



BY LAWS

Revised Oct, 2024

Mid Peninsula Old Time Auto Club

CONSTITUTION AND BY-LAWS (rev. Oct. 2024)

This structural statement for our club, provides the rules governing the internal affairs, the customs we cultivate and the culture we promulgate, in our efforts to encourage and advance the hobby of antique vehicle restoration and enjoyment for all enthusiasts.

ARTICLE I NAME AND AIMS

Section 1 – Name

- A. The name of the club, which will be a non-profit organization, shall be the ‘Mid Peninsula Old Time Auto Club’ (herein referred to as MPOTAC for brevity)

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Section 2 – Aims

- A. The aims of the club shall be to perpetuate the Old Time Automobile and to promote general interest in old vehicles; to encourage and facilitate group touring, runs, outings and other forms of recreation with old cars including literature, technical historic information, and to promote ideas and fellowship among our members and guests; to secure a better understanding and respect for safe driving conditions; to cooperate with public authorities in this mission.

ARTICLE II PRINCIPAL OFFICE

Section 1 – Principal Office

- A. The Principal Office of this club shall be at an address approved by the Board of Directors, herein referred to as the BOD.

ARTICLE III EMBLEM

Section 1 – Emblem

- A. The Emblem shall be a green triangle with a white center, the white center containing an antique black 1920 profile touring car and the words Mid Peninsula Old Time Auto Club, in old English lettering. (see Sec 1-Name.) Other non-registered emblems used for promotional materials by members of this club shall not constitute a revision of the original and authentic emblem.

ARTICLE IV MEMBERSHIP

Section 1 – Qualifications

- A. All applicants for membership must submit a completed application with full payment for one year’s dues. (pro-rated at the discretion of the Membership committee), and a color photograph of their qualifying vehicle.
- B. Member vehicles must be 35 years or older; the BOD has determined that it is not necessary to own a vehicle to be a member of this club.

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Qualifications con't

- C. A qualifying vehicle must appear as it did in its year of production.
- D. Acceptable modifications are those that do not substantially change the exterior or interior appearance of the vehicle's original appearance. Features such as height, stance, wheels, interior, and body shape and style should appear original.
- E. Engine and chassis changes that are not apparent when looking at the car externally are acceptable.
- F. The MPOTAC-BOD shall have the final vote on qualifying vehicles for membership; unqualified vehicle ownership does not reclude membership.
- G. Only qualified vehicles meeting these criteria will be listed in the club roster.
- H. Any driving member and their vehicle used for the purpose of an MPOTAC activity must be individually insured. The Club is not responsible for the acts of members or members vehicles and action cannot be brought against the club for any members careless acts for any reason.
- I. Upon completed processing of an application and recommendation of the Membership Committee (Class A or B pre-determined), a simple majority vote of the members present at any regular club meeting shall constitute a new member's active club status.
- J. If requested by any member, a secret ballot, to accept or decline membership must be taken and accepted and agreed upon by (3/4) three-quarters of attending members.

Section 2 – Class A Membership

- A. Class A members shall pay annual dues as prescribed in Article XII Section 1 of these By-Laws. Such membership shall be extended to the following:
 - (1) Applicant & spouse.
 - (2) Individual
- B. Class A members shall have all club privileges including the right to vote and hold office.
- C. Single persons who are Class A members shall be entitled to sponsor one co- member, subject to a 3/4 affirmative vote of the members present at a meeting, and after a probationary period of one year, co-members shall have all club privileges including the right to vote and to hold office.

Section 3 – Class B Membership

- A. Class B Members shall include all dependents of a member's family, regardless of age and with no additional payment of dues. Class B members shall have all club privileges except the right to vote and to hold office.
- B. Upon reaching the age of 16, Class B members may, if they so desire, assume full membership privileges of a Class A, (sans application) upon payment of annual dues as prescribed in Article XII Section 1 of these By-Laws.

Section 4 – Suspension

- A. Annual dues are due and payable on November 1st. Any member whose dues are not paid by February 1st of the subsequent year, shall be expelled for non-payment of dues at the discretion of the BOD; similarly, the BOD may be re-instated a member with current dues.

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Suspension con't

- B. Suspension for any reason other than for non-payment of dues may be conducted at any regular meeting. A proper motion must be made to provide context for the action, which shall be published 30-days in advance, in the club's usual forum, prior to a vote at the next available regular meeting. The vote to suspend is subject to three-fourth (3/4) majority vote of those present. A member must be given a hearing if requested; the nature and form of the hearing will be at the discretion of the BOD.

Section 5 – Others Classes

A. Life Membership

1. Class A Membership is a pre-requisite for Life Membership; after ten years of dues paid membership and upon displaying extraordinary dedication and service to MPOTAC membership, the BOD, and the local community; a life member retains Class A status and is no longer required to pay annual dues.

a. Nominations for Life Membership can be made at any regular monthly meeting.

b. Voting must be unanimous in the affirmative, from members present at the subsequent regular meeting.

c. Admonition from the BOD – this is a solemn award that should be reserved for that rare member who is uniquely qualified for the honor.

- B. Other classes of membership may be provided for by the BOD, according to the best interests of the club.

Section 6 – Charter or Founder Members

- A. A Charter member or founder member shall be considered as a person and his spouse who attended the November 11, 1960 meeting or those absent for some legitimate reason.

ARTICLE V MEETINGS

Section 1 – Powers reserved to the members

- A. The members shall elect by ballot each year all officers of the club, subject to the provisions of Article VI, Section 2. All matters requiring a vote of the members for passage shall pass or be defeated by a simple majority vote of the membership at a regular meeting, unless otherwise noted.

Section 2 – Annual Meetings

- A. Nominations for officers shall be held at the September meeting. Ballots shall be distributed and counted at the October meeting. The club year begins in November and ends in October of the subsequent year.

Section 3 – Special Meetings

- A. Special meetings of the members may be called by the President or by a majority of the BOD. Members shall be notified by the Secretary through the club's usual forum, at least 10 days prior to the special meeting.

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Section 4 – Regular Meetings

- A. Regular membership meetings shall be scheduled once a month, with the date, time and location to be advertised through the club's usual forum. As an example, recent tradition has dictated meetings on the fourth Friday of each month (except December), barring holiday conflicts. In case of public health concerns, meeting scheduling, location and method may be adjusted consistent with regulations, as published in the club's usual forum.

ARTICLE VI OFFICERS

Section 1 – Number of Officers

- A. The elected Officers of this club shall be President, Vice President, Treasurer and Secretary. Officers shall each serve one-year terms, or until their successors are named. In the event of the resignation of an officer of the club, the BOD may appoint a member to take over these duties for the unexpired term.

Section 2 – Nomination and Election of Officers

- A. The five-member Nomination Committee shall be appointed at the July regular meeting, consisting of the Vice President, Treasurer, Secretary and two member-at-large. The Vice President shall chair the committee, and the BOD shall re-appoint any vacancies as needed.
- B. The Nomination Committee will present a slate of officers at the September regular meeting, and nominations may be made from the floor. When nominations are closed and accepted, the list of candidates shall be published for the membership to review using the club's usual communication forum.
- C. The Secretary will distribute ballots and count the results during the October regular meeting; a simple majority denotes the successor.

ARTICLE VII DUTIES OF ELECTED OFFICERS

Section 1 – Duties of the President

- A. The President shall preside over all regular and BOD meetings, performing the customary functions of presenting an annual calendar of activities, the proposed club budget, facilitating scheduled meetings and attending every club event possible. The President may call regular, special and BOD meetings using the club's usual forum.

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Section 2 – Duties of the Vice President

- A. The Vice President shall attend all regular and BOD meetings, ensure brief, interesting and informative programs and presentations during the regular meetings; arrange for simple refreshments following regular meetings; and promote 'good of the order' membership updates concerning any members who might benefit from a friendly card or call while sharing the good news of our member's recent events. In the absence of the President the Vice President may fill-in as needed,

Section 3 – Duties of the Treasurer

- A. The Treasurer shall attend all regular and BOD meetings of the members, and subject to the conditions and restrictions made by the BOD, shall have custody of all monies, debts, obligations, documents, contracts and financial papers belonging to the club.
- B. The Treasurer shall receive all monies and pay all club debts upon approval of each obligation by the BOD. All contracts, checks, drafts, transfers, notes and other orders for payment of monies shall be signed in the name of the club by the Treasurer.
- C. The Treasurer shall give a report on the financial status of the club at the monthly meetings and when requested, at any other meeting of the members or of the BOD.
- D. No obligations, debts or other liability shall be incurred by the Treasurer without the specific prior approval of the BOD.
- E. The Treasurer shall execute and deliver on behalf of the club all such instruments such as insurance, under the club seal as may be ordered by the BOD.
- F. It shall be the responsibility of the Treasurer to complete and submit all necessary Internal Revenue and State Tax Forms in a timely manner as required.

Section 4 – Duties of the Secretary

- A. The Secretary shall attend all regular and BOD meetings, recording all minutes and votes in a book kept for that purpose, and convey all monies received to the Treasurer in a timely manner. In addition, the Secretary should attend meetings of committees upon request.
- B. The Secretary shall receive and retrieve all mail for the club in concert with other officers, prior to the BOD meeting, and in preparation for sharing pertinent information in a timely manner with the regular meeting of the club.
- C. The Secretary shall with the assistance of the Treasurer and the Membership Committee, maintain a current list of dues paid members, send all notices for regular, special and BOD meetings through the club's usual forum to the membership, and perform all other duties incident to this office.

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Duties of the Secretary con't

- D. The Secretary shall have custody of the club seal and minute book of the club. The Secretary shall maintain the 'Principal Office' of the club, unless otherwise assigned by the BOD.
- E. In the absence of the Secretary from any regular, special or BOD meeting, a Pro-Temp may be appointed by the presiding officer.

Section 5 – Removal

- A. Any elected officer of the club or any member of the BOD may be removed from office by the membership at a regular or special meeting called for that purpose, as published through the club's usual forum, requiring a three-fourths (3/4) affirmative vote of the members present. Any member of a committee or agent appointed by the BOD may be removed by a majority vote of the BOD, at any meeting called for that purpose.

ARTICLE VIII BOARD OF DIRECTORS

Section 1 – Members

- A. The Board of Directors (BOD) shall consist of the elected officers of the club, and the heads of the Membership, Editor and Activities Committees. The BOD exercises its discretion with a simple majority vote, when a quorum is present. The BOD shall be collectively responsible for the monthly review of the Treasure's Report, providing corrections and approval when warranted.

Section 2 – Time and Place of Meetings

- A. Following the annual election or installation banquet, The BOD shall meet to plan the timely transition of necessary administrative instruments, to ensure the successful functions of the club. The BOD shall assist in performing the customary functions of presenting an annual calendar of activities, the proposed club budget, facilitating scheduled meetings and attending every club event possible. The BOD shall discuss all business to go before the club, making recommendations for membership approval, by vote at regular meetings. The BOD meeting is to be scheduled days prior to the regular membership meeting once a month, with the date, time and location to be advertised through the club's usual forum. As an example, recent tradition dictates that the BOD meeting is held on the Monday preceding the fourth Friday of the month, barring holiday conflicts. In case of public health concerns, meeting scheduling, location and method may be adjusted consistent with local regulations, as published in the club's usual forum.

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Section 3 – Quorum

- A. A majority of the BOD will be necessary to constitute a quorum at any meeting called for the transaction of business. BOD meetings may be called, postponed and re-scheduled for cause, by quorum of the BOD. In the absence of a quorum at a BOD meeting, the directors present at any regular or special may adjourn the meeting.

Section 4 – Powers of the Board of Directors

- A. The powers of the Board of Directors (BOD) shall be as stated in Articles I through XIV of these By-Laws. In addition, the BOD shall act as a buffer to the regular monthly membership meetings. All matters of importance related to the successful operation of the club shall first be presented for evaluation, discussion and vote by the BOD. Any proposal will then be presented by the BOD, with a recommendation for final approval vote of the membership at a subsequent meeting.

ARTICLE IX COMMITTEES

Section 1 – Election of Committees

- A. The heads of Committees shall be nominated and elected by a simple majority vote of the membership at the October meeting. Any positions not filled at this time shall be filled by appointment by the BOD. Committee heads may form working committees from the membership, to accomplish necessary tasks.

Section 2 – Committee names.

- A. The names of the working committees of this club shall be Membership, Editor, Activities, Friendship Day, Webmaster, Social Media Wizard and Archives.

Section 3 – Membership Committee

- A. The Membership Committee shall distribute membership application forms to prospective new members when requested and serve as the primary resource for new member materials. When possible, representatives of this committee will be available at regular meetings for the purpose of identifying prospective members, providing new member materials, and introducing guests and new members to the general membership.
- B. The membership committee shall mail out membership “Renewal Forms” to the rostered membership, in advance of the club’s new fiscal year.
- C. The committee shall assist the Secretary in pursuing and collecting accept membership forms, with appropriate annual dues payments.
- D. If receiving applications, the committee shall submit dues payments to the Treasure in a timely manner.

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Membership Committee con't

- E. The committee shall review all applications for membership to ensure completeness, prior to recommending approval and introduction of new members, and recognizing the inaugural year of each membership.
- F. The committee shall forward all pertinent contact information of new members to the Secretary, Editor and Webmaster, to ensure appropriate newsletter mailing.
- G. The committee shall add the new member information to the master file of membership contact information (including spouse's name), supporting the accurate assembly and regular distribution of our club roster

Section 4 – Editor

- A. The Editor shall issue or cause to be issued at regular intervals, a newsletter titled “The Windshield Post” to be sent to all club members, conveying the news and activities of the club.

Section 5 – Activities Committee

- A. The Activities Committee shall plan, advertise and administer all social and special events of the club, including the annual club picnic, car tours, visits to museums, restaurants, special exhibits, private collections, car shows and special celebrations of holiday or club significance. This committee is responsible for cultivating all new members into the club culture, who become ex-officio members of this committee for at least one year.

Section 6 – Friendship Day Committee

- A. The Friendship Day Committee shall begin planning this singularly important MPOTAC event, immediately following the installation of officers, with direction from the new officers and BOD. The event shall always be the third Sunday in May; its location, date and time should be publicized in the January newsletter, with recognition of sub-committee leaders and opportunities for members to assist in this traditional activity. It is the preference of the membership that the event remain in San Mateo County, and near Redwood City, respecting the history of its local roots as a car enthusiast's rally for local car clubs and owners.
- B. Beginning in January of each year, the committee shall create, distribute and promote new media for this special event, by contacting all local car clubs through all forms of locally accepted car club promotion. This committee is charged with producing the friendliest car show on the Peninsula, focused on car clubs and welcoming members of the public to enjoy the beautiful art and history that is antique automobile restoration and enjoyment.
- C. The Friendship Day Committee shall maintain communications with all Northern California car club resources for advertising and promoting attendance at this event. This event is conducted in the spirit of friendship, promoting goodwill among all local car collectors, and fostering an appreciation for the restoration and enjoyment of antique automobiles. All proceeds from this event are used to ensure the successful operation of our club, and the continuance of the legacy of Friendship Day in our community.

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Section 7 – Webmaster

- A. The Webmaster shall be responsible for the MPOTAC website, including site design, managing content, regular maintenance and securing protected access for officers, members of the BOD and members requesting access to online templates, records and archives of the club.

Section 8 – Social Media Wizard

- A. The Social Media Wizard shall be responsible for monitoring the club’s Facebook page (and similar platforms) keeping the club informed of trends, concerns and opportunities to improve our presence and image in thre Peninsula communities.

Section 9 – Archives

- A. The club Archivist shall accumulate, care for and present on occasion, articles of importance for the collection, restoration and enjoyment of antique automobiles on the Peninsula and in the world at large; specific attention should be paid to the significance of the history of our club, its role in local historic events and unique stories of member-related MPOTAC memorabilia.

Section 10 – President

- A. The President shall be an ex-officio member of all committees.

ARTICLE X CLUB FISCAL YEAR

Section 1 – The Fiscal Year

- A. The Fiscal Year of the club shall be November 1st to October 31st.

ARTICLE XI PERSONAL LIABILITY

Section 1 – Liability

- A. All persons extending credit, contracting with or having claim against the club or the Board of Directors (BOD), shall look only to the funds and property of the club for payment of any debt, damage, judgment or decree, or any other money that may otherwise become due or payable to them from the club or the BOD, so that neither the members of the club, the BOD, or officers past, present or future shall be personally liable therefore.

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ARTICLE XII MEMBERSHIP DUES

Section 1 – Amount

- A. The amount of annual membership dues to be charged per member shall be based on the amount expended annually by the club, to produce membership materials, produce and circulate membership newsletters, host and maintain a club website and social media presence, successfully operate the club and annually contribute to the Association of California Car Clubs and similarly altruistic endeavors that promote the welfare of MPOTAC and its interests.
- B. The BOD shall review the dollar amount of the annual dues every August. When prudentially deemed expedient. The BOD shall present a formal proposal to the membership for adjustment in dues amount by September, to be approved by members present at the next regular meeting in October with a three – quarter (3/4) affirmative vote, after 30-day advance notification of the meeting using the club’s usual forum.

ARTICLE XIII ORDER OF BUSINESS

Section 1 – Regular Meetings

- A. The order of business at regular meetings shall be:
 - (i.) Call to Order
 - (ii.) Reading and acceptance of the minutes of the previous BOD and regular meetings
 - (iii.) Treasurer’s report
 - (iv.) Report of committees:
 - a. Membership
 - b. Editor
 - c. Activities
 - d. Friendship Day
 - e. Webmaster
 - f. Social Media Wizard
 - g. Archives
 - (v.) Unfinished business
 - (vi.) New business
 - (vii.) Announcements and upcoming events
 - (viii.) Vice President (Program, Refreshments, Good for the Order)
 - (ix.) Adjournment

ARTICLE XIV AMENDMENTS

Section 1 – Amendments

- A. The MPOTAC By-Laws may be amended or repealed by three-quarter (3/4) affirmative vote of the members present at a regular meeting, following a published 30-day advance notification through the club’s usual forum, detailing the specific articles and sections to be amended and providing the date, time and location of the vote.