



MICHIANA MUSTANGS BYLAWS

These Bylaws were approved by the membership of the club at its regular monthly meeting on 9-23-2000 and amended on 02-14-2004, 03-13-06 and 05-13-19.

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ARTICLE I: Name and Emblem

Section 1: The name of this organization shall be Michiana Mustangs, hereinafter referred to as the Club.

Section 2: The Club's official emblem shall be as illustrated on the upper right-hand corner of an original of this document (this section amended 02-14-04).

ARTICLE II: Purpose

Michiana Mustangs is a non-profit group of Ford Mustang car enthusiasts organized to preserve and promote Mustang automobiles manufactured from 1964 through and including the current model year; to aid in the restoration, preservation and enjoyment of these vehicles; to promote cooperation among other similar Mustang organizations; and to increase communication and

fellowship among those persons who share these interests through meetings, shows, special events and social activities.

The term "Mustang automobiles" shall include all models of Mustang automobiles manufactured by Ford Motor Company or Ford-powered Mustang variants utilizing a chassis manufactured by or marketed by Ford Motor Company.

ARTICLE III: Territory

The territory of the Michiana Mustangs shall be Southwestern Michigan and North Central Indiana as chartered by the Mustang Club of America. Members, however, may reside outside this territory.

ARTICLE IV: Membership

Membership is open to anyone who supports the Club's purpose and who so signifies by submitting an application. Said person becomes a member when dues are paid and a duly authorized officer of the Club approves his/her application.

Section 1: An active member is any person interested in promoting the Purpose of this Club. Active members are entitled to all Club privileges, including the right to vote.

Section 2: Membership privileges, rights, and responsibilities also extend to member's spouse.

Section 3: Dues shall be paid on an annual basis and the amount shall be set by the Board of Directors of the Club with concurrence by a majority of the members present at any stated meeting. Additional funds may be collected for special activities from those who wish to participate.

Section 4: Membership period is twelve months beginning with the member's anniversary date.

Section 5: Membership and participation in Club activities is strictly voluntary. Therefore, the Club will not provide formal insurance. In order to fulfill legal obligations, all members are required to have and maintain proper liability insurance on all vehicles used during club functions (this section amended 02-14-04).

Section 6: The Club shall not be responsible for any individual who uses alcohol or drugs at, or traveling to or from, any club activity (this section amended 02-14-04).

Section 7: The Board of Directors shall have summary power by vote of a majority of its members, to suspend or expel and terminate the membership of any member for conduct which in its opinion disturbs the order, dignity, business or harmony, or impairs the good name, popularity, good will or prosperity of the organization, or which is likely to promote conduct in violation of these Bylaws or the rules and regulations of the Club which may be taken at any meeting of such board. Such action shall be taken only after the member has been informed in writing of the charges against them and has been given an opportunity to appeal to the Board and be heard. The decision of the Board of Directors shall be final and conclusive. After the expiration of the time set forth in any suspension by the Board of Directors, the suspended member may petition the Board of Directors for reinstatement. A three-fourths (3/4) affirmative vote of all members of the Board of Directors present at any regularly called meeting shall be required to pass upon such reinstatement.

Section 8: Upon the resignation, suspension, or expulsion of a member, the member's rights and privileges shall cease.

ARTICLE V: Meetings

Club meetings will be held monthly at a place within the Club's assigned territory as chosen by the Board of Directors with the concurrence of a majority of the membership quorum.

Section 1: "Robert's Rules of Order" shall govern all meetings.

Section 2: A quorum shall consist of a minimum of three (3) elected officers and at least ten percent (10%) of membership or two (2) members, which ever is larger. In the absence of a quorum the meeting shall be adjourned or recessed (this section amended 02-14-04).

Section 3: Special membership meetings may be called at any time by the President or by the Secretary upon written application of at least twenty percent of membership. The application shall state the purpose of the meeting. Notification of the special meeting stating; purpose, date, time, and place of such meeting shall be mailed to all members in good standing two weeks prior to said meeting.

ARTICLE VI: Officers

The elected officers of the Club shall be the President, Vice President, Secretary, Treasurer, and Regional Director. All officers shall be members in good standing, be 18 years of age or older, and be a member of the Mustang Club of America, hereinafter referred to as MCA (this section amended 02-14-04).

Section 1: The term of office shall be for one year.

Section 2: An elected officer may resign by giving written notice to the President or to the Secretary.

Section 3: Any elected officer or board member who ceases to be a member in good standing thereby resigns their office.

Section 4: Any elected officer or board member may be removed for cause by a majority vote of the Board of Directors. Twenty-five percent (25%) of Club membership may petition the Board of Directors for said purpose. Such action shall be taken only after the officer or board member has been informed in writing of the charges against them and has been given an opportunity to appeal to the Board and be heard.

Section 5: Any vacancy occurring among these offices shall be filled for a remainder of that term by a majority vote of members in attendance at the next general meeting.

Section 6: No elected officer shall receive compensation for his service in office, but by action of the Board of Directors may be reimbursed for actual club expenses incurred with membership quorum approval if over two hundred dollars (\$200.00).

ARTICLE VII: Duties and Responsibilities of Officers

Section 1: President

The President shall preside over all meetings of the Board of Directors and meetings of the membership. The President shall sign all contracts and other instruments of writing, provided, however, that all contracts and instruments in writing must first be approved by the Board of Directors.

Section 2: Vice-President

In the absence of, or inability of the President to act, the Vice-President shall assume the duties of the President.

Section 3: Secretary

The Secretary shall keep a full and complete record of the proceedings of the Board of Directors and general membership meetings, shall make service of such notices as may be necessary and proper, shall supervise and control the keeping of the non-financial records of the Club, and shall discharge such other duties as pertaining to the office or as prescribed by the Board of Directors.

- A. The Secretary shall, in January of each year, certify to the Secretary of the MCA (National Club), the names of the officers elected to serve in the ensuing year.
- B. The Secretary shall retain the official master copy of these Bylaws and certify, publish, and file all amendments thereto.
- C. In the absence of the Secretary at any official meeting, the President or presiding officer shall appoint an acting secretary.
- D. In lieu of publication, the minutes may be read at the next general meeting.

Section 4: Treasurer

The Treasurer shall keep a current and correct accounting of the Club's financial condition. He/she will establish and follow appropriate fiscal practices and procedures to ensure the financial integrity and health of the Club. He/she shall maintain double-entry books of account that properly reflect the true and correct financial status of all receipts, disbursements, balances, assets, and liabilities of the Club, and he/she shall prepare, distribute, and/or present monthly reports of same to the membership.

- A. The Treasurer shall have custody of all monies, debts, obligations, and assets belonging to the Club. He/she will deposit all Club monies and funds in a bank account insured by the Federal Deposit Insurance Corporation and shall be directly responsible for, and have supervisory responsibility over all the Club's assets.
- B. The Treasurer shall have the authority to approve financial obligations up to and including one hundred dollars (\$100.00) prior to commitment. The Board of Directors must first approve financial obligations greater than one hundred dollars (\$100.00) but less than one thousand dollars (\$1000.00). A majority vote of a membership quorum shall be required to approve commitments of one thousand dollars (\$1,000.00) or more.
- C. Obligations over one thousand dollars (\$1000.00) shall be presented to the Club membership at least one month prior to a vote.

Section 5: Regional Director

The Regional Director is a member of the National Club Board of Directors and is entitled to vote at all National Board of Directors meetings. The Regional Director may submit a proxy in lieu of attendance at National Board of Directors meetings in the format as provided and directed by the National Club. To assist each Regional Director in the completion of such a proxy, the National Club will provide each director an agenda of each Board meeting at least 15 days prior to the meeting along with a proxy form that enables the director to provide a "For" or "Against" vote on agenda items requiring a vote. If for any reason an individual is appointed or elected as a Regional Director for more than one regional club, the individual shall only have one vote on any National Club Board actions (this section amended 02-14-04).

- A. He shall report monthly to the Club on the affairs of MCA.
- B. The Regional Director shall receive copies of all official correspondence between MCA and the Club.

ARTICLE VIII: Election of Officers

Nominations for elective office shall be made at the October general meeting and published in the November Club newsletter. Elections shall be conducted by written ballot from members at the November general meeting.

Section 1: The term of an officer shall be one (1) year beginning January 1 and ending December 31. Officers may succeed themselves.

Section 2: Member and spouse shall not serve simultaneously as President and Treasurer of the Club (this section amended 03-16-06).

ARTICLE IX: Board of Directors

The corporate powers of the Club shall be vested in a Board of Directors. The Board shall have final authority to act in all matters concerning the Club, subject to law. The Club President will preside over the Board meetings.

Section 1: The Board of Directors shall consist of the five (5) elected officers and six (6) additional Club members. One (1) of the six (6) additional Directors shall be the immediate past president of the Club, providing such person is still a member. The remaining five (5) Directors shall be elected by ballot at the November general meeting and consist of the Show Chairperson, and four (4) Club members at large (this section amended 02-14-04 and 05-13-19).

Section 2: The term of a Board member shall be one (1) year, beginning January 1 and ending December 31. A Board member may succeed himself/herself.

Section 3: Directors shall be Club members in good standing and must be 18 years of age or older.

Section 4: Directors shall be members of MCA.

Section 5: A Director may resign at any time by giving written notice to the Club President or Secretary. A Director who ceases to be a Club member also forfeits his Board position.

Section 6: Vacancies on the Board shall be filled for the remainder of the term by action of the majority of a membership quorum at the next general membership meeting.

Section 7: No member may hold more than one Board of Directors position simultaneously (this section added 05-13-19).

ARTICLE X: Board of Directors Meetings

The Board of Directors shall hold a minimum of six (6) meetings during the fiscal year at a time and place chosen by the Club president with the concurrence of a majority of the Board members.

Section 1: Special meetings of the Board may be called by the Club President or upon special petition of any three (3) Board members. Reasonable notice of any special meeting must be provided to each member of the Board.

Section 2: A quorum at any regular or special meeting of the Board shall be at least one-half of the Board members. In the absence of a quorum, the meeting shall be adjourned or recessed. Providing a quorum is present, approval of items of business is by majority vote.

Section 3: Proceedings of Board of Directors meetings shall be made public at the next general meeting.

Section 4: All regular Board of Director meetings shall be open to all members.

Section 5: The date, time, and place of regular Board of Director meetings shall be announced at the monthly membership meeting.

ARTICLE XI: Newsletter

The Club shall publish a monthly newsletter containing pertinent information related to the Club's stated purpose.

ARTICLE XII: Amendments

Section 1: These Bylaws may be amended at any time by a two-thirds (2/3) majority vote of the members present at a regularly scheduled meeting. Any and all proposed amendments shall first be submitted in writing to the Board of Directors. The Board shall reproduce and distribute, or cause to be distributed, a copy of each proposed amendment to all members so as to allow at least two weeks review before the proposal is brought to a vote.

Section 2: Not less than six (6) months must elapse between a meeting defeating a proposed amendment or repeal, and a new presentation of the same, or substantially the same, amendment or repeal.

Section 3: Approval of a proposed amendment or repeal shall require a two-thirds (2/3) vote at two (2) consecutive general meetings.

Section 4: At the direction of the Board of Directors, an ad hoc committee shall be appointed by the President to review the Bylaws and submit a revised document for approval of the Club membership as per Section 1 under Article XII (this section amended 02-14-04).