

Black Hills Ford & Mustang Club Bylaws

Created January 22, 2020



The Black Hills Ford & Mustang Club, (formerly The Sturgis Mustang Club and Rapid City Mustang and Ford Club) is a non-profit Club dedicated to the preservation, restoration and enjoyment of all vehicles produced by the Ford Motor Company. The Club's objective is camaraderie and fellowship in the hobby of enjoying all vehicles produced by the Ford Motor Company.

What we are all about...

Our club members enjoy everything Ford, from the old to the new; every body style is represented in the club. Our activities start with our monthly meetings where we discuss the business of the club such as our Annual Shows, Other Shows, Cruise Nights, Social Events, and Racing Events around the Black Hills of So. Dakota.

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Index	1
Article I	2
Article II	2
Article III	2
Article IV	2
Article V	2
Article VI	3
Article VII	3
Article VIII	5
Article IX	6
Article X	6
Article XI	6
Article XII	7
Article XIII	7

Article I – Name

1.1) The name of the organization shall be the Black Hills Ford & Mustang Club. Hereafter in this document it shall be referred to as the “Club”

Article II – Location

2.1) The Club meeting shall be in the Black Hills of South Dakota. Special events may also be held at other location(s) by vote of the membership at any of the meetings.

Article III – Purpose and Objective

3.1) The Club is organized to bring people together who are interested in the restoration, preservation, and enjoyment of all vehicles produced by the Ford Motor Company. The Club’s objective is camaraderie and fellowship in the hobby of enjoying all vehicles produced by the Ford Motor Company.

Article IV – Policy

4.1) This Club shall be nonsectarian, nonprofit, and will not discriminate on the bases of race, sex, color, religion, national origin, or handicap.

4.2) Club members shall have the right to govern and control its activities through its duly elected Officers

4.3) This organization is non-profit and no part of earning shall inure to the benefit of any member and it shall not engage in a regular business of a kind ordinarily considered for a profit.

Article V – Membership

5.1) Membership shall be open to anyone who has an interested in any of the vehicles produced by the Ford Motor Company. Ownership of a vehicle produced by the Ford Motor Company is not a requirement. Member in this Club shall be the Team for which dues are current. It shall be limited to those who support the purpose of this organization.

5.2) Member Classifications:

- A) Full Membership – a member in good standing who is entitled to full participation and all the Club’s benefits. Any person can be classified as a member in full standing with payment of dues in full and acceptance of any officer.

- B) Associate Membership – a member in good standing that may attend any Club meeting but may not vote and has restricted organizational privileges. An associated member is defined as a member who pays reduced membership dues, is entitled to special event newsletter, and is able to participate in Club “Car Shows”.

5.3) Resignation of Membership – a member may resign “at will”. The resignation will be recognized in a written resignation to an Officer of the Club. Such resignation shall be deemed to be effective when accepted by the Board of Officers if it has no effective date stated therein, and dues for the current year shall be forfeited.

5.4) Removal of Membership – The Board of Officers may cancel the membership of any member by a majority vote upon determining that such member has:

- A) Failed to remit dues by March 31st.
- B) Been guilty of conduct actually and substantially injuring the good name or reputation of this organization. Right to appeal shall be as provided in these bylaws.

Notification of cancellation shall be presented in writing to the member concerned.

5.5) Appeal of Cancellation of Membership – Any individual whose membership has been cancelled may make a written appeal for reinstatement as follows:

- A) To the Board of Officers, which shall be considered and passed upon at the next annual, regular, or special meeting held within thirty (30) days of the notification of appeal.
- B) To the general membership, by forwarding written notice of appeal to the Secretary of the Club not less than sixty (60) days prior to the date of the next annual meeting. Such notice shall be placed upon the agenda of the next annual meeting. Membership will be reinstated only upon majority vote of such meeting.

Article VI – Dues

6.1) Dues for membership in the Club shall be Twenty Dollars (\$20.00) per year, payable at the annual Christmas Party. Dues paid at the annual Christmas Party shall be discounted to Fifteen Dollars (\$15.00). Members who have fallen into arrears shall pay the full yearly rate to be reinstated into the Club. The option of the newsletters and correspondence by email will be highly encouraged and will be used unless directed by the member not to use it. Fiscal year runs January 1st to December 31st.

Article VII – Officers

7.1) The Officers of the Club shall be the President, Vice-President, Treasurer, Business Manager, Web Master, and Secretary. Who shall comprise the Board of Officers also referred to as the Board of Directors.

7.2) At the annual meeting, the Officers of this Club shall be elected to a term of two (2) years which are staggered, by majority votes cast. President, Treasurer, and Business Manager are staggered with

the Vice-President, Secretary, and Web Master, to allow for continuity. Ballots must be cast if more than one candidate is seeking office. Tallying of ballots must be judged by an appointee of the President. In the event of a tie-breaking vote must be taken, if still tied, the winner shall chose by lots. In the presence of only one person seeking office, a hand or voice must taken. The elected Officers shall take office at the adjournment of the Annual meeting.

7.3) A Nominating Committee shall consisting of three (3) members shall be elected by the membership no later than two (2) months prior the annual meeting to solicit potential candidates for the Board of Officers. Only those persons who have signified their consent to serve if elected shall be nominated for, or elected to, such office.

7.4) An Auditing Committee shall be appointed by the President no later than one (1) month prior to the annual meeting and consist of two (2) member to audit the financial records of the Club. Auditing of the books must be completed by the annual meeting, prior to the election of the Treasurer. The audit report shall be presented at the annual meeting.

7.5) Any Office of the Club is allowed to spend up to One Hundred Dollars (\$100.00) at their discretion for the benefit of the Club. Expenses in excess of this amount must be approved by a vote of the membership at the general business meeting.

7.6) Resignation of Officer – The resignation of any Officer shall be deemed effective until accepted by the Board of Officers. The same shall have been submitted in written and specified to be effective as of a certain date.

7.7) Removed of an Officer – Any Officer shall be removed from office for cause by the affirmative vote of such effect of quorum of al duly elected and qualified member of the Board of Officers with a minimum of 50% Office present. Good cause shall be defined as:

- A) Failure to hold ethics of standards
- B) Been guilty of conduct actually and substantially to injure the good name or reputation of this Club.
- C) Any Substantial neglect of duty.
- D) Such unethical or immoral conduct by such Officer which together with the attendant publicity of anticipated publicity will reflect unfavorable upon the Club.

7.8) Filling a vacancy on the Board of Officers – interim vacancies on the Board of Officers by resignation, death, or removal in aforesaid shall be filled by vote of the remaining Board of Officers. Any such appointments shall only be effective until the next annual meeting of the membership.

7.9) MCA Membership for Club Officers – People holding an Officers position with the Club are required to hold national Mustang of America Club membership. This is a national requirement. Proof of membership will be provided by receipt, MCA Club card, or cancelled check with MCA number.

Article VIII – Officers to be Elected

8.0) Prerequisites for Officers – Officers to be elected must be members in good standing of the Club.

8.1) President – The President shall be general manager of the Club, shall have general supervision of the business, shall conduct all of the regular business of the Club, shall see that all orders and resolutions of the Board of Officers are enforced and put into effect, shall be its principle officer and agent, shall serve as chairman of the Board of Officers, and shall preside at all meetings. By way of extension rather than limitation, power, and discretion as shall reasonable be necessary, incident to or convenient for accomplishment of its purpose of the Club and transaction of all its business or whatsoever nature.

8.2) Vice-President – The Vice-President shall exercise all function of the President in absence of disability of the President and, when so acting, shall have all of the power and authority of the President. The Vice-President has the authority to approve or reject all application for member in accordance with all bylaws of this Club; applications shall be made upon standard forms furnished by this Club and submitted with annual dues. Any application which is rejected or not approved, (a letter of rejection shall be send to the applicant by the Vice-President.) May be referred to the Board of Officers for reconsideration upon the written request of the applicant made to the President of the Club. The Vice-President shall perform such other dues as from time to time may be assigned.

8.3) Secretary – The Secretary shall attend all meeting of the membership and the Board of Officers, shall keep a full and accurate account of their proceedings and monthly shall have cause to prepare and email or mail/ proceedings of meetings of the membership or the Board of Officers and shall keep record of the last known addresses of all members and Officers.

8.4) Treasurer – The Treasurer shall monitor the accounting of receipts and disbursements direct preparation of records of finances, prepare a monthly financial report to the membership, and obtain and keep checking account book for the Club. There shall be two signers for the account, Treasurer and President. All disbursements shall be approved by the members of the Club. The Treasurer shall maintain a record or all paid members.

8.5) Business Manager – The Business Manager shall be responsible for obtaining and filing tax forms and responding to all correspondence with the federal, state, and local governments.

8.6) Web Master – The Web Master is responsible for upkeep of the clubs website, www.blackhillsfordandmustangclub.com. Through the request of other offices in the Club or by the Club vote. This person will ensure that the desired information is in good taste and suitable for viewing of all ages and will be used to benefit all members.

8.7) Chair Committee Member(s) – Chair Committee Members are a one year term. This is not an Officer position. This is a volunteered position and reports to the President.

8.8) Regional MCA Representative – The Regional MCA Representative must send a yearly submission packet to MCA and notify the Club of any and all updates as well as any upcoming MCA events. This is not an Officer position. This is a volunteered positon and reports to the President.

Article IX – Meetings

9.1) Regular Meetings shall be once a month to be determined at the previous month's meeting. Time and place will be announced to the entire membership by the Secretary. All Officers of the Club shall attend a minimum of 50% of all meetings or are subject to removal.

9.2) Special Meetings shall be called by the President to conduct business deemed necessary to achieve the goals of this Club.

9.3) Committees:

- A) Only members of the origination shall be eligible to serve in an elective or appointive positions.
- B) The executive board may create such standing committees as it may deem necessary to promote the purpose and objects of the association. The term of each chairperson shall be one year or until the selection of a successor. The chairperson shall be elected by the committee members.
- C) The chairperson of each standing committee shall present a plan of work to the membership a general business meeting for approval.
- D) The President shall be a member ex officio of all committees, except the nominating committee.
- E) The power to form special committees and appoint or elect their members rest with the organization (unless bylaws delegate this power to the President or Board of Directors.)

9.4) Annual Meeting shall be held in the month of December to elect Officers and conduct such business as deemed necessary. Persons will be nominated for elected positions and voted on at the annual meeting. Time and place will be announced by the Secretary.

9.5) Quorum shall be simple majority of at least fifty percent (50%) of the Officers and members in good standing present for regular/ special/ annual meeting but not less than five (5) members total.

9.6) Members in absentia may vote on issues stated in the monthly newsletter. Proxies for special items must be submitted to any Club officers prior to the meeting.

Article X – Fiscal Year

10.1) The fiscal year of this Club, for tenure of officers, shall be from every 2nd annual meeting.

10.2) The fiscal year of this Club, for purposes or accounting and taxes shall be from January 1st to December 31st.

Article XI – Parliamentary Authority

11.1) Robert’s Rules or Order Newly Revised shall be parliamentary authority where applicable and where there is no conflict between said rules and the Bylaws or the Club.

Article XII – Amendments to the Bylaws

12.1) These bylaws may be amended by two-thirds (2/3) vote of membership present and voting at the annual meeting, the necessary quorum being present, provided that the full text to the proposed amendment(s) to the Bylaws have been made known to the Club membership not less than sixty (60) days prior to the day of the annual meeting. Thirty (30) days prior the annual meeting for discussion.

Article XIII – Dissolution

13.1) If deactivation of dissolution of this Club shall occur by a majority of the membership, all funds remaining in the treasury after payment of all debts shall be contributed to such exempt charitable organization as shall be voted by membership.

13.2) Suspension of the Club will take place at such time that the President and Vice-President Officers positions are not filled. This article will be enacted when voted by the Club membership by a majority vote and when dissolution of the Club does not want to be enacted.

13.3) Membership of the Club will also remain in suspension when the Club is voted to be in suspension.

13.4) The period of time for suspension of the Club will be for no longer than one year. After the one year period the Clubs remaining officers, prior to suspension, will in act Article XIII and dissolve the Clubs assets or reinstate Club operation according to the Bylaws.