

GATEWAY RIDERS BYLAWS

I. *Roberts Rules of Order* shall guide the parliamentary proceedings of this Club, unless otherwise provided in these by-laws. The order of business shall be:

- Roll call for executive Council meeting
- Reading of minutes of previous meeting
- Report of officers
- Unfinished business
- New business

II. MEMBERSHIP

- A.** All prospective members can join Gateway Riders by completing an application and paying the current annual dues. Membership will be validated when payment is received.
- B.** The Membership Director will follow up with applicant to confirm receipt of membership request and provide welcome information.
- C.** New members will receive a membership packet upon joining at a club meeting or the earliest opportunity.
- D.** Any new member accepted under these by-laws who ceases to meet the requirements for a BMW member may remain as a non-BMW member of the Club.
- E.** A lapse in membership in arrears over one year will require reapplication.
- F.** A Lifetime Membership status, with dues waived, may be bestowed upon a member in good standing under special circumstance as recommended by the Executive Council and ratified by the general membership.

III. DUES

- A.** The annual membership dues shall be for a calendar year and must be forwarded to the Club Treasurer before February 1 of that calendar year.
- B.** Dues will be determined by the Executive Council and ratified by the members on a yearly basis.
- C.** If a member's dues are not paid prior to the commencement of the February general meeting, the member shall be considered in arrears and will not be qualified to participate or vote on any matters of Club business.

IV. DIRECTORS

- A.** The directors shall be appointed by the President as soon as possible, but no later than forty-five days after the annual election of officers.

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B. The directors shall hold office for the same term as the elected officers, subject to the President's authority to remove or replace them.

C. The directors shall consist of the following directors whose duties shall be:

EVENTS DIRECTOR, who shall:

1. Plan events and actively solicit suggestions from the membership regarding proposed events.
2. Select committee members on an activity-by-activity basis.
3. Oversee the execution and coordination of all events, however, the responsibility for execution will normally be delegated to the ride leader or event host.
4. Emphasize safety and group responsibility in planning and coordination of all Club rides and activities.

MEMBERSHIP DIRECTOR, who shall:

1. Solicit and process new membership applications.
2. Coordinate and oversee the application procedure and give written notice of any changes in the membership roster to the Treasurer.

PUBLICATIONS DIRECTOR, who shall:

1. Edit, publish, and distribute the Club newsletter and any Club related news or other information.

WEBMASTER, who shall:

1. Oversee the website host and registrar, and the design and content of the website, which shall pertain to Club matters and other information that may be of interest to Club members, as long as it is motorcycle-related.
2. Take into account suggestions for content from officers, directors and membership.

RALLY DIRECTOR, who shall:

1. Manage personnel involved and maintain the organizational, monetary, advertising and supply aspects of the Falling Leaf Rally.
2. Turn over all statements, bills, books and records for audit before the end of the year.

TECHNICAL DIRECTOR, who shall:

1. Plan meetings on technical subjects and provide any related materials to the Publications Director for distribution, as appropriate.
2. Select committee members to assist in presentations as needed.
3. Assist individual members in finding solutions to technical problems.
4. Act as the custodian of Club owned Technical Equipment.

SUPPLY DIRECTOR, who shall:

1. Maintain and distribute Club supplies, as needed.
2. Receive payment for all items, as appropriate, and forward all monies to the Treasurer.
3. Keep accurate records of all business transactions to submit an organized, written report to the Treasurer.

FOOD DIRECTOR, who shall:

1. Secure facility and submit prices in a timely manner for Christmas Party. Will also receive and keep track of the dinner reservation monies and forward it to the Treasurer.

V. ELECTION OF OFFICERS

- A. All officers shall be elected annually to serve a term of one calendar year (January through December), except that no member may serve more than three consecutive terms in the same office.
- B. A nominating committee chaired by the President will submit nominations in October. The committee will consist of the President, one director and one BMW member. The nominating committee will work with the suggestions brought to it by the general membership. Nominations will also be accepted from the floor at the October and November general meetings.
- C. Election of officers will be held at the December general meeting.
- D. To help with the transition, retiring officers will work with the newly elected officers through February.

VI. CONDUCT OF OFFICERS, DIRECTORS AND GENERAL ORDER OF BUSINESS

- A. If an officer or director ceases to perform his or her duties satisfactorily or fails to attend three consecutive meetings, either general meetings or council meetings, the Executive Council shall have the authority to release him/her from office and appoint another member for the balance of the unexpired term.
- B. Any member of the Club is entitled to attend meetings of the Executive Council subject to prior approval by an officer and the host family. Such members, however, will have no official voice in the formal business of the meeting.
- C. Notification of new business to be raised by a member shall be made in writing or orally to the presiding officer before the general meeting is called to order.
- D. Impeachment of officers and members shall be according to *Roberts Rules of Order*.

VII. EXPULSION FROM MEMBERSHIP

Notwithstanding the provisions of By-Law **VI.D.**, a member may be expelled from the Club for serious misconduct or dishonesty pursuant to the process set out below.

Step 1:

Any member may propose that another member should be expelled from the Club for serious misconduct or dishonesty by submitting to the Executive Council ("EC"), in writing, the specific conduct charged as serious misconduct or dishonesty. Such written statement must be signed by the member submitting it and may be delivered to any EC member at any time.

Step 2:

Following receipt of the Step 1 written statement, the EC shall meet, in person or remotely, as soon
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as reasonably convenient to consider the charges. If the EC decides by majority vote to proceed with the matter, written notice will be given to the member so charged, setting forth the alleged serious misconduct or dishonesty, and advising the member that he or she has 30 days within which to provide a written explanation or response to the stated charges. However, at any time during this 30 day period, the member so charged may choose to resign from the Club and no further action will be taken by the EC.

Step 3:

Following Step 2, if the matter is still under consideration, the EC will meet, in person or remotely, as soon as reasonably convenient, to consider all the information presented and then decide, by majority vote, whether the charged member should be expelled from the Club.

Step 4:

Following Step 3, the decision of the EC will be promptly provided to the charged member in writing. If the EC decision is that expulsion is appropriate, the charged member will still have the option to resign from the Club, and the Club records would so reflect such resignation rather than expulsion.

Step 5:

If the EC decision is that expulsion is appropriate, the charged member also has the option to appeal the expulsion to the full Club membership. If the charged member chooses to appeal, he or she must inform the EC in writing no later than 7 days after receipt of the Step 4 decision.

Step 6:

Any such appeal will be heard at the next regular Club meeting, provided appropriate notice is given to the Club membership that such appeal is to be considered at the meeting. At any such meeting, all the information considered by the EC will be presented to the membership and the charged member may make a response thereto. Thereafter, the members present at the meeting will decide, by majority vote, whether to affirm or reverse the decision of the EC to expel the member.

Step 7:

After the process set out above has been completed, as a result of any action taken under this By-Law, a member who has been expelled or who has resigned in lieu thereof will have his or her dues for the current year refunded in full.

GATEWAY RIDERS - BMW CLUB CONSTITUTION

(03/15/2023 Edition)

ARTICLE I

This Club shall be known as the Gateway Riders BMW Club Inc., with all established insignias and slogans being exclusive copyright of same. Sole purpose of the Club shall be the betterment and enjoyment of motorcycling.

ARTICLE II

“BMW members” shall be owners of BMW motorcycles. “Non-BMW members” shall be riders of other motorcycles, persons actively connected with the trade, motorcycle enthusiasts or any other person(s) who does not meet the requirements as set forth for a BMW member. BMW members in good standing shall be entitled to vote and hold elected office in the Club. Non-BMW members in

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good standing shall be entitled to vote, with the exception of Club Constitution or Bylaws related matters, but only hold elected office if elected by a super-majority consisting of 75% or more of the votes cast in the election. Spouses/partners of members are eligible for the same category of membership as the members.

ARTICLE III

The officers of the Club shall be the President, Vice-President, Secretary, Treasurer, who shall, along with the appointed directors, make up the Executive Council.

ARTICLE IV The duties of the President shall be:

To preside at all meetings of the Club.

To have general supervision of the affairs of the Club.

To appoint any person or committees not otherwise ordered by the Club.

To call such meetings of the members, Executive Council, and/or active committees as the President deems necessary, provided adequate notice of no less than 10 calendar days is given to all attendees.

To personally represent the Club on proper occasions and business contacts.

To assist all other officers of the Club in their records, correspondence and other duties. To promote interest on the part of each member in Club life and activities.

To vote only when one vote is necessary to break a tie while in Executive Council or committee.

ARTICLE V

The duties of the Vice-President shall be to assist the President and to perform the duties of that office in his/her absence. In addition, the Vice President shall serve as the Parliamentarian of the Club.

ARTICLE VI The duties of the Secretary shall be:

To record and file meeting agenda and notes in an authorized manner so as to maintain a continuous record of Club business.

To handle all Club correspondence.

To file for reference and maintain all Club related documents other than publications.

ARTICLE VII The duties of the Treasurer shall be:

To keep accurate financial records of all Club business.

To collect dues and maintain an accurate arrears list.

To keep and maintain the membership list and provide it to the Executive Council and Club members as required for Club related activities.

To deposit and disburse funds as required from the Club bank accounts.

To prepare a written financial statement at the end of each calendar year and provide it to the Executive Council.

To work with the President, or appropriate designee, to prepare a proposed budget at the beginning of each year, which will be presented to the Executive Council for approval.

ARTICLE VIII The duties of the Executive Council shall be:

To act for the Club in all matters ordered by the Club.

To consider and approve the annual budget for the Club, and also approve and consider any material changes to the budget which become necessary during the year.

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To properly investigate and present to the Club all business or important activity situations.
To have general control over all Club affairs.
Five members shall comprise a quorum of the Executive Council.

ARTICLE IX

All elective offices shall be filled at an annual election to be held at a time and place determined by the Executive Council, provide adequate notice of not less than 14 calendar days is given to all voting members. All elected officers shall hold office for one year or until their successors are elected and qualified. Except as otherwise provided herein, the officers shall be elected by a plurality of votes received.

ARTICLE X

The regular meetings of the Club shall ordinarily be held on the third Wednesday of each month at 7:00 p.m. (except the month of the BMW MOA Rally) at the designated meeting place, unless, in any given month, the President determines it is necessary to change the date, time or place, provided adequate notice of no less than 14 calendar days is given to all members of the change.

ARTICLE XI

Proposals to amend the Constitution and/or the By-Laws may be made by any member in good standing.

The proposed amendment will be submitted in writing **to a club officer** at or prior to a regular scheduled meeting. Proposed amendments are to be entered into new business during the next regular scheduled meeting after submission.

If submitted electronically **to a club officer**, the proposed amendment will be distributed by the Club Secretary to the general membership using addresses provided by individual members **prior to or by the next regular scheduled business meeting.**

Proposed amendments may be clarified to correct grammar or syntax, eliminate conflicts with existing Constitution or By-Laws language, or to more accurately represent the purpose or mechanism of the amendment.

If a proposed amendment is changed, it will be re-distributed at or prior to the next regular scheduled meeting **to the membership.** If changes do not materially alter the scope of the proposal, they will not require resubmission as new business.

The author of the proposal will describe to the membership the details of any changes made in writing or in person and provide the secretary with a written description of the changes.

Proposed amendments will be voted on at the next regular scheduled meeting after introduction as new business and accepted if two-thirds of voting members present approve.

Change Log:

May 2022 Updated Bylaws: Section VII Authored by Rich Leslie & Mike Burke, duly adopted.

March 15, 2023 Updated Bylaws: Section XI Authored by Dennis King, duly adopted on 5/18/2023.

November 15, 2023 Updated Bylaws: Section II Authored by Glenn Phillips, duly adopted on 11/15/2023.