

Bylaws

Article I. Name and Emblem

Section A. The name of this organization shall be Lakeshore Model A Ford Club (Club) in joint affiliation with the Model A Ford Club of America, Inc. (MAFCA), and the Model A Restorers Club, Inc. (MARC).

Section B. The emblem shall be a silhouette of New York State with a circular line connecting the northernmost tip with the westernmost tip of the state. A silhouette of a 1930 Ford Coupe and the words "Lakeshore Model A Ford Club," "Rochester, New York," and "Founded 1974" shall be incorporated into the emblem. Two line figures of sailboats are in the area above the state map. Colors are green for the state map; blue for the upper part; yellow for the lower part; black and white is used for all figures and remaining detail.

Section C. The principal office of the Club shall be maintained at the residence of the Treasurer.

Section D. The official communications of the Club shall be conducted through the Club's website (www.lakeshoremodela.org), the personal email addresses of Club members, and the email addresses issued by the Club to its Officers.

Article II. Purpose

Section A. The purpose of this Club shall be: to serve as a medium of exchange of ideas, information, and parts for admirers of the Ford Model A automobile, and to aid them in their efforts to restore and preserve the same automobile in its original likeness; to unite in a central organization all owners of Ford Model A's who are interested in restoring and maintaining the automobile in a manner that attracts prestige and respect within the community while encouraging the automobile owners to become better acquainted; promote and maintain a spirit of good fellowship among owners and their families through Club-sponsored social activities which will include the use of the Ford Model A.

Section B. This Club shall be non-commercial, non-sectarian, and non-partisan.

Article III. Membership

Section A. All Lakeshore Model A Club members must also be members of either/both MAFCA or MARC prior to joining the local region.

Section B. The Regional Director shall be a member of either/both national clubs as well as the local region at least one (1) year prior to running for office, and shall have a dual membership in both national clubs throughout his or her term of office as well as his or her tenure on the Board of Directors (Board).

Section C. All individuals, once approved by the Board, shall be entitled to membership upon receipt of a properly executed application and upon presenting proof of current membership in either/both MAFCA or MARC.

Section D. Founding members shall be those who attended the first or second indoor meetings on May 6, 1974, and June 2, 1974, respectively.

Section E. An active member is any duly approved member who has paid the annual dues for the membership.

Section F. The amount of annual dues for active members shall be determined by the Board. Any subsequent changes to this amount as determined by the Board, shall take effect the next fiscal year, and announced to the general membership at the annual meeting prior to the year changes will be in effect.

Section G. The fiscal year for this organization shall be January 1 to December 31.

Section H. The dues payable by members, according to Art. III, sect. F, shall be paid in advance of the first day of the fiscal year.

Section I. Any member in arrears for dues for a period of two (2) months shall be suspended for 30 days following notice of the same. Any member who has become inactive and wishes to reinstate his or her membership must apply as a new member.

Section J. Active and founding members are entitled to all Club privileges.

Section K. Upon receipt of a written, signed, and witnessed complaint against any member, the Board shall have the discretion to suspend or expel such member. A minimum of three (3) votes, amongst the Board, is required for any sanction against a member. A notice of charge shall be formally presented to such member, and the member shall have 90 days to present a defense prior to any action taken by the Board.

Section L. Each active member, and his or her spouse, has the capacity of casting one (1) vote.

Section K. The membership may, with a two-thirds vote at any membership meeting, grant Honorary Membership to an individual meeting the following criteria: any founding member of the Club; a spouse or partner of a deceased member; active members with 25 years membership; any other member at the discretion of the Board.

Honorary members may participate in Club events, but shall pay no dues, may not hold office, and have no rights to Club funds or property.

Article IV. Meetings

Section A. Notice of meetings stating the place, date, hour and purpose of any meeting of the members, including special meetings, shall be given not less than 30 days before the date of such meetings. Members will be notified via the Club website and email.

Section B. Quorum shall consist of one-tenth of the votes, and not less than five (5) voting members, which may be cast at any meeting. If a quorum is not present at any meeting of the members, a majority of voting members present may adjourn the meeting without further notice. Videoconference and teleconference may be utilized for quorum purposes.

Section C. The annual meeting of the members shall be held once each fiscal year. The purpose of said meeting shall be the election of officers, and the transaction of such other business as may come before the membership.

Article V. Officers and Board of Directors

Section A. The elected officers of this organization shall be the Regional Director, Communications Director, and Treasurer.

Section B. The terms of office for Communications Director and Treasurer shall be one (1) year, or until qualified successors are elected. The Regional Director shall hold office two (2) years in succession.

Section C. A slate of candidates shall be presented to the membership for popular vote at the annual meeting of each fiscal year. Each individual on the slate shall be a member of the local region for a period of one (1) year prior to running for office. Art. III, sect. B applies to all candidates for Regional Director. The slate shall be published on the club website and via email prior to the annual meeting. In lieu of sufficient candidates to complete a particular slate, candidates may be suggested by the Board (with approval of the individual) to be added to the slate. All officers shall be elected by majority vote.

Section D. Board of Directors. The Club shall be governed by the Chairperson of the Board of Directors (Chair). The Board shall have management and control of the affairs and property of the Club, and shall perform duties not specifically designated by these Bylaws. At any meeting, three members shall constitute a quorum. Unless otherwise restricted, a majority vote shall prevail.

1. The immediate past Regional Director shall become the Chair and shall comply with Art. III, sect. B.
2. A Board Director's term ends when the Board is composed of four (4) active past Regional Directors, or at the time he or she becomes inactive. The outgoing Chair then becomes a Board Director for a term of three (3) years.
3. Meetings shall be held at the request of the Chair. A minimum of one (1) meeting shall be held during any fiscal year.
4. The Chair shall be responsible for any vacancies that occur for any reason. Vacancies shall be filled according to these Bylaws.
5. The Chair, along with the Regional Director, shall prepare an operating budget for the fiscal year. The Treasurer shall monitor all expenses and consult the Regional Director and the Chair for any variances of this budget.
6. Past Directors who are still active shall be awarded the title "ex officio." He or she may be called upon to take the place of a current member of the Board should said member be absent, or cannot attend a scheduled meeting.
7. At which time a Director becomes inactive, he or she shall be replaced by the last (active member) Director to leave the Board.

Section E. Regional Director. The Regional Director shall be the principal executive officer of the club and shall supervise the business and operations of the Club. The Regional Director shall preside at all meetings of the members and shall perform all duties incident to the office as regulated by these Bylaws.

1. The Regional Director shall decide all questions of equal decision.
2. No funds of this Club shall be disbursed without the consent of the Regional Director.
3. Funds shall be made available to the Regional Director for the purpose of National Club affairs. The amount of funds shall be voted on each year (when applicable).
4. The Regional Director shall appoint the following:
 - a) Assistant Director
 - b) Club Historian
 - c) Webmaster

Duties for appointed positions as follows:

Assistant Director: Assist the Regional Director in regular operations of the Club; in absence of the Regional Director, assume all responsibilities of the same; coordinate and schedule all planned club activities.

Club Historian: Maintain and preserve the Club's documents, memorabilia, photos, video, and other historic materials.

Webmaster: Responsible for the technical infrastructure and online content of the Club's internet presence, as well as any other electronic infrastructure as mutually agreed with Club leadership, and shall have a pre-authorized amount of Club funds to maintain the same. The amount of funds shall be approved by the Regional Director and Treasurer.

5. The Regional Director shall appoint such committees as required from time to time and shall outline the duties and responsibilities of said committees. All reports or actions taken by a committee shall be voted on by a majority of the entire committee.

Section F. Communications Director. The Communications Director shall facilitate the following: exchange of information between Club leadership and club members, and among Club members, via voice, text, email, and website formats; act as recording secretary when called to do so; maintain a copy of the current Bylaws; manage the Club's website and member directory; interface with the public regarding general inquiries, or as directed by the Regional Director.

Section G. Treasurer. The Treasurer shall have responsibility and custody for all Club funds, and duties:

1. Receive all monies from the Club and deposit the same in the Club accounts.
2. Make all payments of Club debts upon approval of the Regional Director
3. No debt, obligation, or liability shall be incurred by the Treasurer without the approval of the Regional Director.
4. All contracts, checks, drafts, notes, or other orders for payment of money shall be signed in the name of the Treasurer.
5. Bond shall be given, at Club expense, if required by the Officers.
6. Payments other than normal Club operating expenses outlined in the operating budget must be approved by the Treasurer and Regional Director.

7. When a countersignature is required, the signature shall be that of either the Regional Director or the Chair.
8. The Treasurer shall give a report on the financial status of the Club at monthly meetings, and if requested, at any other meeting of the Officers.
9. A financial statement shall be submitted to the Communications Director for dissemination to the members once each fiscal year.
10. All outstanding bills and accumulated Club monies shall be submitted to the Treasurer no later than December 15 of each fiscal year.

Article VI. Trophies and Awards

Section A. There shall be approved awards presented yearly to deserving Club members and/or their families. The awards will be approved by the Regional Director.

Article VII. Amendments to Bylaws

Section A. These Bylaws may be altered, amended, or replaced and adopted by two-thirds majority vote of the membership present at any meeting of the members, provided ten (10) days notice of intention is given.

Section B. Proposed amendments shall be submitted and signed by the originator and presented to the Board for approval.

Amendments

1. March 12, 1975: Active participation award.
2. November 12, 1975: Director's award. A trophy may be presented annually to an individual contributing the most personal effort to the Club, and to the Ford Model A hobby. This award will be designed by the acting Regional Director for presentation at the December meeting. A design may be carried over to another year at the Regional Director's discretion.
3. November 12, 1975: Social and active memberships.

- a) Individuals joining this organization prior to October 15 shall pay dues to the extent imposed for that given year and will be considered active members.
- b) Individuals joining this organization after October 15 shall enjoy Social Member status, paying no dues for the remainder of the fiscal year and may take part in all Club functions, but may not vote. Any dues paid will be credited towards the following fiscal year.

4. August 28, 2021: Revision of Bylaws. (T. Burlingame)

- a) Position of "Secretary" changed to "Communications Director," with necessary changes to duties, Art. V, sects. A, B, and F.
- b) Retired the "Gravity Feed" as the primary form of communication. New forms reflecting modern technology, Art. I, sect D.
- c) Spelling, grammar, and syntax errors corrected throughout.
- d) Honorary Membership, Art. III, sect. K.
- e) Video/teleconference for quorum, Art IV, sect. B.
- f) Assistant Director duties, Art. V, sect. E.
- g) Club Historian duties, Art. V. sect. E
- h) Webmaster appointment and duties, Art. V, sect. E
- i) Amount of dues, Art. III, sect. F.
- j) Board of Directors reduced from six (6) to four (4).
- k) Term of office of Board Directors adjusted.
- l) Awards and Trophies approved by the Regional Director only.

5. July 31, 2022: Wording of Art. 1, Sect. B updated to reflect current emblem. (T.Burlingame)