

Northwest Mustangs and Classic Fords Car Club By-Laws

Adopted 12/1/2009

Article I ~ Name and Location

Section 1

The organization shall be known as ***Northwest Mustangs and Classic Fords Car Club***. The headquarters for this organization shall be in the Vancouver, Washington area.

Article II ~ Purpose

Section 1.

The purpose of the Northwest Mustangs and Classic Fords Car Club (referred to as "*The Club*") is to encourage and promote the enjoyment, preservation, restoration, and maintenance of Ford automobiles for educational, recreational, and historic interest.

Section 2.

It is intended to provide and regulate family oriented events, tours, rallies, shows and meetings for its members. It is in hope that these activities will encourage members to share their expertise and experience on working with automobiles.

Section 3.

This organization is not created for profit, but solely and exclusively for the enjoyment and betterment of its members and the community in which it functions. Its net income shall not be for the benefit of any individual and no distribution of its property or income shall be made to any individual or individuals.

Section 4.

All funds above that which is needed to operate *The Club's* basic needs, that are raised through various avenues such as but not limited to; 50/50 pots, raffles, car show events, road rallies, cruises, etc., will be donated to local non-profit charities.

Section 5.

The recommendation of which local non-profit charity(s) *The Club* decides to support can come from any member in good standing. Recommendations can be given to any Officer to be brought up at the next general meeting. Decisions as to which charity will be chosen will be determined by a vote of the majority at a general meeting.

Article III ~ Mailing Address

The Club shall maintain a mailing address at:
802 NE 112th Ave, #160
Vancouver, WA 98684

Article IV ~ Membership and Dues

Section 1.

Any person in alignment with the interests and purposes of *The Club* and interested in Ford automobiles may become a member. Ownership of a Ford automobile is not a prerequisite. All persons who are willing to abide by the rules and regulations of these By-Laws shall be entitled to membership in *The Club*.

Section 2.

Membership shall be considered "Individual" or "Household". Each will be considered a single membership and each paid membership carries full voting rights for one (1) vote. Membership shall not be transferable or assignable. Companies may join as an "Industry Member". Industry Members are non-voting and may not hold an Officer or Board position. "Individual" Members must be sixteen (16) years of age or older and hold a current valid driver's license.

Section 3.

Membership requires payment of annual dues. Any person(s) paying the required dues shall be considered a member with full rights and privileges. The membership year runs January 1st through December 31st. Renewal dues shall be payable on or before January 15th of each year.

Section 4.

Annual dues will be in the amount set by the membership, due each January. Any member who has failed to pay his/her dues within 45 days after they have become due shall cease to be a member. First-time members joining after July 1st shall pay 1/2 the annual dues. In addition to the yearly membership fee, there shall be a one-time initiation fee of ten dollars (\$10).

Section 5.

Payment of membership/initiation dues shall entitle members to *The Clubs* newsletter, one membership card, one club window cling, one club nametag, copy of *The Clubs* By-Laws, and notices and announcements to all club activities. All members of a family/household are allowed admittance to all of *The Clubs* meetings and activities.

Section 6.

Any member may be expelled and his/her membership terminated for conduct, which the members shall deem to have disturbed the order, dignity, business or harmony of the club, or to have impaired it's good name, good will or prosperity, or to have knowingly violated any rules and regulations of the club. Notification of cancellation shall be presented in writing to the member concerned.

Section 7.

A member may resign at will, and dues for the current year shall be forfeited. Resignations may occur in two manners:

- 1) The member may submit a written letter of resignation to an officer of the club. Such resignations will be deemed effective as of the next Board meeting.
- 2) Failure to pay dues constitutes resignation of membership.

Article V ~ Meetings

Section 1.

General Meetings: There shall be a meeting of members and guests each month at a time and place agreed upon by the membership. The general meetings of the members shall be held on the second Thursday of each month for the purpose of transacting business and informing membership of upcoming events. The date of the general meeting can be changed at any time by the decision of the Board when it is necessary.

Special Meetings: The President, upon reasonable written notice to the membership may call special meetings of the membership.

Board Meetings: The Board may meet prior to the general meeting for the purpose of planning the monthly meeting and conducting business.

Article VI ~ Voting

Section 1.

Voting of general business may be done without prior club member notification at any general meeting. This voting may be done by a show of hands. A simple majority will carry the vote. Only members present may vote, no proxy voting. Exception to this will be the election of Officer and Board members, which will be voted by ballots mailed to all members in good standing.

Section 2.

Elections will be held bi-annually at the November general meeting. Officers and Board member elections will be held in alternating years, to promote smooth and cohesive transitioning of the newly elected Officers or Board members. Newly elected Officer or Board members will begin their positions in January of the following year, for a term of two years. No member may hold or run for more than one office at any one time. Officer or Board members may hold the same position for no more than two consecutive terms.

Section 3.

Nominations shall be made from the current membership at the September general meeting. Nominees will be given the opportunity to address the membership at the October general meeting and submit a candidate statement for the October newsletter. The Secretary will assemble a ballot containing the names of the nominees for each elected office and an additional space for a write-in candidate. Ballots will be mailed out at least three weeks before the November general meeting in which the elections will be held. Ballots will be counted and announced at the November general meeting.

Article VII ~ Club Positions

Section 1.

The Club shall have as its Officers, a President, Vice President, Treasurer, Secretary, and Sergeant at Arms. The Officers of *The Club* shall be responsible for the overall direction and guidance of The Club. The Board of Directors shall be comprised of five (5) members, representing the membership at large.

Section 2.

Optional club positions shall be considered advisory positions to the Officers of *The Club*. These positions are not elected, but are appointed by a quorum of the Officers and Board members, they are: Membership Chair, Events Chair, Newsletter Editor, Web Master/Facebook Manager, Youth Liaison, and Club Historian/Photographer.

Section 3.

All Officers, Board members and Optional Club positions must be members in good standing. Any Officer, who fails in his/her duties as set forth in Article VIII, may be removed from the office in which they were entrusted by two-thirds of votes of all members at a general meeting. Such action may be taken only after Notice of Intent is delivered to the Officer in question. Any member holding an elected office, upon ceasing his/her membership shall also terminate the term of office for which they are elected.

Article VIII ~ Duties

Section 1.

President ~ The President shall be the principal Executive Officer of *The Club* and shall supervise and conduct all of its business and affairs. The President shall reside at all meetings and cast the deciding vote in case of a tie, and may, together with the Secretary, sign any document or instructions. The President shall be the official club spokesperson, encourage club activities and promote the club. The President shall be personally responsible for the functioning of all committees, to delegate any specific powers to any other office, officer or members of *The Club*. The term of this office shall be two (2) years. This position will be limited to no more than two (2) consecutive terms.

Vice President ~ In the absence of the President, the Vice President shall perform the duties of the President and shall have all the powers and be subject to all the restrictions upon the President. The Vice President shall also be responsible, in the absence of the Secretary or Treasurer, to perform the duties of the Secretary or Treasurer. The Vice President will arrange for pickup of club mail on a regular basis. The term of this office shall be two (2) years. This position will be limited to no more than two (2) consecutive terms.

Treasurer ~ The Treasurer shall have custody of, and be responsible for, all funds and securities of *The Club*. The Treasurer shall collect dues and other funds, issue receipts, write the necessary checks for all payments on behalf of *The Club*, and deposit all such payments in the name of *The Club* in such a bank or other depository as the Officers may designate. The Treasurer will also maintain the club checking account, complete annual audits as required by the State and report the current balance at the monthly meetings. Another current officer, one not related to or residing in the same household, shall countersign all checks. The term of this office shall be two (2) years. This position will be limited to no more than two (2) consecutive terms.

Secretary ~ The Secretary shall keep the minutes of *The Club* meetings and provide minutes to the Newsletter Editor for publication in the club newsletter. The Secretary shall be responsible for the record of By-Laws, direct all necessary correspondence with all national affiliations, and perform other duties incident to the office of Secretary, including preparing correspondence for publication or mailing. The term of this office shall be (2) years. This position will be limited to no more than two (2) consecutive terms.

Sergeant at Arms ~ The Sergeant At Arms shall be responsible for proper behavior of members at all gatherings of the club. He/she may levy fines not to exceed 25 cents per offense at meetings, as well as other necessary disciplinary actions. The Sergeant At Arms shall also be responsible for the transportation and set-up of necessary equipment for general meetings and other club functions, and manage the ordering and selling of club apparel. The term of this office shall be two (2) years. This position will be limited to no more than two (2) consecutive terms.

Section 2.

Board of Directors – Board members shall represent the membership at large. They will provide advice to Officers along with assuring continuity to *The Club*. Board members will assist as needed at club meetings and club sponsored events. The term of this office shall be (2) years. This position will be limited to no more than two (2) consecutive terms.

Section 3.

Membership Chair ~ The Membership Chair shall be responsible for the collection of member dues which will be forwarded to the Treasurer for deposit. The Membership Chair will ensure new membership data is forwarded to the Newsletter Editor and shall maintain the current club roster. The Membership Chair will also be responsible for the development and upkeep of *The Club's* Membership Directory, Membership Applications and members email addresses.

Events Chair ~ The Events Chair, with help from club officers and members, shall coordinate and orchestrate the annual calendar of events for any social or motor events as desired by *The Club*. The Events Chair will be responsible for posting/listing *The Club's* events in all appropriate Car Club event and show calendars to maximize attendance and exposure.

Newsletter Editor ~ The Newsletter Editor shall be responsible for *The Club's* newsletter. The Editor shall receive new membership data from the Membership Chair for publication in the newsletter. The Editor will also solicit, review and include submissions from club members for inclusion into *The Club's* newsletter. The Editor will be responsible for ensuring continuity and professionalism throughout each publication.

Webmaster/Facebook Manager ~ The Webmaster/Facebook Manager will be responsible for the development of and consistent updating of *The Club's* website and Facebook account, ensuring continuity, accuracy and professionalism at all times.

Youth Liaison ~ The Youth Liaison is responsible for reaching out to the younger population to promote *The Club* and its activities and its involvement with local charities and community. In addition relay and support the general purpose of *The Club* as defined in Article II above.

Club Historian/Photographer ~ The Club Historian shall be responsible for the memorabilia and collection and storage of historic club paraphernalia. They shall keep and maintain a scrapbook of *The Club's* activities, which will include pictures and any other related documents that are pertinent to *The Club* and it's associated functions. The scrapbooks are to be made available for viewing by the membership at the general meetings. The Historian will also be responsible for ongoing assembly of photos onto a flash drive, which will be run as a PowerPoint presentation at each general meeting.

Article VIII ~ Resignation and Vacancies

Section 1

Any Officer may resign by giving notice to the President or Secretary. Resignation shall take effect on the date of such notice or at any later time specified in the resignation.

Section 2.

A vacancy in any office because of death, resignation, removal, or any other cause may be filled for the un-expired term by a majority vote of the members present at a general meeting.

Article X ~ Rules of Procedure

Section 1.

Roberts's Rules of Order, revised, shall prevail at all general meetings for *The Club* unless those are contrary to these By-Laws, in which case these By-Laws will take precedence.

Article XI ~ Personal Liability

Section 1.

Liability shall be limited to funds and property of the club. The members and officers of *The Club* shall not be personally liable for any debt incurred by the club. Further, the club shall not be liable for any debts in excess of \$100 incurred in its name by any member, office or committee without prior approval of the Officers and Board.

Section 2.

Each member of The Club will be required to carry liability insurance on their automobile when participating in club sponsored events, and show proof of such coverage to the Officers or Board if requested. Each member's vehicle must comply with state and local motor vehicle laws currently in effect.

Article XII ~ Dissolution

Section 1.

In the event the number of voting members becomes ten or less, the remaining members may vote to dissolve *The Club*.

Section 2.

After all outstanding debts have been paid; the assets of the club shall be distributed as determined by a two-thirds majority of the remaining members. The assets may not benefit anyone associated with the organization.

Article XIII ~ Amendments

Section 1.

Members in good standing of *The Club* may propose to amend the By-Laws as follows:

- a) The Officers may propose an amendment to the By-Laws by setting forth and directing that it be submitted for adoption by the members at a general meeting, or
- b) Any fifteen (15) members, or 10% of the current membership, whichever is less, may set forth a proposed amendment by petition, to be filed in writing with the Secretary of *The Club*.

Section 2.

The Secretary shall then submit the proposed amendment to the Officers and Board for their review. Notice of the proposed amendment will be posted in the next club newsletter. At the general meeting, members may adopt the amendment with a two-thirds majority vote.

Article IX ~ Transitional Leadership

Section 1.

For the first year of the club, the following modifications of the leadership structure will exist. A transitional leadership team will be selected.

- a. These members will serve as either Board Members, Officers or in one of the Optional Positions. Some members may serve in more than one role at a time within *The Club's* first year.
- b. The transitional terms will expire when the first elections are held in November 2010.
- c. Members of the Transitional Leadership Team will be eligible to run for elected Officer or Board positions.

The following representatives of "The Club" hereby adopt the above set of By-Laws this 1st day of December 2009.

Gretchen Ediger – acting President

Jan Weatherford – acting Vice President

John Haley – acting Treasurer

Annette Haley – acting Secretary

James Ediger – acting Sergeant at Arms

Chad Ediger – acting Youth Liaison