

**LAS VEGAS REGION
SPORTS CAR CLUB OF AMERICA
INCORPORATED**

BYLAWS

Revised 6-17-2017

ARTICLE I PURPOSE

Section 1. Name

Las Vegas Region, Sports Car Club of America Inc.

Section 2. Purpose

The purpose of the Las Vegas Region, Sports Car Club of America, Inc. (LVRSCCA) is to:

- To promote interest in driver skills development.
- To encourage the safe and skillful operation of automobiles and other competitive vehicles including karts by developing, arranging, and regulating closed circuit autocross, road racing, rallying, and other forms of automobile competition.
- To promote and disseminate information about Las Vegas Region activities.
- To promote related social and recreational activities.

Section 3. Emblem

The emblem is in the shape of the state of Nevada with the southern section of the state done in checkered flag design. The upper portion of the state will have the SCCA wire wheel national emblem in the left corner and a pair of dice in the right corner on a green background. The bottom left edge will have a printed "Las Vegas Region".



Section 4. Club Registration

The LVR SCCA shall maintain registration with the Nevada Secretary of State as a not for profit organization.

Section 5. Conflicts

In the event of a conflict, the National SCCA Bylaws take precedent.

Section 6. Supplemental Regulations

These bylaws do not constitute a comprehensive document of all rules and regulations of the region. Supplemental Regulations shall be posted on the LVRSCCA web site to document specific rules and regulations pertaining to participants in regional events. Supplemental Regulations shall be approved by the board, and updated on an as-needed basis, based on findings and actions of the Board.

Section 7. Operations Manuals

These bylaws do not constitute a comprehensive document of all regional operations. Operations Manuals shall be posted on the LVRSCCA web site to document specific duties of standing chairs and procedural matters as related to organizing and holding of events. Operations Manuals shall be approved by the board, and updated on an as-needed basis, based on findings and actions of the Board.

Section 8. Web Site

The Las Vegas Regions permanent web domain site will be LVRSCCA.org. The web site will be the primary tool used for communicating news of club activities.

ARTICLE II MEMBERSHIP

Section 1. Classes of Members.

Regular Member: Any individual interested in and capable of furthering the purpose of the club shall be eligible for regular membership. Regular members in good standing are entitled to all privileges of membership. All members and life members in good standing on the date these amended by laws become effective shall be regular members.

Spouse Members: The husband, wife, or significant other of a regular member in good standing shall, upon payment of national and regional dues, be eligible for full membership. Spouse members shall have all the rights of full membership except they will not receive the region newsletter or SPORTS CAR magazine.

Secondary Members: SCCA members who hold memberships multiple Regions may enjoy the full privileges Las Vegas Region membership upon payment of dues. A member with a Region of Record other than the Las Vegas Region may not or hold office..

Family Membership: All members of the immediate family of a regular member shall be entitled to all benefits of regular membership except they will not receive a copy

of the regions newsletter or SPORTS CAR magazine.

Spouse and immediate family is defined as the legal spouse of a regular member, and/or children under the age of 18 years old, of which the regular member is the legal guardian. The Las Vegas Region reserves the right to verify legal marriage status and/or legal guardianship prior to validating eligibility of family members to vote in and/or to hold office in the Las Vegas Region. If requested by the Las Vegas Region, it will be the responsibility of the regular member to provide appropriate documentation of legal family member status.

Section 2. Setting Dues

The Board of Directors (BOD) shall determine the amount of regional dues. The amount of regional dues can be set only once per fiscal year.

Section 3. Dues

Region dues will be paid in conjunction with national dues.

Section 4. Good Standing

A member in good standing is defined as a member of both the National SCCA and any regional SCCA, with no outstanding dues, current suspension or termination. In the case of delinquent dues, good standing will be restored once dues are paid. Good standing will be returned to a member after a term of suspension has lapsed, provided no additional disciplinary action has been found necessary the BOD. A member on probation will be considered in good standing.

Section 5. Termination, Suspension and Probation

Membership shall automatically lapse for nonpayment of dues. The membership of any member indebted to the club or to any region and delinquent for more than thirty days shall automatically lapse and such member shall there upon forfeit all dues and fees already paid. Any member, who forfeits, for any reason, membership in SCCA Inc. shall automatically lose all rights and privileges as a member of this region.

The Board of Directors or event chair (as defined in Operations Manuals) may suspend or terminate or impose probation on a Member at any time for infraction of any bylaw, supplemental regulation or any other cause if the action is detrimental to the best interests of the LVRSCCA.

The Member will be afforded a reasonable opportunity to be heard, by the BOD, prior to taking any final action, unless it is deemed imperative to the interests of the LVRSCCA to suspend the Member before a hearing can be held. A member must represent his or her self, in person, on an individual basis.

The BOD shall immediately notify a Member who has been suspended, or has a pending disciplinary action, in writing. Notification shall be delivered to the member's

address of record, as listed on the National SCCA roster, postmarked by the USPS, a minimum 14-days prior to a hearing by the BOD, or by direct verbal communication between the Member, and the BOD or Event Chair. If an immediate suspension, or disciplinary action has been deemed necessary by the BOD, the suspension or action shall remain in effect until such time as the Member attends a BOD meeting, and a final action determined.

Board of Directors may suspend for a definite term or expel the Member without affording a second opportunity to be heard.

ARTICLE III MEETINGS

Section 1. Notice of Meetings

Regular Board of Director and general membership meetings shall be held on a monthly basis at a time and place determined by the Board. Board of Director and General Membership meetings may be held concurrently, or on separate dates as determined by the Board. The time and location meetings will be posted on the LVRSCCA web site as soon as time and location is confirmed. Proposals and comments from the general membership will be limited to the time allotted in the general membership meeting.

Section 2. Special Meetings

Special meetings of the members for the transaction of business may be called by a majority of the Board, or by written petition to the Secretary bearing the signatures of fifteen members in good standing and notification of the BOD.

Section 3. Annual Awards Banquet

The time and place of the annual awards banquet will be determined by the outgoing BOD. The purpose of the banquet is for the installation of the incoming Board, the presentation of annual year-end awards, and any other recognition the Board or RE deems appropriate.

Section 4. Quorum

At all meetings of the Board of directors, a majority of the Directors then in office shall be necessary and sufficient to constitute a quorum.

ARTICLE IV DIRECTORS

Section 1. General Powers.

The business of the Las Vegas Region, SCCA shall be managed by the Board of Directors. The BOD shall consist of seven elected directors with the RE as presiding officer. The presiding officer shall only vote to break ties

Section 2. Eligibility

In order to hold a BOD position, a member shall be in good standing in the Las Vegas Region and 18 years of age or older. Directors may serve a maximum of two consecutive terms. Subsequent terms may be served after a one year break in service.

Section 3. Tenure

Except as provided in these by-laws for the filling of vacancies, the members shall elect four Directors in odd numbered years and three Directors in even numbered years, each of whom shall serve two years, or until a successor is elected or appointed, in the case of a Director's early resignation or removal.

ARTICLE V OFFICERS

Section 1. Elected Officers

The elected officers of the Las Vegas Region shall be the Regional Executive, Assistant Regional Executive, and Secretary. The Treasurer shall be appointed by the Regional Executive and approved by the BOD. The RE shall appoint the Treasurer for a term of one year. There shall be no limit to the number of terms that a treasurer may serve.

Section 2. Duties of Officers

Regional Executive (RE):

The RE shall be the principle officer of the Las Vegas Region and shall, subject to the control of the BOD, have general supervision, direction, and control of the business and affairs of the Las Vegas Region. The RE shall have the responsibility to ensure the club books are maintained and audited on an annual basis at the end of each operating year. The RE shall ensure that the Secretary maintains records of all meetings held by the Directors, Officers, or committee Chairpersons. The RE shall perform all duties incidental to the office of RE and such other duties as may from time to time be prescribed by the BOD. The RE shall act as liaison officer between the Region and SCCA Inc. The RE shall also act as a liaison and spokesperson for the club for all official relationships with organizations or people

with whom the Region comes in contact. The RE may hold a chair position as deemed necessary by the BOD. The RE and Board may authorize certain chair positions to communicate on behalf of LVRSCCA, actions from these dealings are subject to board approval.

Assistant Regional Executive:

The Assistant RE shall serve as an assistant to the RE. The assistant Regional Executive shall have such other powers and perform such other duties as prescribed by the BOD or RE. The Assistant RE shall in the absence, death, or disability of the RE, have all the powers and perform all of the duties of the RE. The Assistant RE may hold a chair position as deemed necessary by the BOD.

Treasurer:

The Treasurer shall have custody of the funds and books of account of the Region. The Treasurer shall be responsible for the prompt deposit of funds. Upon receipt of the bank monthly statement, the Treasurer will reconcile the Regions accounts. The Treasurer shall render monthly financial statements to the BOD. These statements will be delivered to each Director attending the monthly BOD meeting. The Treasurer shall keep the books and records for an independent audit.

The Treasurer's term shall be extended by the BOD until all required financial reports are filed for the fiscal year completed during the Treasurer's term and to ensure a smooth transition to the new Treasurer. The Treasurer, annually, shall be appointed by the RE and approved by the BOD, is not considered an officer of the club, has no limit on the number of consecutive appointments that can be held and shall be accountable to the BOD and RE.

Secretary:

The Secretary shall prepare meeting agendas, record meeting attendance and meeting minutes for Board of Director and general membership Meetings. Meeting agenda items are subject to approval of the Board. Draft meeting minutes shall be provided to the board for review and comment. Final meeting minutes shall be posted on the LVRSCCA web site. As directed by the Board, the Secretary shall facilitate written communication with the general membership.

Section 3. Eligibility

In order to hold an Officer position, a member shall be in good standing in the Las Vegas Region for a minimum of two consecutive years, 18 years of age or older. Directors may serve a maximum of two consecutive terms. Subsequent terms may be served after a one year break in service.

Section 3. Tenure

Officers, with the exception of Treasurer, shall hold their offices for a term of one year or until their successors are elected or appointed. Officers may serve a maximum of two consecutive terms.

ARTICLE VI COMMITTEES AND CHAIRS

Section 1. Appointments

As needed, the RE shall appoint committees and chairs and outline the duties and responsibilities of such. All reports or actions of committees must be voted and approved by a majority of the entire committee.

Section 2. Standing Chairs

Duties of Standing Chairs shall be documented in the Operations Manuals.

ARTICLE VII NOMINATIONS AND ELECTIONS

Section 1. Nominations and Elections of Officers and the Board of Directors

At the August BOD/Membership meeting, the RE shall appoint a nominating committee. At the October meeting, the nominating committee shall present a draft ballot to the BOD. Any member of the Las Vegas Region in good standing may nominate a candidate or volunteer for office, provided the nominee is in good standing and meets the eligibility requirements as defined above. The nominations shall close at the end of the November meeting. The nominating committee shall prepare a ballot containing the names of all persons nominated. A person cannot run for more than one position on the ballot. The ballots will be emailed to all members with a valid email address, and mailed to those members without a valid email address, not more than thirty days or less than fifteen days prior to the December meeting. At the December meeting, the nominating committee shall count the ballots and announce the new officers and BOD, The new Officers and BOD will be installed at the banquet in January.

Section 2. Eligibility to vote

Members must be in good standing to vote. Eligibility for voting shall be subject to verification of memberships on record with National SCCA at beginning of the month, two months prior to the month of elections. (Example, only active members on record with National SCCA on October 1 may vote in a December election.)

The LVRSCCA must be is the member's region of record. Memberships obtained, or applied for, after this date shall not be eligible for voting.

Section 3. Bylaw Changes

By laws may be changed annually, or in an emergency, by a vote of the BOD. Bylaws will become effective once recorded by the State, and posted on the LVRSCCA web site.

ARTICLE VIII REMOVAL, RESIGNATIONS AND VACANCIES

Section 1. Removal of Officers and Directors

Any officer or Director may be removed upon a written petition of not less than thirty five members of the Las Vegas Region in good standing, submitted to the RE, stating the reason for the removal of the Officer or Director if the majority of the BOD agree. Upon receipt of such a petition, the RE shall cause the petition to be published on the Region web site along with any response provided by the Officer or Director involved. The notice shall include the date, time, and place of the meeting wherein the removal of the Officer or Director shall be decided. The Officer or Director involved shall be given the opportunity to be heard before a vote is taken.

Section 2. Resignation

Any Director, Officer, Appointee or Chair may resign at any time by giving written notice to the RE.

Section 3. Vacancies

Any vacancy occurring among the Directors or Officers may be temporarily filled by a vote of the majority of the BOD for the remainder of the term. Appointments to a vacancy which exceeds six months will be considered one term for tenure for Officers and one year of the term for a Director.

ARTICLE IX COMPENSATION AND CONFLICT OF INTEREST

Section 1. Compensation of Officers, Directors, and Chairs

Directors, Officers, and Chairs shall not receive any salary or fee for their services.

Section 2. Conflict of Interest

In matters regarding their business interests, Directors and Officers shall disqualify themselves from discussion and voting.

ARTICLE X FISCAL YEAR

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

ARTICLE XI INDEMNIFICATION

Each appointed or elected person of the Las Vegas Region, SCCA, or other person acting at the request or under the control of the Las Vegas Region SCCA now or hereafter in office, his or her heirs, executors and administrators and assigned, shall be indemnified by the Region against all costs, expenses, and amounts or liability therefore, including, but not limited to, attorney's fees and costs, reasonably incurred by or imposed upon the person in connection with or resulting from any action, suit or proceeding to have been individually guilty of any criminal activity or guilty of willful malfeasance or malfeasance in the performance of his or her duties. The indemnification includes reimbursement of any amounts paid and expenses reasonably incurred in settling any such suit, action, proceeding, or claim, when in the judgment of a majority of the BOD (any Board members involved not voting) of this region. Such settlements and reimbursement appear to be in the best interests of the Region. the foregoing right of indemnification shall be in addition to and not exclusive to any and all rights to which any such RE, Officer, or appointed or elected person of this Region may be entitled under federal or state laws or any by-law's agreement, vote of members, or otherwise.

ARTICLE XII AMENDMENTS OF ARTICLES OF INCORPORATION AND BYLAWS

The Directors of the Las Vegas Region SCCA, or any fifteen members in good standing, by written petition submitted to the RE, may propose an amendment to the Articles of Incorporation or By-laws. The BOD may vote on the amendment immediately or appoint a committee of three persons to review the proposed changes. That committee shall consider the ramification of the proposed amendment and report their findings to the BOD at the following meeting. If the BOD adopts the amendment, the change will be posted on the club web site and the RE will appoint the Treasurer to update the Nevada Secretary of State web site.

ARTICLE XIII INTERPETATION

The interpretation of the Bylaws or Supplemental Regulations shall rest with the LVRSCCA Board of Directors. In the event any provisions on the Las Vegas Region SCCA Bylaws or Supplemental Regulations are found to be illegal, invalid, or unenforceable, the remainder of the provisions inherent shall have full force and effect.