



## MID-FLORIDA MUSTANG CLUB, INC. BYLAWS

Revised by Bylaws committee: 01/20/2026; Ratified by Board of Directors: 02/25/2026

### ARTICLE 1. Name

The name of the Club is the Mid-Florida Mustang Club, Inc., herein after referred to as the MFMC or the Club. The Club shall operate as a 501(c)(7) Non-Profit Corporation and shall maintain this status in accordance with IRS requirements/regulations.

### ARTICLE 2. Purpose and Objectives

Section 1. The purpose of the MFMC is to provide non-profit recreation for Club members, centered around the Ford Mustang (all years) and all other Ford powered vehicles.

Section 2. To promote interest in the acquisition, restoration, maintenance, preservation, and recreational enjoyment of the Ford Mustang automobile.

Section 3. To create good fellowship and sportsmanship among all MFMC members.

Section 4. Members and their guests will conduct themselves at all Club functions, including but not limited to meetings, shows, events, and cruises, in a fashion befitting good taste and etiquette.

### ARTICLE 3. Management of the Club

Section 1. The powers of the Club shall be exercised and its properties controlled by a board of directors consisting of the following officers and members, herein after referred to as the Board:

- President
- Vice President
- Secretary
- Treasurer

The Board can have a minimum of five (5) to a maximum of eleven (11) members. The Secretary will maintain the current term status of all Board members. The newly elected/re-elected Board members will assume their responsibilities starting January 1 of each year.

The management of the Club shall be decided by a majority vote of the Board present at the meeting. In the event of a tie vote, the MFMC membership shall decide all issues by vote at the general meeting.

A) A Board majority vote of 50%+1 will carry all motions.

B) For the Board vote to be binding, a quorum of 50%+1 must be present (virtual or physical) or when the addition of proxy votes results in a majority.

C) Any Board officer or member in good standing who is unable to attend a meeting may delegate their voting right to another member by written notification, such as an email, phone text, written note, etc., to all Board members or the President. Members can designate the proxy as a “blanket proxy” covering all matters to be voted upon or designate a specific vote on a specific issue. No more than two proxy votes will be permitted for any meeting. A Board member may not use a proxy more than three [3] times in the calendar year

D) Responsibilities of Committees

The Board may establish committees and designate a committee chairperson and members to assist the Board in the Club’s management and activities. Each committee and its members, including the committee chairperson, are recommended by the Board President and ratified by the Board.

The Board has established the following committees to perform the functions described under each section. Additional duties and responsibilities may be added as needed.

Any major purchases (\$100 or more) require (2) two vendor bids and must be approved by the Board prior to purchase.

1. Assets Committee

- a. Maintains an inventory of Club supplies, items, equipment, and tools used by the Club for planned activities and events.
- b. Club assets should be stored at a Board approved facility, which is accessible to the Board and designated members.
- c. Determines when replacement inventory is required and notifies the Board for consideration.
- d. Issues a monthly inventory report to the Board detailing the status of existing inventory, including any new inventory items.

2. Cruise Events Committee

- a. Develops, organizes, and coordinates monthly meal cruises and/or auto related cruises for Club members and their guests.
  - i. Meal related cruises include breakfast or lunches to restaurants suitable for group gatherings.
  - ii. Auto related cruises include visits to car museums, auto collection themed locations, and other auto related facilities.
  - iii. Auto and Meal cruises can be combined or stand-alone events.
- b. Submits proposed plans 1-2 months in advance for the Board’s approval and inclusion into the Club calendar.
- c. Coordinates with other Club committees on special events, such as charity events or joint activities with other area car clubs.
- d. Submits report at monthly Board meeting about upcoming cruises.

### 3. Bylaws Committee

At the December Board meeting, the incoming or returning President will appoint three (3) members to review the existing Bylaws.

- a. Reviews the existing Bylaws and identifies potential changes.
- b. Presents its recommendations to the Board at the January Board meeting for consideration and ratification.

The Board Secretary will post the ratified Bylaws on the Club's website. An email notification will be sent to Club membership. The Board President will explain changes to general membership at the February meeting.

### 4. Communications Committee

- a. Maintains and updates the MFMC's website with current activities.
- b. Publishes the E-Pony.
- c. Manages the Club's social media accounts and postings.
- d. Maintains constant contact with Club membership.
- e. Creates flyers for Club car shows and other special events.
- f. Creates recruitment flyers and business cards.
- g. Submits reports at monthly Board meetings regarding the website, social media, printing, and other communication matters.

Additional Roles:

- a. Social Media Coordinator as appointed by the Board.
- b. Club Photographers as appointed by the Board.

### 5. Social Events Committee

- a. Organizes and oversees all Club social events, such as the annual Holiday Party, membership picnics, and social events with other Mustang Car clubs.
- b. Manages the annual awards.
- c. Coordinate with other committees as needed.
- d. Reports to the Board, as needed.

### 6. Sponsors and Vendors Committee

- a. Creates business profile for each business, business type, point of contact etc.
- b. Makes regular visits and maintains contact throughout the year as needed.
- c. Identifies potential membership speakers and coordinates with the Board.
- d. Solicits door prizes for membership meetings, car shows, and other Club activities.
- e. Requests funding support for show trophies, shirts, etc.
- f. Advises sponsors/vendors of upcoming MFMC show dates.
- g. Develops new sponsors and vendors.

- h. Develops attendance and financial support documentation for financial support for the club to be coordinated with the Treasurer.
- i. Submits report at monthly Board meeting about the status of all sponsors and vendors and any new or potential new sponsors and vendors.

#### 7. Membership Committee

- a. Maintains up to date membership profiles and requests needed information.
- b. Sends membership dues notices (coordinate with Treasurer).
- c. Obtains details on the members' Mustang(s) and their car stories (share with Communications committee).
- d. Ensures members have name tags and Club shirts to wear at all events.
- e. Creates Member Information Surveys to solicit information, such as birthdays, wedding anniversary, get well wishes, business skills that can help the Club, volunteering availability, etc.
- f. Records member attendance details for all events during the year for the year end Member Participation Award.
- g. Coordinates with President and Vice President to develop and send membership surveys.

#### Marketing/Recruiting

The President will designate an MFMC member to be the Club's representative to attend local area car shows, visit other Mustang car clubs and other related events.

- a. Distributes MFMC flyers at car shows.
- b. Recruits new members and obtains completed membership applications.
- c. Distributes membership packets at membership meetings.
- d. Submits report at the monthly Board meeting regarding membership news, new members, recruiting news, details from visits to area car shows and other car clubs.

#### E) Fundraising & Marketing

Chairman: As appointed by the Board.

- a. Assists in finding financial contributors for the Club's website, various Club equipment needs, show trophies and shirts, and other Club needs.
- b. Assists in finding guest speakers for monthly membership meetings that are related to the automotive industry.
- c. Assists in finding door prize contributors for membership meetings and MFMC car shows.
- d. Handles goody bags for MFMC car shows and other events.
- e. Develops ideas for ½ day charity car shows which support worthy local charities and religious organizations.
- f. Works with other committees for the overall benefit of Club activities, as needed.

F) MCA Representative

The MCA Representative shall be a member of the Board. The MCA Representative will assist all Club committees at the President's request.

- a. Shall be the primary contact with the Mustang Club of America (MCA) and the regional directors of other regions.
- b. Shall attend MCA board meetings, as required, and report MCA updates and activities to the Board.
- c. Shall inform the MCA of MFMC activities that are pertinent to the MCA.
- d. Shall transmit any concerns of any MFMC individual to the MCA.
- e. Shall utilize the MFMC's mailing address.

When the MCA Representative is required to travel to MCA meetings, an estimate of the travel expenses to be reimbursed must be presented to the Board for approval prior to travel. If travel estimates are not definitive, the Board will approve a maximum dollar allowance. Travel expenses shall be reasonable and align with the Club's needs.

The MCA Representative must submit to the Treasurer copies of all travel expenses and receipts within 7 calendar days of the completion of travel.

**ARTICLE 4.** Bylaws

Section 1. The Bylaws shall be binding on all Club members.

Section 2. Use of the Club's name, logo or other Club material for private use or gain is prohibited.

**ARTICLE 5.** Dissolution of the Club

Section 1. In the event of the Club's dissolution, all Club assets shall be equally divided among the Club members who are identified as having current paid membership and have been members for two (2) consecutive years.

**ARTICLE 6.** Club Membership and Dues

Section 1. People of good character, interested in the Ford Mustang, are eligible for Club membership. Members are encouraged to own a Ford Mustang of any year or model. However, Mustang ownership is not a requirement. Enthusiasm is.

Section 2. Club membership may be granted upon payment of the annual dues. The amount of annual dues shall be determined by the Club's Board annually.

Section 3. Membership dues are required to be paid in full by the February membership meeting of each year.

Section 4. Failure to pay annual dues by the February membership meeting of each year may result in the automatic removal from the Club's membership roster.

Section 5. Each Club membership extends all Club rights and privileges to the member's immediate family.

Section 6. The Club's Board has the right to expel any member who is found to be detrimental to the welfare of the Club. A majority vote from the Board members present at the meeting is required for the expulsion of a member.

Section 7. The Club will pay annual Club dues and MCA dues for all four (4) Board officers. The Club will pay Club dues for all Board members and Lifetime members.

Section 8. Lifetime Membership status may be granted to a Club member upon Board vote. The dues for this specially recognized status are waived. It should be noted that a member meeting any or all the criteria does not automatically trigger a Club member's status change to a Lifetime Member status.

A) Lifetime Member criteria see Appendix A:

#### **ARTICLE 7. Club Meetings**

Section 1. The Club's general membership meetings will be held once a month at a place, date, and time to be determined by the Club.

Section 2. In addition to the general membership meetings, the Club's Board shall meet once a month at a place, date, and time to be determined by the Board.

Section 3. The monthly Board meeting is open to all Club members wishing to attend. Only the Club's Board has voting powers at this meeting.

Section 4. Parliamentary procedures, following a modified Roberts Rules of Order and the Bylaws, shall be in effect at all meetings.

Section 5. Special Board of Directors or membership meetings may be called by the President or a majority of the Board, with prior notification, at any time when Club business is required.

#### **ARTICLE 8. Elections**

Section 1. All nominees for any Club office and Board of Directors shall be an active Club member in good standing.

Section 2. The Secretary will announce at the August Board meeting the number of Board of Director positions that need to be filled for next year. A nominating committee for each annual Club election shall be established by the Club's President at the August Board meeting.

Nominations for elected positions will be accepted from both the nominating committee and from the floor at the September monthly membership meeting.

Section 3. Club elections shall be held annually during the October monthly meeting. There shall be no additional nominations accepted at this meeting.

Section 4. The newly elected Club Officers and Board of Directors shall take office starting January 1.

Section 5. All elected officers and directors must remain a member in good standing and maintain their Club membership during their term of office.

Section 6. If needed, all voting shall be by secret ballot unless otherwise ruled upon and directed by the Club's membership.

Section 7. Election of Club officers and directors shall be decided by a majority of the vote of all Club members present and in good standing.

Section 8. After ballots are counted, the results will be tabulated and reported to the membership. A motion will be made to accept the election results.

#### **ARTICLE 9. Elected Terms and Responsibilities**

Section 1. The Club Officers and MCA Representative shall serve twelve (12) month terms.

Section 2. Board elections shall occur annually. Each Board member shall serve twelve (12) month terms. Half the Board positions are vacated and open for election annually.

Section 3. Any Club position vacated prior to the end of a designated term shall be filled to complete the vacated term. The Board shall consider and nominate candidates and elect a replacement to fill the vacated term at the next monthly Board meeting. The election shall be accomplished by a simple majority vote of the Board members present. The President shall offer the vacated position to the selected candidate. Upon acceptance of the position, the new incumbent shall complete the unfinished term of the vacated position. The name, position and term of the new position shall be announced at the next regularly scheduled membership meeting and in the next written communication.

Section 4. The Club Officers are responsible for conducting Club business in accordance with the Bylaws and includes the following responsibilities.

- a. President shall regulate Club discussions and have final authority over items not covered in the agendas. The President maintains the Board's calendar and the Membership calendar.
- b. Vice President assists the President in Club matters and presides over Club activities in the President's absence.
- c. Secretary records the minutes and maintains a record of all general membership and Board of Directors meetings, including documenting all issues voted on and any required Club correspondence as directed by the President.
- d. Treasurer collects and accounts for all the Club's financial assets. The Treasurer reports on the financial status of the Club at each monthly membership and Board meeting. The Treasurer shall cooperate and assist in an annual audit of all Club finances. The Treasurer shall be responsible for maintaining a special bank account in the Club's name for the deposit and approved disbursement of all

Club monies. Access to the Club bank account (writing checks, account transactions, etc.) shall require two (2) signatures, the President, and either the Treasurer or Bookkeeper. The Treasurer shall have authority to make payments of up to \$100 without prior board approval but shall report all such expenditures and provide evidence of expenditures at the next Board meeting.

The Treasurer, with Board approval, may have a qualified Club member as an assistant (Bookkeeper) to maintain the Club's financial ledgers and secure the Club's checkbook. In addition, the assistant will produce, with the Treasurer, the financial reports for the monthly Board meeting, including a listing of the checks written each month.

- e. Board of Directors shall have the responsibility of advising and guiding the Club's officers in the establishment of Club rules, activities, and events. They shall also vote on matters brought before it by the President.

#### **ARTICLE 10. Dismissal From Elected Office**

Section 1. Failure to attend two (2) or more consecutive Board Meetings may be considered grounds for dismissal from elected Club positions on the Board.

Section 2. Dismissal of an elected official or Board of Directors member requires a 2/3's vote of the Club officers and Board members.

Section 3. Replacement of dismissed or resigned Board members will follow established Club election procedures in accordance with Article 8.

#### **ARTICLE 11. Required Club Records**

Section 1. The Club shall maintain a complete listing of all the Club's physical properties and financial records of the Club assets.

Section 2. The Club shall maintain a complete listing of all current club members and their contact information.

Section 3. The Club shall maintain minutes of the Membership and Board of Director meetings.

Section 4. All passwords utilized by any Club member that are required to access any on-line site for any purpose must change the access passwords no later than January 15th of each year (or within two weeks of not being required to use the password.) Evidence of the changed passwords must be reported to the Board at the January Board meeting. Passwords shall be in possession of (2) club officers as appointed by the President

#### **ARTICLE 12. Amendments to Current Bylaws**

Section 1. Any Bylaw of the MFMC may be amended by adopted procedures here-in.

Section 2. Any proposed amendment or addition to the MFMC Bylaws shall be brought before the Board at the next scheduled Board meeting and presented to Club membership at a regularly scheduled Club membership meeting.

Section 3. Any proposed amendment or addition to the MFMC Bylaws require a majority vote of 50%+1 of the Club members present at the Club membership meeting.

Section 4. Bylaws shall undergo an annual review by an appointed committee, ratified (if needed) by the Board, and presented to Club membership. Club Membership shall vote to approve the Bylaws at the following Club membership meeting.

**ARTICLE 13. Voting and Club Issues**

Section 1. Issues coming before the Board for action shall be voted upon by Board.

Section 2. Issues coming before the general membership for action shall be voted upon by a show of hands and decided by the majority (50%+1) of those present.

Section 3. For the purposes of this document, 50%+1 shall constitute a majority.

Section 4. All dues paying current members in good standing shall have equal voting rights. Each paid family membership will receive a maximum of two (2) votes, which are the qualified member and their spouse.

**ARTICLE 14. Audit of Club's Financial Records**

Section 1. Every year, the Club's financial records shall be presented for audit immediately after the books are closed.

Section 2. The Club shall hire a certified CPA who is independent and not associated with the Club in any capacity.

Section 3. The CPA shall present to the Treasurer a written report on the final audit of the Club's financial records. The Treasurer, upon review and approval, shall present the audit report to the Board.

## Appendix A

### Mid-Florida Mustang Club Lifetime Membership Criteria

The Mid-Florida Mustang Club (MFMC) values its dedicated members and offers a Lifetime Membership to those who have shown exceptional commitment to the club and the Mustang community. To qualify for this distinguished status, members must meet the following criteria:

1. Membership Tenure

- Must have been an active, dues-paying member of MFMC for a minimum of 10 consecutive years.

2. Contribution to the Club

- Demonstrated significant involvement in club activities, such as organizing events, serving on committees, or participating in community outreach efforts.
- Volunteered at a minimum of five major club events (e.g., car shows, charity drives, club meetings) within the last five years.

3. Leadership and Service

- Served in a leadership role within the club (e.g., board member, officer, event coordinator) for at least two terms, OR Made a notable contribution to the club's growth, reputation, or Mustang community impact.

4. Sponsorship and Advocacy

- Actively promoted MFMC and helped recruit new members.
- Supported the club's mission to preserve and celebrate the Mustang legacy.

5. Voting and Approval

- Eligible members must be nominated by a current member in good standing.
- The nomination must be reviewed and approved by the club's Board of Directors.

#### Lifetime Membership Benefits

- Exemption from annual dues.
- Recognition at club events and on the official MFMC website.
- Exclusive lifetime member badge, decal, or plaque.

These criteria ensure that Lifetime Membership is reserved for those who have shown outstanding dedication to the Mid-Florida Mustang Club and its mission.