

# **Space Coast Mustang Club**

## **A Regional Group of the Mustang Club of America**

### **ARTICLE I – CORPORATE NAME**

The name of this corporation is Space Coast Mustang Club, Inc. herein after called, "The Club". The Mustang Club of America is herein after called, "MCA".

### **ARTICLE II – CORPORATION PURPOSE, GOALS AND OBJECTIVES**

- A. The Club is a not-for-profit corporation formed for the purpose of promoting, preserving, restoring and enjoying Ford Mustang automobiles.
- B. The objectives of The Club are:
- to serve as a medium for the exchange of ideas and information for Mustang enthusiasts and to aid them in their efforts to appreciate, restore and preserve their vehicles;
  - to create a feeling of good fellowship among all members of The Club;
  - to enjoy the camaraderie of people with similar interests;
  - to conduct Club functions and activities in a manner befitting The Club while displaying sincerity of The Club; and
  - to encourage a better understanding of the automotive hobby to the public.
- C. The goal of the Club is to unite in a central organization, individuals who are interested in maintaining Mustang automobiles in a manner to attract prestige and respect within the community. It shall further be the purpose of this Club to help these owners become better acquainted, to encourage and maintain among its members the spirit of good fellowship, social interaction, and fair play through The Club and other locally sponsored automotive activities.
- D. The Club is an all-volunteer membership, which shall be non-sectarian, non-partisan, and non-profit.
- E. The ownership of a Mustang vehicle is not required for membership; The Club does not discriminate against any type, model, make, or condition of vehicle.

### **ARTICLE III – MEMBERSHIP AND VOTING RIGHTS**

#### **A. MEMBERSHIP**

1. Any person of driving age (18 years old or older) who is interested in the purpose of The Club may become a member. Current, paid members are entitled to receive The Club's official newsletter, a copy of the membership roster, and notices of Club activities.
2. A member is defined as the individual that filled out the application or renewal and their significant other if they listed one on said application or renewal. Note that there will be only one copy of The Club newsletter distributed per membership.

3. Family members shall include only the children, under the age of 18, living in the same household as the member. Family Members will not receive The Club newsletter or have the right to vote but will be entitled to all other benefits of The Club.
  4. Membership in good standing in MCA is preferred but not a pre-requisite to membership in this Regional Group.
  5. The Club members shall be responsible for notifying the Membership Coordinator of any change in the postal mailing or e-mail address and/or their contact phone number.
- B. Expulsion of a Club Member. Expulsion will be considered if any member infringes on the right of a Club member or if their membership could harm the good reputation of The Club within the community. The Officers, by a majority vote and after review of the relevant facts and circumstances, with documentation of the pertinent facts, may expel a member if it's in the best interest of The Club. Normally, such member shall be given written notice of pending expulsion and sufficient time 15 days to respond to the notice. Upon expulsion from The Club, an individual must receive approval by a majority vote of the Officers before reinstatement.
- C. Resignation. Any member may resign by filing a written resignation with the Membership Coordinator, but such resignation shall not entitle said member to any refund of annual dues already paid.
- D. Transfer of Membership. Membership in this club is not transferable or assignable.

#### **ARTICLE IV - DUES**

- A. Membership dues are \$30.00 for new members. New members may join The Club at any time during the year. New members joining after October 1st will pay the applicable yearly rate (\$30.00), which will cover their dues for the remainder of the remainder of the year they join, and the following year until December 31st.
- B. Dues include the member, spouse and any children under the age of 18.
- C. Annual membership renewals are due and payable by January 1st of each calendar year. Renewing member's dues are \$20.00 annually and must be paid prior to, or at, the January Monthly Meeting for that current year.
- D. A member shall be considered in default of payment of dues after the January Meeting. If a member's dues are not paid prior to January 31st of the current year, their membership will be considered terminated.
- E. Members who are more than one month in arrears will be dropped from The Club membership roster. Past members renewing after the January 31st deadline will be required to pay \$25.00 for the first month in arrears and \$30.00 any time thereafter to renew.
- F. Members must be current, paid club members to participate in any Club functions or events, or to receive any benefits or considerations from The Club financially or otherwise.
- G. The cost of dues for New and Renewing members shall be reviewed and/or changed by a majority vote of a quorum at a scheduled meeting.

## **ARTICLE V - MEETINGS OF MEMBERS**

- A. Monthly Meetings. Meetings of the general membership will be held at least six (6) times each calendar year but will normally be held monthly at a regularly scheduled time and date. General membership meeting dates, locations and times will be published in The Club newsletter, emails, online website calendar and/or social media such as Facebook page not less than five (5) days prior to the date of the proposed meeting.
- B. Meetings of the Board of Directors will be held at least two (2) times each calendar year and shall be open for any member to attend. Time and place of Board meetings will be announced at the preceding general membership meeting.
- C. Special meetings may be called by the President or his/her designee as required for any Club need. If a special meeting other than the monthly Club meeting is required, notice shall be given to affected Club members of the meeting via telephone calls, email, The Club's website, online calendar, monthly newsletter and/or social media such as the Facebook page not less than two (2) days prior to the date of the proposed meeting.
- D. A quorum at a general meeting a minimum of ten (10) Club Members, provided at least two (2) Officers are also present. A quorum is necessary for transaction of business at any meeting.
- E. ROBERTS RULES OF ORDER will govern all meetings.
- F. Fiscal Year. The annual fiscal year of The Club shall be January 1 to December 31.

## **ARTICLE VI – BOARD OF DIRECTORS**

- A. The Board of Directors is responsible for conducting the general business of The Club. The Board of Directors consists of five (5) elected Officers, four (4) Board Members from the members-at-large, the MCA Regional Representative, and the immediate Past President.
- B. Officers and Board Members of The Club must be an active member and maintain a current membership with the MCA.

## **ARTICLE VII - OFFICERS**

- A. The Officers of The Club shall consist of a President, Vice-President, Secretary, Treasurer, and Membership Coordinator. Officers may hold only one position.
- B. Election and Term of Office. The Club Members shall elect the President, Vice-President, Treasurer, Secretary, and Membership Coordinator of The Club at the November Meeting of each Year. An Officer's elected term of office shall be for one year - January 1 through December 31.
- C. President. The President shall preside at all meetings and shall appoint other members to perform specific tasks for The Club.
  - 1. The President shall be the principal executive officer of The Club.
  - 2. They shall have general active management of the business of The Club to include review of The Club's correspondence.
  - 3. They shall be a member of all standing committees by virtue of the position, and shall

have the general powers and duties of supervision and management.

4. The President shall be entitled to spend up to or authorize other Club Officers and/or representatives to spend up to \$100 in furtherance of the business affairs or general purposes of The Club. Such expenditures shall be documented with receipts to the Treasurer for reimbursement. Expenditures over \$100 shall be approved by a majority vote of the Board of Directors or quorum of the membership.
5. They shall cast the tie breaking vote when necessary to break a tie in any voting situation.

D. Vice-President. The Vice President shall preside in the President's absence and shall be responsible for programs at the general meetings.

1. In the absence of the President or in the event of his/her inability or refusal to act, the Vice-President shall perform the duties and exercise the powers of the President.
2. Along with the Secretary, the Vice-President shall be responsible for tallying, verifying and reporting the results of the annual Election of Officers for the coming year.
3. They shall also aid other officers in their duties as well as perform such other duties as prescribed.

E. Secretary. The Secretary shall keep minutes of all meetings and shall file all correspondence for The Club.

1. They shall give, or cause to be given, notice of all meetings of the membership and Officers.
2. The Secretary shall attend meetings of the Officers and meetings of the membership and record the minutes of proceedings in a book kept for that purpose and shall perform like duties for the standing committees when required.
3. They shall be responsible for the writing of specified Club correspondence except The Club newsletter.
4. The Secretary, along with the Vice-President, shall tally votes and be responsible for verifying and reporting the results of the annual Election of Officers for the coming year.
5. The Secretary shall perform other such duties as may be prescribed by the President.

F. Treasurer. The Treasurer shall have custody of all the funds of The Club and dispense funds as authorized by the Officers, Board Members or the general membership.

1. They shall keep full and accurate accounts of receipts and disbursements in books belonging to The Club. They shall deposit all monies, and other valuable effects in the name of and to the credit of The Club, in such depositories as may be designated by the Officers. They shall disburse the funds of The Club as may be ordered by the membership of the Officers taking proper receipts for such disbursements.
2. The Treasurer is responsible for collecting money during and up to the closing of an event. The Treasurer or Vice President and Event Coordinator must both be present

for accuracy in the counting of the Event funds.

3. The Treasurer shall collect all membership dues to The Club. New and renewing member's information will be provided in a prompt manner to the Membership Coordinator after collecting or recording dues payments.
  4. The Treasurer shall render to the Officers and membership at all regular meetings of the membership, a summary of all transactions as Treasurer and of the financial conditions of The Club.
  5. The Treasurer shall be responsible for the filing of The Club taxes, whether completed by himself/herself or with the aid of a professional tax organization.
  6. The Treasurer shall maintain a file of the nature and location of properties of The Club.
  7. If the Treasurer is unable or unwilling to perform their duties as directed by these Bylaws, the co-signer (currently the President) of the accounts will immediately assume the responsibilities until a new Treasurer is appointed/elected. The vacancy will be filled as stated in the Bylaws.
- G. Membership Coordinator. The Membership Coordinator shall continue to seek out ways and means to increase The Club membership while maintaining contact and goodwill with all members. The Membership Coordinator shall be responsible for recording and maintaining all applications for membership.
1. They shall be responsible for the membership directory, which shall be maintained on a current basis. They shall also be responsible for furnishing a current membership listing/directory to the Officers, Board Members and/or newsletter editor.
  2. The Membership Coordinator shall distribute and be responsible for the membership cards, tee shirts, decals, flags or other membership items sold.
  3. The Membership Coordinator shall also be responsible for keeping a current list of all members eligible for door prize drawings and mailings.
- H. The MCA Regional Representative shall be a volunteer from the members- at-large and not elected. The MCA Regional Representative shall:
1. Be the primary contact and The Club liaison with MCA, the Ford Motor Company Mustang Club Center, and Regional Representatives of other Regions.
  2. Report to The Club all MCA activities and review MCA Board meetings.
  3. Inform MCA and the Ford Motor Company Mustang Club Center about The Club activities pertinent to MCA and the Center for inclusion in their records and publications.
  4. Transmit any specific concerns The Club ~~or any individual~~ has concerning MCA through the appropriate offices within the Club and MCA.
  5. The mailing address of the Regional Representative shall be The Club's advertised mailing address.

## **ARTICLE VIII - NOMINATIONS AND ELECTIONS PROCEDURES**

- A. Nominees for elected Officer and Board Member positions must be a current Club and

MCA member.

- B. Nominations will be accepted from the floor at the October meeting and at any time thereafter until the 15th of November. Names of nominees will be accepted by the Officers in writing, in person, or verbally by phone if the nominee is unable to attend the October meeting. As of the 16th of November, the nominations will be deemed "closed".
- C. Notification of the nominated Officers/Board members to the general membership shall be published in the October newsletter, which will be available to all The Club members after nominations close (on the 15th of November) but no less than five (5) days prior to the general membership meeting in November.
- D. The election will take place at the general membership meeting in November. Election ballots will be provided at the November meeting. Written ballots are required for nominated officers where there is more than one candidate.
- E. Only members in good standing (dues current) who are present at the November meeting are eligible to vote.
- F. In the event there is only one nominee for a position, voting for that position will not be required. The results will be reported in the next newsletter.

#### **ARTICLE IX – TERMS OF OFFICE**

- A. The term of office shall be January 1 through December 31.
- B. The Officers (President, Vice-President, Secretary, Treasurer, and Membership Coordinator) shall be elected annually for one (1) year.
- C. The Board Members (four (4) from the members-at-large) shall be elected for 2-year terms, one-half (or two (2) new Board Members) being elected annually.
- D. Any Officer or Board Member may run for an additional term, and if elected, serve in the same capacity.
- E. Vacancies. Any position being vacated before the end of the term because of death, resignation, termination, or otherwise will be filled, in order to complete the vacated term, by nomination and election at the next general membership meeting following the individual's resignation.

#### **ARTICLE X - VOTING**

- A. Issues coming before the Board of Directors shall be voted upon only by the Board of Directors.
- B. Issues coming before the general membership shall be voted upon with a show of hands and passed by a majority of those voting.
- C. A secret or written ballot may be used if suggested by the President or requested by any member in good standing. Votes will be tallied by the Vice President and Secretary (or other Officers, if needed) with the results reported to the general membership.
- D. Members and spouses shall have equal voting rights.

#### **ARTICLE XI – CLUB NEWS, WEBSITE AND SOCIAL MEDIA (FACEBOOK)**

- A. Editor. A Club member shall be selected annually with the approval of the Membership to edit and prepare The Club News. The responsibilities of The Club News Editor shall include, but not be limited to, the editing and publication of news articles by The Club membership as appropriate according to The Club objectives and other news the editor may deem appropriate or interesting to the membership. The Club News Editor shall be responsible for getting a final version of The Club News to The Club Webmaster in a Word or PDF file format for publishing on the website.
- B. Webmaster. The Webmaster's position is to maintain the website to whatever standards set by the Officers, but at a minimum must include a downloadable version of the monthly Club newsletter.
- C. The Club Editor and Webmaster may be combined as one position and/or each position may be concurrent with any officer or board member position.
- D. Media. Social media plays a large role in getting information to The Club membership. The current preferred platform is Facebook. Information on The Club home page will be limited to activities and reports that meet the goals and objectives for The Club. However, all other events and posts may reflect the activities of its members in keeping with the same goals and objectives for The Club. Any non-Club related posts, pictures or events may be removed, deleted, or hidden as necessary at the discretion of the Board of Directors.

## **ARTICLE XII – COMMITTEES**

- A. Event Chairperson. Events sponsored by The Club will be led by an event Chairperson. They will be approved by the membership. The Chairperson will be responsible for submitting all income from events directly to the Treasurer or other Officer immediately following the close of the event. A designated committee member must be present for the tallying of the event income.
- B. Committees. Committees not having and exercising the authority of the Officers in the management of The Club may be designated by resolution adopted by a majority of the membership present at a meeting, unless otherwise provided in such resolution, members of each such committee shall be members of The Club. Committees are required to prepare a budget for the event they are responsible for and said budget must be approved by a majority of the Board of Directors or, if time permits, by The Club at a Monthly Meeting.
- C. Audit Committee. A committee shall be created, as required, to audit The Club accounts on behalf of the membership. The Audit Committee shall be selected at the October Meeting. The committee shall be responsible for insuring accuracy of The Club accounts and securing of receipts for disbursements. The audit shall be conducted between October and December with the results reported at the first meeting of the new year. No Officer of The Club shall be a member of the Audit Committee.
- D. Rules. Each committee may adopt specific rules for its own functionality provided they are consistent with these Bylaws; or as directed by the Officers.
- E. Limits of Liabilities. Any Club member who stores or uses Club property to perform Club business need only exercise due care of said property while this property is in the member's custody.

### **ARTICLE XIII – DISSOLUTION FROM MCA AFFILIATION**

In the event The Space Coast Mustang Club shall no longer be a Regional Group within the MCA, all language in these Bylaws referring to the MCA shall be void.

### **ARTICLE XIV – AMENDMENTS TO BYLAWS**

- A. Bylaw Amendments. These Bylaws may be amended by two-thirds (2/3) majority vote of The Club members present at a general meeting, provided that the amendment shall have been emailed to The Club members in good standing and published in The Club newsletter that includes the notice for the meeting where the vote will be taken.
- B. Amendments must be voted on by written ballot.

### **ARTICLE XV – BYLAW APPROVAL**

The Bylaws as stated above were approved by The Club on August 15, 2020.

#### **Board of Directors:**

##### **Officers:**

President – Jack Sawdy  
Vice President – Jeanna Everest  
Secretary – Eileen Mogensen  
Treasurer – Stephen Smith  
Membership Coordinator – Leanne Sawdy

##### **Board Members:**

Nick Bauer  
Paul Parson  
Dave Roe  
Asher Snyder

**MCA Representative:** Fred Reichert

**Immediate Past President:** Tim Sarko

## **AMENDMENT 1 TO THE BYLAWS OF THE SPACE COAST MUSTANG CLUB A Regional Group of the Mustang Club of America**

**ARTICLE VI – BOARD OF DIRECTORS** is amended to add to paragraph B as follows:



- B. Officers and Board Members of The Club must be an active member and maintain a current membership with the MCA. In as much as the MCA Bylaws require all Officers and Board Members of The Club to be a MCA member, the Club will reimburse the Officers and Board Members their annual dues in the amount of the minimal membership to the MCA.

The amendment was approved by unanimous vote of the Club on November 14, 2020.

**AMENDMENT 2 TO THE BYLAWS OF THE  
SPACE COAST MUSTANG CLUB  
A Regional Group of the Mustang Club of America**

**ARTICLE IV - DUES**

- A. Effective October 1, 2022, membership dues are \$40.00 for new members. New members may join The Club at any time during the year. New members joining between October 1st and December 31st will pay the applicable yearly rate (\$40.00), which will cover their dues for the remainder of the year they join, and the following year until December 31st.
- B. Dues include the member, spouse and any children under the age of 18.
- C. Effective with 2023 renewals, annual membership renewals are due and payable by January 1st of each calendar year. Renewing member's dues are \$25.00 annually and must be paid prior to, or at, the January Monthly Meeting for that current year.
- D. Effective with 2023 renewals, a member shall be considered in default of payment of dues after the January Meeting. If a member's dues are not paid prior to January 31st of the current year, their membership will be in arrears.
- E. Effective with 2023 renewals, members who are more than one month in arrears will be dropped from The Club membership roster. Past members renewing after the January 31st deadline will be required to pay \$30.00 for the first month in arrears and \$35.00 any time thereafter to renew.
- F. Members must be current, paid club members to participate in any Club functions or events, or to receive any benefits or considerations from The Club financially or otherwise.
- G. The cost of dues for New and Renewing members shall be reviewed and/or changed by a majority vote of a quorum at a scheduled meeting.

The amendment was approved by unanimous vote of the Club on January 25, 2022.