

# **CONSTITUTION of THE NORTH AMERICAN MGB REGISTER**

## **I. NAME:**

- A. The organization shall be known as The North American MGB Register, hereafter referred to as "The Register".

## **II. OFFICIAL PUBLICATION:**

- A. The "MGB Driver" shall be the official publication of The Register.

## **III. OBJECTIVES:**

- A. To maintain and expand interest in Britain's most popular sports car - the MGB.
- B. To provide a social charter for the mutual enjoyment of driving the MGB by holding local and national meetings and effecting a social interchange of contact between members across North America and Overseas.
- C. To provide through The Register's bimonthly publication, the "MGB Driver", informative technical advice, historical and archival information on all aspects of owning the MGB or a derivative. In addition, sub-groups will be established for the modern MG Midget and the front wheel drive MG's such as the 1100/1300.
- D. To maintain a register of eligible cars indicating history and other relevant details.

# **BY-LAWS of THE NORTH AMERICAN MGB REGISTER**

## **I. ADMINISTRATION:**

- A. The Club Council.
  - 1. The Council will consist of one delegate from each certified chapter and delegates at large elected from each region.
  - 2. The Council shall have the power to:
    - a. Elect the Executive Committee.
    - b. Adapt and amend The Register By-Laws.
    - c. Form guidelines within which the Executive Committee may act.
    - d. Call Special General Meetings.
    - e. Remove from office any or all Executive Committee members with a 2/3 majority vote.

## B. The Executive Committee.

1. The Executive Committee shall have the responsibility for the daily running of The Register.
  - a. The Committee shall consist of not less than four members.
  - b. The Committee will act as the Board of Directors for The Register and shall be empowered to act for the membership in all club matters.
  - c. Committee members will serve on a voluntary basis, without pay, though they are to be reimbursed for out of pocket, club related expenses.
  - d. All Executive Members expenses are to be published and available at the Annual General Meeting.
2. The Executive Committee shall appoint specific non-voting committee members to assist as needed. Said non-voting members shall consist of, but not be limited to: the newsletter editor, model registrars, regional directors, convention director, regalia director and Technical Coordinator.
3. The Executive Committee shall consist of the following members:
  - a. Chairman: The Chairman is responsible for the running of The Register. The Chairman will preside at all committee and council meetings, and has the power to call executive committee and special general meetings as deemed necessary.
  - b. Vice-Chairman: The Vice-Chairman will perform the duties of the Chairman in his absence, and will act as liaison between The Register and it's chapters.
  - c. Secretary: The Secretary will accept membership applications and subscriptions, and will process information relating to new memberships, and membership renewals, Also the Secretary will be responsible for the administration of The Register in terms of correspondence and general interface with individuals outside The Register membership.
  - d. Treasurer: The Treasurer will have charge of all moneys of The Register. The Treasurer will keep an accurate accounting of all expenditures and receipts. The Treasurer shall file all required state and federal tax forms as required by law. Further, the Treasurer will provide the Committee with a statement of Finances bimonthly for publication.

## C. Terms of Office:

1. Members of the Executive Committee shall be elected for a period of 2 years.
2. In order for a member to hold office, they must be a paid up member in good standing and an owner of one of the MG models covered by The Register.
3. One half of the Committee to retire at each Annual General Meeting.
  - a. Chairman and Treasurer to be elected during odd numbered years.
  - b. Vice-Chairman and Secretary to be elected during even numbered years.
4. A retiring Chairman or Vice-Chairman shall be eligible for re-election, but can be elected to no more than five consecutive years in the same office. (2)

5. A retiring Secretary or Treasurer shall be eligible for re-election at the end of each two year term, but can be elected to no more than five consecutive years in the same office. (2)(5)
6. Should a vacancy occur between Annual General Meetings, the remaining Executive Committee members may appoint a temporary replacement to serve until the next Annual General Meeting.

#### D. ELECTIONS (5)

1. Elections:
  - a. Election of Executive officers will be held at the Annual General Meeting in accordance with Section I,C,2 of these by-laws.
2. Ballots:
  - a. Every certified chapter will be mailed a ballot 45 days prior to the election. Said ballot will list all declared candidates for office, space for write-in candidates, and any proposed changes to the Register's Constitution and By-Laws.
  - b. In order to be counted, ballots must be signed by two chapter officers and presented at the Annual General Meeting in person, or mailed to the designated address by the official deadline.
  - c. Official address for the mailing of ballots will be designated to be that of the senior settings Executive Officer not running for office in the current election. This officer will be responsible to insure that all ballots received are held in confidence, and presented at the proper time at the Annual General Meeting.
3. Proxies:
  - a. No proxies will be given, or accepted, on any proposed ballot issue. Certified chapters must present their own signed ballots at the Annual General Meeting, either in person or by return mail before the deadline.
  - b. Proxies will be allowed for non-ballot issues that may arise during the Annual General Meeting. These proxies will be mailed to the Certified Chapters with the ballots. Certified Chapters who are unable to attend the Annual General Meeting may use this proxy to designate a delegate to represent them at the meeting.

## **II. MEMBERSHIP:**

- A. There shall be no restrictions on membership, other than by approval of Executive Committee.

B. There shall be three types of membership.

1. Ordinary Membership: Ordinary membership shall be granted upon receipt of subscription fee and the issuing of a membership card. Membership shall include the subscriber, spouse and all minor children at the same residence. Membership shall be for a period of 12 months from the issuing of the membership card.
2. Honorary Membership: Honorary membership may be granted at the discretion of the Executive Committee to individuals who have made recognizable achievements in the field of MG's. Honorary memberships shall be entitled to all of the rights and privileges of an Ordinary Member.
3. Temporary Membership: Temporary memberships may be established to cover non-members for an individual event, and no other club privileges apply.

C. Subscriptions shall be submitted to The Register Secretary who will issue a membership card and an initial membership packet in the case of new members.

1. Subscription fees may be reviewed at any time by the council and adjusted with a majority vote.
2. Renewal fees not received within 60 days of the renewal date will be regarded as terminated.
3. Payment accepted in US currency, Visa, MasterCard. (3)

D. Members must abide by the rules of The Register and promote the good conduct of The Register as a whole.

1. The Committee may expel any member for conduct which threatens the objectives of The Register, or for endangering the health or well being of other members, or otherwise damaging the reputation of The Register.
2. Any such expulsion may be appealed before the club Council at the next Annual General Meeting.

### **III. CHAPTERS:**

A. The executive Committee shall have the power to form regional chapters of affiliate existing clubs as they feel appropriate.

1. Chapters will be entitled to send a voting delegate to the Annual General Meeting and may host Regional Conventions. The following guidelines shall be used by The Committee to determine the suitability of chapters.
  - a. Chapter should share common goals and purposes with The Register.
  - b. Chapter should have a minimum of eight Register members.
  - c. Chapter officers should be elected by democratic means.
  - d. Chapter should publish a newsletter for their members and provide a copy to The

Register Editor.

- e. Chapter should submit an annual notification to The Register of change of officers and address.
- f. Chapter should provide a copy of their club by-laws to The Register.

B. The Executive Committee reserves the right to expel any chapter for violation of The Register rules or other just cause. Any such expulsion may be appealed before the club Council at the next Annual General Meeting.

#### **IV. FINANCIAL:**

A. The Register income will consist of the following:

- 1. Subscription Fees (dues)
- 2. Regalia Sales
- 3. Donations
- 4. Fund Raising Events
- 5. Advertisements in the "MGB Driver".

B. The Register will incorporate as a non-profit organization.

C. The Treasurer will open a bank account in The Register's name at a convenient location with the Committee's approval.

D. Statement of The Register's accounts may be inspected, with reasonable notice, by any paid up member.

E. The retiring Treasurer must have the statement of accounts approved by the Committee before handing over the office.

#### **V. MEETINGS:**

A. An Annual General Meeting will be held.

- 1. The Annual General Meeting will be held on the Saturday following the 22nd of October each year, at a location designated by the Committee.
- 2. A minimum of 60 days notice of any General Meeting, Annual or Special, must be given in the "MGB Driver".
- 3. Any Register member shall be entitled to attend the Annual General Meeting and, at the Chairman's discretion, may address the meeting on any subject on the agenda for the meeting.

B. Special General Meeting.

1. Special General Meetings may be called by the Chairman of the Executive Committee or by agreement of 25% of the current Council members.
2. Special General Meetings will be called to handle specific issues or other pressing business which cannot wait until the next Annual General Meeting.

C. An Annual Convention will be held.

1. The Committee shall select the time and place for the National Convention.
2. The Committee will designate a Convention Director, who will be empowered to act on The Register's behalf in all matters relating to the convention.
3. Any profits realized from the convention shall be divided as stated in the Convention Guidelines set and approved by the executive. (4)

D. Regional Conventions will be sanctioned where deemed feasible by the Committee.

**VI. GENERAL ITEMS:**

- A. Members may not use The Register's title, logo or act in it's behalf without the agreement of the Committee.
- B. Members organizing any event or facility using The Register's title must notify the Committee and gain approval of that item.

Approved by the Council of the North American MGB Register, October 27, 1991, at the Annual General Meeting.

- (1) Amended on October 1993 at the Annual General Meeting (Terms of Office)
- (2) Amended on October 2001 at the Annual General Meeting (Terms of Office)
- (3) Amended on October 2001 at the Annual General Meeting (Membership)
- (4) Amended on October 2001 at the Annual General Meeting (Meetings)
- (5) Amended on October 2006 at the Annual General Meeting (Terms of Office & Election Processes)