

# **ANCIENT CITY AUTO CLUB ARTICLES OF ASSOCIATION AND BY-LAWS**

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## **ARTICLE I – NAME AND PURPOSE**

- SECTION I     The name of this organization shall be known as “Ancient City Auto Club,” located in St. Augustine, Florida, affiliated with the Antique Automobile Club of America (AACA). The Ancient City Auto Club is organized as a not for profit service and social (hobby) club.
- SECTION II    The purpose of this organization is to promote the acquisition, restoration, preservation, use and study of antique, classic, and special interest motor vehicles and related areas which may be of common interest and benefit to its members.

## **ARTICLE II – EXECUTIVE BOARD**

- SECTION I     The executive board shall consist of the officers of the club, the ex-president from the preceding year, the committee chairpersons, and the editor of the newsletter. The two founding members of the club, Bob Quackenbush and Dewey Porter, are also permanent voting members of the executive board.
- SECTION II    The executive board is responsible for all phases of the club’s activities.

## **ARTICLE III – OFFICERS**

- SECTION I     The officers of this club shall be a president, vice-president, secretary, and treasurer.
- SECTION II    Officers of the club shall be elected annually at the January meeting. The president of the club, at the preceding November meeting, shall have appointed a nominating committee which shall prepare a report for presentation to the executive committee at its December meeting, and to the membership at the election. The nominees recommended by the nominating committee are to be present at the annual election meeting, and further nominations may be made from the floor. Officers shall serve for the period following the annual meeting at which they were elected through the next annual meeting.
- SECTION III   A vacancy in office during the year shall be filled by appointment from the executive board with confirmation of the membership by majority vote of those attending any regular membership meeting.
- SECTION IV    Any elected or appointed officer may be removed from office by unanimous vote of the remaining members of the executive board for reasons which would be in the best interests of the organization with confirmation of the membership by majority vote of those attending any regular membership meeting.

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- SECTION V Duties of officers:
- a. **President.** The president shall be the principal executive officer of the club. He shall preside at all regular meetings of the members and be ex-officio member of all committees. The president shall appoint all committee chairmen.
  - b. **Vice President.** In the absence of the president, the vice president shall perform the duties of the president.
  - c. **Secretary.** The secretary shall keep minutes of all regular meetings, keep a register of all members, and in general perform all duties incident to the office of secretary.
  - d. **Treasurer.** The treasurer shall have charge and custody of and be responsible for all funds of the club. The treasurer shall provide and present a current financial report at each regular meeting. Current accurate financial records shall be maintained in a proper record-keeping volume.

### ARTICLE IV – MEMBERS

- SECTION I Upon receipt of a properly executed application for membership and presentation of dues, a person (Family) shall be accepted as a member of this organization (see Section III as to dues).
- SECTION II **Term of Membership.** All memberships expire at the annual meeting at which time a new application with the following year's dues will renew membership in the club.
- SECTION III **Dues.** The club dues payable by the members shall be in the amount determined by the board and confirmed by the membership. These club dues are to include the annual dues of the Antique Automobile Club of America with which the Ancient City Auto Club is affiliated. Dues shall be payable at or prior to the annual January meeting.
- SECTION IV **Terminating of Membership.** The membership of any member may be terminated by unanimous vote of the executive board and confirmed by the membership, for conduct unbecoming a member of this club or other cause upon giving the member in question full opportunity to hear and to reply to the charges or reasons for such action. Any member whose dues are more than 60 days in arrears shall be dropped from the club rolls.

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## ARTICLE V – MEETINGS OF MEMBERS

- SECTION I     **Annual meeting.** The annual meeting shall be the January meeting of the members.
- SECTION II    **Regular meetings.** Regular meetings of the members shall be held monthly at a time and date and location set by the membership.
- SECTION III   **Quorum.** The members holding 25 percent of votes of the total membership shall constitute a quorum at a meeting.
- SECTION IV    **Special meetings.** Special meetings of the members may be called by the executive board or one-tenth of the members with a written or telephone notice to the membership stating the place, date, hour and purpose of said special meeting.
- SECTION V     **Conduct of meetings.** All meetings shall be conducted under Robert’s Rules of Order.
- SECTION VI    **Voting privileges.** Voting privileges for members shall be established at two (2) votes per paid membership.

## ARTICLE VI – COMMITTEES

- SECTION I     Committees may be appointed along with a chairman by the president at any meeting of the members, as the need arises.
- SECTION II    A committee shall be dissolved upon completion of its duties or by action of the president at a meeting of the members.

## ARTICLE VII – AMENDMENTS OR ADDITIONS TO BY-LAWS

- SECTION I     Alterations or amendments to these Articles of Association and By-Laws may be made by a majority vote of the members present at any regular membership meeting.

## ARTICLE VIII – OFFICES OF THE ASSOCIATION

- SECTION I     The principal office of the Association shall be at the home of the President of the group. The Association may have such other offices as may from time to time be designated by its members or its Executive Board.

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**ARTICLE IX – POWERS OF THE ASSOCIATION**

SECTION I      The Association shall have all the powers necessary to provide activities to conduct its purposes including, but not limited to, the power to collect, hold and disseminate information; to conduct seminars, workshops, and car shows; and the power to collect dues and fees associated with events, and to disburse funds for the membership.

**ARTICLE X – DISTRIBUTION OF ASSETS**

SECTION I      In the event that the Association ceases to function, or in the event that the members decide to terminate it, the Executive Board shall, after paying or making provisions for the payment of all of the Association’s liabilities, distribute all of the remaining assets of the Association to such organization or organizations which the Executive Board shall select which are then qualified as exempt under Section 501 © of the Internal Revenue Code of 1954, as amended, (or the corresponding provision of any future United States Internal Revenue).

**ARTICLE XI – FISCAL YEAR OF THE ASSOCIATION**

SECTION I      The Association shall operate with the calendar year as its fiscal year.

WITNESS WHEREOF, the undersigned have executed these Articles of Association and By-Laws on this second day of May, 2019.

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Dwayne Porter, President

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James Arpaia, Vice President

The changes to this document were approved at a meeting of the general membership held on May 2, 2019.