

**BY-LAWS
of**

ARIZONA BORDER REGION

Southern Arizona Sports Car Club
SPORTS CAR CLUB of AMERICA, INC.

ARTICLE I

Name, Purpose and Emblem

Section 1 - Name

The name of the Club shall be the Arizona Border Region, Sports Car Club of America, Inc., hereinafter referred to as the "Club".

Section 2 - Purpose

The general purpose of this organization shall be:

1. to promote the sport of motoring;
2. to provide and regulate events and exhibitions for motor cars and their owners.
3. through educational and other means, to advance the cause of skillful driving, courtesy on the public highways, and safety of both pedestrians and motorists;
4. to encourage the preservation, ownership, and operation of sports cars;
5. to act as a source of technical information;
6. to establish rules and regulations covering all activities of the club;

Section 3 - Emblem

The club emblem shall be the design of a license plate with "ARIZONA" across the top, "BORDER" on one side of an outline of the state of Arizona and "REGION" on the other. The words "SPORTS CAR CLUB OF AMERICA" shall be inscribed across the bottom of the plate. The outline of the state shall have a mountainous background with the sun setting, a saguaro cactus on the left and pylons going towards the mountains.

Section 4 - The Corporate Seal

The corporate seal shall be circular in form, being inscribed with the name of the Club, the year of its incorporation, and the word "Arizona". The Secretary, with the approval of the Regional Executive or Treasurer may change the form of the seal at any time.

ARTICLE II

MEMBERSHIP and DUES

Section 1 - Members

Membership in the Club shall be restricted to members of the Sports Car Club of America (hereinafter referred to as "National"), and such additional members of the National association who may be properly accepted as members of this Club.

Section 2 - Classes of Membership

Membership of the Club shall be in five classes: regular, associate, junior, spouse, and family.

- A. Regular - Any person qualified to be a member who is duly elected to membership and has paid National and Club dues shall be entitled to regular membership. All regular members shall have the right to vote on all matters presented to the membership at large.
- B. Associate - Any person, corporation, organization, or association interested in furthering the purpose of the Club shall be eligible for election to associate membership. Associate member shall have no voting rights.
- C. Junior - Any person under the age of eighteen (18) years shall be eligible for junior membership. Junior members may not vote.
- D. Spouse - The spouse of any regular or junior member shall be eligible for election to spouse membership. Spouse members shall have the same privileges as their spouse's class of membership.
- E. Family - Shall include one regular member, and may include one spouse member and all the children of the home under the age of eighteen (18) years. Spouse must be a regular member's spouse. Regular, spouse, and junior members shall have same privileges of membership as outlined above.

Section 3 - Membership in Good Standing

All members to be in good standing must be members of the Sports Car Club of America, Inc. Any member who fails to pay such National dues or Club dues as may be levied shall not be considered to be a member in good standing of the Club, and shall have his/her membership privileges suspended until such time as both National and Club dues have been paid.

Section 4 - Dues.

The first annual dues shall be established by the Board of Directors, and shall be payable within thirty days after billing by the Treasurer.

Section 5 - Indebtedness

Any member becoming indebted to the Club and/or National and remaining so indebted for sixty (60) days is subject to the Board of Directors causing his/her name and amount of such indebtedness to be published in the Club publication. These indebtedness will include any bad checks issued to this Club or any other Club affiliated with National. Said member/s shall have ten (10) days from the date of such publication in which to pay the subject indebtedness and

upon failure to so pay such offending member shall be suspended from membership during the period of such indebtedness.

Section 6 - Expulsion

Membership will automatically lapse for nonpayment of dues at the end of sixty days after being billed for the current year. Any member may be suspended until the next annual meeting for infraction of the Club rules by vote of a majority of the Board of Directors or for other cause if a majority of the Board shall deem such suspension to be in the best interest of the Club. Upon such suspension, the member shall be so informed in writing and shall be given a reasonable opportunity to be heard thereon.

Any member suspended as provided above may be presented at the next annual meeting for expulsion and shall be expelled if a majority of the members present and voting vote to expel him. The vote shall be made by secret ballot.

Section 7 - Resignation

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

ARTICLE III

Meetings of the Members

Section 1 - Regular Meetings

Regular meetings of the Club shall be held one a month at such time and place as approved by a majority of the Board of Directors.

Section 2 - December Meeting

The annual meeting of the members shall be held on a scheduled day 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 3 - Special Meetings

Special meeting of the members may be called by the Regional Executive, or by a majority of the Board of Directors.

Section 4 - Notice of Meetings

A written or printed notice, stating the place, day, hour, and purpose of any meeting of the members, including special meeting, shall be given by the Secretary not less than 14 days nor more than 30 days before such meeting, to each member by mailing postpaid to the address appearing upon the records of the Club.

Section 4 - Quorum

At all meetings of the members, fifteen members shall constitute a quorum. At Special Meetings, a majority of the Board of Directors shall constitute a quorum.

Section 5 - Voting

All action, except amendment of the Articles of Association and amendment of the By-Laws, shall be by majority of those present and voting. Voting may be by absentee ballot but there shall not by any voting by proxy.

ARTICLE IV

Officers

Section 1 - Elected Officers and Term of Office

- A. The elected officers of the Club shall be:
 - 1. Regional Executive
 - 2. Treasurer,
 - 3. Secretary
 - 4. Solo Director
 - 5. Rally Director
 - 6. Newsletter Editor
 - 7. Membership Director
- B. The terms of office of all officers shall be for one (1) calendar year, or until their successors are elected and qualified.
- C. The above named officers duly elected at the annual meeting shall constitute the Board of Directors of the Club with all the powers of Directors.

Section 2 - Vacancy

In case a vacancy shall occur in any of said offices, the Board of Directors shall select a person to fill the said vacancy until the next annual meeting.

Section 3 – Meeting Attendance

All elected officers must make every effort to attend all meetings. Those officers who miss 3 or more meetings during their term, will be responsible to reimburse the club for any fees which were paid on their behalf.

ARTICLE V

Duties of Elected Officers

Section 1 - Regional Executive

The Regional Executive shall preside at all meeting of the members and officers and shall perform the duties usually appertaining to this office. He may call special meeting of members under the provisions of ARTICLE III, Section 3. He shall be the Chief Executive Officer of the Club.

In the absence of the Regional Executive, a temporary presiding officer from the Board of Directors shall be designated beforehand by the Regional Executive. Failing such predestination, a presiding officer shall be designated by the Board of Directors who are

present. In the event the Regional Executive is unable to perform his/her duties due to illness, death, or prolonged absence, the Board of Directors shall designate an Assistant Regional Executive, by appropriate resolution, to assume the duties of the Regional Executive for such a period of time as the Board deems appropriate.

Section 2 - Treasurer

The Treasurer shall, subject to such conditions and restrictions as may be made by the Directors, have custody of all monies, debts, obligations belonging to the Club. He shall receive all monies of the Club and deposit same in the Club account. He shall make all payments of 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. He shall give bond, at Club expense if required by the officers. The Treasurer shall give a report on the financial status of the Club at the Annual Meeting, and if so requested, at any other meeting of the officers. No obligation, debt or other liability shall be incurred by the Treasurer, without the specific prior approval of the majority of the officers. S/He shall submit any and all Club accounts and records for an audit when requested by the Directors.

A majority of the officers may appoint an Assistant Treasurer to act in the absence or incapacity of the Treasurer.

Section 2 - Duties of Secretary

The Secretary shall attend all meetings of the Board of Directors and members and shall record all minutes and votes in a book kept for that purpose. S/He shall have custody of the Club's records. S/He shall bring with him/her to each meeting of the members or Board of Directors, a copy of the By-Laws. S/He shall have custody of the corporate seal, and the Club's records. In the absence of the Secretary from any of said meetings, a Secretary protempore shall be chosen by the Presiding Officer.

Section 3 - Solo Director

The Solo Director will oversee all autocross events to ensure they are set up and conducted in a manner which is safe for competitors and observers and in compliance with the safety standards in the latest edition of the Solo II rules. S/He will report to the Board of Directors and recommend any changes in autocross rules and will publish any variations of Solo II rules for the membership. S/He will handle any special projects relating to autocrosses as assigned by the Regional Executive.

Section 4 - Rally Director

The Rally Director will oversee all rally events to ensure they are set up and conducted in a manner which is safe for competitors and workers and in compliance with the safety standards set forth by National. S/He will report to the Board of Directors and recommend any changes in rally rules and will publish any variations of Rally rules for the membership. S/He will handle any special projects relating to rallying as assigned by the Regional Executive.

Section 5 - Newsletter Editor

The Newsletter Editor shall publish a monthly Club newsletter to keep the membership informed of regular meetings, Regional events, event results, award winners, and National news pertinent to the Regions members and activities.

Section 6 - Membership Director

The Membership Director shall receive all nominations for membership and submit the same to the Regional Executive. S/He shall maintain a current membership roll including all dual members and shall maintain all appropriate membership qualifications and information. S/He shall collect all membership dues, record receipt thereof and remit same forthwith to the Treasurer. S/He will handle any special projects relating to membership as assigned by the Regional Executive.

ARTICLE VI

Committees

Section 1 - Appointment of Committees

The officers shall appoint such committees as it finds desirable, 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 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 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 the payment of any 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 therefor.

ARTICLE IX

Amendment of Articles of Association and By-Laws

The officers of the Club—or any twenty members in good standing by written petitions submitted to the Secretary—may propose an amendment to the Articles of Association or the By-Laws. Upon such proposal being made, a copy thereof shall be included in the notice of the next meeting of the members, together with a ballot upon which members may vote for or against said proposal. If two-thirds of the members voting, vote in favor of the proposal, either by ballot or in person at the meeting, the proposed amendment shall thereby be approved and adopted.