

# *New Mexico Council of Car Clubs Bylaws*

## 2015 Bylaws Revision Incorporating Changes August 2017

### **Article I – Name:**

The **name** of this association shall be the *New Mexico Council of Car Clubs*. References below to "**Car Council**" or "**the Council**" shall have the same meaning. The Council shall consist of member clubs from throughout New Mexico. It shall serve to foster communication and cooperation among the member clubs, as well as with similar organizations in other states. It shall be strictly non-profit in nature and will operate as a non-profit New Mexico corporation. Funds for its operation may be levied on its member clubs or raised by promoting automotive events.

### **Article II – Purposes:**

The **purposes** of the Council shall be those listed below.

- 1) To serve the member clubs and their individual members in a spirit of cooperation and communication; to provide for the joint and several interests of the auto hobby; to promote good fellowship, pride of ownership in collectible motor vehicles, and family fun and enjoyment through participation in automotive events.
- 2) To exchange historical and technical information of mutual interest to its member clubs.
- 3) To monitor legislative and regulatory action concerning antique and special interest motor vehicles, and also encourage positive provisions for the licensing and use of collector vehicles, as well as voice the viewpoint of the general membership in regard to public issues that may concern the hobby.
- 4) Said corporation is organized exclusively to publicize the hobby of automobile preservation, to bring favorable public recognition to the hobby, to make the hobbyist aware of legislative and regulatory changes that would hinder the hobby and/or the hobbyist, and to educate the public about our cars and the hobby.
- 5) To support and encourage effective insurance protection.
- 6) To perform such other community service programs as will bring recognition and credit to the automotive hobby.

### **Article III - Membership and Dues:**

**Membership** in the Council shall be open to non-profit collector vehicle clubs which are based in this state, are interested in automotive history and preservation, and wish to communicate and cooperate with the other member clubs for their mutual benefit.

- 1) There shall be three classifications of membership: **Active**, **Associate**, and **Subscriber**.
  - a) **Active Member Clubs** shall have one vote and be counted in a quorum count. These clubs shall send one of their members as a representative to Council meetings. An alternate may attend in the absence of the regular representative. No club or person shall have more than one vote. Active Member Clubs shall have a representative at a minimum of six regular meetings during each fiscal year and shall provide volunteers to assist at Council-sponsored activities upon request. Active Member clubs over 50 miles from the Big I in Albuquerque (as the crow flies) who answer correspondence, participate when possible, and attend at least one meeting each year, shall be entitled to a vote but not counted in a quorum. Active Member Clubs failing to meet these requirements shall become Associate Member Clubs.
  - b) **Associate Member Clubs** shall receive the mailings of the Council, may attend meetings, and may participate in Council-sponsored events. They are not obligated to send a representative to Council meetings, serve on committees or provide volunteers, but may do so if they desire. Associate Member Clubs shall have no vote nor be counted in a quorum.
  - c) **Subscribers** are individuals or organizations who receive regular mailings of the Council, but do not participate in meetings, serve on committees, or participate in activities. These persons or organizations shall have no vote nor be counted in a quorum. Such persons or organizations must apply for and be accepted by a majority vote of a quorum of Active Member Clubs present at a regular meeting. An annual fee of \$15 will be charged for this service. Non-profits, government agencies, and sponsoring entities will not be charged a fee. Subscribers may receive electronic notification of events free of charge. Subscribers

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shall have no vote nor be counted in a quorum.

- 2) An initial application and payment of ten dollars shall be required of new member clubs, together with a copy of club bylaws and a newsletter, if available. New member clubs shall be classified as Associate Member Clubs until they fulfill the obligations of an Active Member Club.
- 3) The Council shall set any fees for renewal of membership by majority vote of Active Member Clubs at a regularly scheduled meeting, at which a quorum is present.
- 4) A club may resign from the Council at its own discretion. Resignation shall be automatic for any club not responding to correspondence or for not paying duly voted fees assessed by the Council, within six months of notification.
- 5) A club may be expelled from the Council for good cause by a majority vote of a quorum of Active Member Clubs present at a regular meeting. Any removed club may be reinstated as an Associate Member Club upon written application and acceptance by the Council. Such clubs shall be eligible to be reinstated as full Active Member Clubs at the end of one year, provided they have met all requirements of Active Member Clubs, and by majority vote of a quorum of Active Member Clubs.

### **Article IV – Officers and Directors:**

- 1) The **Officers and Directors** of the Car Council shall consist of **President, Vice President, Secretary, Treasurer, and Three Directors.**
- 2) **Election of Officers and Directors:**
  - a) The **Officers/Directors** of the Council shall be selected from the representatives of the Active Member Clubs.
  - b) The **general membership** shall submit a list of nominees at the April meeting each year. A Nominating Committee will be selected at this meeting as well. Nominees are to be reviewed by the Nominating Committee to insure all nominees meet the qualifications for the office/directorship that they have been nominated for. At the May meeting, the Nominating Committee will announce the candidates. Candidates must express a willingness to serve before being placed on the ballot. Nominations for Directors will be accepted from the floor, and must be seconded by a representative of an Active Member Club at the May meeting. A ballot will be finalized at the May meeting and sent out to Active Member Clubs that have earned the eligibility to vote.
  - c) **Qualifications for Officer or Director:** A candidate shall be a representative of an Active Member Club for a minimum of three (3) meetings of the Council. This qualification can be waived if approved on a case-by-case decision of a majority of the current Council board. No Active Member Club shall hold more than one office or directorship during a term.
  - d) **Voting** will take place during the June meeting and may be verbal or in writing. Active Member Club representatives may vote in absentia via FAX, electronic or regular mail.
  - e) A person holding a Non-Officer position may hold a Director's position concurrently.
- 3) **Terms of Office:**

The term of office for **President, Vice President, Secretary and Treasurer** shall be two years, and they may run for re-election at the end of a term. No person shall hold the same office for more than two consecutive terms. The term of office shall run from July 1 to June 30. **Directors** shall be elected on a rotating basis for a term of three years, with one being replaced each year at the election meeting.
- 4) **Duties of Officers and Directors:**

The duties of officers shall be those usually recognized and considered incident to the office.

  - a) The **President** shall conduct the meetings, maintain order, and serve as public spokesman for the organization within the goals and interests of the Council. The President shall represent the Council at other meetings, as approved by a majority vote of a quorum of Active Member Clubs at a regular meeting. The President shall sign contracts, as approved by a majority vote of a quorum at a regular meeting.
  - b) The **Vice President** shall serve in the President's absence, assume duties of the President in the event of a vacancy.

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- c) The **Secretary** shall record, maintain, and share minutes of regular and special meetings of the Council with the Newsletter editor. The Secretary shall be given a copy of the inventory lists of all property and the Safe Deposit box. The Secretary shall handle any written correspondence deemed necessary to conduct the business of the Council.
- d) The **Treasurer** shall have custody of and responsibility for all money collected by the Council. All checks not relating to specifically pre-approved budgeted line items shall require the signature of the Treasurer and one other current Officer or Director of the Council, not related to the Treasurer. Disbursement of funds shall be only with prior approval of a majority of a quorum of Active Member Clubs present at a regular meeting, except for previously approved budgeted line items. Discretionary spending shall be limited to no more than 2% of the Car Council's current balance, not to exceed \$600.00. No other individual can authorize or disburse funds on the Council's behalf without prior approval of a majority of a quorum of Active Member Clubs present at a regular meeting. The Treasurer shall file all financial reports and/or statements required by the government tax and corporation, as defined by the IRS Tax Code and the New Mexico Public Regulations Commission. A current financial report will be made available for review by the Officers and the Board at the general meeting and any individual who wishes to view the report.
- e) The **Directors** shall act as an advisory committee for the Council officers and oversee non-officer positions. They shall act to maintain direction and continuity of Council policies. They shall also act as a nominating committee for Council officers.
- f) Non-Officer Positions
  - 1) **Newsletter Editor** shall gather and distribute information pertaining to monthly meetings to all member clubs and notify all clubs of all meetings. Duties shall include sending a monthly newsletter, January through October, via regular mail or e-mail, and maintaining and distributing a Calendar of Automotive Events. The editor shall act as gatekeeper and determine which events are to be listed, within the guidelines of our stated purposes.
  - 2) **Web Master(s)** shall maintain and update the Council's web site. The Web Master shall choose a back-up person to be able to fill in duties if necessary. Responsibilities may also include electronic distribution of pertinent information.
  - 3) **Sergeant at Arms** shall be appointed by the President. Duties will include keeping order at all Council meetings and serving as Parliamentarian.
  - 4) **Facebook:** Acts as a function of the Web Master, and will post events and brochures on Facebook as distributed by the Newsletter Editor. This position may or may not be the back-up for the Web Master.
  - 5) **Resignations and Removals:**

An **officer** or **director** may resign upon 30 days written notice. An officer may be removed from office upon vote of a majority of all Active Member Clubs, for failure to perform assigned duties or for conduct detrimental to the purposes or reputation of the Council. Vacancy so created shall be filled by election among the representatives of the Active Member Clubs. In the event that a president should vacate office after April 1, the Vice President shall preside until the regular election meeting.

### **Article V – Procedures:**

The following **procedures** and policies shall be followed.

- 1) The **Fiscal Year** shall be July 1<sup>st</sup> through June 30<sup>th</sup>.
- 2) **Meetings** will be held on the fourth Wednesday of each month. Representatives will be notified of the time and place each month. A minimum of ten meetings per year will be held.
- 3) **Robert's Rules of Order** will govern the conduct of meetings.
- 4) **Votes** may be by a roll-call vote, either oral or written, at the discretion of the President. Any Active Member Club in good standing may call for a roll-call vote, based on the sign-in sheet. Should the presiding officer wish to take a partisan position on any given subject, he/she should step down, appoint a temporary successor pro-tem to succeed him and manage the meeting while he/she is on the floor.

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- 5) A **quorum** shall be considered to be two-thirds of Active Member Clubs. If a quorum is not present, a simple majority of Active Member Clubs will suffice.
- 6) The **Officers** and **Board of Directors** are responsible for maintaining the Council domain name: [nmcarcouncil.com](http://nmcarcouncil.com) and any future domain names. Domain names will stand in perpetuity transcending all prior and future boards.
- 7) The **website** shall be intellectual property of the Council and owned by the Council as an organization.
- 8) The **Officers** and **Board of Directors** are responsible for all property belonging to the Council. This includes the contents of the Safety Deposit Box, Council financial records, and the contents of the Council trailer. Items that belong to the Council are not to be loaned or rented to individuals or clubs, but are to be used for Council-sponsored events only. This includes the entire contents of the trailer.
- 9) **Items** may be placed on a meeting agenda by any officer or director. The agenda will be distributed to members at least five (5) days prior to a regular meeting.
- 10) The **Board of Directors** shall meet in July and January of each fiscal year to plan, write, and approve a bi-annual budget which will be presented to the general membership at the August and February regular meetings. There will be an annual review of the budget, at which time the Board can update or change the budget to better reflect future expenses.

### **Article VI – Amendments:**

These **by-laws may be amended** by a two-thirds majority affirmative vote of a quorum present at a regular meeting, provided the following provisions are met. Any Active Member Club in good standing may propose amendments. Proposed amendments will be published and sent to all Active Member Clubs at least thirty days in advance of voting on said amendments. Changes must be voted on within sixty days of publication. Vote will be by roll-call, either oral or written. Written ballots from absent, eligible clubs will be accepted, provided that they are received by the balloting meeting, signed by the duly authorized representative of the club, and are verified by all officers of the Council present at the meeting. Any amendment that is defeated may not be reintroduced within a period of one year of its defeat.

### **Article VII – Dissolution:**

Upon the **dissolution** of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Dissolution requires the written approval of two-thirds majority of the Active Member Clubs in the Council.