By Laws for Westside Cruisers 11/13/2024

Article I: Name

The name of the Club is **Westside Cruisers** ("the Club").

Article II: Offices

The Club shall maintain an office in the State of Oregon at such place as the Board of Directors may fix by resolution.

Article III: Logo, Club Name, Insignia, etc.

The Club shall have complete ownership and control of any Logo, Name, Insignia, or other items developed for the Club. No other person, persons or groups shall use or profit from the promotion or use of these things without prior approval of this group's membership.

Article IV: Purpose

The purpose of this club shall be to engage in any lawful activities, none of which are for profit. This Club's primary purpose will be;

A. To promote friendship and provide a forum for and technical support to hobbyists who have a strong interest in the preservation and restoration of vehicles,

B. To establish good relations between the Club and community,

C. To provide an opportunity for all members to participate fully in all Club activities, and,

D. The Club will maintain a Non-Political Position at all Club Meetings and Sponsored Events,

E. To promote safe driving, automobile maintenance, and operating techniques.

1. All Club members, friends, and participants of any club meetings, functions, or events must adhere to all rules and regulations required by the State that the vehicle is registered and/or licenses in for All Regular, "Antique", "Special Interest" and "Street rod" vehicles. Furthermore, all vehicles must follow their state's laws for licensing and insurance requirements for the above listed classifications.

2. Certification of an "Antique", "Special Interest", or "Street rod" vehicle sanctioned by an "Established Organization" are subject to the above conditions.

Article V: Membership

A. Classes and Voting: There shall be one class of members of this Club. Each member in good standing shall be entitled to one vote on all matters for which a membership vote is required by the bylaws of the club or presented to the Club by a motion from a member. If a membership application also identifies the spouse, partner or children of the Applicant, these persons will be counted as one member under the Applicant and shall be counted as "one" for establishing a quorum and shall share one vote.

B. Qualifications: A member shall be defined as a person or persons admitted to the Club under one membership application. Membership is open to all persons who have an interest in the preservation and restoration of vehicles. A person shall become a member after submitting an application, and being accepted in good standing. Dues payment shall accompany application submittal, except submittals in October, November and December may have dues collection deferred to January.

C. Marijuana and Drugs: This Club is established as a Marijuana and drug free organization. No Marijuana or illegal drugs are to be present at any Club activities and Members are not to be under the influence of alcohol, Marijuana or illegal drugs at any Club activities.

D. Expulsion: A member may be expelled by the Board of Directors after giving the member at least 15 days written notice of expulsion and reasons. The member shall be given an opportunity to be heard by the Board or its designated agent either orally or in writing at least 5 days prior to the effective date of the expulsion. The written notice of expulsion shall be given by first class or

certified mail sent to the last address of the member shown in the Club's records. The decision of the Board or its designated agent shall be final and shall not be subject to any review or appeal by any court or other persons.

Article VI: Meetings

A. Annual Meeting: There shall be an annual meeting of the members of this club held in November of each year. In addition to any other business before the Club, there shall be an election of five members to serve on the Board of Directors for the next calendar year.

B. Regular Meetings: Monthly meetings of the members of this Club will be held each month during January through November of each year.

C. Special Meetings: Special meetings of the members may be called by the Board of Directors or by petition of no less than 20% of the members by a demand signed, dated and delivered to the club's Secretary. Such demand shall describe the purpose of the meeting.

D. Place, Date and Time of Meetings: The place, date and time of all annual and regular member's meetings shall be established by the Board of Directors. Notice of these meetings shall be given to each member at the last address of record by first class mail, to the member's e-mail address, or included in a Club newsletter at least 7 days before each meeting. Notice of a special meeting shall be given at least 14 days but not more than 30 days prior to the meeting. Each notice shall include the place, date, time and purpose of the meeting.

E. Quorum and Voting: The lesser of fifteen (15) members or 15% of the total membership must be present to establish a quorum. Action is taken by an affirmative vote of a majority of members present. There shall be no voting by proxy.

Article VII: Board of Directors

A. The affairs of the Club shall be managed by a Board of Directors consisting of five members elected by the Membership.

B. The Board shall consist of a Club President, Vice-President, Secretary, Treasurer, and Sergeant at Arms. Board nominations shall be received at the monthly meeting in October.

C. The term of office shall be from January through December of the year following the Annual Meeting in November, or until a successor has been elected and qualified, whichever is later.

D. Any and all Board members may be removed, with or without cause, by a vote of a majority of the members present at a meeting called with proper notice.

E. Vacancies on the Board of Directors created by the premature departure of a member of the Board will be filled by a majority vote of the remaining Board members within 30 days, assuring the member chosen is willing and able to assume the responsibilities of the directorship for the remainder of the term of office.

F. A quorum shall be three Board members in office before the meeting begins and each Board member shall have one vote. An action may be taken with the affirmative vote of a majority of the Board members present. Where the law requires the affirmative vote of a majority of directors in office to amend the Articles of Incorporation, to sell assets not in the regular course of business, to merge, or to dissolve, such action is to be taken by that majority as required by law.

G. Regular meeting of the Board of Directors shall be held each month prior to the regular monthly Club meetings and prior to the Annual Meeting of the Club. Such meetings shall be held at the time and place determined by the Board, with all Board members given adequate notice. The purpose shall include, but not be limited to, planning and approving the final agenda for the regular or annual meeting of the Club.

H. Special meetings of the Board shall be held as determined necessary by the Board. Notice for a Special meeting shall be with at least 2 days prior to the special meeting, unless all Board members agree to waive this requirement. The Notice shall include the date, time, place and purpose of the meeting and may be delivered personally, by telephone, e-mail, or mail.

I. Any regular or special meeting of the Board may be held by telephone or other method, as long as all Board members can hear and respond to each other.

J. Any action required by law to be taken at a meeting of the Board, or any other action which may normally be taken at a Board meeting, may be taken without a meeting if a consent in writing, setting forth the action to be taken, or actually take, is signed by all Board members.

Article VIII: Duties of Officers of the Board of Directors

A. President – The President shall:

1. be the executive officer of the Club;
2. preside at all meetings of members, and subject to the control of the Board of Directors,
3. have responsibility for the general management of the Club;
4. assure all orders and resolutions of the Board of Directors are carried into effect;
5. also have other powers and duties as may be prescribed by the Board of Directors.

B. Vice-President – The Vice-President shall:

1. perform the duties of the President in the event of the President's absence, inability, or refusal to act, conflict of interest or other situations where the President is unable to fulfill his or her duties;
2. be responsible for assuring programs for the monthly or annual Club meeting are established and any guest speakers at such meetings are introduced, and;
3. perform other duties which may be assigned by the President or Board of Directors.

C. Secretary – The Secretary shall:

1. keep minutes of the Club meetings in a book or books provided for that purpose;
2. ensure notices of meetings are properly given;
3. keep a register of the addresses and phone numbers of the Members of the Club;
4. prepare a summary of the minutes of each Club meeting for presenting at the following meeting;
5. perform other duties which may be assigned by the President or the Board of Directors.

D. Treasurer – The Treasurer shall:

1. have responsibility for all funds and securities of the Club;
2. give and maintain receipts for all funds received;
3. deposit all monies and other valuable effects in the name and to the credit of the Club in such depositories as may be designated by the Board of Directors;

4. disburse funds only after approval by the Board of Directors;

5. prepare an accurate financial report and present it to the members at regular meetings;

6. prepare a year-end financial statement of the Club and present these to the newly elected Treasurer for presentation to the Board of Directors at their February meeting and which shall be presented to the members of the Club and their next scheduled meeting;

7. perform other duties incident to the office of Treasurer and other duties which may be assigned by the President or the Board of Directors.

E. Sergeant at Arms – The Sergeant at Arms shall;

1. be responsible for security and transportation matters for the Club,

2. be responsible for handling medical emergencies during Club activities; and

3. perform other duties incident to the office of Sergeant at Arms and other duties which may be assigned by the President or the Board of Directors.

F. Activities Director - The Activities Director shall;

1. be responsible for setting up, announcing, and preparing and publishing on the Club web site a monthly list of all Club activities outside of regular meetings

2. work with the Board of Directors and members to plan events, tours, cruises, and dinners of interest to the Club;

3. be prepared to work with the Club Tour Director who will lead all Club events, tours, cruises, and dinners planned

4. Perform other duties incidental to the office of Activities Director and other duties which may be assigned by the President or Board of Directors.

G. Tour Director - The Tour Director shall;

1. work with the Activities Director as needed to set meeting locations, start and end times for the events;

2. be prepared to lead or arrange for a leader of all club activities;

3. prepare any maps and / or directions needed for the activity and

4. perform other duties incident to the office of Tour Director and other duties which may be assigned by the President or the Board of Directors

Article IX: Committees

A. The Board of Directors or the Members of the Club may establish various committees to aid in the smooth running of the Club.

B. A committee may only exercise any power or authority specifically given it by the Board of Directors or the Members of the Club by a majority vote. The Board of Directors may restrict any committee's power or authority as it deems necessary or prudent.

C. A quorum of a committee shall be a majority of the members of that committee as determined immediately before the committee meeting begins. Action is taken by an affirmative vote of a majority of the members present.

D. Members of a committee shall be replaced as desired by the members of the committee, by the Board of Directors, or by a vote of the members of the Club.

E. A committee shall be dissolved once the objective of the committee has been accomplished, or by an action taken by the Board of Directors or by a vote of the members of the Club at a scheduled meeting.

The Official Club Mailing Address is: Westside Cruisers Car Club - P.O. Box 7303 - Aloha, OR 97007-7303

The Official Club Web Site Address is: www.westsidecruisers.org

By Laws for Westside Cruisers Car Club Amended:

January 14, 2019 by a majority vote of the membership at the regular meeting of the Club the following items were Amended:

Article VI: Meetings Items - A & B, Article VII: Board of Directors Items - A & B, Article VIII: Duties of Officers of the Board of Directors Items - F & G

By Laws for Westside Cruisers Car Club Amended:

January 14, 2019 by a majority vote of the membership at the regular meeting of the Club the following items were Amended:

Article IV: Purpose, Sections: C,D and E, Article V: Membership, Section: C.

By Laws for Westside Cruisers Car Club Amended:

March 11, 2024 by a majority vote of the membership at the regular meeting of the Club the following items were Amended:

Article V: Membership, Section: C,

By Laws for Westside Cruisers Car Club Amended:

November 13, 2024 by a majority vote of the membership at the regular meeting of the Club the following items were Amended:

Article V: Membership, Section: B,

Article VI: Meetings, Section: A,

Article VII: Board of Directors, Section: B,C