**GALLOPIN' GERTIE MODEL "A" FORD CLUB, INC.**

A chapter of the Model "A" Ford Club of America
And a region of the Model "A" Restorers Club.

Founded 1964

**BY-LAWS**
Approved by the Membership April 17, 2000

## ARTICLE I
## NAME

The name of this organization shall be GALLOPIN' GERTIE MODEL "A" FORD CLUB, INC. It shall be affiliated with the Model "A" Ford Club of America as a chapter and with the Model "A" Restorers Club as a region. Its principle office shall be in Tacoma, Washington.

## ARTICLE II
## PURPOSE

The purpose of this organization 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 efforts to restore and preserve the car in its original likeness.

SECTION 2. To unite in a central organization, owners 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 owners become better acquainted, encourage and maintain among its membership the spirit of good fellowship, sociality and fair play, through sponsored activities including the use of the Model "A" Ford and family participation.

## ARTICLE III
## MEMBERS

SECTION 1. CLASS OF MEMBERS, VOTING RIGHTS, DUES, AND QUALIFICATIONS:

(a) Individual members shall be entitled to receive all club notifications, a membership name badge, the monthly newsletter, a copy of the membership roster, a copy of the Club's by-laws, participate in all Club activities, and shall have the right to vote.

(b) Family membership shall be issued to the immediate members of a family living in the same household. Family members shall not receive separate notifications or Club roster, but will receive a name badge and the right to participate in all Club activities. All family members over the age of 18 shall have the right to vote.

(c) Honorary Lifetime membership may be bestowed, by the Board of Directors, to Family or Individual members. Honorary Lifetime Membership shall carry all rights and privileges of membership.

(d) Family members, having lost a spouse, are eligible for 3 years membership at no charge.

SECTION 2. REQUIREMENTS FOR MEMBERSHIP:

Requirements for membership shall not insist upon actual possession of a Model "A" Ford, merely an interest in the objectives of the Club and a desire to take part in club activities. The applicant must remit the annual dues with the application and attend one meeting. An applicant for membership must be of good character as to be of benefit to the club and its functions and objectives and must display sincerity of purpose. All members of the GALLOPIN' GERTIE MODEL "A" FORD CLUB, INC. are encouraged to be members of the Model "A" Ford Club of America and/or the Model "A" Restorers Club. Membership applications shall be reviewed and voted upon by the members of the Board of Directors. An applicant must be acceptable to the majority of the Board of Directors.

SECTION 3. DUES:

(a) Subject to the recommendation of the Board of Directors and upon approval of the membership to change the same from time to time, the dues shall be payable by members in the amounts approved by the membership and specified in the newsletter.

(b) Dues paid by a new applicant on or after November 1st of each year, shall, if membership is granted, constitute payment of the full dues for the ensuing year.

(c) Dues shall be paid prior to the First Day of January of each year.

(d) Any member shall be in default in the payment of dues after January 31. Their membership may be terminated without notice.

SECTION 4. TERMINATION OF MEMBERSHIP:

The Board of Directors, after receipt of written petition, may suspend or expel a member for cause after an appropriate hearing and an affirmative vote of 2/3 of the members of the Board of Directors.

SECTION 5. RESIGNATION:

Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigned of the obligation to pay assessments or other charges therefore accrued and unpaid.

SECTION 6. REINSTATEMENT:

Upon written request signed by a former member and filed with the Secretary, the Board of Directors may, by affirmative vote of 2/3 of the Board members, reinstate such former member to membership upon such terms as the Board may deem appropriate.

SECTION 7. TRANSFER OF MEMBERSHIP:

Membership in this organization is not transferable or assignable.

## ARTICLE IV
## MEETING OF MEMBERS

SECTION 1. MEMBERSHIP MEETINGS:

Membership meetings shall normally be held on the 4th Thursday of each month at the time and place designated by the members of the Board of Directors.

SECTION 2. SPECIAL MEETINGS:

Special meetings of the members may be called either by the President, the Board of Directors or by petition of not less than one-third of the members having voting rights.

SECTION 3. NOTICE OF MEETINGS:

Members will be notified of general, board or special meetings by phone or mail as directed by the Board of Directors with at least 15 days advance notice.

SECTION 4. QUORUM:

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

SECTION 5. MEETINGS OF THE BOARD OF DIRECTORS:

Meetings of the Board of Directors shall be held on the day of the month and time as set by the Board of Directors. Date, time and place shall be published in the newsletter and announced at the regular meeting. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a majority of the Directors are present at said meeting, no business shall be transacted.

## ARTICLE V
## OFFICERS

SECTION 1. OFFICERS:

Officers shall be the President, Vice-President, Secretary, Treasurer and Chapter Representative.

SECTION 2. BOARD OF DIRECTORS:

The Board of Directors shall consist of all elected officers, four Trustees and the Editor of "Gerties Gossip". The affairs of the Club shall be managed by the Board of Directors. The immediate Past President shall be an ex-officio member of the Board of Directors. All Board members shall be bonded by the Club at the Club's expense.

SECTION 3. ELECTION, TERM OF OFFICE:

(a) Officer of the Club shall be elected annually and shall serve for a one-year period from November 1st to October 31st.

(b) No person shall hold the same office for more than two consecutive office terms. A person may hold that same office again after the lapse of one year.

(c) Candidates for all offices shall be selected by a nominating committee, which shall be selected by the Board of Directors.

Additional nominations may be made from the floor at the August general meeting. If no candidate can be found for an office, the President shall appoint a candidate, subject to the approval of the membership.

(d) Elections will be made by ballot, sent by mail to every member, so the returns of ballot may be compiled and counted at the September General Meeting. Election shall be the simple majority.

(e) There shall be four Trustees. Two Trustees will be nominated and elected at the September General Meeting. Trustees will serve terms of two years, two being elected each year.

(f) The Editor shall be appointed by the President and confirmed by the Board of Directors.

(g) New officers shall take office at the November Board meeting.

(h) Officers shall not receive any salaried for their services, however, they may be reimbursed for expenses directly incurred in the performance of their duties, upon approval of the Board of Directors. This shall include the required payment of dues to the National Organizations as required.

(i) Recall of Board Members:

1) All Board members shall be subject to recall.

2) A Board member who has missed two or more Board meetings shall be subject to review by the Board of Directors.

3) Recall charges shall be made out in proper form and signed by one-half of the general membership.

4) Said charges to be read at one General meeting and voted upon at the next General meeting.

5) Recalled Board members shall be given a chance to be heard at a General meeting prior to the recall vote.

6) Recall shall require a vote of at least three-quarters of all members present at the General meeting.

SECTION 4. VACANCIES:

A vacancy in any office because of death, resignation, removal. Disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

## ARTICLE VI
## DUTIES OF OFFICERS

All officers shall be members of the Model "A" Ford Club of America and the Model "A" Restorers Club.

SECTION 1. PRESIDENT:

The President shall be the principal executive officer of the Club and shall, in general, supervise and control all of the business affairs of the Club. The President shall preside at all meetings of the Club. The President shall cause to be called. Regular and special

meetings of the club officers and members in accordance with the by-laws and shall perform all the duties incident to the office of President.

SECTION 2. VICE-PRESIDENT:

The Vice-President shall assume the duties of the President during absence or when such office is made vacant by death, resignation or otherwise and shall also serve as Tour Coordinator.

SECTION 3. SECRETARY:

The Secretary shall:

(a) Take minutes at all the meetings.

(b) See that all notices are duly given in accordance with these by-laws.

(c) Cause all voting ballots to be tabulated.

(d) Perform such duties as may be assigned by the President or the Board of Directors.

SECTION 4. TREASURER:

The Treasurer shall:

(a) Have charge and custody and be responsible for the operating funds of the Club.

(b) Collect from members, dues and other fees as may be payable to the Gallopin' Gertie Model "A" Ford Club.

(c) Notify the Editor when members are 30 days delinquent in dues.

(d) Provide a suitable safe keeping in bank accounts for all monies received and make a detailed accounting of all collections and expenditures, reportable at each Board meeting.

(e) An annual audit report, signed by a Board-appointed review committee, shall be made available to the General membership no later than June 30.

SECTION 5. CHAPTER REPRESENTATIVE:

The position of Chapter Representative shall be that of public relations and liaison officer between club, regional and national organizations and to the public.

SECTION 6. TRUSTEES:

The duties of the trustees shall be to represent the general membership at the meetings of the Board of Directors. They are also responsible for the programs presented at the general meetings, maintaining the Club Scrapbooks, organizing workshops, and other duties assigned by the President.

(a) Trustee #1, who is elected in an odd year, shall be the Membership Director.

(b) Trustee #2, who is elected in an even year, shall be the Workshop and Tool Director.

(c) Trustee #3, who is elected in an odd year, shall be the Program Director.

(d) Trustee #4, who is elected in an even year, shall be in charge of the Scrapbook and the inventory of Club assets.

SECTION 7. EDITOR:

The Editor shall:

(a) Be responsible for the publishing and distribution of the Club newsletter and the Club directory.

(b) Keep a register of Post Office addresses of all members.

(c) Notify members that are delinquent in their dues.

(d) Be responsible for the Club library.

(e) Provide other printed matter as directed by any Board member.

## ARTICLE VII
## ORDER OF BUSINESS

SECTION 1. CALL TO ORDEER AND PLEDGE OF ALLEGIANCE

SECTION 2. GREETINGS AND INTRODUCTIONS

Greetings and introductions of new members and visitors.

SECTION 3. MINUTES

Reading and approving of previous general meeting minutes.

SECTION 4. BOARD MINUTES

Reading of board meeting minutes.

SECTION 5. TREASURER'S REPORT

Treasurer's financial report which shall include the total income, expenditures and balance of each account shall be read.

SECTION 6. CORRESPONDENCE

Correspondence read and acted upon.

SECTION 7. COMMITTEE REPORTS

SECTION 8. OLD BUSINESS

SECTION 9. NEW BUSINESS

SECTION 10. FOR THE GOOD OF THE ORDER

SECTION 11. ADJOURNMENT

## ARTICLE VIII
## COMMITTEES

SECTION 1. COMMITTEES:

Committees shall consist of a Membership Committee, Sunshine Committee, Auditing Committee, Finance Committee and such other committees as may be deemed necessary by the President or the Board of Directors.

(a) The Membership Committee shall consist of every member of the Club and headed by a Trustee.

(b) The Sunshine Committee shall be appointed by the Board of Directors and shall consist of two or more members.

(c) The Auditing Committee shall consist of three members, appointed by the Board of Directors. They shall audit all books and property of the Club at the end of the fiscal year with a report to the membership no later than June 30.

(f) The Finance Committee shall consist of three or more members appointed by the Board of Directors.

## ARTICLE IX
## CONTRACTS, CHECKS, DEPOSITS, FUNDS AND EXPENDITURES OF CLUB MONIES

SECTION 1. CONTRACTS:

The Board of Directors may authorize any officer or officers, agent or agents of the Club, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club and such authority may be general or confined to specific instances.

SECTION 2. CHECKS, DRAFTS, ETC.:

All checks, drafts or other order of payment of money, notes or other evidences of indebtedness issued in the name of the Club shall be signed by such officer or officers, agents or agents of the Club and in such manner as shall, from time to time, be determined by resolution of the

Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President of the Club.

SECTION 3. DEPOSITS:

All funds of the Club shall be deposited within one week to the credit of the Club in such bank or depositories as the Board of Directors may direct.

SECTION 4. GIFTS:

The Board of Directors may accept, on behalf of the Club, any contribution, gift, bequest or device for the general purpose of the Club.

SECTION 5. EXPENDITURE OF CLUB MONEY:

(a) No member of the Club may obligate the Club for any expenditure or gift without the prior approval of the Board of Directors.

(b) Any expenditure proposal in excess of $500.00 shall be presented to the Board of Directors for its review and consideration prior to being presented to the membership for approval at a general meeting.

(c) The Board of Directors may grant the various committees such spending authorization as is necessary in the fulfillment of their function.

(d) Expenditures in the nature of contributions, donations or gifts outside the normal activities of the Club shall be subject to review by the Board of Directors. Any such proposal shall first be presented for discussion at a meeting of the Board of Directors. If deemed applicable or consistent with the purposes of the Club, by the Board of Directors, such proposal shall be published in the next Club Newsletter, brought up for discussion at the next general meeting and voted upon at the next general meeting thereafter.

## ARTICLE X
## CLUB AFFILIATIONS

The club shall retain affiliations with the Model "A" Ford Club of America and with the Model "A" Restorers Club. It shall conform to the purpose for which these National Clubs were organized. It may also affiliate with other organizations with similar goals and purposes, by resolution of the Board of Directors and vote of the membership.

## ARTICLE XI
## FISCAL YEAR

The fiscal year of the Club shall begin on the first day of January and end on the 31st day of December in each year.

## ARTICLES XII
## AMENDMENTS TO BY-LAWS

These by-laws may be altered, amended or repealed and new by-laws may be adopted by a 2/3 majority of the members present at any regular meeting or at any special meeting., provided that at least fifteen days written notice is given to all members, of intention to alter, amend or repeal or to adopt new by-laws at such meeting.

## ARTICLE XIII
## ADDITIONAL RULES

Anything not specified in these By-laws shall be governed by Roberts Rule of Order.