

Bylaws of the Early Day Gas Engine and Tractor Association Branch 245

ARTICLE I - NAME

Early Day Gas Engine and Tractor Association (EDGETA), Branch 245 (formerly Branch 20) is a nonprofit organization (incorporated in the State of Washington in 1976).

ARTICLE II - PURPOSE

To promote collection, restoration, preservation, and exhibition of gasoline and oil engines, gas and steam tractors, power driven machinery, and other equipment of historical value. And further, to promote the fellowship of those with common interests.

ARTICLE III - MEMBERSHIP

Section 1. Members:

- a. Eligibility for membership is unrestricted.
- b. The rights, privileges, and interests of each member will be equal.
- c. A member in good standing is one whose dues are current, is listed on the Branch Membership Roster, and has a valid membership card.
- d. The period of membership will be for one year, beginning on April 15, with the exception being a member joining a branch after April 15. Such member will be a member until the end of that membership period.
- e. Membership will be for individuals only.
- f. All members will participate in the Association Liability Insurance Program.

Section 2. New Members:

- a. New member's dues are due and payable to the treasurer within thirty (30) days of such member joining the branch.

ARTICLE IV - Directors/Officers/Board Members/Show Coordinator

Section 1. Directors:

- a. The Board of Directors will consist of the President, Vice President, Secretary, Treasurer, and three at-large Board Members
- b. Directors will be elected at the Annual Meeting by a majority voting, either in person or by proxy.
- c. Any member in good standing may have their name placed in nomination for a Board Member position.

Section 2. Officers and Duties:

- a. The officers are President, Vice President, Secretary, Treasurer, three (3) at-large Board Members, Safety Officer and Newsletter Editor. Their duties are as follows:
 1. President
 - a. The President will preside over meetings in alliance with Roberts Rules of Order to maintain structure and fairness for the club's members, in keeping with the club's best interest.
 - b. The President will appoint a replacement to any vacated Office or Director's position
 - c. The President will be an ex officio member of committees and may appoint committee chairmen for the bi annual auditing, the club's annual swap meet, annual show, membership drives, club sponsored events, club fund raisers, charity events or scholarship programs.
 2. Vice President
 - a. The Vice President will stand in the place of the President during his/her absence; he/she must be well versed on club policy and current issues and act in keeping with the club's best interest.
 3. Secretary
 - a. The Secretary records meeting minutes, reads and/or delegates the reading of minutes to the assembly and provides minutes for distribution to the membership via the newsletter editor.
 4. Treasurer
 - a. The Treasurer handles the club's funds, keeps a membership roster, pays bills, and reports to the assembly a general account of the club's finances.

- b. The Treasurer is subject to bi-annual audits in March and October of each calendar year. The auditors having certified to its correctness, submit their report, and the chair puts the question on adopting it, which has the effect of approving the treasurer's report, and relieving him from responsibility in case of loss of vouchers, except in case of fraud.
- 5. Board Member
 - a. Board Member is subordinate to the membership that has appointed him/her, with their duties and authority. May attend regular meetings and special sessions when necessary. The Board Members shall report annually on club activities and share their ideas for the future of the club.
- 6. Safety Officer
 - a. Club Safety Officer meets with Show Committee Leaders to ensure safety guidelines are followed and to help prevent accidents.
- 7. Newsletter Editor
 - a. The Newsletter editor collects club member news, events, photos, advertising and other pertinent information, then creates and distributes a newsletter quarterly to the club's members.
- b. The Members will elect the Officers by ballot.
- c. The election of Officers will take place at the annual meeting held in January. Following election, the Officers will immediately take office. The exception is the Treasurer, for which there is to be a thirty (30) day transition period.
- d. Officers will serve a term of one (2) years, and/or until their successors are elected.
- e. The Board of Directors will fill a vacated Officer position, by ballot, from within the Board of Directors. Officers so elected will serve only the unexpired term of such office.
- f. The number of terms the Officers may serve is unlimited.

Section 3. Show Coordinator:

- a. The Board of Directors may appoint a Show Coordinator as deemed necessary, or allow the membership to vote from a pool of interested parties.

Section 4. Removal of Director:

- a. Directors may be removed from office for cause, either by a majority vote of the branch, or by a 2/3 vote of the Board of Directors, whenever in their judgment the best interest of the Branch will be served thereby.

Section 5. Removal of Officer:

- a. Officers may be removed from the position held, by a 2/3 vote of the Board of Directors, when in their judgment the best interests of the Branch will be served thereby.

Section 6. Removal of Show Coordinator:

- a. Show Coordinator may be removed from the position held by a 2/3 vote of the Board of Directors when, in their judgment, the best interests of the Branch will be served thereby.

Section 7. Fiscal Management:

- a. The Board of Directors will approve expenditures.
- b. The Treasurer will deposit the Branch funds in a convenient bank.
- c. Checks for disbursement of normal operating expenses will be approved by the President or Vice President and signed by the Treasurer and must be a member in good standing.
- d. The Treasurer will prepare an Annual Financial Report and provide a copy of the report to the Board of Directors as soon as prepared, not later than thirty (30) days prior to the Annual Meeting. The Treasurer's records will be audited on a biannual basis (March and October) by an independent committee made up of members in good standing.

Section 8. General:

- a. The Board of Directors may set policy pertaining to the operation of the Branch that is not covered by these Bylaws.
- b. The Board of Directors may appoint a Chairperson to lead committees and boards as required.
- c. No Director, Officer, Show Coordinator, Advisor, or Member will enter into any contract or cause any work to be done for the Branch without prior approval by the Board of Directors.

ARTICLE V - MEETINGS

Section 1. Annual Meeting:

- a. The Annual Meeting will be held in January or at a later date with concurrence of all Directors.

- b. Directors and Officers are required to attend. The President may excuse absentees for cause.

Section 2. Special Meeting:

- a. Special Meetings may be called by the President, or by a petition of two-thirds of the membership.
- b. The Treasurer, Secretary, and/or Newsletter Editor will provide a Notice to each member not later than fifteen (15) days prior to such meeting. The Notice will state the time, location, and purpose of the meeting.
- c. No business, other than stated in the Notice, may be transacted at a Special Meeting.
- d. Directors and Officers are required to attend. The President may excuse absentees for cause.

Section 4. Board of Directors Meeting:

- a. A quorum for a Board of Directors Meeting will be five (5).
- b. Board of Directors Meetings may be called by the President, or by a majority of the Board of Directors, at such times as the necessity may arise.
- c. The Secretary, Treasurer and/or Newsletter Editor will provide a Notice not less than five (5) days prior to such meeting. The Notice will state the time, location, and purpose of the meeting.
- d. Directors or Officers will advise the President when they cannot attend. Directors and Officers may be excused by the President for cause.
- e. Directors absent will have proxy vote privileges.
- f. Board of Directors Meetings may be conducted via telephone conference call.

ARTICLE VI - DUES AND INSURANCE

Section 1. Annual Dues and Insurance:

- a. Annual dues may be changed only by a vote of the members at the Annual Meeting, or at a Special Meeting called for that purpose.
- b. Dues will be the same for all members.
- c. EDGE&TA will provide liability insurance coverage to the members.

Section 2. Payment of Dues:

- a. Dues are payable to the Treasurer.

- b. Annual dues should be to the Treasurer no later than March 15 for the forthcoming year. With the payment of the annual dues the branch will submit a current Branch Membership Roster and a list of branch officers and directors to the Secretary/Treasurer of EDGE&TA.

ARTICLE VII - BRANCH RESPONSIBILITIES TO THE NATIONAL EDGE&TA

Section 1: Branches:

- a. The terms used herein referring to Branch Officers, President, Contact Person, etc., are not meant to imply the branches must establish such titles. However, branches must maintain an administrative core of personnel responsible for communicating with the National EDGE&TA Secretary/Treasurer, Directors, Officers as is necessary to establish membership and maintain the Branch and its members in good standing.
- b. Branches may be organized in any locality, elect their own officers, and conduct the business of their branch as they see fit, providing it does not conflict with these Bylaws and Constitution of the Early Day Gas Engine and Tractor Association, Inc.
- c. Branches will maintain a Branch Membership Roster listing the names, addresses and telephone numbers of all branch officers and members. The roster may be a computer generated listing.
- d. Branches will comply with the current published EDGE&TA Safety Rules.
- e. Each branch will have a designated Branch Safety Officer or other Branch Official so designated.

Section 2. Branch Officers:

- a. Branch Officers and Directors must be EDGE&TA members in good standing.
- b. Branches will send the name, address, telephone number, fax number, and e-mail address of each Branch Officer and Director to the Secretary/Treasurer within ten (10) days of such Officer and Director taking office. This/her may also be accomplished via a form found on the National EDGETA website.

Section 3. Branch Contact Person:

- a. Branches will establish a Branch Contact Person. The branch will send the name, address, phone number, fax number and e-mail address of the Branch Contact Person to the Secretary/Treasurer. This/her person will receive all future correspondence from the Secretary/Treasurer. This/her may also be accomplished via a form found on the National EDGETA website.

Section 4. Branch Events:

- a. Branches hosting an Annual or Regional Meeting will coordinate with the designated Director or Advisor to establish a place for such meetings.

- b. Branches hosting the National Show will coordinate with the President and the designated Director to establish a location for the Directors, Officers, Show Coordinator, and Advisors to promote the Association.

ARTICLE VIII - SAFETY

Section 1. Safety Requirements:

- a. EDGE&TA Branch 245 shall mirror the safety standards as set forth and updated by the Early Day Gas Engine and Tractor Association's parent body. In-depth details of these requirements are available on the EDGE&TA website at www.edgeta.org. Copies of these Safety Rules will be made available to all branch members and copies will be available at all club events
- b. The branch Safety Officer, Branch President, branch Vice President, EDGE&TA safety officers, and EDGE&TA insurance advisors are authorized to shutdown anyone for unsafe operation.
- c. Anyone exhibiting or participating at any EDGE&TA event MUST be a member of an EDGE&TA Branch.
- d. We may implement additional safety requirements and/or policies provided they meet or exceed the requirements of the current published EDGE&TA Safety Requirements.

ARTICLE IX - PARLIAMENTARY AUTHORITY

- a. The parliamentary procedures in Robert's Rules of Order, The Modern Edition, will govern in all cases unless otherwise stated in these Constitution and Bylaws.

ARTICLE X - AMENDMENTS

- a. The Board of Directors will adopt the initial bylaws of the Branch.
- b. Thereafter, bylaws may be adopted either by the members or the Board of Directors, but no bylaw adopted by the members will be amended or repealed by the directors, unless the members will have conferred such authority upon the directors.
- c. Bylaws adopted by the board of directors will be subject to amendment or repeal by the members as well as by the directors.