

## BY LAWS

### ARTICLE I: Name, Purpose, Location

#### Section I. Name

The name of the organization shall be MOUNTAIN STATE CHAPTER BMWCCA, INC. (herein also referred to as "the organization").

#### Section 2. Purpose

The purpose of the organization is to promote interest in motoring and touring activities, to encourage safe and skillful driving, and to provide an interchange of technical advice and information between members of the organization, who are owners and enthusiasts of BMW automobiles and who are members of the national organization, BMW Car Club of America, Inc.

#### Section 3. Location

Meetings may be held at a location chosen by a simple majority vote of the officers of the organization. For corporate matters, the address of the organization shall be: P. O. Box 881, Charleston, W. Va. 25323

### ARTICLE II: Membership

#### Section I Membership

Membership of the organization shall include all members of the National Organization, BMW Car Club of America, Inc. who reside within United States Postal Zip Code areas 247, 248, 249, 250, 251, 252, 253, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, and 268.

### ARTICLE III: Officers

#### Section I. Offices:

The organization shall have a President, Vice President, Secretary, Treasurer, and one or more Officers-at-Large. The Offices of Secretary and Treasurer or Vice-President and Treasurer may be combined, if desired.

#### Section 2. Terms

All Officers shall hold office for a period of one year.

#### Section 3. Functions of Officers

The President shall officiate at all meetings, prepare the agenda, and direct the discussion thereof. The President may appoint standing committees or temporary committees as necessary to effect the activities of the organization, and shall serve as an ex-officio member of any standing or temporary committee of the organization. The President shall execute documents and correspondence in the name of the club. The President may also act as signor or co-signor of checks. The President, or representative designated by him, is responsible for filing the annual Chapter Report to the Zone Governor prior to the annual Chapter Congress. The President shall prominently display, when practicable, the organization flag and the flag of the State of West Virginia upon his vehicle at all events of the organization.

The Vice President shall act in the place of the President during any absence, or when directed by the President. The Vice-President also assists the President or other officer of the organization, as directed by the President.

The Secretary shall record and preserve minutes of meetings, prepare necessary correspondence of the organization, coordinate with the Treasurer in maintaining membership and renewal files, and maintain other organization records.

The Treasurer shall keep and preserve the records and books of account reflecting the financial condition and operation of the organization and any corporate documents which obligate the organization financially. Upon the request of the President or any member of the organization, the Treasurer shall furnish a report of financial transactions. The Treasurer receives all monies paid to the organization and is responsible for promptly depositing such monies to the bank designated as the organization's depository. The Treasurer shall prepare the annual Chapter Financial Report for presentation to the Chapter Congress.

The Officer-at-Large shall aid in the formation of policy and shall undertake other duties as directed by the President. There may be more than one Officer-at-Large.

#### Article IV. Elections

##### Section I: Nominations

Any member may nominate himself or another member for candidacy as an officer. Nominations are not required to be seconded.

##### Section II: Election Process

Elections shall be held annually at a time and location to be designated by a simple majority vote of the officers. Elections shall be by show of hands of all members present; the recipient of the most votes shall be the successful candidate. Candidates shall not be present in the room during their respective election.

##### Section III: Registration of Officers

Any officer shall have the right to resign by submitting a written resignation to the Officers. The resignation shall be accepted by a simple majority vote of the officers.

##### Section IV: Removal

Any officer may be removed by a two-thirds (2/3) vote of members present, consisting of a quorum of not less than one-half (1/2) of the total membership of the organization.

#### Article V: General

##### Section I: BMWCCA

It shall be the duty of the Officers of the organization to comply with all requirements established by BMW Car Club of America, Inc., as to dues, membership, meetings, events, insurance coverage, reports, and so forth.

##### Section II: Liability

Any member or non-member, individual or corporation, extending credit to, contracting with, or otherwise having any claim against the organization, shall look only to the funds and the property of the organization for the payment of any debt, damages, judgement or decree or any

other money that may become due and payable to them from the organization, so that neither the members or officers of the organization are personally liable therefor.

Section III: Order of Merit

The Officers of the Organization may from time to time, as appropriate, award a certificate known as the "Order of Merit" to deserving members who have performed outstanding service, outstanding feats of motoring skill, or other activity above and beyond the call of duty deserving of the solemn and significant recognition of the "Order of Merit".

Section IV: Amendments

An amendment to these by-laws may be affected by a simple majority vote (51 percent) of the officers of the Organization or by a simple majority vote (51 percent) of members present at a scheduled meeting of the organization.

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