

**BMW Car Club
of America**



BMW Car Club of America Tidewater Chapter ByLaws



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Record of Changes

The ByLaws is a living document that will change over time as new or different policies are adopted, new information is made available, and modifications of administrative procedures and processes are made, as well as the inevitable correction of unintended errors.

Whenever the manual is changed, a listing will be added to this summary Record of Changes pages. The date of the manual, as indicated on the cover, will remain the same pending a major revision of the entire Bylaws. In the case of substantive changes, the date on individual changed pages may be revised to reflect those. Users of these ByLaws are asked to ensure that the copy that are using incorporates the latest changes. The easiest way to determine this to check the date of the most recent change, listed at the end of the following Change Summary Listing.

Date of Change	Description of Change
10-26-17	Update purpose of Club
10-26-17	Update who proposes and decides on Club logo(s)
10-26-17	Update definition of Membership
10-26-17	Remove Election and Dues as it pertains to Membership
10-26-17	Remove termination of Membership due to lack of dues
10-26-17	Update how to fill vacant Officer positions
10-26-17	Update term duration for Officers
10-26-17	Update definition of all Officers' positons
10-26-17	Update how Non-Elected Officers are appointed
10-26-17	Update definition of all Non-Elected Officers' positions
10-26-17	Remove Parts Store Manager
10-26-17	Communications Director position description required
10-26-17	Update process for Nominations
10-26-17	Changed Regular Meetings to General Meetings
10-26-17	Update definition of General Meetings to coincide with National
10-26-17	Update definition and purpose of General Meetings
10-26-17	Update definition of Quorum
10-26-17	Update Payments and how money is disbursed
10-26-17	Update Adoption of Amendments to ByLaws

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BEY M VEY CORPORATION BYLAWS

ARTICLE I: NAME, PURPOSE AND EMBLEM

- A. NAME: The name of the club shall be the Bey Em Vey Corporation.
- B. PURPOSE: The nature of the activities to be conducted and purpose to be promoted and carried out are as follows:
1. To promote sportsmanship, fair play, technical knowledge and safety while increasing the enjoyment of all.
 2. To promote interest in BMW automobiles and to encourage members' understanding of their BMW automobiles and to encourage their safe and skillful operation by developing, arranging and regulating various forms of automotive instruction and competition.
 3. To own property, as incidental to the foregoing purposes.
- C. EMBLEM: The emblem and logo of the club shall be determined by the membership to reflect the desires of the Tidewater Chapter of the BMW CCA. Only additional logos and emblems may be presented to the board for a majority vote for use in distribution, not a replacement of the original.

ARTICLE II: MEMBERSHIP

A. MEMBERS: Membership is limited to members of the BMWCCA, Inc. who have been assigned to the Tidewater Chapter. Membership shall be automatic upon satisfaction of the above.

Members and associate members of BMWCCA, Inc. who have been assigned to the Tidewater Chapter are entitled to vote and hold office, to attend any general meetings and, all other benefits of membership. Members and associate members of the Tidewater Chapter shall be governed by these ByLaws.

B. TERMINATION AND SUSPENSION

1. SUSPENSION: The Board of Directors may suspend a member at any time for infraction of any club rule or for any other cause if the Board shall deem such action necessary and be in the best interest of the club. The Board shall immediately notify a member so suspended, in writing of the suspension. The suspended member shall thereafter be entitled to a reasonable opportunity to be heard, in person, by the Board or a committee appointed by it concerning the suspension. The Board may thereafter continue for a definite term, terminate or rescind the suspension or expel the member, and its decision shall be final.

ARTICLE III: OFFICERS

The Tidewater Chapter shall have a Board of Directors consisting of these elected officers. All offices that are vacated shall be filled by appointment of the Board of Directors until a general election is held. Only the elected officers may vote on all issues. The Board of Directors is under the direction of the President and shall advise him/her on chapter matters. All elected officers must be members in good standing. Elected offices are for a period of two years.

A. Elected Officers

1. PRESIDENT

a. Will preside over regular meetings, special meetings and meetings of the Board of Directors. An exception to this is outlined in Article IV, para. G.

b. Will appoint such committees as he/she finds necessary and shall outline the duties and responsibilities of such committees.

2. VICE PRESIDENT

a. Will be advisor to the President and Board of Directors and be available for assignment to special projects as deemed appropriate by the President and Board of Directors.

b. Will assume responsibility of the President in the President's absence at all meetings.

3. TREASURER

a. Will be responsible for the handling of all monies held in the General Fund by the club. An audit shall be made of all records by the incoming and outgoing Treasurers before the new Treasurer is allowed to occupy the elected office.

4. SECRETARY

a. Will be responsible for maintaining minutes of all meetings and handling correspondence as deemed necessary by the Board of Directors.

5. ACTIVITIES CHAIRMAN

a. Will act as liaison with other sports car clubs and act as coordinator of all club sponsored events.

b. Will present to the Board of Directors a calendar of club events for the next calendar year annually.

B. Non-Elected Officers

These offices are appointed at the discretion of the elected officers. The Board of Directors may assign additional duties as it sees fit. Non-elected officers must be members in good standing. Non-elected offices are for a period of no less than one year.

1. EDITOR

a. Will be responsible for publication of DAS KUMMET on at least a quarterly and preferably a bi-monthly basis [occurring every two months].

2. MEMBER AT LARGE

b. In any one year there may be no members at large or up to two members at large according to the Board of Directors discretion.

3. WEBMEISTER

c. Will be responsible for maintaining the Chapter's website and ensuring the Chapter calendar and events are posted to or removed from in a timely manner.

C. NOMINATIONS:

The Board of Directors may appoint a Nominating Committee in August which may nominate candidates for any office. The Nominating Committee will advertise for nominations from the general membership in the September- October issue of the Das Kummet newsletter. The Nominating Committee will present a slate of offices at the November Board of Directors meeting and in the November-December issue of the Das Kummet newsletter.

D. ELECTIONS: Voting will be carried out by secret ballot of members during the month of December. A majority of votes cast constitutes an election, with the new officers taking office as of 1 January of the following year.

ARTICLE IV: MEETING OF THE MEMBERS

A. GENERAL MEETINGS: The Board of Directors may establish a schedule of General Meetings at its discretion, with all members being notified of date, time, place and agenda of the General Meeting at least thirty days in advance of such meeting.

B. SPECIAL MEETING: Special meetings of the club may be called any time deemed necessary by the Board of Directors by its own motion, or by a majority of club members.

C. BOARD OF DIRECTORS: The Board of Directors, composed of the club's elected officers shall meet regularly at least once a quarter.

D. NOTICE OF MEETINGS:

1. GENERAL: A written notice, stating the place, day and hour will be mailed or e-mailed to the membership if the Board of Directors establishes a schedule for such meetings.

2. SPECIAL: Notice, stating the place, day, hour and purpose shall be given as soon as practicable prior to such a meeting.

E. QUORUM: A voting QUORUM will consist of a simple majority of those members present at a General Meeting plus those members voting by absentee ballot.

F. MAJORITY: All action shall be by majority of those present and voting.

G. VOTING: At all meetings, voting shall be done by hand count, except for election of officers. In cases of tie votes the President shall call for any further comments and/or recommendations concerning the motion presented and request a second vote. In the case of a second tie vote the President shall use his vote to break the tie.

H. ABSENTEE BALLOTS: In the case of voting for officers and/or amendments to the bylaws, the Secretary will provide absentee ballots to all members not able to be present. This may occur via mail-in ballots or electronic voting as deemed appropriate by the Board of Directors.

ARTICLE V: INDEBTENDNESS

A. PERSONAL LIABILITY: All persons or corporations extending credit to, contracting with or having claim against the corporation or the officers or the Board of Directors, shall look only to the funds and property of the corporation for payment of any debt, damage, judgment or decree or any other money that may otherwise become due for payment to them from the corporation or the officers or the Board of Directors, so that neither the members of the corporation nor the officers or Directors, present or future, shall be personally liable therefore.

B. DEFICITS: In the event that the club treasury shows a normal operating deficit or by the majority of the board, two courses of action are open:

1. A committee headed by the Vice President shall be formed to investigate the causes of the deficit and a report shall be presented to the membership in the form of a proposal to eliminate the chances of developing a deficit again.

2. An assessment of the members may be made to cover club debts in some cases when voted on and passed.

C. PAYMENTS

1. All monies disbursed from the Club General Fund must be in the form of a check and be signed by any two of the three following: President, Vice President, Treasurer. In the event that two of the three previous positions are not filled, the Board shall vote in a pro tem check signer until such time as the required position is filled.

ARTICLE VI: AMENDMENT OF THE BYLAWS

A. The officers of the club, or any five active members in good standing, by written petition submitted to the Secretary, may propose an amendment to the bylaws. Upon such proposal being made the Secretary shall inform the membership in writing of the proposed amendments.

B. Adoption of the Amendments of the Bylaws shall require a simple majority vote of those members present at a General meeting of the Chapter plus those members voting by absentee ballot. All members shall be notified of date, time, place and contents of the proposed amendments at least thirty days in advance of such meeting.