

# FOOTHILLS MUSTANG CLUB

## BY-LAWS



As of: 5/5/14

### **Mustang Club of America (MCA) By-Laws**

Under Article XVIII of the Mustang Club of America By-Laws, the following Club By-Laws is set forth. Foothills Mustang Club is operated under the By-Laws of Mustang Club of America as an official MCA Regional Club. Should this designation be lost or removed from Foothills Mustang Club, it does NOT invalidate these Club By-Laws, only eliminates any/all reference to MCA.

#### **Article I Name**

The name of this organization is Foothills Mustang Club, Greenville, South Carolina, and is registered with the South Carolina Secretary of State's office as an eleemosynary non-profit corporation.

#### **Article II Purpose**

##### **Section 1**

To promote the interests of classic car ownership by sharing, displaying, and furthering the advantages of "antique" or classic cars/vehicles, to the general public, while encouraging vehicle ownership and restoration. The vehicle of consideration for membership in this Club is the Ford "MUSTANG" – any year or model.

##### **Section 2**

This Club is not formed for profit, but is formed for promoting the ideals and purposes enumerated above. The net earnings shall be devoted exclusively to charitable, educational, operational, and recreational purposes, as defined by state and local statutes, and also set forth in the By-Laws of this organization.

##### **Section 3**

Net earnings are defined as monies in excess of that required in the service and discharge of any and all financial obligations.

#### **Article III Definitions**

Set forth below, these terms and definitions are used throughout this document.

- a. Mustang Club of America – MCA
- b. Foothills Mustang Club – Club; club
- c. Board; Board of Directors – hereinafter shall be considered the four (4) elected Officers of the Club and the six (6) individuals elected to serve on the Board of Directors, unless specifically stated.
- d. He; She; He/She; or any variation thereof has no gender specific implication.

## **Article IV      Personal Liability**

### **Section 1      Officers and Board:**

The members of the Corporation, the Board of Directors, or elected Officers of this Club, present or future shall not be held liable for any claim, damage, or debt against the Corporation or its members.

### **Section 2      Indemnification:**

Any person elected to the Board of this Club, now or hereafter, shall be indemnified as against legal actions as is contemplated under the provisions of SC Annex 33-31-101et seq, 33-31-612, 33-31-842, and 33-31-850.

### **Section 3      Club Assets:**

No member of the Foothills Mustang Club shall have the right to individual proceeds of the Club assets or property. In the event of the dissolution of the Club, all assets will be sold and proceeds will be added to the treasury, which will be evenly divided among all members in good standing at the time of dissolution.

## **Article V      Meetings**

### **Section 1**

Regular monthly meetings shall be held on the first Monday of each month at a time and place as designated by the Board of Directors. Any notice of special meetings or change of regular meeting dates shall be given to the membership by the Secretary by email/telephone at least five (5) days in advance of said meeting. If the regular monthly meeting falls on a Holiday, or for some other reason cannot be held on the regular date, the Board of Directors, by majority vote, may select some other day in that month or delete the meeting for just cause.

### **Section 2**

Meetings of this Club shall be conducted with the order and precedence of the Club By-Laws, and Roberts Revised Rules of order.

### **Section 3**

The Club President, with concurrence of a majority of the members of the Board, will have the power to call a special meeting of the Club at any time. This called meeting notification must meet the same requirements of advance notice as specified in Section 1 above.

### **Section 4**

A minimum of 5 members of the Club, and a majority of the elected officers and Board, must be present to constitute a quorum at a monthly meeting.

### **Section 5**

The Board of Directors shall meet at the call of the President, but at least once each quarter, and as often as said President may deem necessary. The President shall call a meeting of the Club Board of Directors and all elected officers, upon the joint written request of three (3) or more members of said Board of Directors. Six (6) members of the Board of Directors shall constitute a quorum thereof.

## **Section 6**

The Club MCA charter shall be displayed at all regular business meetings.

## **Section 7**

NO ALCOHOLIC beverages will be allowed at any Club hosted activity.

## **Article VI      Officers**

### **Section 1**

The government and management of the Club are entrusted to the elected Officers and Board of Directors.

### **Section 2**

The elected Officers for the Club shall consist of the following: President; Vice-President; Secretary; Treasurer; and a six (6) member Board of Directors. The term of office for the President; Vice-President; Secretary; and Treasurer shall be for one year. The term of office for the six (6) Board of Directors members shall be on staggered terms of one, two or three years. This will require only two (2) Board of Directors Members be elected annually. In addition, all elected Officers and Directors must be a member of the Mustang Club of America. Each President, upon completion of their duties, shall also become an "at large" member of the Board of Directors as "Past President" who shall serve until replaced by the current retiring President. The President may appoint a Club member in good standing to serve as: a Committee Chairman; Project Coordinator; Event Coordinator; or any other like position as necessary. Duties of Officers and Board Members are detailed in Annex 1.

### **Section 3**

Elections of all Officers, Board Members and MCA Regional Director, shall be by voice vote (or written ballot if requested by a member in good standing) and the candidate receiving the highest number of votes shall become elected and shall serve for one year or until their successor is duly installed. Officers may stand for reelection in their current position, but serve no more than three (3) consecutive years in the same position.

### **Section 4**

The President shall appoint a nominating committee in September of each year. The nominating committee shall prepare a recommended slate of officers for presentation during the October meeting. Additional nominations may be made from the floor at this meeting. Election of Officers shall be held annually during the November meeting. Newly elected officers and any appointed officers assume their duties on January 1.

## **Article VII      Duties of Officers**

### **Section 1      President**

- a. To preside at all meetings of the Club and the Board of Directors, as set forth in these By-Laws.
- b. Provide an agenda (in advance) for the both the monthly meeting and the Board meeting.
- c. Direct the affairs of the Club as prescribed by the Board of Directors.
- d. Appoint committees as deemed necessary, subject to approval of the Board of Directors.

- e. Develop and present a budget to the Club for approval in February of each year.
- f. Serve as an Ex-officio member of all committees.
- g. Shall co-sign all checks for Club expenditures. This authority may be consigned to the Treasurer with Board approval.
- h. In the period of time between Board meetings, the President may expend up to \$100.00 of Club funds for Club needs without prior Board approval.
- i. Shall make the final ruling on questions of order.

## **Section 2 Vice President**

- a. In the absence of the President, serve as acting President.
- b. Shall assist the President in the discharge of his/her official duties.
- c. Shall serve as chairperson of the membership committee.
- d. Perform other duties as requested by the President and/or the Board of Directors.

## **Section 3 Secretary**

- a. Shall record and maintain for posterity, a full and complete account of all Club business Meetings and Board Meetings.
- b. Shall forward the minutes of the meeting(s) to the elected Officers and Board of Directors within 10 days of the meeting date.
- c. Render reports of membership monthly to each Officer and member of the Board and to the membership when called upon at monthly meetings.
- e. Keep current the list of names, addresses and telephone numbers of all current and previous members.
- f. Under direction of the President, read and handle all communications and correspondence of the Club.
- g. Shall read all communications, documents and applications for membership.
- h. Perform any additional duties assigned by the President and/or Board of Directors.

## **Section 4 Treasurer**

- a. Shall have charge of all finances and see that they are safely deposited in a local bank or banks, as designated by the Board of Directors.
- b. Shall handle all disbursements of Club funds in a timely and professional manner.
- c. All deposits/disbursements will be made within 10 days of the monthly meeting date.
- d. Shall prepare a monthly financial report for the Club body, reflecting the condition of the finances of the Club, with such recommendations, as he/she may deem expedient or necessary for raising funds with which to carry on the activities of the Club.
- e. Shall forward a monthly financial report to the elected Officers and the Board of Directors Members within 5 days of the monthly meeting date.
- f. Shall keep records of the payment of dues by the membership and provide a monthly membership report to the Club body at the monthly meetings, as well as a monthly written report to the Officers and Board members.
- g. Shall sign/co-sign all checks disbursing the monies of the Club, with the approval of the Board and membership for necessary expenditures.
- h. Retain and produce upon request, all financial records, vouchers and papers required for the proper maintenance of the Club account or for the required annual audit.
- i. Perform any additional duties assigned by the President and/or Board of Directors.

### **Section 5 Immediate Past President**

- a. The immediate Past President shall assume this office automatically, without further election as the new President takes office.
- b. Shall be the Chairperson of the Nominating Committee and supervise the election of officers.
- c. Serve as the Assistant Chairperson of the Membership Committee.
- d. Perform any additional duties assigned by the President or the Board of Directors.

### **Section 6 Board of Directors**

The Board of Directors shall consist of six (6) duly elected members of the Club for the following purposes:

- a. Oversee and ensure that the business and functions of the Club are properly conducted.
- b. Set forth an annual plan for the Club to include, but not limited to: 1) cruise-ins; 2) establish rapport with our corporate sponsor management; 3) identify local charities to support; 4) participation in community events; 5) participation in MCA events; 6) identify and plan entertainment and social events/activities for the Club; and 7) any other activities requiring Club participation.
- c. At the first meeting of the newly elected Board of Directors, (usually in Nov immediately following elections) the Board members shall elect a Chairman.
- d. Chairman of the Board of Directors shall perform the duties of the Immediate Past President at such times when that officer may be unable or unwilling to serve due to a vacancy in that office, conflict of interest or other infirmity. Also will be responsible for confirming date/time/location for the Board meeting and notification of the Board of such.
- e. The Chairman will identify areas of responsibility as related to the conduct of Club activities and will assign duties and responsibilities to the Board members. Board members will be given the opportunity to volunteer to handle areas of interest to them. Some of these areas are, but not inclusive: 1) cruise-ins; 2) activities and events (Christmas Parades; annual Auto Show; parades; car shows; MCA; etc); 3) entertainment and social events of the Club (picnics; fun cruises; etc).

### **Section 7 Duties of a First Year Board of Directors Members (2)**

- a. Shall have three years remaining on his/her tenure.
- b. Shall serve on the Budget Committee.
- c. Perform any additional duties assigned by the President or the Board of Directors.

### **Section 8 Duties of a Second Year Board of Directors Members (2)**

- a. Shall have two years remaining on his/her tenure.
- b. Shall serve on the Audit Committee.
- c. Shall serve on the Budget Committee.
- d. Shall assume the duties of the Three Year Trustee in his/her absence.
- e. Perform any additional duties assigned by the President or by the Board of Directors.
- f. ONLY one (1) of the two (2) 2<sup>nd</sup> Year Board members will serve as Chair of the Budget committee. It is suggested that same Board member not serve on more than one committee.

### **Section 9 Duties of a Third Year Board of Directors Members (2)**

- a. Shall be in the final year of his/her tenure.
- b. Shall serve as Chairperson of the Audit Committee.
- c. Shall present the results of the annual audit to the Club in February of each year.

## **Section 10 Duties of the Mustang Club of America (MCA) Regional Director**

- a. The Club MCA Regional Director is required to submit the list of newly elected Officers and Board of Directors Members to MCA annually, prior to January 1 of each year.
- b. He/She shall represent the Club at all required MCA National Meetings; shall handle all required correspondence with National in a timely manner; and shall verify MCA membership of the Club as required by MCA.
- c. Work diligently to increase MCA membership among Club members.

## **Article VIII Vacancies of Elected Officers**

- a. Resignation, death, or unexcused absence of five (5) activities (meetings, cruise-ins) by any Elected Officer or Board of Directors Member, shall constitute a vacancy of said office.
- b. Succession to the position of Club President shall be by the Vice President. The Board will then invoke Article VIII, Para c, to fill the Vice President position.
- c. The Board of Directors shall hold a special election to replace said vacancy for the remaining term of office of the elected officer/Board of Directors member at the next regular meeting of the membership.

## **Article IX Membership Eligibility**

### **Section 1 Regular Membership**

Membership is open to anyone with interests in Ford Mustangs, any year, make, and model. Ownership is not a requirement, but is strongly suggested. One's interests in classic car ownership, the sharing, displaying, and furthering the advantages of "antique" or classic cars/vehicles to the general public, while encouraging vehicle ownership and restoration is encouraged.

### **Section 2 Associate Membership**

The Club does not recognize Associate Memberships.

### **Section 3 Honorary Membership**

The Club does not recognize Honorary Memberships.

### **Section 4 Membership Dues and Fees**

- a. Dues are set annually by the Board of Directors.
- b. Dues are to be paid not later than (NLT) Jan 31 of the current year. Dues paid in Oct, Nov & Dec are considered payment for the ensuing year.
- c. All regular members shall be entitled to vote, but to be eligible to vote, dues must be current.
- d. Application for membership shall be accepted and processed upon receipt of a signed application, cash or a check for the full amount of annual dues.

### **Section 5 Non-Payment of Dues**

- a. A member shall be dropped from the membership list for non-payment of dues when dues are not paid before the membership expiration date Dec 31 of the current year.
- b. A delinquent member will be carried on the role for one (1) year after expiration date of dues.
- c. A delinquent member must pay all dues current and in arrears to be re-instated.

**Article X      Amendments**

**Section 1**

These By-Laws may be amended or altered in whole or in part at any regular or special meeting of the Club by two-thirds vote of the members present and voting, provided such action has been announced a minimum of fifteen (15) days prior to the meeting.

**Section 2**

These By-Laws shall become effective upon approval of a majority of members of the Club.

Adopted by the Foothills Mustang Club on: **May 5, 2014**

**Signed:** (original signatures on file with the FMC Secretary)

**President**        **Kevin Brown**    

**Secretary**        **David Mruz**    

**Chair-Board of Directors**        **Robert Antley**

# ANNEX 1

## PRESIDENT

Is the Chief Executive Officer of the Club; primary contact for the community; and is responsible for the activities and financial standing of the Club. Duties include: presides at meetings; represents the Club at functions; formulates and develops programs to improve Club operations and achieving goals; appoints committees; serves as Ex-Officio of ALL committees; insures that ALL reports are completed and distributed on time (to include but not limited to: new member information, monthly financial report, proper posting of dues payments received, and the annual report to MCA); and recognizes members for their accomplishments on behalf of the Club.

The President is the most important office in the Foothills Mustang Club. This leadership position accounts for the membership levels, programs, and the manner in which the Club is viewed by members and prospective members, and the community. With effective leadership in this office, the Club will be successful based on the results of the Club's activities. Success and achievement begets recognition, and a growing membership.

## CHARACTERISTICS AND TRAITS

- \* Proven leadership and management skills.
- \* Effective communication skills with members, the community, and other classic car organizations.
- \* Ability to establish mutually agreed upon objectives, plan and direct, and articulate and promote strategies within sphere of Influence.
- \* Ability to recognize and solve problems.
- \* Willingness to delegate tasks and responsibilities, while controlling and managing results.
- \* Clear understanding of financial and fiscal requirements.
- \* Effective speaking capability for ceremonies, meetings, presentations, and for fund raising.
- \* Experience and/or clear understanding of subordinate officer duties and responsibilities.
- \* Flexible thinking -- acceptance of dissent in discussion and plans.
- \* Ability to run concise, effective meetings.
- \* Ability to lead and work as a team

## NARRATIVE OF JOB ACCOUNTABILITY AND RESPONSIBILITIES

### LEADERSHIP

The first and most important job of the President is to lead. In doing so, he/she sets an example for other officers, and the Club members. Leading also requires that tasks and accountabilities (along with authority) be delegated to subordinate officers and members. However, the ultimate responsibility for accountabilities still rests with the President. In leading, it is important to continually assess results, and assist/support subordinates in removing obstacles to their completing their delegated tasks.

### PRESIDE AT MEETINGS

The President should be reasonably well versed in Roberts Rules of Order in conduct of meetings. Meetings should be concise, orderly, and allow relevant information to be presented that represents different points of view. The President controls the meetings. The manner in which a meeting is run will have a significant impact on attendance, participation, and promoting the Club.



The President is also called on to chair officer and/or committee meetings, in addition to general membership meetings. The meeting results are directly proportional to the focus of topics, control, timeliness, and decisions relative to views presented.

An agenda is helpful for meetings, which should be developed and/or approved by the President. During the business portion of the meeting, it is important to focus on business, though a little humor can keep matters in perspective. Socializing is best done before and after.

### CHIEF EXECUTIVE OFFICER OF THE CLUB

As an incorporated entity within the state, the President is CEO of the Board and the Club. As such, he/she is responsible, as a corporate officer, for the activities, financial standing, and image portrayed in the community and the Club.

### POSITIVE PUBLIC RELATIONS

The President is looked to by the Club, the members and Board, and the community as the primary contact and promoter of Club events and community/Club activities. Public relations include direct meetings, media contact, and appearance at appropriate events. The leader of an organization, by virtue of his/her position, will be the primary provider of information, the primary representative of the Club at functions, and the primary salesman for the Club.

### FORMULATION AND DEVELOPMENT OF PROGRAMS

A newly elected President has ideas and programs that he/she promotes, so too should the President have ideas and programs that will improve Club operations, and enhance the capabilities/results of achieving goals. The President must be able to articulate, sell, and compromise where appropriate, promote programs and objectives with Club members and the Board. Where possible, a written plan/strategy for each program and idea, discussing the merits and weaknesses, and agreeing on a direction, should be presented to the Board and the membership. Other officers and members will also have ideas and programs, but it is the ultimate responsibility of the President to lead the way in development and initiation.

### APPOINTMENT OF COMMITTEES TO CARRY OUT CLUB BUSINESS

There are few reasons to appoint a committee: To bring together varied skills and perspectives to study/solve a problem or evaluate an idea; to plan, initiate, and accomplish a given task or program; to involve members in a legitimate activity that might otherwise not volunteer.

Some items to consider in setting up a committee (which will be discussed in a later section) are: Determine if the purpose clearly needs a committee, or can the situation be handled by making one individual accountable; make sure a committee is not formed to delay action on solving a problem; clearly define the results expected of the committee, and establish a start and end date, at which time the committee will be dissolved; select a committee chairman who has strong leadership and meeting skills to reduce the time and effort to achieve results. There are adages about committees - A committee is comprised of the unwilling, formed by the unfit, to do the unnecessary; and, a camel is the result of a committee trying to design a horse -- so it behooves the President to assure the necessity, bring together the qualified skills, and describe time targeted expected results. Because committees are formed and authorized by the President, he/she is ultimately responsible for the result.

### RESPONSIBLE FOR FISCAL STABILITY AND FINANCIAL PROCEDURES

The financial wellbeing of the Club is a significant target for the President, the Board, and officers of the Club. The first concern is for the financial integrity and credibility of the Club - the proper channeling and use of funds (i.e. if funds are generated for a charitable purpose, they are used for that purpose). The President is ultimately responsible for the fiduciary nature of the finances for the Club. It takes money to operate a Club, and more money to support programs, events, and activities. Of importance to Club operations is communications with members, prospective members and the community - normally done by means of a newsletter (postage and printing costs). To support Club activities and charitable causes, the Club will have to look to outside donations and fund raisers. The solicitation of donations is an important job of the President - he/she is the "point man" for contacting personal and corporate donors. (Additional coverage will be given in a later section).

The integrity, image, membership level, and ability to support events are often directly proportional to the size of the treasury, and the way in which it is managed. Every President needs to understand sources of revenues, expense control, cash flow, profit and loss, and balance sheet data - and be assured that financial procedures provide an audit trail to support inquiries.

The President should be one of two signers on Club checking and monetary accounts (the other being the Treasurer).

### ABIDES BY THE BY-LAWS AND POLICIES OF THE CLUB

The President must set the example for the other officers and members of the Club. Every officer must be familiar with the By-Laws and Policies prescribed by MCA and the Club. All policies and bylaws must be compatible. The By-Laws and Policies of the Club and MCA are the guiding principles under which the organization operates. The President is ultimately held accountable for adherence to by-laws and policies, and therefore must assure that the Club and its members are also in compliance.

### SUMMARY

The Club President's position is critical to the success of the Club. The ability to lead will be decisive to the success of the Club. The ability to delegate and monitor results will be crucial to time management -- getting things done through others and achieving desired results, thus creating a positive image and attracting members.

## **VICE PRESIDENT**

The Vice President holds a crucial position within the Foothills Mustang Club (FMC), since he/she is responsible primarily for the recruiting and retention of members.

The Vice President should be familiar with the operations and projects of the Club, influence programs, and be a representative to the Board of Directors on what members and prospective members are looking for from the organization. The Vice President must also be able to sell ideas and programs to the members that will assure growth of the organization; of all the specific officer assignments, recruiting and retaining member's ranks at the top of the list.

## **CHARACTERISTICS AND TRAITS**

- \* Enthusiasm for the organization, and salesmanship
- \* Ability to be innovative and promote ideas
- \* Ability to put together marketing/advertising plans
- \* Ability to develop brochures and other documentation for selling the FMC
- \* Evaluation capabilities in assessing member ideas, suggestions, and issues
- \* Thorough knowledge of the Club's operations, programs and activities and their strengths and weaknesses
- \* Effective communication skills -- both written and verbal
- \* Effectiveness in promoting ideas and dealing with media, groups, and with individuals
- \* Commitment to supporting members, and addressing their needs
- \* Initiative in maintaining members through phone calls, correspondence, and visits
- \* Problem solving capability on non-operational issues
- \* Project and committee leadership capabilities

## **NARRATIVE OF JOB ACCOUNTABILITY AND RESPONSIBILITIES**

### **CHAIRMAN OF MEMBERSHIP PROGRAMS**

The most important function to be performed by the Vice President is the development and maintenance of programs for enhancing Club membership.

There are several methods and considerations for how this function can be carried out effectively. The Vice President will need to make personal contact with prospective members, and with members whose renewal dates are near, or have past. Personal letters to prospects and members may also be required. Phone calls encouraging members and prospects to attend meetings and activities are necessary. Development of marketing material and brochures to be published by the Club or distributed to media sources may also be required.

The Vice President will need assistance from members of the Club. A committee or project may be one answer, in which the committee/project members take responsibility for various aspects of membership programs, and share in the phone and personal contacts. The Vice President needs to be adept at leading such a group, by establishing goals and objectives, and providing constant support.

The Vice President will also need to contact outside groups, like other classic car organizations. In doing so, he/she must have a program to sell, and generate interest in the FMC. Fliers in prominent areas, cruise-ins, and other events are ways to gain notoriety. Once members are on board, the Vice President needs to be interested in the participation of members - encouraging them to attend meetings and programs. He/she also needs determine if the Club is meeting the expectations of the member. Once on board, the name of the game is to keep members in the Club.

### **WORKS ON/PRESIDES AT COMMITTEES DESIGNATED BY THE PRESIDENT**

Normally, the Vice President should be assigned to projects and committees that have an effect on membership participation and programs. Such projects/committees may

include membership, events, awards, meeting programs, or other if deemed appropriate by the President.

#### INITIATE PROGRAMS AND SUPPORT ACTIVITIES OF THE CLUB

The Vice President should be influential in bringing about programs and activities that meet the needs of members. The President may utilize the Vice President to prepare monthly general meeting programs (other than the business meeting) that involve members, and bring interesting speakers/topics to the membership. By contacting subject matter experts, Club members, or other qualified individuals, there are wide ranges of topics of interest that can be brought to a meeting to increase participation and attract new members.

An important aspect of bringing new members and prospects to a meeting is making them feel welcome. The Vice President can take charge of introducing new members, and involving them in the meeting. The Vice President can also suggest to new members areas in which they can participate, and see that they are assigned to a project/committee of interest and are introduced to the chairperson.

The Vice President and the Secretary should assure that there is a current membership list with phone numbers and addresses available periodically (at least quarterly).

The Vice President may promote special events aimed at enhancing membership such as picnics, social events, and other celebrations.

#### OTHER DUTIES OF THE VICE PRESIDENT MAY INCLUDE:

- \* Succeed the President should that Office become vacant for any reason.
- \* Develop and maintain records on membership and participation
- \* Report on membership status and issues to the Board of Directors and the general membership
- \* Develop budget projections and goals for membership, and programs for reaching goals
- \* Communicate with members on ideas and suggestions

#### SUMMARY

The Vice President's position is important to the Club because it embodies the primary goal of the FMC - bringing in new members, keeping them, and perpetuating the purposes of the Club.

## **SECRETARY**

The Secretary is the corporate/recording secretary for Club meetings and affairs. In addition, the Secretary provides support to Club officers and project leaders through correspondence, documentation, written communication, media releases, and other staff assistance. The Secretary, by direction of the presiding officer, may prepare agendas for meetings, record member participation and attendance, and prepare and monitor the calendar of events for the Club. Moreover, the Secretary is responsible for official notifications to members.

### **CHARACTERISTICS AND TRAITS:**

- \* Ability to accurately record resolutions and carried motions of the Club
- \* Ability to accurately record minutes of meetings
- \* Ability to organize information, and maintain and file records/archives
- \* Attention to details, and capability for recall of information
- \* Ability to print/write legibly, type, and/or utilize computer for permanent Club records.
- \* Capability for assembling information, and providing officers and member's data regarding Club actions, programs, and listings.
- \* While not mandatory, a computer and computer skills (particularly word processing) are extremely helpful for this job.

### **NARRATIVE ON JOB ACCOUNTABILITY AND RESPONSIBILITIES**

#### **KEEP ACCURATE MINUTES OF MEETINGS**

The purpose of recording minutes at meetings (both Club and Board) is to keep accurate records, for review and audit, of activities and decisions made on behalf of the Club. Members and officers memories are best served with a written commentary on meeting events, reasons for decisions, and actual actions taken. For some decisions, the record is required for legal reasons - both state corporate requirements and for Club audit purposes. The presence of minutes and records is indicative of organization, and providing information for future use within the Club. Minutes may be kept in writing, shorthand, or by use of recording device. It is not important to write every detail, but salient points of discussion and actions taken are necessary.

#### **PREPARE AND TRANSCRIBE MINUTES FOR PERMANENT CLUB RECORD**

Minutes should be transcribed to permanent records immediately after a meeting as taken place. Information or other factors appropriate for recording will still be in the Secretary's memory when done immediately following the meeting. Minutes and records should be transcribed into a book or binder that passes to each succeeding Secretary for the Club. Periodically, the Secretary may want to include an index of topics (i.e. annually) for easy reference in the future. The records should be maintained in chronological or reverse order, and include meeting date, location, type of meeting, Officers and Board members present, and members present if appropriate.

#### **ASSURE THAT RESOLUTIONS ARE MAINTAINED AS CORPORATE RECORDS**

The minutes of meetings, particularly resolutions (decisions made that affect how business is to be conducted, amendments/changes to by-laws, and other decisions regarding finances and programs), must be maintained as a permanent record of the Club's activities and actions within its corporate charter. While unusual, these records are subject to audit by the state within which the Club is incorporated. Because the Club is chartered as a non-profit organization, its activities must conform to the letter and spirit of that corporate charter. Such resolutions, decisions and actions do not need to be maintained separately they should be included with minutes of the meetings transcribed for permanent records of the Club, as described above.

## CORRESPONDENCE, BULLETINS, AND COMMUNICATIONS

The Secretary also serves as secretary in support of official correspondence, bulletins, and other written communications of the Club. As directed, the Secretary should assist in providing letters and completion of documents on behalf of the officers of the Club. Such assistance may include specific letters, form letters, and agendas, listings of members and prospects, Club contact lists, bulletins of special meetings, contacts with officers/members to attend meetings. The Secretary's responsibility is to assure timely and quality written records and communication, working closely with the Officers and the Board.

## MAINTAINS CLUB RECORDS

In addition to preparing Club minutes, records, and other communications, the Secretary is responsible for maintaining, organizing and filing pertinent records and documentation for the Club. This should include correspondence and letters/certificates of merit (in absence of Historian) that will preserve a chronological documentary of Club actions and events.

## POST OFFICIAL NOTICES

Most by-laws require the Secretary to post notice of meetings (which for regular membership and officer meetings may be included in a newsletter), special meetings, and other official business meetings. Depending on the bylaws, this will probably be a written notification.

## REPORT AT MEETINGS

During the course of a business meeting the Secretary will be called on to report and summarize the minutes and records of the last meeting. The Secretary's report should be concise, and emphasize business issues that include resolutions, decisions, actions, and discussion. The report may be modified from the floor if warranted before being approved. If separate officer meetings are held, it is advisable to read minutes of those meetings at the general membership meetings if decisions have been made by the officers

## OTHER DUTIES OF THE SECRETARY MAY INCLUDE:

- \* Assisting in the writing and development of by-laws, policies, and procedures
- \* Assisting in the development and printing of promotional and marketing materials
- \* Assisting in the writing, editing, and printing of Club newsletters
- \* Assisting with copying and printing requirements
- \* Handle completing and distributing "MCL Membership" cards

## SUMMARY

The Secretary plays an important role in Club operations by providing records of decisions and programs, and by assisting the officers and Board in communication activities. In addition to the fact that minutes and records are legal documents for the state, the information can be extremely useful, particularly for future Boards in determining why courses of action were chosen, and what programs (and their results) have been tried before. Over a period, the history that is developed through this documentation can be used to provide a more readable form of history for the Club and its members.

## TREASURER

The Treasurer plays a major role in assuring and maintaining the financial integrity of the Club. This officer acts as the controller of Club funds, and is responsible for the accounting of Club revenues and expenditures. Part of his/her responsibility is keeping officers and members aware of financial status, and insuring that funds are used properly and within approvals determined by Club by-laws and/or policies. Financial reports, fees, taxes, scrutiny of expenditures, and bookkeeping all fall under the purview of the Treasurer.

### CHARACTERISTICS AND TRAITS

- \* Financial and/or accounting capability
- \* Attention to detail.
- \* Ability to assess and communicate financial status and trends.
- \* Ability to monitor and question financial transactions.
- \* While not mandatory, a computer and computer skills (particularly bookkeeping and/or spreadsheet processing) are extremely helpful for this job.

### NARRATIVE ON JOB ACCOUNTABILITY AND RESPONSIBILITY

#### KEEP ACCURATE FISCAL RECORDS

Financial integrity of an organization begins with accurate bookkeeping and audit trail of financial transactions (revenue and expenditure). There are computer programs, such as Quicken or Microsoft Money, which can greatly assist in the bookkeeping and reporting function. In the absence of computer capability, the Treasurer must record all transactions, dates, amounts, reasons (memo), and balances. Manually, this would include the logging of revenue by cash, checks, and credit card transactions on a columnar sheet, indicating the date received, the amount, a memo as to purpose (i.e. dues, donations and for what purpose, sales, etc.) for expenditures, the recording should include date, check number, amount, purpose, and approval (budget, board resolution, etc.). Financial records should maintain a running balance to assure liquidity, and should be balanced with checking or other financial accounts on a monthly basis. From these records, a financial report should be generated and distributed monthly to ALL Officers and Board Members reflecting financial status.

#### RESPONSIBLE FOR BANKING AND FINANCIAL ACCOUNTS

The Treasurer is responsible for establishing, maintaining financial, and other banking/investment accounts. It is his/her responsibility to assure that transactions are completed, and that the accounts are balanced. The Treasurer, by direction, may move funds between accounts to accomplish Club objectives. He/she should also provide information to the Board regarding changes in charges, investment and interest rates, and other account related activities that will have a bearing on the Club's financial condition. He/she should also provide information regarding options and alternatives for improving financial standing from accounts.

#### SIGNER ON FISCAL AND BANKING DOCUMENTS

The Treasurer is the primary signer on bank accounts and financial documents, along with the President. It is a suggested and prudent practice that two signers be required for checks and other financial documents, and be so specified in the Club by-laws and/or policies/procedures. Regardless of other signers on an account, the Treasurer should always be the primary signer.

#### MAINTAINS CLUB FINANCIAL RECORDS

The Treasurer is responsible for maintaining, and providing for review upon request from the Club Board, Audit Committee, and/or State entities with audit authority, all financial records and reports for the Club. Such records normally include records of revenue receipts, expenditure records, checking and financial account statements, and summary

reports of financial condition. (Balance sheet, profit and loss, cash flow, etc.) As a matter of practice, reports of financial condition should be made and reviewed by Club officers and/or membership on a scheduled periodic basis.

#### ACTS AS CONTROLLER OF CLUB FUNDS

The Treasurer is responsible for paying authorized bills, and assures the legitimacy of payment requests and budget and/or Board approvals, prior to releasing funds for disbursement. He/she is also responsible for assuring that proper documentation accompanies requests for payments in the form of invoicing/billing, receipts, and approval. This office acts as the policeman for outflows and expenditures on behalf of the Club's membership. He/she therefore has the right to question expenditures if necessary, and not clearly understood by budget or Board action. The Treasurer should always present a question to the Board if there is any doubt about disbursement.

#### MAKES FISCAL AND FINANCIAL REPORTS AT MEETINGS

Keeping officers and members informed as to financial status is important to establishing and maintaining credibility within the organization. The presiding officer should call on the Treasurer for a report at each business meeting - this report should summarize financial transactions since the last meeting, and provide a balance of accounts. It is suggested that at least quarterly, the Treasurer report to the Board in more detail on account status, and provide balance sheet, profit and loss, and cash flow data in writing. By doing so, the officers are aware of status and trends in determining requirements for revenue and/or changes in expenditures.

#### RECEIVES DUES

This job is accomplished in concert with the Club Secretary, or can be handled by the Treasurer in its entirety, based on practicality and Club practices and procedures. It is extremely important to handle dues and membership applications in an expeditious manner as this will be the first impression a new member has of the Foothill's Mustang Club. Dues should be posted immediately and reported to the Club at each monthly meeting.

#### HANDLES TAX AND LICENSING FUNCTIONS

Because the Club is incorporated within the state of South Carolina, there are annual forms to be completed and forwarded to the State tax agency. Their primary purpose is to assure that the organization is conforming to the articles of incorporation for non-profit organizations. The Treasurer is responsible for completing and filing the required information accurately and on a timely basis. The Treasurer is the officer responsible for obtaining permits and licenses, maintaining and filing such licenses, and assuring that any appropriate fees and/or taxes are paid, should such items be required by the Club.

#### ABIDES BY PROCEDURES OF THE CLUB

The Treasurer job invokes disciplines to insure the financial integrity and credibility of the Club. The Treasurer should be thoroughly familiar with the by-laws pertaining to financial matters, and policies and procedures that deal with financial transactions and reports. He/she should be familiar with accounting and bookkeeping practices that will assure this integrity.

#### OTHER DUTIES OF THE TREASURER MAY INCLUDE:

- \* Providing membership information to the Officers and Board members of the Club as required.
- \* Providing financial status reports to the Officers and Board members of the Club as required.
- \* Notify Officers and Board immediately on financial issues, and returned checks.



- \* Serves as a member of the Finance Committee, Audit Committee, and Budget Committee.
- \* Assists the elected officer responsible for revenues and budgets.
- \* Assists in the completion of audits, and responds to any written audit exceptions.
- \* May develop and maintain forms that are used for recording and maintaining financial information.

### SUMMARY

The Treasurer plays an important role in the success of the Club. He/she is largely responsible for the financial well-being of the organization, and more importantly for the financial credibility of the Club. Accuracy and timeliness are the two key factors in performing the financial function.

Record keeping, understanding money flows, and accounting are important skills for the Treasurer. Adherence to procedures and the spirit of sound money management will help assure achievement of the objectives established for this job.

## **BOARD OF DIRECTORS**

Works together with the four elected Officers of the Club to ensure that the Club functions according to the will of the members and are collectively responsible for the activities and financial standing of the Club. Duties include: formulates and develops programs to improve Club operations and achieving goals; has input to the creation of and appointments to committees; serves as Chair of committees when necessary; verifies the accuracy of all reports (financial, membership, etc) and recognizes members for their accomplishments on behalf of the Club.

The Board is an important position in the Foothills Mustang Club. This leadership position accounts for the membership levels, programs, and the manner in which the Club is viewed by members and prospective members, and the community. With effective leadership in this office, the Club will be successful based on the results of the Club's activities. Success and achievement begets recognition, and a growing membership.

## **CHARACTERISTICS AND TRAITS**

- \* Proven leadership and management skills.
- \* Effective communication skills with members, the community, and other classic car organizations.
- \* Ability to establish mutually agreed upon objectives, plan and direct, and articulate and promote strategies within sphere of Influence.
- \* Ability to recognize and solve problems.
- \* Willingness to delegate tasks and responsibilities, while controlling and managing results.
- \* Clear understanding of financial and fiscal requirements.
- \* Effective speaking capability for ceremonies, meetings, presentations, and for fund raising.
- \* Experience and/or clear understanding of committee responsibilities.
- \* Flexible thinking -- acceptance of dissent in discussion and plans.
- \* Ability to run concise, effective meetings.
- \* Ability to lead and work as a team

## **NARRATIVE OF JOB ACCOUNTABILITY AND RESPONSIBILITIES**

### **LEADERSHIP**

The first and most important job of the Board is to lead. In doing so, the Board sets the example for the Club members. Leading also requires that tasks and accountabilities (along with authority) be delegated to select members. In leading, it is important to continually assess results, and assist/support subordinates in removing obstacles to their completing their delegated tasks.

### **AT MEETINGS**

The Board should be reasonably well versed in Roberts Rules of Order in conduct of meetings. Meetings should be concise, orderly, and allow relevant information to be presented that represents different points of view. The President controls the meetings, but the Board must not hinder this by unnecessary and irrelevant conversation. The manner in which a meeting is run will have a significant impact on attendance, participation, and promoting the Club.

The meeting results are directly proportional to the focus of topics, control, timeliness, and decisions relative to views presented.

Socializing is best done before and after the meeting.

## POSITIVE PUBLIC RELATIONS

The Board, along with the President, is looked to by the members, and the community as the promoter of Club events and community/Club activities. Public relations include direct meetings, media contact, and appearance at appropriate events. The leader of an organization, by virtue of his/her position, will be the primary provider of information, the primary representative of the Club at functions, and the primary salesman for the Club.

## FORMULATION AND DEVELOPMENT OF PROGRAMS

A newly elected Board member will work with the existing Board members and the Club President to develop ideas and programs that will improve the Club operations, and enhance the capabilities/results of achieving goals. The Board must be able to articulate, sell, and compromise where appropriate, promote programs and objectives with Club members. Where possible, a written plan/strategy for each program and idea, discussing the merits and weaknesses, and agreeing on a direction, should be presented to the membership. Club members will also have ideas and programs that they will take to the Board for consideration, and it will be the Board that will decide on the merits of any proposed plans or activities.

## APPOINTMENT OF COMMITTEES TO CARRY OUT CLUB BUSINESS

There are few reasons to appoint a committee: To bring together varied skills and perspectives to study/solve a problem or evaluate an idea; to plan, initiate, and accomplish a given task or program; to involve members in a legitimate activity that might otherwise not volunteer.

Some items to consider in setting up a committee are: Determine if the purpose clearly needs a committee, or can the situation be handled by making one individual accountable; make sure a committee is not formed to delay action on solving a problem; clearly define the results expected of the committee, and establish a start and end date, at which time the committee will be dissolved; select a committee chairman who has strong leadership and meeting skills to reduce the time and effort to achieve results. There are adages about committees - A committee is comprised of the unwilling, formed by the unfit, to do the unnecessary; and, a camel is the result of a committee trying to design a horse -- so it behooves the Board and the President to assure the necessity, bring together the qualified skills, and describe time targeted expected results. Because committees are formed and authorized by the Board or the President, he/she is ultimately responsible for the result.

## RESPONSIBLE FOR FISCAL STABILITY AND FINANCIAL PROCEDURES

The financial wellbeing of the Club is a significant target for the Board and officers of the Club. The first concern is for the financial integrity and credibility of the Club - the proper channeling and use of funds (i.e. if funds are generated for a charitable purpose, they are used for that purpose). The Board, and the President, is ultimately responsible for the fiduciary nature of the finances for the Club. It takes money to operate a Club, and more money to support programs, events, and activities. Of importance to Club operations is communications with members, prospective members and the community - normally done by means of a newsletter. To support Club activities and charitable causes, the Club will have to look to outside donations and fund raisers. The solicitation of donations is an important job, and the Board is expected to be involved in this activity.

The integrity, image, membership level, and ability to support events are often directly proportional to the size of the treasury, and the way in which it is managed. Every Board member needs to understand sources of revenues, expense control, cash flow, profit and loss, and balance sheet data - and be assured that financial procedures provide an audit trail to support inquiries.

## ABIDES BY THE BY-LAWS AND POLICIES OF THE CLUB

The Board must set the example for the other officers and members of the Club. Every officer must be familiar with the By-Laws and Policies prescribed by MCA and the Club. All policies and bylaws must be compatible. The By-Laws and Policies of the Club and MCA are the guiding principles under which the organization operates. The Board is ultimately held accountable for adherence to by-laws and policies, and therefore must assure that the Club and its members are also in compliance.

## SUMMARY

The Club Board of Directors position is critical to the success of the Club. The ability to lead will be decisive to the success of the Club. The ability to delegate and monitor results will be crucial to time management -- getting things done through others and achieving desired results, thus creating a positive image and attracting members.