

BMW CLUB SOUTH COAST RIDERS

By-Laws

As adopted on November 3, 2007 and revised/updated **15 September 2020**.

Article 1: GENERAL INFORMATION

1.1 Name

The name of the club shall be **"BMW Club South Coast Riders"**.

1.2 Purpose

The purpose of the club shall be to foster the fellowship of being with other people sharing a common interest in motorcycling, to encourage safe riding practices and the enjoyment of motorcycle travel and to promote knowledge about and appreciation of BMW motorcycles.

1.3 Publication of the Club

Publication of the club shall be "The South Coaster." The editor of "The South Coaster" shall be appointed by the President of the Club.

Article 2: MEMBERS

2.1 Full Members

Membership in the Club shall be open to any BMW motorcycle owner interested in furthering the purposes of South Coast BMW Riders. Membership shall be granted upon receipt of a signed application and the payment of application dues.

2.2 Other Memberships

2.2.1 Associate Members

A Full Member may sponsor a person (s) to be an Associate Member. Associate Membership is granted upon receipt of a signed application, payment of the application dues, and written nomination by the sponsoring member.

2.2.2 Joint Membership

The spouse, family member or partner of a Full Member, if living at the same residence of the Full Member, may apply for Joint Membership by paying the Associate Membership fee. Joint Members shall have all the rights and privileges granted to Full Members.

2.2.3 Honorary Member

Honorary Memberships shall be established by the Board of Directors on an individual basis. The dues, voting rights, and other privileges or acknowledgements shall also be established by the Board for each honorary member.

2.3 Voting Rights

Full Members and Joint Members shall be eligible to vote in elections and on business matters requiring a vote. Associate Members are not eligible to vote.

2.4 Dues

Club dues for the various memberships shall be established by the Board of Directors. Membership dues are payable no later than **the anniversary date of each individual membership.**

Article3: MEMBERSHIP

3.1 Membership

The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer and five (5) additional Directors elected from the general membership. The term of office for the Officers and Directors shall be **two years, beginning from the 2020 election.**

3.2 Elections of the Directors

The five (5) Directors shall be elected as described in Article 5 of these By-Laws and shall serve until their respective successors take office.

3.3 Vacancies

In the event of a vacancy in the Board of Directors, the President shall appoint, subject to the approval of the full Board, a member to fill the vacancy until the next election.

3.4 Board of Directors Meetings

The Board of Directors will meet monthly to conduct Club business. Board meetings shall be open to all members and their guests. Only Board members will be eligible to vote.

3.5 Conduct of Business

A quorum is required for conduct of Club business. A quorum consists of at least five (5) Board Members.

Article 4: OFFICERS

4.1 Officers

The Officers of the Club shall be the President, Vice President, Secretary and Treasurer. Officers shall be elected as described in Article 5 of these By-Laws and shall serve until their respective successors take office.

4.2 President

The President shall be the Chairman of the Board and shall appoint all committees and shall perform other such duties as the Board may assign from time to time.

4.3 Vice President

The Vice President shall execute the powers and duties of the President during the absence or incapacity of the President, shall assume the Presidency in case of a vacancy in that office, and shall perform other such duties as the President or Board of Directors may assign.

4.4 Secretary

The Secretary shall be the custodian of the corporate seal and all corporate records, be responsible for the minutes of the General and Board Meeting, and other correspondence and duties as assigned by the President, or Board of Directors. The Secretary shall be responsible that the seal of the corporation is affixed to all documents requiring it, when authorized by the President or Board of Directors. The Secretary shall communicate all necessary matters to the official publication of the corporation.

4.5 Treasurer

The Treasurer shall be responsible for the safe management of Club funds as instructed by the Board of Directors. A monthly accounting of all income and distributions will be presented to the Board at the regular monthly Board meeting. The dollar limit for single signature on the check will be declared by the board at the first board meeting of the fiscal year. The amount will be recorded in the meeting minutes. Checks over the declared amount will require two signatures authorized on the checking account.

4.6 Removal from Office

Whenever the interest of the Club will be best served by removal of an Officer or Director, such Officer or Director may be removed by an affirmative vote of at least six (6) Board Members.

4.7 Salaries

There shall be no salaries for Officers or Members of the Board of Directors of the Corporation. Board members will be reimbursed for Club related expenses deemed reasonable by the Board of Directors.

Article 5: GENERAL ELECTIONS

5.1 General Elections

The members shall elect the Officers and Directors of the Club. The election shall be held **biennially**.

5.2 Nominating Committee and Nominations

The President shall appoint a Nominating Committee to nominate Club Members for each Officer and Director position to be filled at the next election. Nominations may also be made by any member. The President shall determine the willingness of the candidates to serve.

5.3 Election Date

The nominating committee shall be appointed no later than two months before the election date in June. The election shall be held **in June via a voting website set up by the Webmaster**. Elected Officers and Directors shall assume their duties at the July Club meeting.

5.4 Balloting

The elections shall be conducted by secret ballot. **All current Full and Joint Members** shall be eligible to participate in the election.

Article 6: GENERAL MEMBERSHIP MEETINGS

6.1 Meeting Schedule

General meetings of the Club shall be held monthly, on the first **Saturday or Sunday** of the month. Meeting shall be announced in "The South Coaster" **and on the Club Website**.

6.2 Membership Action at Meetings

Decisions requiring a vote by the General Membership will be determined by a majority vote on issues stated by a motion.

Article 7: AMENDMENTS TO THE BY-LAWS

7.1 Proposals for Changes to the By-Laws

Proposals for change to the By-Laws may be by the Board of Directors or by a petition of least five (5) full members of the Club. Proposals shall be published in "The South Coaster."

7.2 Voting on Proposed By-Law Changes

A vote on proposed By-Law changes shall be taken at the second general meeting **or website voting, as decided by the Board**, following the published proposal in "The South Coaster." Approval of a change shall require a majority vote of the members attending the meeting and/or eligible to vote **if done on a website**.

Article 8: CLUB ADDRESS

8.1 Address

The mailing address for the President and registered office of the Corporation in the State of California shall be: P.O. Box 11521, Santa Ana, CA 92711.

Article 9: ADOPTION AND AMENDMENT OF THE BY-LAWS

9.1 Adoption and Amendment

The By-Laws defined above were originally adopted by a majority vote of eligible voting members at the General Club Meeting on 7 June 1998. **Revisions and updates were approved by the Board of Directors on 15 September 2020.** All previous By-Laws of the **BMW Club South Coast Riders** are null and void.

Article 10: DISSOLUTION OF THE CLUB

10.1 Dissolution of the Club

Upon dissolution of this corporation, its assets remaining after the payment of, or provision for the payment of all debts and liabilities of this corporation, shall be

distributed to the Children's Hospital of Orange County (CHOC), if it is then in existence, but if not in existence, to another non-profit corporation as determined by the majority vote of the Board of Directors and Officers of this Corporation.