



BMW Car Club of America Connecticut Valley Chapter, Inc. Bylaws

ARTICLE I - Name and Objectives

Section 1. Name

The name of this Chapter is "The BMW Car Club of America - Connecticut Valley Chapter, Inc." hereinafter referred to as "the Chapter, BMW CCA-CVC, or CVC." These Chapter Bylaws may not be in direct conflict with the Bylaws of BMW CCA.

Section 2. Objectives

Insofar as permitted to corporations under Title 33, Chapter 600 of the Connecticut General Statutes, without profit:

1. To provide the members with an opportunity to meet with other BMW owners and enthusiasts;
2. To promote the enjoyment and ownership of the BMW automobile through publications and activities;
3. To establish and maintain mutually beneficial relationships with other organizations with similar objectives, such as, but not limited to, the manufacturer, dealers and other BMW Chapters/Clubs;
4. To promote interest in motoring and touring activities;
5. To encourage safe and skillful driver education;
6. To purchase, rent and/or lease all kinds of property, real and mixed for carrying out such activities; and
7. To promote other such services for the members and sponsor such activities as are in keeping with the above objectives and non-profit nature of the club.

ARTICLE II - Meeting Locations

Meetings will be held at a location chosen by the Chapter President (hereinafter referred to as "the President") or the Board of Directors (hereinafter referred to as "the Board"). For Corporate matters, the address of the Chapter shall be that of the President.

ARTICLE III - Membership

Section 1. Active Member

Limited to members of the BMW Car Club of America, Inc. (otherwise known as "BMW CCA")

Section 2. Associate Member

A member of the immediate family of an Active Member desiring to have voting privileges and/or serve as an officer of the Chapter. Associate Members shall be entitled to all the benefits and privileges of club membership with the exception of receiving the Chapter newsletter and other general mailings.

Section 3. Dual Member

A BMW CCA member of another Chapter may become an Active Member of the Chapter. This entitles them to participate in Chapter events at regular Chapter fees and to receive the Chapter newsletter.

Section 4. Voting Member

An Active, Associate, or Dual Member. Voting is restricted to one vote per membership. In all matters requiring a vote of the membership, a ballot shall be sent to all voting members.

Section 5. Charter Members

A Charter member is a founding member of the chapter who became a member when the chapter received its original charter.

Section 6. Dues/Loss of Membership

Annual dues for Active and Associate Members are set by BMW CCA and are payable upon notification on the member's anniversary date of membership. A member shall forfeit his/her membership upon failure to pay annual dues within thirty (30) days of being notified that dues are to be paid.

A member may be suspended or removed from the Chapter by a two-thirds (2/3) vote of the Board for actions detrimental to the objectives and best interests of the Chapter or BMW CCA.

ARTICLE IV - Elections

Section 1

Any voting member may nominate another voting member who is in good standing. All nominees for office must have been voting members in good standing for at least six (6) months prior to the Annual Meeting.

The four Executive Officer positions (President, Vice President, Secretary and Treasurer) must be filled by a member who has served on the Board of Directors for a minimum of one year during the three (3) calendar years immediately preceding the election. The minimum one year requirement may be reduced by a 2/3 vote of the Board.

Section 2

The Board may appoint a nominating committee (consisting of voting members) which may nominate candidates for office. The report of the nominating committee will be made to the membership at least thirty (30) days before the Annual Meeting. All nominees for office must have been voting members in good standing for at least six (6) months prior to the Annual Meeting.

Section 3

Election of officers will be held by written ballot and the results announced at the Annual Meeting. Ballots shall be sent to the voting members prior to the Annual Meeting. Ballots returned by mail must be received at the Chapter's Post Office Box no later than one week before the date of the Annual Meeting.

Votes for "write-in" candidates shall be counted in the same manner as those pre-printed on the ballots.

Only one (1) vote is allowed per member, and only one ballot per envelope will be accepted.

Individual voting members may submit their ballot at the Annual Meeting, however, no one is permitted to submit another member's ballot.

All submitted ballots MUST contain the voting member's printed name and signature.

Section 4

Ballots will be counted by member(s) appointed by the Board. That individual(s) cannot be running for one of the elected positions on the Board.

Section 5

If a vacancy/vacancies occur on the Board, the position(s) shall be filled by a voting member(s) appointed by 2/3 approval of the Board. The Board may, at its discretion, appoint a voting member to assume the duties of any officer who is absent or incapacitated or otherwise unable to perform the duties of his/her office.

ARTICLE V - Officers

Section 1

The Chapter shall have a President, a Vice-President, a Secretary, a Treasurer, and at least two (2) but not more than ten (10) Members-at-Large, all of which shall comprise the Board.

In addition to these elected positions, the Board may appoint up to two (2) Charter Members to serve a one-year term as voting members of the Board.

Section 2

All officers shall hold office for a period of one (1) year or the period of time between successive Annual Meetings.

Section 3

Any officer shall have the right to resign by submitting his/her resignation in writing to the Board.

Section 4

An officer may be removed by a two-thirds (2/3) vote of the voting members present at any meeting plus those members voting by absentee ballot. However, any motion for the removal of an officer must be duly made at a regularly held meeting at least one (1) month prior to a vote on said motion. The voting membership must have been so advised.

Section 5 Duties and Responsibilities of Chapter Officers

President: The President shall be the chief operating officer, supervise the general functioning of the Chapter, call meetings of the membership, preside at all meetings and ensure the continuity of Chapter operations through the maintenance of an operations manual.

Vice-President: The Vice-President shall assist the President in the conduct of the affairs of the Chapter, shall officiate in the President's absence or

inability to serve, and have particular responsibility for planning and ensuring implementation of the activities of the Chapter.

Secretary: The Secretary shall maintain minutes of all business meetings, carry on all correspondence, keep all current Chapter records except financial, and perform other duties assigned by the Board. The Secretary shall have available at all meetings a copy of the Chapter Bylaws.

Treasurer: The Treasurer shall be responsible for all Chapter general funds, as opposed to specific funds controlled by committees authorized by the Board. In addition, the Treasurer shall be responsible for making authorized expenditures and for submitting an annual financial report to the Chapter President, Regional Vice President, and the Executive Director, BMW CCA. No person shall incur an obligation to, nor commit the credit of the Chapter or Club, except as specifically authorized by the Board. The Treasurer and President shall be authorized to sign checks for general Chapter expenditures.

Members-At-Large: The Members-at-large shall perform such duties as required by the Board.

Charter Members: Two positions on the Chapter's Board of Directors may be held by Charter Members. These positions are filled by appointment of the elected Board Members and are voting positions which are in addition to the Executive Officers and Members-At-Large.

Section 6

The Board shall be responsible for ensuring the minimum standards for Chapter existence, as established by BMW CCA, are met and maintained.

ARTICLE VI - Meetings

Section 1

Except as otherwise provided, meetings will be called by the President or Board when necessary or suitable to the activities of the Chapter.

Section 2

The Secretary, or an appointee shall be responsible for notifying all members of all general meetings of the Chapter by written notice.

The Annual Meeting shall be held within the first two (2) months of the calendar year.

Section 3

At general business meetings only the Board and its appointed officials shall have the right to make motions and vote on said motions as necessary for conducting Chapter business.

ARTICLE VII – Chapter Powers

Section 1

Except as herein otherwise provided, the Board shall exercise all powers of management of the corporation.

Section 2

The Board may name such committees as it sees fit, or may act as a committee of the whole. It may delegate to the President the power to appoint any committee.

ARTICLE VIII - Personal Liability

Section 1

All persons or corporations extending credit to, contracting with or having any claim against the Chapter, or Board, shall look only to the funds and the property of the Chapter for the payment of any debt, damages or judgment or decree or any other money that may become due and payable to them from the Chapter or the Board so that neither the members of the Chapter nor its Board are personally liable therefore.

ARTICLE IX - Amendments

Section 1

Any amendment of these bylaws may be proposed to the membership by either:

- a) a three-quarters (3/4) vote of the Board, or
- b) any two voting members, if their proposed amendment carries at a regular Board meeting by a two-thirds (2/3) vote of the Board members.

Section 2

A proposed amendment will be adopted by a two-thirds (2/3) vote of the voting members present at any meeting plus those members voting by absentee ballot. Notification of proposed amendments and explanation of the subject matter shall be sent to the membership.

REVISED BYLAWS, passed December 2009