

North Coast Mustang & Ford Club of Ohio

BYLAWS

Article I) Name

- a) The name of the organization shall be the "North Coast Mustang & Ford Club of Ohio". Hereafter in this document it shall be referred to as the "Club".

Article II) Address

- a) The Club meetings shall be primarily conducted in Elyria, Ohio. Special events may also be held at other location(s) by a vote of the Board of Directors at any of the meetings.

Article III) Purpose

- a) To operate and maintain an organization to encourage and promote the admiration, ownership, care, and maintenance, with safe and courteous operation, of all Fords featuring Mustangs.
- b) To serve as a medium of exchange for ideas, information, and parts, for owners of all Fords & Mustangs.
- c) To provide a social group for Club members whereby they can meet, socialize, and maintain a spirit of good fellowship, and participate in activities including the use of their Fords & Mustangs.
- d) To further the interest of owners and drivers of Fords & Mustangs, and to promote its safety and enjoyment of same in all phases of motoring.
- e) To engage in any other activity related to the above from time to time authorized or approved by the Board of Directors or members of the Club.

Article IV) Policy

- a) This Club shall be nonsectarian, nonprofit, and will not discriminate on the basis of race, sex, color, religion, national origin, or handicap.
- b) Club members shall have the right to govern and control its activities through its duly elected Board of Directors.
- c) This organization is non-profit and no part of earnings shall inure to the benefit of any member.
 - 1) In the event of the demise of the Club, any and all Club property that has been duly purchased and paid for will be sold. After satisfying all

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indebtedness, all remaining funds will be donated to charity selected by the Board of Directors.

Article V) Official Emblem

- a) The official logo/emblem as approved by the board is a sideways positioning of the original Mustang tri bar with the words "North Coast" on the first red line, "Mustang & Ford" on the second white line and "Club of Ohio" on the third blue line, and a left facing running Mustang horse superimposed over an outline of the State of Ohio.



Article VI) Membership

- a) There shall be one class of membership. The rights and privileges of all members shall be equal.
 - 1) In cases of membership granted to household families, all licensed driving family members of the household who apply for membership shall have all rights and privileges of membership.
- b) All members shall receive a copy of the Bylaws with their initial membership.
- c) A member in good standing will be designated as a member who attends three (3) meetings and participates in at least one (1) event per year held by the Club.
- d) The Board of Directors is has the exclusive power to approve or reject the application for membership of any person.
- e) The Board of Directors may cancel the membership of any member by a majority vote upon determining that such member has:

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- 1) Been guilty of conduct actually and substantially injuring the good name or reputation of this organization. Right to appeal shall be as provided in these bylaws.
 - 2) Notification of cancellation shall be presented in writing to the member concerned.
- f) Any individual whose membership has been cancelled may make a written appeal for reinstatement as follows:
- 1) First: To the Board of Directors, which shall be considered and passed upon at the next annual, regular, or special meeting held within thirty days of the notification of appeal.
 - 2) Second: To the general membership, by forwarding written notice of appeal to the Secretary of the Club not less than 60 (sixty) days prior to the date of the next annual meeting. Such notice shall be placed upon the agenda of the next annual meeting. Membership will be reinstated only upon majority vote at such meeting.
- g) All licensed drivers participating in any Club function that involves the use of any motor vehicle shall have in possession a valid automobile operator's license, current registration of vehicle, proof of current automobile insurance equal to the minimum requirements of the State of Ohio.

Article VII) Dues

- a) Dues are payable by April 1st of each year and are non-refundable. Dues become delinquent one month after renewal date, and nonpayment shall result in automatic termination of membership without notice.
- b) The amount and structure of Club dues will be determined by the Board of Directors.
- c) All Club money shall be deposited into a checking or savings account as the Treasurer determines to be in the best interest of the Club.

Article VIII) Activities

- a) All yearly activities shall be approved by the Board of Directors.
- b) Activities of Club are open to all Club members and guests at no fee, unless determined otherwise by the Board of Directors.

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Article IX) Meetings

- a) The Annual meeting shall be held in the month of December to elect the positions of the Board of Directors and conduct such business as deemed necessary. The Club secretary will notify the all the Club membership at least four weeks in advance of the meeting.
 - 1) A quorum of the Membership shall consist of 10% of the members in good standing and no action may be taken at any meeting of the Membership except upon the formation of a quorum. Membership in good standing will be determined by the Secretary from Club records. No action may be taken at any meeting except upon the formulation of a quorum.
 - 2) No quorum as provided in a) above, once formed, will be deemed destroyed by the departure of members.
- b) The Board of Directors will meet as required. The meeting place, date and time will be determined by the Board of Directors. The Club secretary will notify the Board of Directors and all the Club membership at least two weeks in advance of all meetings.
 - 1) A quorum of the Board of Directors shall consist of the President (except when the Vice President is acting in the President's stead) and 50% (rounded down) of the other Board of Directors. No action may be taken at any meeting of the Board of Directors except upon the formulation of a quorum.
- c) Special meetings shall be called by the President to conduct business deemed necessary to achieve the goals of this Club.
- d) Executive sessions may be called at any time to discuss issues of sensitive nature. Minutes of these sessions will not be taken nor will any Club business be voted upon.

Article X) Governance

- a) The Officers of this Club who are authorized to vote on all board decisions are:
 - 1) President: Presides over meetings, officiates at the Clubs events and has the authority to sign contracts/letters as deemed necessary in the efficient running of the Club.

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- 2) Vice President: Takes over the function of the President in their absence due to illness, death, or resignation and serves as the Activities chairperson establishing a calendar of events for the club and coordinating the activities needed to achieve them.
- 3) Secretary: Keeps complete records of all board and general membership meetings, attendance as required and correspondence and filings. Handles all correspondence and answer accordingly, issues all meeting notices, shall discharge all other duties as designated by the Board of Directors. In the absence of the Secretary from any meeting of the Board of Directors, the presiding officer shall appoint a Secretary pro tem.
- 4) Treasurer: Receives and maintains all funds of the Club, makes deposits and withdrawals accordingly in a bank convenient to the Treasurer, and any other duties as designated by the Board of Directors. All expenses over \$100.00 must have board approval before paying out and said Treasurer has the right to refuse payment of any expense until clarified. The Treasurer will make a financial report at each general membership meeting.
- 5) Marketing: develops and updates the marketing plans of the Club including the development and updates to the website providing current and historical information on the Clubs activities, membership information, meeting records Etc. Provides marketing information to magazines and other websites promoting the club and its events. Performs any other duties as designated by the Board of Directors.
- 6) The membership will elect (one) 1 Membership Director to the Board for every 20 members in good standing. Membership Directors are expected to assume the duties of chairing committees and or other duties as designated by the Board of Directors. Membership Directors are authorized to vote on all board decisions.
- 7) All positions noted above will be known as the Board of Directors.
- 8) The term for elected officers will begin on January 1st of following year.

Article XI) Committees

- a) The following are the standing committees of the Club.
 - 1) Activities committee will be chaired by the Vice President and committee membership established at the annual meeting to propose by March 1st a

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calendar of events for the upcoming year. Committee will assume leadership for the activities or coordinate volunteers.

- 2) Audit committee will be established each year in May to review the financial statements and bank reconciliation for the previous year. This will be done by a minimum of two members of the Board of Directors, not including the Treasurer, at least one having financial reporting experience.

- (a) Once completed, a report will be written up as to who was present and notations of any findings. Copies of the report will be submitted to the Board of Directors at the following Board of Directors meeting for approval.

- (b) The general membership will be informed that an audit has taken place by posting the results on the members section of the Club web page.

- b) The Board of Directors may create other such standing committees as it may deem necessary to promote the purpose and objects of the Club.
- c) The term of each chairperson shall be one year or until the selection of a successor.
- d) Only members of the organization shall be eligible to serve in an elective or appointive position.
- e) The Club committee chairpersons or committee members are not eligible to vote on board decisions.

Article XII) Officer and Director in Good Standing.

- a) Any Officer's or Director's term will end immediately upon the discovery of their misuse of Club money or conduct unbecoming an officer such as the public abuse of alcohol, drugs, etc.
- b) All Officers and Directors will attend the designated meetings and will be duly notified of the date. Failure to attend at least eight (8) of the general and Board meetings will be subject to a review by the Board and could result in dismissal. Excused absences by any Officer duly reported to the President and reported in the minutes will count as part of the 8 general & Board meetings attendance requirement to allow absences be excused for reasons beyond their control.

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- c) Any member of the Board of Directors or committee chairperson may resign at any time by giving written notice to any member of the Board of Directors. Any such resignation shall take effect on the date of receipt.

Article XIII) Voting and Terms of Office

- a) All Officers will be elected to a two (2) year term. All Membership of Directors will serve for one (1) year.
- b) Nominations for Officers and Membership Directors will be accepted during the months of October and November verbally or in writing at meetings or by contacting a member of the Board of Directors.
- c) Ballots will be distributed to members in good standing at the annual meeting. Nominees who accept their nominations and are unopposed for the office will automatically be elected and their names will not appear on the ballot.
- d) Any vacancy occurring in any elected office shall be filled for the unexpired term by a person elected by a majority vote of the members of the Board of Directors.
- e) A prospective candidate for an Officer or Board member must be in good standing and be a member for at least 6 months prior to the annual meeting.
- f) Members in absentia may vote on any issues. Proxies for specific items must be submitted to any Club Officer prior to the meeting.

Article XIV) Fiscal Year

- a) The fiscal year of this Club, for purposes of accounting and taxes shall be from January 1 to December 31.

Article XV) Revisions and Amendments to By Laws

- a) Any member in good standing may propose a change to the Bylaws in writing to any member of the Board of Directors at least 60 days prior to the annual meeting. This proposal shall only be accepted in the manner described above. Only those changes which have merit and benefit to Club, and approved by the Board of Directors, will be presented and discussed.

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- b) The Board of Directors will meet in November to vote on any revisions submitted to these By Laws. All approved revisions will be published on the website within 15 days of the Board approval and for subsequent membership review.
- c) Revisions approved by the Board of Directors at the November general meeting must be approved by the majority vote of the members present in good standing at the Annual Meeting to be adopted. Changes in the revisions presented may be made to clarify the language, and may propose, amend, and approve by majority vote, additional changes.
- d) The revised by laws will be published in their entirety on the membership section of the Club website within 30 days of approval including a summary of the changes.