

BMW RIDERS OF MISSISSIPPI CONSTITUTION AND BYLAWS  
PREAMBLE

We, the members of the BMW Riders of Mississippi, hereby associate ourselves for the purpose of fellowship and promoting the enjoyment of BMW motorcycles. This organizations will serve as a gathering place for people interested in all aspects of BMW motorcycling: on and off-road, racing, touring, commuting, performance, trials, bike shows and related issues of long distance riding, motorcycle safety programs, and others which are legitimately related to BMW motorcycles of the sport of motorcycling.

ARTICLE 1. NAME

The name of this organization will be the BMW Riders of Mississippi (BMWROM).

ARTICLE 2. MEMBERSHIP

Section 1: Membership Levels:

- a. Full Membership will include owners, operators or spouses of Full Members that own or operate a BMW motorcycle. An individual will retain Full Membership if s/he has been a Full Member for five years or more, and then no longer has a BMW motorcycle. All Full Members are eligible to vote. Annual dues to be set at \$25 and are due by February 1<sup>st</sup> of each year.
- b. Life Members are persons who have been Full Members for 10 or more years and have reached the age of seventy (70) years old.
- c. Commercial Members are businesses who offer merchandise relating to motorcycling and who give Full, Life and Associate members a discount on purchases from their businesses.

Section 2: A quorum of membership for voting purposes occurs when 5 or more Full Members are present at a meeting.

Section 3: Only Life Members and Full Members in good standing may vote. Commercial Members may not vote. Good standing means that the Full Members' dues are paid in full.

ARTICLE 3: OFFICERS AND DUTIES

OFFICES:

The officers of the BMWROM will be: President, Vice-President, Secretary and Treasurer. Terms of office will be two years. There is no limit to the number of times an officer can be elected but not officers can hold the same office for more than two consecutive terms.

DUTIES:

Section 1: Duties of the President are to call and preside over BMWROM meetings, appoint committee chairmen, and vote only to break a tie. The President represents the BMWROM to other groups or organizations, and the public. The President must have knowledge of the by-laws of BMWROM and have the ability to encourage volunteer participation.

Section 2: Duties of the Vice-President are to preside over BMWROM meetings in the absence of the President, and to be an ex-officio member of all committees. The VP must remain abreast of all issues in which the BMWORM is involved so that s/he may replace the President as needed. The Vice-President's primary function is as the coordinator for events, campouts, demonstrations, presentations, classes, etc., arranged for the benefit of the BMWROM membership.

Section 3: Duties of the Secretary are to record minutes of all BMWROM meetings. The Secretary must maintain minutes, record votes and compose correspondence as directed. The Secretary also maintains a correspondence file, general administrative files, membership record, and receives and maintains committee reports.

Section 4: Duties of the Treasurer are to establish a bank account for BMWROM funds, receive dues and other income, disburse funds as directed by the President, and make financial reports at each BMWROM meeting. The Treasurer will make financial records available for an annual or special accounting.

Section 5: At the March meeting, offices will be reviewed and voted on as needed. New terms to start in May.

#### ARTICLE 4: REMOVAL FROM OFFICE

Section 1: Removal: Any officer can be removed from office by a vote of the membership. Any member can make a motion for a removal at any regular meeting. If the motion is carried and approved by the Regular Members present by a majority vote, a full vote will be conducted by e-mail. A ballot will be e-mailed to the last known address of all Full Members. The removal will carry or fail on the basis of the majority of votes returned by e-mail. If the President is removed, the Vice-President will assume the duties of President and will appoint a Full Member to fill the remainder of the term as Vice-President. If any other officer is removed, the President will appoint a Full Member to fill the remainder of the term.

Section 2: Resignation: Any officer can resign his/her position by notifying the President (or the Vice-President if the President is resigning) in writing. If the President resigns, the Vice-President will assume the duties of President and will appoint a Full Member to fill the remainder of the term as Vice-President. If any other officer resigns, the President will appoint a Full Member to fill the remainder of the term.

#### ARTICLE 5: COMMITTEES AND STAFF

Section 1: Standing or Temporary Committees may be formed at the will of the membership, as confirmed by the President.

Section 2: The following are designated as Charter Staff Members. Each is appointed by the President or serves in a specific capacity. As the club evolves, the President can appoint other to specific staff positions, as necessary for club operations. The Charter Staff Member are:

- a. Membership Chairman. Duties are to maintain membership records and facilitate recruitment of new members. The Chair will also send notices to members when dues are due. All administrative materials and postage costs will be paid from the Treasury.
- b. The Webmaster. Duties are to operate and maintain the club's online presence. All administrative costs for operating the website will be paid from the Treasury.

## ARTICLE 6: MEETINGS AND DUES

Section 1: Meetings will be held monthly. Meetings may be held within the geographic borders of the State of Mississippi, or at established motorcycle rallies in the adjacent states of Alabama, Tennessee or Louisiana. The meetings will be scheduled for the second Saturday of each month, though that can be modified by the President upon prior notice to the membership.

- a. There is not meeting held in July, because that is the month for the annual BMW Owners of America International Rally. Members are encouraged to gather together during July, but no official business will be conducted at any July gathering.
- b. The Secretary is responsible for advising members of the time, date and location of the meetings are enough in advance so that members can make plans to attend. Any materials and postage costs will be paid from the Treasury.

Section 2: Full Members will pay annual dues in the amount of \$25 and are due by February 1.

Section 3: Associate Members will pay annual dues in the amount of \$25 and are due by February 1.

Section 4: Life Members will not pay dues. They are respected members of our club and are worthy of this honor.

Section 5: Commercial Members will not pay dues. Their offering of discounts on member purchases is their financial contribution to the well-being of BMWROM.

## ARTICLE 7: FINANCES

Section 1: We operate under a representative form of governance, and expect the elected officers to make decisions in the best interests of the club. The Treasurer controls the club account and writes all checks. All club income will be deposited to the club bank account. All club obligations will be paid from the club bank account. The Treasurer will maintain the account and hold the club checkbook. One other officer will be on the bank signature sheet to be able to draw checks, but that will only occur if the Treasurer is incapacitated or otherwise unavailable.

Section 2: Any Full Member can move for a financial audit at any club meeting. If the motion is carried and approved by the Regular Member present by a majority vote, a full vote will be conducted by e-mail. A ballot will be e-mailed to the last known e-mail address of all Full Members. The audit will carry or fail on the basis of the majority of votes returned by e-mail. If the audit motion passes, the club will bear the costs of hiring a (non-BMWROM member) CPS to audit the club's financial records.

Section 3: All expenditures of club funds will be authorized by a vote of the members at a regular meeting. The amounts may be specific or general. For example, the club may authorize a specific dollar amount to pay a specific bill, or a general expenditure authorization such as "sufficient funds to operate the club Christmas Dinner." In that case, the Treasurer can write checks at the direction of the member in charge of the meeting for meals, entertainment, decorations, etc., which are directly related to the Club Christmas Dinner. In all cases, the Treasurer will detail all income and expenditures in a formal report given at each regularly scheduled club meeting.

Section 4: Standing Expenses. For certain recurring expenses a specific vote to authorize funding each time is not necessary. Club funds will be expended for these operations, as requested by the responsible persons/chairmen, and the amounts reported to the membership. These operations are:

- a. The Internet Website and web presence. The Webmaster is the responsible person.
- b. Membership and advertising materials. The Membership Chairman is the responsible person.
- c. Pin, Patch and Decal acquisition and sales. The Treasurer is the responsible persons.
- d. Routine, administrative fee payments may be paid without being voted upon, for example fees to maintain the charters or incorporation, bank fees, etc.

Section 5: In the event that an unexpected disbursement of funds up to three hundred dollars (\$300.00) becomes necessary, three (3) officers must agree to the expenditure. These emergency expenditures must be reported to the membership at the next regular club meeting.

#### ARTICLE 8: PARLIAMENTARY PROCEDURE

Robert's Rules of Order will be the standard for the conduct of the meetings. The President (or officer presiding over the meeting in his/her stead) may set aside Robert's Rules of Order only for the meeting in progress at the time in the event that process overcomes progress.

#### ARTICLE 9: COMMUNICATIONS

BMWROM will maintain an internet web page. All costs for communications will be paid from the Treasury.

#### ARTICLE 10: CHARTER

The BMWROM will maintain a charter with the BMW Motorcycle Owners of American (BMWMOA) and the BMW Riders Association (BMWRA). All costs of chartering will be paid from the Treasury.

#### ARTICLE 11: INCORPORATION

BMWROM will be incorporated under the laws of the state of Mississippi, to shield the membership from individual lawsuits. It is a duty of the Secretary to maintain the charter as current. Any costs of incorporation will be paid from the Treasury.

#### ARTICLE 12: CHARITY

The club will select a Mississippi-based charitable organization to be the recipient of our annual donation. At the November meeting a vote of members present will be conducted to determine what percentage (if any) of the club treasury will be donated to charity as of December 1<sup>st</sup> of that year. The charity will be selected by majority vote of the members at a regularly scheduled meeting. Once selected, the charity will continue to be the recipient of our funds until a vote replaces it with another charitable organization.

#### ARTICLE 13: DISSOLUTION

Any member can move for dissolution at any regularly scheduled meeting. This organization will be dissolved by a vote of 75% of the Full Membership. If dissolved, after all debts are paid, any remaining funds will be donated to the designated club charity.

#### ARTICLE 14: AMENDMENTS

Amendments to this Constitution and ByLaws will be submitted to the President in writing for submission to the members for a vote. This Constitution and ByLaws may be amended by a vote of 51% of the Full and Life Members.

The Constitution and ByLaws supercede all prior Constitutions and ByLaws. So say we all.

{Officers' Signatures here on Record Copy}

History.

1. This Constitution and ByLaws were published in the February 2004 Newsletter and distributed to all active members. It was then ratified by a unanimous vote of the 25 voting members present at a regular meeting held on March 13<sup>th</sup>, 2004 at Louise's BBQ in Crystal Springs, MS. The ratification is recorded in the minutes for that meeting.
2. Article 6, Section 1 was revised in December, 2006.
3. Article 2, Section 1; Article 3, Section 5; Article 5, Section C; Article 6, Sections 3 and 4; Article 7, Section 4 were revised in September 2013