

**EASTERN BUCKEYE REGION
PORSCHE CLUB OF AMERICA, INC.**

BYLAWS

ARTICLE I. NAME AND PRINCIPAL OFFICE

Section 1 Name

The name of the Club shall be: Eastern Buckeye Region, Porsche Club of America, Inc.

Section 2 Principal Office

The Principal Office of the Club shall be located at the residence of its duly elected President. In the event of the President's death, resignation, disability, or disqualification the Principal Office shall be located at the residence of the Club's Vice-President until a new President is elected.

ARTICLE II. PURPOSE & GENERAL OBJECTIVES

Section 1 The purpose and general objectives of the Club, to which its members are joined together and mutually pledged, shall be the furtherance and promotion of the following.

- a. To practice and advocate the highest standards of courtesy and safety on the roads.
- b. To enjoy and share the good will and fellowship engendered by owning a Porsche and to engage in such social or other events as may be agreeable to the membership.
- c. To foster and encourage the highest standards of operation and performance of the Porsche marque by sharing and exchanging technical and mechanical information.
- d. To provide opportunities for the Club's membership to use their Porsches in settings which are conducive to the enjoyment of the performance capabilities of these vehicles and to become better drivers.
- e. To establish and maintain mutually beneficial relationships with the Porsche Cars North America and Porsche AG (the "Porsche Works"), Porsche dealers, and independent Porsche service and parts sources to the end that the Porsche marque shall prosper..

f. To encourage and foster the interchange of ideas and information with other Regions of the Porsche Club of America and Porsche Clubs throughout the world.

g. To establish and maintain such mutually cooperative relationships with other Sports Car Clubs as may be desirable.

ARTICLE III. POWERS AND AUTHORITY

Section 1 Powers

The Club shall be empowered to do all things and conduct all business, not for profit, which are necessary to carry out the Purpose and General Objectives of the Club as set forth in the Certificate of Incorporation, issued under the statutes of the state of Ohio, and as are set forth in these bylaws.

ARTICLE IV. MEMBERSHIPS, MEMBERSHIP AREA, AND DUES

Section 1 Memberships

Membership in the Club shall be restricted to owners, co-owners, or lessees of Porsches vehicles who are qualified members of the Porsche Club of America.

Section 2 Classes of Membership

a. Active - Any owner, co-owner or lessee of a Porsche, acceptable to the Membership Committee, who is 18 years of age or older, having paid such National and Regional Club dues as required.

b. Family - Any member of an active member's family who is 18 years of age or older, having paid such National and Regional Club dues as required.

c. Affiliate - Any person, 18 years of age or older, named by the Active Member at the time of joining or at any renewal of membership in lieu of a Family Member.

d. Associate - Any Active Member who ceases to own, co-own or lease a Porsche while a member in good standing, having paid such Club dues as required.

e. Honorary - Any person who, on the affirmative vote of the Executive Council, is deemed to merit recognition for outstanding interest in or service to the Club.

f. Provisional –Any person who qualifies for provisional membership with the National club and has paid all applicable dues or fees.

Section 3 Area of Membership

President may appoint one member to serve as additional council member at large at his discretion.

Section 2 Term of Office

Each member of the Executive Council shall serve for a nominal term of one (1) year, commencing upon his/her installation which shall be at the time of the annual meeting of the members as herein provided. No member of the Executive Council shall be permitted to hold more than one (1) elected office at any given time.

Section 3 Duties

Any obligations, duties, or responsibilities not otherwise specified in these by-laws shall be considered to rest with the Executive Council.

ARTICLE VII. NOMINATIONS AND ELECTIONS

Section 1 Nominations

By the first day of December, the Executive Council shall elect one (1) of its members as a Chairman of the Nominating Committee. The Chairman of the committee shall select three (3) Club members in good standing who are not members of the Executive Council and these four (4) shall constitute the Nominating Committee.

By the 20th day of December, the Chairman of said Nominating Committee shall provide the Club Secretary a slate of not less than four (4) Active or Family members in good standing willing to serve as Officers.

Section 2 Election

By the 15th day of January the Club Secretary shall prepare a ballot for voting by each member in good standing of the Club. Each ballot shall include the names of all qualified nominees and shall include not less than four (4) candidates for elective Office.

Incumbent candidates shall be so noted on the ballot and it shall carry an instruction to vote for not more than four (4) candidates. Due notice shall be given that only ballots carrying the signature of the member voting shall be considered valid for certification purposes.

Before the 30th day of January, the Secretary of the Club and at least two (2) members of the Nominating Committee not running for Office, shall open, count, and tally all valid ballots and certify the results. As soon as the count has been completed, the Secretary shall notify the Club president of the results, who shall immediately cause to be notified all successful candidates of the Fact of their election.

Section 3 Vacancies

In the event that the office of an elected Officer or member of the Executive Council shall become vacant, the remaining members of the Executive Council shall immediately fill such vacancy with an interim appointment for the balance of the unexpired term.

ARTICLE VIII. OFFICERS AND DUTIES

Section 1 Officers

The elected Officers of the Club shall be the President, Vice-president, Secretary, and Treasurer, all of whom shall be members of the Executive Council.

Section 2 Duties of the President

The duties of the president of the Club shall be:

- a. To prepare the agenda for and preside at all meetings.
- b. To act as ex-officio member of all standing committees and temporary committees except the Nominating Committee or as otherwise accepted herein.
- c. To appoint committees necessary for the proper function of the Club.
- d. To execute all documents and correspondence in the name of the Club as authorized by the Executive Council and/or the membership or to direct an appropriate agent of the Club to so execute any such document.
- e. To sign as co-signer all drafts on the accounts of the Club and any documents which obligate the Club or to direct his agent to so act.
- f. To publish in the Club's official publication or on its website a semi-annual report on the status of the Club, its plans, and programs.

Section 5 Duties of Vice-president

The duties of the Vice-president of the Club shall be:

- a. To preside at meetings in the absence of the President or when ordered to do so by him.
- b. To assist the president in the conduct of the administrative affairs of the Club.
- c. To perform such other duties as may be assigned to him by the President or by the Executive Council.

Section 4

Duties of Secretary

The duties of the Secretary of the Club shall be:

- a. To record and preserve the minutes of all meetings of the membership and Executive Council and of all votes cast thereat.
- b. To read such minutes upon request.
- c. To receive all ballots, count them, cause to be published the results thereof and keep them for inspection for a period of thirty (30) days after the results are announced.
- d. To have custody of the Club's records.
- a. To publish in the Club's official publications notices of proposed and adopted amendments of these Bylaws and other matters relating to the proper conduct of the Club.

Section 5

Duties of the Treasurer

The duties of the Treasurer of the Club shall be:

- a. To record and preserve the records and books of account reflecting the financial condition and operation of the Club.
- b. To have custody of all monies, debts, obligations, and assets belonging to the Club.
- c. To receive all monies of the Club and deposit them to the Club account in a bank insured by the F.D.I.C.
- d. To sign as co-signer all drafts on the accounts of the Club and any documents which obligate the Club.
- e. To publish in the Club's official publications a semi-annual. Report on the financial status of the Club as may be requested by the President of the Club.
- f. To give a full and correct report, upon request, on the financial status of the Club at any meeting of the membership or Executive Council.
- g. To insure that the financial affairs of the Club are in accordance with the National Club Bylaws and all pertinent legal guidelines regarding same.

Section 6

Bonds

The Executive Council may require such Officers to be bonded, at Club expense, as it shall deem necessary; for any amount(s) as it may deem reasonable and necessary.

Section 7

Fiscal Year

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

