

# **By-Laws of the Rocky Mountain Mustang Club**

**31 December 2022**

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## **Article I Name & Objective**

### **Section 1 Name.**

The name of this organization shall be the Rocky Mountain Mustangers, Inc. (herein referred to as "RMMC").

### **Section 2 Purpose.**

The general purpose of the RMMC, incorporated as a nonprofit organization, shall be to preserve and promote interest in all model years of the Ford Mustang.

### **Section 3 Charter.**

The RMMC exists to offer its members fellowship with other club members to help assist in the hobby of enjoying their cars.

### **Section 4 Mission.**

The mission of the RMMC is to promote the enjoyment of the Ford Mustang by offering members the opportunity to participate in a variety of cruises, activities, exhibitions, competitive events, and exchanges of knowledge and experience.

## **Article II Membership**

### **Section 1 Eligibility**

Membership shall be open to anyone who is at least 16 years old; owns, or aspires to own, any model year of the Ford Mustang or other Ford Motor Company vehicle; completes a membership form and insurance release statement; has paid all dues and fees required by these by-laws; and has not had a previous membership in this organization revoked.

### **Section 2 Membership**

There shall be one category of Membership: Family. The membership year begins on January 1<sup>st</sup> and ends December 31<sup>st</sup>. The Individual whose name appears first on the application shall be considered the Primary member. Immediate family living at the same residence of Primary members have the same benefits, but one Named family member shall also have the right of one additional Vote. Voting rights are limited to the aforementioned two votes per membership.

### **Section 3 Dues.**

A.) The following schedules of non-refundable fees apply:

#### **Initial Membership (\$60.00)**

- Initiation Fee \$10.00 (one-time charge)
- Members receive a RMMC membership packet
- Insurance surcharge \$11.00
- Membership \$39.00 per year

#### **Renewal Membership (\$50.00)**

Insurance surcharge \$11.00

Membership \$39.00

**B.)** Dues are payable at the first meeting of the general membership of the New Year.

**C.)** A membership form **must** be filled out each year and the Insurance Release Statement signed.

#### **Section 4 Revocation of Privileges/Membership**

**A.)** Membership may be revoked for infraction of the RMMC rule of conduct (RE Section 5) or for other reasons as may be determined by a unanimous vote of the Board of Directors to be in the RMMC's best interests. Written notice advising the Member of any and all infractions shall be presented to him or her by the Board of Directors. However, before any action is taken, the Member may submit, in writing or in person before the Board of Directors, his or her position on any infraction.

**B.)** A Board membership may be revoked for infraction of the RMMC rule of conduct (RE Section 5) or for any other reasons as may be determined by a unanimous vote of the rest of Board of Directors to be in RMMC's best interest. Written notice advising the Board member of any and all infractions shall be presented to him or her by any member or board member at a Board meeting. The Board member subjected to the proposed revocation shall submit, in writing, their position on the infraction, to the Board of Directors at the next regularly scheduled Board meeting. A previous board member in good standing will be selected by the current Board members (less the respondent) to temporarily fill in on the board for the adjudication of the infraction such that there will always be a unanimous vote on the proposed infraction. If the Board member position is vacated, attempts to fill the position will be as in Article IV section 4.

#### **Section 5 Conduct**

Club members participating in all Club activities will conduct themselves in a socially acceptable manner. Anyone found causing embarrassment to the Club will be subject to expulsion.

### **Article III**

#### **General Membership Meetings**

A regular meeting of the RMMC shall be held once a month unless otherwise directed by the Membership. The regular meeting in November shall be known as the Annual Meeting and shall be for the purpose of electing officers. Fifty percent of the active Membership shall constitute a Quorum.

### **Article IV Officers**

#### **Section 1 Officers.**

The elected officers of the RMMC shall be President, Vice-President, Secretary, and Treasurer. These officers shall perform the duties prescribed by these By-Laws. All officers are

expected to attend all monthly Board Meetings in addition to all regular Club meetings, and as many events as possible.

### **Section 2 Election of Officers.**

The officers shall be elected by written ballot to serve from January 1<sup>st</sup> to the December 31<sup>st</sup>. Absentee ballots for election of officers may be requested by members from the secretary and be returned prior to the election meeting. If the current secretary is running for a position on the board another board member not running for office will collect and count the ballots.

### **Section 3 Eligibility.**

To be eligible for office the candidate must have been an active member in good standing for 6 months immediately prior to election. No member shall hold more than one elected office at a time and they may only hold one other committee position while serving as an officer. Only one immediate family member may hold an elected office at a time.

### **Section 4 Resignation.**

Should any of the club officers resign or become unable to hold office before the end of their elected term, the vacancy shall be filled by a member in good standing elected by a majority vote of the membership by ballot at the next general membership meeting with the exception of the office of President, which shall be filled by the Vice-President.

## **Article V Duties of Officers**

### **Section 1 The President shall:**

- A.)** Be the Chief Executive of the Club,
- B.)** Preside at Club and Board meetings.
- C.)** Announce the business that comes before the assembly.
- D.)** Recognize Members who are entitled to the floor.
- E.)** State and put to vote all questions that legitimately come before the assembly as motions or that otherwise arise in the in the course of proceedings (except to questions that relate to the presiding officer) and announce the result of each vote.
- F.)** Refuse to recognize frivolous motions.
- G.)** Enforce the rules relating to debate, order, and decorum within the assembly.
- H.)** Expedite business in every way compatible with the rights of members.
- I.)** Decide all questions of order, subject to appeal, unless, when in doubt, he or she prefers to submit a question to the assembly for decision.
- J.)** Respond to inquiries of members relating to procedure or factual information bearing on the business of the assembly.
- K.)** Authenticate by his or her signature, when necessary, all acts, order, or any proceeding of assembly.
- L.)** Declare the meeting adjourned when the assembly so votes or at any time in the event of a sudden emergency affecting the safety of those present.
- M.)** Perform any other appropriate duties as directed by the membership.

**Section 2 The Vice President shall:**

- A.) Perform the duties of the President in his or her absence.
- B.) Coordinate the planning and execution of all events and activities.
- C.) Supervise all event chairmen to ensure smooth, well run events that conform to established guidelines.
- D.) Perform any other appropriate duties as directed by the Board of Directors.

**Section 3 The Secretary shall:**

- A.) Keep minutes of all proceedings of the assembly.
- B.) Keep on file all committee reports.
- C.) Keep the official membership role and call the role when required.
- D.) Make the minutes and records available to the membership.
- E.) Notify officers, committee members, and delegates of their election or appointment. Furnish committees with whatever documents that are required for the performance of their duties, and have on hand at each meeting a list of existing committees and their members.
- F.) Furnish delegates with credentials.
- G.) Sign all minutes, and committee reports of the Club, unless otherwise specified in the By-Laws.
- H.) Maintain record books in which the By-Laws, special rules of order, standing rules, and minutes are entered with any amendments to those documents properly recorded, and have the current record books on hand at every meeting.
- I.) Send out to the membership a notice seven days before the monthly meeting, to include place, date, time, etc., and conduct the general correspondence of the club, that is, correspondence, which is not a proper function to other officers or to committees.
- J.) In the absence of the President and Vice President, call the meeting to order and preside.
- K.) Have charge of the Post Office box and keys.
- L.) Maintain an inventory of all Club property.
- M.) Assure that all Governmental Filings are completed after approval by the Board of Directors.
- N.) Perform any other appropriate duties as directed by the Board of Directors.

**Section 4 The Treasurer shall:**

- A.) Have custody of all financial obligations concerned with the RMMC; such as, the club checkbook, debit/credit cards as applicable.
- B.) Be responsible for all incoming and outgoing expenses; such as the website and domain costs, Club insurance, Colorado non-profit certification etc. Keeps all invoices, statements, receipts, etc.
- C.) Receive all funds for the club to be deposited in the club accounts and make deposits monthly.
- D.) Pay all club debts upon approval of the Board of Directors.
- E.) Sign, in the name of RMMC, all orders for payment of money and purchase orders.
- F.) Provide sufficient club funds for making change when necessary.

- G.) Give a report of the financial status of the club at the monthly membership meeting, any Board of Directors meeting, and annual financial summary at the annual meeting.
- H.) Not incur any obligation, debt, or any other liability without the specific approval of the Board of Directors.
- I.) Perform any other appropriate duties as directed by the Board of Directors.

## **Article VI The Board of Directors**

### **Section 1 Board Members**

The elected officers (President, Vice President, Secretary, and Treasurer) of the RMMC and a previous President shall constitute the Board of Directors.

### **Section 2 Previous President**

A previous President shall be a voting member (in case of a tie) of the Board. The previous year's President will have first right of refusal of this position. In the case of the previous year's President not wanting to fill the position a previous President will be elected by a majority vote of the membership.

### **Section 3 Board Meetings**

- A.) The Board of Directors shall hold regular meetings normally in the first week of the month. The Secretary will publish the date, time, and location of the meeting.
- B.) All meetings of the Board of Directors shall be open to any member of the RMMC. Members will be heard, but are not permitted to vote. Three of five Board members shall constitute a quorum.
- C.) The Board of Directors has the authority to spend up to a \$200.00 limit without prior membership approval. For any expenditure over \$200.00, the Board of Directors must obtain approval from a simple majority of the membership at a monthly membership meeting.

## **Article VII Committees**

### **Section 1 Election Committee**

At least two volunteers will be selected at the regular membership meeting held in September to be the Election Committee. Members of the committee may not be an incumbent or a candidate for office. It shall be the duty of this committee to validate the eligibility of the candidates. The Election Committee shall report their nominations to the membership at the October membership meeting.

### **Section 2 Audit Committee**

Two volunteers will be selected at the regular membership meeting held in October. It shall be the duty of this committee to audit the Treasurer's Savings and checking accounts at the close of the fiscal year end and to report their findings at the Annual meeting in November.

### **Section 3 Ad Hoc Committees**

Other committee may be established as deemed necessary by the Board of Directors.

### **Section 4 Other Committees/Positions**

Such other committees, standing or special, shall be appointed by the Board of Directors. The President shall be an ex-officio member of all committees with the exception of the Nominating and Audit Committees.

## **Article VIII Finance**

### **Section 1**

The fiscal year of the RMMC shall be from November 1st to October 31st.

### **Section 2**

Any obligation, debt, or other liability for the RMMC shall not be incurred by any member without specific approval of the Board of Directors. Once approved, members making cash purchases must submit proof of purchase to the Board of Directors for consideration for reimbursement.

### **Section 3**

An amount (if necessary) to be determined by the board each year shall be allocated to the Door Prize Master at the start of the membership year as an operating fund. The Door Prize Master may have a club debit/credit card to make purchases for the monthly door prize drawings. The Door Prize Master is permitted to keep up to \$50 in cash to make change for the drawings. The club door prize drawings must be self-sustaining.

### **Section 4**

No member of this Club shall have the right to individual proceeds of the club assets or property. Should the RMMC disband, the assets of the club will be sold to the membership and the proceeds donated to a charity of the club's choosing.

## **Article IX Sponsors/Advertising**

The Board of Directors shall approve those who want to promote their business on the website and in the Club brochure and/or newsletter. The sponsorship fee will be determined by the Board of Directors annually.

## **Article X Liability**

### **Section 1 Personal Liability**

No officer, director, sponsor, or member of the Club; past, present, or future shall be held personally liable for any claim, damage, or debt against the Club.

## **Section 2 Club Liability**

The RMMC shall assume no liability for an individual who has acted outside the scope of any authorization contained in this document, or granted by the Board of Directors.

## **Article XI Parliamentary Authority**

The President will keep order of all meetings. Basic parliamentary procedures will be followed which include discussing one topic at a time. A motion is used by a member to request a specific action be taken. The members will discuss the pros and cons of the motion. A vote is taken and the will of the majority is carried out.

## **Article XII By-Laws**

### **Section 1: Amendment**

These By-Laws may be amended in whole or an article at a time at any monthly membership meeting of the RMMC by a two-thirds vote of total member's present and absentee voters, provided that the amendment has been submitted in writing at the previous monthly membership meeting and a copy of the proposed amendment has been sent to all members. Voting shall be by ballot and absentee ballots. The Secretary will email the ballot and proposed amended by-laws to the membership and require the ballot to be returned by a specific date prior to the general meeting at which the amendment is to be voted upon.

### **Section 2: Frequency**

The By-Laws will be reviewed by the Board of Directors within the first two months of the calendar year and be updated as necessary. If no amendment is needed this will be then documented in the Club Board Meeting minutes. If amended, the new amendment date will be annotated on the cover page of the By-Laws.

## Amendments

**Amended 30 October 2019**

### Article IV Officers

#### Section 3 Eligibility.

Changed from

To be eligible for office the candidate must have been an active member in good standing for 1 calendar year immediately prior to election. No member shall hold more than one elected office at a time and they may only hold one other committee position while serving as an officer. Only one immediate family member may hold an elected office at a time.

To

To be eligible for office the candidate must have been an active member in good standing for 6 months immediately prior to election. No member shall hold more than one elected office at a time and they may only hold one other committee position while serving as an officer. Only one immediate family member may hold an elected office at a time.

**Amended 29 September 29, 2022**

### Article II Membership

#### Section 2 Membership

Changed from

There shall be one category of Membership: **General**. The membership year begins on January, 1st and ends December 31st. Immediate family of active members have the same benefits, **but voting rights are limited to one vote per membership.**

To

There shall be one category of Membership: **Family**. The membership year begins on January 1<sup>st</sup> and ends December 31st. **The Individual whose name appears first on the application shall be considered the Primary member.** Immediate family living at the same residence of Primary members have the same benefits, **but one Named family member shall also have the right of one additional Vote. Voting rights are limited to the aforementioned two votes per membership.**

#### Section 3 Dues

Changed from

**A.)** The following schedules of non-refundable fees apply:

##### **Initial Membership (\$40.00)**

- Initiation Fee **\$8.00** (one-time charge)
- Members receive RMMC name tag, pin, patch and decal
- Insurance surcharge **\$8.00**
- Membership **\$24.00** (\$2.00 per month)

##### **Renewal Membership (\$32.00)**

Insurance surcharge **\$8.00**

Membership **\$24.00**

To

**A.)** The following schedules of non-refundable fees apply:

**Initial Membership (\$60.00)**

- Initiation Fee \$10.00 (one-time charge)
- Members receive a RMMC membership packet
- Insurance surcharge \$11.00
- Membership \$39.00 per year

**Renewal Membership (\$50.00)**

Insurance surcharge \$11.00

Membership \$39.00