

BYLAWS OF THE TWIN CITIES REGIONAL GROUP EARLY FORD V-8 CLUB OF AMERICA
(A Minnesota Corporation)

ARTICLE I PURPOSE AND CLASSIFICATION.

SECTION 1

Purpose: The general purpose of this club, hereinafter called the TCRG, incorporated April 19, 1973 as a non-profit corporation, shall be to preserve, enjoy and authentically maintain Ford Motor cars of the years 1932 through 1953 inclusive and to serve as an accurate source of information concerning these automobiles for the benefit of its members as well as the general public.

SECTION 2

Classifications: In order to facilitate the general purposes, automobiles shall be classified in the following categories:

A) **Ford V-8.** This classification shall include all authentic 1932 through 1953 Ford Motor Company cars and commercial vehicles bearing the name Ford or Mercury and being powered by a flat cylinder head V-8 engine. This classification will be known as the basic interest of the club.

B) **Factory Vehicle.** This classification shall include all authentic 1932 through 1953 Ford Motor Company cars that do not bear the name Ford (other than Mercury) such as Lincoln and G.P. (General Purpose) Jeep.

C) **Special Interest Car.** This classification shall include any Ford Motor Company produced automobile 1932 through 1953 that is of unique design, outstanding features or unusual factory styling. This category shall include the four cylinder and six cylinder Fords of these all-inclusive years.

D) **Modified Car.** This classification shall include any Ford Motor Company produced automobile, 1932 through 1953, which has been altered which is of outside appearance complete as the automobile was intended. Engine and chassis changes are acceptable provided they have been done in a workmanlike manner.

SECTION 3

Classifying: The Board of Directors will decide on which category, A, B, C or D, can be used on a TCRG based function. The classification A (Ford V-8) will be known as the basic interest of the club.

SECTION 4

Authenticity: The word "authentic" will be defined for the purposes of clarification as being the proper description of a genuine standard production vehicle in that it must be of the same chassis, body, upholstery, color, engine type and general parts as that which the Ford Motor Company offered in that particular year of the vehicle's production.

SECTION 5

Exceptions: It is hereby noted that four exceptions can be made, (1) seatbelts, (2) hydraulic brakes, (3) sealed beam headlights, and (4) turn signal indicators. These are for the safety of the driver and to conform to legislative road safety requirements if passed. A judging committee of the TCRG at their discretion may waive sections 4 and 5.

ARTICLE II

PERSONAL LIABILITY.

SECTION 1

Neither the members of the corporation nor the Board of Directors, present or future, shall be personally liable for any claim, damage, or debt against the corporation or its members.

SECTION 2

No member of this non-profit corporation shall have the right to individual proceeds of the club assets or property.

ARTICLE III

OFFICERS.

SECTION 1

Board of Directors: The Region shall be governed by a Board of at least five and not more than nine Directors. The Directors shall be directly elected by the active membership by plurality vote. The term of office shall be three years with the terms of one third of the members expiring each year.

SECTION 2

Officers: The Board of Directors shall elect a President, Vice-President, Secretary and Treasurer. All officers shall be members of the Board of Directors and shall be elected for a one year term.

SECTION 3

Subordinate Officers: The Board of Directors may appoint such other officers as the business of the corporation may require; each of whom shall hold office for such period, have such authority and perform such duties as are provided in the by-laws or as the Board of Directors may from time to time determine.

SECTION 4

Removal and resignation: Any officer may be removed for causes by a majority of the Directors at the time in office, at a regular or special meeting of the Board of Directors. In the case of a subordinate officer chosen by the Board of Directors, by any officer upon whom such power of removal may be conferred by the Board of Directors.

Any officer may resign at any time by giving written notice to the Board of Directors or to the President or to the Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later time specified therein, and unless specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 5

Vacancies: A vacancy in any office because of death, resignation, removal, disqualification, or any other cause, shall be filled as an appointment made by the Board of Directors.

SECTION 6

Succession: Any officer may serve as many consecutive terms as elected.

SECTION 7

Election Process:

- A) A ballot will be prepared each year by the Board of Directors to fill the positions of Directors whose terms are expiring.
- B) The ballot shall have a minimum of one candidate per office.
- C) Each position will be filled by plurality vote.
- D) The ballots will be tabulated by no less than two members in good standing whose names are not on the current ballot as specified by the Board of Directors.
- E) At the first meeting of the newly formulated Board following the general election, The offices of President, Vice-President, Secretary and Treasurer will be elected By plurality vote of the Directors for one year terms.
- F) New officers will be presented to the general membership at the membership Meeting following Board elections.

ARTICLE IV DUTIES.

SECTION 1

Board of Directors: The Board of Directors shall be responsible for the general management and control of the affairs and property of the Region and shall perform all duties not specifically designated by these by-laws. At any meeting a simple majority of members shall constitute a quorum. Unless otherwise provided, a majority vote shall decide.

SECTION 2

President: The president shall be the Chief Executive Officer of the corporation and shall, subject to control of the Board of Directors, have general supervision, direction, and control of the business and affairs of the corporation. He shall preside at all meetings of the members and at all meetings of the Board of Directors. The president or his designee shall sign all contracts and other instruments of writing, provided however, that all contracts and instruments in writing are first approved by the Board of Directors.

SECTION 3

Vice President: The vice President shall perform all the duties of the President in his/her absence and when so acting shall have all the powers and restrictions of the President as set forth in section 2.

SECTION 4

Secretary: The Secretary shall attend all meetings of the members and Board of Directors and record the minutes of all meetings. In the absence of the Secretary from any meeting of the members or Board of Directors, the presiding officer shall appoint a Secretary pro tempore for the purpose of recording minutes.

SECTION 5

Treasurer: The Treasurer shall keep a current accounting of the club's business transactions. The Treasurer shall deposit all monies and other assets in the corporation depository as may be designated by the Board of Directors. The Treasurer shall disburse the funds of the corporation as may be ordered by the Board of Directors. The Treasurer shall provide a monthly accounting of the Club's assets and liabilities to the Board of Directors. No obligation, debt, or other liability shall be incurred by the Treasurer without specific approval of the Board of Directors.

SECTION 6

Subordinate Officers:

- A) The Board of Directors will designate a Membership officer to maintain a current register of members and supervise the maintenance of the Club Roster and record of dues collection. He/She will also oversee the awarding of membership anniversary pins at appropriate intervals. He/She will also maintain the birthday register, and be the contact person for prospective Members.
- B) The Board shall also designate an Editor who shall maintain the continual function of the Regional Group's monthly publication. He/She shall select a committee to assist with the publication of the Club's newsletter and other needs as the Editor deems necessary.
- C) The Board shall also designate a Media officer who will maintain any Club Audiovisual equipment and remain expert in its use. He/She will also be available to supervise and/or oversee the creation of Club flyers and other media productions as seen fit by the Board of Directors.
- D) These officers may or may not be members of the Board of Directors but would be directly responsible to the Board and available to provide reports and updates as needed.

ARTICLE V **MEETINGS.**

SECTION 1

Membership meetings: The TCRG will hold one general membership meeting for the calendar year. This membership meeting will be held at a central fixed location available to all members. General membership will be notified in writing prior to such meeting. The TCRG may hold such other meetings as the Board of Directors may desire.

SECTION 2

Annual certification: In January of each year the Secretary shall certify to the Secretary of the National Club the names of the TCRG officers elected to serve in the ensuing year.

SECTION 3

Board of Director meetings: The Board of Directors shall hold a minimum of six meetings per year. All board members will be present.

SECTION 4

TCRG membership area: The primary area served by the TCRG is hereby listed: The Minnesota counties of Anoka, Isanti, Hennepin, Ramsey, Washington, Carver, Scott and Dakota.

ARTICLE VI **REVENUES.**

SECTION 1

Fiscal year: The fiscal year shall begin on the first day of January of each year.

SECTION 2

Dues: Dues for each member are assessed for the calendar year. The amount of said dues shall be specified by the Board of Directors. Dues are payable January 1st of each year and are delinquent March 1st. Dues received after October 1st includes the following year. Only members in good standing can vote and only members in good standing can hold office.

SECTION 3

National Club: As a National Club requirement, a list of all members as of June 1st of that year shall be mailed to the National Club so as to be received not later than July 1st.

SECTION 4

National Club membership: Membership in good standing in the National Club shall be a prerequisite to membership in the TCRG.

ARTICLE VII MEMBERSHIP.

SECTION 1

Active family Membership: Shall include husband, wife and children under the age of eighteen. This membership shall have only one vote. All family members shall have all other rights and privileges of the TCRG.

Active joint membership: Both husband and wife are entitled to all club privileges including the right to vote, hold office, exhibit qualified vehicles and to compete for awards at Regional and National meets. Joint members will receive one copy of the Club's publication known as the Rumble Sheet, two membership cards and one copy of the membership roster.

Charter member: Shall be an original signer of the TCRG charter application having continuously preserved his membership in good standing.

SECTION 2

Suspension, expulsion and reinstatement: Any member may be suspended by the Secretary-Treasurer for non-payment of dues after March 1. A member suspended for non-payment shall be automatically reinstated providing he pays current year dues. A member whose dues have not been paid within the current year will receive a new membership number if he renews in a later year.

SECTION 3

Suspension, expulsion and reinstatement by the Board of Directors: The Board of Directors shall have summary power by vote of a majority of its members, to suspend or to expel and terminate the membership of any member for conduct which in its opinion disturbs the order, dignity, business or harmony, or impairs the good name, popularity, good will or prosperity of the organization, or which is likely to endanger the welfare, interest or character of the organization, or for non-payment of dues or for any conduct in violation of these by-laws or of the rules and regulations of the club which may be made from time to time. Such action by the Board of Directors may be taken at any meeting of such board provided subject member has been notified of his right to a hearing on the matter. The proceedings of the Board of Directors in such a matter shall be final and conclusive. After the expiration of the time set forth in any suspension by the Board of Directors, the suspended member may petition the Board of Directors for reinstatement. A three-fourth affirmative vote of all members of the Board of Directors present at any regularly called meeting shall be required to pass upon such reinstatement.

SECTION 4

General: Upon the resignation, suspension, or expulsion of a member, his/her rights and privileges as a member of this club shall cease.

SECTION 5

Anniversary Membership Pins: A TCRG Anniversary Membership Pin shall be awarded to those members who have continuously maintained a paid-up membership. The pins will be presented to the members at the Annual Banquet following ten years of consecutive membership. If the recipients are unable to attend the Annual Banquet, the pin(s) will be awarded by another means within 30 days. The current Membership officer will have the responsibility for maintaining the inventory, verifying the eligibility of the recipients, and awarding of the pins. This process will hold for any further milestone awards that are developed.

ARTICLE VIII

RATIFICATION AND AMENDMENTS.

SECTION 1

Ratification of these by-laws or of an amendment will be made by a majority acceptance by those voting members present at the annual or special membership meeting.

No proposed ratification or amendment shall be placed on the agenda of the meeting without prior notification to the membership.

Ratified this 25th day of January 2016.