

Chapter Bylaws Southern Peach T's

Adopted May 16, 2021

ARTICLE I - NAME AND AFFILIATION

Section 1. **Chapter Name.** This Chapter shall be know as the Southern Peach T's.

Section 2. **Affiliation.** This Chapter shall be affiliated with The **Model T Ford Club of America.**

ARTICLE II - MISSION

The **Mission** of this Chapter is to provide an outlet for the preservation, education and driving of Models T's Fords for enthusiasts of all ages. To unite the entire membership, raise the experience level of all Members and educate future generations, we offer a network of experience and knowledge through Chapter meetings, programs and activities throughout the year, while planning and leveraging tours, cruises, car shows and parades with other organizations.

ARTICLE III - MEMBERSHIP

Section 1. There are four classes of **Membership.**

- a. **Active Member** - All memberships are family memberships. Spouses, significant others and children are entitled to participate in all Chapter activities. However children may not have voting rights. Active Members are encouraged to benefit from, and contribute to, the knowledge base of the Chapter.
- b. **Virtual Member** – Due to distance limitations (out of state), Virtual Members are invited to all virtual activities, which include Chapter meetings, programs and educational activities. They are entitled to participate but cannot vote at meetings, and may not hold office. Virtual Members are encouraged to fully engage and contribute to the network of experience and knowledge within the Chapter.
- c. **Founding Member** – During the Chapter's initial year of formation, those who become Active or Virtual Members will be designated Founding Members and shall have their names so entered in the permanent official records of this Chapter.

d. **Honorary Member** – The Board may designate an individual or company as an Honorary Member who, in the opinion of the Board, has rendered outstanding services to the Chapter.

Membership List and Privacy. All Members are asked to keep contact information current on Chapter and MTFCA records, with the Chapter commitment that information will never be sold to public or commercial entities.

Section 2. **Dues.** Annual dues payable will be reviewed annually in January by the Board for Active and Virtual Membership. Dues (when started) are due by the end of February. Members joining after July 1st will pay half of yearly dues. After November 1st, paid dues will apply to the following year. When dues are deemed needed in the first years of Chapter operation, a motion must be advertised as part of an upcoming agenda. Membership dues can be initiated or revised by a ratified motion at any Membership meeting.

Section 3. **MTFCA Membership.** Our Chapter is chartered under MTFCA, and as such to annually re-qualify, 100% of officers and at least 50% of all Active Members must be dues paying members of the MTFCA.

Section 4. **Member Resignation.** A member may resign by submitting a written request to the Secretary.

ARTICLE IV - MEETINGS

Section 1. **Regular Meetings.** There will be a minimum of eight (8) formal Chapter meetings per year, including the Annual Meeting, which will take place in January. The date, time and location of all Regular Meetings will be determined by the president, with the goal of locations rotating around the state and hosted by different members. Notifications and an agenda for the meetings will be sent out at least seven days in advance by e-mail, and posted on the web site. Meetings will be conducted according to Roberts Rules of Order. One Officer will keep a copy for reference.

Section 2. **Special Meetings.** Special meetings may be called by the President and/or the Vice-President. If another officer, or a sizable portion of the membership (51% or more)

desires a special meeting, arrangements will be made through the President and/or the Vice-President. Notifications of meetings will be sent out at least seven (7) days in advance by e-mail, and posted on the web site.

Section 3. **Quorum.** At all meetings of the Chapter, a majority of Active Members In Good Standing including a minimum of two (2) officers will constitute a quorum necessary to conduct business of the Chapter. **In Good Standing** is defined as annual dues paid.

Section 4. **Annual Meeting.** The biannual election of officers will be held during the January meeting, with those elected taking office effective immediately. The President and nominating committee will assemble a slate of officers with one or more names for each position for a vote. A recap of the “Events of the Year” will be presented.

Section 5. **Board Meetings.** To conduct business, the Chapter Board of Directors, consisting of the four officers and the Immediate Past President may meet as often as it sees fit (i.e. – Annual Meeting Planning). Such meetings will be announced to the Chapter membership unless the situation calls for privacy, and members are welcome to attend and participate, but not vote. Minutes of such meetings must be kept; all decisions made by the board will be communicated to the membership.

Section 6. **Meetings Held Electronically.** Meetings can be conducted through use of Internet meeting services designated by the President that support visible displays of voting, identifying those participating, identifying those seeking recognition and showing the results of votes. These electronic meetings shall be subject to the same rules as an in-person meeting, minus proximity.

Section 7. **Motions.** Whenever possible, motions that require a vote at Chapter meeting should be submitted in writing to be included in the distributed agenda. Motions brought up at meetings without advance notice can be tabled for a vote at the next scheduled meeting at the discretion of the Chapter president.

Section 8. **Urgent Motions.** Chapter business may need to be executed between scheduled meetings. Only if time is a factor, motions, discussion and voting can be accomplished via electronic means (i.e. emails, texts) by the four officers and the Immediate Past President if

needed; or by a full membership vote. Reporting of the results must be the one of the first orders of business at the next Member meeting.

Section 9. **Transparency and Inquiries.** Elected Officers will make every effort to execute Chapter business and report actions through means visible to all Members. The preferred means of information distribution and inquiries will be through email, newsletter and the web site. At least semi-annually, a Membership Roster will be made available via electronic distribution, or via a password protected section of the web site.

ARTICLE V - ELECTED OFFICERS

Section 1. **Board.** The Chapter will have a Board consisting of a President, Vice-President, Secretary and Treasurer. Officers will be elected at every other January membership meeting and serve for the following two (2) calendar years. They must be Active members in “good standing.” **Officer Term** is defined as two (2) years. Officer may serve multiple Terms, as long as they are willing to serve and are affirmed by a majority vote of the Members present.

Section 2. **President.** The principal executive officer of the Chapter and is responsible for supervising and controlling all of the business and social affairs of the Chapter through his/her own action or the delegation of authority as necessary. The President will preside at all meetings of the officers and/or members and perform all duties incident to the office as President. The President is chair of the Nominating Committee and fills (for submission at the annual meeting) a suggested slate of one or more candidates for each office. The President shall approve the creation, or closure, of Ad Hoc Committees to enhance the operation of the Chapter.

Section 3. **Vice-President.** The Vice-President will serve in the absence of, or at the request of, the President as outlined immediately above. The Vice President will be the chairperson of in-person events like driving tours, swap meets and youth education.

Section 4. **Secretary.** Keeps minutes of meetings and handles Chapter correspondence as necessary and as directed by the President. A history of all documents will be collected in a Chapter Manual or posted on private and public pages of the web site.

Section 5. **Treasurer.** Receives, safeguards, and dispenses all Chapter funds. The Treasurer maintains up-to minute records and reports to be shared at each regular meeting and/or as

requested by any of the Chapter Officers. The Treasurer or President can initiate electronic bill pay payments or sign paper check payments on behalf of the Chapter. For expenses over \$100.00, the payment must be pre-authorized by a ratified motion at a Regular or Special Meeting. (See ARTICLE VII) The Treasurer maintains an inventory of Chapter property (Chapter banner, trophies, etc.). If necessary, the President shall appoint a committee to audit the books beginning each year.

Section 6. **Immediate Past President.** The Chapter will recognize an Immediate Past President. This person may participate and vote at Emergency Board Meetings to break a tie vote. This position does not qualify in terms of the minimum requirement for two officers to be present for a quorum to be achieved at regular meetings.

Section. 7. **Election of Officers.** At the Annual Meeting, the President, as chair of the Nominating Committee, submits a suggested slate of one or more candidates for each office. Additional nominees may be offered from the floor at that time. Then, the vote is taken by Active Members.

Section 8. **Vacancies.** If a vacancy on the Board of Directors occurs, the President shall appoint a club member to fill the vacancy for the rest of the current term. That appointment will be affirmed at the next Membership Meeting where a nominee may be submitted from the floor before the vote.

Section 9. **Indemnification.** The corporation shall indemnify an officer or former officer made a party to a proceeding because he or she is or was an officer of the corporation against liability incurred in proceedings.

ARTICLE VI - COMMITTEES

Section 1. **Committees.** The President shall approve the creation, or closure, of Ad Hoc Committees to enhance the benefits to Members and/or the operation of the Chapter. Each Committees will report to a designated Chapter Officer regarding the committee research, written plan and execution of the responsibilities of the Committee. It would be a goal that every Member join a committee(s) of interest and donate their time and talents to a Committee expanding the benefit to all Members. Possible Committees to be formed:

Programs (Educational offerings at all Regular Meetings), Newsletter, Events (tours, shows, parades), Youth Outreach, and Chapter Historical.

ARTICLE VII - FISCAL MATTERS

Section 1. **Nonprofit Corporation.** The "Southern Peach T's" (SPTs) is a Georgia Not-for-Profit Corporation" and will file to gain not-for-profit organizational IRS tax status.

Section 2. **Fiscal Year.** The Chapter's fiscal year begins on January 1st and ends on December 31st of the same year.

Section 3. **Reimbursed Expenses.** Neither officers nor members will be paid for services rendered to the Chapter. However, reimbursement will be made when a significant expense is incurred on behalf of the Chapter by any officer or member. Such expenses should be requested and pre-authorized by ratified motion at a Regular Meeting, or by ratified Urgent Motion via electronic means. Once an pre-authorized expense has been incurred a request for reimbursement and receipts should be submitted to the Treasurer.

Section 4. **Chapter Operational Expenses.** Chapter Operational Expenses, such as the costs of business mail, web site hosting and event signs for Chapter events will not require a Chapter vote if under \$100.00. Electronic reimbursement payments will be preferred over the cost of paper checks and U.S. post.

Section 5. **Debt.** The Board of Directors may NOT incur indebtedness on behalf of the Chapter without the approval of the membership by majority vote of a quorum at a Regular Meeting.

Section 5. **Insurance.** The Chapter will evaluate additional insurance to protect its members and officers as it sees fit, over and above the protection provided by membership as a fully recognized MTFCA Chapter.

Section 6. **Philanthropic Endeavors.** This Chapter may initiate Philanthropic Endeavors created for the purpose of giving back to the community in the effort to further the knowledge base or recognize exemplary work by an individual. An example of such a program is a scholarship award to a young person who has shown proficiency or mastery of a portion of the Model T Ford mechanics.

ARTICLE VIII - ENGAGEMENT AND INCLUSION

Section 1 – Engagement. - We embrace and encourage our Member’s diversity in age, color, disability, ethnicity, gender identity, veteran, family or marital status. The Chapter will make best efforts to recruit and promote teamwork among all groups and perspectives, and promote an environment of trust and safety.

Section 2 – Inclusion. - All Members (including all family members), while enjoying the benefits of the chapter, have a responsibility to treat others with dignity and respect at all times, including meetings and events either in-person or during virtual interaction. The Chapter will display in our public materials examples of our policy promoting Inclusion.

Section 3 – Process. - Any person who believe they have been subjected to any kind of discrimination that conflicts with the Chapter’s Engagement and Inclusion policy and initiatives should seek assistance from any Chapter Officer.

ARTICLE IX – AMENDMENTS.

These bylaws may be altered, amended, or repealed and new bylaws adopted through the consent of a majority of voters constituting a quorum at a regular or special meeting of the membership. At least seven (7) days’ notice must be given to each member of the intention to change, amend, repeal, or replace these bylaws at such meetings.

Initially adopted by the Southern Peach T’s on April 11, 2021 by unanimous vote.

Amended and adopted by the Southern Peach T’s on May 16, 2021 by unanimous vote.
(Added Engagement and Inclusion, add Philanthropic Endeavors, revise Amendment notification to 7 days, various other clarifications)