

**BYLAWS of the Vernon L. Nash Antique Auto Club of Fairbanks  
As of April 2005**

ARTICLE I

NAME:

- Section 1. The name of this corporation shall be VERNON L. NASH ANTIQUE AUTO CLUB OF FAIRBANKS, INCORPORATED (VLNAACF).

ARTICLE II

PURPOSE:

The purpose of this corporation shall be to:

- Section 1. Further the preservation, restoration, and enjoyment of old automobiles and related automobilia.  
Section 2. Share and encourage others and the public to take an interest through organized activities, meets, rallies, displays, shows, parades, etc.  
Section 3. Aid individuals, museums, libraries, historians, and collectors dedicated to the preservation of automobile history.

ARTICLE III

OFFICERS:

- Section 1. The officers shall consist of the President, Vice President, Secretary, and Treasurer.  
Section 2. Only one (1) member from the same household may be on the Board during the same term.  
Section 3. All members of the Board shall be at least 19 years old.  
Section 4. All officers shall be signers on the club's bank accounts.  
Section 5. The office of President is subject to a term limit of two consecutive years.

ARTICLE IV

DUTIES OF THE OFFICERS:

- Section 1. President:  
a) The President shall preside at all meetings.  
b) The President shall appoint Committee Chairs.  
c) The President shall have the power to decide all questions of equal division and all duties usually vested in the president of a corporation.  
d) The President shall be the official spokesperson for the club.  
Section 2. Vice President: The Vice President shall perform the duties of the President in the absence or vacancy of the Presidency.  
Section 3. Secretary:  
a) The Secretary shall be responsible for all mail collection and official correspondence, and shall keep minutes of meetings of the organization.  
b) The Secretary or designee shall maintain a file of all current membership applications and a current voting list.  
c) The Secretary or designee shall issue the appropriate membership paraphernalia.  
Section 4. Treasurer:  
a) The Treasurer shall manage the financial affairs, be the custodian of the Corporation funds, and shall render finance reports annually and at other times as required or requested.  
b) The Treasurer shall collect and disburse all monies as directed by the board.  
c) The Treasurer shall perform the duties of the President in the absence of the President and Vice President.

ARTICLE V

EXECUTIVE BOARD:

- Section 1. The Executive Board shall consist of seven (7) members as follows:  
a) All four (4) Club officers.  
b) Three (3) directors who are not executive officers of the club.  
Section 2. All officers and directors shall serve a one year term starting January 1 of the new year.  
Section 3. Business shall be conducted at Executive Board meetings only if there is a quorum of four (4).  
Section 4. The Executive Board shall have the power to proceed in any manner as may, in their judgment, serve the interests of the Corporation. The decision of a majority of the Executive Board on any question shall be binding until the next regular or special meeting of the membership where any board actions will be reported.

ARTICLE VI

ELECTIONS:

- Section 1. A Nomination Committee shall present a recommended slate of officers and directors at the October meeting. Additional nominations may be taken from the floor at the October meeting. All those nominated shall be on a ballot conveyed to the membership via the November newsletter.
- Section 2. All ballots including absentee or mail-in ballots shall be counted at the November meeting. A plurality will determine the elected officers and directors.
- Section 3. The first of the three director positions shall be filled by the immediate past president, if the immediate past president is willing and able to serve. If the immediate past president is not willing or able to serve, the first director position shall be available for nominations

ARTICLE VII

VACANCIES:

- Section 1. Vacancy of an officer position other than president shall be filled by one of the Directors for the balance of the term as elected by the majority of the Executive Board.
- Section 2. Vacancy of a director position shall be filled with a club member for the balance of the term as selected by the majority of the Executive Board.

ARTICLE VIII

MEMBERSHIP - VOTING:

- Section 1. Any individual may become a member who supports the purposes of the Corporation, and is at least 16 years of age and is a member in good standing of the Antique Automobile Club of America (AACA).
- Section 2. Membership falls into two (2) categories:
- a) Individual membership - any individual may become a member with full privileges upon complying with membership requirements.
  - b) Joint membership - any two individuals, including, but not limited to, husband/wife - father/son, may become members by complying with membership requirements. Both individuals must be in compliance with Article VIII, Section 1.
- Section 3. Each individual member is entitled to one vote.
- Section 4. Membership dues in both the VLNAACF and AACA are required to retain membership.

ARTICLE IX

TERMINATION OF MEMBERSHIP:

- Section 1. A member may be terminated by unanimous vote of the Executive Board for conduct jeopardizing the purposes of the Corporation, non-payment of dues, or other cause. The member in question shall have a full opportunity to hear and to reply to the charges or reasons for such action. The member may appeal to the membership at the next business meeting. A majority to those present shall make the final determination.
- Section 2. An Executive Board Member may be removed from office for malfeasance in carrying out their responsibilities. A majority vote of those remaining Executive Board Members shall be required. Appeal may be submitted to the membership whose majority vote will determine the outcome.
- Section 3. An Executive Board Member may be removed from office through recall and majority vote at a general or special purpose membership meeting.

ARTICLE X

DUES:

- Section 1. The fiscal year of the Corporation shall be January 1st through December 31st.
- Section 2. Dues are due on January 1st of each year. In October of the preceding year, the Executive Board shall meet and review the expenditures during their term of office. At that time they shall determine the amount of dues to be paid in the coming year. This amount shall be brought before the members at the November meeting and voted on at that time.

ARTICLE XI

MEETINGS:

- Section 1. Members of the Corporation shall hold at least one general membership business meeting annually for the election of officers and the transaction of business. General membership business meetings may be regularly scheduled throughout the year for the conduct of business.
- Section 2. Defined purpose membership meetings may be called by the President or upon the signed request of two (2) other Directors, or upon the signed request of five (5) voting members. Only stated business may be decided at defined purpose membership meetings.
- Section 3. Two (2) weeks notice shall be given to all voting members of all defined purpose or general membership business meetings.

- Section 4. A Quorum for a general membership business or defined purpose meeting shall be twenty (20%) percent of the total voting membership and at least two (2) officers.
- Section 5. The Executive Board shall meet each month unless the meeting is specifically cancelled by the President.
- Section 6. Rules of all meetings shall be governed by the By-Laws first, then by Roberts Rules of Order.

ARTICLE XII

GENERAL FUNDS:

- Section 1. The Executive Board shall approve and present an annual budget for the membership. The budget shall be approved by a majority vote counted at a general membership business meeting.
- Section 2. The Executive Board has the power to authorize expenditures up to fifty (\$50) dollars.
- Section 3. Non-budget projects exceeding \$50 shall be authorized by a majority of members present at a defined purpose or general membership business meeting.

ARTICLE XIII

ACTIVITIES:

- Section 1. All participation in club approved meets, rallies, displays, shows and parades, for general viewing, shall be limited to Club members and their guests, and to vehicles twenty-five (25) or more years old or special interest vehicles described in Article XV.
- Section 2. A Guest is an individual who attends a VLNAACF sponsored meeting, activity or event at the invitation of a member, or on his/her own initiative because the individual seeks to become better acquainted with the purpose of the VLNAACF. Individuals who wish to participate in said events on a frequent and regular basis must become members.
- Section 3. The Executive Board shall prepare an annual schedule of Corporation sponsored activities for members' approval by March of each year. Activities shall not be limited by the published schedule, but it should serve as a guide.
- Section 4. Joint participation with other vehicle clubs shall not be restricted except where involvement would not be in keeping with the purpose of the Club.

ARTICLE XIV

AMENDMENTS:

- Section 1. These bylaws may be amended after proposals have been submitted to the voting membership for approval at the next business or special meeting.
- Section 2. A majority vote of members present shall be required for passage.

ARTICLE XV

SPECIAL INTEREST VEHICLES:

- Section 1. The VLNAACF Inc., pursuant to the aims of Article II Section 1 of the by-Laws shall include special interest vehicles as classified by AACA.

ARTICLE XVI

DISSOLUTION:

- Section 1. In the event VLNAACF is dissolved the money in the treasury shall be donated to a charity which shall be approved by majority vote of attending members.

**CERTIFICATE OF SECRETARY**

I, the undersigned, do hereby certify:

1. That I am the duly elected and acted Secretary of Vernon L. Nash Antique Auto Club of Fairbanks, Inc. and
2. That the foregoing Bylaws, comprising of 3 pages including this, constitute the Bylaws of said Corporation as duly adopted by a meeting of the Members thereof, held on April 14, 2005.

IN WITNESS THEREOF, I have hereunto subscribed my name on this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

\_\_\_\_\_, Secretary