

RIM COUNTRY CLASSIC AUTO CLUB BYLAWS

ARTICLE I

ORGANIZATION NAME

This organization shall be known as the **Rim Country Classic Auto Club**. Hereinafter referred to as the RCCAC. This organization must adhere to the Articles of Incorporation as filed (5-7-01) with the Arizona Corporation Commission.

ARTICLE II

ORGANIZATION DEFINITION

Section 1. The RCCAC is a non-profit corporation for the purpose of:

- A. Providing social, educational and recreational activities for its membership.
- B. Participating in and supporting civic activities for the betterment of the community.
- C. Encouraging and promoting the preservation and restoration of classic motor vehicles.
- D. Providing organized activities involving the driving and showing of member's cars.

ARTICLE III

MEMBERSHIP

Section 1. Both single memberships and dual memberships (same address couples) shall be made available. Each member will have the right to one vote and participate as an elected and/or appointed chair.

Section 2. All members shall immediately notify the Membership of changes of Name, Address, e-mail Address and Telephone Number.

Section 3. All members will conduct themselves in a proper and orderly manner whenever involved in club sponsored activities. Conduct by a member that reflects adversely on the RCCAC may subject the member to expulsion at the discretion of the Executive Board.

Section 4. Membership is limited to those interested in the promotion, preservation or restoration of classic motor vehicles.

ARTICLE IV

MEMBERSHIP DUES

Section 1. Dues shall be \$20.00 per individual and \$30.00 per couple. Dues are payable on or before the date of the February general membership meeting. Dues shall be 50% percent of the annual fee starting July 1st through October 1st for new members joining during that period. New member signups in November and December will carry over until the annual re-enrollment date of January 1st of the following year. Dues shall

become delinquent on March 31 of each year and delinquent members will be dropped from the current RCCAC Roster. .

Section 2. Membership dues can be changed by a simple majority (50% + 1) of the members present at a general meeting.

Section 3. Membership dues shall not be pro-rated. Those joining in November or December however will be carried over through the following year.

ARTICLE V

EXECUTIVE BOARD

Section 1. The **Executive** Board shall be made up of five elected officers consisting of the President, Vice-President, Secretary, Treasurer and Car Show Director(s), two elected Directors and the Past President who serves as the Third Director. In the event the immediate Past President is not available, a Third Director shall be elected from the general membership to serve a one (1) year term.

Section 2. The Executive Board shall control and manage the property, affairs and business of the RCCAC and report their actions to the membership at a general meeting.

Section 3. The Executive Board may cause the books and financial records to be audited at any time.

Section 4. No member of the Executive Board shall receive compensation for any service rendered to the RCCAC. Members of the Executive Board may be reimbursed for their authorized expenses incurred in the performance of their duties.

Section 5. The Board shall have only one (1) family member per each term of office.

ARTICLE VI

BOARDMEETINGS

Section 1. A quorum for the transaction of business at any meeting of the Executive Board shall consist of 6/8 of the Executive Board.

Section 2. The Executive Board shall meet at such times as deemed necessary by the President.

Section 3. Whenever possible, Board members are to be notified no less than five (5) days prior to any meeting. Meetings may be by phone or other form of communication, i.e., e-mail.

ARTICLE VII

VOTING REQUIREMENTS

Section 1. Each member present shall be entitled to one (1) vote at the General Membership meetings.

Section 2. The President of the RCCAC shall cast a vote only in the case of a tie.

Section 3. A simple majority (50% + 1) of the membership present at a duly convened meeting shall represent the consensus of the members. See exceptions; **ARTICLE XV, Section 3** and **ARTICLE XVI, Section 3**.

Section 4. General Membership meetings shall be held as agreed upon by a vote of the membership.

Section 5. The Executive Board may remove any officer, with cause, at any meeting, providing that 6/8 of the Executive Board vote for removal.

Section 6. The membership may overrule the Executive Board with a simple majority vote (50% +1) at a general meeting.

ARTICLE VIII

ELECTIONS AND DUTIES

Section 1. Election of Officers.

A. The elected officers shall consist of the: President, Vice-President, Secretary, Treasurer, Car Show Director, 1st Director, 2nd Director and a 3rd Director when an immediate Past President is not available.

B. Candidates for office shall be nominated in September by a 5 member Nominating Committee and presented at the general membership meeting in October. At the October meeting additional nominations shall be taken from the floor.

C. Voting shall take place at the November General Meeting by secret ballot. All ballots shall be counted and checked by three (3) members other than the nominees.

D. In the event of a vacancy in any office, except the office of President, a special election shall be at the next General Membership meeting to elect a successor.

Section 2. Terms of Office.

A. The term of office for President, Vice-President, Secretary, Treasurer and Car Show Director shall be for one year. Car Show Director shall serve from July to July. This shall be by a majority vote of the membership, a quorum being present.

B. The term of office for the 1st Director and 2nd Director shall be two (2) years. The 1st Director shall be elected on even numbered years and the 2nd Director shall be elected on odd numbered years.

The election of the 3rd Director shall be for one year when required. (In the event that the immediate Past President is not available) this shall be by a majority vote of the membership present.

Section 3. Duties of Officers.

A. The President shall be the principal executive officer of the RCCAC and shall in general, supervise and control all of the business and affairs of the RCCAC. The President shall preside at all meetings of the Executive Board and membership. The President shall be without the right to vote on the Executive board except in the event of a tie. The President shall act as the official spokesperson for the RCCAC.

B. The Vice-President shall, in the absence of the President, serve in that capacity. The Vice-President shall also serve as the Parliamentarian and perform other duties as may be assigned by the President or Executive Board. In the event of a vacancy of the Presidency, the Vice-President shall assume the office and the duties of the President.

C. The Secretary shall keep the minutes of the membership in a permanent ledger provided for that purpose. Be the custodian of the RCCAC records and shall file any and all necessary documents with the local, state and federal agencies. The Secretary in general, shall perform all duties incident to the office and any other duties as may be assigned by the Executive Board.

D. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the RCCAC. Receive and give receipts for all moneys due and payable and deposit all such moneys in the name of RCCAC in such banks or other depositories as shall be selected by the Treasurer with the approval of the Executive Board. Read each month to the membership the previous months; beginning of the month balance, the income, the expenses and end of month balance. Also the Treasurer will provide at the February meeting the necessary financial reports to meet state requirements. The Treasurer shall request and maintain a complete listing of Car Club and Car Show assets and oversee an annual audit of the assets. Club members involved with the use of **these** assets shall report any changes to the Treasurer. The Treasurer in general, shall perform all duties incident to the office and such other duties as may be assigned by the Executive Board.

E. The Past President shall serve as the 3rd Director and as an advisor to the Executive Board.

F. Car Show Director(s) duties shall be limited to planning, directing, coordinating and executing the annual car show with the express authority to commit Car Show funds for Show expenses. The car show Director(s) is responsible for establishing an annual Car Show Budget and shall be used as a guideline to prevent overspending. The Car Show Director(s) may attend all Board meetings and shall have only a single vote.

ARTICLE IX

COMMITTEES

Section 1. Standing committees shall be established as deemed necessary by the Executive Board.

Section 2. The Chairperson of each committee shall be approved by the Executive Board.

Section 3. Each Committee may adopt rules for its own government not inconsistent with other rules adopted by the Executive Board.

Section 4. Upon request, each committee Chairperson shall provide reports of meetings and/or activities to the Executive Board.

ARTICLE X

INCOME

Section 1. RCCAC Club Income, other than from annual Charity Car Show, generated by RCCAC projects or actions as well as dues, must first **be** used to pay club expenses. Remaining income (net) may be used to support RCCAC activities as approved by the membership.

Section 2. Annual Charity Car Show Income.

A. One hundred percent (100%) of the income generated by or for the annual Charity Car Show must be held in a separate account to be used to pay expenses related to the show and to benefit the Rim Country Community Charities and the RCCAC scholarship fund.

B. Charity Selection and Funds Distribution Process:

1. In December of each year, a Charity Nomination Form (on the website) and current information (brochures, handouts) are requested for all charities to be considered for Car Show dollars for the following year.

2. Copies of this information will be compiled into a binder which will be available on the sign-in table at each monthly meeting for review by the membership.

3. The Car Show dollars available for distribution are clearly indicated as total monies after expenses and minus the \$700 holdover amount specified below (C.).

4. The distribution process for Car Show dollars is as follows: a) the equal distribution of dollars to eligible charities if the dollars are equal to or greater than the number of eligible charities; or b) based on the Membership deletion vote process (for each eligible year) when the dollars are less than the number of eligible charities.

C. A minimum of \$700.00 dollars of the annual Charity Car shows net income may be held over each year to help seed the following years Charity Car Show.

ARTICLE XI

MONEY CONTROL

Section 1. Moneys received from all sources shall immediately **be** given to the Treasurer for deposit in the name of the RCCAC in the appropriate accounts of the RCCAC except for petty cash which shall not exceed \$200.00.

Section 2. Any expenditure in excess of \$200.00 requires two authorized signatories authorized signatories shall be limited to the President, Vice-President, Secretary and Treasurer.

Section 3. Any expenditure in excess of \$400.00 must be approved by the Executive Board.

ARTICLE XII

USE AND DISPOSAL OF PROPERTIES AND FUNDS

Section 1. RCCAC Properties and Funds A. All RCCAC properties, funds and reference material may be used to benefit club members for any approved club activities. B. Should the RCCAC disband at anytime, all club properties are to be converted to cash and after all liabilities are paid all remaining funds must be distributed to Rim Country Community Charities.

Section 2. Annual Charity Car Show Properties and Funds.

A. All Annual Charity Car Show properties and funds are to be used for Annual Charity Car Show purposes only. None of this equipment or funds can be used in any way to benefit club members even for approved club activities.

B. Should the RCCAC disband the Annual Charity Auto Show for any reason, all properties must be converted to cash and after all liabilities are paid all remaining funds must be distributed to Rim Country Community Charities.

ARTICLE XIII

RECORDS

Section 1. The fiscal year of the RCCAC shall be the calendar year.

Section 2. The RCCAC shall keep correct and complete books and records or accounts and shall also keep minutes of proceedings of the Executive Board and membership meetings.

ARTICLE XIV

AUDIT

Section 1. The Executive Board shall cause an annual audit of the financial records and report the results at the March general meeting.

ARTICLE XV

ARTICLE AMENDMENT PROCESS

Section 1. Amendments to these Articles shall be proposed at Membership meetings only.

Section 2. Any member may present a proposed amendment in a manner to first define the need and purpose, then to specify the Instruction (s) and Paragraph after discussion, the proposal shall be tabled and voted on by the membership at the next general meeting.

Section 3. The member submitting the proposed amendment shall be present to place the business “on the floor” via a “motion”. A “second” is required. Debate by the membership will be in order. A two-thirds (2/3) majority vote by the attending membership shall be required to carry a motion for an amendment.

EXCEPTIONS TO ARTICLES

Section 1. Exceptions to these Instructions may be enacted on a temporary basis in the event of an emergency situation or when deemed necessary to best serve the interest of the membership.

Section 2. A motion to except a temporary instruction change shall specify the exact date for the period of exception.

Section 3. A unanimous vote cast by the attending membership at a membership meeting shall be required to carry such a motion.

ARTICLE XVII

DISCRIMINATION

The corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion or physical handicaps or disability.

ARTICLE XVIII

RESTRICTIONS

No substantial part of the activities of the corporation shall be the carrying on of

propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501 (C) (7) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Law or (b) by a corporation, contributions to which are deductible in Section 501 (C) (7) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Laws.