



BYLAWS

Greater Baltimore Model A Ford Club

ARTICLE I NAME

The name of this organization shall be the Greater Baltimore Model A Ford Club (GBMAFC). GBMAFC shall be a Region of the Model "A" Restorers Club (MARC) and a Chapter of the Model A Ford Club of America (MAFCA). The Club logo shall be the 1928-9 Model A cowl and hood area with the words Greater Baltimore Model A Ford Club partially encircling them.

ARTICLE II PURPOSES

SECTION 1. To serve as a medium of exchange of ideas, information, and parts for admirers of the Model A Ford car, and to aid them in their efforts to restore and preserve the car in its original likeness.

SECTION 2. To unite in a central organization of owners of Model A Fords who are interested in restoring and maintaining the automobile in a manner to attract prestige and respect within the community, and it shall further be the purpose of this Club to help these owners become better acquainted, encourage and maintain among its members the spirit of good fellowship, and promote socialization and fair play through sponsored activities, including the use of the Model A Ford and family participation.

SECTION 3. GBMAFC shall be noncommercial, nonsectarian, and nonpartisan.

ARTICLE III MEMBERS

SECTION 1. REQUIREMENTS. GBMAFC and family members must be members of the national organization, the Model "A" Restorers Club (MARC). Requirements for membership shall not insist upon the actual possession of a Model A Ford. An interest in the objectives of GBMAFC and a desire to take an active part in activities shall be the primary requirement for membership. An applicant for membership must be of good character as to be of benefit to GBMAFC and its functions and objectives, and must display sincerity in support of GBMAFC purpose.

SECTION 2. MEMBERSHIP. GBMAFC is family oriented. The family is defined as a principal plus spouse or partner and children under 18 years of age living in the same household.

SECTION 3. RIGHTS. Each family is entitled to up to two votes. Only the principal and spouse or partner may vote. Each must be present at the membership meeting to vote, unless the ballot is conducted electronically.

SECTION 4. DUES. Yearly membership dues shall be in the amount as established by the Executive Board.

SECTION 5. HONORARY RECOGNITION. GBMAFC may provide Honorary Membership, and may recognize a deceased member by providing their spouse or partner with a courtesy subscription to the GBMAFC newsletter. This shall be done with the concurrence of the spouse and for three (3) years. After three years the Executive Board shall vote annually whether to extend the subscription. Additionally, former GBMAFC members of long standing (5 years or longer) who no longer renew their membership because of a chronic medical condition that prevents them from participating in GBMAFC activities may, if desired and with the approval of the Executive Board, continue to receive a courtesy copy of the newsletter at no cost for three years after terminating their GBMAFC membership. After three years, the Executive Board shall vote annually whether to extend the courtesy



subscription. Former GBMAFC members receiving the newsletter in this manner as a courtesy retain no rights of GBMAFC membership. Founding members of GBMAFC shall have their dues waived but shall retain all rights of membership, including receiving the newsletter, provided they maintain MARC membership.

ARTICLE IV MEETING OF MEMBERS

SECTION 1. ANNUAL MEETING. The Annual Meeting of the members shall be held during December in each year during the Holiday (formerly Christmas) Party. The primary business of said meeting shall be the election of officers. Other business as may come before the meeting may be conducted as deemed necessary.

SECTION 2. REGULAR MEETING. Regular meetings of the members shall be held monthly at a time and place determined by the Executive Board for the purpose of transacting business. The annual meeting is considered a regular meeting for this purpose.

SECTION 3. SPECIAL MEETING. Special meetings of the members may be called either by the President, another officer, or not less than twenty percent (20%) of the households.

SECTION 4. NOTICE OF SPECIAL MEETING. A written, printed, or electronic notice stating the place, day, and hour of any special meeting shall be delivered to each member not less than five (5) nor more than forty (40) days before the date of such meeting, and the purpose for which the special meeting is called shall be stated in the notice. Only the advertised business may be conducted.

SECTION 5. QUORUM. Twenty percent (20%) of the households shall constitute a quorum. If a quorum is not present at any meeting of the members, no business may be conducted and a member may adjourn the business part of the meeting without further notice.

SECTION 6. CANCELLATION OF MEETING. The President may cancel the Annual Meeting or Regular Meeting for safety reasons such as severe weather. The President shall make a concerted effort to ensure that the membership is contacted in a timely manner. A special meeting may be cancelled by the officer requesting the meeting. If the meeting is called by twenty percent (20%) of the households, the meeting may be cancelled if more than fifty percent (50%) of these households request the meeting be cancelled. Notification of meeting cancellation shall be provided by email or other electronic means, and every effort shall be made to call those members who do not have electronic means of communication.

SECTION 7. ROBERT'S RULES OF ORDER. GBMAFC shall follow accepted parliamentary procedures. In the event the procedure is called into question, the rules contained in the latest edition of *Robert's Rules of Order* shall be consulted. These Bylaws and any special rules of order adopted by GBMAFC shall take precedence over *Robert's Rules of Order*.

ARTICLE V OFFICERS

SECTION 1. OFFICERS. The officers of GBMAFC shall be President, Vice President, Secretary, Treasurer, National Representative, Activities Chair, and Membership Chair, all seven of whom shall comprise the Executive Board.

SECTION 2. NOMINATION AND ELECTION. A Nominating Committee, composed of up to three members, shall be appointed by the President no later than October 1. The Nominating Committee shall recruit and propose a complete slate of officers for the coming year. The complete slate of proposed officers shall be reported at the November Regular Meeting and provided to the newsletter editor for inclusion in the December issue of the newsletter. A member of the Nominating Committee or their designate shall conduct the elections at the Annual



Meeting. Additional nominations from the floor are to be included when officers of GBMAFC are elected at the Annual Meeting.

SECTION 3. TERM OF OFFICE. Officers shall serve from January 1 through December 31 or until a successor has been duly elected. An Executive Board member may serve a maximum of four consecutive years. There shall be a one-year lapse before being eligible again for re-election or appointment to the Executive Board.

SECTION 4. VACANCY OF OFFICE. In the event of a vacancy, the President, with concurrence of the remaining members of the Executive Board, shall appoint a replacement to serve the remainder of the unexpired term.

SECTION 5. PRESIDENT. The President shall be the principal Executive Officer of GBMAFC and shall in general supervise and control all business and affairs of GBMAFC. He/she shall preside at all meetings of the members and shall perform all duties incident to the office of President. The President shall designate a Technical Director and Club Historian from within the membership to serve for a one-year period. The President may designate other positions in the best interests of GBMAFC. The President shall ensure that each member of the Executive Board performs the functions specified in his/her job description. The President shall ensure that all required insurance is in effect without lapse of coverage and monitor GBMAFC activities related to insurance.

SECTION 6. VICE PRESIDENT. In the absence of the President, the Vice President shall perform the duties of the President. He/she shall be responsible for arranging for programs at the membership meetings, assure availability of a suitable meeting place, and arrange for audio-visual equipment as required. For a special meeting of the membership, the Vice President shall arrange for a suitable meeting place.

SECTION 7. SECRETARY. The Secretary shall keep minutes of the meetings of the members and Executive Board and in general perform all duties incidental to the office of Secretary. The Secretary shall maintain the most current two years of membership and Executive Board meeting minutes and shall pass older minutes to the Club Historian for retention.

SECTION 8. TREASURER. The Treasurer shall have charge and custody of and be responsible for all funds of GBMAFC. The Treasurer shall disburse funds for routine GBMAFC expenses and as directed by the Executive Board or by a majority vote at a membership meeting. The Treasurer shall present a financial report at all regular meetings. The Treasurer shall maintain the most current two years of financial records and pass older records to the Historian for retention. The Treasurer shall maintain a record of legal documents to include but not be limited to National Club Charters, National Club Insurance coverage to include the name of the carriers, etc. The Treasurer, or their designee, shall receive all membership forms and payments and forward the forms to the Membership Chair. The President and the Treasurer, or their designees, are the only persons authorized to receive or handle Club funds.

SECTION 9. ACTIVITIES CHAIR. The Activities Chair shall arrange dates for meets and other activities. The Activities Chair or his/her designee shall collect data on hotel accommodation when required and report on highway conditions and routes. The Activities Chair shall prepare a calendar of events and submit the calendar to the newsletter editor by a specified date for publication in the monthly newsletter.

SECTION 10. MEMBERSHIP CHAIR. The Membership Chair shall receive all applications for membership from the Treasurer; promptly forward any dues received to the Treasurer; maintain the membership database in an up-to-date manner; prepare and mail membership packets to new members; prepare a roster of members by the March membership meeting; and supply the newsletter editor with the list of members' and spouses' birthdays, an email distribution list, and a hard-copy distribution list for the monthly newsletter. The Membership Chair shall ensure that GBMAFC meets all qualifications for affiliation with MARC and MAFCA.



SECTION 11. NATIONAL REPRESENTATIVE. The National Representative shall act as a liaison between GBMAFC and the National Clubs. He/she shall submit articles regarding GBMAFC to the national magazines.

ARTICLE VI FISCAL YEAR

The fiscal year of GBMAFC shall begin on the first day of January and end on the last day of December.

ARTICLE VII AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a two-thirds majority of the members present at any meeting, provided written notice is given in that month's newsletter of the intention to alter, amend, or repeal or to adopt new Bylaws at such meeting.

ARTICLE VIII EXECUTIVE BOARD

SECTION 1. COMPOSITION. The Executive Board shall consist of the elected officers of the Club. The Executive Board shall meet on at least a quarterly basis. Each member of the Executive Board shall be a member of the Model A Ford Club of America (MAFCA).

SECTION 2. POWER OF THE EXECUTIVE BOARD. The Executive Board shall have the power to proceed in any manner as may, in its judgment, serve the best interests of GBMAFC in accordance with GBMAFC-adopted policies and these Bylaws. The decision of the majority of the Executive Board on any question shall be binding until it is considered as business at the next membership meeting or special meeting of GBMAFC. The minutes shall include a record of such decisions and shall be read at the next membership or special meeting, at which time a majority vote of the members present may approve, disapprove, or amend such decisions. If no action is taken at that time, the actions of the Executive Board shall stand approved.

SECTION 3. POLICIES. The Executive Board shall ensure that all decisions of the Executive Board and membership comply with the Policies adopted by the membership.

SECTION 4. WEBSITE. The Executive Board shall ensure that the website contains the most current Bylaws and Policies. If a Member Roster is to be posted on the website then it must be in an area only available to Club members.

SECTION 5. VOTING ALTERNATIVE. The Board may discuss and vote by email or conference call on any issues necessary to the operation of GBMAFC that arise in the interim between any of the Executive Board meetings.

ARTICLE IX AUDITS

SECTION 1. COMMITTEE. No later than December 1, the President shall appoint two members who are not officers of GBMAFC to audit the financial accounts of the Treasurer.

SECTION 2. REQUIREMENT. The Audit committee shall submit a written report by the March membership meeting.

ARTICLE X INSURANCE AND LIABILITY

SECTION 1. GENERAL LIABILITY. GBMAFC shall have general liability coverage for property damage and bodily injury losses related its activities. This insurance may be purchased by GBMAFC or provided through our affiliation with MARC or MAFCA.



SECTION 2. EXECUTIVE BOARD. GBMAFC shall have liability coverage for the Executive Board. Our term Executive Board may be called Directors and Officers (D&O) by other organizations. This insurance may be purchased by GBMAFC or provided through our affiliation with MARC or MAFCA.

SECTION 3. POLICIES. GBMAFC shall have policies that relate to insurance coverage, risk management, and other items as deemed necessary.



POLICIES

(As Amended August 2017)

POLICY 1: Dues; Local and National Memberships

1. GBMAFC dues will be \$25 per year, effective January 2016.
2. All members of the Club must belong to MARC for insurance reasons and must provide their MARC membership number to the Membership Chair.
3. The Membership Chair shall give an annual report to GBMAFC that all members in fact have paid their MARC dues by January 20.
4. Executive Board members must belong to both MARC and MAFCA. GBMAFC will pay MAFCA dues for Executive Board members unless the Board member wishes to pay this themselves. Members must pay their own MARC dues.

POLICY 2: Facilities

An annual gift shall be considered to be made to any organization providing meeting space without charge, in appreciation for the use of their facilities.

POLICY 3: Limitation on Expenditures

GBMAFC expenditures above \$300 shall require membership approval.

POLICY 4: Award for President

The Board may present an award to the outgoing President of GBMAFC. The award may be presented at the Annual Meeting during the Holiday (formerly called the Christmas) Party.

POLICY 5: Newsletter Advertising

Commercial advertisements may be accepted for publication in the newsletter provided such ads promote and/or support the Model A hobby and are approved by the Executive Board. Annual advertising rates are \$100 for a full-page ad, \$75 for a half-page ad, and \$50 for a quarter-page ad for a minimum of 10 issues per year. Ads accepted during the year may be prorated in price at the discretion of the Treasurer.

Policy 6: Workshops

There will be no charge to participants for attending workshops. The host of such a workshop may receive up to \$50 for having it.

POLICY 7: Expressions of Sympathy and Get Well

Upon the death of a member, spouse, child under 18 years of age living in the same household, or parent of member or spouse, a card will be sent and a \$50 donation will be given in that person's memory to the charity specified by the family. In the event a charity is not specified, GBMAFC will donate \$50 to the Model A Ford



Foundation, Inc. (MAFFI). When a member, spouse, or child under 18 years of age living in the same household is hospitalized, a get-well card will be sent. Based on the judgment of the President, get-well and sympathy cards may be sent to extended family members or to non-members. A deceased member may remain on the GBMAFC roster for up to a year, but they shall be designated as deceased as soon as practical. At the discretion of the Executive Board or their designee, the above may be extended to a member's adult children not living at home.

POLICY 8: Risk Management

GBMAFC activities are those activities planned and approved by the Executive Board. A schedule for these activities is normally published monthly and announced at meetings of GBMAFC. Occasionally an activity may be planned and conducted in a shorter time frame that prohibits publishing a notice or making an announcement at a meeting. These activities are considered GBMAFC activities if they have prior approval of the President.

2. GBMAFC activities shall not involve speed events involving autos or other high-risk activities of any nature. GBMAFC should consider obtaining supplementary insurance for activities involving large car shows or public swap meets.
3. Alcoholic beverages shall not be supplied by GBMAFC. They may be supplied by a licensed caterer supporting a GBMAFC activity.
4. Certificates of insurance should be obtained from any organization or person hired to perform services for GBMAFC.
5. GBMAFC shall not sponsor a (public) parade as a GBMAFC activity. Members participating in parades are doing so as individuals.
6. Tools and videos owned by GBMAFC are to be released on a loan basis for use by GBMAFC members only, by the member(s) designated as Tool Custodians by the Executive Board. Tools will be maintained in a serviceable condition. An accurate inventory will be maintained. Members using GBMAFC tools shall be required to sign a waiver of liability before a tool is loaned. Tools are not to be used by non-GBMAFC members.

POLICY 9: Use of Club Funds

GBMAFC funds may only be used to promote the Model A Ford hobby. Members are encouraged to personally contribute to the charities of their choosing.

POLICY 10: Tools and Videos – Time Limit

GBMAFC tools and videos may be borrowed for a maximum of 30 days. At the end of that period, tools and videos are to be returned directly to the appropriate Tool Custodian. Tools and videos are not to be passed from one member to another without reporting this to the Tool Custodian. The member signing out the tool or video is responsible for its return in good condition or its replacement.

POLICY 11: The Tom Kortisses Memorial Award (Established in August 2017)

1. The Tom Kortisses Memorial Award is established as a perpetual honor to the memory of our dear friend and colleague Tom Kortisses who freely and without hesitation gave his time, expertise, and support to the GBMAFC.
2. This award is intended to provide recognition to a GBMAFC member who has clearly demonstrated his/her assistance, commitment, support, and dedication to GBMAFC in the manner exemplified by Tom Kortisses, as determined by the Executive Board.



3. The Award shall be approved a maximum of once per calendar year but not necessarily every year, only being granted to a GBMAFC member who has clearly demonstrated support of GBMAFC at the highest level.
4. The Award shall consist of a plaque, purchased with GBMAFC funds and presented by the President to the recipient at that year's Holiday (formerly Christmas) Party in December, along with a citation articulating the member's achievements supporting the award.
5. Any GBMAFC member may be nominated for this award to the Executive Board with a short, written description of why the member deserves this recognition. Since this award is the highest level of member recognition within GBMAFC, all nominations will be carefully evaluated.
6. All nominations shall be submitted in writing to the Executive Board by 1 November. The Executive Board shall evaluate all nominations and decide by a simple majority vote. The decision of the Executive Board is final.
7. To avoid any possible conflict of interest, current members of the Executive Board are ineligible for this award.