

ARLINGTON AREA STREET RODS BY-LAWS

Article 1: Quorum

All members present at any regularly scheduled meeting shall constitute a quorum.

Article 2: Purpose

The primary purpose of the club shall be the promotion of Street Rodding (a Street Rod being defined as a pre-1949 automobile modified to individual tastes) and Special Interest automobiles pre-1973 by:

- (a.) maintaining a membership of dedicated individuals who have as a goal the advancement of the purpose of the club;
- (b.) fostering a high standard of ethics and sportsmanship, encouraging close cooperation with local, state and national organizations whose goals parallel those of the club;
- (c.) supporting community organizations in civic projects;
- (d.) encouraging safe driving habits and safe vehicles.

Article 3: Emblem

The club emblem is circular with white background and a black border and lettering spelling out "Arlington Area" in the arc at the top with "Street Rods" in the arc at the bottom. Centered and prominent is the logo "A" of the City of Arlington, Texas imposed thereon topped with an outline of a roadster.

Article 4: Registered Agent

The club shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office and registered agent may be changed from time to time by the Board of Directors.

Article 5: Officers and the Board of Directors

Section 1: The elected Officers of the club shall be:

- (a.) President;
- (b.) Vice President;
- (c.) Secretary/Treasurer;
- (d.) Editor.

Section 2: The Board of Directors shall consist of the following members:

- (a.) All Officers of the club;
- (b.) All Charter members;
- (c.) The Immediate Past-President; and
- (d.) Any club member who is an elected or appointed officer of the Lone Star Street Rod Association and/or the National Street Rod Association.

Section 3: Election of Officers:

- (a.) Officers shall be elected by secret ballot.
- (b.) Officers shall serve a one-year term.

Article 6: Powers of the Board of Directors

The Board of Directors is empowered to supervise and manage the affairs and business of the club. Not less than three (3) days advance notice shall be given for any Board meeting. The presence of a majority of Directors shall constitute a quorum. The Board of Directors shall meet annually on the first Thursday at the time of the meeting of the club membership in November and at such other times and places as the President or three or more Directors may determine.

Article 7: Duties of Officers

Section 1: The President shall:

- (a.) call, prepare a business agenda for, and preside over all meetings of the club and the Board of Directors;
- (b.) appoint committees and serve as ex-officio member of such committees;
- (c.) act as official spokesman for the club, and
- (d.) notify the phone committee, if one has been appointed, of upcoming activities.

Section 2: The Vice-President shall:

- (a.) perform the duties of the President in his absence, and
- (b.) any other duties assigned to him by the President or the Board of Directors.

Section 3: The Secretary/Treasurer shall:

- (a.) receive, record and deposit into one bank account in the name of Arlington Area Street Rods all dues, fees or other income belonging to the club;
- (b.) maintain a record of payment of expenses authorized by the President and disburse club funds by means of checks;
- (c.) maintain a record of individual member dues payment;
- (d.) require substantiating receipts for any reimbursements to members;
- (e.) keep and report the minutes of all club and Board of Directors meetings;
- (f.) maintain a record of member attendance and participation in club sanctioned activities, and;
- (g.) supervise all records of the club, and distribute to all members within 30 days any changes to the By-Laws or Articles of Incorporation, and;
- (h.) prepare a budget for the ensuing year in accordance with Article 15 below.

Any distribution of information required by these By-Laws may be made by inclusion in the club newsletter.

Section 4: The Editor shall:

- (a.) prepare, publish and email to all General members the club newsletter known as "The Low Down";
- (b.) correspond with such other clubs, news services, and other organizations as he may be directed by the President;
- (c.) give notice in the Newsletter of all scheduled club functions, including meetings, and;
- (d.) during the first quarter of each year the Editor will publish in the Newsletter the Articles of Incorporation and these By-Laws.

Section 5: The Board of Directors shall:

- (a.) have full power to act and pass on all matters of business pertaining to the club. Their decisions shall be binding unless determined to be specifically in violation of the Articles of Incorporation or these By-Laws, or until disapproved by a majority of members eligible to vote at a regular or special meeting.

Article 8: Elected Officers and Nominating Committee

Section 1: All Officers shall serve a one year term and shall be eligible for re-election without a maximum number of terms which may be served. Elections shall be held at the second meeting in November. Vacancies in office that occur during the year shall be filled by special election.

Section 2: Each officer shall maintain a current turnover folder to aid the incoming officer in his/her duties.

Section 3: The Nominating Committee shall consist of all of the officers of the club. Such committee shall present a slate of new Officers that they recommend for election at the club meeting at which annual or special elections are to be held. No member's name shall be placed in nomination for an Office of the club unless such person has agreed to serve in the Office for which that person was nominated. At the time of elections nominations will be accepted from the floor and from the Nominating Committee.

Article 9: Membership

Section 1: Membership shall be open to all individuals interested in street rodding and who are accepted by the club membership by 2/3 vote of members present, and who have demonstrated their interest by attending at least nine (9) club meetings. They shall request membership at a meeting and a vote will be held at the next regularly scheduled meeting. All new members will be furnished with a copy of these By-Laws.

Section 2: Membership classification will be:

- (a.) Charter member;
- (b.) General member;
- (c.) Honorary member;
- (d.) Inactive member,

Section 3: Membership definitions are:

- (a.) Charter members - those original members of the club as organized in 1973, who have met the participation requirements of active members since that date. They shall serve on the Board of Directors, unless they elect otherwise, and shall have all privileges of a General member.
- (b.) General members - those who meet club dues requirements and attend at least three (3) club meetings per year. They shall have voting privileges and may hold office.
- (c.) Honorary members - an individual or entity who has expressed an interest in being associated with the club or who the Board of Directors has determined would benefit the club by its or his association and has been deemed worthy of that association by a vote of the club membership. The Board of Directors shall set or in its discretion waive dues requirements on a case by case basis for such members. Honorary members shall not have voting privileges or hold club office.
- (d.) Inactive members - those individuals who have been General members in the preceding year but have not met the membership requirements for the current year either because:
 - (1.) such member did not attend at least three (3) club meetings in the prior year,
 - (2.) such member has not paid his/her dues for the current year.An inactive member shall have none of the privileges of club membership but may be reinstated to General membership by curing the cause of such member becoming an Inactive member. This status of membership shall not exceed one year.

Section 4: Membership in the club is not transferable or assignable.

Article 10: Conduct

Section 1: General conduct of members shall be within reasonable standards of community and state.

Section 2: If a member is accused of misconduct, the Board of Directors is empowered to conduct a hearing to act on any allegations brought before it. The accused member will be allowed to answer any such allegations before the Directors, which will have the power of resolving the conflict, including the power of expulsion from the club, if deemed necessary.

Section 3: Any member delinquent in his or her dues shall automatically be removed from the club roster of General members and placed on the Inactive membership roster. After one year, if the membership dues have not been paid in full for the entire year the member shall reapply for membership as any new member would do.

Article 11: Voting Rights

Each member entitled to vote shall be entitled to one vote on all matters submitted to a vote of members.

Article 12: Meetings

Section 1: An annual meeting of the members will be held on the third Thursday of November at 7:00 P.M. for the purpose of electing officers and for the transaction of such other business as may properly come before the meeting. The time and place of the annual meeting may be changed by the Board of Directors upon notice given in accordance with Section 4 of this Article.

Section 2: A minimum of two (2) regular business meetings will be held monthly, normally on the first and third Thursday of each month unless determined otherwise by the Board of Directors in months in which a special function is sponsored by the club, such as December in which the club has a Christmas party, with special meetings as deemed necessary by the President and/or Board of Directors. A monthly club dinner out will be held on the second Thursday of the month to be at a location designated by the club President. Also at some time during the month, at the sole discretion of the club President, we will have a Red Shirt Fun Run to lunch at a location designated by the club President.

Section 3: No meetings of the club will be held on any State or National holiday.

Section 4: The place of all meetings shall be set by the President, Board of Directors or the membership, if put to vote by the President in his discretion.

Section 5: Notice of any special meeting and any change in the time or place of the annual meeting shall be given to the membership by the Secretary or phone committee or in the newsletter at least three (3) days in advance.

Article 13: Rules of Order

Section 1: Unless otherwise specified in the Articles of Incorporation and By-Laws, the business at meetings of the club and Board of Directors shall be transacted in accordance with Roberts' Rules of Order, 1876.

Article 14: Order of Business

At regular meeting the order of business shall, unless altered by the President in his discretion, be:

- (1.) Call to order;
- (2.) Roll call and recognition of visitors;
- (3.) Reading minutes of preceding meeting;
- (4.) Treasurer's Report;
- (5.) Program: slides, films, guest speaker, special reports, etc.;
- (6.) Receipt of communications, if any;
- (7.) Old unfinished business;
- (8.) New business;
- (9.) Adjournment.

Article 15: Finance

Section 1: Annual dues shall be in the amount of \$48.00, payable by January 1 and delinquent after January 31 of each ensuing year.

Section 2: Annual dues for new members shall be prorated on the basis of \$4.00 per month for each month remaining until January 1 of the following year, payable at the time of joining the club.

Section 3: Section 3 DELETED 3-22-2019.

Section 4: Budget:

- (a.) The Secretary/Treasurer shall prepare a budget of anticipated source of funds and expenditures to be submitted to the Board of Directors by the first Thursday meeting in February of each year to cover the 12-month period of February 1 – January 31. Such Budget shall contain the following categories for expenditures and such other categories as the Board of Directors shall approve:
 - (i.) Anticipated source of funds:
 - (ii.) Anticipated expenses:
 1. Newsletter related expenses including postage, printing, and supplies.
 2. Membership support including Christmas party, funeral flowers for immediate family members, etc.
 3. Charitable contributions;
 4. Reserves for club sponsored events, shirt, hat, and emblem purchases;
 5. Contingency funds to be carried over from year to year to assure continuity of club operations.
- ~~(b.)~~ The Budget will be approved as submitted or amended and approved by the Board of Directors at a meeting of the Board of Directors before the general membership meeting on the first Thursday of February.
- (c.) The Budget will be submitted for approval of club membership during the first general membership meeting in February. The Budget will be approved as submitted or amended and approved by the membership.
- (d.) All expenditures during the year will be made in accordance with the Budget. Any expenditure request, which was not budgeted, must be approved by the Board of Directors and the membership and must have a source identified for providing the funds required for the expenditure.

Section 5: The club President may spend up to \$1,000.000 per year providing dinners to each member during his birthday month providing said member is present at club meeting and is wearing his red shirt. Expenditures in excess of \$1,000.00 must have Board of Directors approval.

Section 6: All club checks must be signed by the Secretary/Treasurer, President, or a member of the Board of Directors.

Section 7: The fiscal year of the club shall begin on the first day of January and end on the last day of December.

Article 16: Safety Requirements

Section 1: Members are encouraged to follow the safety guidelines of the National Street Rod Association in the building and maintenance of their vehicles.

Article 17: Amendments to By-Laws

Section 1: These By-Laws may be amended at any regular meeting provided the proposed amendment has been:

- (a.) Submitted to the President, or Vice-President in his absence, who submits the proposed amendment to the Board of Directors for approval and receives its approval thereof, and;
- (b.) Notice is given at least three (3) weeks in advance by the Secretary or in the Newsletter that the proposed amendment will be presented to the membership eligible to vote at a regularly scheduled meeting, and;
- (c.) At the regularly scheduled meeting upon motion duly made and seconded and after discussion passes by a 2/3rds majority of the members present who are eligible to vote.