

ALLEGHENY CHAPTER BY-LAWS

Updated 03/08/2021

ARTICLE 1 – NAME

The name of the corporation is Allegheny Chapter, BMW Car Club of America, Incorporated. (Hereinafter referred to as the “club”)

ARTICLE 2 – PURPOSE

Insofar as permitted to corporations incorporated under the Non-Profit Corporation Law of the Commonwealth of Pennsylvania, the purpose is to enhance the BMW ownership experience for members by providing publications, services, support, information and activities that promote camaraderie and encourage social awareness and individual responsibility.

ARTICLE 3 – LOCATION

Meetings will be held at a location chosen by the President or the Board of Directors. For corporate matters, the address of the club shall be the Post Office Box listed on the chapter website.

ARTICLE 4 – MEMBERSHIP

SECTION 1. Members of the Allegheny Chapter are limited to members of the BMW CAR CLUB OF AMERICA, INCORPORATED, who are assigned to the Allegheny Chapter by the BMW CCA, INC.

SECTION 2. Any member may be removed for non-payment of dues or action determined to be detrimental to the club by a 2/3 vote of the Directors.

ARTICLE 5 – ELECTIONS

SECTION 1. Any member may nominate a member in good standing by submitting a petition, in writing, countersigned by the nominee. Nominating petitions may be submitted via e-mail with one message from the nominator and an acceptance message from the nominee. All nominees for office must have been members in good standing for at least six months prior to the annual meeting. All nominations are to be submitted to the Election Secretary.

SECTION 2. Election of Board of Director positions shall rotate one-half of the Board positions every other year to add stability and experience to the Board of Directors. The alternating elections would be held as follows:

Odd Years

President
Secretary
Social Director

Even Years

Vice-President
Treasurer
Member-at-Large (2)

Officers shall hold their positions for the period that exists between the election of their Board position every other year with the results revealed at the annual meeting.

SECTION 3. The Board of Directors will appoint an Election Secretary to officiate the election. All nominations will be presented to the Election Secretary. The Election Secretary will provide a listing of all nominees to the membership via the Chapter website, and e-mail blast at least 30 days prior to the Annual meeting. Nominees will provide the Election Secretary a Candidacy Statement of not more than 250 words to be included with this

listing. Ballots will be distributed to the membership via the Chapter website, and e-mail blast with the listing of all nominees; the ballots are to be returned to the Election Secretary by the date specified on the ballot. Each ballot must contain the membership number of the voting member; ballots will not be accepted after the date specified by the Election Secretary. The Election Secretary will announce the results of the election at the Annual Meeting, based on ballots that have been received by the date specified.

SECTION 4. If a vacancy occurs between elections, the vacancy shall be filled by a voting member appointed by the Board of Directors. The Board of Directors 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 the office.

SECTION 5. In those elections where there is only one candidate for each position covered by the election, the Board of Directors need not follow the provisions of Section 2 above. In such case, the Board of Directors shall announce the names of the candidates running for office without opposition on the Chapter website and in the Chapter newsletter; voting need not be required. The Election Secretary will ratify the election of the candidates at the annual meeting.

SECTION 6. A member may hold only one concurrent Board position.

ARTICLE 6 – OFFICERS

SECTION 1. The Club shall have a President, Vice-President, Secretary, Treasurer, Social Director and two Officers-at-Large, all of whom shall be members of the Board of Directors. The elected officers shall appoint members to serve as coordinators for the newsletter, website, competitive events, technical events and membership as necessary.

SECTION 2. Any Officer shall have the right to resign by submitting his resignation in writing to the Board of Directors.

SECTION 3. The **Board of Directors** Roles and Responsibilities:

The **President** shall oversee all Club activities and operations, the Board of Directors and website content; shall officiate at all meetings; shall hold a Club Banking Card and be permitted to charge Club expenses up to a maximum of \$250 without Board approval and is required to provide an itemized receipt to the Treasurer for such expenses within 30 days; shall review and approve articles and photos submitted to the National newsletter; and shall coordinate and assign Board member liaison positions to Club committees.

The **Vice-President** shall officiate meetings in the absence of the President; shall serve as the Board Liaison to the PVGP; shall assist the President in any endeavors as required to gain the knowledge and experience needed to assume the role of President at the appropriate time through the Club election process.

The **Secretary** shall maintain minutes of all meeting, carry on Club correspondence, keep all current Club records; provide Club updates to National as required; shall ensure the PO Box is being monitored; and perform other duties as assigned by the Board of Directors; shall serve as a Board Liaison to club committee in collaboration with the President. The Board may appoint members to assist the Secretary as needed.

The **Treasurer** shall keep and preserve the records and books of accounts reflecting the financial condition and operation of the Club and any corporate documents that obligate the Club financially; shall prepare the annual

financial report for submission to the National Office; shall prepare the report of financial condition to be provided to the Club membership each year on or before March 31; shall ensure required fees and taxes are paid on time; shall monitor and maintain the Chapter bank account and hold a Club Banking card and checkbook with permission to charge Club expenses up to a maximum of \$250 without Board approval but with an itemized receipt reviewed by the President within 30 days of the charge; shall monitor account to ensure it remains in balance and that all funds received from the National Office have been received and properly credited; shall provide monthly Financial statements to the Board; shall prepare and report current financial status at business meetings and the Annual meeting; shall make recommendations related to accounting, banking and financing; shall serve as a Board Liaison to club committee in collaboration with the President.

No person shall incur an obligation to, nor commit the credit of the Club, except as specifically authorized by the Board.

The **Officers-at-Large** shall perform such duties as deemed necessary by the President and the Board; shall serve as a Board Liaison to club committee(s) in collaboration with the President.

The **Social Director/Activities Coordinator** shall schedule, organize, update and communicate the Club calendar of events on the website and to National; shall submit a budget to the Board as necessary for any funding requested for an event(s); shall not commit to any funding or sign a contract without Board approval; shall request approval for member stipends being charged for any events; and shall invoke assistance as necessary in the planning and coordination of events.

All members of the Board of Directors shall always be professional and volunteer, participate and support Club activities whenever possible. The elected officers shall appoint members to serve as coordinators for the newsletter, website, competitive events, technical events, driving events and membership as necessary.

SECTION 4. A motion for removal of an officer must be made at a regular meeting at least one month prior to a vote on said motion. An officer may be removed by a 2/3 vote of the members' present, plus those voting by absentee ballot.

SECTION 5. The Board may appoint the Past President as a non-voting member of the Board for a term of one year.

ARTICLE 7 – MEETINGS

SECTION 1. Except as otherwise provided, general meetings will be called by the President or Board when necessary. A quorum shall be at least 4 Board members; a Board member is considered present either in person or via conference call. A meeting or event will be conducted on a regular cadence and/or as needed. Membership will be notified of meetings/events via the Chapter website, or e-mail at least five days prior to the meeting.

SECTION 2. The Board shall meet as deemed necessary by the President.

SECTION 3. The annual/election meeting shall be held within the first three months of the year. In the event the annual meeting must be postponed, it will be held as close to the prescribed time as possible.

ARTICLE 8 – CORPORATION POWERS

Section 1. Except as herein provided, the Board shall exercise all powers of management of the corporation.

SECTION 2. It shall be the policy of the Board to consult the members on any matters involving general welfare and conduct of the Club. Failure to do so shall not affect any vote of the Board.

ARTICLE 9 – DUES

SECTION 1. Dues are paid to the Chapter by the BMW Car Club of America, Inc on the behalf of each member.

ARTICLE 10 – PERSONAL LIABILITY

SECTION 1. All persons or corporations extending credit to, contracting with, or having any claim against the Club or Board shall only look to the funds and property of the Club for payment of any debt, damages, judgment or decree or any other money that may become due and payable to them from the Club or the Board so that neither the members of the Club nor its Board are personally liable therefore.

ARTICLE 11 – AMENDMENTS

SECTION 1. These By Laws may be amended by:

- 1) a 2/3 vote of the members present at any meeting plus those members voting by absentee ballot. Notification of the proposed amendments and an explanation of the subject shall be sent to the membership at least one month prior to the voting date; or
- 2) a 3/4 vote of the Board of Directors at any time.

ARTICLE 12 - ADDITIONS

SECTION 1. For any situation not specifically addressed by the Chapter By-Laws, the Chapter will refer to BMW CCA National By-Laws for resolution

The Members of the Board approve these By-Laws:

President

Jessie Alessi

3/13/2021

Vice President

Janet Wald

3-13-21

Secretary

Tina Bayendell

3/13/2021

Treasurer

Spencer

3/13/2021

Member at Large 1

Ch Wald

3-13-2021

Member at Large 2

Ronnie Wain

3/13/2021

Social Director

JD Taylor

3-13-21