



Mustang Club of Mid Michigan
Frankenmuth, Michigan
September 19, 2022

MCMM BY-LAWS

ARTICLE I – MEMBERSHIP

Section A: Admission

- a. Members shall have an interest in any Ford Mustang automobile and/or own a Mustang or Shelby automobile, and is of good character.
- b. Members must pay annual dues specified in Article IV – Funds and Finances. *Honorary membership may be extended at the discretion of the Board of Officers.
- c. All paying members will be issued a membership card. Active members may participate in MCMM activities and receive any benefits (such as special discount offers) available through MCMM membership.
- d. Membership is open to everyone.
- e. Members of MCMM are encouraged to belong to the Mustang Club of America.

Section B: Type of Membership

- a. Full time active member
- b. Immediate family of full time active member (member, spouse/partner, children under 18). Active member-family shall have one vote per membership.
- c. Honorary lifetime membership maybe extended to a club sponsor, or an outstanding contributor to the club. No more that two (2) Honorary members may be added per year. These are at the discretion of the Board of Officers. Honorary members shall not have a voting privilege.

ARTICLE II – OFFICERS, DIRECTORS, & APPOINTED POSITIONS

Section A: Officers and Responsibilities

A. President

The President shall:

- a. Be an Elected Officer and acts as chair of the Board of Officers.
- b. The President shall also be a member of the Board of Directors.
- c. Shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and officers of the MCMM.
- d. Have all other powers and duties as may be prescribed by the Board of Directors or these By-laws.
- e. Within this authority and in the course of his or her duties, the President shall:
 1. Preside at all meetings of the members and be an ex officio member of all standing committees of the MCMM.
 2. When authorized by the Board of Directors or required by law, executes, in the name of the MCMM, notices, leases, checks, drafts, contracts and other papers and instruments in writing, and unless the Board of Officers shall otherwise by resolution, make contracts as the ordinary conduct of the MCMM’s business may require.
 3. Shall control, subject to the direction of the Board of Directors, all of the Officers and Directors of the MCMM.
- f. Acts as club ambassador
- g. Responsible for keeping master copy of MCMM Constitution and Bylaws and having them available at all MCMM functions.

- h. Shall be one of two names/signatures on the checking account
- i. Shall be or seek a volunteer to maintain a record of all club properties and location of said properties, and shall facilitate turning over at the end of an elected term all keys and property assigned to the president.
- j. Minimum age of 18 years at time of election

2. *Vice President*

The Vice President shall:

- a. Be an elected officer and a member of the Board of Officers and of the Board of Directors.
- b. In the absence or disability of the President, the Vice President shall, as designated by the Board of Officers, shall perform all the duties of the President, and, when so acting, shall have all the powers of, and be subject to, all the restrictions on, the President.
- c. Have all other powers and perform all other duties as from time to time may be prescribed for him or her respectively by the Board of Officers or these By-Laws.
- d. The Vice President shall act as Assistant Treasurer in cases of disability or non-performance of duties by the Treasurer.
- e. Maintains a current membership roster and assists membership chairperson as necessary.
- f. Minimum age 18 years at the time of election
- g. Shall have a copy of MCMM Constitution and By-Laws available at all MCMM functions.

3 *Secretary*

The Secretary shall:

- a. Be an Elected Officer and acts as secretary of the Board of Officers, the Board of Directors, and at all general membership meetings.
- b. Record, keep, and maintain, at the place where the By-laws (or a copy) are kept, all meeting minutes for a minimum of seven (7) calendar years. Be custodian of all records of the MCMM. This shall include the proceedings of meetings of its Board of Directors, Board of Officers, and other committees or meetings. The Secretary shall record the date and time of meetings in the minutes.
- c. Minutes shall be published in the next available newsletter and approved and/or amended at the next meeting.
- d. Shall furnish the Editor a copy of the minutes of all meetings within ten (10) days of the meeting for publication in the monthly newsletter.
- e. Certify and provide an original or a copy of its By-laws, including all By-law amendments or By-law alterations on the MCMM website.
- f. Sign, certify or attest documents as may be required by law or the business of the MCMM.
- g. See that all notices are duly given in accordance with the provisions of these By-laws or as required by law.
- h. In cases of the absence or disability of the Secretary, or his or her refusal or neglect to act, notice may be given and served by an appointed Secretary or by the President or Vice President.
- i. In general, perform all duties incident to the office of Secretary and any other duties as from time to time may be assigned to him or her by the Board of Officers.
- j. Have a copy of the Constitution and By-Laws at all functions.
- k. Be a minimum of 18 years of age at time of election.

4 *Treasurer*

The Treasurer shall:

- a. Be an elected officer and a member of the Board of Officers and of the Board of Directors.
- b. Have charge and custody of, and be responsible for, all funds of the MCMM, and deposit all funds in the name of the MCMM in an appropriate financial institution account selected by the Board of Officers, and files institution name and account number with the Board of Officers, or oversee deposits by other MCMM members designated by the Board of Officers.
- c. Receive, and give receipt for as requested, moneys due and payable to the MCMM including dues and fees from members and any source whatever. All monies received at any fund raising event shall be counted, totaled and deposited within 72 hours of said event
- d. Disburse, or cause to be disbursed, the funds of the MCMM as may be directed by the Board of Officers taking proper vouchers for the disbursements, and shall obtain Board of Officers approval to pay invoices or statements of over \$150.00 or all non-reoccurring expenses.
- e. Shall be one of two names/signatures on MCMM's checking account.
- f. Shall be able to advance "seed money" as required to an event chairperson or their designee with the written approval of the President. All "seed Money" shall be documented and returned to the financial institution separately from any income derived from an event.
- g. Shall have a current financial report at all club meetings.
- h. Shall make a verbal report at monthly club meeting and file a written financial report monthly in the MCMM newsletter.
- i. Keep and maintain adequate and correct accounts of the MCMM's properties and business transactions including account of its assets, liabilities, receipts, disbursements, and show any gains or losses.
- j. Exhibit, at all reasonable times, the books of account and records of the MCMM to any director, or to proper persons on terms as are provided by law, upon proper application.
- k. When and as requested, render to the President, Board of Directors, and Board of Officers accounts of all his or her transactions as Treasurer and of the financial condition of the MCMM.
- l. On the written request of any member of the MCMM, and within 14 days after the request, provide to the member the latest financial report of the MCMM. The financial statements shall have been prepared in accordance with generally accepted accounting principles.
- m. The Treasurer will have an internal annual review of the MCMM's financial records. The review will be conducted by three (3) members in good standing, other then MCMM officers as appointed by the Board of Officers.
- n. In general perform all duties incident to the office of Treasurer and all other duties as from time to time may be assigned to him or her by the Board of Officers.
- o. In case of the absence or disability of the Treasurer, or his or her refusal or neglect to act, the Vide President, shall act as an Assistant Treasurer and may perform all of the functions of the Treasurer. In the absence or inability to act, or refusal or neglect to act, of Vice President, any MCMM member authorized by the President or Vice President, or by the Board of Officers may perform the functions of the Treasurer.
- p. Have a copy of the Constitution and By-Laws at all functions.
- q. Be a minimum of 18 years of age at time of election.

5 *Past President*

The Past President shall:

- a. Be a member of the Board of Directors.
- b. Is the immediate past president of MCMM
- c. Shall act as Chair of the MCMM Board of Directors. In the absence of the immediate past president, a previous past president may be selected to hold this position
- d. Has full rights as a regular Board of Directors member
- e. Shall have the Constitution and By-Laws at all club functions

Section B: Appointive Positions as Made by Board of Officers

1. MCA Regional Director

The MCA Regional Director shall:

- a. Be an appointed position and a member of the Board of Directors and Board of Officers.
- b. Responsible for all correspondence with Mustang Club of America (MCA)
- c. Responsible for submitting all required documents to MCA annually or as required.
- d. Assist MCMM members in becoming MCA members.
- e. Strongly encouraged to participate in MCA Board of Director meetings in person or via proxy.
- f. Reports to MCMM membership on MCA business.
- g. Minimum of 18 years at time of election

2. Communications Director

The Communications Director shall:

- a. Be an appointed position and a member of the Board of Officers.
- b. Edits and publishes monthly MCMM Club Newsletter titled "Horsin' Around".
- c. Newsletter shall be published and distributed seven (7) days before the monthly meeting to all current full time active members as supplied by the Membership Manager.
- d. Forwards an electronic copy of the newsletter to MCMM's Webmaster.
- e. Has copy(s) of the newsletter available at club functions.
- f. Coordinates all club news and club events between the Social Events Manager and the Social Media Manager
- g. Coordinates with club officers' reports and articles to be used monthly or at other times.
- h. Publishes and distributes other information including event lists, articles, news announcements, etc. at the direction of the Board of Officers.
- i. Addresses club correspondence.
- j. Maintains copy of the Constitution and By-Laws at Functions.
- k. Minimum age 18 years at time of election.

3. Car Show Chairperson

- a. Arranges date, location, sponsorships, etc. for annual car show with the approval of the Board of Officers.
- b. Directs car show with assistance of a volunteer committee and the oversight of the Board of Officers.
- c. Chair shall provide a detailed, preliminary post show report to the membership on income and expenses within thirty (30) days or at the next monthly meeting. A final, detailed report shall be submitted to the membership within ninety (90) days of the end of the show.
- d. Minimum age 18 years at time of election

4. *Car Show Co-Chairperson (optional position)*

- a. Assists the Car Show Manager in setting up the car show.
- b. Co-directs the car show within the limits of the Chairperson under the oversight of the Board of Officers.
- c. Performs the job of chairperson should the chair become unable to fulfill his or her duties.

5. *Club Historian*

- a. Maintains history book, artifacts and historical records of the MCMM.
- b. May report on historical automotive and other related news at meetings and in newsletter.

6. *Membership Manager*

- a. Maintains an accurate, up-to-date roster of all active members.
- b. Shall actively seek/recruit new members
- c. Updates the current MCMM application form as needed w/approval of the Board of Officers and keeps an ample supply on hand. Shall have applications available at all functions.
- d. Receives new MCMM membership applications and shares with Secretary and Newsletter Editor.
- e. Distributes welcome letters and MCMM membership cards to new members.
- f. Maintains copy of the Constitution and By-Laws in his or her possession.
- g. Minimum age 18 years at time of election

7. *Member Support Manager*

- a. Maintains a list of member's birthdays and anniversaries. Supports these events with a card or other announcements as directed by the Board of Officers
- b. Maintains a copy of the MCMM bereavement policy and follows the policy for club member deaths. Has the discretion to send flowers or other remembrance on behalf of the club to the member's family.
- c. Shall oversee and carry out the Bereavement Policy.

8. *Merchandise Manager*

- a. Maintains a selection of wearable's for purchase by members.
- b. Provides options to members to purchase basic Club Merchandise (hats, jackets, shirts, antenna flags, etc.) with the authorized MCMM logo to new merchandise offered by Merchandise Manager in conjunction with local or other supplier(s), or provides service to members to get the authorized Club logo in member-provided merchandise.
- c. Works with Treasurer for the purchase of Club Merchandise and to collect for merchandise sold to members and others.
- d. Provides Newsletter Editor with updated information on Club Merchandise for advertising in the monthly newsletter.

9. *Property Manager*

- a. Keeps a written record of all club owned properties to include, but not limited to posters, pictures, trophies, banners, fences, and posts, etc. A copy of the record is presented to the Board of Directors annually
- b. Maintains Club trailer in sound, roadworthy repair with any repair or maintenance costs approved by the Board of Officers, and in a safe, sound and secure environment as approved by the Board of Officers.

- c. The Property Manager is responsible for trailer keys and distribution of them to members who need access.
- d. Keeps trailer registration and insurance current as required by Michigan or local laws.

10. Social Events Manager

- a. Plans and coordinates club events, including, but not limited to, cruises, tours, caravans to car shows, and the Annual Christmas Party
- b. Sends event information to the Communications Director for presentation to the membership.

11. Social Media Manager

- a. Coordinates uploading of MCMM news or events to web site calendar, Facebook page, and any other web-related platforms as directed by the Board of Officers, Communications Director, or Social Events Manager.
- b. Acts as Website Manager, or the MCMM may appoint a separate Website Manager (see #12 Website Manager, below).
- c. Maintains the web site(s) and ownership of our “www.mustangclubmidmichigan.com” URL (Uniform Resource Locator), or coordinates with the Website Manager, if appointed.

12. Website Manager (optional position)

- a. Coordinates with Social Media Manager, Communications Manager, and/or the Board of Officers to maintain the MCMM website(s), and procurement of the URL(s) (Uniform Resource Locator) and/or web host.
- b. Manages design changes, function changes, and upgrades for the MCMM web site as directed by Board of Officers through the Social Media Manager.
- c. Maintains design formats to work with major computer, cell, and tablet browsers on the major operating systems (OS), evolving site as needed with changes to the OS of the devices.
- d. Optimize SEO’s (Search Engine Optimizer) for search engines to give the MCMM website the best possible visibility.
- e. Obtains and maintains record of “hits” and “page views” by those viewing our site.
- f. May be voluntary, by an MCMM club member or non-member, as appointed by the Board of Officers.
- g. May be contracted out to a web support company. If contracted out as an expense to the MCMM, at least three (3) proposals shall be required with the final being chosen by the Board of Officers based on the proposal that is in the best interest of the club.
- h. This position may be combined with the Social Media Manager position, depending on the capabilities of the appointed Social Media Manager.

Section C: Appointive At Large Board of Director Members

- a. Board of Directors shall appoint three (3) At Large persons to their Board
- b. Board of Directors will search out willing and able persons who may be taken from the MCMM membership, sponsors, Ford dealers or their employees, community members, or others chosen to be active, supportive members of the Board
- c. Minimum age 18 years at time of appointment

ARTICLE III – MEETINGS AND ELECTION OF OFFICERS

Section A: Meetings

- a. General meetings will be held on the third Monday of each month at 6:30 PM or as changed by the Board of Officers or if a club activity takes the place of the regular meeting at a time and date that may be required.
- b. Meeting location will be printed in the monthly newsletter and decided upon at the previous meeting.
- c. Voting quorum will be a minimum of ten (10) full time active members and three (3) Board of Officer members.
- d. Special meetings will be held as needed, which the Board of Officers will call.
- e. Board of Officer business meetings shall be called by the president when required, and may be in person or on line.
- f. MCMM meetings are governed the basic fundamentals of Roberts Rules of Order.
- g. Order of Business:
 1. Call to order
 2. Introduction of guests
 3. Attendance sign-up shall be passed among meeting attendees.
 4. Minutes of last meeting, as published in the newsletter, shall be approved by the membership.
 5. Treasurer's report, as published in the newsletter will be reviewed and received.
 6. All committee reports.
 7. Old business
 8. New business
 9. Adjourn
 10. Program - may be moved earlier at the discretion of the presiding officer.

Section B: Election of Officers/Appointment to special positions

- a. Members shall be solicited by the Board of Officers in July to apply for open positions on the next year's ballot
- b. Nominations will be accepted from the floor until the close of the August meeting.
- c. The four (4) elected officers (President, Vice-President, Secretary, and Treasurer), will be chosen by a majority vote using ballots from the September newsletter. One ballot distributed per MCMM membership.
- d. All ballots shall be returned to the MCMM either in person at the October membership meeting or returned by US mail to the MCMM's Post Office Box, as stated on the ballot, by October 31.
- e. All ballots shall be opened and counted by the Communications and MCA Directors and reported at the December business meeting. All ballots shall be retained for 30 days after the December business meeting.
- f. The term of all elected Board of Officers will be one (1) year. They may succeed themselves in the same position.
- g. Officers elected at the October meeting will be installed at the business meeting in December of each year. The term of office will be January 1st thru December 31st annually.
- h. The Board of Officers will replace an officer that is not able to complete his/her term of office, upon accepting that officer's written resignation.

ARTICLE IV – PERSONAL LIABILITY

The MCMM shall indemnify to the fullest extent authorized or permitted by the Michigan Nonprofit Corporation Act any person, and his or her estate and personal representative, who is made or threatened to be made a party to an action, suit or proceeding (whether civil, criminal, administrative or investigative) because such person is or was a director or officer of the MCMM or serves or served any other enterprise at the request of the MCMM.

ARTICLE V – FUNDS AND FINANCES

- a. Dues for MCMM members and their families will be yearly and set by the Board of Officers. Dues are for the calendar year of January through December and are to be paid to the Treasurer by February 28th. Any applications for membership received after October 1st shall extend through the end of the next year.
- b. Individual members may be assessed additional costs to cover damages for which he/she is responsible for during club-sponsored events.
- c. Donations from interested parties/businesses will be placed in the club's general fund for operating expenses unless designated otherwise by the donating party or vote of the general membership and shall be recognized in the club newsletter and/or be thanked in writing by Communications Director.
- d. The Club is a non-profit corporation. The members thereof shall not be entitled to any individual or collective interest, participation share, right, and/or property right in and to the assets of the Club. Such assets shall be the individual property of the MCMM.
- e. Monies collected at fundraising events shall be distributed in a timely manor among designated charities.
- f. Any Director, Officer, Chairperson, Manager or member requiring supplies shall obtain approval by the Board of Officers if the cost exceeds \$150.00. Multiple quotes shall be required if costs exceed \$500.00.
- g. MCMM will maintain supplies of membership applications, window stickers, membership cards and other printed material required by the Membership Manager and to be approved by the Board of Officers. The Communications Director shall oversee this function, and if production costs exceed \$150, approval is to be obtained by Board of Officers.
- h. According to local, state and federal laws, the MCMM shall not loan club monies for personal use. Members doing so would be subject to prosecution.
- i. MCMM Bereavement Policy. This policy provides flowers and/or a donation of up to \$75.00 to the family to use at their discretion after the passing of a member. This policy applies to spouses and their children.

ARTICLE VI - REGULATIONS

The Board of Officers will establish standard operating procedures for the safe, efficient and economical operation of the club. The safety of all members and their vehicles are of prime importance. There will be zero (0) tolerance of unlawful items/activities at any club-sponsored events among members or guests. Alcoholic beverages will only be tolerated at specific events and in moderation. Illicit drug use will not be tolerated!

ARTICLE VII – CODE OF ETHICS

All Board of Officers, Board of Directors, and members should observe a code of ethics that includes, among other things, adherence to observing:

- a. The MCMM by laws
- b. Financial honesty

- c. Confidentiality
- d. Represent all members and regional groups with fairness, irregardless of geography or type of involvement with Mustangs
- e. Courtesy and respect for all
- f. Being the best at serving our members and giving the MCMM participants their membership value

ARTICLE VIII – INSURANCE AND LIMITATIONS

MCMM is organized to provide recreational opportunities to its members in the Mid-Michigan area. Membership and participation in MCMM activities is strictly voluntary. Therefore, formal insurance will not be provided by the MCMM. In order to fulfill legal obligations, all members are required to have and maintain proper liability insurance on all vehicles used during club functions.

ARTICLE IX – AMENDMENTS OF THE BY-LAWS

These By-laws may be altered, amended or repealed, and amendments may be adopted by two-thirds of the voting membership present or by proxy vote at a general meeting (See Constitution Article VI Section A1). Amendment proposals may be submitted in writing by any club member or by an annual review board appointed by the Board of Directors. These proposals shall be offered at the monthly meetings of April thru October, or at other times via proxy vote. The Board of Officers is then required to present them to the membership in writing no more then 60 days after initially proposed. The Board of Officers may appoint a committee to review the proposed changes that would then report back to the Board of Officers. Proposed changes must be presented to the membership at least two weeks prior to the vote in the monthly newsletter or by mail. However, no amendment to the Constitution adopted by the Members may be altered or repealed by the Board of Officers.

ARTICLE X – APPROVALS

These By-laws become effective and all previous By-laws are rescinded upon approval by the members of the MCMM.

ARTICLE XI – AUTHENTICATION

These Revised and Rewritten By-Laws have been read and approved by the general membership of the Mustang Club of Mid Michigan.

Approved by the membership, September 19, 2022.