

KNOB MOUNTAIN NORTH CAROLINA MOTORCYCLE CHAPTER

BYLAWS

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KNOB MOUNTAIN NORTH CAROLINA MOTORCYCLE CHAPTER

BYLAWS

ARTICLE I. NAME, PURPOSE AND AFFILIATION

Section 1. Name

The Knob Mountain NC Motorcycle Chapter, Inc. (also "Knobbies, Knob Mountain, KMMC) is an international, not-for-profit, public corporation, organized September 28, 1988 and incorporated May 16, 1992

Section 2. Objectives

The objectives of the chapter are

- (a) To afford companionship and recreation for its members
- (b) To enhance its members enjoyment of their BMW and other motorcycles
- (c) To support responsible efforts to protect the legal right of motorcyclists
- (d) To improve the public image of motorcycling
- (e) To promote safe motorcycling

Section 3. Means

The means by which the chapter seeks to achieve its goals include:

- (a) Maintaining a group of members who actively participate in the enjoyment and comradeship of motorcycle riding.
- (b) Promotion of rallies, rides, and other social gatherings
- (c) Sharing, among its members, technical data and other information relating to the maintenance, use and improvement of BMW and other motorcycles and related products
- (d) Publication of a newsletter, ON THE AVENUE
- (e) Any other activity deemed appropriate by the governing body of the chapter.

Section 4. Affiliation

The chapter is a chartered club of the BMWRA Chapter #53 Registered December 29, 1990 and BMWMOA Chapter #216 registered December 19, 1992.

ARTICLE II. MEMBERSHIP

Membership in the chapter is open, without regard to race, creed, national origin, age or

sex to any person who subscribes to the objectives of the chapter and agrees to abide by these bylaws. Membership is open to all motorcycle owners and riders--BMW and other brands.

Section 1. Regular Members

Persons eligible for membership may apply for Regular memberships by submitting to an officer of the chapter an application form. Application for membership shall be deemed as consent by the applicant to abide by these bylaws.

Section 2. Associate Members

Family member of a regular member (or an applicant for regular membership) may apply for associate membership on the new member application form or on the same form as the applicant for regular membership.

Other than not being entitled to a personal copy of the newsletter, associate members share the same rights, privileges and duties as regular members.

Application for associate membership shall be deemed as consent by the applicant to abide by these bylaws.

Section 3. Initial Membership Fee

An initial membership fee of \$10.00 is required for all new regular members and/or associate members. This fee includes the cost of a name badge.

Section 4. Term of Membership

All regular and associate memberships shall be valid for one (1) year from January 1.

Section 5. Honorary Members

Honorary memberships are conferred by the Board of Trustees upon individuals who have distinguished themselves in serving the goals of the chapter or in promoting and protecting the interests of the general motorcycling public, or both.

Honorary members shall have no voting privileges and shall not serve in any elected post of the chapter.

Section 6. Resignations

Any member may resign by not renewing his/her membership in December. Membership dues, if any paid, shall not be refundable.

Section 7. Revocation of Membership

Membership in the chapter may be revoked as follows:

- (a) By the Secretary if the member in question fails to renew his/her membership in December by completing and submitting a renewal form.
- (b) By the Board of Trustees if the member in question is adjudged no longer eligible for membership. Examples of behavior which may be deemed sufficient reason for revoking membership privileges include: grossly improper social conduct, intentional efforts to damage the chapter's reputation or good name, subvert its purposes, or interfere with its regular functioning. If so petitioned, the Board of Trustees shall allow the member in question to respond to the charges before taking the vote, which shall be final.

Section 8. Membership Materials

Each regular member shall be entitled to a one-year subscription to ON THE AVENUE. An associate member does not receive the newsletter.

Section 9. Use of Membership Records

The chapter's membership records and mailing lists shall not be sold, rented, leased or otherwise given to any organization or individual other than the chapter's officers, except by express approval of the Board of Trustees. Such approval shall be granted only when the proposed usage is clearly beneficial to the membership at large, or is required for the normal functioning of the chapter.

ARTICLE III. GOVERNMENT

Section 1. General

The primary duty of any office holder in the chapter is to administer the affairs of the chapter in accordance with the best interests and wishes of the membership at large, and in conformance with these bylaws.

Section 2. Private Gain Prohibited

No office holder of the chapter shall use that office for private gain.

However, this shall not preclude the reimbursement of officers for expenses incurred while engaged in chapter business under terms and conditions set forth elsewhere in the bylaws or as approved by the Board of Trustees.

Section 3. Salaries

No salaries shall be paid to any office holder.

Section 4. Qualifications

Every office holder of the chapter must be a member in good standing in the chapter throughout the term of his/her office.

Section 5. Term of Office

The term of office for all office holders in the chapter shall be the same twenty-four (24) months.

Section 6. Elected and Appointed Officers

The entire principal governing body and officers shall be elected by the membership in accordance with the provisions of Article IV.

The elected governing body and officers may appoint staff officers and assistants to various posts as described in later sections of this Article.

Section 7. The Board of Trustees

The Board of Trustees (also "the Board") shall consist of the following five (5) officers, all of whom shall be elected according to Article V of these bylaws.

- (a) President
- (b) Vice-President
- (c) Secretary
- (d) Treasurer
- (e) Activities Director

The Board shall be entrusted with establishing general principles and guidelines for the operation of the chapter. Any activities or procedures shall be with the approval of a minimum of three of the five board members.

The board shall develop both short term and long-range plans for the Chapter to ensure that the Chapter maintains its viability and, at the same time, provides the services for its members that are provided for in these bylaws.

Section 8. Duties of the Board of Trustees

The Board shall:

- (a) Set the chapter's new member fee, dues if any, and membership material prices.
- (b) Approve capital good purchases, travel expenses and reimbursements to officers and committee chairpersons for expenditures.
- (c) Revoke membership in the chapter from members no longer qualifying.
- (d) Approve material for distribution to the membership at large
- (e) Appoint any officer, in the event of a vacancy in that office

- (f) Make all decisions on Chapter day-to-day affairs not specifically delegated to a vote by members at a business meeting
- (g) Review and decide other matters brought before the Board by the Officers or Committee Chairpersons

Section 9. Decisions of the Governing Bodies

Wherever these bylaws refer to a decision or approval by the Board of Trustees, or the membership at large, the intent is that such decisions or approvals shall require a simple majority, unless otherwise specified.

Section 10. Revocation of Office

Any office holder of the chapter may be removed from office in the event that such office holder becomes permanently incapacitated, unable to discharge the duties of office, or is adjudged by the appropriate authority to be no longer qualified for office, in accordance with the provisions of this Section.

In the case of elected officers, the authority to revoke an office shall be with the Board of Trustees.

Any officer whose office is revoked may request a hearing before the Board of Trustees. The Board may, at its discretion, grant the petitioner a hearing. Such hearing shall take place no later than thirty (30) days after the receipt by the President of a written appeal from the terminated officer. The Board's decision shall be final.

Section 11. Filling of Vacancies

Any vacancy in any office of the chapter, created by any cause, including death, resignation, incapacity or termination shall be filled in the following manner: Vacant Officer and Trustees posts shall be filled by the Board of Trustees until the next election. Vacancies shall be filled as promptly as possible.

Section 12. Transfer of Office

Any office holder in the chapter, upon relinquishing or being duly relieved of office, shall transfer, to the next duly appointed officer to the post or to the Treasurer, all records and all tangible assets of the chapter that are in possession of the outgoing officer, in good order and repair.

Section 13. Duties of THE PRESIDENT

The President shall:

- (a) Call, prepare the agenda for, and preside over meetings
- (b) Co-sign checks of the chapter under conditions established by the Board of Trustees
- (c) Appoint, subject to approval by the Board of Trustees, the chairpersons of all committees
- (d) Appoint additional committee members as required
- (e) Oversee and coordinate the work of the officers and the committees
- (f) Represent the club on proper occasions and business contacts
- (g) Have general supervision of the affairs of the club
- (h) Assist all other officers of the club in their records, correspondence and other duties
- (i) Vote only when necessary to break a tie

Section 14. Duties of THE VICE PRESIDENT

The Vice President shall:

- (a) By consent of the President, perform the duties of the President, whenever the latter is absent or otherwise unable to discharge the duties of the office
- (b) In the event the President's position becomes vacant, serve as Acting President until the Board appoints a permanent replacement
- (c) Carry out tasks assigned by the President
- (d) Serve as Communications Coordinator unless the President appoints another person to that task

Section 15. Duties of THE SECRETARY

The Secretary shall:

- (a) Perform all corporation duties as prescribed by the State of NC
- (b) Issue, at the President's order, written (mail) ballots to the general membership, tally the results and maintain for one year the file of written ballots
- (c) Tally the results of votes and ballots for general membership referendums
- (d) Attend, take, and keep minutes of all regular and special meetings
- (e) Handle all club correspondence and other duties as generally fall to that office
- (f) Maintain the chapter's membership lists

Section 16. Duties of THE TREASURER

The Treasurer shall:

- (a) Keep up-to-date accurate records of the chapter's finances
- (b) Sign the chapter's checks
- (c) Report to the officers the financial status of the chapter in reasonable detail:
 - (1) The check/cash balance since the last statement
 - (2) Expenses incurred and their purpose
 - (3) Income received and its sources
 - (4) Known pending obligations and estimated expenses
 - (5) Anticipated receivables
- (d) Maintain the chapter's bank accounts
- (e) Reimburse expenses to officers incurred in the proper performance of their duties of

office

Section 17. Duties of THE ACTIVITIES DIRECTOR

The Activities Director will:

- (a) Keep an up-to-date record of the chapter's tangible assets and their whereabouts
- (b) Maintain the central stock and inventory control of hats, shirts, pins, badges and other expendables.
- (c) Distribute expendable supplies and equipment as needed by the officers
- (d) Sell membership materials at the prices established by the Board of Trustees
- (e) Coordinate and direct all special chapter activities--including drawings, raffles, and door prizes
- (f) Select assistants to aid in special activities and/or tasks

Section 18. Duties of THE EDITOR OF THE NEWSLETTER

The Editor will:

- (a) Be responsible for editing the chapter's newsletter, in accordance with the provisions of Article V of these bylaws
- (b) Work closely with the Board and Officers in carrying out these duties
- (c) Seek and stimulate input from the membership
- (d) Supervise, as appropriate, any publication staff members

Section 19. REGULAR MEETINGS

The membership shall meet at least once a year, at a time and place to be determined by the President, and announced to the membership in ON THE AVENUE at least thirty days before the designated date.

The President shall prepare the agenda for each meeting. However, any and all business relating to the chapter may be placed on the agenda by any member at the start of the meeting.

Section 20. SPECIAL MEETINGS

Special meetings may be held at rallies and other events during the year at the discretion of the officers

Section 21. REDRESS OF GRIEVANCES

Any member of the chapter who feels wronged by actions of any officer has the right to request a redress from the Board of Trustees.

The board shall investigate the matter and report disposition of it to the complaining member within (30) thirty days of receipt of the complaint.

ARTICLE IV. ELECTIONS

Section 1. Frequency

Election of officers shall be conducted only every two years by nominations and balloting by the entire membership.

Section 2. Schedule

At least once prior to the commencement of the elections process, there shall be published in the newsletter a schedule, specifying the following:

- (a) The period during which nominations will be taken. The first date on which nominations are to be taken shall be the commencement of the elections process. At least thirty (30) days shall be allowed for the nomination period.
- (b) The period during which nominees are required to accept their nominations and are allowed to submit biographical and campaign statements for publication in the newsletter shall be the slate approval period.
- (c) The approximate time of issue of the newsletter with the ballot form.
- (d) The deadline for receipt of the written ballots.
- (e) The approximate time of issue of the newsletter with the announcement of the election results
- (f) The date on which the elected officers are to take office.

Section 3. Supervision of Elections

The elections shall be supervised by an elections committee, appointed by the President with the approval of the Board of Trustees. The committee shall consist of two or more chapter members not being considered for an office and they will select, among themselves, a chairperson.

Section 4. Nominations

Nominations for officers shall be accepted from any regular or associate member of the chapter during the nomination period.

Each member shall be entitled to submit only one name for each elected officer position. No member may nominate the same person for more than one officer position.

Each nomination shall consist of the following items:

- (a) The name of the member being nominated
- (b) The office for which each nominee is being nominated
- (c) The name of the member offering the nomination

All written nominations shall be mailed to the address specified by the elections committee, which shall be published in ON THE AVENUE, or submitted to a member of

the election committee.

Section 5. Selection of the Slate

The slate of nominees shall be the final list of nominees, whose names shall appear on the ballot forms.

The slate shall consist of at least one name for each officer's position

The slate shall be determined as follows:

- (a) If, at the close of nominations, there are two or more nominees for any officer position,
all nominees for that post shall enter the Slate.
- (b) If, at the close of nominations, only one nomination is received for particular positions,
then these particular positions shall be excluded from balloting, and shall be filled by the single nominee if he/she accepts the office
- (c) If there are no nominees for a position, or if the single nominee refuses the position,
the board will appoint a person to fill the office.

Section 6. Acceptance of Nominations

Members of the slate shall be so informed by the elections committee no later than ten days following the close of nominations

Nominees who wish to run for office shall accept their nominations by verbal notice to the elections committee.

Persons nominated to more than one position shall select the office for which he/she wishes to run

Acceptance shall state or imply the nominee's consent to:

- (a) Run for the indicated office
- (b) If elected, serve in the office to which elected
- (c) Abide by, and enforce, the provisions of these bylaws as they apply to the office to which elected

Failure to submit acceptance in time shall be deemed rejection of the nomination

Section 7. Balloting

Ballot forms shall be printed in ON THE AVENUE

Ballots shall show the office for which each nominee is running.

Ballot must be returned to the address specified on the ballot or handed to a member of the election committee, as noted on the ballot.

Late, illegible, or otherwise defective ballots, as determined by the election chairperson, shall be deemed void.

To permit verification of the voter's eligibility to vote, the name of the voter must accompany the ballot.

Section 8. Determination and Announcement of Election Results

The election committee shall count the ballots and determine the names of the elected officers as follows:

- (a) For each office, the candidate receiving the greatest number of votes shall be the one elected.
- (b) In the event of a tie with three or more candidates, a runoff election shall be held within two (2) months and shall be conducted in accordance with the provisions of these bylaws that pertain to regular elections.
- (c) In the event of a tie with two candidates, the current board will select and appoint from the two candidates.

Section 9. Nominations and Voting for Officers at Annual Christmas Party

(Amended December 7, 2014 with unanimous vote for amendment to Bylaws to allow this action as an option in the place of nomination forms/balloting in the case nomination forms are not returned by deadline.)

- (a) In the case that nomination forms are not returned by the deadline, with a motion and majority vote, nominations and voting of officers may take place during the Annual Christmas Party.
- (b) The floor is opened for nominations. Nominated parties may accept or decline the nomination. If there are no nominations for some, or all, positions, a move for maintaining the current positions of currently installed officers will be asked for. A majority vote for "no changes" will maintain the current officers/positions for the next term, with the exception for positions with nominations which will be voted on separately.
- (c) When all nominations are accepted, the nomination period will be closed.
- (d) A move to vote on nominated parties will be called for, and once seconded, voting on nominees will commence with majority vote in ye/nea format.
- (e) New officers will take their positions at the following Annual Business Meeting.

Election results shall become official at the completion of the tally.

The official election results shall be published in ON THE AVENUE.

ARTICLE V. NEWSLETTER

Section 1. Publication

The chapter shall publish a newsletter, titled ON THE AVENUE

Section 2. Content

The newsletter shall include information of general interest to BMW riders and the chapter membership, as well as reports on the activities of the chapter. ON THE AVENUE shall be the primary vehicle by which the government of the chapter informs the members of policy and administrative matters involving NMMC

Section 3. Distribution

The newsletter shall be distributed without charge to:

- (a) Regular members
- (b) Any other club that agrees to exchange their newsletter, as long as such club continues the exchange.
- (c) Persons or organizations recommended by any member of the board and approved by the President.

Section 4. Editorial Policy

The editor shall, subject to guidelines by the board of trustees, set the editorial policy, and select and edit all materials to be published, in accordance with accepted journalistic ethics and standards.

ARTICLE VI. COMMITTEES AND FUNCTIONS

Section 1. Committee Structure

The Board shall create committees as the need arises. Members shall either be club officers or appointed by the President.

Each committee shall elect its own chairperson; keep its own minutes, copies of which shall be sent to the President and Secretary, and keep its own expense account, copies of which shall be sent to the President and Treasurer.

ARTICLE VII. INCOME DISTRIBUTION AND FINANCIAL POLICIES

Section 1. Non-Profit Status

The chapter shall make no distribution of income to its officers or members.

Section 2. Purchasing Policy

The chapter shall not purchase goods or services from any office holder in the chapter, unless approved by the board.

Section 3. Hiring Policy

The chapter's work is intended to be performed by unpaid volunteers to the extent practicable. The chapter shall not hire any of its office holders or members unless approved by the board of trustees. However, this shall not preclude the engagement of non-officers or non-members to perform services for hire for conduct of functions of the chapter, such as entertainment, catering, etc.

Section 4. Reimbursements

The chapter shall reimburse its office holders, and committee members, for reasonable and necessary telephone, mail and office supply expenses incurred in the performance of their duties. Timely expense reports supported by receipts for expenses exceeding \$25, shall be required.

Travel expenses and capital goods purchases may not be reimbursed unless prior approval has been secured from the Board of Trustees.

Section 5. Advances

Officers and committee chairpersons, who in the performance of their duties, expect to expend significant sums on a regular basis may, upon approval by the Board of Trustees, be advanced funds by the Treasurer to facilitate their work. Under no circumstances shall such advances be continued if the officer, or chairperson, receiving them fails to submit properly documented expense reports promptly.

Section 6. Regulations for Reimbursements and Advances

The board may, with advice from the Treasurer, issue regulations to control and administer the reimbursement and advance payment policy. Upon approval by the board, the Secretary shall submit these regulations to each incumbent officer, and ensure that each incoming officer gets a copy of these regulations.

Section 7. Bank Accounts

The number and use of chapter checking and savings accounts shall be at the discretion of the Treasurer. The President, or one additional officer, determined by the board, shall be required to co-sign, with the Treasurer, all checks exceeding an amount set by the board.

ARTICLE VIII. AMENDMENTS TO THE BYLAWS

Section 1. Offering Amendments

Amendments to these bylaws may be offered by:

- (a) Any officer or member of the Board
- (b) A group of at least ten members

All amendments shall be offered in writing and submitted to the President. If offered by a petition from a group of members, their individual signatures, and names shall accompany the amendment.

Section 2. Adoption of Amendments

Amendments to these bylaws may be adopted by a unanimous decision of the Board of Trustees

Section 3. Referendums

A general membership referendum will be required for any amendment for which three or more members of the board request a referendum.

Whenever practical, referendums shall be carried out through the newsletter and by mail balloting.

The chapter's Secretary shall tally the ballots of referendums.

Section 4. Announcements of Amendments

As soon as possible after being adopted, amendments to these bylaws shall be published and explained in the newsletter.

ARTICLE IX. TERM AND DISSOLUTION

Section 1. Term

The term of the chapter shall be perpetual, except as provided for in Section 2 of this Article.

Section 2. Dissolution

The chapter may be dissolved if it is the unanimous opinion of the board that such action is either desirable or necessary.

Bankruptcies, or a merger with another organization, are possible examples of reasons for dissolution.

Section 3. Disposition of Assets

In the event of dissolution of the chapter, the board shall appoint a receiver, who shall dispose of the chapter's assets as follows:

- (a) Creditors of the chapter shall have first claim on the chapter's assets or proceeds there from
- (b) Office holders of the chapter with approved and pending expense reports shall have the next claim
- (c) Any assets or proceeds there from remaining after satisfying creditors and office holders shall be turned over either to:

1. BMWRA
2. A recognizable charitable or other organization that is tax exempt under North Carolina laws, as directed by the board.

KNOB MOUNTAIN MOTORCYCLE CHAPTER BYLAWS

Revision: December 28, 2014 (Amendment: ARTICLE IV. ELECTIONS, Section 9)