

# BY-LAWS OF THE CENTRAL LOUISIANA REGION OF THE SPORTS CAR CLUB OF AMERICA, INCORPORATED

## ARTICLE I

### NAME, PURPOSE AND EMBLEM

**Section 1** The name of this corporation shall be the Central Louisiana Region of the Sports Car Club of America, Incorporated. CENLA is incorporated as a 501(c)7.

**Section 2** The purpose of the corporation shall be to encourage ownership, operation and preservation of sports cars and to foster and promote the purpose and objectives of the Sports Car Club of America and to follow its rules, directives and policies.

**Section 3** The corporate emblem shall be the Louisiana pelican superimposed upon the State of Louisiana, enclosed with a ring upon which shall be inscribed the words - "Central Louisiana Region, SCCA," as designed by Charter Member, James L. Kent, and/or the green Louisiana CENLA REGION 60 Logo.

## **ARTICLE II OFFICERS**

**Section 1** The officers of the Central Louisiana Region of the Sports Car Club of America, Inc. shall be Regional Executive, Assistant Regional Executive, Secretary and Treasurer. The Officers shall be elected annually by the membership at the November meeting of the general membership. Officers will be members of the Board of Directors. A member shall be nominated for only one elective position. Before being placed on the ballot the candidates must be a CENLA SCCA member in good standing with CENLA SCCA and the SCCA Inc.

Officers newly elected at the November election shall take office at the November meeting.

The duties of the officers shall be as outlined in the operations manual of the Sports Car Club of America and as follows:

**Regional Executive (RE):** The Regional Executive shall be the chief executive officer of the corporation. He shall preside at all meetings of the members. He shall have general and active management of the business of the corporation and shall see that all orders and resolutions of the Board are carried into effect. He shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation.

It shall also be the duty of the Regional Executive to review the last previous bank statement with the Treasurer before each regular meeting.

**Assistant Regional Executive (ASST. RE):** In the absence of the Regional Executive, their duties shall devolve upon the Assistant Regional Executive. In the absence of the Secretary or Treasurer, the duties of the latter shall devolve upon the Assistant Regional Executive, until a new Board of Director is duly elected.

It shall be the duty of the Assistant Regional Executive to coordinate all of the regional events and activities to with the Race Chairman, Rally Chairman, Solo II Chairman, Pro Rally Chairman, Social Chairman and/or any other event committees.

The Assistant Regional Executive shall promote regional competition and shall be responsible for the monitoring of any series championship or special awards and keeping records necessary for the deciding of the awards.

The Assistant Regional Executive shall be custodian of all property of the corporation and shall keep an inventory of such property.

**Secretary:** The Secretary shall attend all meetings of the corporation and of the Board of Directors, and keep minutes of the proceedings thereof and distribute it to the other Board of Directors through email. He shall further be charged with the performance of such services on behalf of the corporation as may, from time to time, be determined by the Board of Directors.

**Treasurer:** The Treasurer shall have charge of all the funds of the corporation and of its disbursements under the direction of the Board of Directors. They shall keep a record of all money received and paid out, making a report of same to the membership at each regular meeting thereof and to the Board of Directors whenever requested to do so.

It shall be the duty of the Treasurer to audit and satisfy himself that the bookkeeping records are correct before he accepts those records from the previous Treasurer.

The Treasurer shall require that the chairman of each event give an accounting of all money received and paid out.

**Section 2** The Board of Directors shall hold office until their successors are chosen and qualify in their stead. Any officer elected may be removed at any time by the affirmative vote of a majority of the total membership. If the office of any officer or officers becomes vacant for any reason, the vacancy shall be filled by a vote by the Board of Directors at any regular meeting.

**ARTICLE III  
BOARD OF DIRECTORS**

**Section 1** All members of The Board of Directors which shall be composed of four (4) members of the corporation called Board of Directors and up to (7) ad hoc board members. The Board Members shall be elected annually at the November meeting of the general membership. The position of up to (7) ad hoc Board members shall be established in order to help maintain a quorum at each Board meeting.

Nominations for yearly elections will open during the October BOD meeting and will continue until 1 week before the November meeting. Nominations will be accepted through email to the current RE, Face book posts on the appointed place, or private message using Facebook to the current RE. Members only may nominate either themselves or other members. All previous BOD members are automatically nominated.

Ad hoc Board members will have full voting rights.

**Section 2** The Board of Directors shall be charged with the management of all the affairs of the corporation, subject to the provisions of its charter and these by-laws.

**Section 3** Regular meetings of the Board of Directors shall be held monthly at such time and place as the directors may determine.

Special meetings of the Board may be called by the Regional Executive or by the Assistant Regional Executive on three (3) day notice to each director and officer electronically. The BOD member calling the Special meeting will decide if the meeting is a Board of Director only or a general members meeting. A Board of Directors meeting "only" may be "electronic".

General Members may attend regular board meetings but are entitled to no notice or vote.

**Section 4** Three (3) members of the Board of Directors shall constitute a quorum. No business shall be conducted by the Board the absence of a quorum.

**Section 5** In addition to the powers and authorities by these by-laws expressly conferred upon it, the Board of Directors may exercise all such powers of the corporation and do all such lawful acts and things as are not by statute or Articles of Incorporation of by the by-laws prohibited and which are specifically required to be exercised or done by the members.

**Section 6** In the event there are not enough Board Members vying for the elected positions, the elected Board of Directors may redistribute duties with a vote of the available Board of Directors or appoint available members to said positions.

## **ARTICLE IV MEMBERSHIP**

The primary qualification for membership in CENLA-SCCA shall be an interest in sports cars and the purposes of the Sports Car Club of America, Inc.

**Section 1** All members, to be in good standing, must be members of CENLA and the Sports Car Club of America. Any member who fails to pay regional dues may have their membership privileges suspended. If dues are paid within ninety (90) days following suspension, said member will be reinstated as a member in good standing as of the time dues are paid.

**Section 2** All Board of Director members must be a member in good standing with CENLA and SCCA Inc.

## **ARTICLE V COMMITTEES**

**Section 1** The Regional Executive shall appoint committees and/or chairmen as he deems necessary for Rally, Pro Rally, Solo, Race and Social events.

**Section 2** The chairman of each committee shall make a report in writing or Electronic form to the Board of Directors whenever requested by the Board.

## **ARTICLE VI CHECKS**

All checks of the corporation shall be signed by the Regional Executive and Treasurer, however, the Regional Executive may at his discretion request the Board of Directors to designate that the Treasurer alone may sign checks and the Board is empowered to appoint the Treasurer alone to sign the checks of the corporation.

## **ARTICLE VII EXPENDITURES**

Any expenditure by any member or members of the corporation of more than one hundred dollars (\$100.00), exclusive of event budgets, shall be presented to the Board of Directors for approval either at a regular or special meeting or in Electronic form.

## **ARTICLE VIII AMENDMENTS**

These by-laws may be altered or amended or repealed by the affirmative vote of a majority of the general membership entitled to vote, at any regular meeting of the members called for that purpose provided that there is a fifteen (15) day electronic notice to all members of the proposed changes.

**ARTICLE IX  
ELECTRONIC NOTIFICATIONS**

Electronic Notifications will use either txt, iMessenger, email, Facebook Messenger or Facebook Event posting.

**ARTICLE X  
REVISIONS**

Revision of this document was **(October 2018)**