

A.S.C.C. Constitution (as amended December 1995)

1. The name of the organization shall be The Atlantic Sports Car Club.

2. The objects of the organization shall be:

(a) to promote, enjoy and encourage the use of sports cars, by definition cars designed and built to be suitable for use on highways, for racing and other Club competitions;

(b) to promote organized and supervised driving competitions with a view toward better knowledge of the safe handling and proper care of sports cars and cars in general;

(c) to educate the members in the observance of traffic regulations and in the rules of safe driving;

(d) to direct public opinion to the need for safe driving practices particularly by example and demonstration;

(e) to educate the public generally in sports cars and their operation;

(f) to assist police, civil defense and authorities whenever requested;

(g) to establish, maintain and conduct a club of social character for the accommodation of the members and their friends, and to afford them the usual privileges of such a club;

(h) to acquire by purchase, donation or other legitimate means monies, property, buildings, furniture and trophies as may from time to time be required to further the objects of the organization;

(i) to develop those characteristics of honesty, good fellowship, teamwork and self-reliance which are the essentials of good sportsmanship;

(j) to publish a periodical news bulletin under the name of "CHECKPOINT";

(k) To affiliate and unite with the governing body of motorsport (Canadian Automobile Sport Clubs) and whenever advisable with other associations and clubs for the promotion and encouragement of motorsport activities.

3. Membership:

Membership shall be open to persons of any age at the time of application, regardless of whether they own a motor vehicle or hold a driver's license, who are genuinely interested in the objects of this organization, subject to the approval of

the membership committee. Membership in the Canadian Automobile Sport Clubs is included with membership in this organization.

#### 4. Classification of Membership:

(a) Full membership shall be open to those persons over the age of sixteen (16) desiring to participate fully in all aspects of Club activity. A full member may:

1. hold any Executive office and / or committee position;
2. vote on all issues at general meetings ( refer to Section 14A );
3. qualify for annual competition championships in the organization.

(b) Restricted membership shall be open to those persons who are not able to or do not wish to participate to the same extent as full members or to persons under the age of sixteen (16). A restricted member has the following limited privileges:

1. he/she may hold a position on any committee, except the Nominating Committee;
2. he/she may not hold Executive office;
3. he/she may voice opinions but not vote at general meetings (refer to Section 14A);
4. he/she may participate in any competitive event if the holder of a valid driver's permit, but is excluded from qualifying for annual competition championships in the organization.

(c) Family membership shall be open to immediate family of a paid-up full member, at a reduction in dues which these relatives would otherwise pay (See Section 6E ). Family members shall receive either full or restricted membership privileges as described above. Family shall be deemed as: Husband, Wife, Son, or Daughter.

(d) Honorary membership may be granted to a full member who has been an active voting member for fifteen (15) consecutive years and remains an active member OR to a person who has made an outstanding contribution toward the betterment of the organization. The granting of an honorary membership shall be only on the recommendation of the Executive and approved by a seventy-five percent (75%) vote at a general meeting three (3) months thereafter. An honorary member shall be entitled to all the privileges of full membership. No more than three (3) new honorary memberships may be considered in any one year.

(e) Associate membership may be granted to businesses, firms and interested parties who wish to promote and / or be associated with the organization. Acceptance of associate member shall be on the recommendation of the Executive and passed by a majority vote at a general

meeting. Associate members shall have no privileges as outlined in Sections 3 and 4.

5. Procedures for Obtaining Membership:

(a) A person desiring membership shall forward his application on the approved form available from the organization together with payment of dues to the end of the current year to the Membership Chairman;

(b) An applicant who wishes to withdraw from the organization may do so at any time by notifying the Membership Chairman, if the notice to withdraw occurs within the 30 days of application membership, membership dues will be refunded.

(c) Acceptance or refusal of a membership application shall be decided by a majority vote of the Executive. If the membership is refused, the prepaid dues will be totally refunded and the applicant will be notified.

(d) Membership in A.S.C.C. shall be automatically terminated by the first day of the third month after expiry of the membership dues period for which the member has paid.

(e) Establishment of membership dues for the ensuing year shall be the first item of new business for the incoming Executive, which shall be on the recommendation of the Executive and approved by a majority vote at a general meeting.

6. Dues:

(a) Membership dues shall be due and payable on the first (1st) day of January each year.

(b) New members joining during the course of the year between October 1 and December 31 shall pay full Club and CASC J Region dues for one year plus 1/12th of the Club dues for each month remaining between between October 1 and December 31. Said dues would then suffice for a minimum of one year to a maximum of one year and three months, depending on the month of joining.

(c) New members joining during the course of the year but before October 1 will pay dues equal to the CASC / Region dues for one year plus 1/12th of annual Club dues for each full or partial month between the date of joining and the next membership expiry date.

(d) Late payment of dues for the entire current year may be accepted by a majority vote at a general meeting.

## 7. Resignation, Suspension and Expulsion:

(a) A member who resigns or otherwise retires from the organization except through suspension of his / her privileges (Section 7(b) ) may re-apply after one year as outlined in Section 5. A person wishing to be re-instated within one year will be dealt with under Section 6(d);

(b) A member who violates the rules of the Club or the rules of the Canadian Automobile Sport Clubs, either as contained in these by-laws or as published or posted for any meeting or competitive event or who has been convicted of a major motoring or criminal offence, may have voting and competition privileges suspended by a majority vote of the Executive and may be expelled from the Club by a secret ballot seventy-five percent ( 75% ) vote at a general meeting;

(c) A member who is expelled from the organization forfeits all dues paid.

## 8. Officers:

(a) The Officers of the Club shall be: A President, Vice-President, Secretary and Treasurer;

(b) Only full members are eligible to hold office;

(c) Term of office shall be one year. An officer may be nominated for re-election or election to a different office at any time;

(d) Upon retiring from office, an officer shall remain on the Executive in an advisory capacity for a period of two (2) months.

## 9. Duties of the Officers:

(a) The President shall:

1. preside at general and Executive meetings;
2. be responsible for supervision of the officers;
3. appoint persons and / or committee chairmen as necessary;
4. personally represent the Club on formal occasions and during business negotiations;
5. assist the other officers in their duties when necessary;
6. cast a deciding vote when necessary;
7. have the authority to call general meetings.

(b) The Vice-President shall:

1. perform the duties of the President in his / her absence;

2. chair the Membership Committee and in this capacity issue and sign all membership cards, collect and record membership dues and have custody of the membership records. He / she shall confirm the presence of a quorum before each general meeting is called to order, preferably by roll call of voting members;
3. be a member of all other committees, except the Nominating Committee.

(c) The Secretary shall:

1. be responsible for notifying the membership by mail of regular and special meetings of the Club;
2. prepare and have custody of the minutes of the proceedings;
3. be responsible for other books and records;
4. be responsible for all Club correspondence;
5. perform other secretarial duties.

(d) The Treasurer shall:

1. keep account of all financial matters;
2. collect accounts receivable;
3. make payments from Club funds as ordered by a seventy-five percent (75%) vote, or by the Executive acting for the organization as in Section 11(c);
4. give an accounting at each general meeting of the financial affairs of the Club for the preceding month;
5. submit for audit purposes a statement of all accounts and a balance sheet at the end of the fiscal year of the organization.

10. The Executive:

The Executive of the organization shall be comprised of the officers as stated in Section 8(a).

11. Duties of the Executive:

(a) The Executive shall act in all matters ordered by the organization and at such other times as required within the limits of the By-laws;

(b) The Executive shall recommend such activities as are within the scope and to the benefit of the Club;

(c) The Executive may buy or contract for any required goods or services up to the amount of \$500.00 or may pay any bills up to this amount without previously referring these expenditures to the membership for approval provided the goods, services and / or expenditures form part of the yearly budget as in Section 9(d). Items not contained in the aforementioned budget must be referred to the membership for approval regardless of amount;

(d) At the Annual General Meeting, the Executive may recommend persons to audit the annual financial records, subject to approval by a majority vote. The fiscal year of the organization shall end on December 31st.

(e) Signatures of the Executive Officers as may be authorized by the membership shall be required as follows:

1. the President and one other officer shall sign contracts, deeds, mortgages, agreements, releases, bills of exchange and other documents;
2. the Vice-President shall sign membership cards;
3. the Treasurer and one other officer shall sign cheques and other financial documents.

## 12. Directors:

(a) The Club shall appoint two Directors. Appointment of a Director shall be on a proposal by the Nominating Committee, approved by a seventy-five percent (75%) vote at a general meeting and ratified by a seventy-five percent (75%) vote at the May general meeting each year. Notice of proposed appointment shall be mailed to all members not less than ten (10) days prior to the general meeting at which the vote is taken;

(b) Qualifications of a Director:

A Director must have held full membership for at least twenty-four (24) consecutive months prior to his / her appointment. He / she must have a comprehensive knowledge of the function of offices and committees and the policy of the organization. It is recommended that one of the Directors be the immediate Past President in order to maintain continuity.

(c) Function of Directors:

The Directors shall act in an advisory capacity to the organization. They shall have the right to attend and express opinions at all Executive and Committee meetings. They shall report to the membership on any matter which in their opinion is not in the best interest of the organization. The Directors shall administer all matters of the organization in the absence of the entire Executive.

## 13. Elections:

(a) All offices shall be filled by election at the Annual General Meeting of the organization to be held in December of each year. Transfer of authority shall take place either at the Annual Awards Banquet or at the beginning of the January meeting, if there is no Banquet following the Annual General Meeting;

(b) Upon resignation of an officer, the position shall be filled by election at the first possible general meeting, which shall take place not less than ten (10) days after notice of nominations has been mailed to all members;

(c) Nominating Committee:

There shall be a Nominating Committee consisting of three (3) full members in good standing. Committee appointment shall be on the recommendation of the Executive, approved by a seventy-five percent (75%) vote at the September general meeting of each year;

(d) Nominations:

One or two nominations for election of each Executive office shall be submitted by the Nominating Committee at the general meeting preceding the Annual General Meeting. Nominations by the membership will be accepted from the floor at the general meeting preceding the Annual General Meeting, and by the Nominating Committee until fifteen (15) days before the Annual General Meeting is called. All nominations must be confirmed with the nominees before being presented. Notice of all nominations shall be mailed to all members at least ten (10) days before elections are held;

(e) Only full members in good standing may be nominated for election to any Executive office.

#### 14. Voting:

(a) The right to vote also implies the right to present and second motions, and to place and second nominations for elections to Executive offices;

(b) Voting for Election of Officers:

Election of officers shall be secret ballot using the single transferable vote system and shall be conducted by the Nominating Committee. In the single transferable vote system, the voter lists all nominees for the office in contest on the ballot in order of preference with first choice appearing at the top of the ballot, etc. During the first count, only the first choice named on each ballot is counted. If no candidate holds a majority, that is, over half of the votes cast, a second count is taken. During the second count, the candidate having the least number of votes is eliminated. This candidate's name is crossed off the ballots which name him as first choice. On these ballots, the next names listed are now counted as full votes for those candidates. This procedure, eliminating the candidate with the least number of votes, crossing off his name and re-counting the changed ballots for the next candidate named on the ballot, continues through as many steps as are necessary until one candidate has over fifty percent (50%) of the vote. This candidate is then declared elected, no information is given out as to the standings of the other candidates and all the ballots shall be destroyed immediately;

(c) Other Secret Ballots:

At the request of three (3) full members at a general meeting, any votes shall be taken in the form of a secret ballot. These ballots shall be counted by the Chairman and one other member. Also refer to Section 7(b). All ballots shall be destroyed immediately;

(d) By Show of Hands:

All votes other than secret ballot shall be taken by a show of hands - affirmative or negative;

(e) Proxy Votes:

Paid-up full members may issue a written proxy to any other full member. This may take the form of a general proxy empowering the holder to use his own judgment on any and all votes taken at general meetings for the duration of the issuers current paid-up membership, or may be restricted and defined by the issuer to any extent desired. All proxies must be presented to the Chairman of the meeting before the voting begins. Proxy votes cast may not outnumber live votes cast. A member may not use a number of proxy votes totaling more than twenty percent (20%) of the voting members present at a general meeting;

(f) Percentage Vote Required:

Majority vote - affirmative vote by over fifty percent (50%) votes counted from members in good standing at a general meeting;

Seventy-five percent (75%) vote - as above but requiring seventy-five percent (75%) or more affirmative votes;

A Seventy-Five percent (75%) vote is required for:

1. Approval of expenditure in excess of \$500.00 (Section 11(c))
2. Granting of an honorary membership (Section 4(d))
3. Expulsion of a member from the organization (Section 7(b));
4. Appointment and ratification of a Director (Section 12(a) );
5. Appointment of a position on the Nominating Committee (Sect. 13(c));
6. Granting of borrowing powers (Section 16);
7. A special resolution (as for amendment of Bylaws, Section 16);

(g) A seventy-five percent (75%) vote may be demanded on any other matter by unanimous agreement of the Executive.

15. Meetings:

(a) A regular general meeting shall be called each month;

(b) The Annual General Meeting shall be held in December of each year;



(c) A special general meeting may be called by ten (10) full members in good standing on a petition signed by them and delivered to the Secretary. The special meeting shall be held within ten (10) days of receipt of said petition by the Secretary;

(d) At a general meeting, a minimum of thirty-five percent (35%) of the full members in good standing either present or represented by a general proxy shall constitute a quorum, provided that the number of proxies shall not be greater than the number of full members present;

(e) At general meetings, business proceedings shall be conducted according to the Parliamentary Procedure as is generally recognized and accepted by organizations of comparable stature.

#### 16. GENERAL:

The organization shall have such borrowing powers as may be granted by a seventy-five percent (75%) vote at a general meeting. No member or other person shall hold the Club responsible for any injury or damage, whether to his / her person or property while attending or participating in Club sponsored meetings and / or events, or while working for or representing the Club.

No person shall consume or display liquor or other alcoholic beverages at any Club sponsored competitive events, nor shall he / she be under the influence of same. Although alcoholic beverages may be served during general meetings, the indiscriminate use of alcoholic beverages by members at this and any other Club sponsored event may be basis for suspension. Non-members may be evicted from the event for violation of this clause.

A member who receives remuneration from the sale or repair of motorcars and holds a position of influence in the Club, shall not take advantage of this influence to further his personal or professional interests. Immediate resignation from his / her position may be demanded on a petition signed by three (3) full members and approved by a majority vote at a general meeting.