

**BYLAWS OF
MID-ATLANTIC REGION VMCCA
Revision May 17, 2018**

ARTICLE I

Section 1. NAME

The name of this corporation shall be Mid-Atlantic Region VMCCA

Section 2. TERRITORIAL LIMIT

The Mid-Atlantic Region VMCCA shall be compatible with the Constitution, By-laws and Code of Regulations of The Vintage Motor Car Club of America, have jurisdiction over members of the parent organization who are residents of Maryland, Delaware, Virginia and North Carolina and of areas of other states, as specifically approved by the Board of Governors of The VMCCA.

Section 3. PURPOSE

The purpose of the Region shall be to supplement the activities of The VMCCA for the members residing within the designated Regional area.

Section 4. CHANGES TO BYLAWS

Changes and revisions to the existing Bylaws must be submitted in writing to the Board of Directors by a current member(s) of the Mid-Atlantic Region VMCCA for approval. Once approved by the Board of Directors, the proposed change(s)/revision(s) are to be presented to the membership at least 30 days in advance of the designated meeting for voting. Absentee votes submitted in writing or electronically to the director will be accepted. The proposed change(s)/revision(s) must be approved by two thirds of the total votes of the members in attendance at the designated meeting and the absentee votes received.

ARTICLE II -- MEMBERSHIP

Section 1. MEMBERS

Any person who is a member of National VMCCA and interested in the purpose of this Club is eligible for membership.

Section 2. APPLICATIONS FOR MEMBERSHIP

Membership in this organization shall be restricted to persons of good character interested in the purposes of this organization. Only individuals who are members of the national Vintage Motor Car Club of America will be eligible for membership and group applications will not be considered.

Section 3. TERMINATION OF MEMBERSHIP

The membership of any member shall be terminated by:

1. Failure to maintain membership in The Vintage Motor Car Club of America.

2. Non-payment of dues

3. Such membership may be terminated by the Board of Directors, for any cause or reason which the Board of Directors may deem to be sufficient by the votes of not less than three-fourths of the membership of the Board of Directors at a meeting called for such purpose.

4. In the event the Board of Directors intends to cancel or revoke the membership of any individual, such individual shall be given at least ten (10) days notice in writing of such pending action, and he/she may appear before the Board of Directors to state his/her case. Service of such written notice shall be made by registered mail to the last known address of such member. The action of the Board of Directors on any such cancellations of member shall be final.

Section 4. REINSTATEMENT OF MEMBERSHIP

Any member whose membership has been terminated under and by virtue of number 1 of Section 3 may be reinstated in the manner prescribed by the By-laws of The Vintage Motor Car Club of America.

Any individual whose membership has been terminated under the provisions of number 2, Section 3, may not be reinstated but shall have the right to make a new application for membership.

Section 5. PRIVILEGES

Active members of this organization shall be entitled to all privileges of the Club including the right to vote.

ARTICLE III -- PERSONAL LIABILITY AND FORFEITURE OF PROPERTY INTEREST

Section 1.

Any person whose membership in this Club has been terminated for any reason shall forfeit all rights and privileges as a member and shall forfeit all interest in any funds or property belonging to the organization.

Section 2.

All persons or corporations extending credit to, contracting with, or having any claim against this Club, its Board of Directors or its officers, shall look only to the funds and property of the Club for payment of any contract or claim or for the payment of any debt or any money that may otherwise become due or payable to them from the Club, or the Board of Directors or the officers, so that neither the members of the Club, the Board of Directors or officers, present or future, shall be personally liable.

ARTICLE IV—MEETINGS OF THE MEMBERS

Section 1. ANNUAL MEETING

The annual meeting shall be held prior to December 15th of each year.

Section 2. REGULAR MEETINGS

A regular meeting will be held in conjunction with a scheduled tour, picnic or other activity.

Section 3. SPECIAL MEETINGS

Special meetings of the members may be called by the Director, by a majority of the Board of Directors or by the Secretary upon written application of ten (10) per cent of the members of the Club entitled to vote.

Such application by the members shall state the purpose of such meeting, notice of such meeting shall be mailed to members at least ten (10) days prior to the date thereof.

Section 4. TIME AND PLACE OF MEETINGS

Meetings shall be held at such places as may be approved by the Board of Directors.

Section 5. NOTICE OF MEETINGS

Written notice of any meeting of members, including special meetings, shall be given at least ten (10) days prior to the date thereof.

The order of business shall be as follows:

1. Secretary's report - Reading and Approval of Minutes - Reading of minutes can be waived when distributed prior to the meeting via the newsletter, mail and/or electronically.
2. Treasurer's report
3. Report of committees
4. Unfinished business
5. New business

The regular order of business may be waived by a majority of those present at the meeting.

Section 7. QUORUM

At all meetings of the members, a quorum, for the purpose of acting on any business before the club shall consist of members present.

Section 8. VOTING

Each member in good standing shall be entitled to one vote.

ARTICLE V -- FINANCES

Section 1. AUDIT

The Board of Directors may provide for an annual audit of the books of the Club. The books of the Club shall be closed as of December 31 of each year. The report of the audit, if any, shall be submitted to the Board of Directors at the next regular meeting.

Section 2. DONATIONS

Only requests for donations from the Club to an organization that promotes the old car hobby will be considered. The donation is not to exceed \$250.00. The request must be submitted in writing by a current member(s) of The Mid-Atlantic Region VMCCA to the Board of Directors for approval. Once approved by the Board of Directors the request(s) are to be presented to the membership at a regular or special meeting. The request(s) are to be voted on at the next meeting. Any change(s)/revision(s) must be approved by two thirds of the total votes of the members in attendance. Total donations for the calendar year shall not exceed \$1000.00.

In the event of the death of a current member, spouse or significant other a donation of \$100.00 will be made to the VMCCA Foundation or to an organization, charity etc. as requested by the family.

ARTICLE VI -- ELECTION OF OFFICERS

Section 1.

The elected officers of the Club shall consist of a Director, Vice Director, Secretary, and Treasurer. Each officer shall serve for one year or until his successor is selected and qualified. There is a two year term limit for the Director.

Section 2.

Annual election of officers shall be held during the month of November or December, and their terms of office shall commence upon installation but no later than January 1 of the year following.

Section 3. NOMINATION AND ELECTION OF OFFICERS

Any member may present his/her own or any other name in nomination for any elective office on a petition addressed to the Chairman of the Nominating Committee. All nominations shall be closed thirty (30) days before the election of officers. The Nominating Committee shall act as a coordinating agency for all nominations and shall place names of all nominees on the ballot unless the nominee has submitted a request in writing to the Committee withdrawing his name from nomination. Instances in which one member is nominated for more than one office shall be reduced to a nomination for one of such offices by agreement between the nominee and the Nominating Committee.

Section 4.

Complete ballots, including all nominations, alphabetically arranged for all offices, shall be prepared by the Nominating Committee and shall be mailed to each active member in good standing at his address appearing on the Secretary's records not less than twenty-five (25) days before the date of the election of officers. Ballots shall be voted upon and returned to the Chairman of the Nominating Committee. The Nominating Committee, acting as tellers, shall announce the results of the election after counting all of the ballots cast in accordance with the provisions of these By-laws. After nominations are closed and officer positions are uncontested then the requirement of a mailed ballot is waived and the slate may be elected by acclamation at the annual meeting.

ARTICLE VII—DUTIES OF OFFICERS

Section 1. DUTIES OF THE DIRECTOR

The Director shall preside at all meetings of the members and the Board of Directors herein provided for and shall perform the duties usually appertaining to such office. He/She shall call the annual meeting, regular meetings and special meetings of the Board of Directors under the provisions of Article IV, Sections 1, 2, and 3 hereof.

Section 2. DUTIES OF THE VICE DIRECTOR

In the absence of the Director, or in case of his/her death, resignation or inability to act, the rights, powers and duties appertaining to that office, as herein before set forth, shall be performed by the Vice Director. He/She shall, further, prepare himself/herself to be capable of assuming the office of Director.

Section 3. DUTIES OF THE SECRETARY

The Secretary shall attend all meetings of the members and meetings of the Board of Directors and shall record minutes and votes in a book kept for that purpose. Upon request, the Secretary shall attend meetings of Committees herein provided for. He/She shall keep an up-to-date register of the names and addresses of all Club members. He/She shall issue all notices of meetings or other matters of interest which may be required under these By-Laws. The Secretary shall at all times be subject to the control of the Board of Directors. In the absence of the Secretary from a meeting, a Secretary pro tem shall be chosen by the presiding officer.

Section 4. DUTIES OF THE TREASURER

Subject to conditions and restrictions as shall be made by the Board of Directors, the Treasurer shall have custody of all moneys, debts, obligations, documents, and contracts, and other papers belonging to the Club, except the record book required to be kept by the Secretary. He/She shall receive all moneys of the Club and deposit same in a bank account to be kept and maintained in a bank approved by the Board of Directors. He/She shall make payments of Club debts upon approval of each obligation by the Board of Directors. He/She shall keep an up-to-date register of the names and addresses of all Club members. The Treasurer shall make reports of the balance due in the treasury when requested to do so at any meeting of the organization.

Section 5. CONTRACTING DEBTS

No obligation, debt or other liability of this organization shall be incurred by any member or officers without the specific approval of the Board of Directors.

Section 6. VACANCIES

In the event of a vacancy in any office, the Director shall designate a member to fill the unexpired term, subject to the approval of a majority of the Board of Directors.

ARTICLE VIII -- BOARD OF DIRECTORS

The Mid-Atlantic Region VMCCA was founded as a Region, to function as a whole, without chapters.

Section 1.

The government of the Region and the conduct of its affairs shall, subject to the rights of the individual members as herein set forth, be vested in a Board of Directors (Executive Committee). The Board of Directors (Executive Committee) shall consist of the elected officers of the region: Director, Vice Director, Secretary and Treasurer and the Immediate Past Director

Section 2. POWERS OF THE BOARD OF DIRECTORS

The Board of Directors shall have and exercise all of the powers of the Club except those required by Law or these By-laws to be exercised by the members. Decisions upon Club policies and legislative matters may be made by the Board of Directors as temporary measures when time does not permit a meeting of the members. However, any such action of the Board of Directors shall be approved at the next regular or special meeting of the members.

Section 3.

The Board of Directors may appoint such other officers, committees, agents, or employees as it deems necessary and shall fill all temporary or permanent vacancies which may occur during the year in any such office.

Section 4.

Any officer, committeeman or employee of the Club neglecting or refusing to comply, with the rules established by the Club or Board of Directors, may be removed by a three-fourths vote of the Board of Directors.

Section 5 . TIME AND PLACE OF MEETINGS

Meetings of the Board of Directors shall be held at such time and place as may be designated by the Board and shall be called by one or more members of the Board of Directors.

Section 6. QUORUM

Four (4) members of the Board of Directors shall constitute a quorum.

Section 7. VOTING

Only those members of the Board of Directors who are actually present at any meeting shall be entitled to vote. No voting by written proxy shall be permitted or recognized at any such Board meeting.

ARTICLE IX—COMMITTEES and CHAIRPERSONS

Section 1.

The Board of Directors may appoint such committees or chairpersons as it may deem from time to time desirable and necessary for the conduct of the affairs of the Region and shall outline the duties and responsibilities thereof.

Section 2.

In addition to the authority herein before vested in the Board of Directors for the appointment of additional committees, the following standing committees or chairpersons may be appointed annually by the Director of the Region, subject to the approval of the Board of Directors:

- Membership
- Newsletter
- Nominating Committee
- Website

Section 3. MEMBERSHIP

The duties of the Membership Chairperson shall be to receive and process applications for membership and affirm the applicant is a current member of national VMCCA. Each Year, in January, a comprehensive roster including the correct name and address of each applicant and other relevant information as determined by the membership to be included, shall be prepared and provided to the membership. Said roster should be continuously updated and maintained and new information provided to the Executive Committee and Newsletter Editor as new memberships are received. The membership fees received shall be delivered to the Treasurer as they are received.

Section 4. NEWSLETTER EDITOR

The duties of the Newsletter Editor shall be to prepare and distribute the Wheels of Rolling newsletter on a quarterly basis. The Editor shall also assist the membership chairperson in the prepa-

ration and distribution of the annual roster.

Section 5. NOMINATING COMMITTEE

The Nominating Committee shall consist of three members appointed by the Regional Director. Such Nominating Committee shall select one or more nominees for each office to be filled at the annual election of officers and shall report on their selection to the Board of Directors not less than thirty (30) days prior to the election of officers.

Section 6. WEBSITE

The duties of the webmaster shall be to maintain and update information pertaining to the club's business and activities.

ARTICLE X -- DISSOLUTION

If, on dissolution of The Mid-Atlantic Region VMCCA all assets shall go The Vintage Motor Car Club of America Foundation [Sec.(509)(A)(1)170]. i.d. 251437929 .

Approved April 1999

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