

TEAM CONTINENTAL BY-LAWS

Last Amended: 06/21/2017

I. PURPOSE

To promote interest and enthusiasm in automobile road racing and associated events. To promote improvement in driving techniques and safety among members and others where possible. To lend assistance when possible to the motoring public.

II. MEMBERSHIP

The membership of Team Continental is limited to motor sports enthusiasts, including drivers, crew, car owners/entrants, sponsors, race workers, and others with active interest in motor sports.

1. Novice Member

Any person who owns a sports car or any person who has intentions of actively participating in automobile road racing activities may join Team Continental as a Novice Member.

2. Active Member

A Novice Member after attaining ICSCC senior competition or SCCA Regional license or a member in good standing for one year.

3. Senior Member

An Active Member who has won an ICSCC, SCCA Regional or National championship, or other recognized championship, or at least ten first in class wins in races comprising more than four cars, or who has been an active member in good standing for more than three years, will attain Senior status when present at a General Meeting.

4. Honorary Member

A person who by service to the club or the sport is given membership in Team Continental. An Honorary Member is nominated at a General Meeting and elected by a simple majority of voting members present. Term is for life or until voted out by the same procedure as above.

III. VOTING

Voting privileges are extended to all Novice, Active, and Senior Members in good standing. Members in good standing are members whose dues are current. Voting privileges are not extended to Honorary Members.

IV. DUES

1. Initiation Fee

Initiation fees apply to all that join Team Continental except Honorary Members.

2. Yearly Dues

The year commences on January 1. A member whose dues remain unpaid on April 1 of the membership year shall be dropped from the membership.

3. All fees will be determined by the Board of Directors and submitted to the membership for approval no later than the October General Meeting each year.

V. JOINING

All persons, except Honorary members, must fill out a membership application form prior to joining Team Continental.

VI. MEETINGS AND EVENTS

1. General Meetings

Team Continental meets once per month. This meeting is termed a General Meeting and takes place on the third Wednesday of the month. The location and time of the General Meeting are established by the membership in the same manner as a by-law amendment. A temporary change in the location and/or time of the General Meeting may be accomplished by a two-thirds vote of the Board Members.

2. Board Meetings

A meeting announced by the President is to be held between General Meetings consisting of Board Members and interested club members. Voting at Board Meetings will be limited to Board Members only.

VII. INSIGNIA AND EMBLEMS

All Team Continental members are encouraged to wear club insignia attire and any other attire as decreed by the club vote to be appropriate at all racing events as is practical or at any event designated by the club vote. Only senior members may purchase an identifying emblem showing their senior status.

VIII. ELECTION OF OFFICERS

Officers of Team Continental are nominated and elected from members in good standing. Nominations are held at the October and November General Meeting and nominations are published in the next issue of the Tell Tale. The Secretary is responsible for issuing official ballots. Each candidate is elected by simple majority of the written ballots of the membership. Votes will be counted at the December General Meeting. Board Members will serve from installation at the January General Meeting until the following year's January General Meeting. The current officers of Team Continental will provide the incoming officers with a preliminary budget. This shall occur by the time the incoming officers are installed. Officer vacancies shall be filled by presidential appointment, subject to the approval of the membership at a General Meeting.

IX. OFFICERS

1. President

The President is the official spokesperson of Team Continental. The President shall have full working knowledge of the By-laws. The President has the power to call a meeting of the Board. The President is a co-signer on Team Continental's accounts and checks. The President is a member of the Board of Directors and acts as the Board Chairperson.

2. Vice-President

The Vice-President is responsible for assisting the President. The Vice-President shall understudy the President and become familiar with the By-laws. The Vice-President is automatically nominated to serve as President following their year of service as the Vice-President, however they may decline that nomination. The Vice-President shall be the chair of the By-Laws Committee. In the absence of the President, the Vice-President will preside over official meetings. The Vice-President is a co-signer on Team Continental's accounts and checks. The Vice-President is a member of the Board of Directors.

3. Secretary

The Secretary is charged with the duty of keeping the minutes of all Team Continental General and Board Meetings. The Secretary shall keep a journal, which contains copies of the minutes of all General and Board Meetings. The Secretary will be responsible for issuing the official ballots for elections. The Secretary is a member of the Board of Directors.

4. Treasurer

The Treasurer is responsible for the handling of all Team Continental funds. The Treasurer shall keep a set of account books which detail income and expenditures. All funds shall be kept in a commercial banking institution. The Treasurer shall regularly report on the financial position of the club to both the membership and the Board. The Treasurer shall provide to the President the original Bank Statement and corresponding reconciliation for review monthly. The Treasurer is a co-signer on Team Continental's accounts and checks. The Treasurer is responsible for the timely filing of official tax papers and government documents. The Treasurer is a member of the Board of Directors.

5. Executive Board Representative

The Executive Board Representative is Team Continental's representative on the Executive Board of the ICSCC. As Team Continental's representative, the Executive Board Representative is responsible for all communications with ICSCC on all matters involving member clubs and motions. The Executive Board Representative is responsible for negotiating with ICSCC concerning race dates, driver training dates, and other business as appropriate. The Executive Board Representative communicates all ICSCC decisions to the membership and the Board of Team Continental. The Executive Board Representative shall appoint an assistant. The Executive Board Representative is a member of the Board of Directors.

6. Contest Board Representative

The Contest Board Representative is Team Continental's representative on the ICSCC Contest Board and represents the club as necessary with other racing organizations. The Contest Board Representative summarizes and reports on racing activities to the membership and the Board at monthly meetings and submits appropriate materials to the TellTale Editor for publication. The Contest Board Representative serves as chair of TCR, shall hold current ICSCC or SCCA racing license and shall appoint an assistant. The Contest Board Representative is a member of the Board of Directors.

7. Driving Master

The Driving Master is responsible for organization and supervision of Team Continental's Driver School(s) in accordance with the ICSCC Policy and Procedures Manual, or as amended. The Driving Master shall designate instructors and shall appoint an assistant Driving Master. The Driving Master is a member of the Board of Directors.

8. Race Chair

The Race Chair is responsible for organization and supervision of Team Continental's race(s). The Race Chair is to comply with all sanction rules pertaining to races. The Race Chair shall appoint an assistant Race Chair. The Race Chair is a member of the Board of Directors.

9. Communications Director

Is responsible for all communications of the club, both internal and external, and as such is responsible for publicizing the clubs events both internally and externally. The communications director is responsible for appointing a person or committee to produce the club's monthly

newsletter, The Tell Tale. The communications director is responsible for appointing a person or committee for keeping the club's website up to date. The Communications Director is responsible for appointing the Publicity Chair. The Communications Director is a member of the Board of Directors.

X. BOARD OF DIRECTORS

Team Continental shall have a Board of Directors as required by the State of Oregon for any non-profit corporation composed of all the elected officers. It is the duty of the Board to set up the agenda of the General Meetings. The Board is empowered to act in Team Continental's name in any urgent business matters. Urgent business is defined as business needed to be acted upon before a General Meeting. All matters acted upon must be carried by a majority of the elected board members. A quorum shall also consist of a majority of the elected board members.

XI. TEAM CONTINENTAL RACERS

1. Purpose

The Team Continental Racers (TCR) address issues of rule changes for race issues not covered in the Team Continental monthly meetings.

2. Meetings

Meetings are held as needed to address issues as they arise and are chaired by the Contest Board Representative.

3. Attendance Eligibility

Attendance at TCR meetings is limited to persons presently holding a current competition license. Current membership in Team Continental is also required. Member in consistent good standing is a member of TCR.

4. Voting

On ICSCC Contest Board items, the vote shall be restricted to those holding a current ICSCC Road Racing license when designating Team Continental as their club affiliation.

XII. AMENDING THE BY-LAWS

A committee chaired by the Vice-President will be responsible for the review of the by-laws and proposed amendments as needed. This set of by-laws may be proposed for amendment by any member to the by-law's Committee with notice of proposed amendments being delivered to the voting membership. The membership may approve the amendments by a majority vote of the membership present at a General Meeting.

XIII. TROPHY GUIDELINES

1. Preceding year's winners shall receive a permanent trophy to replace the perpetual trophy.

2. No perpetual trophy awards shall be made to a member for more than one category in the same year, except as voted by members for Driver of the Year.

3. The order of preference for deciding the awards shall be as in the following list of trophies.

4. Recipients of perpetual trophies shall have their names engraved on the trophy.

5. The President of the club shall not be considered for the award of Outstanding Member during his/her term of office.

6. The Race Chair shall not be considered for the award of Course Master during his/her term of office.

XIV. PERPETUAL TROPHIES

1. Driver of the Year

Qualifications: In order to be eligible for the Team Continental Driver of the Year award you must win a Conference/SCCA regional, divisional or national championship in that year and be a member of

Team Continental.

Selection procedure: The list of Conference/SCCA champions that raced under the Team Continental banner will be distributed with the board member election ballots. The membership will then select the

Driver of the Year and the results will be announced at the annual banquet. The Driver of the Year trophy shall be the first trophy of rank listed in the perpetual trophy order per the By-Laws. If no driver from TC wins a Conference/SCCA regional, divisional or national championship in any given year, the award will not be issued for that year.

2. Victory Cup

Awarded to a member on the basis of the most accumulated points. Drivers should submit their 1st, 2nd, and 3rd place results to the Trophy Committee Chair.

1st places 5 points each

2nd places 3 points each

3rd places 1 point each

3. Competitor's Trophy

Awarded to a member on the basis of the most races started in any one racing season, with no limit as to the amount of races entered in any one weekend. Drivers should submit a list of races started to the Trophy Committee Chair.

4. George Brockbank Memorial Driver's Award

Awarded to the member beginning the season as a novice who improves the most. Must obtain senior license by end of current season to qualify.

5. Vagabond Trophy

Awarded to the member traveling the most distance during the past racing season displaying the Team Continental decal on a race car in competition.

6. Outstanding Member

Awarded to the member who contributed the most to the club during the past year in regard to furthering the club's goals.

7. Crash and Burn Trophy

Awarded to the member who has suffered the greatest amount of misfortune while racing in the past season. (Not to include equipment failures in engine, transmission, or rear-end.)

8. Hard Luck Trophy

Awarded to the member who has had the most equipment misfortune during the past racing season.

9. Instructor of the Year: Awarded to the member who best fulfills the duties of Driver Training Instructor. Is selected by Driving Master.

10. Gary Pazina Memorial Award

Awarded to the member who throughout the year contributes the most as a Driver Training Worker. Is selected by the Driving Master.

11. James Hugh Maloney Cup

Awarded to a relatively new Team Continental member who has exhibited exceptional enthusiasm, vigorous support of auto racing, and sportsmanship. Awarded by prior winner.

12. Far Horizons

Awarded to the Team Continental member traveling the greatest distance displaying the Team Continental insignia while performing race-related duties.

13. Boner Jacket

An "honorary" entitlement (temporary) bestowed by the current holder to a Team Continental member whose behavior or action results in a conspicuous mistake caused by ignorance, stupidity, or confusion. The current holder must apply a memento to the jacket before awarding it to the next member.

14. Waving Flag

Awarded to a Team Continental race worker for outstanding service at that year's events. Is selected by the Race Chair.

15. Course Master

Awarded to the Team Continental member who works the hardest to put on the Team Continental race event. The Race Chair shall not be considered for the award of Course Master during his/her term of office. Is selected by the Race Chair.

16. Gordon Scott Memorial Trophy

Awarded to a motorsports enthusiast who exemplifies the spirit of Team Continental and acts as a true ambassador for sports car racing.

XV. APPOINTMENTS

The following positions are appointed each year:

1. Trophy Committee Chair

To be responsible for the collection of all data pertaining to trophy awards at the annual banquet. Shall make the presentations at the banquet. Responsible for choosing committee members. Appointed by the President.

2. Banquet Chair

To locate facilities, arrange dinner, secure lodging, and coordinate with the Spiritual Leader for annual club banquet. Appointed by the Vice President.

3. Picnic Chair

To locate facilities, arrange food, secure camping area, and coordinate with the Spiritual Leader for annual club picnic. Appointed by the Vice President.

4. Club Historian

To be responsible for collecting and maintaining photographs of club members as well as historic accounts of club activities. May be accompanied by Honorary Member status during the term of office. Appointed by the President.

5. Webmaster

To be responsible for maintaining the Team Continental web site, including receiving prepared material in electronic format from Officers and converting to web format. Also responsible for coordinating or renewing the internet service provider and domain name registration. Appointed by the Communications Director.

6. Competition Committee Representative

Shall serve on the ICSCC Competition Committee to research, advise and offer consultation under the provisions of Paragraph 414 of the ICSCC Competition Regulations. The appointee must hold a current and valid IRR license. Appointed by the President.

7. Race Officials Division (ROD) Area Representative

Shall be appointed under the provisions of Paragraph 1702.B of the ICSCC Competition Regulations. Shall represent Team Continental at ROD meetings. Keep the general membership informed on ROD developments and race worker requirements Appointed by the President.

8. Tell Tale Editor

Is responsible for the collection of information for submission and publishing in the monthly Tell Tale. Through this medium keeps the membership informed of meeting dates, Team Continental events and reports all newsworthy information that is available. Appointed by the Communications Director.

9. Equipment Chair

Is responsible for maintaining a current inventory of all equipment owned by Team Continental including the cost and location of all inventory items to events, and replacement of items as needed. The Equipment Chair shall be responsible for arranging loans of our equipment to other organizations and borrowing equipment from other organizations. The Equipment Chair shall also be responsible for obtaining costs of new equipment and submitting them to the Membership for approval before purchase. Appointed by the President.

10. Spiritual Leader

Is responsible for providing the refreshments and equipment for club functions designated by the membership. Appointed by the President.

11. Publicity Chair

Contributes to the growth and prosperity of Team Continental. Shall be responsible for public relations with all forms of media. Locates and meets with sponsor(s) of club events and activities. Appointed by the Communications Director.

12. Membership Chair

The Membership Chair acts on all membership applications in accordance with the by-laws. The Membership chair is responsible for maintaining a roster of the membership and an account of those members in good standing. The Membership Chair is appointed by the President.

XVI. DISSOLUTION

Upon termination or dissolution of Team Continental, Inc, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

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