

NORTHWEST GTO LEGENDS CONSTITUTION & BY-LAWS

A Chapter of the GTO Association of America (GTOAA)

ARTICLE I

SECTION 1 - NAME

The name of the Club is Northwest GTO Legends.

SECTION 2 - PURPOSE

The general purpose of this Club shall be to encourage those people who are interested in the existence, preservation and restoration of the Pontiac GTO. The Club shall support this purpose by encouraging and participating in social activities, events, planned trips, auto exhibitions, displays and road rally events. The Club will also assist owners of this fine automobile with the location of hard to find parts, services and information to aid in the restoration and preservation of this fine car.

ARTICLE II

SECTION 1 - MEMBERSHIP

Membership in the Club shall be restricted to owners of GTOs and non-GTO-owners who are interested in GTOs and in the purpose of this Club. Active membership shall also require a person to be a member in the GTOAA (and current in their GTOAA dues) as it has be determined by the Club that this organization supports the same purpose as the Northwest GTO Legends, on a national level. The Board of Directors reserves the right to review membership applications for final acceptance into the Club.

SECTION 2 - MEMBERS

A member shall be any person as provided in Section I of this Article and having paid annual dues as required. Members meeting this criteria, will be recognized in the Club's data base as being in an "Active" status and by definition, their spouse will also be considered as an "Active" member of the Club.

SECTION 3 - DUES

Annual dues for members shall be recommended by the Board of Directors, with approval of

membership, at the Club's next general meeting.

SECTION 4 - PAYMENT OF DUES

Members are expected to pay annual Club membership fees by January 1st of each year. These Club dues will cover the next 12 month period and will also include the amount necessary to renew the member's GTOAA yearly dues. Members joining after the 1st Quarter of the calendar year will pay a pro-rated portion of the annual Club dues based on the Quarter that they joined in. This will also apply to the portion of the dues that covers the member's GTOAA dues.

- A. Any member not renewing their Club dues by December 31st of the current calendar (for the following year) will be moved to an "Inactive" status in the Club's database and will not be considered an "active" member of the Club until their dues payments are made, at which time they will be moved back to an "Active" status in the Club's database.
- B. New members shall be required to pay their dues at the time of application to the Club and will receive a name tag and Club roster.
- C. Any fee or fine incurred by the Club's account through the negligence of any member shall be paid by that member. If the Club must pay the fee or fine and is not reimbursed for the fee or fine within 60 days of the incident, the member will be permanently suspended from the club.

SECTION 5 – CLUB PRIVILEGES

All paid members, in an "Active" status in the Club's database, are entitled to all Club privileges.

SECTION 6 - EXPULSION / BAD STANDING

Any member may be suspended by a majority vote of the club for just cause. This suspension must be reviewed by the Board of Directors, at which time the final decision will be rendered. A member may be put in bad standing for failure to pay dues, or for activities or actions, as deemed by the board or by a majority vote of the membership, to be counter-productive to the purpose and general harmony of the club.

SECTION 7 – RESIGNATION OF OFFICE

Any officer member of the Club may resign their office by directing a letter of resignation to the Board of Directors. This may be done by regular mail, UPSD, or by e-mail. If there is any form of indebtedness on the part of the resigning officer, it must be paid on full in order for the resignation to be accepted.

ARTICLE III

SECTION 1 - ANNUAL AWARDS BANQUET

The Annual Awards Banquet shall be held in December in place of (or in addition to) the regular business meeting for the purposes of thanking the outgoing officers and to welcome in the new officers for the coming business year. The awarding of the Peter B. Madueno plaque to the member or members of the year, the Club's holiday gift exchange, and any other recognition awards will be held at the Annual Awards Banquet.

SECTION 2 - MONTHLY MEETINGS

Regular monthly Cub meetings shall be held on the first (1st) Saturday of each month at a pre-arranged time and place. In the event that the meeting is to be held on an alternate Saturday, a majority of the membership attending the previous meeting shall vote on and approve the alternative and the membership present will be notified of the change.

SECTION 3 - SPECIAL MEETINGS

In addition to any provision of the By-laws, special meetings of the Club may be called by the President or by a majority of the Board of Directors.

SECTION 4 – OFFICER ELECTIONS

Nominations of candidates for officer positions will take place at the October Cub monthly meeting. The election of officers will be by written secret ballot at the Annual Awards Banquet, held during the month of December. In the event that an officer position becomes vacant, a new officer shall be, at the discretion of the Board, either appointed by a majority vote of the Board, or left open until the next opportunity to conduct an election by the membership.

ARTICLE IV

SECTION 1 - OFFICERS

Elected Officers - Elected Officers shall consist of:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer

SECTION 2 – APPOINTED POSITIONS

Appointed Positions - Appointed Positions may consist of the following:

- a. Newsletter Editor
- b. Newsletter Publisher
- c. Membership Chairperson
- d. Promotions Chairperson
- e. Webmaster
- f. Historian
- g. Legislative Chairperson
- h. Events Coordinator
- i. Board Member at Large

SECTION 3 - BOARD OF DIRECTORS

The Board of Directors shall consist of all above mentioned “Elected Officers” in Section 1 and the Board Member at Large.

ARTICLE V

SECTION 1 - DUTIES OF ELECTED OFFICERS

A. President

The President shall preside at all business meetings and Board meetings. He (She) may call special meetings under provisions of Article III. He (She) shall be the Chief Executive of the club.

B. Vice President

In the absence of the President, or in the case of his (her) resignation, or their inability to act on the duties usually pertaining to that office, those duties shall be performed by the Vice President. He (she) shall act as a liaison with other clubs and shall assist other Board members with public relations duties of the Club.

C. Secretary

The Secretary shall keep a written record of all business and agendas discussed at the Club and

Board meetings and will read condensed minutes of these records at the next Club business meeting. He (she) will be responsible for leading the Club dues renewal process during the last quarter of the year and together with the Club Treasurer, will provide new dues and dues renewal monies and information to the GTOAA Membership Coordinator. The Secretary will have primary responsibility for updating the Club's database with new/changing member information, including dues renewal records and for providing Club rosters upon request. The Secretary will also be responsible for completing the Yearly GTOAA Chapter Survey and returning it to the GTOAA Chapter Coordinator.

D. Treasurer

The Treasurer shall, subject to such conditions and restrictions as may be made by the Board of Directors, have custody of all monies of the Club and deposit same in the Club's banking account. He (She) shall make all payments of the Club. All contracts, checks drafts, notes or other orders for payment of money shall be signed in the name of the Club by either the Treasurer or the President. He (She) shall give bond, at Club expense, if required by the Board of Directors. The Treasurer shall give a report on the financial status of the Club at each monthly business meeting, and if so requested, at any other meeting of the Board of Directors. The Treasurer shall not be held personally responsible for any Club indebtedness.

SECTION 2 - DUTIES OF APPOINTED POSITIONS

A. Newsletter Editor

The responsibilities of the Newsletter Editor(s) shall be to gather information for the Club Newsletter and to see that an edited copy is delivered to the Newsletter Publisher for layout and printing in time for the Publisher to deliver a copy to all of the Club members.

B. Newsletter Publisher

The responsibilities of the Newsletter Publisher(s) is to take the content received from the Editor and format it for the Newsletter and to print and deliver it to all members, either by E-Mail, conventional mail, or in person at the Club meetings. A copy of the finished Newsletter shall be sent to, and approved by the Editor before sending out to the membership. The Publisher will also send a copy of the Newsletter to all Clubs participating in the Club Newsletter Exchange Program via E-Mail.

C. Membership Chairperson

The responsibility of Membership Chairperson shall be to promote the Club to Pontiac enthusiasts and the general public. He (She) shall provide the club with membership forms and flyers for distributions. The Membership Chairperson will also send letters and membership packets to all interested persons. He (She) shall introduce all new members at regular business meetings.

D. Promotions Chairperson

The responsibility of the Promotions Chairperson is to promote the club. The two basic types of promotions shall be:

1. Promoting all club activities and events assigning promotion liaison to work with the event specific coordinator.
2. Promoting advertising and sponsorship in order to generate funding for club maintenance and activities.

D. Webmaster

The responsibility of the Webmaster shall be establishing and maintaining and updating the club website, including but not limited to rosters and advertising as well as club information, forms, forums, and articles. The Webmaster coordinates with the Newsletter Editor(s) and Membership Chairperson for updating web material and mailing lists and rosters. He (She) is the primary contact for club email activity. The Webmaster establishes and maintains a central data bank of sources of technical information for club members.

E. Historian

The responsibility of the Historian is to maintain the club archives of the newsletter, events and club projects and activities.

F. Legislative Chairperson

The responsibility of the Legislative Chairperson is to maintain awareness of legislation and proposed legislation which may affect the car preservation and collecting hobby. He (She) reports the findings to the club on an as-needed basis.

G. Events Coordinator

The Event Coordinator will be responsible for coordinating the preparation and activities of a particular Club event. The President will assign an Event Coordinator for all major Club events and that person will be responsible for planning, scheduling, communicating and obtaining event resources, including venues, sponsors, signs, flyers, volunteers, and in leading the event volunteers to achieve a successful Club event.

H. Board Member at Large

The responsibility of the Board Member at Large is to provide a Club historic perception to the Board's decision making process. The Board Member at Large will serve at the Board's pleasure and will participate in the Board's voting process.

ARTICLE VI

SECTION 1 - APPOINTMENT OF COMMITTEES

The President shall appoint such committees as he deems necessary and shall outline the duties and responsibilities of such committees. Any Board Member shall have the authority to appoint committees or committee members as needed per their designated area.

SECTION 2 - ACTIVITIES

The activities of the club shall consist of planned trips, social gatherings, events, exhibitions, car shows, road rallies and fund raising event as planned by the Promotions Committee, Events Coordinator(s) and/or the club Board of Directors and voted on by a majority at club meetings.

ARTICLE VII

SECTION 1 - FISCAL YEAR

The Cub's fiscal year shall be from January 1st to December 31st of the current calendar year.

SECTION 2 - ELECTION YEAR

Terms of officers shall be served from January 1st through December 31st of each calendar year.

ARTICLE VIII

SECTION 1 - PERSONAL LIABILITY

All persons or corporations extending credit to, contracting with or having any claim against the Club or the Board of Directors shall look only to the funds and property of the Club for payment of any such contract of claim or for payment of any debt, damage, judgment, or decree, or any other money that may otherwise become due or payable to them from the Corporation or the Board of Directors, so that neither the members of the Club, the Board of Directors, present or future, shall be liable personally thereof.

ARTICLE IX

SECTION 1 - AMENDMENTS TO THE BY-LAWS

The Board of Directors of the Club or any majority of members in good standing, by written proposals

submitted to the Board of Directors, may propose an amendment to the By-Laws. If a majority of the members qualified to vote, vote in favor of the proposal at a Club meeting, the proposed amendment(s) shall thereby be approved and adopted.

ARTICLE IX

SECTION 1 – GLOSSARY OF TERMS & DEFINITIONS

The following Glossary of Terms & Definitions is included to provide further clarification to the previously stated language of the Club's Constitution & By-Laws:

- A. **"Club Member"** – Person(s) belonging to the Northwest GTO Legends who meet the requirements of ARTICLE II, Section 1, are considered Club members. By definition, a Club member also includes the member's spouse. All other relatives and friends have to be registered as separate Club members in the Club database and are subject to annual Club dues.
- B. **"Active Member"** – Member records are kept in the Club's official database, which utilizes an online Microsoft product that is maintained by the Club's Webmaster. In this database, member records may be in one of three statuses. If the member (and his or her spouse) meets the criteria of ARTICLE II, Section 1, and is current in his/her annual dues, that member will be in status 1 ("current member") in the database and will be considered an "Active Member" of the Club.
- C. **"Non-Active Member"** - If a previous member is not current in their annual dues, they will be moved to status 3 ("expired member") in the database. Their member record will remain in the Club database and they will be considered a "Non-active" member of the Club until they decide to re-activate their membership by paying their Club dues for the current year.
- D. **"Non-Member"** – For the purposes of sending our Club Newsletter and other possible communications to a person or entity who is not a member of our Northwest GTO Legends Club, a member record for that entity will be added to the database and put into status 2 ("newsletter exchange") to facilitate an e-mail or regular mailing process.
- E. **"Board Member at Large"** – The Club recognizes the value of having a long standing Club member to help the Board with various decisions affecting the membership. In order to bring an historic perception to their decision process and to promote a smooth transition from old to new operational practices, the Board may elect a "Board Member at Large" to assist them with various Board activities. The Board Member at Large will serve at the pleasure of the elected Board for an ongoing length of time, mutual to both parties.
- F. **"GTOAA or GTO Association of America"** – The GTO Association of America is a not-for-profit Corporation that was established with the stated mission of "preserving and promoting the Pontiac GTO" and to "offer enthusiasts opportunities to share their common interest". They also state "We do this by promoting and publicizing the GTO Association of America, our Chapters, and our members." Their organization is open to "any person interested in Pontiac GTO or GT-37 or 1964-74 Tempest/LeMans vehicles is eligible for membership". Our Club, the Northwest GTO Legends, is an affiliated chapter of the GTOAA and we require all members of our Club to also be a member of the GTOAA as a way of supporting the common values both organizations have for the preservation of the Pontiac GTO.