

**The BMW Motorcycle Club of Nashville
By-Laws**

ARTICLE 1 - Name

The name of the Club shall be The BMW Motorcycle Club of Nashville (BMWCON) hereinafter called the "Club."

ARTICLE 2 - Purpose

The purpose of the Club is to promote fellowship, to promote interest in ownership and appreciation of BMW motorcycles, to exchange and/or acquire technical information from members and outside sources, to promote safety and proficient riding skills and to present a better image of motorcyclists to the general public.

ARTICLE 3 – Governance of the Club

The Club shall be governed by its Board of Directors herein after called the "Board". The Board shall consist of the President, Vice President, Secretary, Treasurer and three Directors.

ARTICLE 4 -Membership

Section 1 - Active Member

1. Membership shall be open to any individual over the age of 18 who owns and rides a BMW motorcycle, or any BMW motorcycle enthusiast, regardless of brand ownership. There shall be no discrimination with regard to race, creed, religion, gender, or any other protected status.
2. Applicants for membership must be sponsored by a current Club member in good standing, or must be a member of the BMWMOA or BMWRA.
3. A member shall remain in good standing as long as the required membership dues are paid on time and the member continues to meet an acceptable standard of conduct.
4. Members will not engage in disorderly conduct, unsafe riding practices that jeopardize the safety of other club members or the general public, or act in an inappropriate manner that may damage the Club's image.
5. Each Active Member in good standing is entitled to voting rights and is eligible to hold any Club office, as long as the requirements for such office have been fulfilled.
6. An Active Member may invite guests to participate in Club functions, rides, rallies, etc. The inviting member must be present at the event. The behavior of any guest is the sole responsibility of the inviting member.

Section 2 - Associate Member

1. Associate membership may be extended to any non-riding member of an active member's household such as a spouse or a child at least 16 years of age.
2. Associate members under the age of 18 require written approval signed by the applicant's legal guardians and must be witnessed by an active club member.
3. Associate members do not have voting rights.
4. Associate members are expected to adhere to an acceptable standard of conduct and are the responsibility of the Active Member.

Section 3 - Honorary Member

1. Honorary membership may be granted to an individual by a two-thirds majority vote of the members present at a regularly scheduled meeting.
2. Honorary membership will be for the duration of one (1) year.
3. Honorary members will not be assessed Club dues.
4. Honorary members do not have voting rights.

Section 4 - Resignation of Membership

Any member may resign by giving notice, either verbally or in writing, to any member of the Board. No refund will be given for any prorated unused dues amount. The Board will notify the membership at the next regularly scheduled meeting.

Section 5 - Termination of Membership

A member may be expelled for conduct that is contrary to these By-laws. The allegation of such inappropriate conduct and possible expulsion must first be discussed by the Board whether on complaint by a member or on the Board's own action. If after discussion the Board determines that the allegation warrants further consideration the member must be notified in writing by the Board and invited to the next regular Board meeting or special Board meeting called for that purpose. At such time the member may choose to attend and defend their membership. The Board shall have the authority to either dismiss the allegation or bring the matter to the membership for a vote at the next regularly scheduled membership meeting. At such a membership meeting a member may be expelled by a two-thirds majority vote of the members present. The affected member may, but need not, be present and speak in their own defense. The decision of the membership to expel a member is final.

ARTICLE 5 -Dues

1. Dues for membership shall be determined by the Board prior to the first meeting of the new calendar year.
2. Active membership dues will cover January 1 through December 31 of the current year.
3. Active membership annual dues are to be paid before March 1st.
4. A member will remain on the Club roster without voting privileges until dues are paid. After April 1st, the member's name will be removed from the roster.
5. New applicants for membership who enter the Club after March 1st may have their dues prorated at the rate of 1/12 per calendar month remaining for the current calendar year.
6. New applicants for membership who enter the Club after October 1st shall pay the full annual dues for active membership. However, these dues will cover the applicant through December 31st of the following year.
7. Dues for associate members shall be ½ the rate of an active member. Associate members under the age of 18 shall not be assessed any dues.
8. Honorary members shall not be assessed any dues.

Article 6 – Election of Officers and Directors

1. The Board shall nominate its proposed slate of officers and directors no later than the November membership meeting. Nominations from the floor may be added to the ballot if the nominee meets the criteria provided herein. Officers and Directors shall be elected at the December membership meeting.
2. Nominees for Officer or Director must have been an Active Member for at least one year.
3. The nominee for President must have served as an Officer or Director for at least one full term.
4. The term of office shall be one year for Officers

5. Officers are limited to two consecutive terms in any one office.
6. At the initial election conducted under these bylaws one Director shall be elected for a term of three years, one Director shall be elected for a term of two years and one director shall be elected for a term of one year. At all subsequent elections the term of office for a director shall be three years.
7. A simple majority of voting members, including absentee ballots (if any are applied for), shall determine the winner.

Section 1 - President

The President shall have the following duties:

1. act as chairman for all Club meetings
2. represent the Club in all business activities and on formal occasions
3. appoint any active Club member to fill any vacant Club position until the next regularly scheduled meeting where the membership can either choose to accept or decline the appointment
4. appoint the chairs and members of ad-hoc committees including but not limited to the Activities Coordinator, the Newsletter Editor and the Rally Master
5. call special meetings for unusual or urgent business

Section 2 - Vice President

The Vice President shall have the following duties:

1. perform the duties of the President in his/her absence
2. perform any other Club functions as deemed necessary by the President
3. assist and help coordinate activities of the Club

Section 3 - Treasurer

The Treasurer shall have the following duties:

1. responsible for the financial records of all assets and liabilities of the Club
2. responsible for maintaining accurate membership records and collecting annual dues
3. provide a financial synopsis at each regularly scheduled meeting as well as an annual financial statement at the October membership meeting
4. maintain the Club checking account(s) and any related bank accounts
5. conduct business so as not to endanger the non-profit tax exempt status of the Club

Section 4 - Secretary

The Secretary shall have the following duties:

1. keep accurate records of Club meetings
2. handle all Club correspondence
3. maintain club charters
4. maintain a current set of By-Laws
5. prepare ballots for elections, distribute ballots to members eligible to vote and count ballots once the election is closed
6. receive applications for absentee ballots and provide such ballots to active members requesting absentee ballots
7. maintain and moderate the club website
8. perform all other duties incidental to the office

Section 5 – Directors

Directors shall have the following duties:

1. attend Board meetings and vote on matters before the board
2. chair committees as directed by the President

Section 6 - Removal From Office

Officers or Directors may be removed from office by a two-thirds majority vote of the Active Members at any membership meeting, provided that the Officer or Director has an opportunity to defend themselves against any charges before the membership.

ARTICLE 7 - Meetings

1. Membership meetings will be held once per month. The date, time, and location will be provided in the Club newsletter and also be available on the Club's website.
2. Board meetings will be held at least four times each year. Board members will be notified in advance for the date, time, and location. Active Members interested in business before the Board are welcome to attend any Board meeting.
3. Any number in excess of ten (10) Active Members shall be considered a quorum for membership meetings.
4. Club business may be decided by a simple majority vote. No proxy votes will be allowed.
5. An annual meeting shall be held in December to elect Club officers.

ARTICLE 8 - Amendments

The By-Laws may be amended or added to. The proposed amendment must be submitted in writing to the Secretary at a regularly scheduled meeting. The proposed amendment will then be discussed and voted on at the next regularly scheduled membership meeting. A two-thirds majority vote of Active Members present will be required to pass an amendment.

Adopted November 3, 2009