

GATEWAY GTO ASSOCIATION INC

BY-LAWS

Pursuant to the authority of Article X of the Constitution of the Gateway GTO Association Inc, the following By-Laws are established to supplement the provisions of the Constitution and provide for effective operation of the Club's activities.

Section 1. Membership

- A. **Honorary Members:** Honorary memberships are granted after a majority vote of the voting Club members present at a regular business meeting and are terminable in the same manner.
- B. **GTOAA Membership Requirement:** Effective January 2009, all new members must also be members in good standing of the GTO Association of America.

Section 2. Suspension, Termination and Reinstatement of Membership

- A. Membership shall be terminated by failure to pay dues by the start of the January business meeting of the current year and/or for failure to maintain membership in the GTO Association of America.
- B. Membership may be suspended or terminated for conduct or action of a kind, which is determined, by an Investigating Committee, to be such as to bring discredit upon the Club and its members. Recommendation by the Investigating Committee along with a majority vote of the voting Club members present at a regular business meeting shall be required to suspend or terminate membership.
- C. Members charged with conduct or actions which could result in suspension or termination of membership in the Club shall be permitted an opportunity to respond to such charges.
- D. Members terminated for failure to remain current with dues payments to Gateway GTO Association and/or GTOAA may be re-instated as a member in good standing to Gateway GTO Association without a vote of the Association Board of Directions if the lapse in membership is 1 year or less. Members whose membership has been lapsed for more than 1 year will be subject to the new membership application and approval process as defined in Gateway GTO Association Constitution, Article III, Section 5.

Section 3. Dues

Club dues are established as follows:

- A. **General Member:** To be set by a simple majority vote of the elected club officers/directors. Dues paid after August 31 will be rolled over to the following year.
- B. **Associate Member:** No dues.
- C. **Honorary Member:** No dues.

Section 4. Meetings

- A. The order of business at a meeting shall be:
 - 1. Call to order
 - 2. Introduction of new members and guests
 - 3. Old business including committee reports
 - 4. New business and announcements
 - 5. Adjournment
- B. Speakers at Meetings
 - 1. Speakers shall be coordinated at least 5 days in advance of the meeting with the Association Board of Directors and Officers. The Association President will make the final decision on accepting or rejecting a speaker based on inputs from the other Officers and the Association Board of Directors.

Section 5. Nominations and Elections

- A. Nominations for elected officers shall be made by forms enclosed with the September and October issues of “The Hood Scoop” and shall be returned to the Treasurer by either USPS or email before the November business meeting. Nominations shall also be accepted from the floor at the October and November business meetings.
- B. Officers shall be elected by written ballot as furnished in the November club newsletter or sent by USPS or email. Ballots may be submitted by members, qualified in accordance with Article VI of the Constitution. All written ballots must be received by the club Treasurer on or before December 1st to qualify for tabulation.
- C. Each elected official must receive a simple majority of the votes cast to win the election.
- D. Election results are to be announced by the current club president at the December business meeting/annual Christmas Party.

Section 6. Duties of the Club Officers

- A. The duties of the **President** shall be:
 - 1. Preside over all regular and special meetings of the Club.
 - 2. Conduct all meetings in accordance with the Constitution and By-Laws.
 - 3. Vote in the case of a tie vote at regular meetings.
 - 4. Sign and direct the signing of all orders or acts necessary to carry out the operations of the Club.
 - 5. Act as the Club representative to outside persons or other organizations whenever necessary.
 - 6. Hold and handle the sale of all shirts, jackets and other such items as may be purchased from the Club.

- B.** The duties of the **Vice President** shall be:
1. Assume the duties of the President in his absence.
 2. Act as ex-officio member of all committees.
- C.** The duties of the **Secretary** shall be:
1. Keep authentic records of the meetings of the Club and forward to the Newsletter Editor for publication in the monthly newsletter.
 2. Have available at each meeting, a copy of the Constitution and By-Laws.
 3. Call to order and conduct meetings in the absence of the presiding officers.
 4. Supply a copy of the Constitution and By-Laws to each new member.
 5. Distribute the Club newsletter to all members in good standing, to other GTOAA Chapters, to all GTOAA Officers and to others the Secretary deems worthy to receive the newsletter.
- D.** The duties of the **Treasurer** shall be:
1. Act as custodian of all properties of the Club.
 2. Keep the funds of the Club, except petty cash, in a FDIC bank.
 3. Keep an accurate record of receipts and vouchers for each expenditure.
 4. Pay all normal bills, warrants and requisitions approved by an elected Officer and the Treasurer. Any payment requests outside of customary operating expenses or of a questionable nature will be submitted to the President for approval.
 5. To submit an annual, year-end financial statement to be included in the newsletter.
 6. To submit additional financial statements and/or data as requested by the President.
 7. Collect all dues.
 8. File all Incorporation and/or tax returns forms annually.
 9. Maintain the official Club Roster.
- E.** The duties of the **Chapter Representative** shall be:
1. Act as Club representative to all GTOAA functions.
 2. Be the voting representative of this Club at all meetings of the GTOAA.
 3. Report to the Club upon each meeting or correspondence with the GTOAA and provide information to the Club members concerning all actions affecting the structure, status or activities of the GTOAA.
 4. Perform a monthly review of GTOAA membership status of all Gateway GTO members and contact members who's GTOAA membership has expired or is about to expire to encourage them to renew and remind them that GTOAA membership is a condition of membership in Gateway GTO. This will include maintaining the Gateway GTO membership roster and providing that roster to the Club Website Coordinator monthly for posting on the club website.

Section 7. Appointed Positions

- A. The Club President is authorized to appoint General or Associate members to serve in appointed positions. These positions are created by and exist at the pleasure of the Club President/Director in support of the furtherance of club activities and business. Appointed Positions currently established include:
- a. **Club Events Chairman:** This position is responsible for the management of club-sponsored activities as directed by the Club President.
 - b. **Club Charities Chairman:** This position is responsible for the management of all club charity functions and activities as directed by the Club President.
 - c. **Club Newsletter Editor:** This position is responsible for publication of a monthly Club Newsletter, titled “The Hood Scoop”, containing information of interest to the Club and its members as directed by the Club President. Club members are encouraged to supply information for inclusion in the “The Hood Scoop”. Copies of “The Hood Scoop” will be sent to the Club Officers for approval and then distributed by the Club secretary.
 - d. **Club Photo Album Editor:** This position is responsible for the management and maintenance of the Official Club Photo Album/Scrapbook and making it current and available at meetings and Club functions as directed by the Club President. Club members are encouraged to supply information for inclusion in the Club Photo Album.
 - e. **Club Website Administrator:** This position is responsible for the maintenance and management of the club website: www.gatewaygto.org as directed by the Club President.
 - f. **Club Photographer:** This position is responsible for creating a photographic record of club events and activities. Photographs can be used for inclusion in the Club Photo Album/Scrapbook, Newsletter and website as directed by the Club President.

Section 8. Amendments to the By-Laws

- A. Motions to amend these By-Laws are covered in Article X of the Constitution.

JUNE 1984
 REVISED: AUGUST 1993
 REVISED: FEBRUARY 2004
 REVISED: MARCH 2008
 REVISED: FEBRUARY 2009
 REVISED: APRIL 2012
 REVISED: MARCH 2018
 REVISED DECEMBER 2019

GATEWAY GTO ASSOCIATION INC
CONSTITUTION

ARTICLE I
NAME

Section 1. The name of the club shall be: **GATEWAY GTO ASSOCIATION INC**

ARTICLE II
PURPOSE

Section 1. This Club is formed pursuant to the authority granted the board of directors of the GTO Association of America, by the Articles of incorporation of said association, Article III, Section (B).

Section 2. The purpose of this Club shall be to:

- A.** Bring together persons who are interested in Pontiac GTO automobiles or automobiles that depict the image of the Pontiac GTO (ie. GT-37, T-37, Lemans, Tempest, etc.).
- B.** Promote the preservation, enjoyment and restoration of the Pontiac GTO automobiles and to educate and inform public and legislative bodies at all levels of these cars' extraordinary contributions to the world's automotive, social and industrial history by participating in activities that involve the general public.
- C.** Sponsor, sanction and promote automotive events and social activities among members and other enthusiasts.
- D.** Improve and encourage skillful and safe driving habits.

ARTICLE III
MEMBERSHIP

Section 1. Membership in this Club shall be open to anyone with interest in or possession of a Pontiac GTO automobiles or automobiles that depict the image of the Pontiac GTO (ex. GT-37, T-37, Lemans, Tempest).

Section 2. Categories of membership shall be:

- A. **GENERAL MEMBER:** Individual identified on first line of membership application.
- B. **ASSOCIATE MEMBER:** Spouse, girl/boy friend, relative or other individual identified by and associated with a General Member. Only one Associate Member will be allowed per General Member as identified by the General Member on the club application and/or annual membership renewal form.
- C. **HONORARY MEMBER:** Persons or organizations whose interest in, support of, or contribution to the Club warrants such recognition.

Section 3. Acquisition of membership procedures and requirements shall be established in the by-laws.

Section 4. Suspension or revocation of membership shall be in accordance with Section 2 in the by-laws.

Section 5. All new membership applications shall be sent to the Association Board of Directors and Officers for a 5-day review. The Officers may provide the Association Board of Directors inputs and recommendations on the applications. The final acceptance or rejection of the applications shall be by a vote of the Association Board of Directors.

ARTICLE IV **DUES**

Section 1. Dues shall be payable in full before the start of the January business meeting in each calendar year, or at the time the applicant is accepted for membership.

Section 2. The amount of and liability for payment of dues shall be established in the by-laws, Section 3.

Section 3. There shall be no refund of dues as a result of resignation or change in membership category during the current year.

ARTICLE V **MEETINGS**

Section 1. General membership meetings shall be held once a month at a place and time designated by the members and published in the Club newsletter or listed on the club website. Special meetings may be called as needed by the President or a majority of the elected officers. A minimum of 15% of the voting members, including a majority of the elected officers, shall constitute a quorum for the conduct of business. The order and conduct of business at a meeting shall be in accordance with Section 4 of the by-laws.

Section 2. Elected Officer/Director meetings shall be held as deemed necessary by the President. Final decisions of Club business are to be presented at the next Club meeting.

ARTICLE VI **VOTING**

Section 1. All paid General and/or Associate Members in good standing shall be entitled to vote.

ARTICLE VII **DIRECTORS, OFFICERS & ELECTIONS**

Section 1. The Association's Board of directors shall consist of the two immediate past Association presidents, subject to availability, and the current Association president. In the event that either or both of the two immediate past presidents are unavailable to serve as Directors, the Association Officers will appoint Director(s) to those open position(s).

Section 2. The elected officers of the Gateway GTO Association Inc shall be President, Vice President Missouri, Vice President Illinois, Secretary, Treasurer and GTOAA Chapter Representative; each of whom shall be a member in good standing of the GTO Association of America at the time of election. Term of office shall be two years for all officers.

Section 3. A general election of officers shall be held by written ballot after the November business meeting with results announced at the December business meeting/annual Christmas party.

Section 4. No person shall be permitted to be elected to the same office of either President or Vice President for more than two consecutive terms without the permission of the membership.

Section 5. No person shall be permitted to hold more than one elected office concurrently.

Section 6. Only General and Associate Members in good standing shall be qualified to hold an elected office.

Section 7. In the event any elected office is vacated during the year, the remaining elected officers shall appoint another member to temporarily perform the functions of the

vacated office. That member shall remain in that position until such time as a special election can be held to fill the office for the unexpired term.

Section 8. Rules and procedures of nominating and electing the elected officers of the Club shall be established in the by-laws, Section 5.

Section 9. The general duties and responsibilities of the Club officers shall be set forth in the by-laws, Section 6.

ARTICLE VIII **IMPEACHMENT**

Section 1. Motions to impeach an officer of the Club may be made by any member in good standing or presented in writing to the Club officers. Such motions shall be set forth the basis for impeachment.

Section 2. The remaining officers shall constitute an investigating committee and, on investigation, shall present their findings to the members for vote. The officer sought to be impeached shall not take part in the investigation but shall be permitted to respond to the charges.

Section 3. Impeachment of any officer shall require a two-thirds vote of the voting members present at a regular business meeting.

ARTICLE IX **PROPERTY AND FINANCE**

Section 1. All property of the Club shall be in the Club's name.

Section 2. All funds belonging to the Club, except petty cash, shall be deposited in a bank of the Treasurer choice.

Section 3. Disbursement of Club funds for reasons other than normal operating expenses shall only occur upon approval by a majority vote of the voting members at a regular business meeting.

Section 4. Checks and other orders for payment of Club moneys shall be signed by the Treasurer.

Section 5. The Treasurer shall submit a summary of the finances of the Club to the Newsletter Editor for annual publication or as requested by the President.

Section 6. If the Club disbands, the property and assets of the Club shall be disposed of in accordance with the wishes of the majority of the Club members in good standing.

ARTICLE X
BY-LAWS

Section 1. By-Laws shall be established to supplement this Constitution and to provide for the effective operation of the Club's activities.

Section 2. Motions to amend these by-laws shall be submitted in writing to the Elected Club Officers for their consideration and evaluation. Recommended changes to the by-laws shall be presented to all voting members for discussion prior to the voting meeting.

Section 3. A two-thirds majority vote of the voting members present shall be necessary for passage of amendments to these by-laws.

ARTICLE XI
CONSTITUTION

Section 1. Motions to amend this Constitution shall be submitted in writing to the Elected Club Officer for their consideration and evaluation. Recommended changes to the Constitution shall be presented to all voting members for discussion prior to the voting meeting.

Section 2. A two-thirds majority vote of the voting members present shall be necessary for passage of amendments to this Constitution.

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