# BYLAWS

**SPACE CITY T’S OF HOUSTON**

Article I - NAME

This Club shall be known as THE SPACE CITY T’S OF HOUSTON, TEXAS, an affiliate of THE MODEL T FORD CLUB OF AMERICA (MTFCA).

ARTICLE II - PURPOSES

The purposes of the Club shall be to preserve and restore, and encourage the preservation and restoration, of motor vehicles manufactured by the Ford Motor Company prior to the year 1928 (hereinafter called “Model T’s); to promote scholarly research into the history of and scientific principles involved in

manufacture and maintenance of Model T’s, including sponsorship of driving tours of Model T’s and participation in parades and civic events by operating Model T’s.

ARTICLE III - POLICIES

Section 1. This Club is organized and shall operate as a not-for-profit organization for social welfare, civic improvement, and other similar purposes. Furthermore, this Club is organized as a nonprofit corporation under the laws of the State of Texas, and its charter has not been suspended or forfeited. All income received shall be for the nonprofit purposes of the organization, and no part of -the income shall inure to the benefit of any officer or member.

Section 2. The policies and procedures of the Model T Ford Club of America, as applicable, shall also be the policies and procedures of this Club.

Section 3. Members shall be encouraged to become members of the Model T Ford Club of America, however, this is not a prerequisite to membership in this Club.

ARTICLE IV - MEMBERSHIP

Section 1. The membership of this Club shall represent a compatible cross section of the business, social, and cultural life of the community and shall consist of men and women of good character and community standing, generally compatible with the membership of all MTFCA clubs.

Section 2. Proposals for membership shall be submitted to the Secretary in the form and manner prescribed by the Board of Directors and shall bear the endorsement of one (1) or more members in good standing.

Section 3. Membership as defined by Chapter liability is Member/Family; i.e. John and Jane Doe and minor children eighteen (18) years and under) as one member, and John Doe or Jane Doe, a single person as one member.

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Section 4. Any member of this Club, or widow or widower of a member of this Club, who himself or herself who is seventy (70) years old or older and who has been a member of this Club for at least 10 years may be eligible for Life Membership. Life Members shall be exempted from payment of regular dues and fees and shall enjoy those privileges which are determined by action of the Board of Directors. Life members shall have all the privileges of membership, including holding office.

ARTICLE V - TERMINATION OF MEMBERSHIP

Section 1. Any member who is two (2) or more months in arrears in the payment of dues or fees to the Club may be suspended from membership. Such member will be provided written notice by the Secretary. Such member, upon payment of arrears, and submission of app1ication for reinstatement within thirty (30) days after notice, may be reinstated at the discretion of the Board of Directors. If such member has not applied for reinstatement within the stated period, he or she shall be deemed to have forfeited membership, with or without notice of same from the Secretary.

Section 2. Any member charged with conduct unbecoming a member of the Club or commission of any act prejudicial to the best interests of the Club or MTFCA, and against whom such charges are sustained after opportunity to appear before the Board of Directors in such member’s own defense, may be expelled from membership, at the discretion of the Board of Directors. Upon such action by the Board of Directors, the Secretary shall immediately notify the member in writing of said action.

Section 3. Any member whose membership in the Club has been terminated for any reason shall forfeit all interest in any fund or property of the Club and all rights to the use of the Club name, emblem or other insignia.

ARTICLE VI - DUES AND REVENUES

Section 1. Dues are payable upon acceptance to membership and thereafter annually on January 1. Section 2. Dues will be considered delinquent after March 1 of each year.

Section 3. Except in the case of Life Members, annual dues shall be $25.00 per member. Payment of dues may be waived by action of the Board of Directors **Ofl** a case-by-case basis for good cause.

Section 4. Dues for members admitted to membership between July 1 and December 31 shall pay one-half (1/2) of the annual dues.

Section 5. The membership roster will be published and distributed at the April monthly meeting and members not in good standing as of March 1 shall not be included in the roster and shall not participate in Club activities thereafter.

The Board of Directors may plan or recommend the raising or accumulation of revenue from sources other than by dues i.e. car displays, swap meets, etc.

Section 7. All funds, to which the public or members have contributed for the specific purpose of financing charitable, educational or civic activities of the Club, shall be used solely for those purposes and separate records of such funds shall be maintained.

ARTICLE VII - CLUB REQUIREMENTS

Section 1. This Club, in order to have a Chapter in good standing with Model T Ford Club of America, shall maintain a membership of at least five (5) active members.

Section 2. Further provisions set out by the MTFCA in its Bylaws, Article XX, Section 8, state that “Any Club that fails to conform to the provisions of the Bylaws of the National Club may have its Charter suspended or revoked by action of the Board of Directors of the National Club and if the Charter is revoked the Club agrees not to use the name “The Model T Ford Club of America” until the Cha rter is declared to again be in force by action of the Board of Directors of the National Club.

ARTICLE VIII - OFFICERS, NOMINATIONS AND ELECTIONS

Section 1. The officers shall be a President, Vice President, Secretary and a Treasurer.

Section 2. All officers shall hold office for one (1) year or until their successors are duly elected or appointed.

Section 4. A Nominating Committee shall be appointed no later than July which will present a slate of Officers at the October meeting. Nominations may also be made from the floor.

Section 5. The election shall be held at the November meeting. The newly elected officers shall be installed at the December meeting and will take office on January 1.

ARTICLE IX - DUTIES OF OFFICERS

Section i. President: The President shall be the principal officer of the Club and shall preside at all meetings of the Club and the Executive Committee; shall appoint committee chairmen with the approval of the Executive Committee; shal4. serve as ex—officio member of all committees; shall bring to the Club all pertinent information from the MTFCA; shall co-sign with the Treasurer for the disbursement of all funds; and shall direct the Secretary to send to the MTFCA the names and addresses of the newly elected officers for the year. The President shall exercise general supervision over Club affairs and perform such other duties as are ordinarily incumbent upon a President.

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Section 2. Vice President: The Vice President shall perform the duties of the President in the absence of the President; shall become President if for any reason the President cannot serve; shall serve as the Program Chairman; and shall assist the President in other capacities as may be assigned.

Section 3. Secretary: The Secretary shall record accurate minutes of the proceedings of all meetings of the Club (Regular meetings, Special meetings, Executive Committee meetings and Board of Directors meetings); shall supply a copy of the minutes of the Club meetings to the President and to the Editor of the Club Bulletin for publication in the following month’s edition; shall conduct the correspondence of the Club; shall preserve in a permanent file all records and letters of the Club; shall keep an up-to-date list of the names, addresses, etc. of all members; and shall deliver to the successor Secretary with4.n ten (10) days after expiration of term of office, all records pertaining to the Club.

Section 4. Treasurer: The Treasurer shall collect and disburse all monies of the Club and shall report thereon at all meetings; collect all dues from members and notify the Secretary of members who have paid; pay all bills as directed by the Club; shall co-sign with the President all disbursements of Club funds; shall keep an itemized record in a permanent file, of all receipts and disbursements; shall advise the President regarding members who have not paid their dues; and shall deliver to the successor Treasurer within fifteen (15) days after expiration of the term of office, all records pertaining to the Club.

ARTICLE X – EXECUTIVE COMMITTEE

The elected officers of the Club shall comprise the Executive Committee which shall meet on call of the President.

ARTICLE XI – MEETINGS

Section 1. Regular meetings of the Club shall be held on the second Wednesday of each month at such time and place as may be determined by the Board of Directors. Robert’s Rules of Order shall govern all deliberations of the Club arid its Board of Directors, except as otherwise provided in these Bylaws.

Section 2. Special meetings may be called by the President on his own volition or upon his receipt of a written request signed by at least three (3) Members in good standing. Every member shall be notified in writing at least three (3) days in advance of the special meeting and advised what business will be considered. No other business may be conducted at the meeting.

Section 3. One—fourth (1/4) of the members in good standing shall constitute a quorum at any regular, special or annual meeting of the Club.

ARTICLE XII - FISCAL RESPONSIBILITY

Section 1. The fiscal year will commence on the first day of January and shall end on the 31st day of December.

Section 2. The President with approval of the Executive Committee shall submit at the February meeting a budget for the estimated expenditures of the Club for the ensuing year. The Budget must be approved by majority of the members present at the meeting.

ARTICLE XIII - AUDIT COMMITTEE

Section 1. The President shall appoint an Audit Committee to audit the Books and Records of the Treasurer of the Club and of any Special Event operated by or sponsored by the Club. The Audit Committee shall consist of at least three (3) active members and shall report directly to the President, and to the Club in open meeting. At the close of each fiscal year, the Books and Records shall be made available to the Audit Committee within ten

1. days after the close, and the Audit Committee shall report back to the Club at the February meeting.

ARTICLE XIV - BOARD OF DIRECTORS

Section 1. The membership shall elect, by majority vote two (2) Directors who shall serve with the President, Vice President, Secretary, Treasurer and the immediate past President as a Board of Directors for the Club. The two elected Directors shall be nominated and elected under the procedure of ARTICLE VIII along with the Officers of the Club. The Directors shall elect a chairman of the Board of Directors. All Directors shall serve for one (1) year or until removed or until their successors are duly qualified and elected. In the event of a directorship ‘becoming vacant for any reason, such vacancy shall be filled by the’ Board of Directors, and the appointee shall serve for the duration of the term of the individual being replaced.

Section 2. The Board of Directors shall have ultimate responsibility to the membership for all activities of the Club, shall determine all policies, discipline members and generally supervise the affairs of the Club.

Section 3. The Board of Directors shall meet at least biannually in February and in August on the second Wednesday or upon call by the Chairman or the President. Any two (2) Directors or a majority of the Club membership may call a meeting providing a three (3) day notice is given to all Directors. A majority of the Board of Directors shall constitute a quorum for the transaction of business, and a majority vote of those present shall be necessary to give effect to any action of the Board.

Section 4. Any member of the Board of Directors who is absent from two (2) consecutive Board meetings will forfeit his or her office with the approval of the Board of Directors.

Section 5. It is recognized that the Club has certain monies in its possession and control which were derived from its predecessor entity, which was an unincorporated association. It is hereby provided that the Board of Directors shall continue to maintain all such funds for the purposes for which they were raised and intended to be used under the Bylaws of the predecessor entity. The Board of Directors shall, however, have the absolute right to invade the corpus of the such fund for the purposes of paying lawful debts of the Club or for the purpose of maintaining tax-exempt status of the Club or a particular fund under the laws of the United States and the State of Texas.

ARTICLE XV - COMMITTEES

Section 1. The Board of Directors shall determine the number and purpose of all special and standing committees required to achieve the purposes of this Club.

Section 2. The president shall appoint the chairman and members of all committees and announce such appointments not later than February 1 each year, except as specifically provided to the contrary elsewhere in these Bylaws.

ARTICLE XVI - REPRESENTATION

Section 1. Any member or representative of a Member/Family in good standing, who attends a meeting, shall be entitled to one vote on all matters of the Club. Any member who does not attend a meeting or who does not plan to attend a meeting for whatever reason, when a vote is to be taken, may vote by mailing, wiring, or hand delivery (in writing) of his proxy vote to the President of the Club. All proxy votes shall be voted as instructed or if not instructed, then as the President desires.

ARTICLE XVII - MISCELLANEOUS

Section 1. Any person elected to membership in this Club shall be deemed to have accepted these Bylaws and shall be bound by them in all respects as if he or she had been a member at the time of their adoption.

Section 2. This Club shall provide for its proper representation at all meetings and conventions of MTFCA and regional meetings sponsored by MTFCA. It may provide for such representation when preparing the annual budget, subject to availability of funds and other limitations imposed by these Bylaws.

ARTICLE XVIII - AMENDMENTS

Section 1. Amendments to these Bylaws may be proposed by any member by written notice to the President. The proposed amendment will be considered by the Board of Directors and if approved by the Board then published in the newsletter. The proposed amendment will then be voted on at the next regular meeting following publication. An amendment may be adopted by a two-thirds (2/3) vote of members present.

ARTICLE XIX - STANDING POLICIES

This Club may establish certain standing policies which govern ongoing activities and annual events. The Texas T Party is one such annual event and will be covered in an addendum to these bylaws.

The Treasurer shall have control of any funds collected or distributed for any Special Event. Disbursement of funds may not be made without approval of the Chairman of that event. All records and funds for special events shall be recorded separately, and shall be reviewed by the Audit Committee.

At least three (3) additional tours shall be planned during the fiscal year.

Consumption of alcoholic beverages will not be tolerated while driving in a Club sanctioned event.

The December meeting will be the Club Christmas party at which time the newly elected Officers and Directors will be installed.

All banking records shall be delivered directly to the Club Treasurer by the Bank, and no Officer or member shall in any way circumvent this direct delivery.

SPACE CITY T’S OF HOUSTON

President

ADDENDUM TO BYLAWS

SPACE CITY T’S OF HOUSTON, TEXAS

* 1. The Club shall hold a tour to be known as “THE TEXAS T PARTY” during the first full week- end in October of each year. If circumstances preclude scheduling the first weekend, the Chairman of the tour has the option of scheduling the tour for the second weekend.
  2. The name of the tour, “THE TEXAS T PARTY” be registered with the Secretary of State.
  3. The Assistant Chairman of “THE TEXAS T PARTY” shall automatically become the Chairman for the following year.
  4. The President of Space City T’S OF HOUSTON, TEXAS with the approval of the Board of Directors and with the assistance of the Chairman for the current year, shall appoint the Assistant Chairman for the following year. This appointment shall be made at the September meeting prior to the year he or she is to serve.
  5. Guidelines for “THE TEXAS T PARTY” are as follows:

Purpose: An annual weekend tour sponsored by the Space City Chapter of the Model T Ford Club of America, for the enjoyment of Model T Ford owners and enthusiasts. The T Party shall always be a “driving tour”, free from the frustrations and anxieties of any kind of competition.

Time and Place: To be held at a “rural” location in Texas during the first full weekend in October. The tour site will be selected by the Tour Chairman. The T Party may begin with the Chairman’s option of an “Early Bird” tour on Thursday after lunch and will continue with other tours on Friday and Saturday, and it will end on Sunday morning.

Participation: Anyone may attend, regardless of club affiliation. Only Model T’S can participate in the activities. The Tour Chairman shall have the final determination to disqualification of any registrant on any other grounds.

Tours: All weekend events and driving tours will be planned by the Tour Chairman. The driving tours will generally not exceed 100 miles per day, and there will be sufficient stops along the way for minor repairs, adjustments and leisure. Whenever possible, interesting locations will be visited in conjunction with the driving tours.

Tour fees: The cost of the T Party will be set by the Tour Chairman and every effort will be made to keep the cost within reason and give good value for each dollar spent.

Registration and

Pre-registration: Registration will be limited to whatever number of cars the Chairman chooses. After the limit set by the Chairman has been registered, the Tour Chairman will keep a waiting list based on the order in which the names are received, and move these names up when, and if, cancellations occur. Pre-registration will be accepted at each current T Party for the next annual event.

Collection and Disbursement of

Tour Fees: The TEXAS T PARTY Chairman will collect registration of participants

and fees for same; he shall pass said fees to the Club Treasurer to be deposited into the TEXAS T PARTY ACCOUNT and the Chairman will co-sign with the Treasurer in disbursement of said funds. Effective with the 14th T PARTY, and thereafter, the Club Treasurer shall co-sign with the President for all disbursements from the TEXAS T PARTY ACCOUNT. The Tour Chairman will give a report of receipts and disbursements of the Tour at the November meeting. This report will be filed in the Club records for future reference of those Chairmen who fallow.

Bylaws revised September 16, 2007