

# ROADRUNNER REGION BY-LAWS

Approved by Governors 11/2/2008

## PREAMBLE

This document is intended to clarify and document the rules and operating procedures of the Roadrunner Region of the National Council of Corvette Clubs, Inc. (NCCC). The rules and guidelines contained herein will permit the operation of the Region in a consistent and uniform manner. Procedures of the Region will not be in conflict with the NCCC By-Laws or the NCCC Sanctioned Competition Program Handbook (aka Rule Book).

## ARTICLE I - NAME

The name of the organization will from this time forward be known as the ROADRUNNER REGION, and herein referred to as the Region.

## ARTICLE II - OBJECTIVE

The Region and its member clubs are organized to promote interest in Corvette automobile ownership and operation. To that end, the Region and its member clubs will collect and disseminate Corvette-related information to its members and all interested parties. Other information relative to automotive events such as Car Shows, Rallyes, Drag Races, Matching Times contests, Economy Mileage Runs, Caravans, and Autocrossing will also be disseminated to assist Region clubs and their members in holding events to promote the variety of interests available to Corvette enthusiasts, past, present, and future. Information concerning the club's and Region's various events will be made available at regular club and Region meetings, as well as at individual club-hosted events. Roadrunner Region club events will be made available to club members, and the general public with Corvette automobile interests as appropriate.

1. The Region will be operated under the guidelines of the NCCC By-Laws and Rule Book. The Region By-Laws and Standing Rules further identify and clarify processes specific to the Region and apply to the Region's clubs and their members.
2. The REGION will be operated as a non-profit organization and hereby adopts the By-Laws contained in this document.

## ARTICLE III – MEMBERSHIP

### Section 1 - Policy

Individual CLUB membership will comply with the NCCC By-Laws. Club membership in the Region will be by request and afforded to any NCCC club in good standing at the national level.

## Section 2 - Location

Region member clubs and clubs requesting membership in the Region must maintain their designated Home City within the boundaries set forth by NCCC in the current Sanctioned Competition Program Handbook, or as approved by the NCCC Board of Governors.

## ARTICLE IV – BOARD OF GOVERNORS

### Section 1 – Definition

The Governors of each club within the Region constitute the Board of Governors (Board) for the Region. Each Governor will have one (1) vote at all meetings of the Regional Board of Governors. The elected officers of the Region will also be members of the Board of Governors and have one (1) vote at all Region meetings.

### Section 2 – Meetings

Regular meetings of the Board will be held quarterly at a time and place announced by the Regional Executive (RE). Where practical, at least one meeting per year will be held in each state in the Region. The RE, as required to conduct Region business, may call special meetings of the Board. Written or electronic notices of regular or special meetings will be provided to Board members at least forty-five (45) days prior to the date of such meeting, accompanied by a meeting Agenda. The meeting will be held at a convenient location and time, and is encouraged to be held in conjunction with a sanctioned event. These meetings will be open to any NCCC member, but only Board members or their authorized representative may vote.

### Section 3 – Attendance

Region clubs should make every effort to be in attendance at all Region meetings. Attendance by a club may be by the Governor, a club member acting as the club's authorized representative, or through a written Proxy provided to the RE in advance of the meeting. A club's authorized representative will have the same voice and rights as the Governor providing authorized representative is a member of NCCC and the Roadrunner Region club being represented. Unstipulated proxies will be counted toward a quorum but will be considered an abstention for voting purposes.

#### Section 4 – Proxies

Each region member club will provide the RE with proxies to represent them at national NCCC meetings. The proxies will be signed and notarized, or embossed with the club seal. The proxies will be used by the RE only if the club is not represented by its Governor or proxy governor at the national meeting. Similarly, proxies will be provided to the RE for Region meetings where the same voting and representation rules will apply. In its proxy, the club may designate that the proxy is to support attendance only, or allow the RE to vote in their stead. Proxies are due before the beginning of the calendar year.

#### Section 5 - Quorum

One-third of the then duly elected Governors or club representatives constitute a quorum for the transaction of business. Regional officers do not count toward a quorum. If a majority of the Board consent in writing to any action taken at a meeting without a quorum present or without a meeting being called, such action will be a valid regional action as though it had been duly authorized at a meeting of the Board

#### Section 6 – Compensation

No Governor will receive any compensation from the Region for services as a Governor, except for reimbursement of out-of-pocket expenses related exclusively to Region business and if approved by the majority of the Board.

#### Section 7 – Duties

The duties of the Region Governors as members of the Board, in addition to those listed in the NCCC By-Laws, include:

- A. Provide the RE with signed Proxies for all scheduled Region and national NCCC meetings prior to the first meeting of each year.
- B. Attend each Region and national NCCC meeting in person, or through an authorized representative or proxy.
- C. Ensure timely payment of annual Region dues and sanctioned event fees.
- D. Ensure submission of sanctioned event results in accordance with the time guidelines, formats, and procedures outlined in the NCCC Rule Book.
- E. Ensure submission of event waiver copies in accordance with the time guidelines, formats, and procedures outlined in the NCCC Rule Book.
- F. Keep their club apprised of national and regional NCCC meeting discussions and actions.

- G. Promote membership in NCCC and inform current and prospective club members of the advantages and benefits of NCCC membership.
- H. Promote the sanctioned events of all clubs in the Region to their club members and provide event flyers and information as appropriate.
- I. Consult with Regional NCCC officers to achieve resolution for all questions or issues pertaining to the conduct of events or the policies contained in the NCCC Rule Book, By-Laws, and Standing Rules, or the Roadrunner Region By-Laws or Standing Rules. Consult with National NCCC officers on the above if Region officers are not able to resolve the question or issue.
- J. Serve as their club's point of contact for interpretation of NCCC the Rule Book, and ensure that the club's events comply with the NCCC Rule Book. To this end, the club governor must be familiar with the NCCC Rule Book, and both the NCCC and Region By-Laws and Standing Rules.
- K. Keep the Region officers up-to-date with changes in the club name, address, or membership. In particular, ensure that the Regional Membership Director (RMD) is provided current club member names and addresses.

The duties of the Region officers, as members of the Board, in addition to those listed in the NCCC By-Laws, include:

- A. Attend each Region and national NCCC meeting in person, or through an authorized proxy, and provide a report of all Region and national NCCC material related to their position.
- B. Represent the Region at national NCCC meetings, either in person or by proxy.
- C. Provide assistance to Region clubs in all NCCC matters, regionally or nationally.
- D. When in attendance at Region club events, make themselves available to resolve questions or issues as necessary, or when requested by the hosting club's event chairperson or Governor.

## ARTICLE V – DUES and FINANCE

### Section 1 – Annual Club Dues

A club must be current in payment of its Region Annual Club Dues in order to hold NCCC-sanctioned events, attend Region meetings as a voting member, and to accrue NCCC points. Annual Dues rates and payment schedules will be in accordance with the current Region Standing Rules.

## Section 2 – Event Fees

Event fees will be in accordance with the current Region Standing Rules and are due and payable to the Region Treasurer no later than fifteen (15) days after each event.

## Section 3 – Default

A Region member club is in default if the Region Treasurer does not receive Annual Dues in accordance with the Region Standing Rules. If a club is in default, the Regional Competition Director (RCD) will withhold NCCC event sanctions and event points for the club and its members until the club has paid its Annual Dues.

## Section 4 – Good Standing

A Region member club is considered to be “In Good Standing” at all times when its Annual Dues are current and applicable event fees have been paid on time. If in default for non-payment of Annual Dues or event fees, a Region member club is considered not to be in good standing. A club not in good standing cannot hold sanction events, schedule future sanctioned events, or earn club NCCC points. Additionally, while a club is not in good standing, its members cannot earn NCCC points for sanctioned events. Once all dues and fees owed to the Region are current, the club is considered in good standing and the club and its members will resume accruing NCCC event points and the club can schedule and conduct sanctioned events.

## Section 5 – Fiscal Year

The NCCC Roadrunner Region Fiscal Year is January 1 through December 31 (calendar year).

## Section 6 – New Membership

Clubs joining the Region prior to September 1 must pay the full Annual Dues. Clubs joining the Region September 1 or later must pay the full Annual Dues, but this payment will also serve as full payment for the following Fiscal Year.

## Section 7 – Financial Review

The RE, or a qualified delegate acting on the RE's behalf, will review the Region's bank account records annually, and report the findings to the Board.

## ARTICLE VI – OFFICERS

### Section 1 – Elected Officers

The Region will have three (3) elected officer positions. The members of the Board of Governors are the electors for Region officer positions. Terms will be in accordance with current Region Standing Rules. The elected officers are the Regional Executive, Regional Membership Director, and Regional Competition Director (RCD). The elected officers comprise the Region Executive Board. Duties are detailed in the NCCC Rule Book and in this document.

### Section 2 – Appointed Officers

The RE will appoint the Region Treasurer, Secretary, and Webmaster with the consent of the Executive Board. Their terms will be the same duration of the elected officers per the Region Standing Rules. Appointed officers should make every effort to attend all Region meetings to present position-related reports. If not able to attend Region meeting, reports should be distributed to Board members in advance of the meeting.

- A. Duties of the Region Secretary include taking minutes at Region meetings and distributing them to the Board, receiving election ballots and providing election results, preparing official Region correspondence as required, and maintaining the Region's document history files.
- B. Duties of the Region Treasurer include maintaining the Region bank account in balance and good standing, reporting Region bank account status at region meetings or as required by the Executive Board, receiving Region Annual Dues and event fees, providing reimbursement to region members as authorized by the Board, and preparing bank account disbursements as directed by the Board or Executive Board.
- C. The Region Webmaster will maintain the Region's presence on the Internet. The site will be non-discriminatory and all content will be NCCC related. The Webmaster will obtain approval of the Board of Governors before making substantial changes to the site format or content. If necessary, the Executive Board may approve web site changes, but the changes are still subject to review at the next Region Board meeting. At a minimum, the Region web site will provide identification of Region clubs, Region officers, Region Competition Point Standings, and a calendar of upcoming events.

### Section 3 – Term of Office

Region Officer terms will be in accordance with the Region Standing Rules. No Region officer may hold more than one concurrent Region officer position, elected or appointed.

## Section 4 – Elections

Region officer elections will be held in the year prior to elected officer term expiration as per the Region By-Laws. The RE will call for, and accept, nominations from club Governors or individuals commencing June 1 of the election year. Specific nomination procedures and dates not detailed herein will be in accordance with the Region Standing Rules. Region officer elections will be by secret ballot transmitted by U.S. Mail and all clubs in good standing will have one vote for each elected officer position.

- A. Upon notification of nomination closing from the RE, the Region Secretary will prepare and mail ballots to the Governor of each Region club in good standing. This mailing will be completed no later than September 1 of the election year. Club responses with their votes for each officer position are due back to the Region Secretary no later than October 15 of the election year. Ballots not received by the Region Secretary by the October 15 deadline will not be counted.
- B. The Region Secretary will tabulate all votes received on time and report the results to the Executive Board. A simple majority of cast votes is required for each Region officer position. The RE may direct an independent review of the tabulations by a appointed committee comprised of a minimum of two (2) Region Governors. Results of the Region elections will be disseminated to each Region Governor no later than October 20 of the election year.
- C. In the case of a tie vote for any Region elected officer position, a simple majority of the Governors present at the next Region meeting will break the tie.

## Section 5 – Removal from Office

Any regional officer can be removed by a majority vote of the Board of Governors, subject to appeal by the aggrieved officer to the Board of Governors. In the event of appeal, the Board of Governors will make the final disposition regarding removal from office.

## Section 6 - Vacancies

A vacancy in any elected office, regardless of reason for the vacancy, will be filled temporarily by a member appointed by agreement of the remaining members of the Executive Board. The appointed officer will serve until the next regularly scheduled Region Meeting. Nominations will be taken from the floor at the next regularly scheduled Region meeting to fill the vacancy for the duration of the term. A simple majority (one vote per club in attendance and in good standing) is required to elect the replacement Region officer. Ties will be broken by the Executive Board.

## Section 7 - Reimbursement of Expenses

Reimbursement for expenses incurred by Region officers, Governors, or members must be approved at the regularly scheduled Region meeting immediately after the expense claimed is made. Reimbursement claims will be in accordance with the Region Standing Rules or these By-Laws. Reimbursement will be approved by the Board upon a simple majority vote.

## ARTICLE VII - COMMITTEES

### Section 1 - Committees

The Executive Board may appoint such committees as deemed necessary.

### Section 2 – Committee Quorum

The members of the Committee present and voting will constitute a quorum for the transaction of committee business.

## ARTICLE VIII – AMENDMENTS

### Section 1 – Amendment Procedure

The Region By-Laws may be amended, repealed, or altered by a majority vote of the Board of Governors at a regularly scheduled Region meeting.

- A. The request for amendment may be presented from the floor at any meeting of the Board, or submitted in advance to the RE.
  - a. If received in advance, the RE will provide a copy of the requested amendment content to the Board prior to the next regularly scheduled Region meeting.
- B. At the next regularly scheduled Region meeting, the motion will be made and the proposed amendment read verbatim. If a motion for amendment originates from the floor during a meeting, its final proposed wording must be discussed and agreed upon during the meeting.
- C. Once discussion of an amendment proposal is complete, the motion for amendment will be tabled until the next regularly scheduled Region meeting. The meeting minutes will contain the verbatim text of the proposed amendment so each Region club has the opportunity to discuss the proposed amendment and provide their Governor with voting directions for the next Region meeting.

## ARTICLE IX – DISSOLUTION

### Section 1 – Property

If, for any reason the Region is disbanded or dissolved, any property owned by the Region will be liquidated with the cash being deposited in the Region bank account. After all Region debts and obligations are paid in full, any remaining funds in the Region bank account will be equally distributed to Region clubs in good standing.

### Section 2 – Dissolution

Final dissolution of the Roadrunner Region will be in accordance with all applicable Federal, State, and Local laws, statutes, and/or regulations, as well as in accordance of any applicable NCCC policies or procedures that are not in conflict with Federal, State, or Local laws.