

SOUTH WEST IDAHO SPORTS CAR CLUB, INC.

An Idaho Corporation

BYLAWS

ARTICLE I

NAME PURPOSE AND EMBLEM

Section 1

Name: The name of the corporation shall be the South West Idaho Sports Car Club, here-in after known as the Club.

Section 2

Purpose: The purpose of the Club shall be to encourage the preservation, ownership and operation of Sports Cars, to act as a source of technical information, to establish rules and regulations covering all activities of the Club, to provide and regulate events and exhibitions *for* Sports Cars and their owners, to encourage careful and skillful driving on the public highways and to own real and personal property, as incidental to the foregoing purposes.

Section 3

The Corporate Seal (and Club Emblem): The corporate seal shall be circular in *form*, incorporating a *four* spoke competition steering wheel, with the *four* speed *forward* and reverse trans-mission shift pattern (H type) inscribed on the center of the hub along with the letters SWI top center and SCC *lower* center. The Club with the approval of a majority vote, may change the *form* of the seal or emblem at any time.

ARTICLE II

MEMBERSHIP AND DUES

Section 1

Membership: Membership in the Club shall be restricted to:

1. The holder of a valid driver's license who is:
 - a. At least 18 years of age or
 - b. At least 16 years of age and who parent(s) or legal guardian(s) is/are active, participating members of the Club. Parent(s) or legal guardian(s) must sign and date the Release/Waiver for a Minor form.

2. Any person who makes application solely for the purpose of furthering interest in sports cars.
3. Membership applications shall be submitted to a membership committee member for consideration.
4. Membership to be effective upon payment of annual dues and any initiation fees if applicable.

Section 2

Dues:

1. Annual dues and any initiation fees shall be set by the combined (sitting and newly elected) Board of Directors and if not paid, shall become delinquent after the date of the regular meeting in March.
2. Each member in good standing may designate one (1) associate member with full membership privileges.
3. Changes (increase or reductions) shall be approved with a two-thirds (2/3) vote of the combined (sitting and newly elected) board members attending the annual combined board meeting. Proposed changes in annual dues of more than 25% shall require a 30 day written notice to all members and a two-thirds (2/3) approval of the general members voting on the change.
4. The Board of Directors shall retain the right to make a levy of assessment to the general membership to meet the expenses necessary for the continuing operation of the corporation. Notice of such levy assessment shall be given at a regularly scheduled meeting at least Thirty Days (30) prior to its date of implementation. Section 3

Expiration, Suspensions and Expulsion:

1. Expiration: A membership will automatically lapse for nonpayment of dues subsequent the first meeting in March of each year.
2. Suspension: Any member may be suspended until the next annual meeting for violation of the Club rules or for any other cause which is deemed to be in the best interest of the Club. Such suspension shall become effective upon a majority vote in favor of such action at a scheduled meeting and after notice of the intent of such action has been furnished to the membership at least Thirty Days (30) prior to the meeting where such action is to be proposed for a vote. The member who is the subject of such action shall be notified of the intent of such action. This notice shall be given in writing by registered mail at least Thirty Days (30) prior to the meeting where such action is to be voted upon.

3. **Expulsion:** Any member suspended as provided above may be expelled upon a majority vote in favor of such action as the next annual meeting. Notice of the intent of such action shall be furnished to the membership at least Thirty Days (30) prior to the annual meeting. The member who is the subject of such action shall be notified of the intent of such action. This notice shall be given in writing by registered mail at least Thirty Days (30) prior to the annual meeting where such action is to be proposed for vote.

Section 4

Resignation:

Any member may resign by directing a letter of resignation to the Board of Directors. The member's resignation shall be effective upon receipt, provided all indebtedness to the Club is paid.

ARTICLE III

MEETINGS. QUORUMS. AND ELECTION OF OFFICERS

Section 1

Annual Meetings: The Annual Meeting of the members shall be held in December of each year for the election of officers and committees, and such other business as lawfully may come before the meeting.

Section 2

Regular Meetings: Regular Meetings of the Club shall be held on the first Friday of each month or as scheduled by the Board.

Section 3

Special Meetings: A Special Meeting of the members may be called by the President, or by a majority of the Officers.

Section 4

Quorum: A quorum shall consist of those members in good standing present at a regularly scheduled meeting.

Section 5

Election of Officers: Election of Officers shall be by written ballot. If more than two (2) candidates stand for election to a given office the victor shall be that candidate receiving the greatest number of votes in the initial ballot. A tie shall be broken by an additional ballot(s) between those candidates receiving the equal number of votes for first place. In

elections where only two candidates stand for a given office the victor shall be that candidate receiving the most votes.

ARTICLE IV

OFFICERS

Section 1

The elected Officers of the Club shall be a President, Vice President, Recording Secretary, Newsletter Editor, Treasurer, and Activities Director. They shall serve for one year, or until their successors are elected and qualified.

Section 2

The above named officers, duly elected at the Annual Meeting, together with the Past President shall constitute the Board of Directors of the Club with all the powers of Directors.

Section 3

In case a vacancy shall occur in any of said officers, the Board of Directors shall select a person to fill the said vacancy until the next Annual Meeting.

ARTICLE V

DUTIES OF ELECTED OFFICERS

Section 1

Duties of the President and Vice President: The President shall preside at all meetings of the members and officers and shall perform the duties usually appertaining to this office. He/She may call special meetings of members under the provisions of Article III, section 3. He/She shall be the Chief Executive Officer of the Club. In the absence of the President or in the case of his/her resignation, or inability to act, the appertaining to that office shall be performed by the Vice President.

Section 2

Duties of the Recording Secretary: The Recording Secretary shall attend all meetings of the members and officers and shall record all minutes and votes in a book kept for the purpose. Secretary/Treasurer shall maintain and publish a current roster of all Club Members. He/She shall give all notices of meetings of the members required by law or these Bylaws and shall perform all duties incident to his/her office, required by law or by the officers. He/She shall have custody of the Corporate Seal, and the Club's records. In the absence of the Recording Secretary from any of said meetings, a Recording Secretary pro-tempore shall be chosen by the Presiding Officer.

Section 3

Duties of the Newsletter Editor: The Newsletter Editor shall publish a monthly newsletter and perform all other correspondence as directed by the membership or the Board of Directors.

Section 4

Duties of the Treasurer: The Treasurer shall, subject to such conditions and restrictions as may be made by the officers, have custody of all monies, debts, obligations belonging to the Club. Secretary/Treasurer shall maintain and publish a current roster of all Club Members. He/she shall receive all monies of the Club and deposit same in the Club account. He/she shall make all payments of Club debts. Contracts, checks, notes, or other orders for payment of money shall be signed by two of three authorized officers, which shall consist of the treasurer, President and one other officer of the Club as selected by the Board of Directors. He/she 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. No obligations, debts or other liability shall be incurred by the Treasurer without the specific approval of the membership.

Section 5

Duties of the Activities Director: The Activities Director shall:

1. Schedule dates for events and appoint event masters for the year, which, upon approval of the officers shall be published in the newsletter.
2. Provide a variety of events to interest all Club members.
3. Devise a system of awarding trophies or event prizes which will be equitable to all classes.
4. Establish rules for the classification of cars competing in Club events.
5. Determine the eligibility of cars for registration in the various classes recognized by the Club and to accept or reject cars as they are offered for such registration.
6. Assist in the establishment, together with the Rally Committee, of rules for the conduct all Club events and to set these forth in published form for distribution to the members.
7. Provide for careful inspection and determination of the road-worthiness of all cars entered for events and to accept or reject said cars according to their condition with particular emphasis on the need for safety.
8. Restrict or refuse entry in Club events to drivers whose attitude or ability indicates a potential safety hazard to spectators, other contestants or themselves.

9. Appoint, as necessary, assistants to help in arranging and/or handling any Club event.

ARTICLE VI

COMMITTEES

Membership Committee:

A membership Chairperson shall be appointed if deemed necessary by the board of Directors. He/She shall receive and process all applications from prospective members. The Membership Chairperson shall be responsible for club membership drives, the proper integration of new members as well as the welcome and introduction of guest at club events.

Nominating Committee:

The Nominating Committee shall consist of not less than three (3) members, to be appointed by the Board of Directors and shall consist of Past Presidents of the Club who are current members in good standing, if available, otherwise appointments to this committee shall be made from the general membership. The committee shall prepare a list of nominees for the Officers of the Club for presentation by written notice at least two weeks prior to the Annual meeting. Each nominee shall be qualified and willing to accept the office should he/she be elected. Additional nominations shall be accepted from the membership at the Annual Meeting.

Rallye Committee:

The Rallye Committee shall be selected by the Activities Director and shall consist of not less than five (5) members and shall have the responsibility of drawing the Rallye Code for each year, which shall be approved by the Board of Directors and membership. The Activities Director shall serve as a member of the committee and the Vice President shall serve as an ex-officio member of the committee.

Points Committee

The Points Committee shall be selected by the Board of Directors and shall consist of not less than three (3) members. The members shall be the Chairman of the Rallye Committee, and other members in good standing, one of who shall serve as Chairman of the Points Committee. The Vice President shall serve as an ex-officio member of this committee. The committee shall be responsible for drawing the Points Code for each year, which shall be approved by the Board of Directors and membership. The Chairman shall be responsible for computation of points for each event and maintaining adequate records. There will be a final audit after the last points event of the year and prior to approval and awarding of year-end awards.

Grievance Committee

The Grievance Committee shall be selected by the Board of Directors and shall consist of not less than five (5) members. The grievance committee shall receive and make recommendations to the Board of Directors on all matters of protest, other than event protests, received by them in writing from any member in good standing. Events protests shall be considered according to rules set forth in the Rallye Codes.

Other Committees:

The Board of Directors shall appoint such other 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 approved by the Board of Directors and the membership.

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; therefore.

ARTICLE IX

AMENDMENTS OF ARTICLES OF ASSOCIATION AND BYLAWS

A member in good standing may submit a written proposal to change or amend the bylaws to the Recording Secretary at any time during the year. All proposals will be reviewed at the joint board meeting of the outgoing and incoming board members, which is held during the month of January. If the joint boards accept the proposal or proposals, the new proposal and an explanation of the changes will be published in the next newsletter along with a ballot. A vote will be held at first general membership meeting 30 days after the newsletter is published. Members in good standing may vote by mailing the ballot to the SWISSC mailing address, by attending the meeting in person, or by designating a member in good standing to vote by proxy for them. Members in good standing are those persons who are members of SWISSC as couples, or rallye teams, or persons who belong as single individuals, and have paid memberships for the

calendar year. If approved, by a majority of the members who vote, the amendments will be adopted and incorporated into the bylaws.”

Enactment Clause: Bylaws, as established, approved and enacted on April 9, 1985 have been updated, approved and enacted on 6 March 2009.

Reviewed by the committee and accepted with no changes 11 February 2017.