

**BYLAWS**  
**GULF COAST REGION, AACA, INC**

**ARTICLE 1-NAME**

1. This Club shall be known as the Gulf Coast Region, AACA, Inc. It shall be a Region of the Antique Automobile Club of America (AACA), a non-profit organization. The purpose of this Region shall be to supplement the activities of the Antique Automobile Club of America and to provide mutual enjoyment for members.
2. The principal office for transaction of business of the Gulf Coast Region, AACA, Inc shall be in Harris County, state of Texas. This shall be known as the governing Club of the Gulf Coast Region of the AACA.
3. All persons or corporations extending credit to or having any claim against the Gulf Coast Region AACA, Inc. shall look only to the funds of the club for any contract, claim, debt, judgment, damage, decree, or of any money that may become due or payable to them from the Club. Members, Board of Directors, or Officers shall not be personally liable for any debt incurred by the Gulf Coast Region AACA, Inc. The Board of Directors is defined as the Officers and the Directors.

**ARTICLE II-OBJECTIVES**

The objectives of the Club shall be:

1. To preserve and restore Antique Automobiles, being motor vehicles of twenty-five years of age and older, of historic value;
2. To serve as an accurate source of historical and technical information relating to antique automobiles for the benefit of its membership and the general public;
3. To plan events of educational benefit, tours, swap meets, automobile shows, charity benefits, etc. for its members and for the benefit of the general public.

**ARTICLE III-SEAL**

The Club shall adopt a Seal, an impression of which shall be attached hereto as Exhibit A, which shall contain the words, "Gulf Coast Region, AACA, Inc.-Texas

## ARTICLE IV-OFFICERS

1. The Officers of this Club shall be a President, a Vice President, a Secretary, a Treasurer, a Pate Swap Meet Director, an Alternate Pate Swap Meet Director and four or more Directors. One of the Directors shall be the outgoing President. Nominations and the election will be held as stated in item 8 of this section. Officers shall serve for a one-year term, unless re-elected or removed. The offices of Secretary and Treasurer may be held by the same person.
2. The President shall preside at all meetings of the Club, shall appoint committees, shall preserve order, and may call special meetings at any time. The President shall have the deciding vote on all questions of equal division. A quorum, defined as 2/3 of the Board of Directors, must be present to make motions and vote on proposals before the club.
3. The Vice President shall perform the duties of the President in his or her absence.
4. The Secretary shall have custody of the Charter, Bylaws, and Seal of the organization, maintain the minute book, and retain custody of all official documents of the Club.
5. The Treasurer shall keep an accurate record of all monies collected and expended and furnish a financial statement to the membership at each scheduled meeting. Upon request of the Board, the Treasurer shall submit all books for audit (frequency to be outlined in the Standing Policies).
6. The Pate Swap Meet Director shall represent the GCR at all meetings of the Pate Swap Meet Association, and shall be the club's direct contact for that organization so long as the GCR shall maintain an affiliation with Pate. The Pate Swap Meet Director shall be responsible for organizing all of the GCR activities in support of the Pate Swap Meet.
7. The Pate Swap Meet Alternate shall function in place of the Pate Swap Meet Director at any time that the Pate Swap Meet Director is unable to perform his or her duties, and shall assist the Pate Swap Meet Director with organizing the GCR activities in support of the Pate Swap Meet. In the event that neither the Pate Swap Meet Director nor the Pate Swap Meet Alternate is able to perform his or her duties, the President shall perform this function, or appoint a representative to perform those duties.
8. The Board of Directors will serve as a Nominating Committee and each November shall present recommendations for the offices of President, Vice President, Secretary, Treasurer, and Directors. Nominations from the floor will also be accepted. The elected officers will take office at the December meeting. The outgoing President shall, if not re-elected to the Presidency, be a Director for the following year. The Board of Directors shall have at least one meeting annually, and may have others upon its own discretion.
9. A member may succeed himself or herself in office by being duly elected in the prescribed manner.
10. Vacancies for any cause shall be filled by vote of the members present at the next regular meeting of the Club and said Officers shall serve the unexpired term.

11. Any elected or appointed Officer may be removed or any decision or ruling made by the Officers of the Club can be rescinded by a 2/3-majority vote of the membership.
12. To qualify for voting privileges at the annual election of Officers, a voter must be a member in good standing. Each eligible voter shall be entitled to one vote. The Secretary shall publish and publicly announce a list of those members eligible to vote prior to election proceedings (the sign-in roster book may be used for this purpose).
13. Any challenge by a member concerning his or her eligibility or the eligibility of another member must be presented immediately following the announcement of those qualified. The Board of Directors shall have the summary power to settle all disputes immediately.
14. The use of proxies at any membership or Board of Directors meeting of this Club is prohibited and the voting at any such meeting shall be only by those personally present.
15. Officers will be elected at the regularly scheduled meeting in November and will take office at the December meeting, serving until relieved at the next December meeting.

#### **ARTICLE V-MEMBERSHIP**

1. Membership shall be open to any individual interested in the Antique Automobile (cars twenty-five years old or older).
2. Members must become members of the Antique Automobile Club of America. Dues will be collected as stated in the Standing Policies.
3. Application for membership must be in writing, filed with the Treasurer, and accompanied with the prescribed dues set forth in the standing policies of the Gulf Coast Region AACA, Inc.
4. An applicant to join this Club must first attend one scheduled meeting or Club function, or be personally recommended by an active, dues-paying member in good standing. Membership becomes effective upon majority approval of the Board of Directors. Upon the resignation or expulsion of a member, his or her rights as a member of this Club shall cease.
5. Meetings of the members shall be held on a regular basis as set forth in the Standing Policies of this Club.
6. Dues shall be assessed on an annual basis in an amount as set by the Board of Directors and approved by the members present at a regularly scheduled meeting and listed in the Standing Policies of this Club, and shall be payable on or before the deadline set in the Standing Policies.
7. The Board of Directors shall have summary power to suspend or expel and terminate the membership of any member for conduct which is, in its opinion, disturbing to order, dignity, business or harmony, or impairs the good name, popularity, good will or prosperity of the organization, or which is likely to endanger the welfare, interest, or character of the organization or for any conduct in violation of these Bylaws or of the rules and regulations of the Club which may be made from time to time. Such action by the Board of Directors may be taken

at any meeting of such Board. The member in question must have the full opportunity to hear and to reply to the charges or reasons for such action under consideration by the Board. However, should the member not respond to written notice within 30 days to the Board, the action may continue without input from the member. The proceedings of the Board of Directors in such matters shall be subject to approval by the membership.

8. An Associate membership is for those persons voted on by the Board to continue their local membership only at no cost, usually spouses of deceased members. This membership can also be applied to students, who would pay the local costs only, as stipulated in the Standing Policies.

They will receive the newsletter by mail only 3 times, those being the editions which announce our social events (e.g., Valentine's Day, 4<sup>th</sup> of July and Christmas). If they wish it for the other 9 months, it will be by e-mail only.

They may attend the social events mentioned above, paying guest rates.

Associate members will not vote in elections, or on other matters to be decided by the club members and cannot be active in conducting GCR events.

## **ARTICLE VI-POLICIES**

1. This club shall be a non-profit organization.
2. Policies and Procedures of the Antique Automobile Club of America shall also be the policies and procedures of this Club. The Policies and Procedures of the AACA shall be incorporated herein as an attachment and shall prevail over the Policies and Procedures of the Gulf Coast region in the event of a discrepancy or conflict.
3. The Club may establish business relationships with one or more banking institutions upon resolution of the Board of Directors, and all expenditures must be approved by the Board of Directors.
4. The club shall establish a set of Standing Policies that may be amended from time to time by majority vote of the membership present at a regularly scheduled meeting.
5. Any activity or Club function involving or pertaining to the Club must be approved through the Board of Directors or by membership vote.
6. Each fiscal year, the officers of the club shall prepare or cause to be prepared an operating budget for the next fiscal year based on projected annual club income and expenses. After approval by the Board of Directors, the proposed operating budget shall be submitted at the club's next regular meeting for approval by a majority vote of the members present. No member may, without prior Board approval, incur any liability or obligation for the club outside of that which is formally approved in the annual budget.

7. Subsequent to budget approval by the general membership, any additional requests for expenditures exceeding \$100.00 must first be presented to the Officers and Board before any member may make a motion for that expenditure during a regular club meeting. Such motion must receive majority approval in the general meeting of the members prior to disbursement by the Treasurer. To cover unforeseen expenditures required between normal meetings, the Officers are given the authority to expend or commit to expend up to \$200 and are required to obtain approval from the Board of Directors at the next meeting before the Treasurer releases funds for reimbursement.

#### **ARTICLE VII-AMENDMENTS TO BYLAWS**

1. The Bylaws will be opened for review during the January meeting each year. Any change or revision must be submitted in writing to the Secretary of the Club at the beginning of the January meeting.
2. A change or addition to the Bylaws, other than at the January meeting, may be recognized by petition of 1/3 of the membership, presenting such petition to the secretary of the Club. If said petition is in order, it will be voted on at the following regular meeting. Approval of the petition will be recognized by a simple majority vote in its favor by the members present. If this majority is not reached, the petition may not be reconstituted for the remainder of the year.

#### **ARTICLE VIII-REQUIREMENTS FROM NATIONAL AACA**

1. As a group, members of the Gulf Coast Region shall not use the name of the Antique Automobile Club of America in connection with a commercial or charitable project.
2. A Region or its Chapters shall not hold any activities in conflict with any AACA National event held in the same geographic area.
3. Announcements of Region activities must be sent to the AACA Vice President National Activities.
4. Names and addresses of all Region officers and members must be sent to the AACA National Secretary-Treasurer each year immediately after local elections.
5. The AACA is a nonprofit organization; the members thereof shall not be entitled to any individual or collective interest, participation, share, right, and or property right in and to the assets of the AACA National Club or the Gulf Coast Region; but such assets shall be the indivisible property of the National Club or Region thereof; no dividends, pecuniary profits, stock dividends, or payments of like manner shall ever be declared or paid to the members of the National Club or the GCR thereof.

Last amended on Jan. 14, 2013: Section IV, segment 1: Pate Directors elected instead of appointed.