

BY-LAWS

PORSCHE CLUB OF AMERICA HAWAII REGION

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of the club shall be Porsche Club of America, Hawaii Region. The principal office shall be the residence of the President.

ARTICLE II GENERAL OBJECTIVES AND POWERS

The general objectives of the club shall be to encourage the highest standards of safety and courtesy on the highways, and to increase the enjoyment of owning a Porsche by the exchange of technical information and by engaging in such automotive and social events as may be agreeable to the members. The club shall be empowered to do all things and conduct all business, not for profit, necessary to the carrying out of its objectives.

ARTICLE III BADGE

The badge of the club shall be that of the Porsche Club of America, Hawaii Region.

ARTICLE IV MEMBERSHIP, DUES, AND PRIVILEGES

Membership in the club shall be limited to members in good standing of the National Porsche Club of America.

There shall be no dues beyond those for membership in the National Club, unless the members shall vote otherwise. However, entry fees may be charged for events. Members in good standing shall be entitled to all the privileges of the club.

ARTICLE V OFFICERS AND DIRECTORS

The elected officers of the club shall be President, Vice-President, Secretary, and Treasurer, who shall serve two-year terms.

The Board of Directors shall consist of seven members, who shall establish policies and see to the proper conduct of the affairs of the club in compliance with these By-Laws. It shall be composed of the elected officers of the club, the Membership Chairman, the Newsletter Editor, and the immediate past President.

The President shall be the principal executive officer of the club, and with the support and assistance of the other officers and the Board of Directors, shall be responsible for

implementing the established policies. He/she prepares the agenda, presides, and directs the discussion at regular and special meetings, is the ex-officio member of all standing committees and temporary committees except the Nominating Committee, and executes all documents and correspondence in the name of the Region as authorized by the Board of Directors. The president is responsible for returning the completed annual Region Report Form and Continuity Check List to the National by 15 January.

The Vice-President shall assume the duties of the President in the absence of the latter, and shall undertake such other duties as the President may assign to him.

The Secretary shall ensure the recordation and preservation of the minutes of regular and special meetings. In addition, at the direction of the President, distribute the minutes to the members either by email or by posting on the club's website

The Treasurer shall be the custodian of the club's funds, shall handle all receipts and disbursements, and shall maintain all necessary financial records. In addition, at the request of the Board of Directors, provide a financial report and/or furnish records and books of the club's financial account.

The Newsletter Editor is a position appointed by the president and is responsible for coordinating the publication and promulgation of the club's quarterly newsletter, the Sonne Porsche, either electronically or by hard copy. As requested by the president, the Board of Directors, or event coordinator, create event fliers and other announcements for general distribution to the membership.

The Membership Chairman is a position appointed by the president and is responsible for the club's correspondence for the handling of all matters relating to membership in the club and for the maintenance of the club's records. At the request of the Board or any officer, provide monthly membership statistics and mailing labels for the distribution of the Club's publication.

The Safety Officer is a position appointed by the president and is responsible for promoting safety at all club events and activities. In addition, assist in ordering insurance certificates from the National for each event that requires them and ensuring that each driver participating in driving events signs the appropriate insurance waivers. Insuring completion of all incident and observer reports and periodically preparing safety-related articles for publication in the Sonne Porsche.

The Club Historian is a position appointed by the president and is responsible for maintaining archival club information for historical purposes. At the request of the president or the board, research and provide historical information for the purposes of publication or other promulgation.

The Event Coordinator is a temporary position appointed by the president for each club event. He/she is responsible for the planning, preparation, and coordination of events as assigned. This includes establishing the date and location of the event, determining

assembly points and travel routes for driving events, interfacing with other involved organizations as necessary to facilitate smooth and proper conduct, In addition, ensure that the president and the Board of Directors are apprised of the status and ensure that the necessary fliers and emails are sent out to the members in a timely fashion.

The President, with the consent of the Board of Directors, may create, make other appointments and committees as necessary to accomplish specific tasks for the furtherance of the club's objectives. However, no such appointments or committees shall continue in existence beyond the expiration of the President's term of office.

ARTICLE VI ELECTIONS (electronically)

The officers shall be elected by the members for two-year terms.

At least ninety days before the end of the club's fiscal year, the President, with the consent of the Board of Directors, shall appoint a nominating committee of at least three members and an Elections Official. The committee shall submit a slate of candidates for the elective offices at the November general membership meeting and may be supplemented by nominations from the floor at the meeting. A member may be nominated for one office only and that member must give consent prior to adjournment of the November meeting.

Immediately following the November meeting, the Elections Official will coordinate the election of officers electronically (by email) and tabulate the results for announcement at the club's final meeting of the year, usually at the annual Christmas Party in December. Each member shall be entitled to one vote for each of the four offices. The candidate receiving the largest number of votes shall be declared elected. Unopposed candidates will automatically be declared elected.

If a vacancy occurs in an elected office during the year, the President shall appoint a replacement from the general membership.

Any nominations for national recognition, in response to solicitation by the national club, shall be made by the President pursuant to a vote of the Board of Directors.

ARTICLE VII MEETINGS

Regular or general membership meetings shall be held at least every other month or more frequently as determined by the President or the Board of Directors.

Special meetings shall be held for the Board of Directors or for any committee as deemed necessary by the President, the Board of Directors, or special committee heads.

A quorum at any meeting shall consist of a simple majority of those present.

PCA, Hawaii Region By-Laws

Due notice shall be given stating the date, time, place and purpose of any meeting of the members at least ten days before such meetings.

ARTICLE VIII FISCAL YEAR

The club’s fiscal year shall be the calendar year.

ARTICLE IX OBLIGATIONS AND INDEPTEDNESS

Obligations or indebtedness in the name of the Club shall be incurred only (a) for the general benefit of the entire membership and shall not exceed \$200.00; and (b) by authorization of the Board of Directors, and no personal liability shall result from action so taken.

Obligations or indebtedness incurred other than as provided herein shall be the sole responsibility of the person or persons incurring them.

ARTICLE X OFFICIAL PUBLICATION

Official communications to the membership may appear in the “Sonne Porsche” newsletter, emails from the President or Board of Directors or in such other mailings as the Board of Directors may choose.

ARTICLE XI AMENDMENT OF BY-LAWS

Amendments to these By-laws may be proposed by the Board of Directors or by any five or more members in good standing. Proposals shall be submitted in writing to a member of the Board of Directors, with an explanation, signed by each such member, of the nature and the need for such amendment.

The Board of Directors shall evaluate the proposed amendment, together with the need claimed thereof, to be published in the club’s official publication, and shall duly arrange for a vote of the Officers, or their successors. The affirmative vote of three-fourths of the original (or their successors) co-signors of the by-laws shall be required for approval.

Review of the by-laws will occur every two years with each turnover of officers by a special committee tasked by the President..

APPROVAL:

_____ Date: _____
President

_____ Date: _____

PCA, Hawaii Region By-Laws

Vice President

_____ Date: _____

Secretary

_____ Date: _____

Treasurer