

**By Laws of
The First Florida Chapter
of the
Military Vehicle Preservation Association, Inc
Revision 13 (effective April 30, 2026)**

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Article I - Identification (Name and Purpose)

Section I - Name

The name of the not-for-profit organization is The First Florida Chapter of the Military Vehicle Preservation Association, Inc. hereinafter called the Chapter. The Chapter shall maintain a principal mailing address in the state of Florida, located as directed by the Board and identified in the Policies and Procedures Manual. The Chapter's fiscal year shall be from January 1 to December 31.

Section 2 - Purpose

The purposes of the Chapter are to provide an organization with a spirit of cooperation and encouragement that 1) fosters an interest in historical military vehicles for collectors, vehicle preservationists, and historians, 2) educates the public through static displays and exhibitions; and by participation in parades, living history battle re-enactments, and other demonstrations hosted by others, and 3) encourages the acquisition, restoration, safe operation, and preservation of historic military transport for posterity.

Section 3 - Insurance

The Board will seek Liability insurance that protects the Chapter and the Officers and Directors to the full extent permitted by law to cover any liability asserted against or incurred by the Chapter or any Officer(s) or Director(s).

Article II - Membership

Section I - Membership Types

Any member is in 'Good Standing' if they (a) are current with their dues or are otherwise excused from the requirement to pay dues and (b) have abided by the Code of Conduct. Dues exclusions are identified in each of the following authorized memberships:

Individual Membership – A person who is sixteen years of age or older who satisfies the requirements for membership stated herein. An Individual Member will have one vote on matters brought before the full membership, provided they are in Good Standing. An Individual Member is authorized one identification card, and one electronic copy of the Chapter newsletter, "The Southern Outpost", at the email address provided when joining.

Family Membership - A Family Membership includes an Individual Membership plus his or her immediate family. Immediate family is defined as husband, wife, sons and daughters only who reside at the same residence. This membership category is established to give a second Identification card and a second vote to a second family member, provided that second member is active in the Chapter and meets age requirement.

Honorary Membership - an Honorary Member is a person who does not hold an Individual or Family membership in the Chapter, but has contributed to the Chapter in a way that supports the interests and purposes of the Chapter. In recognition of the contribution made, the Board may recommend bestowing the position of Honorary Membership. The distinction of Honorary Membership requires a Board recommendation followed by a two-thirds majority vote of those members in good standing present at the membership meeting during which the Honorary membership is proposed. An Honorary Member shall have no right to vote, hold office, or possess any other rights of Membership in any dissolution, termination, redemption or transfer of the Chapter. Dues will be waived.

Associate Membership - an Associate Member is an Organization or Company that in some way, as determined by the Board, supports the goals of the Chapter. An Associate member in Good Standing has only one vote, receives one email copy of the Newsletter, receives one year's business card ad in the Newsletter, and receives up to five cards.

Section 2 - Application / Renewal

Any person, business, or organization may apply for membership in the Chapter who agrees with the interests and purposes of the Chapter. By submitting the application form, along with payment of dues, the applicant must agree to abide by these bylaws and to follow the Chapter's Code of Conduct, conducting oneself in a manner that is not improper or injurious to the good order, interests, reputation, or welfare of the Chapter. Board that took over in 2026 has adopted a slogan of "All Fun, No Drama", this encompasses the above areas of concern, and will be a factor in considering acceptance of a new membership or renewal of an existing membership. The Board will then review the application and approve or deny it. If denied, the dues payment will be returned along with a letter explaining the reason for denial. The same review process applies to membership renewals.

Section 3 - Membership Termination

Failure to comply with these bylaws, the Chapter's Code of Conduct, or the Chapter's Conflict of Interest Policy may result in the expulsion of any member from the Chapter. If a complaint about a member is received by the Board, the Board will investigate the matter and determine if there is cause warranting termination. The Board members will vote, and the issue will be decided by the majority vote of the Board. Should expulsion be deemed justified, the member will be notified by letter containing the nature of the complaint, the Board's findings, and the justification for expulsion.

Article III - Administration

Section 1 - Officers

The management of the Chapter shall be vested in its elected Board of Directors, with appointed officers answering to the Board. It is the duty of the Board and appointed officers to conduct the business of the Chapter and keep the membership informed.

Section 1.1 - Elected Positions

The elected officers of the Chapter shall serve as the Chapter's Board of Directors, herein referred to as the Board. The elected officers shall be a President, First Vice-President, Second Vice President, Secretary, Treasurer (or a combined position of Secretary/Treasurer), and At-Large members. No one person shall serve as President and Secretary at the same time. Candidates for election to a Director position of the Chapter shall have the following qualifications:

- Must be a resident of the State of Florida, unless the Board determines an exception is in order;
- Must be a Regular Member of the Chapter in good standing;
- Must have no prior convictions for a felony or a misdemeanors involving moral turpitude (defined in Florida Admin Code 6A-10.083 as crimes evidencing baseness, vileness or depravity)
- Must not have previously been removed as an officer.
- Must have put forth extra effort in support of the Chapter while demonstrating an ability to work well in a team setting.

Section 1.2 - Attendance

Each Board member must be present, either in person or via electronic means, for the required annual general membership meeting. If an officer on the Board is aware in advance that he/she cannot attend a quarterly meeting, then he/she shall inform the presiding officer of the meeting of his/her absence before the meeting occurs.

In the event of a resignation, death, medical inability to act, or vacancy of any office for any reason, the Board is authorized to fill any vacancy. A member appointed to a Board position due to an untimely vacancy shall participate in Board meetings and discussions, and have voting privilege as though elected. In order to remain on the Board, such member must be elected in the next election cycle.

Section 2 - Appointed Positions

Section 2.1 - Board Appointed positions

The following positions shall be filled by Board appointment rather than by election: Newsletter Administrator, Social Media Administrators as needed (Facebook, and Web Page

Administrator.) The Board shall have the authority to establish a temporary appointed position and dissolve the position once it is deemed unnecessary. The establishment of additional Appointed positions is addressed in the Policies and Procedures Manual. Temporary appointed positions may become permanent ONLY by amending the By-law. Temporary appointed positions report to the Board but do not have any Board level voting power.

The Board may convene a temporary committee composed of members in good standing at any time in order to address unique or rare issues that occur, and may include a non-member with specific expertise who is willing to assist.

Any member may volunteer or nominate another member for an appointed position. The Board, by simple majority vote of the Board members shall make the above assignments. These positions may be held until such time as the Board deems it necessary to re-assign the position or the member currently holding the position options to resign from that position. An elected Board member may also serve in an Appointed position; but unelected Appointed officers shall not have Board level voting privileges.

Section 3 – Regional Coordinator Positions

Each region may have its own Coordinator residing within the region. An individual Board member or any member in Good Standing within the region may nominate a candidate or self-nominate for the Coordinator position. Regional Coordinator candidates will be submitted to the Board. The Board will then review and vote on their acceptance and appoint that individual to the office of Regional Coordinator. The Board retains the authority to remove a Coordinator should the Board deem it necessary for the good of the Chapter.

NOTE: See Article IV, Section 3

Section 4 – Departure from an Office

Any member leaving office will turn over all Chapter records and property in his possession within ten days to a member of the Board or other responsible officer of the Chapter. In the event the departing member fails or refuses to surrender such documents or materials, that individual will be responsible for reimbursing the Chapter for all expenditures associated with their failure to surrender such documents or materials.

Article IV - Duties

Section 1 Duties of Elected Officers

Section 1.1 - President

The President shall be the Statutory Corporate Agent for his term in office and, subject to the control of the Board, and shall enforce the Bylaws. He/she shall call and conduct Board and general membership meetings as required to ensure proper functioning of the Chapter. He/she, as deemed necessary for the good of the chapter, may call special meetings; and the purpose of any special meeting shall be set forth in notice. He/she

shall propose and/or administer projects as deemed necessary and/or appropriate, and may, with Board concurrence, appoint members to act as coordinators of committees and other assistants to aid him / her in other specific branches of activity. He/she shall sign all official documents that are specifically adopted by the chapter.

Section 1.2 - Vice-Presidents

Either Vice President shall perform all duties of the President during an absence. He/she shall act as the event chairperson of any Chapter-wide events, overseeing the efforts of volunteers involved in the planning and execution. He / she shall be the main contact with the Regional Coordinators.

Section 1.2.1 – President’s replacement

The President may officially appoint one of the Vice Presidents to President for a specified fixed short period of time should He/She have to step away for a fixed period of time. Should a substantial need for the President to step down, He/She will, after consultation with the two Vice Presidents, permanently appoint one as President.

Section 1.3 - Secretary

The Secretary shall keep a record of all business meetings of the Chapter and the Board. He/she shall make these records available to all members at their request. He/she shall conduct all incoming and outgoing correspondence, keep complete records and report to Board for proper action. He/she shall be custodian of the corporate records of the Chapter. He/she shall provide the Newsletter Editor with administrative information of interest to all members. He/she shall see that all notices are duly given in accordance with the provisions of these bylaws or as required by law. He/she shall maintain & update the master membership roster, coordinating with the Treasurer regarding the status of member’s dues status. The one master roster will be used to produce Regional rosters and other versions for specific purposes.

Section 1.4 - Treasurer

The Treasurer shall collect all membership dues and other income and shall be authorized to disburse expenses of the Chapter as may be necessary. He/she shall maintain a bank account for all funds in the name of First Florida Chapter MVPA. He/she shall ensure the Board members receive monthly bank statements via email, and that at least two other Board members are added as signatories on the accounts, in the event of extreme emergency and/or if the Treasurer is unavailable. Standard accounting principles should be followed with detailed records & copies kept of all transactions. A Treasurer’s report will be provided at each meeting.

He/she shall maintain an annual inventory of club property, including who has custody of each item of property. After the first of the calendar year, the inventory shall be performed by the Board members, in accordance with the Policies and Procedures manual, and maintained by the Treasurer. The estimate of the inventoried items value is to be included in statements of the club's worth. It is the responsibility of the outgoing

Treasurer to transfer all club archived and current records to the newly elected Treasurer within 10 days after the term end. The transfer may occur by US Mail, or in person. The Treasurer shall file required reporting forms with the State of Florida and the Internal Revenue Service.

NOTE, Article III, Section 1.1 allows the Secretary and Treasurer positions to be combined. A member may run for both positions, acknowledging that He/She will be responsible for the duties prescribed for each position. The parson in this dual position may notify the Board of His/Her intent to relinquish one, necessitating the Board to appoint someone else until an election can be held.

Section 1.4.1 – Annual Audit

During the first general meeting of the calendar year, the Treasurer shall enlist three members to review the prior year's statements, receipts, and other financial records. The review will not include the Treasurer, but he/she will remain available. Should a question arise, the Treasurer will be asked to address it. Once the review is complete and any questions answered, the three members shall sign a statement that they 1) found everything in order or 2) list any item needing further investigation.

Section 1.4.2 – Establishing Spending Limits

In concert with the Board, the Treasurer shall issue changes to the Policies and Procedures manual requirements regarding the expenditure of funds, shall establish spending levels within the Policies and Procedures manual that require 1) the Treasurer approve and 2) Board approval prior to incurring the expense.

Section 1.4.3 – Reimbursement Requirements

The club shall not be responsible for, and may deny repayment, for any expenditure made without Treasurer or Board approval. Board members and Officers shall not receive any salary for their services, but may request reimbursement for out-of-pocket expenditures incurred in the performance of their services, but requires SPECIFIC prior approval by the Board.

Section 1.5 – At-Large member(s)

The At-Large Board member(s) will be the "conscience" of the Board, involved in all meetings and discussions, expressing opinion without being biased or influenced by holding a specific position of having a specific set of duties.

Section 2 – Duties of the Appointed Positions - when filled

Section 2.1- Newsletter Administrator

The Newsletter Administrator shall publish and circulate via email the Chapter Newsletter “THE SOUTHERN OUTPOST”. He/she shall solicit articles and information from members for publication according to the guidelines established by the Board.

Section 2.2 Social Media Administrator

The Social Media Administrator shall upgrade, update, and maintain the www.ffcmvpa.org website and the Facebook pages as necessary to ensure accurate and appropriate publication of information that is pertinent to the purposes of the Chapter and the Association.

Section 2.2.1 Website

He/she shall also solicit information from members for publication to the website as deemed appropriate. Access to the Web Page administrator shall be limited, and management and hosting the Web Page will be detailed in the Policies and Procedures manual. Besides the administrator, two Board members must have administrator privileges to the Web Page.

Section 2.2.2 Facebook

He/she shall upgrade, update, and maintain the FFC MVPA Facebook page (content can only be posted by administrators) as necessary to ensure accurate and appropriate publication of information that is pertinent to the purposes of the Chapter and the Association. The calendar section shall be kept updated. He/she shall also maintain the FFC MVPA Facebook group site (open for anyone to post on or comment on posts, in order to facilitate discussion) and solicit information from members for publication to the Facebook pages as deemed appropriate. Management of the Facebook Pages will be detailed in the Policies and Procedures manual. Besides the administrators, two Board members must have administrator privileges to each of the Facebook Pages.

Section 3 - Regional Coordinator Positions

The Coordinator shall assist in planning and scheduling events and activities within their geographical region that pertain to the purposes of the Chapter, or support the efforts of a member doing so. He/she should establish cooperative communications with the Regional and Chapter membership, government and/or private organizations or agencies, and the general public as deemed necessary for logistics before, during, and after said events and/or activities.

NOTE: Until such time as Regional Coordinator positions are filled, the two Vice Presidents will perform the Regional Coordinator duties for the state, loosely divided into two regions.

Article V - Conflicts of Interest

Board Members, Officers, and members assigned to Committees are required to read the Chapter's Conflict of Interest policy and sign a statement affirming they have 1) received a copy of the policy 2) read and understands the policy, and 3) agrees to comply with the policy, recognizing compliance is required to maintain the federal tax exemption. The policy will be available to all members, who are expected to comply even though not required to sign a compliance statement.

NOTE: Members are free to charge or barter for goods or services, conduct commercial businesses that may provide services to members, or otherwise engage in activities that further the mission of the Chapter so long as those activities are available to all members and the Conflict of Interest Policy requirements are not violated.

Article VI - Meetings

Section 1 – Quorum Definition

At any general membership meeting of the Chapter, those members present, in person or virtually, that are in good standing shall constitute a quorum for all purposes and the act of the members present shall be the act of full membership. Meetings will follow the agenda set forth by the President or officiating Board member of the meeting.

Section 2 – Meeting Frequency

First Florida Chapter shall hold an annual general membership meeting. In addition, the Board may choose to call interim membership meetings. A letter and/or electronic message of an impending meeting will be sent to all members at least one week prior to the meeting. This requirement does not preclude the Board and/or Appointed officers or a Designated Committee from meeting to conduct everyday business. Should an urgent situation affecting membership as a whole arise, the Board will convene. In such a case, membership shall be notified of the meeting and its outcome shortly after such meeting.

Section 3 - Absentee Ballots

Any member in good standing may submit an Absentee ballot for votes to be taken at Chapter meetings if received by the Chapter at its mailing address or via email prior to the meeting in which the vote is to be taken. This does not preclude new motions being made, seconded, and voted on and incorporated during a membership meeting

Article VII - Dues

Section 1 Date Due

In the fourth quarter of the year, The Board will set the dues amount for the following year. Each member shall pay dues each calendar year. Dues are due on or before January 1 each year; with a grace period through the end of January. In early February, an email Final Reminder will

be sent out to those who have not yet paid. If no payment is received by the end of February, the member's information will be removed from the active roster and shifted to a "Delinquent" folder. Reinstatement from any non-current status will be in accordance with the Policies and Practices manual.

Section 2 - Exemptions

Honorary Members are exempt from annual dues. Active Duty Military Personnel (Combat or not) are exempt from annual dues, during and up to (1) year following the end of their active duty status. Military Members must provide their current .mil email address to be exempt from the annual dues. Members over the age of 90 are exempt from dues and will have the same privileges as an Individual Member. All Board members and Officers are exempt from annual dues as long as they are actively performing their assigned duties.

Section 3 – New Member Dues Proration

A newly accepted member shall pay dues that are prorated quarterly. Renewing or returning members shall not be eligible for prorated dues.

Section 4 – Payment Reminders

Timely reminders will be forwarded to all members via email.

Section 5 – Payment Confirmation

Beginning in 2026, members who renew will receive a new business card size card with the current year shown. For 2026 and new members in following years, a plastic sleeve for the card will be provided.

Section 6 – Dues Delinquency

A member that fails to renew for one year will be dropped from all Chapter records.

Article VIII - Elections

Section 1 – Nominations

Nominations will be accepted during a time period specified in the request for nominations. Nominations may be made by email, U.S. Mail, or in person to any Board member who is NOT up for election. Once the period to submit nominations is concluded, the Board will review the nominations, vet each nominee, and recommend to the Board those qualified names to be placed on the ballot. The nominating and vetting criteria for each position will be defined in the Policies and Procedures Manual.

Ballots will be available to all members in Good Standing via email or U.S. Mail. Ballots must be received by the designated Board member prior to the 4th quarter meeting or other Due Date established by the Board. The Policies and Procedures Manual will specify the means of distributing and collecting ballots. Bylaw revisions will be voted on at the 4th quarter meeting.

Section 1.1 – Election, exceptions

In the event that an individual is nominated to a vacant or soon to be vacant Board position, and the period to receive nominations has closed, Board may choose to appoint that individual to the position without conducting a formal election, or the Board may choose to go forward with the election, listing the one candidate and a space for write-in votes.

Section 2– Vetting of Nominees

Should the vetting raise doubt of a nominee’s ability or willingness to conduct themselves in the best interest of the club, the nominee will not be placed on the ballot, and if written in, those votes will not be counted. The Policies and Procedures Manual will provide examples of behavior that would justify keeping one off the ballot. Generally, any deliberate past action that reflected negatively on or had the potential to injure or harm the Chapter would justify withholding a name from a ballot.

Section 3 – Voting Privileges

Nominating and Voting privileges are limited to those members in Good Standing, that have abided by the Code of Conduct and are current in the payment of dues.

Article IX - Dissolution

Section 1

In the event First Florida Chapter is dissolved, for whatever reason, any and all Chapter assets shall be either transferred directly to a 501(C)3 not-for-profit organization(s), sold and the proceeds from the sale donated to a 501(C)3 not-for-profit organization(s), or a combination of the two, as selected by majority vote of the remaining members, at the time of dissolution.

Article X - Amendments

Section 1– Changes to the Bylaws

Any member in good standing, including Officers and individual Board members, may forward to the Board a proposed change to the Bylaws. Upon receipt, the Board will review the proposed revision. The proposed revision will be forwarded to those members in Good Standing for a defined comment period. Prior to the fourth quarter (officer election) meeting, the proposed

