

# BY – LAWS

## TREASURE VALLEY MUSTANG AND FORD CLUB OF BOISE, IDAHO

### ARTICLE I - NAME

The name of this club shall be Treasure Valley Mustang and Ford Club, here in after referred to as TVMFC, a non-profit organization.

### ARTICLE II - MAILING ADDRESS

There shall be a principal mailing address for TVMFC of P.O. Box 556, Boise, Idaho 83701, or as so designated by the Membership Chairman.

### ARTICLE III - PURPOSES

- A. To operate and maintain an organization to encourage and promote the admiration, ownership, care and maintenance, with safe and courteous operation, the “Mustang” defined herein as a 1964 1/2 through current year Ford Mustang automobile, and also to include other special interest Ford automobiles .
- B. To serve as a medium of exchange for ideas and information for owners of the Mustang and other special interest Fords to aid them in restoring and preserving these automobiles.
- C. To unite in a local organization, owners of Mustangs and other special interest Fords who are interested in restoring and maintaining their automobiles in a manner that will promote admiration and respect within the community.
- D. To provide a social group for club members whereby they can meet, socialize, and maintain a spirit of good fellowship, and to participate in activities including the use of their Mustangs and other special interest Fords.
- E. To further the interests of owners and drivers of Mustangs and other special interest Fords and to promote the safety and enjoyment of the same in all phases of motoring.
- F. 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 this organization.

### ARTICLE IV - APPLICATION FOR MEMBERSHIP

- A. Membership in TVMFC shall require, as a prerequisite, an interest in the Mustangs or other special interest Fords, possession of public liability and property insurance on any owned vehicle or other vehicle driven in club-sponsored events or other events involving club participation, equal to the minimum requirements; or be prepared to post a cash bond as required by the financial responsibility clause of the State of Idaho Motor Vehicle Code.
- B. Any person under the age of 18 who wishes to become a primary member must have the written approval of his/her parents or legal guardian.

### ARTICLE V – MEMBERSHIP

#### **Section 1: Types of Membership**

- A. Primary Member - Any person owning or interested in Mustang or Ford automobiles may become an active member in this organization and be entitled to all of its privileges upon payment of the dues as provided in the By-Laws, and other qualifications stated therein.

- B. Honorary Member - Upon recommendation of the Board of Directors, persons who have rendered important services to the TVMFC interests or to the cause of motoring in general, may be elected to honorary membership.
- C. Charter Member - Those members having joined the club prior to December 31, 1983 shall be classified as "charter members". These members shall be entitled to be so designated on any club identification, and shall be listed as such in the club records. If the charter members are husband and wife, both shall have all privileges for the first year for the charter member fee.

**Section 2: Dues**

- A. Primary membership fees shall be annual dues. The amount of the annual dues may be changed by a vote of the members when deemed necessary.
- B. New primary members joining the club after September 15 in any year who pay their annual dues in full upon joining will be prepaid for the next calendar year. Dues shall be payable thirty days from the beginning of the calendar year, January 1. New primary members after July 1 will pay one half.
- C. MCA Dues – So long as TVMFC is a Regional Charter Club of the Mustang Club of America (MCA), all TVMFC Club Officers are required to be members in good standing of the of MCA while they hold TVMFC office. TVMFC will pay the cost of MCA membership dues for all TVMFC Club Officers while in office and in good standing with TVMFC. In the case that a new Officer previously paid their MCA dues prior to obtaining a TVMFC Office, TVMFC will pay the new Officers next year dues. No prorated or partial reimbursement of MCA dues will occur. Primary and Charter Members of TVMFC shall not be required to be MCA members, but are encouraged to be so that TVMFC can meet the MCA minimum membership requirements for Regional Charter Clubs.

**Section 3: Expulsion**

Membership privileges are void for the following reasons:

- A. Non-payment of dues at the end of sixty (60) days after the beginning of the current calendar year.
- B. Any breach of the By-Laws of this club.
- C. For reasons deemed detrimental or injurious to this club by unanimous vote of the Board of Directors, including but not limited to; drunk or disorderly conduct at any club event and reckless or exhibitionist driving at any club sponsored function.
- D. Flagrant and/or frequent violations of State and/or local traffic laws or ordinances.
- E. Lack of, infringement of, expiration of, or cancellation of a member's automobile insurance policy immediately invalidates his or her participation in a club sponsored motoring event, which involves said party in the operation of a motor vehicle.
- F. Each active and honorary member must have a valid vehicles operation's license while operating a vehicle at a club-sponsored function.

**Section 4: Club Responsibility on Termination of Membership**

Upon termination of membership it is understood that the Club will incur no liability for the actions of the outgoing member or members. Any and all dues paid in advance by such a member are forfeited to the Club and will not be returned to the member under any circumstances.

## **ARTICLE VI – OFFICERS**

### **Section 1: Definition**

The officers of the Treasure Valley Mustang Club of Idaho shall be President, President-Elect/Activities Chair, Secretary, Treasurer, Editor, Membership Chair, and Sgt. at Arms. So long as TVMFC is a Regional Charter Club of the Mustang Club of America (MCA), TVMFC will have the Officer position of MCA Regional Director.

### **Section 2: Election of Officers**

- A. Those people who wish to hold an office must be nominated or submit their name in writing at the October Meeting.
- B. Election of Officers by majority vote shall be held at the November meeting. Absentee ballots shall be requested by members in good standing from the Secretary and returned to the Secretary prior to the election meeting.
- C. All officers of this club shall be Primary Members in good standing.
- D. Should any of the Officers resign or become unable to hold office before the end of the elected term, the president shall call a meeting of the Board of Directors to nominate a successor and the nominee shall be submitted to a vote by the membership at the next regularly scheduled membership meeting.
- E. The members shall elect the officers of TVMFC for a term of one year, beginning on January 1. No member shall hold any office for more than two (2) consecutive terms. Exception: MCA Regional Director. See Article VI, Section 2:G
- F. No member shall run for more than one elected office during any one election. Exception: MCA Regional Director. See Article VI, Section 2:G.
- G. MCA Regional Director: The MCA Regional Director position is elected for a two year term and may be re-elected to consecutive terms with no imposed term limitations. The MCA Regional Director position may be held in addition to one other TVMFC Officer position (which would follow normal election procedure and follow term limitation standards).

### **Section 3: Duties**

#### **A. President:**

The President of the TVMFC shall preside at all monthly meetings and oversee the club's operation and activities. The President may call special meetings of the members and may appoint special committees.

#### **B. President-Elect / Activities Chair:**

In the absence of the President, the President-Elect shall perform the duties of that office. The President-Elect shall be the Activity Chairman. The Activities Chair shall monitor activities. The Activities Chair may also appoint an individual event chairperson who will report directly to the Activities Chair on the progress of that event.

#### **C. Secretary:**

The Secretary shall attend all meeting and shall record all minutes and votes. The Secretary shall maintain a current roll of all club members, give all notices of meetings, and have custody of the club's records. In the absence of the Secretary, from any meeting, the presiding officer at the meeting shall select a Secretary.

#### **D. Treasurer:**

The duties of the Treasurer include:

1. Have custody of all financial obligations concerning the club.
2. Receive all funds for the club to be deposited in the club account.
3. Pay all club debts upon approval of the Board of Directors.
4. Sign, in the name of the club, all checks for payment of money.
5. Give a financial report as to the status of the club at the monthly meetings and, if so required, at any other meeting of the Board of Directors.

Any obligation, debt, or other liability greater than \$25.00 shall not be incurred without the specific approval of the Board of Directors.

#### **E. Membership Chair:**

The Membership Chair will receive all application for processing, will be listed on the advertising to answer calls on information, maintain active membership lists, and provide renewal notices. The Membership Chair will write articles and submit for publication items regarding TVMFC and its events.

#### **F. Editor:**

The Editor will compile the newsletter, secure advertising, arrange for printing, and insure that it is distributed once a month to each member.

#### **G. Sgt. at Arms:**

The Sgt. at Arms shall maintain order at monthly meetings and all club sponsored events. and the Sgt. At Arms shall collect any fines levied by the Board of Directors. The President may delegate these duties to another club member, as he/she requires.

#### **H. MCA Regional Director**

The MCA Regional Director serves as a liaison between TVMFC and MCA. The Regional Director is a member of the MCA National Club Board of Directors. The MCA Regional Director will provide consultation and recommendation to the Board of Directors on matters pertaining to the relationship between TVMFC and MCA. The MCA Regional Director will report MCA Meeting Minutes or other pertinent MCA news during Club meetings and will bring TVMFC Board of Director concerns to MCA by US Mail letter or e-mail. The MCA Regional Director is responsible for sending the TVMFC roster to MCA Headquarters annually and will ensure Officers are MCA members in good standing.

##### **1. TVMFC MCA Vote:**

For MCA matters requiring a vote by the MCA Regional Director and representing or affecting the interests of TVMFC, the MCA Regional Director will advise and educate the Board of Directors on said matter coming to MCA vote and will make a recommendation as to what position (vote) TVMFC should make. The Board of Directors will discuss the MCA Regional Directors vote recommendation and, with motion approval, will provide a vote decision to the MCA Regional Director. The MCA Regional Director will then provide the same vote decision to the MCA. In the case that the vote decision motion does not carry by a 2/3 majority of the TVMFC Board of Directors, The TVMFC President will consult with the MCA Regional Director, and instruct the MCA Regional Director as to the appropriate vote to make with MCA.

##### **2. Personal Vote: Example –**

For matters of personal vote, where TVMFC interests are not directly affected and there is no need to show a TVMFC majority decision, the MCA Regional Director may vote as they

choose as an individual member of MCA. This is no different that any other MCA member making an individual vote.

## **ARTICLE VII - BOARD OF DIRECTORS**

The Board of Directors shall be composed of the officers defined in Article VI, all of whom shall be members in good standing.

Supervision of the affairs and interest of the club shall be vested in the Board of Directors. The general duties shall be to actively manage and supervise the affairs of the club and club officers and consider all official business presented.

The Board of Directors shall meet as needed at such time and place as may be determined by the Chair of the Board, who shall be the President. The President may call a special meeting of the Board of Directors at any time, and a special meeting may be called upon written request of any two (2) members of the Board.

At least two (2) days notice by mail or one (1) day notice by telephone of such meetings must be given to the members of the Board of Directors, and the notice must state the object of such special meetings.

The Board of Directors is required to attend 3/4 of all board meetings and membership meetings.

## **ARTICLE VIII – MISCELLANEOUS**

### **Section 1: Notice of Meetings**

The Secretary, not less than 2 days before, shall give notice of meetings stating the place, day, hour, and date of the meeting.

### **Section 2: Attendance**

Four members of the Board of Directors present at all Board meetings and 15% of the membership present at all membership meetings shall constitute a quorum.

### **Section 3: Monthly Meetings**

Club member meetings shall be held monthly and bescheduled at least one month in advance. This date is subject to change upon approval of the majority of the membership present at a meeting.

### **Section 4: Special Meetings**

The President or a majority of the Board may call special meetings of the members.

### **Section 5: Absentee Ballots**

Voting by absentee ballot shall be allowed prior to the election of officers upon a member's request.

### **Section 6: Order of Business**

The order of business at a Board and/or membership meeting shall be as follows:

- A. President shall call meeting to order.
- B. Welcoming of any visitors and/or new members.
- C. Reading and approval or correction of the minutes of last meeting by the Secretary.
- D. Report of the Treasurer.

- E. Report of the Membership Chair.
- F. Report of the MCA Regional Director.
- G. Committee and Chair reports.
- H. Old Business (unfinished from the last meeting).
- I. New Business
- J. Adjournment.

The order of business may be suspended by a majority vote of the members present.

Elections shall take place immediately after Committee Reports and before old Business.

#### **Section 7: Advertising of Commercial Business**

The Board of Directors will appoint a committee to approve those who want to promote car related products at club functions. Literature may be placed on a table so that it may be picked up, or a presentation may be scheduled.

#### **Section 8: Appointment of Committees**

The President shall appoint such committees as she/he deems necessary and she/he shall outline the duties and responsibilities of such committees. A majority of the entire committee must approve all reports and/or action taken by the committee.

#### **Section 9: Amendment to By-Laws**

The officers of the Board, or fifteen active members in good standing, by written proposals submitted to the Secretary, may propose an amendment to the by-laws. Upon such proposal being made, a copy thereof shall be included in the notice of the next meeting of the members. Ballot voting shall be controlled by the same rules relating to the election of officers. If two-thirds of the members present, qualified to vote, vote in favor of the proposal at the meeting, the proposed amendment shall thereby be approved and adopted.

#### **Section 10: Personal Liability**

All persons or corporations extending credit to, contracting with, or having any claim against the club or the officers shall look only to the funds and property of the club for payment of any such contract or claim for payment of any debt, damage, judgment, or decree or any other money that may otherwise become due payable to them from the officers, so that neither the members of the club, the officers, present or future, or sponsor, shall be personally liable therefore. All club events and shows should have liability waivers for participants to sign to protect the club and its officers and members from being held liable for any potential liability.

#### **Section 11: Fiscal Year**

The fiscal year of the club shall be from January 1 to December 31.

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