

FAMILY MOTOR COACH ASSOCIATION
BEAVER AMBASSADOR CLUB
TO BE SUBMITTED TO MEMBERS
MAY 23, 2016

ARTICLE I – CHAPTER NAME

The name of this not-for-profit organization, incorporated under the laws of the State of Oregon, shall be the Beaver Ambassador Club (hereinafter referred to as “BAC”), a chapter of the Family Motor Coach Association (hereinafter referred to as “FMCA”).

ARTICLE II – OBJECT

1. PURPOSE: BAC exists to promote social, recreational, and information exchange activities that provide for the enjoyment and pleasurable use of family members coaches.
2. AREA: BAC shall function in the International Area of FMCA.
3. SCOPE: BAC will have members with Beaver Motor Coaches or such other qualifying motor coaches as designated in Article III.

ARTICLE III – MEMBERS

1. ELIGIBILITY
 - A. To be eligible for and to maintain regular membership in BAC, a person must be a regular member in good standing with FMCA and must meet the dues requirements and provisions set forth herein and in the Procedures and Regulations Manual.
 - B. Membership in BAC shall not be denied any person because of race, sex, religion, color, marital or family status, age, nationality, or disability.
 - C. Any business organization, agent or person designated by the Board of Directors may become a commercial member of BAC upon meeting the dues requirements provided however that such member may not vote or hold office and that such member must be a member of FMCA.
2. FAMILY UNIT: The term “family unit” is defined as a person, his or her spouse or partner, dependents of each regardless of age, non-dependent grandchildren and great-grandchildren aged 18 and under.
3. MEMBERSHIP: The term “membership” is defined as either a family unit or an individual or individuals owning a qualifying motor coach who share an FMCA membership number.
4. MEMBER: The term “member” is defined as each adult who, jointly or individually, constitutes a membership. The rights of each member are defined in the description of each category contained in Article III (3) of the FMCA By-Laws.

5. OWNERSHIP: Ownership of a coach is determined by owning at least a one-third share of such coach.
6. QUALIFYING MOTOR COACH: The term “qualifying motor coach” is defined as a motor coach that meets the requirements of FMCA for regular membership and (a) was marketed under the Beaver brand name, (b) is owned by a person or persons who formerly owned a coach marketed under the Beaver brand name and was a BAC member at that time, or (c) is a Class A diesel coach owned by a person or persons sponsored by an existing member of BAC. The number of members admitted during a fiscal year under (c) shall not exceed 10% of the total number of members on the first day of that fiscal year.

7. DUES AND FEES

- A. ANNUAL DUES: Annual payment of BAC and FMCA dues enables persons to become active members entitled to all rights and privileges of BAC and FMCA. The annual dues for membership in BAC shall be an amount the Board shall establish at or below a level set by the membership.
- B. LIFE MEMBERSHIP: A member in good standing may purchase a life membership at a fee to be established by the Board of Directors and be free of any further annual dues requirements as long as that member remains a regular member of FMCA. Life membership is not assignable.
- C. RENEWAL: Renewal dues from BAC members become due and payable 45 days before the membership expires.
- D. INITIAL APPLICATION: Application for new membership shall be accompanied by payment of annual BAC and FMCA dues (unless already an FMCA member). The BAC dues shall cover a full year and dues for the second year shall be prorated to bring the expiration date to the end of the BAC fiscal year.
- E. INITIATION FEE: New and reinstated members may be required to pay an initiation fee in an amount to be established by the Board.
- F. ARREARS: Any member whose dues remain unpaid for more than 45 days after expiration shall be considered delinquent and membership shall be cancelled. The Board of Directors may extend the 45 days to a longer period, but not more than 90 days.

ARTICLE IV – OFFICERS

1. DUTIES OF OFFICERS: The duties of elected officers shall be as defined in the FMCA Member and Volunteer Handbook as amplified in the Procedures and Regulations Manual.

2. TERMS OF OFFICE: The elected officers of BAC shall serve a two-year term of office, or until their successors are elected. Limitations on the number of consecutive terms each officer may serve shall be established in the Procedures and Regulations Manual.

3. RIGHTS AND LIMITATIONS

- A. A BAC elected officer may hold only one office in BAC, except that a single individual may hold the offices of Secretary and Treasurer. A BAC elected officer may hold no more than one office in any other FMCA chapter.
- B. Any BAC member in good standing and eligible to hold office may be nominated from the floor or may be entered as a write-in for any elected office.
- C. No official or member shall become vested of any right, title to, or interest in any BAC property, except as required by law.

4. BOARD OF DIRECTORS

- A. The officers of BAC plus the most recent past President shall constitute the Board of Directors.
- B. The Board of Directors shall have general supervision of the affairs of BAC between its corporate meetings. The Board shall be subject to decisions made by the membership of BAC in corporate meetings and none of its acts shall be in conflict with those decisions or FMCA.
- C. The Board of Directors shall establish a procedure under which an absent vice president may be represented at a Board meeting by another member from the same region, and that member shall have the same power at that meeting as would the absent vice president. It may also establish a procedure where the duties of any other absent officer may be fulfilled by another member at that meeting.
- D. In the event of a vacancy in any elected position, the Nominating Committee shall nominate a member to fill the vacancy and the President may name that person to fill the vacancy until the next corporation meeting, at which time the members will either ratify the selection or the position will become vacant until another replacement is selected.

ARTICLE V – COMMITTEES

1. APPOINTMENT: Committee members and chairpersons (except Nominating Committee) shall be appointed by the President.

2. DUTIES: All committees shall function within the policies of BAC and (except Nominating Committee) under the direction of the President.

3. QUORUM: A committee quorum shall be a majority of its members or three members (whichever is less).

ARTICLE VI – BAC ADMINISTRATION

1. AUTHORITY: BAC shall be democratically self-governed, deriving its existence and authority from the consent of its membership assembled in meeting or by electronic or mail vote, subject to the laws of the State of Oregon pertaining to corporations.
2. ORGANIZATIONAL YEAR: The fiscal and membership year shall commence on October 1 and end on September 30 of the following year.
3. BAC MEETINGS
 - A. TYPES: The term “meeting” shall include coach rallies, campouts, dinner meetings and any other gatherings suitable to the function of BAC.
 - B. CORPORATE MEETINGS: BAC shall hold a corporate meeting at each rally designated by the Board of Directors as an International Rally. If there are two or more such meetings, the one in September or the closest to September shall be considered the Annual Meeting of the corporation. The Board may designate a corporate meeting held early in the following fiscal year as the Annual Meeting if there is no such meeting late in the fiscal year. Other corporate meetings may be called as established in the Procedures and Regulations Manual; announcement must be made in advance to all members and must include information on how to participate. Participation may be by electronic means (e.g., Internet or telephone) as long as all members have the opportunity for simultaneous aural communication.
 - C. OFFICER ELECTION: The voting general membership shall elect BAC officers, including a President, five Vice Presidents (one from each geographical region of BAC), a Secretary, a Treasurer, a National Director, and an Alternate National Director.
 - D. QUORUM: A quorum for the transaction of business at any duly-called BAC meeting is 25% of the BAC family unit memberships or fifteen family unit memberships, whichever is less.
 - E. VOTING: Except as specified elsewhere in these By-Laws, a simple majority vote of BAC members in good standing and voting shall be required to approve or disapprove any matter. BAC has established that voting will be one vote for each adult member, subject to a limit of two votes for any one membership. Balloting may be by mail or electronic means if the Board of Directors determines that a total membership vote is advisable.
 - F. PARLIAMENTARY PROCESS: The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern BAC proceedings to which they are applicable to the extent they are not inconsistent with the Constitution and By-Laws of FMCA and the By-Laws and Procedures and Regulations Manual of BAC.

G. PROCEDURES AND REGULATIONS: The President shall appoint members to a Procedures and Regulations Committee which shall maintain a Procedures and Regulations Manual, subject to Board of Directors approval, documenting the policies and procedures under which BAC operates. This committee shall also maintain the BAC By-Laws, submitting proposed changes to the Board of Directors and ultimately the members for approval.

4. MAINTAINING ACCREDITATION: BAC recognizes that it must maintain a minimum of fifteen family unit memberships.

5. ANNUAL AUDIT: An annual audit of the BAC financial books and records shall be undertaken by a committee appointed by the President and the results reported to the membership. This audit shall be such as can be conducted by a committee of BAC members not professionally qualified to conduct audits at the level required for commercial entities.

6. APPLICATION OF FMCA CONSTITUTION AND BY-LAWS: BAC accepts and agrees that BAC By-Laws shall conform to any mandatory requirements stipulated in the Constitution and By-Laws of FMCA unless BAC advises FMCA that for good cause it cannot conform.

ARTICLE VII – ELECTIONS

1. NOMINATING COMMITTEE COMPOSITION: The Nominating Committee shall consist of one BAC member in good standing from each region, nominated and elected every other year by the BAC members in the respective region. One or two additional members may be elected at large by the total membership.

2. NOMINATING COMMITTEE DUTIES

- A. To select one of its members as Chairperson and to inform the President as to whom is selected.
- B. To nominate candidates for the BAC offices to be filled, with such nominations to be presented to the BAC membership.
- C. To obtain clear acceptance of the nominees to serve should they be elected.
- D. To make certain that nominated candidates are members in good standing and qualified under applicable FMCA and BAC By-Laws.
- E. To nominate candidates to fill vacancies that occur in elected BAC offices.

ARTICLE VIII – AMENDMENT OF BY-LAWS

1. MANDATORY AMENDMENTS: FMCA By-Laws amendments applicable to BAC Operations shall be automatically adopted by BAC without BAC vote unless BAC informs FMCA that this cannot be done for good cause.
2. AMENDING PROCEDURE: These By-Laws may be amended by a 65% affirmative vote of the members present and voting at a duly-called corporate meeting, provided that prior notice of at least 30 days has been given of the proposition(s) to amend. Alternatively, the proposed amendments may be submitted for vote by mail or electronic means to all members; such a process shall constitute adequate notice. Any BAC member may propose amendments to the By-Laws. Approved amendments become effective immediately upon adoption or at such time as specified in the amendment.
3. DISTRIBUTION: Copies of changes, additions, amendments, or revisions to these By-Laws shall be forwarded to the national office of FMCA and the International Area Vice President.

ARTICLE IX – PROCEDURES AND REGULATIONS MANUAL

BAC shall adopt a Procedures and Regulations Manual to provide guidelines and procedures by which BAC will function and operate. The Board of Directors shall have the power to approve the content of this manual, but may determine that the impact of a proposed change is such that it should be considered at a corporate meeting or subjected to a vote of all the members.

ARTICLE X – LIQUIDATION AND DISSOLUTION

BAC may be dissolved by a majority vote of BAC members. All of the remaining BAC assets shall be contributed to the purposes for which BAC is organized or to a qualified non-profit charity or charities.