

## **CENTRAL KENTUCKY MODEL A RESTORERS CLUB BYLAWS**

As prepared by the Board of Directors for approval of the General Membership, September 3, 1986. Revised and approved by the General Membership, April 26, 1992. Revised and approved by the General Membership, December 13, 2003. Revised and approved by the General Membership, December 9, 2006.

### **ARTICLE I - NAME**

The name of this organization shall be the Central Kentucky Model A Restorers Club, Inc., a non-profit corporation under the laws of the State of Kentucky and a region of the national Model A Restorers Club. The principal office shall be in Lexington, Kentucky.

### **ARTICLE 11 - PURPOSES**

The purpose of this club shall be:

SECTION 1: To serve as a medium of exchange of ideas, information and parts for admirers of the Model A Ford car, and to aid them in their restoration efforts to restore and preserve the car in it's original likeness.

SECTION 2: To unite in a central organization all owners and enthusiasts of Model A Fords who are interested in restoring and maintaining the automobile in a manner to attract prestige and respect within the community, and it shall further be the purpose of this club to help these persons become better acquainted, encourage and maintain among its members the spirit of good fellowship, sociality and fair play through sponsored activities including the use of the Model A Ford and family participation.

SECTION 3: The club shall be non-commercial, non-sectarian, non-partisan and non-profit.

### **ARTICLE III - MEMBERS**

SECTION 1: Requirements: Chapter and family members must be members of the national organization, the Model A Restorers Club. Requirements for membership shall not insist upon the actual possession of a Model A Ford. Merely an interest in the objects of the club and a desire to take an active part in Club activities shall be the primary requirement for membership. An applicant for membership must be of good character as to be of benefit to the club and its functions and objects, and must display sincerity of purpose. An applicant for membership shall fill out an application form bearing the signature of a sponsoring member, accompanied by payment of one year's dues. No sponsor's signature is required of Founding Members and Charter Members as defined by the March 23, 1986 vote or the membership.

SECTION 2: The dues payable by members shall be in the amount established at the annual business meeting and shall be payable in advance on the first day of March each year. Revision dated April 26, 1992 changed from \$10.00 per year.

SECTION 3: Pro rata Dues: No prorating of dues shall be offered for members joining in mid-fiscal year; however, members joining after October 1 shall receive, for their paid dues, full membership for the following year.

SECTION 4: Classes of membership and voting rights: The club shall have two classes of membership: active and joint. Active members shall receive local membership roster and local newsletter; both active and joint members shall have voting right at club meetings, and shall be eligible to participate in all club activities.

SECTION 5: Termination of membership: The club, by an affirmation vote of two-thirds of members present at a regular or special meeting, may suspend or expel a member for cause, after an appropriate hearing.

SECTION 6: Resignation. Any member may resign by filing a written resignation with the secretary, but such resignation shall not relieve the member resigning of the obligation to pay dues, assessments or other charges theretofore accrued and unpaid.

SECTION 7: Reinstatement: Any former member in good standing can be reinstated by following the same procedure as any new member.

SECTION 8: Roster: A roster, if published, shall include only those members who have paid their dues for the current year by March 1.

#### **ARTICLE IV - Meeting of Members**

SECTION 1: Annual meeting: The annual meeting of the members shall be held during December in each year. The purpose of the meeting shall be the election of officers and the transaction of such other business as may come before the meeting.

SECTION 2: Regular meeting: Regular meetings of the members shall be held for the purpose of transacting business. Members will be advised of the meeting place and date at least one week prior to the meeting.

SECTION 3: Place of meeting: The place of a regular meeting shall be the responsibility of the club.

SECTION 4: Special meeting: Special meetings of the members may be called either by the president, another officer, or not less than one-third of the members.

SECTION 5: Notice of special meeting: Notice of a special meeting, stating the place, day and hour of the meeting shall be provided to each member not less than five nor more than 20 days before the date of such meeting, and the purpose for which the special meeting is called shall be stated in the notice. If mailed, the notice of the meeting shall be deemed as delivered when deposited in the United States Mail, addressed to the member at his or her address as it appears on the records of the club.

SECTION 6: Quorum: The members holding one-third of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of the members, a majority of the members present may adjourn the meeting.

SECTION 7: Regular business meetings shall be conducted in accordance with Roberts Rules of Order.

#### **ARTICLE V - OFFICERS**

SECTION 1: Officers: The officers of the club shall be a president, a vice president, a secretary, a treasurer and a national representative. No officer shall hold more than one office.

SECTION 2: Nomination of Officers: Nomination and election of officers shall be held at the annual meeting each year. Nominations will be a single one only; no person can be nominated for more than one office at a time.

SECTION 3: Election and term of offices: Officers of the club shall be elected at the annual

meeting and shall serve for the period of the following year.

SECTION 4: President: The president shall be the principal executive officer of the club and shall in general supervise and control all the business and affairs of the club. He or she shall preside at all meetings of the members and shall perform all duties incident to the office of the president. The president shall not serve more than two consecutive terms as president.

SECTION 5: Vice President: In the absence of the president, the vice president shall perform the duties of the president. The vice president shall not serve more than two consecutive terms as vice president.

SECTION 6: Secretary: The secretary shall keep minutes of the meetings of the members, see that all notices are duly given in accordance with the provisions of these by laws, keep a register of the post office address of each member, and in general perform all the duties incident to the office of the secretary.

SECTION 7: Treasurer: The treasurer shall have charge and custody and be responsible for all funds of the club.

SECTION 8: National representative: The national representative shall act as a liaison between the chapter and the national club.

SECTION 9: Vacancies of Offices: Vacancy of President is to be assumed by Vice President. Vacancies of other offices may be filled by appointment in a meeting of a quorum of the remaining officers and board members, for the unexpired term of vacated position. (Added section 9, 12/9/06).

## **ARTICLE VI - Board of Directors: Committees: Newspaper Editor(s)**

SECTION 1: Board of Directors.

A. The board of directors is to be a revolving committee to consist of six directors, current officers, immediate past president and newspaper editor(s). A past president shall remain on the board until another past president becomes eligible. Two of the directors will initially be elected to one-year terms and two directors will be elected to two-year terms for the purpose of staggering the expiration of terms. Per revision dated 12/13/03, board was increased from four to six members, one elected for one year and another for two years. Thereafter, all board members will serve two-year terms after the initial one-year term. (Added newspaper editor(s) notes, to Article VI & item A, 12/9/06).

B. The board is to meet annually or when deemed necessary by any member of the board.

C. Vacancies on Board: Vacancies on the Board may be filled by appointment in a meeting of a quorum of the remaining officers and board members, for unexpired term of vacated position. (Added item C, 12/9/06.)

D. Quorum of board of directors: A majority of current officers and board members constitute a quorum at a board of directors meeting. (Added item D, 12/9/06.)

SECTION 2: Committees.

A. Committees may be appointed or formed by the president, the board of directors or one-third of the members when the need for such a committee may arise, and the president is to be the ex-

officio member of every committee.

B. Term of committee membership: Each member of a committee shall continue as such until the next annual meeting of the club, when a successor is appointed, unless: a.) the committee is sooner terminated; b.) such member is removed by such committee; c.) such member resigns from such committee; d.) such member ceases to qualify as a member thereof.

C. Removal of committee members: Committee members may be removed only by the person or persons who appointed them.

D. Committee Chairman: One member of each committee shall serve as chairman.

E. Vacancies on committee: Vacancies in the membership of any committee may be filled by appointment in the same manner as prescribed in case or original appointment.

F. Quorum of committee: A majority of the whole committee shall constitute a quorum.

G. Rules for committees: Each committee may adopt rules for its own government so long as these rules are not inconsistent with the bylaws of the club.

SECTION 3: Newspaper Editor(s).

A. Editor(s) may be appointed in a meeting of a majority of officers and board members for an undetermined term. Editor(s) shall serve as a member(s) of the board of directors. (Added Section 3, 12/9/06).

### **ARTICLE VII - Checks, Deposits and Funds**

SECTION 1: Checks, drafts, etc: All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the club shall be signed by the treasurer. .

SECTION 2: Deposits: All funds of the club shall be deposited to the credit of the club in such banks, trust companies or other depositories as the board of directors may select.

SECTION 3: Gifts. The board of directors may accept, on behalf of the club, any contribution, gift, bequest or devise for the general purpose or any special purpose of the club.

SECTION 4: Annual audit: The board of directors shall be responsible for an annual audit of the club's books.

SECTION 5: Dispersal of assets: In the event of dissolution of the club, the club's assets shall be used to pay all legal debts: The balance, if any, shall be distributed to the national Model A Restorers Club.

SECTION 6: Petty cash fund: The president shall be authorized a petty cash fund of \$50.00. Expenses from this fund will be accounted for at every meeting for the preceding month.

### **ARTICLE VIII - Fiscal Year**

The fiscal year of the club shall begin on the first day of January and end on the last day of December in each year.

### **ARTICLE IX - Amendments to bylaws**

These bylaws may be altered, amended or repealed and new bylaws adopted by two-thirds majority of the voting members present at any regular meeting or special meeting, provided that at least five days' written notice is given of intention to alter, amend or repeal or to adopt new bylaws at such meeting.