



E30 CCA

BYLAWS



**ODOMETER  
GEARS**



**BIMMER  
PERFORMANCE CENTER**



Article I. Name, Objective, and Legal Address

Section A. The legal name of the organization shall be the E30 Chapter (informally E30CCA) of BMW Car Club of America Inc. (BMW CCA). It shall be a 501(c)(7) nonprofit organization incorporated under the laws of the State of South Carolina and shall be referred to, herein, as the "Chapter".

Section B. The objective of the Chapter is to serve owners of BMW's iconic E30 chassis throughout the United States of America. E30CCA will encourage the exchange of ideas, information, experiences, and technical support. In addition, the Chapter will promote participation in the community with events, meets, and activities to continue the growth of the Chapter, and BMW CCA brands.

Section C. The Legal Mailing Address of the Chapter shall be the postal address published in the Chapter's official newsletter, unless otherwise specified by special action of the Officers defined in these Bylaws.

Article II. Membership

Section A. Membership shall be granted to all Active Members and Associate Members, as defined by the BMW CCA. Upon receipt of annual dues and a properly completed Membership Application requesting assignment to the E30 Chapter, as primary or secondary chapter, and upon acceptance by BMW CCA, all such members shall be viewed as Present Members by the Chapter. BMW CCA will govern the Membership Application and Membership Rates. All Chapter members must be BMW CCA members as categorized in the BMW CCA membership database.

Section B. A business which advertises or otherwise sponsors the Chapter is a Business Sponsor of the Chapter. Business sponsorship fees do not include BMW CCA Membership, and are designated specifically to the Chapter as benefactor contributions or in exchange for advertisement.

Section C. Any member may have the Chapter membership suspended or terminated by a simple majority vote of the Elected Officers for general misconduct, defined as any act or action, which could be damaging to the Chapter, BMW CCA, or BMW Brand. The member shall be notified of the infraction in written form (e.g. email or USPS letter), and shall be allowed to appeal within fourteen (14) days of the notification. Dismissal from the Chapter shall not affect BMW CCA Membership.

Article III. Meetings of Members.

Section A. General meetings of the Chapter shall be called by the Chapter Office when necessary or suitable to the activities of the Chapter. General Meetings may involve BMW CCA events and diverse events organized by other organizations and clubs, which E30CCA endorses and/or chooses to participate in.

Section B. There shall be an annual meeting of the Present Members. Specific dates, locations and schedules, which will be designated by the Chapter Office, shall be announced at least three (3) months in advance in writing, as well as published in the Chapter's quarterly publication and on the Chapter's website. It is the responsibility of the Chapter Office and Present Members to promote the event.

Paragraph 1. Following 2016 and 2017 ("the Start-Up Years"), the Annual Meeting shall be held in alternating Time Zones each year. The schedule will follow a BMW M10 Engine firing order:

1. Eastern Time Zone
3. Mountain Time Zone
4. Pacific Time Zone
2. Central Time Zone

Section C. Regional Meetings shall promote the greatest possible representation of the Chapter and participation by Present Members and potential members at the local level. Regional Meetings shall be conducted and organized by Regional Coordinators, with indirect involvement of the Event Coordinator. Regional Meetings shall not interfere with any other Chapter events and shall report to the Chapter Office with members' written or visual accounts of the event.

Section D. Special Meetings of the Chapter Office may be called by ten percent (10%) of Present Members submitted to the Secretary with a written cause. Upon receipt of any such request, the President shall schedule the meeting to take place at the earliest reasonable date, and shall send written notice of the meeting to all Present Members. Following the meeting a summary of the meeting and its outcome shall be sent to all Present Members. Present Members may designate another Present Member to act as their proxy to participate in the meeting, provided prior written notice is supplied to any Officer of the Chapter.

Section E. Meeting Notifications shall be published on the Chapter calendar, the newsletter, in the quarterly publication, and on the website. It is responsibility of the Chapter Office and Present Members to promote all events.

Section F. ALL Members are expected to avoid conduct detrimental to the integrity and public confidence of the Chapter. The Chapter will promote lawful, ethical, and responsible conduct at all Meetings. Illegal or irresponsible conduct discredits the reputation, and undermines public respect and support of the Chapter.

Section G. An Annual Officers' Retreat shall be scheduled by the Chapter Office for the Chapter Office. Planning and scheduling The Retreat shall be the responsibility of the Vice-President in coordination with the National Event Coordinator.

#### Article IV. The Chapter Office

Section A. The Chapter Office is the entity responsible for overall policy and direction of the Chapter, and delegates the responsibility of day-to-day operations in an orderly, businesslike, and responsible manner. The Chapter Office shall consist of Elected and Appointed Officers. Appointed Office positions may become Elected Office positions, and new Office positions may be created by amendment of these Bylaws.

Paragraph 1. There shall be six (6) Officers elected by the Present Members, consisting of a President, Vice-President, Treasurer, Secretary, Event Coordinator, and Membership Administrator. The Chapter Office receives no compensation other than reasonable reimbursement of expenses submitted to and approved by both the Treasurer and the President. The Chapter Office shall exercise any and all necessary powers related to management of the Chapter.

a           President: The President shall convene monthly scheduled Chapter Office meetings. The President shall have overall management responsibility of the Chapter, with the advice and consent of the Chapter Office. The President shall report to the membership on the general state of the Chapter at the Annual Meeting, and assist with performing additional duties requested by the Chapter Office.

b           Vice-President ("VP"): The Vice President shall perform the duties of the President in the absence of, or in the event of disability of, the President, and shall perform any other duties the President or the Chapter Office may assign. The VP shall chair committees on special subjects as designated by the Chapter Office and host the Annual Officers' Retreat.

c           Secretary: The Secretary shall be responsible for keeping records of the Chapter's actions, including summarizing meetings, sending out meeting announcements, and assuring that records are maintained. The Secretary shall provide the Newsletter Editor with condensed summary suitable for informing the Present Members of the work of the Chapter Office, and perform such other duties as the President or Chapter Office may assign.

d           Treasurer: The Treasurer has custody of all monies and assets belonging to the Chapter. The Treasurer directs deposits of all funds to the Chapter's account in a bank designated by the Chapter Office, and ensures strict compliance with these Bylaws in all matters pertaining to the financial affairs of the Chapter. The Treasurer shall maintain accurate and detailed records of all such receipts and disbursements. All disbursements in the name of the Chapter shall be approved by the Treasurer. The Treasurer shall make a report at the Annual Meeting, and keep the Chapter Office periodically informed of all financial transactions. Except as specifically provided in these Bylaws, no person shall incur an obligation to, nor commit the credit of, the Chapter, unless specifically authorized by the Treasurer.

e           Event Coordinator (EC): The Event Coordinator shall be responsible for planning, coordinating, and promoting an active and orderly program of events and activities for the general membership of the Chapter. The EC shall ensure that each region of the Chapter is served by at least one Regional Coordinator. The EC shall be responsible for providing any necessary support which enables the Chapter to carry out their plans and activities, and for representing them before the Chapter Office. The EC maintains the Chapter's calendar of all events, meetings, and gatherings.

f           Membership Administrator ("MA"): the National Membership Administrator shall be responsible for the conduct of all Chapter affairs specifically pertaining to Chapter membership, the active and orderly pursuit of member recruitment and retention; working jointly with the Chapter Office and all Coordinators on communications, and other means of promoting member cohesion. The MA is to keep the latest list of all Present Members and their contact information, and supply that list to the Newsletter/Publication Editor and the Website.

\*\*\*The 2016 and 2017 calendar years shall be known as "Start-Up Years." Notwithstanding Article IV, Section A, Elected Positions shall be appointed by the founding President and shall be considered as interim. \*\*\*

Paragraph 2. Appointed Staff within the Chapter are to be nominated by the Chapter Office or Present Members and are approved by the Chapter Office. Appointed Staff positions shall have no term limits, though their performance shall be reviewed by the Chapter Office annually.

- a Webmaster: to be determined.
- b Publication Chief Editor: to be determined.
- c Photo/Video Contributor: to be determined.
- d Sponsorship Coordinator: to be determined.
- e Executive Fundraiser: to be determined.
- f Social Media Ambassador: to be determined.
- g Communication Intermediary: to be determined.
- h Brand Manager: to be determined.
- i Regional Coordinator: to be determined.
- j Performance Driving Liaison: to be determined.
- k Member-at-Large: The most recent past President shall serve as the Member-At-Large, shall be only a Tie-Breaker voting member of the Chapter Office, and shall perform such duties as the President or Chapter Office may assign.

Section B. Meetings by Waiver may be held by telephone, by e-mail, by video conference, or by any other medium agreed to by two-thirds of the Chapter Office.

Section C. Reasonable expenses incurred by Officers shall be documented and submitted for the Treasurer for approval. Such expenses may include scouting expenses, portions of travel expenses, and any other Chapter-related expenditure.

Section D. Quorum shall be the minimum number of Officers present at any Meeting to make the proceedings of that meeting valid. To achieve Quorum, the least number of five (5) Elected Officials must be present.

Section E. Deciding Factors

Paragraph 1. All Chapter Office matters shall be decided by a Simple Majority (51%) vote of the Quorum.

Paragraph 2. Tie-Breaker Vote shall belong to the Member-at-Large.

Paragraph 3. Each Chapter Officer shall have one vote, and only one vote, regardless of any additional duties, functions, or responsibilities assigned to that Chapter Officer.

1. In case of an absence, Officers are permitted to vote by proxy and permit an attending Chapter Officer to vote on their behalf.

Paragraph 4. The Secretary shall have a copy of Bylaws available at all Chapter Office Meetings and shall conclude every meeting with a summary of the meeting.

Section F. Elected Chapter Officer Term shall be a two-year term, but are eligible for re-election for up to five consecutive terms.

Section G. Officer Removal and Resignations

Paragraph 1. An Officer or Appointed Staff Member may be relieved from their duties with a Super Majority (67%) of the Chapter Office. Such termination shall be immediate following the vote.

Paragraph 2. Written Resignation of any Chapter Officer or Appointed Staff must be provided to the Secretary and is effective immediately.

Paragraph 3. If a Chapter Office vacancy occurs between elections, the Chapter Office may appoint a Present Member of the Chapter to fill the vacancy. This appointment shall remain in effect until and only until the next election for that office following the appointment.

Section H. There shall be no monetary compensation for any Officer or Appointed Staff. However, the Chapter Office may decide on alternative reimbursement to encourage the highest standard of volunteerism.

Paragraph 1. In the event that a Chapter Officer or Appointed Staff Member make a personal expenditure on Chapter's behalf, all receipts and invoices shall be submitted to the Treasurer to be approved for reimbursement. Any expense above \$50 shall be reviewed by the Chapter Office.

Section I. The Chapter Office shall issue an Annual report to be published in the Newsletter, the Quarterly Publication, and the Website. Such report shall include a Membership Growth Summary, an Events Summary, an Election Summary, and a Financial Summary.

#### Article V. Elections

Section A. Voter Eligibility shall be extended to all Present Members in all Chapter matters requiring a General Vote. Chapter Officers shall have the authority to establish and define voting and non-voting matters.

Section B. Nominee Eligibility for Elected Office, except the office of President, must be Present Members for at least six (6) months prior to the Annual Meeting of the Election Year for the nominated positions.

Paragraph 1. Nominees for President must be Present Members, and must have been actively involved in the Chapter's discussions and decisions, as Chapter Office members, Appointed Staff, Regional Coordinators, or Committee Members for at least one (1) year prior to the Annual Meeting of the Election Year for the nominated positions.

Paragraph 2. Officers shall hold office for a period of two Fiscal Years.

Paragraph 3. The President, the Secretary, and the Events Coordinator shall be elected in odd-numbered years. The Vice President, the Treasurer, and the Membership Administrator shall be elected in even-numbered years.

Section C. The Nominating Committee shall be appointed by the Chapter Office and consist of at least three (3) Present Members. The Secretary shall appoint the leader of this committee and the Committee shall follow this Article of the Chapter's Bylaws.

Paragraph 1. The Nominating Committee shall receive and record all nominations submitted, and verify such nominations to be in accordance

with all provisions in this Article and all other provisions of these Bylaws. The Nominating Committee shall have access to the Electronic Election Process and have a duty to uphold voter anonymity.

Paragraph 2. Any Officer or three (3) Present Members may nominate any Present Member as a candidate for an Elected Office. Such nomination shall be done in writing, submitted to the Nominating Committee and is subject to Nominee Eligibility. Nominee shall acknowledge their candidacy in writing to the Nominating Committee.

Paragraph 3. The following shall be the schedule deadlines by which the Elections Process shall follow:

- a Last Friday of August: Nominating Committee appointed.
- b Last Friday of September: Nominees Ballot submitted.
- c Voting period shall be November 1<sup>st</sup> to November 14<sup>th</sup>.

Paragraph 4. The Nomination Committee shall submit a complete Ballot of Nominees to the Secretary, which shall then be reviewed by the Chapter Office, and published in the Newsletter and on the Website.

Paragraph 5. No nominee shall serve on any committee or have any responsibilities within the election process, which could be considered as a conflict of interest.

#### Section D. General Elections

Paragraph 1. Votes shall be submitted electronically, and results shall be overseen by the Secretary and Membership Administrator.

Paragraph 2. Election of Chapter Officers shall occur by Voting Members in an electronic ballot on the Chapter's Website. Each Present Member shall have one ballot submission.

Paragraph 3. Each newly elected Chapter Officer shall assume their role on January 1<sup>st</sup>, following the Elections. Time between the end of elections and the assumption of the Chapter Office position shall be known as the Transition Time.

Paragraph 4. Election Results shall be published in the Monthly Newsletter, the quarterly publication, and the Website.

#### Article VI. Committees

Section A. The Chapter Office may create committees as needed (e.g. fund raising, public relations, data collection, etc.). The Secretary shall appoint all committee leaders.

Section B. The Finance Committee shall be headed by the Treasurer and will include the President and the Vice-President. All members of this committee shall have access to Chapter funds, though a simple majority vote shall be reached, before the Treasurer releases any Chapter funds or approves any expenses requiring the disbursement of Chapter funds. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and the annual budget. The Chapter Office must approve the budget and all expenditures must

be within budget. Any major change in the budget must be approved by the Chapter Office.

Section C. The Nominating Committee shall be appointed by the Chapter Office and consist of at least three (3) Present Members. The Secretary shall appoint the leader of this committee and the Committee shall follow Article V of the Chapter's Bylaws.

#### Article VII. Fiscal Year and Dues

Section A. Fiscal Year shall be the same as the Calendar Year.

Paragraph 1. The Treasurer shall provide a report at each board meeting. The Treasurer shall oversee finances, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Chapter Office members only.

Paragraph 2. Annual reports are required to be submitted to the Chapter Office showing income and expenditures. The Simple Annual Report of the organization is public information and shall be made available to the public after being reviewed and approved by the Chapter Office.

Section B. Annual Chapter dues shall be determined and collected by the BMW CCA. Minimum fee of an Associate Member is required to be a Present Member of the Chapter, as determined by the BMW CCA.

Section C. Special Dues may be considered by the Chapter Office and must be approved by a supermajority (two thirds/ 67%) in a General Vote of ALL Present Members. The intent to impose additional dues must be stated in the published agenda available prior to the meeting in the Newsletter and published on the Website.

Section D. The Chapter Office shall dictate all Event and Meeting Entry Fees to afford Chapter functions. All such fees must be clearly stated prior to events and promoted as part of the event details, along with dates, schedules, and activities.

#### Article VIII. Chapter Assets and Personal Liability

Section A. All positions, within the Chapter, are Voluntary and no part of Chapter funds shall be used to the benefit of its Chapter Officers, Members, or any private individual.

Section B. In the event of the Chapter disbanding, all of the Chapter's assets shall be transferred to BMW CCA, to be used for their benefit and at their discretion.

Section C. All entities extending credit to, contracting with, or having any claim against the Chapter or the Chapter Office shall look only to the funds and the property of the Chapter for the payment of any debts, damages, judgment or decree. Neither the members of the Chapter nor the members of the Chapter Office shall be held personally liable.

#### Article IX. Regions and Regional Chapters

Section A. The Chapter Office shall institute and maintain a leadership structure for the Chapter, which ensures that that the Chapter serves the interests of all its Present Members in all Regions. Each Region shall be served by one or more

Regional Coordinators. Boundaries of such Regions shall be defined at the discretion of the Chapter Office, and may be revised from time to time as the Chapter Office sees fit.

Paragraph 1. To qualify to be a Region, there must be at least twenty (20) Present Members in close proximity. For every fifty (50) Present Members in a Region, an additional Regional Coordinator may be appointed.

Paragraph 2. The Event Coordinator shall delegate the responsibility for planning and coordinating an active and orderly program of events and activities to Regional Coordinators, with the support of, and active input from, the Chapter.

Paragraph 3. Regional Coordinators may be called upon to participate in Chapter Office Meetings, but shall not have a vote at such meetings.

Section B. Regional Coordinators shall provide proof of participation to the Chapter. Such proof shall be written and/or visual and will be included in the Chapter Newsletter, and may be incorporated into the Quarterly Publication and the Website.

Article X. Adoption of Bylaws

Section A. These Bylaws were approved at a Meeting of the Chapter Office.

Secretary Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Section B. These Bylaws may be amended when necessary by Simple Majority of the Chapter Office. Proposed amendments must be submitted to the Secretary for inclusion in the Chapter Newsletter.

a Amendments shall be submitted in writing to the Secretary by a Chapter Officer or two (2) Present Members. Amendment text must be approved by the Chapter Office and all Present Members must be notified in a Newsletter of upcoming Vote no less than two (2) weeks prior.

b Amendment shall become effective if approved by the Super Majority (67%) of all Present Members votes.

Paragraph 2. Amendments

1. Date; Text to be determined.

Section C. Bylaws shall be available to all Chapter Members and non-members and shall be published publicly on the Website.