

**ARTICLES OF INCORPORATION
OF
THE MUSTANG OWNERS CLUB OF SOUTHEASTERN MICHIGAN, INC.
(MOCSEM)**

These articles of incorporation are acknowledged by the founders for the purpose of forming a non-profit Organization.

**ARTICLE 1
NAME**

The name of this organization is the Mustang Owners Club of Southeastern Michigan, Inc. hereinafter known as "MOCSEM".

**ARTICLE 2
AIMS AND PURPOSES**

The aims and purposes of MOCSEM are as follows:

1. To research, restore, preserve and operate all generations of the Ford Mustang -- past, present, and future.
2. To foster and cultivate family, social, educational, and business relations with its members and the general public.
3. To provide a means for an exchange of ideas, rendering mutual assistance, and providing helpful vocational advice and guidance not only to our membership but to all parties who request said advice.
4. To encourage amongst our members closer personal acquaintances and a friendly spirit of cooperation.
5. To assist in any matters pertaining to the welfare of the members and to inspire a sense of responsibility.
6. To ensure that technical skills and knowledge are accessible and passed on to future members.
7. To actively support community charities and make charitable donations as funds allow.
8. To obey the laws, rules, or restrictions of any location where a club function is held. Members and/or violators may be expelled from the organization and/or all future MOCSEM sponsored events.

Amended 12 February 2008

**ARTICLE 3
CLUB LOCATION**

The location of MOCSEM is in the County of Wayne, State of Michigan.
Address of MOCSEM is: **MOCSEM, P.O. Box 39088, Redford, MI 48239.**

BY-LAWS OF THE MUSTANG OWNERS CLUB OF SOUTHEASTERN MICHIGAN

**ARTICLE 1
INCORPORATION and NAME**

Section 1. The name of the organization is the Mustang Owners Club of Southeastern Michigan, Inc., incorporated as a nonprofit organization, hereinafter referred to as "MOCSEM". Its general purpose shall be to preserve and authentically maintain Mustang and Shelby motor cars of the years 1964 ½ through current production inclusive, and to serve as a source of information concerning these automobiles for the benefit of its members and the general public.

Section 2. The corporation emblem of MOCSEM shall consist of a line drawing of a 1965 Mustang with the word "MUSTANG" in the form of a running horse under the line drawing, with the words "Owners Club of Southeastern Michigan" shown under the running horse.

Section 3. The MOCSEM emblem is the official emblem and property of the Mustang Owners Club of Southeastern Michigan, Inc. and can be used and displayed by any MOCSEM member in good standing for non-commercial use.

Section 4. The official publication of MOCSEM shall be known as "**The Accelerator.**" No articles may be reprinted or reproduced without written permission of the Editor.

ARTICLE 2 FISCAL YEAR

Section 1. MOCSEM shall operate on a fiscal year basis. The fiscal year shall begin 1 January and end on 31 December of each calendar year.

ARTICLE 3 CORPORATE POWER

Section 1. The corporate powers of MOCSEM shall be vested in the ten (10) duly elected officers who shall be active members in good standing. Each Officer will perform his/her duties as outlined in **Article 8** of these By-Laws. Six (6) officers shall constitute a quorum for the transaction of MOCSEM business. When the Officers meet as a group they will be known as the Board of Directors.

Section 2. MOCSEM is a 501-C-3 charitable organization. The MOCSEM tax exemption number as shown on our papers of incorporation as an exempt entity is: 38-2248080.

ARTICLE 4 MEMBERS and DUES

Section 1. MOCSEM shall be open to any person of good character, 18 years of age or older, who owns or is interested in Mustangs from 1964 ½ through current production inclusive. Any person desiring membership in this Organization shall submit an application to the Membership Chairperson.

Section 2: Each application covers the applicant plus one additional person, 18 years of age or older, named on the application that resides at the same address. Only one membership number is issued per application.

Section 3. The Membership of MOCSEM shall be of the following classifications: **GENERAL & LIFETIME MEMBERS.**

Section 4. General Member - Any person of good character and an active member in good standing whose membership dues are current.

Section 5. Lifetime Member – The Board of Directors, Officers of MOCSEM, may elect any member of MOCSEM to be a Lifetime Member of the organization. Lifetime Members will be voted on by the Board of Directors based upon nominations from the Officers or the General Membership. Although the rules for a Lifetime Member may vary, the criteria should include one of the following:

- A. Significant contribution to MOCSEM.
- B. Significant contribution to the preservation of Ford Mustangs.

Section 6. Dues – The annual dues for Active members, as set by the Board of Directors, shall be paid yearly. A membership card denoting membership and expiration date shall be issued by the Membership Chairperson.

A. Any member whose dues are not paid by their expiration date shall be declared delinquent, but may attend meetings and affairs. Delinquent members are not eligible for club-sponsored benefits. If a member is delinquent for more than 30 days, they shall be dropped from the membership.

B. Any member in good standing who volunteers or is called upon to enter the Armed Forces of the United States of America, shall be exempt from paying dues for the period of his/her term of service in the Armed Forces.

ARTICLE 5 NOMINATIONS

Section 1. No later than the regular September Board of Directors meeting of each year, the Board shall appoint, from the general membership, a Nominating Committee Chairperson and two (2) members in good standing to serve as the Nominations and Elections Committee.

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Section 2. The Nominations and Elections Committee shall accept nominations from the general membership for the Offices of: President, Vice President, Secretary, Treasurer, Membership Chairperson, Trustee, MCA Representative, Social Director, Merchandise Chairperson, and Editor during the September and October General Membership meetings. The nominations shall be recorded and published in the MOCSEM newsletter "The Accelerator."

ARTICLE 6 ELECTIONS

Section 1. The annual general elections for the Officers shall take place during the month of November.

Section 2. The General Membership of MOCSEM shall elect ten (10) Officers to facilitate the day to day operations of the club which will consist of: President, Vice President, Secretary, Treasurer, Membership Chairperson, Trustee, MCA Representative, Social Director, Merchandise Chairperson and Editor.

Section 3. A valid membership is defined as: a person in good standing whose membership dues are paid as of the October General Membership meeting.

Section 4. Voting ballots will be mailed to all members listed on the October active membership roster. If the membership covers 2 people that reside at the same address, then two (2) ballots will be mailed. The ballots must be received no later than the 15th of November in the return envelope that was mailed by the Election Committee.

Section 5. All members that agree to be on the Nominations and Elections Committee must understand that there will be travel involved to perform the required duties. The following steps must be performed by the committee for any MOCSEM election:

- A. The Committee will prepare the ballots for mailing and set a date and time to collect and count the votes.
- B. Votes must be collected and counted by the 22nd of November
- C. At least two (2) Committee members shall be present to collect the ballots from the P.O. box.
- D. All three (3) Committee members must be present to OPEN the ballots and COUNT the votes.
- E. The Nominating Committee Chairperson should then record the ballots and proceed to e-mail the Editor with the results to be published in "The Accelerator."
- F. The Chairperson shall announce the recorded results to the membership at the December general meeting.

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Section 6. If no Board positions are contested, then the Nominating Committee Chairperson shall state to the membership that the Board of Directors for the upcoming year is an uncontested and voluntary Board. Therefore, no ballots will be mailed to the membership.

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ARTICLE 7
OFFICERS of the MUSTANG OWNERS CLUB of SOUTHEASTERN MICHIGAN, INC.

Section 1. The new Officers shall begin their term of office on 1 January of each year.

Section 2. The term of office shall be for one year.

Section 3. If any Officer decides to resign from his/her position on the Board for any reason, he/she may only return to serve on the Board that year subject to Board approval.

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Section 4. In the event that a duly elected Officer's position is vacated, that office may remain unoccupied at the discretion of the remaining Board of Directors.

Section 5. The Board of Directors may assign the duties of an unoccupied office to another Board member to facilitate the operations of the club. Assignment of these duties should fall within the scope of the assignee's position.

Section 6. If a new position or replacement for an Officer is warranted, the Board of Directors may appoint a member in good standing until the next general election. The position will then be voted upon by the general membership in the next general election.

Section 7. No Officer shall commit MOCSEM monies to any unauthorized expenses without prior approval of the Board of Directors as a whole.

ARTICLE 8
DUTIES OF THE OFFICERS

Section 1. The duties of the Officers shall be to inventory, care for, and safely store the Club property and equipment; tend to the interests of the organization; and determine policies for the conduct of its affairs. The new Board shall review, approve, and sign the By-Laws at the January Board meeting. The Editor shall make copies for all Board Members to be available at the first general membership meeting of the New Year.

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Section 2. The Board of Directors shall meet at least once a month. The regular meeting of the Board shall be held on the first Tuesday of each month. The time, place, and purpose of the next Board meeting shall be determined by the Board and shall be made known to the members in advance. All members in good standing may bring an issue before the Board in two (2) ways: a) in writing/e-mail or b) in person at a Board meeting.

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Section 3. President

- A. Corporate head of the Mustang Owners Club of Southeastern Michigan, Inc. and shall preside at all meetings of the organization and the Board of Directors.
- B. Official representative of MOCSEM.
- C. Responsible for keeping the master copy of MOCSEM By-laws.

- D. Submits monthly column for publication in “The Accelerator.”

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Section 4. Vice President

- A. Assist President and Board of Directors as needed.
- B. Fills in for President during his absence.
- C. The Chairperson of the Mustang Memories Annual Car Show and may at his discretion appoint a member(s) in good standing to assist him with the event.
- D. Responsible for keeping a copy of MOCSEM By-laws.
- E. Required to submit four (4) articles per year for publication in “The Accelerator.”

Section 5. Secretary

- A. Keeps minutes of Board of Directors and General Membership meetings.
- B. Supplies information to general membership as necessary.
- C. Responsible for club correspondence as necessary.
- D. Responsible for keeping a copy of MOCSEM By-laws.
- E. Submit the general membership meeting minutes for publication in “The Accelerator.”
- F. Submit Board meeting minutes to fellow Board members for approval by the next general membership meeting.
- G. Submit Board meeting minutes for publication in “The Accelerator.”

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Section 6. Treasurer

- A. Responsible for collection and administration of MOCSEM monies and financial affairs at MOCSEM functions including car shows and swap meets.
- B. Pay bills on a timely basis as directed by the Board.
- C. Reports monthly to the Board of Directors and general membership on the current financial state of MOCSEM.
- D. Responsible for retaining up-to-date corporate liability insurance.
- E. Responsible for maintaining MOCSEM 501-C-3 tax exempt status.
- F. Responsible for keeping a copy of MOCSEM By-laws.
- G. Required to submit two (2) articles per year for publication in “The Accelerator.”

Section 7. Membership Chairperson

- A. Receives applications for membership in MOCSEM.
- B. Processes applications on a timely basis.
- C. Provides membership mailing information for distribution of “The Accelerator.”
- D. Notifies members one month in advance of membership expiration.
- E. Supplies the Treasurer with all money collected from membership dues.
- F. Responsible for keeping updated mailing list and labels.
- G. Responsible for keeping a copy of MOCSEM By-laws.
- H. Required to submit one (1) article per year for publication in “The Accelerator.”

Section 8. Trustee

- A. Introduces the Officers to new members as required.
- B. Responsible for club sponsored swap meets.
- C. Maintains and ensures communication with club vendors.
- D. Responsible for keeping a copy of MOCSEM By-laws.
- E. Required to submit two (2) articles per year for publication in “The Accelerator.”

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Section 9. MCA Representative

- A. Responsible for any and all correspondence with the MCA.
- B. Reports to membership on MCA business.
- C. Must submit names of the new Officers and club roster annually.
- D. Assists club members in becoming MCA members.
- E. Responsible for keeping a copy of MOCSEM By-laws.
- F. Required to submit two (2) articles per year for publication in "The Accelerator."

Section 10. Social Director

- A. Responsible for booking the general meeting location.
- B. Required to submit details on upcoming activities to Board for approval.
- C. Responsible for informing general membership of upcoming activities.
- D. Goal is to establish some type of activity for all members each month.
- E. Responsible for keeping a copy of MOCSEM By-laws.
- F. Submit Calendar of events to Editor for publication in "The Accelerator."

Section 11. Merchandise Chairperson

- A. Responsible for maintaining inventory on all club merchandise.
- B. Responsible for storage of club merchandise.
- C. Reports to the Board concerning sales of club merchandise.
- D. Sells club merchandise at general membership meetings and certain MOCSEM functions.
- E. Researches possible new merchandise for club members.
- F. Responsible for keeping a copy of MOCSEM By-laws.

Section 12. Editor

- A. Publishes the club newsletter known as "The Accelerator" on a monthly basis.
- B. Ensures the mailing of the newsletter to all current members as supplied by the membership chairperson.
- C. Coordinates with Board of Directors on reports and articles to be used each month in "The Accelerator."
- D. Maintains the archives of "The Accelerator" in both paper and electronic format.
- E. Responsible for printed club materials such as tickets, ballots, etc.
- F. Responsible for keeping a copy of MOCSEM By-laws.
- G. Must have Board approval before printing of "The Accelerator" to ensure no changes or error corrections need to be made.

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ARTICLE 9 MEETINGS

Section 1. The MOCSEM general membership meeting shall be held on the second (2nd) Tuesday of each month at a prearranged location accessible to the majority of the membership.

Section 2. The date, time, and location of the monthly membership meetings shall be published in "The Accelerator."

ARTICLE 10 AMMENDMENTS TO BY-LAWS

Section 1. The By-Laws of MOCSEM may be amended in the following manner:

A. Any General or Life member shall file, in writing, with the Secretary, any proposed changes or amendments. The Secretary shall submit, in writing, the proposed change(s) to the Board of Directors at the next Board Meeting. The Board shall then discuss the proposed change(s). After due and thorough consideration, the Board shall vote on the change(s). If the Board rejects the change(s), the issuing member shall be notified, in writing, that the change(s) has/have been rejected. If the

Board accepts the change(s), said change(s) shall be presented at the next general membership meeting. The floor shall be open for discussion. The general membership present shall vote by show of hands to accept or reject the change(s). The results shall be printed in the next issue of "The Accelerator."

Section 2. Any Board member may be appointed to update all By-Laws changes. The amendment change date shall appear at the bottom of the Article Number and Section in the following manner: (Amended day / month / year).

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**MUSTANG OWNERS CLUB OF SOUTHEASTERN MICHIGAN BY-LAWS
AS OF THE DATE INDICATED, THESE BY-LAWS HAVE BEEN REFORMATTED, AMENDED, REVIEWED,
AND APPROVED BY THE BOARD OF DIRECTORS IN ACCORDANCE WITH ARTICLE 8, SECTION 1**

Mike Rey – President

Ken Janus – Vice President

Kathy Holcomb – Secretary

Rich Kocan – Treasurer

Bill Barnes – Membership Chairperson

Gary Kohn – Trustee

Mike Sove – MCA Representative

April Zygmunt – Social Director

Tracey Rey – Merchandise Chairperson

Craig Zygmunt – Editor