

**BMW CCA, Inc.**  
**BLUE RIDGE BMW Chapter**  
**BYLAWS**

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**ARTICLE 1. Name**      Blue Ridge BMW Chapter  
BMW Car Club of America, Inc  
(Hereinafter referred to as the "Chapter")  
EIN 54-2006840

**ARTICLE 2. Purpose**

Without profit, to promote interest in motoring activities and to encourage safe, knowledgeable and skillful driving through classes, publications and activities related to motoring, including the purchase, rental and leasing of all kinds of property, personal, real or mixed, for carrying out such activities.

**ARTICLE 3. Location**

Meetings will be held at locations chosen by the President of the Board of Directors and as suggested by other officers and members. For Chapter matters and official correspondence, the address of the Chapter is **P.O. Box 37096, N Chesterfield, VA 23234.**

**ARTICLE 4. Membership**

**Section 1.**            The active members of the Chapter shall be limited to anyone interested in BMW automobiles.

**Section 2.**            An applicant may be granted active membership by the Executive Director, BMW Car Club of America, Inc. (hereinafter referred to as "BMW CCA"), or any officer who examines and approves the member's application.

**Section 3.**            The Board of Directors may provide for special types of membership, including, but not limited to, honorary, life and charter.

**ARTICLE 5. Board of Directors and Officers**

**Section 1.**            The Chapter shall have no less than five (5) nor more than thirteen (13) members of the Board of Directors (hereinafter referred to as the "Board")

**Section 2.**            The Chapter shall have a President, Vice President, Secretary and Treasurer, all of whom shall be members of the Board. The Chapter also may have other officers, including, but not limited to, an Activities Chairperson and an Immediate Past President, whom the Board deems necessary or desirable.

Although those other officers may be Board members, they are not required to be Board members.

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**Section 3.** The officers shall hold office for a period of one year, or the period which exists between successive annual meeting dates.

**Section 4.** Any officer shall have the right to resign by submitting his resignation in writing to the Board. This resignation shall have to be accepted by a two-thirds (3/5) vote of the Board.

**Section 5.** The President shall officiate at all meetings of the Board or the members. The Vice President shall officiate in the absence of the President. The Secretary shall maintain minutes of all meetings, carry on all correspondence, keep all current Chapter records, and perform other duties as assigned by the Board.

The Board may appoint voting members to assist the Secretary, as necessary. The Treasurer shall be responsible for all funds, making expenditures which are authorized by the Board, and is required to submit a report of the treasury at the annual meeting. No person shall incur an obligation to, nor commit the credit of the Chapter except as specifically authorized by the Board.

The Activities Chairperson, if any, shall be responsible for arranging and coordinating events and activities which aid the purpose of the Chapter.

**Section 6.** The Board may provide for the publication of a Chapter newsletter and if so, shall appoint a member to act as Editor of same. Such person, whether a Board member, shall have a vote at all Board meetings.

**Section 7.** An officer may be removed by a two-thirds (2/3) vote of the voting members present, consisting of a quorum of not less than one-half (1/2) of the voting members of record.

**ARTICLE 6. Elections**

**Section 1.** Any member may nominate a member in good standing to be an officer or Board member by submitting a petition, in writing, countersigned by the nominee.

**Section 2.** The Board may appoint a nominating committee (consisting of voting members) which may nominate any candidates to be officers or Board members. The report of the nominating committee will be made to the membership at least thirty (30) days before the annual meeting. All nominees must have been members in good standing for at least six (6) months prior to the annual meeting.

**Section 3.** Election of officers and Board members shall be held by ballot at the annual meeting.

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**Section 4.** If a vacancy occurs between elections, the vacancy shall be filled by a voting member appointed by 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 office.

**ARTICLE 7. Meetings**

**Section 1.** Except as otherwise provided, meetings of the members will be called by the President or the Board when necessary or suitable to the activities of the Chapter.

**Section 2.** The Board shall meet at such times as it may by vote determine or at the call of the President. Board meetings shall be open to the general membership.

**Section 3.** The Secretary or that officer's appointee shall notify all members of all general meetings of the Chapter by written notice, mailed postpaid or e-mailed to each member at least five (5) days before meeting time. The Secretary shall notify all Directors of meetings by similar notice.

**Section 4.** Except as provided in Section 7 of Article 5, one percent (1%) of the voting members of record but not fewer than twelve (12) such members shall constitute a quorum.

**Section 5.** Robert's Rules of order shall be the parliamentary authority of the Chapter.

**Section 6.** The annual meeting of the members shall be held in the first three months of the year but can be called anytime it is necessary to conduct Chapter business.

**ARTICLE 8. Management Powers**

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

**Section 2.** The Board may name a membership or other such committee 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.

**Section 3.** It shall be the policy of the Board to consult the members on any matters involving the general welfare and conduct of the Chapter. Failure to do so shall not affect any vote of the Board.

**ARTICLE 9. Dues**

There shall be annual dues of an amount determined by the BMW CCA Board of Directors for all voting members. These dues shall be payable by each member's expiration date.

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**ARTICLE 10. Personal Liability**

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

**ARTICLE 11. Assets**

**Section 1.** No part of the Chapter's net earnings shall inure to the benefit of any of its officers, director, or members, or any other private individual.

**Section 2.** In the event of Chapter dissolution, all assets shall be distributed to BMW CCA to be held in escrow for future chapter activity in the same region.

**ARTICLE 12. Amendments**

These laws may be amended by a two-thirds (2/3) vote of the voting members present at any meeting, the notice of which contains the subject matter of the proposed changes. The Board or any two (2) voting members may cause the Secretary to include proposed changes in the notice to members.

Bylaws of the Blue Ridge BMW Chapter reviewed and approved by the Board June 4, 2020.

**Respectfully Submitted:**

/Signature on File/  
Mark Kirkpatrick, Chapter Secretary

June 4, 2020  
Date