



Article I: Name and Purpose

Section 1: Name and Logo

- A. The name of this association shall be the “American Motors Owners Association, Incorporated,” hereinafter referred to as “AMO” or “the association.”
- B. The official logo of AMO shall be a blue circle with the letters “AMO” in blue in the center, and “American Motors” above the letters curved along the circle and “Owners Association” below the letters curved along the circle, in red. A correct facsimile is in the upper right hand corner of this document.
- C. Under no circumstances shall any individual, organization, or corporation use the name, logo, or other representations of AMO without prior written permission from the Board of Directors. Any member in good standing may, however, display said representation as a demonstration of his/her affiliation with AMO.
- D. Only official chapters of AMO shall be allowed to display any AMO representation which may be interpreted as a legal facsimile in their publications and/or course of normal business.

Section 2: Purpose

- A. AMO shall exist expressly for the purpose of aiding and encouraging the use, enjoyment, preservation, and/or restoration of all American Motors produced vehicles beginning with the 1958 model year and ending with the 1988 model year. Said purpose shall also apply to American Motors affiliates such as Jeep and Renault built by AMC in North America.
- B. AMO shall endeavor to increase communication and fellowship among those who demonstrate a bona fide interest in the above mentioned vehicles.
- C. In order to perpetuate these goals, AMO shall support and encourage the development of chapters throughout the world.

Article II: Membership and Dues

Section 1: Membership

- A. AMO is a world-wide association and membership in said association is open to all persons who demonstrate a bona fide interest in the purpose and goals of the association.
- B. An application shall be deemed as accepted upon receipt of the completed membership application and full payment of dues to the AMO Membership Director, as levied by the AMO Board of Directors.
- C. Married persons may apply for membership jointly. In such a case, only one set of dues shall be required, granting both partners voting privileges.

- D. Any member in good standing shall have all of the rights and privileges of said status to include voting rights and the right to run for office.
- E. Any member may resign his/her membership status at any time by notifying the AMO Membership Director in writing. Such action shall result in a forfeiture of all dues previously paid.
- F. Honorary memberships may be bestowed upon any individual or organization for meritorious contributory accomplishments. Such memberships shall be issued with a simple majority vote of the Board of Directors. Such memberships shall include all of the rights and privileges of any member in good standing. An honorary member shall not be required to pay any dues.
- G. The Board of Directors may expel or suspend any member whose conduct is, in their judgment, detrimental to the purpose, goals, and/or direction of the association. The Chairman of the Board shall initiate this action through a letter to the Board of Directors explaining the situation and pending action, requesting input and direction. Based upon the input of the Board of Directors, action shall be taken as determined by the largest number of responses. The Chairman of the Board shall then be responsible for informing the individual of the charges and the action taken.
- H. The membership roster, mailing list, and all other membership information is the official property of AMO. No other club, organization, or other entity may use these materials without the written permission of both the President and the Board of Directors. Any member supplying such information to any other club, organization, or other entity for the purpose of their aggrandizement, shall be subject to immediate expulsion by a simple majority vote of the Board of Directors.

Section 2: Dues

- A. Dues shall be set by the Board of Directors. Dues shall be uniform in cost except where postage costs are excessive, wherein a surcharge shall be levied in order to maintain parity.
- B. Any member who falls more than sixty (60) days delinquent in the renewal of his/her membership dues shall be placed in "expired member" status and no longer receive newsletters or other mailings.

Article III: Conventions and Meetings

Section 1: Conventions

- A. An annual national convention shall take place as determined by the Board of Directors. Such responsibility shall include determining the time and place of said convention. Notification of same shall be accomplished through the association's official periodical no less than two (2) issues prior to the convention date or no less than four (4) months prior to the convention date if any other notification method is used.
- B. Activities at the annual national convention shall be determined through the joint effort of the club officers, the Board of Directors, the Manager of Sanctioned Events, and those committees deemed necessary by the Board of Directors.
- C. Regional conventions may be scheduled at the discretion of the chapters and individuals sponsoring same. There may be no direct conflict with either the annual national convention or any other regional convention.
- D. In order for regional conventions to be sanctioned, they must go through the Manager of Sanctioned Events. In the event that such sanctioning is not authorized, the regional convention shall then be classified as a local event not needing national sanctioning.

Section 2: Meetings

- A. An annual membership meeting shall be held in conjunction with the annual national convention of AMO. The exact time and location of the meeting shall be published along with other pertinent information concerning the convention and its activities as soon as such information is confirmed. The President shall preside over this

meeting; in his/her absence the Vice President shall preside; in his/her absence the Chairman of the Board shall preside.

- B. Any member in good standing may bring up business for discussion at the annual membership meeting providing the presiding officer deems it relevant.
- C. Only members in good standing or honorary members may speak or cast votes. Proxies are not acceptable.

Section 3: Regional Meetings

- A. Membership meetings may take place at AMO sanctioned regional conventions. The highest ranking officer of AMO in attendance shall preside. In the event that no AMO officers are present, the local chapter president shall preside.
- B. The purpose of such regional meetings shall be of an informative nature. Members in attendance shall be apprized of official club business.
- C. Business attend to in regional membership meetings is not binding on AMO, but may be forwarded to the Board of Directors in the form of a resolution upon which to act.

Article IV: Officers

Section 1: Elected Officers

- A. AMO shall have four (4) elected officers: President, Vice President, Secretary, and Treasurer.
- B. These officers shall be elected by a simply majority vote of the Board of Directors. Elections shall be held by secret ballot at the Board of Directors annual meeting, just prior to the annual membership meeting.
- C. The term of office for these four (4) elected officers shall be two (2) years, with elections to be held each odd numbered year. The term of office shall begin at the annual national convention time and end at the annual national convention two years afterwards.
- D. Any member wishing to run for an elected office must submit a resume to the Chairman of the Board prior to June 1 on the year the election is to be held.
- E. All elected officers are expected to attend the annual Board of Directors meeting.
- F. The duties of the elected officers shall be as follows:
 - 1. President: Preside over the annual membership meeting, preside over regional meetings whenever possible, attend the Board of Directors meeting, and carry out the directives and goals of the Board of Directors. The President shall be afforded liberal flexibility in the execution of his/her directives within the constitutional guidelines contained herein. Presidential directives and actions may be nullified by a simple majority vote of the Board of Directors. The President shall be directly responsible to the Board of Directors. Board Members and other AMO Officers shall support the President in his/her actions as the office specifically works for the Board of Directors, which is the association's representative body.
 - 2. Vice President: Immediately assumes the duties of the President in his/her absence. The Vice President shall be the successor in the event of a presidential resignation or other cessation. The Vice President shall carry out the duties delegated to him/her by the President or the Board of Directors. The Vice President is accountable to the President and the Board of Directors.
 - 3. Secretary: Shall be required to attend both the Board of Directors and annual membership meetings, to record the minutes of these meetings and submit same for approval at future meetings. The Secretary may be called upon by the President, Vice President, or Chairman of the Board to prepare

official club documents. The aforementioned officers may also request the Secretary to do specific correspondence and domicile club records. The Secretary shall be accountable to the President and the Board of Directors.

4. Treasurer: Shall be the association's chief financial officer. The Treasurer shall be required to attend the Board of Directors and annual membership meetings. It shall be the duty of the Treasurer to manage, disburse, and account for the association's revenues. The Treasurer shall prepare a detailed annual financial statement for presentation to the Board of Directors at their annual meeting. The Treasurer shall report to the President, Vice President, and/or Chairman of the Board, the current financial condition of the association upon demand and at their respective discretion. The Treasurer shall domicile the revenues of the association at an accepted and reputable financial institution. The Treasurer may also be required to be bonded. The Treasurer shall be accountable to the President and the Board of Directors.

Section 2: Appointed Officers

- A. AMO shall have thirteen (13) appointed officers, with the possibility of adding similar positions should need warrant same. The thirteen appointed officers are Membership Director, Newsletter Editor, Tech Editor, Classified Editor, Treasury Sales Manager, Concours Events Manager, Assistant Concours Events Manager, Chapter Director, AMO Website Manager, Historical Archives Manager, Public Relations Manager, Manager of Sanctioned Events, and Model Car Division Manager.
- B. These officers shall be appointed by the President with approval of the Board of Directors.
- C. Such officers shall serve at the pleasure of the Board of Directors. Appointed officers will be asked to make a two-year commitment at the same time the elected officers take office.
- D. The duties of the appointed officers shall be as follows:
 1. Membership Director: Shall maintain accurate and current records of the membership and supply necessary information to the Officers and/or Board of Directors as needed in order to better conduct association business. Periodic membership reports may be requested by an Officer and/or the Board of Directors. A detailed annual report shall be presented to the Board of Directors for their annual meeting. The Membership Director shall work closely with the Chapter Director in support of his/her duties. The Membership Director shall forward all monies collected to the Treasurer for deposit. This shall be accomplished in a timely method as worked out between the Membership Director and the Treasurer. The Membership Director shall be accountable to the President and the Board of Directors. The Membership Director may be required to be bonded.
 2. Newsletter Editor: Shall prepare and distribute the official periodical of the association, *American Motoring*. The Newsletter Editor shall perform this function within the literary and budgetary guidelines as set forth by the Board of Directors. The Newsletter Editor shall be the sole manager of the publication and shall answer to the President on questions of policy set forth by the Board of Directors. The Newsletter Editor shall do his/her best in an effort to assimilate and publish information pertinent to the purpose of the association in a timely manner. This publication shall be mailed so as to be in the hands of the membership during the first week of each odd numbered month. Associate editors may be appointed as needs arise. The Newsletter Editor shall be accountable to the President and the Board of Directors.
 3. Tech Editor: Shall answer to the best of his/her ability technical questions relating to AMC products using whatever resources are best suited to the specific question. Specially appointed Associate Tech Editors shall work with the Tech Editor in the area assigned. Their areas of responsibility may include Racing, High Tech, Interchange, etc. as the needs arise. The Tech Editor shall work closely with the Newsletter Editor in an effort to get tech information published in a timely manner. The Tech Editor and any Associates are accountable to the President and the Board of Directors.

4. Classified Editor: Shall prepare and distribute in a timely manner an advertisement publication, *Classified American*, ten (10) times per year, excluding July or August, depending on the month of the annual national convention, and January. The Classified Editor shall solicit advertisement from members and businesses. Such advertisement shall pertain solely to the goals and directions of AMO in supporting the broad realm of the AMC hobby. This publication shall be mailed/emailed so as to be in the hands of the membership during the first week of each of the ten months of publication. The Classified Editor shall be accountable to the President and the Board of Directors.
5. Treasury Sales Manager: Shall be responsible for the development and sale of both new and ongoing Treasury Sales products, order amounts which are both saleable and affordable to AMO, sell said products at the AMO annual national convention and any regional events possible, sell said products via the U.S. mail with no more than one week turnaround, maintain accurate records of income and expenses to include the costs of mailing containers, shipping costs, and the names of the individual customers, and promote said products on a regular basis through the AMO publications. New product development must be accomplished through both the President and the Treasurer (an ad hoc committee may be appointed by the President for this purpose). The Treasury Sales Manager shall be accountable to the President and the Board of Directors.
6. Concours Events Manager: Shall organize, direct, and officiate at all national AMO conventions. This officer shall regulate compliance with the rules set forth in the *AMO Concours Rule Book*. This officer shall train and appoint appropriate team captains and judges to each class. He/She shall oversee the whole judging process to ensure equitability. Responsibility shall also include making changes to the Rule Book as they are so warranted, in an effort to keep in line with changes to enhance the quality of the hobby. This officer shall supply the general membership through the medium of *American Motoring*, the results of the national judging. This officer may be asked to supply information regarding concours events to any officer or the Board of Directors. The Concours Events Manager shall domicile all judging records from all national conventions. Said records shall be retained for a period of no less than three (3) years. The Concours Events Manager shall be responsible for making available copies of the *AMO Concours Rule Book* and judging sheets to the membership. In the event that this officer cannot attend the annual national convention, the Assistant Concours Events Manager shall officiate in his/her place. The Concours Events Manager shall be accountable to the President and the Board of Directors.
7. Assistant Concours Events Manager: Shall work as the assistant to the Concours Events Manager in whatever capacity the two officers decide upon. This officer shall assume the responsibilities of the Concours Events Chairman should this person be unable to attend the annual national convention. This officer may then appoint a member in good standing to assist him/her in fulfilling his/her duties. The Assistant Concours Events Manager shall be accountable to the Concours Events Manager, and then the President and the Board of Directors.
8. Chapter Director: Shall oversee chapter compliance with AMO regulations pertaining to chapter status. This officer shall issue Chapter Charters. This officer shall be a resource person for any local group of AMC enthusiasts seeking chapter status. Additionally, this officer shall act as liaison between the chapters and the Board of Directors. Decisions of the Chapter Director are binding, and will require the vote of seven Board Members to override. The Chapter Director shall domicile all records dealing with chapters and make such records available upon request to the President and/or the Board of Directors. The Chapter Director shall be accountable to the President and the Board of Directors.
9. Website Manager: Shall ensure that AMO has legal rights to the website he/she is responsible for maintaining. The website address is www.amonational.com. This officer shall build a website that is user friendly, contains useful information for individuals interested in joining AMO and for those already members, and is updated regularly to keep event dates and other timely information current. This officer may forward questions received to appropriate officers/directors for their action. The Website Manager is accountable to the President and the Board of Directors.

10. Historical Archives Manager: Shall maintain a library of information of historical value pertaining to AMC and AMO. This officer may actively seek out the help of individuals determined able to help and/or supply information to fulfill this role. This officer shall make these archival records available to AMO officers and board members upon reasonable request. The Historical Archives Manager is accountable to the President and the Board of Directors.
 11. Public Relations Manager: Shall act as liaison between AMO and all publications. This officer shall use the budget allotted by the Board of Directors, with input from the Treasurer, in ways which best publicize and promote the activities of AMO. This officer shall write press releases for AMO activities and send them to the appropriate publishers. The Public Relations Manager shall be accountable to the President and the Board of Directors.
 12. Manager of Sanctioned Events: Shall work with past AMO International Convention chairpersons to maintain a working document outlining the steps and procedures necessary to put on the annual International Convention. The document shall include all facets of such an event to include choice of hotel location, choice of show field location, meeting rooms, security, advertisement, pre-registration/ registration, on-site food vendors and restroom facilities, and all other pertinent aspects. This officer shall continually update the working document, *AMO Meeting Guide*, as information surfaces and proves to be pertinent thereto. Additionally this officer shall be the sanctioning officer for all regional AMO events. This officer shall be a resource for all national and regional AMO events. The Manager of Sanctioned Events shall be accountable to the President and the Board of Directors.
 13. Model Car Events Manager: Shall organize, direct, and officiate at all AMO Model Car Contests. This officer shall regulate compliance with the rules set forth in the *AMO Model Car Contest Rulebook*. Responsibilities shall also include making changes to the *Rulebook* as they are so warranted. The Model Car Events Manager shall domicile all records from all national sanctioned events for a period of no less than three (3) years. The Model Car Events Manager shall be responsible for making available copies of the *Rulebook* and judging sheets to the AMO membership upon request. In the event that this officer cannot attend a sanctioned event, he/she may appoint a designate to officiate. The designate shall then be responsible to the Model Car Events Manager. The Model Car Events Manager shall be accountable to the President and the Board of Directors.
- E. All appointed officers shall be directly accountable to the President and then the Board of Directors.
 - F. Each appointed officer shall be responsible for writing at least one article for the newsletter per year.
 - G. Each appointed officer shall be responsible for submitting a written report to the Board of Directors at the annual meeting during the AMO International Convention.

Article V: Board of Directors

Section 1: Membership

- A. The Board of Directors shall consist of nine (9) members at large. These members are to be elected by the general membership.
- B. The term of office for a Director shall be three (3) years, with the term commencing on January 1 following the election. The election of Directors shall rotate in such a way that three (3) positions shall be open for election each year.
- C. Each year a list of individuals along with their respective resumes shall be published in the January/February issue of *American Motoring*. A specific, ample time frame shall be stated during which voting shall take place. Voting may be done via either US mail or email, with appropriate directions given. The AMO Secretary shall oversee the voting procedure and shall be the sole recipient of all ballots, except when the AMO Secretary is running for a Board position. In such a case, one of the other elected officers not running for the Board shall be asked by the AMO Secretary to be the recipient of said ballots. Following the voting, the AMO Secretary or

his/her designate shall inform the AMO Chairman of the Board of the official results of the vote. The AMO Chairman of the Board shall within fourteen (14) days write each candidate a formal letter of appreciation for running for the office, and therein include the winners of the election.

- D. When the votes for the Board of Directors are counted, ties for First and Second place shall simply all win the election. However, if there is a tie for Third place, this tie shall be broken by the toss of a coin at the next Board of Directors meeting, unless some other equitable solution between the two Third place candidates can be agreed upon. The coin shall be tossed by one of the Third place winners and called by the other.
- E. Any AMO member in good standing may run for a Director position. Resumes must be submitted to the Secretary prior to January 31 on the year of the election. Information pertaining to openings, resume information, and deadlines shall be published in the end of the year newsletter.
- F. The Chairman of the Board shall be elected by the Board to serve a three (3) year term, or a term which is concurrent with the term of the Director so elected. The Chairman shall be the Chief Executive Officer and Spokesperson for the Board of Directors.
- G. A Director may resign his/her position at any time by submitting a signed letter of resignation to the Chairman of the Board. The vacated position may be filled by a vote of the Board of Directors for their choice, or may remain vacant until the next official election.
- H. The Chairman of the Board of Directors may be removed from office for cause, that being his/her failure to uphold the AMO Constitution and/or the AMO Code of Ethics for Officers and Directors, or his/her failure to act in the best interest of the membership of AMO as a whole. Any current member of the Board of Directors may initiate such action. Removal from the Chairman position shall require a minimum vote of $\frac{3}{4}$ (six out of eight) of the Board members, accomplished via US mail, email, a series of phone calls, or at a meeting of same. The initiating Director shall make all contacts with evidence readily available for the other Directors to analyze. Once this action has taken place and voting has been concluded, the Chairman shall be notified via US mail (signature receipt required) with a request to resign from the position with a ten (10) day window for response. Failure to respond within the allotted time frame (ten days beginning on the day he/she signed for the letter) shall be grounds for automatic dismissal. When at a meeting, the Chairman shall be requested to resign at the meeting. A negative response by the Chairman shall force the other Directors to vote at that time. The Chairman may or may not be requested to resign from the Board of Directors as well. The Chairman may be removed from the Board of Directors through the same procedure described above. The remaining eight Directors shall then elect an interim Chairman of the Board to serve through the next year's annual meeting of the Board, at which time a new Chairman of the Board shall be elected.
- I. Any member of the Board of Directors may be removed from office for cause, that being his/her failure to uphold the AMO Constitution and/or AMO Code of Ethics for Officers and Directors, or his/her failure to act in the best interest of the membership of AMO as a whole. Any current member of the Board of Directors may initiate such action. Removal of a Board member shall require a minimum vote of $\frac{3}{4}$ (six out of eight) of the Board members, accomplished via US mail, email, a series of phone calls, or at a meeting of same. The initiating Director shall make all contacts with evidence readily available for the other Directors to analyze. Once this action has taken place and voting has been concluded, the Director shall be notified via US mail (signature receipt required) with a request to resign from the position with a ten (10) day window for response. Failure to respond within the allotted time frame (ten days beginning on the day he/she signed for the letter) shall be grounds for automatic dismissal. When at a meeting, the Director shall be requested to resign at the meeting. A negative response by the Director shall force the other Directors to vote at that time. The position shall remain vacant until the next election. The Director receiving the fourth most votes shall fill out the remaining term of the dismissed Director, providing that the dismissed Director still has time remaining on his/her initial placement as Director.

Section 2: Duties

- A. The Board of Directors shall be the final authority in matters regarding the Association, subject to law, and to the provisions set forth herein as well as in other official AMO documents.

- B. The Board of Directors shall meet at least once yearly. This meeting shall take place at the annual international convention. A minimum of five (5) Directors must be present to establish a quorum. Unless otherwise specified, five (5) Directors shall constitute a simple majority.
- C. Board Members, Officers, and Appointed Officers and spouses of these individuals are requested to attend Board meetings. Only Board Members, however, have voting privileges. Input is solicited from all parties in order to attain the best possible guidance by the Board.
- D. Members of the Board not present at the annual meeting may not vote by proxy. An absent Director may submit an opinion in writing for consideration only.
- E. The Chairman of the Board shall solicit input from the Directors, Officers, and Appointed Officers, create an agenda, and mail/email said agenda to all Directors, Officers, and Appointed Officers no less than thirty (30) days prior to the annual meeting.
- F. The Chairman of the Board may call special meetings of the Board only. Written notice of such meetings must be made by mail/email no less than thirty (30) days prior to the meeting. Above quorum and majority requirements apply.
- G. In place of a meeting, information and action may be accomplished via mail/email. In all cases, Directors must be mailed/emailed a ballot and an explanation of the action. A response shall be required within ten (10) calendar days via return mail/email. Above quorum and majority requirements apply.
- H. The AMO Secretary shall report the outcome of the annual Board of Directors meeting to the President immediately following the counting of the votes on the proposals made at the meeting. The AMO President, or a person of his/her choice, shall report the highlights of the meeting to the AMO membership at the annual AMO membership meeting following the AMO Board of Directors meeting.

Article VI: Fiscal Policies

Section 1: Statement of the Association

- A. American Motors Owners Association, Incorporated, is exempt from Federal Income Tax under provisions of the Internal Revenue Code. Specific information is on file with the Treasurer.
- B. American Motors Owners Association, Incorporated, is a not-for-profit corporation, incorporated under the laws of the State of Wisconsin. Specific information is on file with the Treasurer.
- C. No individual member, officer, committee, or other official entity shall share any right or financial interest in the assets of the corporation.

Section 2: Policies

- A. The fiscal year of the Association shall be from January 1 through December 31.
- B. This fiscal year shall apply to all chapters as well.
- C. The Board of Directors shall set fiscal policy. Said entity is the sole responsibility for any such initiation.

Article VII: Chapters

Section 1: Formation

- A. Any group of AMO members in good standing may apply for permission to form an official chapter of AMO. Such application must be sent to the Chapter Director.
- B. The Chapter Director shall sanction the boundaries of a chapter at the time of chapter application. The Chapter Director must approve any changes to the boundaries of a chapter.

- C. Any chapter application must include a set of chapter by-laws and a current chapter roster. All chapter members should be members in good standing of the national Association. The Chapter Director must approve any exceptions to this policy.
- D. Decisions by the Chapter Director are binding (see Article IV, Section 2, Paragraph 8).

Section 2: Responsibility

- A. Chapters are solely responsible for ensuring that their respective members maintain their respective dues to the national Association. Chapters not in compliance with this directive or cases of excessive instances of default are subject to forfeiture of their Chapter Charter.
- B. Each chapter shall appoint a Chapter Representative who shall in turn act as liaison between the Chapter, the Chapter Director, and other Chapters.
- C. Chapters shall conduct their business in accordance with the guidelines set forth herein, in addition to those which they establish for themselves. No chapter activity shall be in conflict with any National or Regional event.
- D. Chapters shall submit a yearly, up-to-date roster to the Chapter Director no later than December 1 of each year. Failure to comply with this directive may be grounds for forfeiture of their Chapter Charter.
- E. Each chapter shall mail a copy of its publication to the Chapter Director and the President. Inter-chapter exchange is highly encouraged.

Section 3: Duality

- A. In a case where conditions exist, chapter duality may be acceptable. Such a case shall be approached on an individual basis to be determined by the Chapter Director.
- B. Duality may be applied for by any existing chapter of an AMC car club. A majority of the chapter membership must be in favor of such a move. Applications for duality shall be the same as those for regular chapters, with the Chapter Director making the final decision.

Article VIII: Constitutional Amendments

This Constitution may be amended by the Board of Directors. This shall require a vote of two-thirds (2/3) of those Directors present or responding to a mail vote. Amendments may be initiated by an Officer or Director, or by a signed petition with signatures of at least ten percent (10%) of the general membership. Said petition must be delivered to and certified by the Chairman of the Board in conjunction with the Membership Director. Upon certification, the Board of Directors shall vote on said petition.

Article IX: Dissolution of the Association

It shall require a one hundred percent (100%) vote of the Board of Directors to dissolve the Association. All Board members, whether present or not, must consent to dissolution. In the event of dissolution, the assets of the Association shall be used to pay all current and contingent liabilities. Should any assets remain after liquidation, same shall be disbursed in a manner determined by the Board of Directors.

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