

MG Car Club
Central Jersey Centre, Inc.

Amended: 11/22/11

BYLAWS

ARTICLE I

Name, Territory, Headquarters.

- Section 1: Name: This organization shall be known as the MG Car Club, Central Jersey Centre, Inc., a nonprofit corporation created pursuant to Title 15A of the New Jersey Revised Statutes (hereafter called the MGCC/CJC).
- Section 2: Territory: The events and sponsored activities shall be held in New Jersey or such other location as may from time to time be determined by the MGCC/CJC
- Section 3: Headquarters: The headquarters and offices of the MGCC/CJC shall be located at the Treasurer's place of residence.

ARTICLE II

Membership and Membership Meeting

- Section 1: Membership: Membership in the MGCC/CJC is open to present and past owners of automobiles made by the MG Car Company or anyone with an interest in the MG marque. A member, upon the payment of annual dues, shall be entitled to one vote when in attendance at monthly membership or any special meetings of the MGCC/CJC, may hold any office of the MGCC/CJC as well as receive mailings.
- Section 2: Membership Meetings: The MGCC/CJC shall hold a meeting of its members monthly, usually on the 4th Tuesday in each month, for the purpose of holding elections, considering reports and for the transaction of such business that should be brought before the membership. These meetings shall be held at the VFW Post 3401, Morris Plains, New Jersey or such other time or location as the Board of Trustees shall determine.
- Section 3: Special Meetings: Special meetings may be called to consider one or more specific orders of business by the President of the MGCC/CJC or upon written request of the Secretary by any member of the Board of Trustees or ten (10) members of the MGCC/CJC. Such business as to be considered at a special meeting must be clearly stated in writing to be sent to the general membership no later than ten (10) days prior to such

meeting. Said meeting notice shall state time, date and place of special meeting. The Secretary shall notify all members of such meeting with all due haste giving at least seven (7) days notice

Section 4: Annual Meetings: Annual meetings shall be held for the purpose of electing officers or such other business as is required. Notice to the membership shall be given to the membership in the monthly newsletter prior to each annual meeting.

Section 5: Quorums: At Membership Meetings, 15% of the members in good standing shall constitute a quorum. For the purpose of amending the bylaws, 25% of the members in good standing shall constitute a quorum. A quorum in attendance at the commencement of any meeting will constitute a quorum throughout.

Section 6: Voting: At every meeting of the MGCC/CJC membership, each member present shall be entitled to one vote and only one vote and voting by proxy shall be permitted for elections of Trustees only. Proxy must be received by the Secretary postmarked one week prior to elections.

ARTICLE III

Rules of Procedure

Section 1: Procedure: Robert's Rules of order, revised as interpreted by the President, shall govern all deliberations of the MGCC/CJC and its Board of Trustees except as otherwise provided in the bylaws and policy.

Section 2: Agenda: The order of business for all meetings shall be determined by the President prior to the first business of such meetings The basic order of the agenda of regular meetings of the MGCC/CJC is as follows:

- Order:
- A) Call to order
 - B) Treasurer's Report
 - C) Secretary's Report
 - D) President's Report
 - E) Old Business
 - F) New Business
 - G) Program
 - H) Next meeting notice
 - I) Adjournment

ARTICLE IV

Dues

- Section 1: Dues: Dues for Membership shall be \$25.00 per year. All dues are due and payable by the January meeting.
- Section 2: Non Payment of Dues: Any member of the MGCC/CJC not paying dues within sixty (60) days of the due date shall not be considered a member in good standing. Any member not making full payment of dues owing within ninety (90) days of the due date shall have their membership terminated.
- Section 3: Members in Good Standing: Members in good standing shall be those who have paid their dues in accordance with Article IV sections 1 and 2.

ARTICLE V

Trustees

- Section 1: Board of Trustees: The government of the MGCC/CJC shall be vested in a Board of Trustees which shall consist of a President, Vice President, Secretary, Treasurer and three (3) Trustees-at-Large.
- Section 2: The Board of Trustees shall meet from time to time as required. Special board meetings shall be held if a majority of board members present such a request to the President.
- Section 3: The Board of Trustees shall have control and management of the property and business affairs of the MGCC/CJC. In addition, the Board of Trustees shall have any powers as stated in the bylaws and policy.
- Section 4: Trustees Quorum: At any annual, special or regular meeting of the MGCC/CJC four (4) Trustees shall constitute a quorum.

ARTICLE VI

Officers

- Section 1: Officers: The officers of the MGCC/CJC shall be the President, Vice President, Secretary, Treasurer and three (3) Trustees (collectively referred to as "Trustees").
- Section 2: The term of office for Trustees shall run from January 1st to December 31st of the same year.
- Section 3: To be eligible for nomination as a Trustee of the MGCC/CJC, an individual must have been an eligible voting member of the MGCC/CJC

for at least one year prior to their nomination. All nominees for office must be members in good standing of the MGCC/CJC.

Section 4:

Duties of the President:

- A) Be chief executive of the MGCC/CJC and supervise its affairs and activities.
- B) Make directly and through the officers, reports of the activities of the MGCC/CJC at all membership meetings.
- C) Preside at all board meetings.
- D) Preside at all monthly meetings.

Section 5:

The duties of the Vice President:

- A) To take on all duties of the President if the elected President cannot complete his term for any reason.
- B) Be responsible for such projects and duties that the President may assign.

Section 6:

The duties of the Secretary:

- A) To take the minutes of the monthly meeting.
- B) Assist the President and Vice President.
- C) Maintain attendance records at all monthly meetings.

Section 7:

The duties of the Treasurer:

- A) Keep complete and accurate records of all financial transactions of the MGCC/CJC and make the same available in writing or verbally at the request of any Trustee.
- B) Inform the Board of Trustees of all members who are delinquent in payment of their dues.
- C) Assist the President and Vice President.
- D) Negotiate all contracts, i.e. hall rental, trade show booths, etc. (NOTE: No contract shall be signed without the prior approval of the Board).
- E) Report on the finances of the Club at membership meetings.

Section 8:

The duties of the Trustees at Large:

- A) Assist in all activities of the MGCC/CJC.
- B) Have direct input on all decisions and take a proactive approach to making the club strong and respectable.

ARTICLE VII

Vacancies and Succession

- Section 1: Succession of the President: The following succession shall be invoked during any period of emergency created by the absence of the President due to temporary incapacity or illness or by accident, death or call to armed services, resignation or any just reason. The Vice President shall assume the office of the President. In case he or she is unavailable, the Board will hold a special election at the next regularly scheduled membership meeting to fill the office of President.
- Section 2: Succession of any elected officer shall result in an election to fill the vacant office at the next regularly scheduled membership meeting.

ARTICLE VIII

Suspension of Membership

- Section 1: Suspension of regular members: The Board of Trustees may for good and just cause undertake the suspension of any regular member. Such action must be discussed at a regular board meeting and be voted upon affirmatively by two-thirds (2/3) of those members voting and must be passed at the next scheduled general membership meeting by a majority vote. Any regular member being considered for suspension must be notified at least ten (10) days prior to the board meeting at which consideration of suspension will be undertaken. Such notification must be in writing and must contain the dates of the board and general Membership meetings at which consideration will be given. Anyone under consideration of suspension must be allowed to defend him or herself against such action at the board and general membership meetings. This procedure does not apply to cases covered under Article VIII Section 2.
- Section 2: Removal of Officers and Trustees at Large from office: An officer or trustee at large may be removed from his or her office by a two-thirds (2/3) affirmative vote of those voting at a regular Board of Trustees meeting, provided that written notice of intention of the Board to consider removal is sent in writing to the officer or trustee not less than ten (10) days prior to consideration of removal and provided that the individual is allowed the opportunity to testify in his behalf at that meeting. Removal from office shall not be considered an automatic suspension from the MGCC/CJC. Any offices vacated by removal shall be filled by majority vote by the Membership at the next regularly scheduled membership meeting.

ARTICLE IX

Adoption and Amendment

- Section 1: These bylaws shall be deemed to be in effect upon approval at a regular membership meeting of the club.
- Section 2: Amendments to these bylaws shall be accomplished by a two thirds (2/3) vote of those casting votes. For the purpose of amending the bylaws, 25% of the members in good standing shall constitute a quorum. Notice of the intent to amend must be sent by regular mail or electronic mail to all voting members at least ten (10) days prior to the monthly meeting.

ARTICLE X

Finances

- Section 1: Fiscal year: The fiscal year of the MGCC/CJC shall commence on January 1st and end on December 31st.
- Section 2: The funds of this association shall be deposited with a bank, to be selected at the first meeting of the newly elected Board of Trustees at the start of each fiscal year. A change in the banks shall only occur during the year if approved by the Board of Trustees.
- Section 3: Audit Committee: The President shall form an audit committee of three members. Only one of the three members may be on the Board. This committee must be formed no later than December 1st and complete their audit no later than December 31st. The books will then be closed and submitted to the President and the general membership. The President shall at that time place the books and financial records in the hands of the President elect.
- Section 4: Checks drawn upon the MGCC/CJC account for payment of debts will be signed by the Treasurer or other officer designated at the January monthly meeting. The authorized signatures will appear on the new account resolution which is then presented to the MGCC/CJC Secretary and recorded with the bank.

ARTICLE XI

Committees and Projects

- Section 1: Committees: The Board of Trustees shall determine the standing committees deemed proper and necessary to fulfill the objective purpose of the MGCC/CJC. The standing committees shall consist of Executive, BritfestSM, Meetings/Program, Newsletter, Membership, Regalia, Road

Events and such other standing committees as are determined to be necessary from time to time.

Section 2: Executive Committee: This standing committee shall consist of the Board of Trustees and the chairs of the other standing committees.

Section 3: Projects: All projects must be submitted to the Board of Trustees for approval and must be put before the full membership for a vote to put into action.

ARTICLE XII

Election Rules

Section 1: Elections for all seven (7) trustees will be held at the regularly scheduled November membership meeting. The term of office will be one year. The term will run from January 1st to December 31st of the same year. There is no limit to how many terms a trustee can serve but he must be reelected each year. Installation of newly elected Trustees will be at the annual Holiday Party.

Section 2: A member can only hold one office at a time

Section 3: A member must be in good standing to hold an office.

Section 4: To be elected a candidate only has to have the majority of the votes cast.

Section 5: Nominations will be open to the floor at the November meeting to be voted on.

Section 6: Only votes for nominated candidates will be counted.

ARTICLE XIII

Disbandment

Section 1: In case of dissolution of the MGCC/CJC all outstanding bills will be paid. All MGCC/CJC assets will be converted into cash and divided equally among the then current membership.

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