

# **CONSTITUTION**

## **Bluegrass Bimmers, Inc.** **Chapter of BMW Car Club of America**

1. The purpose of the Chapter is to provide a vehicle for social and technical needs of BMW automobile owners.
2. Membership
  - A. Any BMW automobile enthusiast living within the boundaries of the Chapter is eligible for membership in the Chapter.
  - B. The Chapter area consists of all of KY plus IN zip codes 471, 475, and 477.
  - C. Potential members must apply to the BMW CCA National Office
  - D. Classes of membership, as defined by National are:
    - I. General Membership
    - II. Associate Membership
    - III. Special types of membership as granted by the National board such as honorary, life, or charter. These cannot be granted by the Bluegrass Bimmers chapter board.
3. Officers
  - A. Elected Officers (7) shall be as follows:
    - I. President
    - II. Vice President
    - III. Secretary
    - IV. Treasurer
    - V. Members at Large (total of 3 positions)
  - B. Emeritus Officers (2) shall be as follows:
    - I. Officers at Large shall be the two most recent past Presidents
  - C. Appointed Officers (4) appointed by the Board may be as follows:
    - I. Communications Coordinator
    - II. Driving Events Coordinator
    - III. Membership Coordinators (total of 2 positions)
  - D. The voting Board shall consist of nine or more officers, depending on how many Officers are appointed by the Board. Elected and Emeritus Officers may also serve the role of an Appointed Officer, at the board's discretion, however an officer serving in multiple roles shall only have one vote.
4. Elections and meetings.
  - A. Elections will be held in November and new officers will be installed in December at the General Meeting or the Holiday Party.
  - B. Officers will be elected by a vote of all members on an official ballot returned through the mail, the Chapter Web Site, or deposited in a ballot box provided by the Secretary at meetings.

- C. If the President vacates his office during his term the duties will be assumed by the Vice President. All other office vacancies will be filled with persons appointed by the President with the advice of the Board.
  - D. To remove a person from office, the full remaining Board must agree upon the removal by a 2/3 majority vote of all.
  - E. Emergency board decisions outside of board meeting can be accomplished by telephone or an emergency meeting by two-thirds vote of the full Board. Also, the President must be involved in the decision.
5. Amendments to this Constitution will be accomplished by a two-thirds vote of the full voting Board.

## **BYLAWS**

### **Bluegrass Bimmers Chapter of the BMW CCA**

1. Membership Rights.
  - A. Each member shall receive printed or electronic newsletters and other communications in the frequency and format specified by the National Operations Manual.
  - B. Each member is encouraged to participate in all Chapter events and in the administration of the Chapter and events.
  - C. General (Regional Social) Meetings will be scheduled monthly and coordinated by officers or volunteers living in the geographic area of the meetings.
  - D. Dues are set by the BMW CCA National.
  
2. Board Meetings.
 

There shall be a minimum of four board meetings each year. Meetings will rotate between Louisville and Lexington, and are open to all members in good standing.

  - A. A quorum shall consist of a simple majority of current Elected, Emeritus and Appointed Officers. If a quorum is not present at a meeting then any decisions made shall be advisory and acted upon at a special meeting, by telephone or at the next board meeting.
  - B. All business other than amendments to the Constitution or Bylaws shall be binding through a simple majority vote of a Board quorum.
  - C. The final board meeting each year will include event and budget planning for the coming year with recommendations for the incoming board to consider in its January meeting.
  - D. There will be an Event and Financial Planning board meeting in January of each year to set the budget and schedule of events for the year. At the Board's discretion this meeting may be combined with a regular Board meeting. The board will set a limit for event expenditures at this meeting. If the board fails to establish a limit at this meeting it will default to

\$2,500.00 until modified by the Board. Expenditures above the approved or default level must be brought to the Board for approval.

E. The fiscal year shall end December 31<sup>st</sup>.

3. Officers.

- A. President: Presides over all meetings, prepares the agenda and directs the discussion thereof; acts as an ex-officio member of all standing and temporary committees except the nominating committee; executes all documents and correspondence in the name of the Club as authorized by the membership or the Board of Directors. The President, or other officer designated by the President, is responsible for sending in the annual Chapter report to the BMW CCA Regional Vice President in the frequency as specified by the National Operations Manual.
- B. Vice President: Acts in place of the President during his absence or when so ordered by the President; assists the President and/or Board of Directors in any manner that they may direct. Responsible for recruitment and introduction of new members to the club, and retention of existing members. Acts as Membership Chair, as defined by the National Operations Manual, if no Membership Coordinators are appointed by the Board, and coordinates the activities of Membership Coordinators, if multiple Officers are appointed by the Board.
- C. Secretary: Records and preserves the minutes of the Board meetings; presents and reads such minutes at the request of the President; prepares necessary correspondence of the Chapter when so directed; sends a list of Chapter officer's names, addresses and telephone numbers to the BMW CCA National Office in the frequency as specified by the National Operations Manual.; sends incorporation information to the Kentucky Secretary of State in January of each year.
- D. Treasurer: Keeps and preserves the records and books of accounts reflecting the financial condition and operation of the Chapter and any corporate documents which obligate the Chapter financially. Upon the request of the President, the Board, or Chapter members, the Treasurer furnishes a report of financial transactions; the Treasurer receives all monies paid to the chapter and promptly deposits same to its credit with the bank designated as Chapter depository. He prepares the annual Chapter financial report for the BMW CCA Regional Vice President in the frequency as specified by the National Operations Manual..
- E. Officer at Large (2): Shall be a member of the Board, attend the meetings of the Board, aid in forming policy and making decisions, and undertake any duties the President or Board of Directors may designate. Officers at Large will be former presidents.
- F. Member at Large (3): Shall be a member of the Board, attend the meetings of the Board, aid in forming policy and making decisions, and undertake any duties the President or Board of Directors may designate, including but not limited to planning, organizing and staging events and activities of the Chapter and recruiting members to run them.

- G. Driving Events Coordinator: Shall be a member of the Board, attend the meetings of the Board, aid in forming policy and making decisions, and is responsible for the organization, securing insurance coverage and safe operation of all driving events
- H. Membership Coordinator (2): Shall be a member of the Board, attend the meetings of the Board, aid in forming policy and making decisions, and is responsible for recruitment and introduction of new members to the club, and retention of existing members. If directed by the Board, act as Membership Chair as defined by the National Operations Manual.
- I. Communications Coordinator: Shall be a member of the Board, attend the meetings of the Board, aid in forming policy and making decisions, and is responsible for supplying the Chapter Newsletter, Web Site and other communications to the members. May serve as Newsletter Editor, Webmaster and/or Email Group Moderator or delegate these functions to other member volunteers or paid outside contractors as best meets the needs of the Chapter. Controls the expense of these communications media as directed by the Board.
- J. Up to four officers will be designated by the Board to endorse checks.
- K. A minimum of two officers must sign all checks above \$1000. The Treasurer may sign checks without a second signature up to \$1000.

4. Nominations and Elections

- A. The full Board, except for the President, shall be the nominating committee. The Vice President will be responsible for and head the committee.
- B. A member may run for office upon the nomination of the Board, by personal request to the Board, or by nomination from another member.
- C. Nominations must be brought before the Board a minimum of one month before the election in November. The ballot with the candidates' resumes must appear in the November newsletter or through a special mailing on or about November 1<sup>st</sup>. All ballots must be available to the Board at the December board meeting. The Secretary will be responsible for the election notice and ballot counting.
- D. A plurality of votes cast shall elect a candidate to office.
- E. The outgoing board will decide all election ties.

5. All committees will be formed, as needed, by a vote of the Board.

6. Amendments to the Bylaws will be accomplished by a two-thirds vote of a Board quorum.

7. Insurance

- A. All events, as defined by the National BMW CCA, must be covered by insurance. This is usually obtained from our insurance holder through a contract with the BMW CCA.

- B. All Event Chairmen will be responsible for insuring each event. The proof of coverage will be made available to the Driving Events Coordinator before each event, or that event will be cancelled.
  - C. All Event Chairman will be responsible for obtaining insurance refunds from the National BMW CCA Executive Director with assistance from the Driving Events Coordinator.
8. Chapter Reports to the National Office
- A. A list of Chapter Officers' names, addresses and telephone numbers must be submitted by the Secretary to the Regional Vice President and the National office within 30 days of the completion of Chapter elections.
  - B. An annual report of Chapter activities must be provided by the President to the Regional Vice President in the frequency specified by the National Operations Manual. The form will be provided by the National office.
  - C. An annual financial report of the Chapter must be provided by the Treasurer to the Regional Vice President in the frequency as specified by the National Operations Manual. The form will be provided by the National office.

*As amended and approved by the Board of Directors on 19 October 2010.*