

**AMENDMENT TO AMENDED AND RESTATED BYLAWS OF THE NORTHERN
NEW JERSEY REGION, PORSCHE CLUB OF AMERICA, INCORPORATED**

The text of Article VI - MEETINGS, Section 1 of the Bylaws, prior to the amendment thereof effected hereby, stated as follows:

1. Business Meetings.

a. Business Meeting shall be any meeting so designated by the President or a majority of the Board of Governors for the purpose of transacting Region business. The membership shall be notified by publication of a notice in the Region's newsletter, Porscheforum, and on the Region's website, or by any method that assures availability of the notice of an impending Business Meeting to the membership, at least 30 days prior to the date of said meeting. Also, the membership shall be provided with an agenda for the Business Meeting at the time of notification. Matters that are to be discussed at a Business Meeting must be submitted in writing sufficiently in advance of the Business Meeting to permit publication as part of the agenda.

b. For the purpose of transacting Region business at any Business Meeting, a quorum shall consist of the eligible voting Members present.

c. A Business Meeting shall be held each November, during which elections of Officers will be conducted (see Article X). This meeting shall be known as the Annual Meeting.

was amended to read as follows:

1. Business Meetings.

a. Business Meeting shall be any meeting so designated by the President or a majority of the Board of Governors for the purpose of transacting Region business. The membership shall be notified by publication of a notice in the Region's newsletter, Porscheforum, and on the Region's website, or by any method that assures availability of the notice of an impending Business Meeting to the membership, at least 30 days prior to the date of said meeting. Also, the membership shall be provided with an agenda for the Business Meeting at the time of notification. Matters that are to be discussed at a Business Meeting must be submitted in writing sufficiently in advance of the Business Meeting to permit publication as part of the agenda.

b. For the purpose of transacting Region business at any Business Meeting, a quorum shall consist of the eligible voting Members present.

c. Business Meeting shall be held each November, during which elections of Officers will be conducted (see Article X). This meeting shall be known as the Annual

d. In the sole discretion of the Board of Governors, and subject to such guidelines, restrictions and procedures as the Board of Governors may adopt, the Board of

Governors may determine to permit members not physically present at a Business Meetings, Annual or special meeting of members to, by means of remote communication:

(i) Participate in a Business Meeting, Annual or special meeting of members; and

(ii) Be deemed present in person and vote at a Business Meeting, Annual or special meeting of members, whether such meeting is to be held at a designated place or solely by means of remote communication, provided that (1) the Board of Governors shall implement reasonable measures to verify that each person deemed present and permitted to vote at the meeting by means of remote communication is a member, (2) the Board of Governors shall implement reasonable measures to provide members a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings, and (3) if any member votes or takes other action at the meeting by means of remote communication, a record of such vote or other action shall be maintained by the Board of Governors.

e. To the extent not prohibited by applicable law, and subject to such guidelines, restrictions and procedures as the Board of Governors may adopt, the Board of Governors may, in their sole discretion, determine that any annual or special meeting of the members shall not be held at any place, but may instead be held solely by means of remote communication.

f. To the extent not prohibited by applicable law, the Board of Governors may, in their sole discretion, and subject to such guidelines, restrictions and procedures as the Board of Governors may adopt, determine that the inspector of election for any annual or special meeting of the members may attend and execute the duties of the election committee at such annual or special meeting by means of remote communication.”

g. the Board of Governors shall be empowered to implement reasonable measures to affectuate the changes set forth above.

Adopted as of: November ____, 2020