

BY-LAWS OF THE NEW ENGLAND REGION OF THE CLASSIC CAR CLUB OF AMERICA, INC.

Approved August 12, 2001

Amended March 15, 2009; October 16, 2011; February 5, 2012; October 21, 2012; March 16, 2014

ARTICLE I Name and Purpose

The name of the Club shall be: **The New England Region of The Classic Car Club of America, Inc.** (under the laws of Connecticut).

The purposes for which the Club is founded are

- For the development, publication and interchange of technical, historical and other information for and among members and other persons who own or are interested in fine or unusual domestic or foreign motor cars built between and including the years 1925 and 1948, but including cars built before 1925 that are virtually identical to 1925 Full Classics® and distinguished for their respective fine design, high engineering standards and superior workmanship;
- To promote social intercourse and fellowship among its members; and
- To maintain references upon and encourage the maintenance, restoration and preservation of all such Classic cars.

The purposes for which this Region is chartered by the National Club are

- To further the ideas and ideals of the National Club in a specific local area; and
- To provide regional activities for the National members in this area.

The terms “Full Classic® Car” and “Full Classic®” as used herein shall mean those cars classified as Full Classics® by the Classic Car Club of America, Inc.

ARTICLE II Members and Membership

Section 1 – Application for Membership

Any person who is an active member of the Classic Car Club of America, Inc., may apply for membership in the New England Region.

Section 2 – Regional Memberships

Active Member: An Active Member of this Region must also be an Active Member of the Classic Car Club of America.

Regional Associate Member: This type of membership is open to any one person at the discretion of any Active Regional Member. A Regional Associate Member must be a National Associate Member.

Membership Year: Annual Regional membership begins on January 1st and ends on December 31st.

Section 3 – Dues

Dues for both types of members shall be set by the Regional Board of Managers.

The annual dues of members are payable on the first day of January of each year. Any Regional Active or Regional Associate Member who fails to pay the annual dues within three months after they become due shall cease to be a member. However, such person may be reinstated by applying for a new membership in accordance with the method for application and selection of new members as set forth in these By-laws.

Memberships for new members approved for membership during or after the July Grand Classics® shall also be valid for the following year.

Section 4 – Voting Rights

Active Regional Members and Regional Associate Members shall possess equal voting rights at Annual Meetings, Special Meetings and in the election of members of the Board of Managers.

Section 5 – Official Regional Territory

The official territory of the New England Region is comprised of the states of Massachusetts, Rhode Island, Vermont, New Hampshire, Maine and Connecticut with the exception of the area of Southwestern Connecticut within a radius of approximately 50 miles from the center of New York City which is part of the territory of the Metropolitan Region. The official territory also includes the Canadian Provinces of Quebec, Newfoundland, New Brunswick, Nova Scotia and Prince Edward Island.

Section 6 – Complaints

Any member of the Region who may find cause for dissatisfaction with its operation may appeal in writing to the Board of Managers. The Board's decision in the matter is final.

Section 7 – Member Expulsion

Any Regional Member whose conduct is judged not to be in keeping with the best interests of the Club may be expelled from the Region. A member may be expelled where the member's conduct

- Disturbs the order, dignity, business or harmony of the Club or Region, or
- Impairs the good name, good will or prosperity of the Club or Region, or
- Is likely to endanger the welfare, interest, reputation or character of the Club or Region, or
- Violates the By-laws, or rules and regulations of the Club or Region.

Charges shall be sent by registered mail to the subject member, notifying the member of the time and place where a hearing to consider the charges will be held and stating that the accused member will have an opportunity to offer a defense.

After the hearing, a member may be expelled through a majority vote of the Board of Managers.

All matters discussed relative to an expulsion must remain confidential, must not be included in any official meeting minutes, and must not be discussed with anyone outside the Regional Board of Managers and the individual concerned, other than necessary communication with the National President and/or Vice President for Regions.

ARTICLE III Meetings of Voting Members

Section 1 – Annual Meeting

The Annual Meeting of the New England Region shall be held prior to November 15th at a time and place approved by the Board of Managers. A written notice shall be sent to all Regional Members not less than 14 days before such meeting.

A quorum shall consist of those Regional Members attending the Annual Meeting.

The Regional Director is not required to accept for discussion at the Annual Meeting any subject not communicated in writing to the Secretary at least ten days prior to the Annual Meeting.

Section 2 – Special Meetings

Special Meetings of the members entitled to vote may be called by the Regional Director or by the Board of Managers. Special Meetings of said voting members may also be called by 5% or more of the voting members of the Region upon written request signed by them made to the Regional Secretary. The Board of Managers shall fix the time and place for the holding of any meeting called by said members.

A written notice shall be sent to all Regional Members not less than 14 days prior to the time of such Special Meeting. The notice shall specify the time and place for the meeting and a description of the business to be transacted.

A quorum shall consist of those Regional Members attending the Special Meeting.

No business other than that specified in the Notice of Meeting shall be transacted at any Special Meeting.

Section 3 – Parliamentary Procedures

The *New England Region, CCCA, Parliamentary Procedures Adopted February 5, 2012*, shall govern this Region in all cases where applicable and where they do not conflict with the By-laws of this Region.

Section 4 – Voting

All Regional Members and Regional Associate Members in good standing are eligible to vote at the Regional Annual Meeting and at Special Meetings.

Cumulative and Proxy voting is prohibited.

ARTICLE IV Managers

Section 1 – Description and Duties

The Region shall be governed by a Board of Managers. They shall have the general management and control of the Region and shall perform all the duties not specifically designated by these By-laws.

The Board of Managers shall consist of 9 Managers elected by the members of the Region who are eligible to vote. Each Manager, when elected, shall serve for a term of three years. The terms of one third of the Managers shall expire each year.

A Manager may serve for any number of successive terms unless otherwise provided in National Club rules.

Section 2 – Meetings

Meetings of the Board of Managers shall be held at the call of the Regional Director or upon written application to the secretary of not less than three Managers. Written notice of all meetings shall be sent to each Manager at least 14 days prior to the meeting.

A simple majority of Board members (five or more) shall constitute a quorum at any Board meeting. Unless otherwise provided, a majority vote shall decide.

Unless otherwise restricted by the Regional Director or the Board of Managers, all meetings of the Board of Managers shall be open to any Active Regional Member or Regional Associate Member.

Section 3 – Nomination of Managers

A nominating committee of no fewer than three Active Regional Members appointed by the Regional Director shall make nominations for Managers to be elected. No member of the Board of Managers who intends to run for re-election shall be eligible to serve on the Nominating Committee. The Nominating Committee should, if possible, nominate one more candidate than the total number of positions to be filled, but the Committee shall nominate at least as many candidates as there are positions to be filled. Other nominations may be submitted to the Secretary not less than 30 days prior to the Annual Meeting. In addition to the names of the nominated candidates, ballots shall include a place for write-in candidates. The number of votes permitted on any given ballot shall be any number up to a maximum of the number of positions to be filled. The Board of Managers must approve the list of candidates to be submitted for election and may reject or add candidates.

Section 4 – Election of Managers

The Regional members who are eligible to vote shall elect by plurality vote each year, by blanket ballot, one third of the total number of Managers to serve for three year terms.

Section 5 – Ballots

The Secretary, or other person designated by the Regional Director, shall prepare a blanket ballot containing the names of all persons nominated plus a space for a write-in candidate. The Secretary, or other person designated by the Regional Director, shall mail a ballot to each Regional Member who is eligible to vote along with the notice for the Annual Meeting. Ballots must be received in time to be properly counted at the Annual Meeting.

Section 6 – Vacancies

Any vacancy which may occur in the Regional Board of Managers for any cause other than expiration of a term may be filled for the unexpired term by a majority vote of the Board of Managers present at any duly constituted meeting of the Board.

Section 7 – Other Positions

Other non-voting positions, such as members appointed to an Advisory Committee, may be appointed at the discretion of the Board of Managers. Persons appointed to such positions must be Active Regional Members or Regional Associate Members in good standing. These people shall be invited to all Board Meetings and may take part in discussion of, but cannot vote on, any matter brought before the Board.

ARTICLE V Officers

Section 1 – Officer Positions

The officers of the Region shall consist of a Regional Director, an Assistant Director, a Treasurer and a Secretary.

Section 2 – Eligibility

Each Officer of the Region must be a duly elected member of the Regional Board of Managers. In addition, the Regional Director must own a Classic Car.

Section 3 – Election of Officers

At its first meeting following the election of new members of the Board of Managers at the Regional Annual Meeting, the Board of Managers shall elect by a plurality vote from among themselves a Regional Director, an Assistant Director, a Secretary and a Treasurer all to serve for one year and until their qualified successors have been elected. This election may take place on the same day as the Regional Annual Meeting but must occur no more than 15 days following the Annual Meeting.

Any Officer may serve for any number of successive terms unless otherwise provided in National Club rules.

Section 4 – Appointed Officers

The Board of Managers may, at its discretion, appoint an Assistant Secretary and an Assistant Treasurer to serve at its discretion.

Section 5 – Duties of Officers

The duties and powers of the Officers of the Region shall be as follows:

Regional Director

1. Call and conduct meetings of the Regional Board of Managers and general membership meetings, except where a Moderator may be selected according to current Regional parliamentary procedures as specified in Article III, Section 3, of these By-laws.
2. Cast the deciding vote on questions of equal division.
3. Appoint all committees.
4. Maintain contact with the National Vice President for Regions.
5. Represent the Region in relation to outside organizations.

Regional Director (Cont.)

6. Assist in the operation of the Regional committees when necessary.
7. Ensure that the Regional Annual Report forms are completed and returned to National Headquarters by the specified deadline each year.
8. Reply to National correspondence on a timely basis.
9. Enforce and promote National policies.
10. Perform other such duties as may be prescribed by the Board of Managers.

Assistant Director

1. Perform the duties of the Regional Director in the absence of the elected Director.
2. Assist the Regional Director as needed.

Secretary

1. Record the minutes of each Board of Managers meeting and each general membership meeting.
2. Prepare copies of minutes and forward a copy to each member of the Board of Managers and to the Vice President for Regions.
3. Prepare and send Regional correspondence as required.
4. Perform other duties as may be prescribed by the Regional Director or the Board of Managers.

Treasurer

1. Maintain Regional bank accounts and other investment accounts for Regional funds.
2. Maintain an up to date ledger of the Region's financial status.
3. Prepare a financial report for each Board of Managers meeting and each Annual Meeting.
4. Prior to the commencement of a new fiscal year, prepare a budget for the next fiscal year for approval by the Board of Managers.
5. Prepare checks for timely payment of Regional expenses.
6. Perform other financial duties as may be prescribed by the Regional Director or the Board of Managers.

**ARTICLE VI
Committees**

There shall be four standing committees: Membership, Activities, Publications and Regional Projects. Other committees may be appointed by the Regional Director.

Membership

1. Forward to National Headquarters any membership applications and dues checks received directly.
2. Send renewal reminders as appropriate.
3. Publish a Directory of Members as directed by the Regional Board of Managers.
4. Provide mailing labels to the Regional Editor as required.
5. Send invitations to prospective members as appropriate.
6. Prepare and publish regional membership promotional material as needed.
7. Satisfy National requirements for submission of membership data to National Headquarters.
8. Provide the Regional Director or other designated individual with all membership data necessary for the Regional Annual Report.

Activities

1. Oversee the organization and direction of Regional meets. (The actual coordinator of a Regional meet need not be a member of the Activities Committee, but the Committee shall be responsible for overseeing the work of the coordinator.) This includes negotiations for overnight facilities, meals, special activities, guest speakers, judging and all other items required to stage a Classic Car gathering.
2. Publish promotional literature to promote interest in and enthusiasm for upcoming Regional events.
3. Plan the calendar of Regional events each year.
4. Publish a calendar of Regional events as early in each calendar year as possible.
5. Send a copy of each calendar of Regional events to the National Vice President for Regions.

Publications

1. Designate a Regional Editor.
2. Assist and work with the Regional Editor to assemble and publish the *New England Classic Quarterly* four times each calendar year.
3. Assist and work with the Regional Editor to assemble and publish the *Nor'easter* bulletin as required or as directed by the Regional Director.
4. Ensure that all publications meet the requirements and standards for Regional Publications as specified in the *Handbook For Regions* contained in the National *Handbook and Members Roster*.
5. Mail publications to the Regional members and to
 - The National Directors and the Executive Administrator,
 - Regional Directors and Editors of all other Regions,
 - The Editor of *The Classic Car*,
 - Club Headquarters, and
 - Members of the National Publications Committee not included in the above categories.

Regional Projects

1. Develop and promote products of automotive and/or Club interest as a source of income to the Region and to further the restoration and preservation of Classic cars and enthusiasm in the Club.
2. Ensure that all projects meet the requirements and standards for Regional Projects as specified in the *Handbook For Regions* contained in the National *Handbook and Members Roster*.

ARTICLE VII Finances

Section 1 – Fiscal Year

The fiscal year of the New England Region shall be January 1 through December 31.

Section 2 – Accounting

Accounting shall be on a cash basis.

Section 3 – Disbursement of Funds

No funds are to be paid out unless authorized by the Regional Director or the Board of Managers.

Section 4 – Distribution of Assets Upon Dissolution

Upon the dissolution of this Region, and after paying or adequately providing for the debts and obligations thereof, the remaining assets, if any, shall be distributed to a non-profit fund, foundation or corporation that is organized and operated exclusively for exempt purposes that has established a tax exempt status under Section 501 of the Internal Revenue Code. The specific qualifying entity or entities to receive these assets shall be selected by the Board of Managers at the time of dissolution.

ARTICLE VIII Activities

Section 1 – Responsibility

The responsibility for Regional activities is specified in Article VI.

Section 2 – Location of Activities

No activity may take place within the territory of another Region unless prior approval is obtained by the Regional Director of that other Region or the activity is jointly sponsored with that other Region.

Section 3 – Conflicts

No Regional Activity shall be held on the same date as a Grand Classic®, a CARavan or the National Annual Meeting without the prior approval of the National Vice President For Regions.

Every effort should be made to ensure that, if at all possible, Regional activities are not held at the same time as activities of neighboring Regions.

Section 4 – Commercial Activities

The Region shall not participate in conjunction with any commercial activity under the name of the New England Region or the Classic Car Club of America.

**ARTICLE IX
Other Governing Authority**

These By-laws are intended to be in compliance with the By-laws, rules, requirements and regulations of the Classic Car Club of America, Inc. Wherever there is any doubt or conflict, National rules, requirements and regulations shall prevail.

**ARTICLE X
Amendments**

Proposed amendments to these By-laws shall be submitted to the Board of Managers. The proposed amendment shall be approved by a majority vote of the Board members present at the next meeting of the Board. Final adoption of the amendment shall require an affirmative vote by two thirds of the members of the Board of Managers. If all Board members are not present and a two thirds vote of all Managers cannot be obtained at the meeting at which the final vote takes place, the Regional Director shall solicit a proxy vote from all absent Managers.

Prior to a final vote to adopt an amendment, the Secretary shall mail to all members of the Board of Managers a copy of the proposed amendment along with a notice of the date, time and place for the final vote.

The National Board of Directors reserves the right to amend, modify or supplement these By-laws. Such changes shall apply in like manner to all Regions.