

**Bylaws of the
Rocky Mountain Mustangers, Inc.
Colorado Springs, Colorado
As Amended July 2009**

Article I - Objective

The object of this Club shall be to promote interest in auto sports by:

1. Planning and regulating functions and activities of Club Members,
2. Encouraging safe, skillful driving through application of the Golden Rules of the Road: Care, Courtesy and Common Sense,
3. Encouraging good sportsmanship through competitive events,
4. Competing only at safe, supervised and sanctioned tracks and events,
5. Conducting safety oriented educational programs, and
6. Holding civic-minded and public service activities.

Article II - Membership

Section 1 - Membership Category There shall be one category of Membership: General. The membership year begins on January 1st and ends December 31st. Immediate family of active members has the same benefits, but voting rights are limited to one vote per membership.

Section 2 - Membership Scope General Membership shall be open to anyone meeting the following criteria: owning a Ford Mustang or being a Ford enthusiast, being at least sixteen years of age, having a sincere interest in any aspect of autosport activities; and upon payment of the initiation fee and annual dues/fees, General Membership shall commence.

Section 3 - Membership Fees

1. Initial Membership

Initial Membership (\$40.00) – Members receive Rocky Mountain Mustangers Club (RMMC) nametag, pin, patch and decal

Initiation Fee \$8.00 (one time charge)

Membership \$24.00 (\$2.00 per month)

Insurance surcharge \$8.00

2. Renewal Membership

Renewal Membership (\$32.00)

Insurance surcharge \$8.00

Membership \$24.00

NOTES:

- A. There is a \$10 LATE FEE if renewed after the February club meeting.
- B. Annual fees are payable beginning at the November Annual Meeting and will automatically lapse on January 1st. Dues must be paid by the February club meeting of the new year or you will become an inactive member. Any previous member renewing membership in the club past the February club meeting will pay a late fee. Members may not participate in any club event until dues are current. Members in arrears shall lose their vote and right to hold office or committee position until indebtedness is paid in full. Additional assessments may be levied if found to be necessary by prior written notice of such assessments and a two-thirds vote at the next regular meeting.
- C. A membership form must be completed and the Insurance Release Statement signed each year.

Section 4 - Member Resignation

Any member desiring to resign from the Rocky Mountain Mustangers, Inc. shall submit his or her resignation in writing to the Club Secretary, who shall present it to the Board of Directors for action. No member's resignation will be accepted until any indebtedness to the Club is paid in full. No portion of the dues is refundable to a Member resigning.

Section 5 - Revocation of Privileges

- A. Member's privileges may be revoked for infraction of Club rules or for other reasons as may be determined by a unanimous vote of the Board of Directors of the Rocky Mountain Mustangers, Inc. for the Club's best interests. Written notice advising the Member of any and all charges shall be presented to him or her by the Board of Directors. However, before any action is taken, the Member may submit, in writing or in person before the Board of Directors, his or her position on any charge.
- B. Any member charged under this section shall lose his or her right to vote until such time as the charges are resolved.

Section 6 - Revocation of Membership

- A. Membership may be revoked for infraction of Club rules or for other reasons as may be determined by a unanimous vote of the Board of Directors of the Rocky Mountain Mustangers, Inc. for the club's best interests. Written notice advising the Member of any and all charges shall be presented to him or her by the Board of Directors. However, before any action is taken, the member may submit, in writing or in person before the Board of Directors, his or her position on any charge. The Board of Directors must present the recommendation for revocation of a Member's Membership to the Club at a regular meeting, provided, however, that the accused Member shall have the right to speak on his or her own behalf at this meeting to present to the Membership his or her position on the charges. Revocation of Membership shall be by ninety percent of the Membership. No portion of the dues is refundable to a member being expelled.
- B. Any member charged under this section shall lose his or her right to vote until such time as the charges are resolved.
- C. A Mustang owner having become a Club Member, then selling or otherwise disposing of the Mustang, may retain Club membership if that member so desires.

Article III - Officers

Section 1 - Elected Officers

The elected officers of the Rocky Mountain Mustangers, Inc. shall be President, Vice- President, Secretary, and Treasurer. These officers shall perform the duties prescribed by these Bylaws and the Parliamentary Authority adopted by the Rocky Mountain Mustangers, Inc. All officers are expected to attend monthly Board Meetings in addition to regular Club meetings, and as many events as possible.

Section 2 - Officer Election

The officers shall be elected by majority vote by ballot to serve from the beginning of January to the end of December of the following year, or until successors are elected. Absentee ballots for election of officers may be requested by members from the secretary and be returned to same prior to the election meeting.

Section 3 - Officer Eligibility

No member shall hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office. To be eligible for office the candidate must be an active member for 1 calendar year immediately prior to election and at least 21 years old.

Section 4 - Officer Resignation

Should any of the officers resign or become unable to hold office before the end of their elected term, the vacancy shall be filled by another board member or majority vote by ballot with the exception of the office of President, which shall be filled by the Vice-President.

Article IV - Duties of Officers

Section 1 - The President shall be the Chief Executive of the Club and shall:

- A. Preside at Club meetings.
- B. Open the meetings at the appointed time by taking the chair and calling the meeting to order, having ascertained that a Quorum is present.
- C. Announce in proper sequence the business that comes before the assembly or becomes in order in accordance with the prescribed order of business, agenda, or program, and with existing orders of the day.

- D. Recognize Members who are entitled to the floor.
- E. State and put to vote all questions that legitimately come before the assembly as motions or that otherwise arise in the in the course of proceedings (except to questions that relate to the presiding officer himself in the manner noted in parliamentary law) and announce the result of each vote, or if a motion that is not in order is made, rule it out of order.
- F. Protect the assembly from frivolous or dilatory motions by refusing to recognize them.
- G. Enforce the rules relating to debate, order, and decorum within the assembly.
- H. Expedite business in every way compatible with the rights of members.
- I. Decide all questions of order, subject to appeal, unless, when in doubt, he or she prefers to submit a question to the assembly for decision.
- J. Respond to inquiries of members relating to parliamentary procedure or factual information bearing on the business of the assembly.
- K. Authenticate by his or her signature, when necessary, all acts, order, or any proceeding of assembly.
- L. Declare the meeting adjourned when the assembly so votes, or where applicable, at the time prescribed in the program, or at any time in the event of a sudden emergency affecting the safety of those present.
- M. Perform any other appropriate duties as directed by the membership.

Section 2 - The Vice President shall:

- A. Perform the duties of the President in his or her absence.
- B. Coordinate the planning and execution of all Club events and activities.
- C. Supervise all event chairmen to ensure smooth, well run events that conform to established guidelines.
- D. Act as a liaison between event chairmen and the Board of Directors in respect to securing financial and or other necessary approval for events.
- E. Accept volunteers or select persons for approval by the Board of Directors to form a competent staff to assist him or her in the performance of his or her duties: i.e. property clerk, publicity, film, autocross, rally, and social assistants as necessary.
- F. Perform any other appropriate duties as directed by the Board of Directors.

Section 3 - The Secretary shall:

- A. Keep minutes of all proceeding of the assembly.
- B. Keep on file all committee reports.
- C. Keep the Organizations official membership role and call the role when required.
- D. Make the minutes and records available to the membership.
- E. Notify officers, committee members, and delegates of their election or appointment. Furnish committees with whatever documents that are required for the performance of their duties, and have on hand at each meeting a list of existing committees and their members.
- F. Furnish delegates with credentials.
- G. Sign all minutes, and committee report of the Club, unless otherwise specified in the Bylaws.
- H. Maintain record books in which the Bylaws, special rules of order, standing rules, and minutes are entered with any amendments to those documents properly recorded, and have the current record books on hand at every meeting.
- I. Send out to the membership a notice seven days before the monthly meeting, to include place, date, time, etc., and conduct the general correspondence of the club, that is, correspondence, which is not a proper function to other officers or to committees.
- J. Prepare prior to each meeting an order of business for the use of the presiding officers, shown in the exact order under each heading all matters known in advance that are due to come before the membership.
- K. In the absence of the President and Vice President, call the meeting to order and preside until the election of a chairman pro-tem, which shall take place immediately.
- L. Have charge of the Post Office box and keys.
- M. Maintain an inventory of all Club property.
- N. Assure that all Governmental Filings are completed after approval by the Board of Directors.
- O. Perform any other appropriate duties as directed by the Board of Directors.

Section 4 - The Treasurer shall:

- A. Have custody of all financial obligations concerned with the Rocky Mountain Mustangers, Inc. i.e. invoices,

statements, receipts, etc.

- B. Receive all funds for the club to be deposited in the club accounts and make deposits monthly.
- C. Pay all club debts upon approval of the Board of Directors.
- D. Sign, in the name of Rocky Mountain Mustangers, Inc., all orders for payment of money and purchase orders, which may be countersigned by the President.
- E. Provide sufficient club funds for making change when necessary.
- F. Give a report of the financial status of the club at the monthly membership meeting, any Board of Directors meeting, and annual financial summary at the annual meeting.
- G. Not incur any obligation, debt, or any other liability without the specific approval of the Board of Directors.
- H. Perform any other appropriate duties as directed by the Board of Directors.

Article V - Meetings

Section 1 - Regular Meetings

A regular meeting of the Rocky Mountain Mustangers, Inc. shall be held once a month unless otherwise directed by the Membership.

Section 2 - Annual Meetings

The regular meeting in November shall be known as the Annual Meeting and shall be for the purpose of electing officers and committees, and for any other business that may arise.

Section 3 - Special Meetings

Special meetings may be called by the President or by the Board of Directors and shall be called upon the written request of twenty percent of the active members of the Rocky Mountain Mustangers, Inc. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least five days notice shall be given.

Section 4 - Meeting Quorum

Fifty percent of the active Membership shall constitute a Quorum.

Article VI - The Board of Directors

Section 1 - Board Members

The elected officers (President, Vice President, Secretary, Treasurer) of the Rocky Mountain Mustangers, Inc. and the previous year President shall constitute the Board of Directors.

Section 2 - Board Terms

The previous year President shall be the Chairman of the Board. If the Chairman is unable to fulfill the duties (such as reassignment or move out of town), a previous President shall be Chairman for the remaining term.

Section 3 - Board Duties

The Board of Directors shall have general supervision of the affairs of the Rocky Mountain Mustangers, Inc. between business meetings, fix the hour and place of Board of Directors meetings, make recommendations to the Membership and shall perform such other duties as are specified in these Bylaws. The Board of Directors shall be subject to the orders of the Membership and none of its acts shall conflict with actions taken by the Membership.

Section 4 - Board Meetings

Unless otherwise ordered by the Board of Directors and published in advance, regular meetings of the Board of Directors shall be held on the first week of the month. Special meetings of the Board of Directors may be called by the Chairman and shall be called upon the written request of three members of the Board of Directors.

Section 5 - Board Meeting Openness

All meetings of the Board of Directors shall be open to any member of the Rocky Mountain Mustangers, Inc. who may attend and be heard. However, only members of the Board of Directors may make, second, and vote upon motions before the Board of Directors. Three of five Board members shall constitute a quorum for these meetings.

Section 6 - Board Spending Authority

The Board of Directors has the authority to spend up to a \$100.00 limit without prior membership approval. For any expenditure over \$100.00, the Board of Directors must obtain approval from a 2/3 majority of the membership at a regular business meeting.

Section 7 - Board Authority

The Board of Directors may authorize any Officer or Member to enter into a contract or execute an instrument in the name of, and on behalf of, the Club. Such authority may be general or special. Unless authorized by the Board of Directors, no Officer or Member shall have any authority to bind the Club by any contract or agreement or to any amount.

Article VII - Committees

Section 1

At the regular membership meeting held in September, a Nominating Committee shall be selected by the membership. It shall be the duty of this committee to nominate candidates for the offices to be filled the next year. The Nominating Committee shall report their nominations to the secretary at the Board Meeting in November.

Section 2

At the regular membership meeting held in October an Auditing Committee shall be selected by the membership. It shall be the duty of this committee to audit the Treasurer's accounts at the close of the fiscal year end and to report their findings at the Annual meeting in November.

Section 3

The Vice-President shall have the authority to appoint special committees that are within his or her area of responsibility to assist in the performance of his or her duties.

Section 4

Such other committees, standing or special, shall be appointed by the President as the Membership or Board of Directors shall from time to time deem necessary to carry on the work of the Membership. The President shall be an ex-officio member of all committees except the Nominating Committee.

Section 5

Standing committees will be Web, Newsletter, Raffle, Cruise Controllers, Rocky Mountain Mustang Roundup (RMMR), Good Times Car Show (GTCS). Each committee will consist of at least one member and will conduct meetings as necessary. A representative from each committee should attend the monthly board meetings.

- A. The **Webmaster** shall be responsible for the maintaining and updating of the Club's official website – www.mustangers.com. Information on the website will be in harmony with the purpose of the club. Information will be updated on a regular basis, giving the Club members and prospective members current information about Club events and activities. The Webmaster will keep Club officers informed of significant changes to the web page(s).
- B. The **Newsletter Editor** shall be responsible for preparing the Club monthly newsletter and forwarding it to the Webmaster to be posted on the website.
- C. The **Rafflemaster** shall be responsible for procurement of items for the monthly raffle.
- D. The **Cruise Controllers** shall be responsible for planning and publicizing periodic Club cruises.
- E. The **Club RMMR Committee Members** shall attend the monthly RMMR meetings. The Club RMMR committee will brief Club members at monthly meetings.
- F. The **Club GTCS Committee Members** shall attend the monthly GTCS meetings. The Club GTCS committee will brief Club members at the monthly meetings.

Article VIII - Finance

Section 1

The fiscal year of the Rocky Mountain Mustangers, Inc. shall be from November 1 to October 31.

Section 2

Any obligation, debt, or other liability for the Rocky Mountain Mustangers, Inc., shall not be incurred by any member without specific approval of the Board of Directors.

Section 3

A specific sum of \$XXX shall be allocated to the Raffle Master at the start of the membership year as an operating fund by the Board of Directors. The Raffle Master shall have custody of all financial obligations concerned with the Raffle. The Raffle Master shall maintain and report the financial status of all raffle monies on a monthly basis to the Treasurer.

Section 4

Members making cash purchases may submit proof of purchase to the Board of Directors for consideration for reimbursement.

Article IX - Activities

Section 1: Activities

The activities of the Club shall consist of planned trips, social gatherings and competitive events as directed by the President. Events will be planned and scheduled at regular meetings of the Club officers. Any suggestions from the Club members will be welcome. Any member wishing to plan and direct an event will be welcome to do so, as long as the Club officers feel the event is in keeping with Club policies and purpose.

Section 2: Notification of Activities

Members shall be advised of all meetings and events via the Club website and/or e-mail. Activities shall be planned in advance so that all particulars may be outlined at the monthly meetings. When time does not permit an attempt will be made to notify all members of the changes by updating the Club web page, e-mail notification, and by telephone.

Section 3: Participation in Activities

All members in good standing will be allowed to participate in any open event. For events where only limited participation is possible (such as some parades, etc.), members will be accommodated on a first come, first serve basis. A vote of Club officers will settle any disputes.

Section 4: Participation in Drawings

Non-club members may participate in the monthly drawings. Only club members in good standing will be awarded the drawing grand prize at the end of the year.

Section 5: Conduct

Club members participating in all Club activities will conduct themselves in a socially acceptable manner. Anyone found causing embarrassment to the Club will be subject to expulsion.

Article X - Sponsors/Advertising

The Board of Directors shall approve those who want to promote their business on the website and in the Club brochure and/or newsletter.

Article XI - Liability

Section 1: Personal Liability

No officer, director, sponsor, or member of the Club; past, present, or future shall be held personally liable for any claim, damage, or debt against the Club.

Section 2: Club Assets

No member of this Club shall have the right to individual proceeds for the club assets or property.

Article XII - Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly revised shall govern the Rocky Mountain Mustangs, Inc. in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Membership may adopt.

Article XIII - Bylaws

Section 1: Amendment

These Bylaws may be amended at any regular meeting of the Rocky Mountain Mustangers, Inc. by a two-thirds vote of members present and absentee voters, provided that the amendment has been submitted in writing at the previous regular meeting and a copy of the proposed amendment has been sent to all members. Voting shall be by ballot and absentee ballots may be requested by Members from the Secretary and be returned to it prior to the meeting at which the amendment is to be voted upon.

Section 2: Frequency

The Bylaws will be reviewed, as a minimum, every two (2) years and be updated as necessary. The new amendment date will be annotated on the cover page of the Bylaws.