the number 34, the region number. The scarlet background depicts valor and constancy, and the checkered grid depicts endeavors consistent with stated objectives.
- b. The emblem shall be displayed at all possible occasions and form a focal point for all region members.

Section 4. Seal

The club seal shall be circular in form and inscribed with the name of the region, year of incorporation, and the word "Florida".

ARTICLE 2 - MEMBERSHIP

Section 1. Membership

- a. Any person interested in and capable of furthering the purpose of the region shall be eligible for membership.
- b. Members in good standing are entitled to all privileges of membership.
- c. Any members and life members in good standing on the date these Bylaws become affective shall be members.
- d. In order to become a member of Buccaneer Region-SCCA, one must be a member of the Sports Car club of America, Inc.
- e. Each new member will receive, upon notification from SCCA, inc., a region decal, patch, a copy of the Bylaws and notification of the region chapter in which they reside. A supply of these materials will be kept by the Membership Chairman for distribution.

Section 2. Dual Memberships

- a. Buccaneer Region-SCCA accepts dual memberships.
- b. Benefits due to these members shall include all those due to regular members with the exception of voting privileges.
- c. Dual memberships shall automatically terminate at the end of each calendar year.

Section 3. Dues

The membership of the Region shall coincide with the dates established by National SCCA. Dues shall be paid annually and in such amounts as the Board of Directors may from time to time establish. In instances in which both a Husband and Wife are members of the Region, the Board of Directors may establish lower dues for the Spouse. Junior membership dues are one-half of adult dues until the age of eighteen. No refund of dues shall be made under any circumstances.

Section 4. Termination and Suspension

- a. A member may resign by letter addressed to the Region. His resignation shall be effective upon receipt thereof.
- b. Membership shall automatically lapse on non-payment of National and Regional dues on expiration date of membership. Any officer either elected or appointed shall relinquish his or her office immediately if membership has lapsed. The Board of Directors shall take action for a replacement.
- c. The membership of any member indebted to the Region or SCCA and delinquent for more than 90 days in such indebtedness shall automatically lapse and such member shall thereupon forfeit all dues and fees already paid.
- d. The Board of Directors may suspend a member at any time for infraction of any SCCA rule or any other cause if the suspending body shall deem such action to be in the best interests of the SCCA and the Region. The suspending body shall immediately notify a member so suspended, in writing, of the suspension. The suspended member shall thereafter be entitled to a reasonable opportunity to be heard, in person or through representation of another member, by the Board of Directors or a committee appointed by it concerning the suspension. The Board of Directors may thereafter continue for a definite term, terminate, or rescind the suspension, or expel the member, and its decision shall be final.
- e. The Board of Directors may, at any regular or special meeting, by a vote of a majority of the quorum, remove a Director from office for his or her inability or unwillingness to serve in the best interests of the Buccaneer Region and the SCCA, provided written notice of the proposed action is sent to all Directors at least 30 days before the meeting. The Director whose directorship is in question shall be given the opportunity to be heard at the meeting, but shall have no vote on the question.
- f. If a member of the Board of Directors is suspended, or is incapable of performing his duties, the remaining Board members will appoint a member from the general membership of the chapter concerned to replace the Board member whose position was vacated for the remainder of the original term.

ARTICLE 3 - MEETING OF THE MEMBERS

Section 1. Annual Meeting

- a. The annual meeting of the Region shall be held in the last quarter of each calendar year for presenting the reports of officers, committees, and boards and such other business as may lawfully come before the meeting.
- b. The time and place of the annual meeting shall be established by the Board of Directors, with at least 30 days prior written notice to the membership.
- c. The Directors shall, or appoint a committee to, arrange for an annual convention and awards banquet for the members which can be held in conjunction with the annual meeting. The location for the annual convention and awards banquet shall be determined by the Board of Directors.

Section 2. Special Meetings

- a. Special meetings of the Region may be called at any time by the Board of Directors on its own motions, or may be called by the Board of Directors on petition of at least 10% of the membership as of the preceding September 1.

- b. Such meeting shall be held at such times and placed as the Board of Directors shall determine.
- c. A written notice of each special meeting stating the place, hour, date and purpose thereof shall be mailed by the Secretary or other member designated by the Regional Executive to every member not less than 14 or more than 45 days before such meetings.

Section 3. Board of Directors Meetings

- a. The Board of Directors shall conduct regular Region business for the purpose of efficient management and open discussion of the issues which deal with the operation of the Region, and to keep membership informed as to the operation of the Board of Directors. At all Board of Directors meetings, the Regional Executive, or his appointee, assumes the position of Chairman and conducts the meetings as per Robert's rules of Order. The Chairman only votes on motions to break a tie.
- b. Board of Directors meetings will be held at least once every third month beginning with the annual meeting to officially induct the new Directors and Officers, and ending with the annual meeting to recognize the newly elected Directors, to appoint new Officers, and to conclude any open business.
- c. Board of Directors meetings are open to all Region members.

Section 4. General Membership Meetings

- a. General membership meetings for the Region Chapters should be held at least every other month. The meetings shall be held at a place and on such a date and time as Chapter membership determines in accordance with the SCCA Operations Manual.
- b. Members of the Board of Directors must attend several general membership meetings of the Region in accordance with the SCCA Operations Manual.

Section 5. Voting

At all annual, special, and general membership meetings, all action, except amendment of the Articles of Incorporation, amendment of these Bylaws and election of officers shall be by majority of those present and voting.

ARTICLE 4 - REGION JURSDICTION AND STRUCTURE

Section 1. Jurisdiction

The affairs and property of the Region shall be directed by the Board of Directors. The Region shall comply with and be governed in accordance with these Bylaws, and the policies, procedures, and bylaws of the Sports Car Club of America, Inc.

Section 2. Region Structure

The Buccaneer Region shall consist of the counties in Florida and Georgia as named and depicted on the map included with these Bylaws.

Section 3. Chapters

- a. Region chapters must adopt and abide by the Region's Bylaws and by the Bylaws of the Sports Car club of America, Inc. Such Chapters shall be in accordance with the SCCA Operations Manual.
- b. The Region will consist of two chapters with the boundaries as follows;
 - 1. North Chapter - all areas in the State of Georgia
 - 2. South chapter - all areas in the State of Florida

c. All Buccaneer Region members who reside in the State of Florida shall be members of the South Chapters. All others shall be members of the North Chapter. The Membership Chairman will keep a record and notify each member of his/her Chapter residency.

ARTICLE 5 - REGION OFFICERS AND OFFICIALS

Section 1. Board of Directors

a. The Board of Directors shall establish the policies of the Region. It is the only body which may establish or change Region policies. The board of Director shall oversee and direct the implementation and execution of each policy and the administration of the affairs of the Region by committees as it deems necessary to appoint and authorize. Region policy will be established by a majority vote of the Board of Directors.

b. The board of directors shall consist of no less than five members and as many members as necessary to conform to the Bylaws of the Buccaneer Region and the Sports Car club of America, Inc.

c. The Board of directors shall consist of the number of Directors according to the Chapter membership as follows;

1-50 Chapter members= 1 board member

51-100 Chapter members= 2 board members

101-150 Chapter members= 3 board members

151 or more Chapter members= 4 board members

A maximum of four (4) Directors is allowed from each chapter.

d. A majority of the board of Directors shall constitute a quorum, which may act in any manner within its competence by a vote of a majority of the Directors present while a quorum is present.

e. When decisions by the board of directors are necessary between meetings, voting may be conducted by mail, telephone or other means. All Directors must be contacted for a vote and each vote register with the Secretary. Each Director shall be notified of the vote before any action is taken to carry out the decision. Matter so acted upon should, however, be confirmed at the next Board of Directors meeting.

f. Directors, as such, shall not receive any compensation for their services, but by resolution of the Board of Directors, a fixed sum for expenses for attendance, if any, may be allowed for attendance at such general membership or special meetings of the Board.

g. Full-time employees of Roebing Road are prohibited from serving on the Board of Directors.

Section 2. Regional Executive

The Regional Executive shall manage the business of the Region following the policies established by the Board of Directors in accordance with these Bylaws, the policies and procedures as outlined in the SCCA Regional Executives Manual, and Bylaws of the Sports Car Club of America, Inc.

Section 3. Assistant Regional Executive

The Assistant Regional Executive shall function as the Regional Executive in the absence of the Regional Executive.

Section 4. Treasurer

a. The Treasurer shall supervise the receipt, custody, control, and expenditure of all assets and liabilities of the Region and shall give bond at Region expense. The Treasurer may be a member of the Board of Directors.

b. All Region checks shall be signed by the Treasurer or by a member appointed by the Board of Directors.

c. All Region expenses shall be at the ultimate discretion and control of the Board of Directors.

d. No reimbursement or payment of expenses will be made without providing a business receipt for such expense.

Section 5. Secretary

The Secretary, or a designated alternate shall attend all meetings of the Board of Directors, shall record minutes thereof in a book kept for that purpose, and give notice of all meetings as required by law or by these Bylaws. The Secretary shall be responsible for the corporate seal. The Secretary may be a member of the Board of Directors.

Section 6. Membership Chairman

The Membership Chairman shall supervise the keeping of a current roll of all Region members and other duties as directed by the National Office.

Section 7. Committees

Committees, and/or Boards, as necessary to regulate the activities of the Region, and to advise and assist the Board of Directors and the Regional Executive concerning the affairs of the Region shall be established by the Board of Directors.

ARTICLE 6 - NOMINATIONS, ELECTIONS AND TERMS

Section 1. Nominations

- a. The Board of Directors shall nominate, from among the Directors, a person(s) for the position of Regional Executive.
- b. Any five members of a Chapter may nominate a member of a Chapter to be a candidate for election to the Board of Directors. Nominations shall be made in writing, signed by the members making the nomination, and delivered to the Secretary of the Region by October 1.
- c. A Chapter having less than ten members will vote among themselves for a member of the Board of Directors. If this election is not performed in the Region's voting period, the Board of Directors will appoint from that Chapter a member to the Board for a period of one year.

Section 2. Elections of Officers

- a. The Board of Directors shall elect, from among the Directors, a Regional Executive and an Assistant Regional Executive. Both may not be from the same Chapter.
- b. The Secretary of the Region shall prepare ballots for the Region, listing in alphabetical order, all duly nominated candidates for Director. Such ballots will be mailed on or before October 15 to all voting members of the Region. The candidate(s) receiving the votes of the greatest number(s) of members voting shall be declared elected. In cases where more than one Director position for any given Chapter is up for election, each member for that area shall have one vote per position to be filled. This will be stated so on the ballot. Ballots shall be mailed for the counting to the Region Secretary or an alternate assigned at the discretion of the Board of Directors and shall not be available for inspection by any other member, officer, or Region employee. Ballots must be received on or before November 15 to be counted. No more than 60% of the Directors from any one Chapter shall be elected in the same year.
- c. The new Board of Directors at the annual meeting may, at their discretion, appoint up to two members from the general membership to serve as Members at Large on the Board of Directors for a term of one year. Members at Large shall be appointed after election of the Regional Executive and before any other business comes before the Board of Directors.
- d. The Region Treasurer is appointed by the Board of Directors.
- e. The Region Secretary is appointed by the Board of Directors.
- f. The Membership Chairman is appointed by the Board of Directors.

Section 3. Terms of Office

- a. All officers, officials and committee members, both elected and appointed, shall serve at the pleasure of the Board of Directors. They shall serve terms, as described herein, ending at the annual meeting or until their successor(s) are declared elected or appointed, unless membership has lapsed.
- b. The Regional Executive shall be elected from the Board of Directors for a term of one year. Terms may be consecutive.
- c. The Assistant Regional Executive shall be elected from the Board of Directors for a term of one year. Terms may be consecutive.
- d. Directors shall be elected by the membership for a term of two years. Terms may be consecutive.
- e. The Region Treasurer's appointed term is one year. Terms may be consecutive.
- g. The Membership Chairman's appointed term is one year. Terms may be consecutive.
- h. Committee chairpersons shall serve terms of up to one year. Terms may be consecutive.

ARTICLE 7 - FISCAL YEAR

The fiscal year of the Region shall be the calendar year beginning December 1 and ending November 30.

ARTICLE 8 - PERSONAL LIABILITY

All persons or corporations extending credit to, contracting with, or having any claim against the Region or the Board of Directors, shall look only to the funds and property of the Region for the payment of any debt, damages, judgment, decree, or any other money that may otherwise become payable to them from the Region or the Board of Directors present or future.

ARTICLE 9 - INDEMNIFICATION

The Board of Directors of the Region is authorized, regardless of the adverse interest of any and all the Directors, to indemnify and reimburse, at the Region expense, any person made part to any action, suit or proceeding by reason of the fact that he/she, or a person whose legal representative or successor he/she is, is finally adjudged in such action, suit or proceeding, to be liable for negligence or misconduct in the performance of his/her duties.

ARTICLE 10 - AMENDMENTS

Section 1. Amendments

- a. The Board of Directors, or nine (9) percent or more of the Region members, may propose an amendment of the Certificate of Incorporation or Region Bylaws by submitting such proposal in writing to the Region Secretary.
- b. A proposal submitted by the members shall be reviewed by a committee of five members, consisting of four members appointed by the Board of Directors, two of who are members proposing the amendment, and a fifth member appointed by these four members who shall act as the Chairman of the review committee.
- c. The committee shall consider the propriety of the proposal, taking into account the intent of the petitioners and the suitability of the inclusion of the proposal in primary instruments such as the Certificate of Incorporation and the Region Bylaws. The committee shall draft the proposed amendment into suitable language.
- d. Proposals of either origin shall be submitted to the vote of the entire Region membership by mailing notice of the proposal and a form of ballot to all members.

Section 2. Voting on Amendments

- a. Each member shall be entitled to one (1) vote on each proposal submitted to the Region's membership. At least thirty (30) days shall be allowed for voting.
- b. Ballots shall be mailed for counting to the Region Secretary or an alternate assigned at the discretion of the Board of Directors and shall not be available for inspection by any other officer, member or Region employee.
- c. If at least two-thirds ($2/3$) of the Region members voting are in favor of the amendment, it shall be adopted.
- d. The Secretary of the Region shall cause results of the balloting to be published for the information of the entire Region membership and mailed to the Sports Car Club of America, Inc. to be added to the Buccaneer Region file.