

**The MG Car Club,  
Rocky Mountain Centre**

**Bylaws**

February 10, 2016

**Mission Statement -**

The MG Car Club, Rocky Mountain Centre, Inc. is dedicated to the maintenance, restoration, preservation and enjoyment of all types of MGs and closely related automobiles. We sponsor a variety of events of interest to the owners and enthusiasts of said vehicles, and cherish the friendships developed in the process.

**Article I - Organization**

**Section I – Affiliation -**

1. **The MG Car Club of England, Ltd** – The MG Car Club, Rocky Mountain Centre is a properly recognized overseas center of the MG Car Club of England, Ltd and is properly incorporated under the laws of the State of Colorado.
2. **The North American MGA Register** – The MG Car Club, Rocky Mountain Centre is also a properly recognized chapter of the North American MGA Register (NAMGAR.)
3. **The North American MGB Register** – The MG Car Club, Rocky Mountain Centre is also a properly recognized chapter of the North American MGB Register (NAMGBR.)
4. **The Collector Car Council of Colorado** - The MG Car Club, Rocky Mountain Centre is also a properly recognized member of the Collector Car Council of Colorado (CCCC.)

**Section II - Membership –** There shall be the following classes of membership:

1. **Regular Members** – A Regular Membership shall give equal membership rights to both individuals in a couple, and all adult children (over 18 years old) living in the household in a family. (All members of a family have equal participation and voting rights.)
2. **Honorary Members** – Honorary Members have the same rights as Regular Members. Honorary Membership status may be conferred with the approval of the majority of the members present at a regularly scheduled meeting of the Club, and is for the lifetime of the Honorary Member. Honorary members are not required to pay annual dues.

### **Section III - Admission Requirements -**

Membership is open to those owning any model of MG car, prior owners of MG cars, or anyone with an interest in MG cars. Membership becomes active upon submission of a properly filled out application form and payment of the appropriate dues. Membership shall be suspended for any member delinquent in paying their dues.

## **Article II - Finances**

### **Section I - Club Dues -**

Club dues shall be adequate to cover current club administrative expenses and shall be reviewed from time to time by the Executive Committee to be adjusted as necessary. Dues changes require a majority vote of the present membership at a regularly scheduled Club meeting. Annual dues are due at the January meeting, and become delinquent as of April 1 of each year.

### **Section II - Events and Entertainment -**

1. **Event Costs** – It is understood that any member signing up for an event or entertainment shall be responsible for any financial obligation implicit in any such activity.
2. **Participation** – All members and their guests are welcome to participate in all Club events.
3. **Disbursements** – All receipts and disbursements for Club events shall be handled by the Treasurer.
4. **Approval of Expenses** – The Treasurer may pay normal and customary expenses to support the normal operation of the Club up to \$1,000 and non-ordinary expenses up to \$200. Approval of the Executive Committee is required for expenses above those levels, not to exceed 10% of current total Club funds. Expenses above that 10% level require the approval of the majority of the members present at a regularly scheduled meeting of the Club.
5. **Distribution of Club Funds to Members** – Club funds will not be distributed to club members except for reimbursement of legitimate expenses or payment for contracted services for the benefit of the Club.
6. **Financial Support (Subsidizing) of Club Events** – The Club may choose to subsidize all or a portion of the costs of a Club event (such as to pay for the food at a picnic, pay the cost of renting a location for an event, pay for presentation materials at a technical session, or pay a portion of the total bill at the Christmas Party.) Approval of such financial support will be governed by the rules in Article II, Section II, Paragraph 4, Approval of Expenses.

### **Section III - Support of Charitable Causes -**

While the Club does not normally provide support to charitable causes, any proposal for a donation from the Club must be submitted to the President in writing, specifying the charity, the amount, and a reason why the Club should make a donation. The President will bring the proposal to the Executive Committee for a decision whether or not to present the proposal to the Club for a vote by the membership at a regularly scheduled meeting. The decision of the Executive Committee is final.

### **Section IV - Dissolution -**

The Club shall use its funds to accomplish the objectives and purposes specified in the articles of incorporation and no part of said funds shall inure, or be distributed to the members of the Club. On dissolution of the Club, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the members.

## **Article III Activities**

### **Section I - Club Meetings -**

Meetings of the MG Car Club, Rocky Mountain Centre shall be held on a specified day of each month, or such special meetings as may be called by the Executive Committee. The meeting night or location may be changed by a majority vote of the members present at a regularly scheduled meeting of the Club.

## **Article IV - Parliamentary Procedure**

### **Section I - Parliamentary Authority -**

The rules contained in Roberts Rules of Order, current revision, shall govern the Club in all cases to which they are applicable, and are not inconsistent with the Articles of Incorporation and Bylaws of the Club.

### **Section II - Voting Privileges -**

**Families** – Both individuals in a couple and all adult children over the age of 18 living in the household may each cast votes, and all shall have full privileges of membership.

**Delinquent Dues** – members whose dues are delinquent do not have voting rights.

**Proxy Votes** – Proxy votes are disallowed in any and all circumstances.

## **Article V - Officers and Their Duties**

### **Section I - Club Officers -**

**Elective Officers** – Elective officers of the Club shall be President, Vice President, Secretary and Treasurer.

**Executive Committee** – The Executive Committee shall consist of the four above named elected officers.

**Term of Office** – Officers' terms shall begin January 1 after the election, and shall continue through the end of that year.

**Election Date** – Nominations for office shall be made from September through the vote at the November meeting, with elections held annually during the regularly scheduled November meeting. In the rare event that a November meeting is cancelled, election of officers shall be conducted at the next regularly scheduled club meeting.

**Eligibility** - Nominees for the offices of President and Vice President must have been a member of the Club for at least one year prior to nomination. Nominees for the offices of Secretary and Treasurer must be Club members.

**Vacancies** – When vacancies occur, if the office has been held for less than three months, it shall be filled thru nominations and vote at the next regularly scheduled Club meeting. If the office

has been held for three months or more, the President shall appoint a successor. The Vice President shall succeed the President if the Presidency becomes vacant.

## **Section II - Method of Election -**

Nominations for Officers may be in writing or verbal and may be made by the nominee or another member. Another member must second the nomination. The nominee must agree to accept the nomination. Election may be by written vote, voice vote or by physical count (raising of hands) at the discretion of the sitting President. No member may hold more than one elective office at the same time.

## **Section III - Executive Committee Duties -**

An Executive Committee Meeting shall be held between election and installation of new officers, including both outgoing and newly elected officers, to accomplish transfer of records and promote continuity of Club functions. The Executive Committee shall approve non-ordinary Club expenditures, as defined in Article II, Section II, Paragraph 4. The President may call an Executive Committee Meeting at his discretion to address specific issues related to the Club. Annually, the Executive Committee shall review Club finances.

## **Section IV - Appointive Positions –**

Glenwood Rallye Chair

Historian/Librarian

Dynamo Editor

Membership Chairman

Regalia Chairman

Web Master

Collector Car Council of Colorado Representative

Any other positions or committees deemed necessary by the President and Glenwood Rallye Chair.

## Section V - Duties of Officers -

1. **President** - The President is the Chairman of the Executive Committee, shall preside at all Club meetings, be an ex-officio member of all committees, in the event of a tie shall cast the deciding vote, check to see that all officers are fulfilling the duties of their offices, and appoint standing committees as appropriate. The President shall be impartial at all times, keep the Club harmonious, and give recognition to Club members and officers for work well done.
2. **Vice President** - The Vice President shall preside over meetings in the absence of the President, assist other officers if requested and act as an alternate Representative to the Collector Car Council. The Vice President shall succeed the President if the Presidency becomes vacant.
3. **Secretary** - The Secretary shall keep an accurate official record of the minutes of all business meetings, handle all correspondence for the Club, except that required to be done by other officers in their line of duty, assist the Dynamo editor when requested, assist other officers if requested, distribute notices and printed matter when required and keep the Bylaws up to date, including any properly enacted amendments..
4. **Treasurer** - The Treasurer shall keep an accurate record of each member's account, collect and give receipts (when required) for all funds, pay all obligations as delineated in Article II, Section II, Paragraph 4, and assist other officers if requested.

## Section VII - Priority (Hierarchy) of Decision Making -

1. **Normal and Customary Activities** – The elected officers, the appointive positions, and the Sub positions under these are positions of responsibility. The people holding these positions are empowered to make decisions within their sphere of influence, and expected to exercise good judgment in the best interests of the Club. (For example, the Glenwood Rallye Master may choose the rallye route, the Regalia Chairman can decide how many, what size and what color T shirts to order.) These decisions are made based on past experiences in similar situations with the application of good judgment.
2. **Escalating of Decisions** – Persons in positions of responsibility are encouraged to seek advice from, and/or request a decision from higher level positions if, in their best judgment they are unsure of a decision. (For example, the Regalia Chair considers offering diamond studded MG ear rings for \$300. We have not offered diamonds, or any item this expensive before. The Regalia Chair may request guidance or a decision from the Treasurer and/or the President. The President may decide to refer the decision to the Executive Committee, and the Executive Committee may decide to bring the matter to the members for a vote. The decision, however, could have been made at any step in the above process.)
3. **Decisions should be made at the lowest practicable level.**
4. **New, Unusual or Extraordinary Activities** – The decision to involve the Club in activities out of the range of its normal functions, or that may expose the Club to significant financial risks, legal liabilities, or significant manpower requirements must be brought to the Club membership, and must be approved by a majority vote of members present at a regularly scheduled meeting of the Club. (Examples of such situations might be investing Club funds in speculative markets (financial risk,) holding an autocross

instead of a funkhana at Glenwood (legal liability) or deciding to host a national convention (Club manpower commitment and financial risk.)

## **ARTICLE VI - Miscellaneous**

### **Section I- Official Emblem -**

The official MG Car Club of England badge and/or the MGCC,RMC badge may be incorporated into any emblem of the Club.

### **Section II - Amending the Bylaws -**

These Bylaws and all amendments thereto shall be in full force and effective immediately after passage, and shall supersede all previous editions. Proposed amendments must be discussed at a regularly scheduled Club meeting. A majority vote of members present is required to continue discussion and vote on changes at the next regularly scheduled meeting. A two-thirds majority vote of members present is required for passage. All proposed amendments to the Bylaws must be submitted in written form to the Secretary.

### **Section III - Bylaw Jurisdiction -**

These Bylaws take precedence over any and all other committee charters, regulations, or other rules governing the conduct of Club members or Club funds.

### **Section IV - Review of Club Bylaws -**

Review of Club Bylaws shall be conducted twice per decade in calendar years ending in "5" or "0".

## Appendix A – Statement of Revisions

**May 2012** - The following changes were incorporated during the Club Bylaws Review completed in April 2012:

1. Addition of Mission Statement
2. Total Document: Revised “Old Car Council” to “Collector Car Council” to reflect the name change.
3. Article 1, Section 1 – Affiliations: Added NAMGBR and CCCC
4. Article 1, Section 2 – Membership: Revised the second sentence under paragraph 2 Honorary Members to read, “. . . majority of the club members present at a regularly scheduled meeting.”
5. Article II, Section II (4): Clarified authority of the Treasurer to pay normal and customary expenses, and of the Executive Committee to approve expenditures up to 10% of the funds in the Treasury without approval of the General Membership.
6. Article II, Section II (5): Added paragraph 5, Club funds will not be distributed to club members except for reimbursement of legitimate expenses or payment for contracted services for the benefit of the Club.
7. Article II, Section III – Added Section III defining requirements for Club financial support of charitable causes.
8. Article IV, Section II, (1): removed parenthesis.
9. Article IV, Section II (2): removed “by more than three months.”
10. Article V, Section 1 (8): Added wording on approval of Club expenditures, meetings called to address specific issues, and an annual review of club finances.
11. Article V, Section 1 (10): Added Membership Chairman, Regalia Chair, deleted Alternator Editor, revised last sentence to read “. . . positions or committees. . .”
12. Article V, Section II (1): Clarified that the President is also the Chairman of the Executive Committee, deleted “approve all orders drawn on the Club Treasury.”
13. Article V, Section II (3): Deleted “Alternator Editor,” changed “mail” to “distribute.”
14. Article V, Section II (4): Clarified receipts only when required, referred to Article II, Section II, paragraph 4 for authority of the Treasurer to make pay obligations.
15. Article VI, Section III: Added requirement to review bylaws twice per decade in years ending in “5” or “0”.
16. Changed “Rocky Mountain Centre, MG Car Club of England” to “The MG Car Club, Rocky Mountain Centre” to be consistent with the way the name is on file with the Secretary of State.
17. Changed “By-Laws” to “Bylaws” to be consistent with accepted current usage.
18. Article IV, Section I – Changed “Constitution” to “Articles of Incorporation.”
19. Added requirement that nominees for Secretary and Treasurer be Club members.
20. Added Article II, Section II F, Financial support (Subsidizing) of Club Events.
21. Added, Article V, Section III, Priority (Hierarchy) of Decision Making



## **Appendix B – Statement of Revisions –**

### **February 2016 –**

Upon the required 2015 review of the current bylaws the following changes have been suggested, discussed, voted upon and passed in accordance with current bylaw rules.

- 1) Corrected some of the varying font sizes and incorrect numbering to make the document more consistent throughout.
- 2) Article II, Section II, Paragraph 4, sentence 3 changed wording from “other expenses require the approval of..... To “expenses exceeding that 10% level require the approval off.....
- 3) Article II, Section II, Paragraph 6 last sentence which read “Article I, Section II, Paragraph D” to correctly read “Article II, Section II, Paragraph 4”
- 4) Article V, Section I, “Election Date”. Added last sentence which explains how to handle if a November meeting is cancelled.
- 5) Article V, Section III, “Executive Committee Duties” sentence 2 which read “Paragraph D” to correctly read “Paragraph 4”
- 6) Article V, Section II, Paragraph 4 changed the wording “Paragraph D” to correctly read “Paragraph 4”
- 7) Article VI, Section I, changed “The official MG Car Club of England badge shall be Incorporated..... to read” The official MG Car Club of England badge and/or the MGCC,RMC badge may be incorporated.....