

# **BYLAWS OF THE NORTHERN UTAH MUSTANG OWNERS ASSOCIATION**

## **ARTICLE 1. NAME**

**Section 1.** The name of the organization shall be the Northern Utah Mustang Owners Association, hereafter known as “Association,” “Club,” or “NUMOA.”

## **ARTICLE 2. PURPOSE**

**Section 1.** The general purpose of this Club, maintained as a Utah non-profit corporation, is to provide an association for individuals to share common interests in Mustangs and other Ford vehicles. The Club promotes social interaction, knowledge-sharing, technical advice, and other activities of interest. Additionally, the Club strives to contribute to the community by selecting and donating funds and resources annually to a charitable organization.

## **ARTICLE 3. OFFICIAL EMBLEM/LOGO**

**Section 1.** The Club shall have an emblem or logo that includes the Club name, and any other additions deemed appropriate by the Officers and Club Membership.

## **ARTICLE 4. MEMBERSHIP REQUIREMENTS**

### **Section 1. Active Member**

Any Club Member who is current with their annual dues.

### **Section 2. Honorary Member**

A complimentary membership granted by the Executive Board to individuals or organizations who provide outstanding recognition or value to the Club as a whole. The Club typically grants honorary memberships to individuals who may not be active members but contribute in ways that benefit the Club.

### **Section 3. Lifetime Member**

A complimentary membership granted by the Executive Board to members who have dedicated years of exemplary service and made significant contributions to the Club.

### **Section 4. Dues**

Dues shall be set by the Executive board and are for a 12-month period commencing on the date of receipt by the Club. The Club allows a 2-month grace period for members to pay delinquent dues. After the grace period, the annual renewal cycle begins once the member submits payment.

### **Section 5. Operator's License and Insurance**

Each member who participates in Club activities and operates a motor vehicle must possess a valid driver's license and maintain at least the minimum insurance coverage required by their state of residence.

## **ARTICLE 5. TERMINATION OF MEMBERSHIP**

**Section 1.** The following shall constitute grounds for termination of Club Membership

- A. Delinquency in payment of dues.
- B. Any breach of the bylaws of this Association.
- C. Flagrant and/or repeated violations of state or local traffic laws or ordinances.
- D. Any actions deemed detrimental or injurious to the Association, as determined by a majority vote of the Executive Board.
- E. Voluntary resignation.
- F. Unauthorized use of Club contact lists (including email addresses, physical addresses, or phone numbers) for non-official Club business or correspondence. This includes personal or business marketing, solicitation, proselytizing, or any other advertisements unrelated to the Club. This policy applies to all members, including current and former Club officers.

**Section 2.** No refund of dues shall be issued in the event of membership termination.

## **ARTICLE 6. OFFICERS AND DUTIES**

**Section 1.** There shall be an Executive Board consisting of the Club Officers and the immediate past President. This Board shall serve in an administrative capacity and is responsible for authorizing expenditures and activities as contained in the bylaws. All Club officers must maintain membership in the Mustang Club of America (MCA), in accordance with the MCA charter, and must attend all monthly Club meetings. The Club encourages officers to participate in all other meetings and activities. The Executive Board shall determine how to fill any officer position vacated during the year, with the final decision resting with President.

**Section 2.** The following individuals shall serve as Officers of the Association and are responsible for performing duties typically associated with their respective offices, as well as any additional responsibilities defined in the bylaws. The Club may combine certain offices or assign co-chairs, as needed.

### **Section 2.1 President**

The President shall have general supervision, direction, and control of the Club. They shall appoint committees, delegate responsibilities as needed, and perform all other duties associated with the office. The President coordinates the monthly Club meetings, prepares the agenda, and arranges the meeting space and other logistics. They are also responsible for

submitting—or delegating—the submission of an article for the monthly newsletter. Additionally, they are responsible for organizing or assigning duties related to the Spring Breakout Show and the Christmas Party. This officer will be the previous year's Vice-President.

### **Section 2.2 Vice-president**

The Vice President supports the President as needed and presides over Club meetings and events when the President is unavailable. The Vice President shall automatically rotate into the President role the following year and assumes the duties of President if the position becomes vacant prior to year-end. This officer also ensures that the outgoing President and other officers receive recognition for their service during the current year. The Vice President must be an active Club member with a minimum of two (2) years of membership.

### **Section 2.3 Secretary**

The Secretary is responsible for keeping detailed minutes of Executive Board meetings and general notes for monthly Club meetings. They shall distribute a summary of the monthly Club meetings to all active members via email. The Secretary also maintains and organizes pertinent Club documents and records to ensure accurate and accessible documentation of Club activities.

### **Section 2.4 Treasurer/Membership**

The Treasurer is responsible for maintaining accurate records of all funds received and disbursed, in accordance with the directives of the Executive Board and the Club Bylaws. This officer shall present a monthly financial report to the Executive Board and is responsible for collecting and managing membership dues. This officer must be an active Club member with a minimum of two (2) years of membership.

### **Section 2.5 Activities Chairperson**

The Activities Chairperson coordinates Club activities, including the monthly Club meetings and any other NUMOA-sponsored events not overseen by another Officer or designated Club member. This officer is also responsible for organizing meeting raffles and managing refreshments.

### **Section 2.6 Quartermaster**

The Quartermaster is responsible for managing all Club merchandise. This includes overseeing inventory, coordinating sales, and purchasing new merchandise. The Executive Board must review and approve all merchandise purchases by a majority (quorum) before anyone makes a purchase.

### **Section 2.7 Cruise/Show Coordinator**

The Cruise/Show Coordinator is responsible for planning official NUMOA cruises, both in-state and out-of-state. This officer coordinates with the Social Media Administrator to promote these events and ensure proper visibility to the Club members and the public.

### **Section 2.8 Pony Tales Editor**

The Pony Tales Editor is responsible for producing the monthly Club newsletter. This officer forwards the newsletter to the webmaster for posting on the Club website. They accept articles and information from members and other sources and publish submission due dates in the newsletter each month. The Pony Tales Editor ensures that all officers can review and suggest changes before the final publication.

### **Section 2.9 Pony Tales Assistant Editor**

The Pony Tales Assistant Editor assists the Pony Tales Editor in gathering articles, reviewing drafts, and providing other relevant information. If the Editor is unavailable, the Assistant Editor is responsible for publishing the Pony Tales newsletter.

### **Section 2.10 Technical Advisor**

The Technical Advisor provides technical advice to Club Members through various channels, including the Club newsletter (Pony Tales), the website, “Tech Nights,” or other appropriate means.

### **Section 2.11 Webmaster**

The Webmaster is responsible for maintaining the Club website, ensuring it contains current and relevant information. This includes promptly updating the site with content provided by any Club Officer. The Webmaster maintains data related to the interests of the Club, manages approved links, and ensures that any financial revenue is directed to the Club Treasurer. The Webmaster also coordinates regularly with the Social Media Administrator.

### **Section 2.12 Assistant Webmaster**

The Assistant Webmaster assists the Webmaster in all duties related to maintaining and updating the Club website. If the Webmaster is unavailable, the Assistant Webmaster assumes their responsibilities.

### **Section 2.13 Social Media Administrator**

The Social Media Administrator is responsible for maintaining and moderating all social media platforms for the Club (e.g., Facebook, Instagram) under the direction of the President and the Executive Board. This officer works to increase the visibility of Club events, promotes sponsors, manages advertising, and posts other engaging content across all platforms.

### **Section 2.14 Assistant Social Media Administrator**

The Assistant Social Media Administrator assists the Social Media Administrator in all duties related to managing and moderating the Club's social media platforms. If the Social Media Administrator is unavailable, the Assistant assumes their responsibilities.

### **Section 2.15 Intermountain Mustang and All Ford Stampede (IMAFS) Chairperson**

The IMAFS Chairperson is responsible for coordinating the annual Intermountain Mustang and All Ford Stampede (IMAFS) car show. This

officer has the authority to organize meetings and create subcommittees as needed to plan and execute the event. The IMAFS Chairperson serves as the liaison between event financial activities and the Club Treasurer to maintain accurate financial records. They also communicate with the Executive Board regarding any decisions related to the show that impacts the Club. This officer must be an active Club member with a minimum of two (2) years of membership.

#### **Section 2.16 IMAFS Co-Chairperson**

The IMAFS Co-Chairperson assists the IMAFS Chairperson in planning and organizing the Intermountain Mustang and All Ford Stampede (IMAFS) car show. This officer is responsible for leading car show meetings in the absence of the Chairperson. The IMAFS Co-Chairperson shall rotate into the Chairperson role the following year. This officer must be an active Club member with a minimum of two (2) years of membership.

#### **Section 2.17 Sponsor Liaison**

The Sponsor Liaison collaborates with current sponsors, meets their expectations, fosters strong relationships, builds trust, and secures future support. This officer obtains sponsor logos and advertises their business in the Club's newsletter. The Sponsor Liaison also networks with car-care companies to introduce new sample products to Club members. Additionally, this officer is responsible for cultivating new sponsors, securing donations from trophy sponsors for the IMAFS show, and presenting sponsor appreciation gifts. The Sponsor Liaison regularly visits sponsors to maintain contact and explore ways in which Club members can benefit from their services.

#### **Section 2.18 Mustang Club of America Regional Director**

The President appoints the Mustang Club of America (MCA) Regional Director, and the officers ratify the appointment. This officer serves as the liaison between NUMOA and the MCA. The MCA Regional Director is responsible for providing a yearly update to the MCA regarding NUMOA members who are also MCA members. They also inform Club members about MCA-related issues during Club meetings and promote MCA membership. This position has no term limits (refer to the MCA website for a complete description). The Board may approve reimbursement for attending the MCA Regional Directors Summit.

#### **Section 2.19 Mustang Club of America National Car Show Chair (As Needed)**

The NUMOA Mustang Club of America (MCA) National Car Show Chair must be an active member in good standing with both the MCA and NUMOA. Due to the significance of this role, the Chair should have substantial experience within the Club, potentially having served as a Regional Director or other Club officer. This position requires strong organizational and leadership abilities to successfully coordinate a large-scale event such as a National Show. A thorough knowledge of Mustangs and familiarity with MCA judging standards is critical, as the Chair will collaborate closely with the MCA Head Judge throughout the event. Like

other appointed roles, the Executive Board selects the National Car Show Chair.

### **Section 2.20 President Emeritus**

The President Emeritus assists with the transition of the incoming Executive Board, providing guidance to ensure their success. This officer offers valuable insight into current or ongoing issues from prior years and helps plan activities and events for the current year. The role serves as a resource for the new leadership to build on the foundation of the Club.

## **ARTICLE 7. ELECTIONS**

**Section 1.** Members elect all Officers to a one-year term, except the Vice President, Treasurer, and IMAFS Co-Chair, who serve two-year terms.

**Section 2.** All members in good standing who meet the required years of Club membership are eligible to run for office (see Articles 4 and 6).

**Section 3.** The Club announces the opening of the nomination period during meetings, in the newsletter, and through other media as needed. Members must submit all nominations to the Executive Board before the election.

**Section 4.** The Vice President oversees the election, which takes place at the annual December Christmas party unless the Executive Board decides otherwise. Members can vote using an electronic ballot available before and during the Christmas party. Members should submit nominations by October, with elections held in November.

## **ARTICLE 8. PERSONAL LIABILITY**

**Section 1.** Neither the Officers nor the Members of the Association, past, present, or future, bear personal liability for any claims, damages, liabilities, or debts arising from or related to the activities of the Association or its Members.

**Section 2.** No Member of the Association shall have any right to individual proceeds of the Club finances, assets, or property. (See Article 11, Section 2).

## **ARTICLE 9. FINANCES**

### **Section 1. Reporting**

The Club Treasurer receives reports on all financial activities. Organizers of any Club event or activity involving financial transactions must report to the Treasurer. The Treasurer distributes a monthly balance statement that reconciles income and expenses to all Club officers.

### **Section 2. Purchases and Payments**

The Treasurer pays any debts incurred by the Club using Club funds. Members must include a written receipt with all reimbursement requests. Three (3) officers must approve any purchase exceeding \$500.00 in advance. Officers who use a

Club bank card must notify the Treasurer before making any purchases or payments. The Club lists at least three (3) officers on its bank account.

## **ARTICLE 10. MEETINGS**

### **Section 1. Monthly Club Meetings**

General Club meetings shall be held at least once per month, typically on the second Tuesday. The Executive Board may schedule exceptions.

### **Section 2. Executive Board Meetings**

The Executive Board shall meet at the beginning of each calendar year to discuss the Club's direction, current issues, calendar of events, and other relevant business. The Club may hold additional meetings, including quarterly sessions, as needed.

### **Section 3. Committee Meetings**

The Executive Board may appoint an officer or delegate to form a committee. The appointed individual may schedule and conduct committee meetings as needed.

### **Section 4. Activity/Event Meetings**

The Club holds activity and event planning meetings separately and does not combine them with the monthly general Club meetings.

## **ARTICLE 11. CONTRACTS**

### **Section 1. Authority**

The Executive Board may authorize any Officer to enter into or execute any contract or instrument on behalf of the Association. Such authority may be general or special. No Officer or agent shall have the authority to bind the association to any contract or agreement, regardless of amount, without prior authorization from the Executive Board.

### **Section 2. NUMOA and IMAFS Merchandise**

The Officers must approve all merchandise sold under NUMOA or IMAFS branding. The Officers set pricing, and the Club must deposit all proceeds into its account.

## **ARTICLE 12. CLUB ADVERTISEMENTS & ASSOCIATIONS**

### **Section 1. Advertisements**

The Club may publish advertisements in the newsletter, on flyers, banners, and on the website. The Executive Board reviews submitted content to ensure it does not include offensive, discriminatory, or otherwise inappropriate material. All paid members in good standing may advertise their business in the newsletter free of charge with a business card-sized ad. Sponsors receive a free full-page ad.

### **Section 2. Electronic Media**

#### **Section 2.1 Email**

The Club safeguards electronic communications and the website to prevent misuse. Club Officers or approved designees shall oversee distribution of Club-wide messages. All emails sent to the full Club

membership must utilize the BCC (Blind Carbon Copy) field rather than the "To" field to protect members' privacy. NUMOA is not responsible for any damages resulting from the use of electronic communications related to the Club or its Members.

### **Section 2.2 Social Media**

Content posted on official Club social media platforms must be relevant to the interests of the Club and may not exist solely for marketing purposes, except when provided by a Club sponsor or an Honorary paid member's establishment. The current Social Media Administrator shall assess content and may consult with Club Officers as needed. Individuals may not create personal social media pages or accounts using the Club's name without express permission from the Executive Board (see Article 5, Section 1).

### **Section 2.3 NUMOA Website**

All content on the Club website must align with the Club's interests and cannot serve solely marketing purposes, except when the content promotes a Club sponsor or an Honorary paid member's establishment. The Webmaster or Assistant Webmaster oversees website content and consults with Club officers as needed. They regularly check website links to ensure accuracy and functionality. The Club forwards all revenue generated through the website to the Treasurer.

## **ARTICLE 13. PARLIAMENTARY AUTHORITY**

### **Section 1. Rules**

The rules contained in the current edition of *Roberts Rules of Order* shall govern the Club in all cases to which they are applicable and consistent with these Bylaws or any special rules of order the Club may adopt.

## **ARTICLE 14. INSPECTION OF BYLAWS**

### **Section 1. Accessibility of Bylaws**

The Club posts the current version of the Bylaws on the website for the general membership to review and provides access to any member upon request.

## **ARTICLE 15. BYLAW AMENDMENTS**

### **Section 1. By the Executive Board**

A two-thirds majority vote of the officers can adopt, amend, or repeal the Bylaws. Members must submit proposed additions or changes in writing to the Executive Board, along with explanations for the proposals. The Club will present these changes to the General Membership through the Club Newsletter. Members will vote at the following monthly Club meeting, and those unable to attend may submit written proxy votes.

## **Section 2. Restrictions**

No less than (6) months must elapse between a vote defeating a proposed amendment or repeal and a new presentation of the same or substantially the same amendment or repeal.

# **ARTICLE 16. POLITICAL AND LOBBYING ACTIVITIES**

## **Section 1. Voting**

Members are free to vote for any political party or issue they choose. The Club prohibits discussions, rallies, lobbying, and displays related to politics at its functions, activities, and meetings.

## **Section 2. Campaigning**

The Club does not directly or indirectly participate in or intervene in any political campaign activity on behalf of, or in opposition to, any candidate for elective public office.

## **Section 3. Funding**

Contributions to political campaign funds, or public statements (verbal or written) made on behalf of the Club in favor of or in opposition to any candidate for public office, violate the prohibition against political campaign activity.

## **Section 4. Public Events**

Member participation in public events such as driving or escorting a political dignitary in parades, or using their private vehicle at photo shoots or car shows involving a political dignitary, does not violate the prohibition against Club political campaign activity, provided that the parade, photo shoot, or car show is not sponsored by, held at, or in conjunction with a Club function, activity, or meeting.

# **ARTICLE 17. DISSOLUTION OF CLUB**

## **Section 1. Website**

Upon dissolution of the club, the at-time Webmaster (or Executive Board appointee) shall shut down the website, immediately removing all links allowing someone to make payments or donations, as well as stopping automatic withdrawals.

## **Section 2. Assets**

If the Club dissolves, the Executive Board will donate all Club assets (e.g., trailer, tables) to a charity or other tax-exempt organization of its choice.

The Treasurer at the time of dissolution will record the recipient of each major asset (valued over \$500) and keep that record for seven years.

## **Section 3. Monies**

Upon dissolution of the club, the at-time Treasurer (or Executive Board appointee) shall:

- Deposit all cash into the club checking account.
- Transfer all monies from Venmo and PayPal into the club checking account.

- Transfer the final deposit from Square to the Club checking account.
- Transfer all monies from the club Savings account into the club Checking account.
- Close the:
  - Venmo account
  - PayPal account
  - Square account

The Treasurer and President at the time of dissolution will donate the remaining balance of the Club checking account to the currently selected annual charity using a Club check. If the dissolution occurs early in the year before the Club selects a new charity, they will donate the funds to the previously selected charity. The Treasurer will record the General Ledger statements, and a copy of the final disbursement check and maintain those records for seven years after the dissolution.

#### **Section 4. Financial Institutions**

The President, Vice President, and Treasurer at the time of dissolution will close the Club's checking and savings accounts and verify the closures. They must also verify the closure of the Venmo, PayPal, and Square accounts if not already completed.

#### **Section 5. Legal Entities**

The Club will notify the Utah Department of Corporations and the IRS of the dissolution.

#### **Section 6. Social Media**

Upon dissolution of the club, the at-time Social Media Administrator (or Executive Board appointee) shall close all club related social media sites.