

# **Bylaws of the Keystone British Car Club**

*As adopted July 9, 2021*

## **Article I: Name and Purpose**

### **Section 1 – Name of the Club**

The name of the club, a nonprofit membership corporation chartered in the Commonwealth of Pennsylvania, shall be Keystone British Car Club. The purposes for which this club is founded are:

1. To promote the maintenance, restoration, preservation, and enjoyment of British vehicles, including the exchange of technical information and advice.
2. To promote social exchange and fellowship among members

## **Article II: Officers and Executive Committee**

### **Section 1 – Officers**

The elected officers of the club shall be the President, Vice President, Treasurer, and Secretary.

### **Section 2 – Executive Committee**

The Executive Committee shall consist of five members: The four officers along with the immediate past president, or a president emeritus, or other person designated by the members at the Annual Meeting, shall make up the Executive Committee.

### **Section 3 – Terms of Office**

The President and Vice President shall each serve two-year terms.

The Treasurer and Secretary shall each serve three-year terms.

### **Section 4 – Term Limits**

The President and the Vice President shall each be limited to serving three terms.

The Treasurer and the Secretary may serve no more than three consecutive terms.

### **Section 5 – Election of Officers**

Any member in good standing may announce their candidacy for any one of the offices beginning in October in any year that the position is up for election.

All eligible candidates shall be presented to the membership, and all members in attendance at the Annual Meeting in November shall vote for the officers up for election. All duly elected officers shall take their position effective January 1 of the next year.

## **Section 6 – Failure to elect**

If no one is willing to stand for an elected office at the time of the election, then it shall fall to the currently serving Executive Committee to suggest a resolution to be put before members at the Annual Meeting.

## **Section 7 – Executive Committee powers**

The Executive Committee shall have the authority to make unbudgeted expenditures up to but not more than \$300.

The Executive Committee shall have the right to enter into contracts on behalf of the club membership with a cost limitation of \$300.

A vote of the general membership shall be required to confer upon the Executive Committee any other special privileges, powers, or duties.

## **Section 8 – Duties of Officers**

**President:** The President shall be the chief executive officer of the club and shall preside at all meetings of the club and of the Executive Committee. The President shall have the power to appoint members to committees or to replace other officers unable to serve their terms. The President shall have check-signing authority equal to the Treasurer.

**Vice President:** The Vice President shall preside over the club in the absence of the President, or if the President becomes unable to perform their duties. The Vice President shall have check-signing authority equal to the Treasurer.

The Vice President shall chair the Activities Committee.

**Treasurer:** The Treasurer shall have charge of all club funds and deposit all funds in a bank approved by the Executive Committee. They shall collect dues, send out bills, pay bills as authorized by the President or Executive Committee, and shall report to the membership at club meetings, but no less than once per year at the Annual Meeting, on the status of such funds in accordance with the rules and regulations of the Commonwealth of Pennsylvania.

The Treasurer shall serve as a member of the Membership Committee.

**Secretary:** The Secretary of the Club shall conduct all club correspondence, maintain all vital records, and keep records of the minutes of club meetings and meetings of the Executive Committee.

Minutes from each meeting are to be published in the next edition of the club's newsletter or on the club website or by whatever means the Executive Committee deems necessary.

The Secretary shall serve as a member of the Communications Committee.

## **Article III: Membership**

### **Section 1 – Eligibility**

Any person 16 years of age or over may apply for membership in the club. The Executive Committee shall approve or disapprove applications for membership.

### **Section 2 – Dual Household Members**

A membership entitles two named people per household who are age 16 or over to all the rights and privileges of membership. Both shall be considered equal members of the club, and each one may vote in all club matters coming before the membership. Each member of a dual household membership shall be named in their membership application.

### **Section 3 – Annual Dues**

Dues shall be proposed by the Executive Committee and approved by a vote of the members. Dues are payable on the first day of January of each year. New members joining after October 1 will have their initial dues applied to membership for the following full calendar year.

## **Article IV: Meetings**

### **Section 1 – Regular Meetings**

Meetings of the club members on a regularly scheduled basis are encouraged but not required. The Annual Meeting shall be the only meeting required to transact all club business.

### **Section 2 – Annual Meeting**

An Annual Meeting of members of the club shall be held in November of each year, at a time and location set by the Executive Committee.

### **Section 3 – Special Meetings**

Special meetings of the members may be called by the President or Vice President of the club.

Any member may request a special meeting in writing to the club President or Vice President. Such requests shall be acted upon at the sole discretion of the Executive Committee members.

### **Section 4 – Notice of Meetings**

Notice of all meetings shall be made no less than seven days before the date and time of the meeting. Notices will be placed on the club's online calendar, and may also be made by email, text, social media, postal service or telephone call, as required.

## **Section 5 – Quorum**

A quorum of 15% of the club membership is required to vote on official business. This number will be determined each year in March based on the number of members in the club at that time. That number will then be used to establish a quorum for votes until the following March.

## **Article V: Committees**

The club shall have the following committees. The Executive Committee appoints committee chairs. Members of the committees are recruited by the Executive Committee or the chair of the committee

**Activities Committee:** The Activities Committee plans, organizes and executes activities for the benefit of the club, including any annual public events such as shows, and maintains a club calendar of events. This committee will be chaired by the Vice President.

**Membership Committee:** The Membership Committee maintains the roster of members and keeps roster information current. The committee processes new membership requests and dues renewals, introduces new members to the club, and encourages all members, new and existing, to be active in the club.

**Communications Committee:** The Communications Committee presides over the publication of a newsletter, facilitates communication with the membership at large, and oversees the club website or social media sites. The committee also promotes the club to the public and maintains contact with any national organizations the club may affiliate with.

**Other Committees:** The Executive Committee may create other committees as needed.

## **Article VI – Parliamentary procedure**

The rules contained in the current edition of *Robert's Rules of Order* shall govern the club meetings in all cases to which they are applicable and which they are not inconsistent with these bylaws and any special rules of order, which this club may adopt.

Any member has the right to make a motion at an official club meeting or in writing sent to any of the executive officers that any particular vote on club business be done online, accessible to all members with current email addresses.

## **Article VII – Amendment of the Bylaws**

Proposed amendments to the bylaws must be submitted in writing at a meeting of the club. After review and approval by the Executive Committee they may be submitted at the next meeting for discussion and vote. Changes to the bylaws requires approval by two-thirds of the members voting.

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