

Northwest Norton Owners - Bylaws

Article I - Who Are We

A. Name

The name of the club shall be the “**Northwest Norton Owners**”, hereinafter called "the Club". The Club shall be incorporated as a not-for-profit organization. The Club is a chapter of the International Norton Owner's Association.

B. Statement of Purpose

The purpose of the Club shall be the riding, preservation, restoration, and enjoyment of the Norton motorcycle.

C. Meetings

The Club will hold regular monthly meetings in person or online. Notice of the time and place of each meeting will be given in the Club newsletter, website and via e-mail announcements. A concise record of all meetings will be made by the Secretary(s). This record will be published in the Club newsletter as soon as possible following the meeting.

The regular meetings of the Club will be chaired by the President, or in his or her absence, the Vice-President, or Secretary of the Club. Transaction of Club business involving expenditure or more than \$200, or signing of contracts resulting therein, shall require a quorum of at least 10 regular members in addition to the chair.

D. Motions

Passage of any motions presented at a regular meeting of the Club will require a majority vote of the regular members present. In the event of a tie, the chair has the deciding vote.

E. Rules and Regulations

First and foremost, all meetings, rides and/or events shall be conducted in compliance with the laws of the state, county, and city in which the meetings, rides and/or events are held. All meetings, rides and/or events shall then be governed by and within these bylaws.

F. Bylaws

These bylaws shall be maintained and occasionally edited such that they continue to represent the spirit and purpose of the Club. These bylaws shall be posted in the public section of the club website where they are available for all to view. Any member who requests such shall be furnished with an electronic copy of these bylaws.

Article II - Officers

A. Elected Officers of the Club

The following Officers of the Club shall be elected in accordance with Article III of the bylaws. (See Article III - Elections):

- President
- Vice President
- Secretary
- Treasurer

The persons elected to these offices shall hold said office for two years, at which time they will be eligible for re-election. All elected officers shall provide a regular column for inclusion in the club newsletter, The Atlas.

B. Appointed Officers of the Club

The following Officers may/shall be appointed to their positions by the Elected Officers:

- Newsletter Editor
- Librarian/Historian
- Paraphernalia Quartermaster (stores)
- Ride Co-Ordinator(s)

The persons appointed to these Offices shall hold the post for as long as they wish, or until the Elected Officers deem it necessary to appoint a new person.

C. Officers Duties

1. President: The President shall be the chief executive officer of the Club. It will be the duty of the President to conduct all local meetings of the Club and of the Officers, and to have general supervision of the affairs of the club. He or she will execute on behalf of the Club all contracts or other instruments in writing that may be required or authorized by the Officers for the proper and necessary transaction of the business of the Club. Any single expenditure exceeding \$200. shall require the approval of a majority vote at any regular meeting of the Club, following suitable discussion. He or she shall make required arrangements for the social and sporting activities of the Club and shall have the authority to sign contracts required in the pursuit thereof. Any contract committing the Club to more than \$200 expenditure or liability shall require the approval of a majority vote at any regular meeting of the Club, following suitable discussion.

2. Vice-President: It will be the duty of the Vice-President to act in the absence of the President and to perform other duties that may be assigned.

3. Secretary: The Secretary shall keep minutes of the monthly meetings. The Secretary may be called upon to conduct meetings in the absence of the President or Vice-President.

4. Treasurer: The Treasurer will have general charge of the finances of the Club. When necessary and proper, he or she will endorse on behalf of the Club all checks and other obligations of the payment of money to the Club; and he or she will deposit the same, along with all other funds of the Club coming into his or her possession, in such bank as designated by the Officers. The Treasurer will keep full and accurate account of all receipts and disbursements of the Club, in books belonging to the Club, which shall be open at all times to the inspection of the

Officers. He or she will present to the Newsletter Editor a yearly accounting of all funds deposited and disbursed. The Treasurer will be responsible for keeping an up-to-date roster of all paid members and will co-ordinate with the Newsletter Editor on keeping said roster.

5. Newsletter Editor: The Newsletter Editor shall be responsible for the Club's newsletter, ***The Atlas***. The Editor shall compile articles from the Officer's regular reports and the members submissions, edit them as he or she sees fit, and produce a newsletter on a regular basis. The Editor oversees all aspects of the publication and mailing of *The Atlas* to all paid members. The Editor shall maintain liaison with manufacturers and other clubs and organizations whose objectives are consistent with those of the Club. Such liaisons may include complimentary exchange of newsletters and paraphernalia, within reasonable limits. He or she shall have the authority to associate the Club with other suitable organizations. Any formal affiliations or changes thereto shall require the approval of a majority vote at any regular meeting of the Club, following suitable discussion.

6. Librarian/Historian: This position, if appointed, shall be to inform all members, through the newsletter, of the history of the Norton motorcycle, and any other historical facts that he or she deems appropriate.

7. Paraphernalia Quartermaster: This position, if appointed, shall be to manage the paraphernalia stores of the Club: sales of T-shirts and other items that the Club has produced to generate income, and to keep an inventory of items and forward income to the Treasurer.

8. Ride Coordinator(s): This/these coordinator(s), if appointed, shall be responsible for helping organize rides that they or another member may plan. The Ride Coordinator(s) should also help keep the Newsletter Editor and the Club membership apprised of any other group rides and/or activities of interest to the Club.

D. Officers Meetings

1. The administration of the Club and its activities shall be under the general jurisdiction of the Elected Officers (President, Vice-President, Secretary, and Treasurer).

2. The Officers shall meet when necessary or convenient, but never less than once in any calendar year. All members of the Club shall be welcome to attend and informed in advance of any meeting. A meeting of the Officers shall require the presence of at least three of its members, one of which must be the President or Vice-President who will serve as Chairman of the meeting.

3. All actions of the Officers shall be by majority vote unless otherwise specified herein. In the event of a tie vote, the Chairman will cast the deciding vote.

4. Non-Elected officers and general members in good standing may attend and participate in Officer meetings but may not vote.

Article III - Elections

A. Elections of Officers

Any member in good standing is eligible to run for any elected office. Elections shall be held every two years, in even-numbered years (i.e.: 2002, 2004). Each regular member of the Club shall be ~~is~~ entitled to one vote for each of the Club offices. Any election resulting in a tie shall be decided by a coin toss.

B. Term of Office

Officers shall serve a term of two years at which time they are eligible for re-election.

C. Vacancies

Any vacancy among the officers of the Club shall be filled by a majority vote of the remaining Officers. They may elect any regular member of the Club who indicates a willingness to so serve. If no club member indicates a willingness to fill a vacancy, the vacancy may be filled by a club officer who indicates a willingness to serve in that capacity in addition to his own regular duties. Officers so appointed shall serve the remainder of the vacated term.

D. Nominations and Elections

All nominations and general elections shall be accomplished electronically. An email notice to current members shall be sent in early November of odd-numbered years, advising of the opening of the nomination period. Any regular club member is eligible to run for, or be nominated for, any officer position. Nominating period ends on December 31 of odd-numbered years.

In early January of even-numbered years, balloting will become available via the "members only" section of the NWNNO website (or other similar method, such as email balloting), and will be available to all then-current members of the club. Balloting shall remain open until the end of the January calendar month. The ballots shall then be tallied, and the results sent electronically to all club members, and in addition, will be published in the next available issue of the *Atlas*. Election is by simple majority.

Terms of office for all positions shall begin on March 1 of even-numbered years and expire at the end of 24 calendar months.

In the event that no nominations are received for any one or more of the 4 officer positions, the incumbent officer(s) shall, upon indicating their willingness to do so, be reinstated for the subsequent term by a majority vote, taken at a January officers meeting, by the other three club officers. This vote may be taken by secret ballot if at least one officer requests such. In the event the incumbent does not receive a majority vote, his term shall expire at the end of February, and his position shall go unfilled until a suitable club member is identified who indicates a willingness to fill the vacated position. In this case, he shall be elected in accordance Section III. C.

Article IV – Membership

A. Memberships

Membership shall be open to any person, persons, or organization interested in the riding, preservation, restoration, and enjoyment of the Norton motorcycle.

B. Applications

Each candidate for regular membership in the Club shall complete the Clubs application form and submit this, together with the appropriate fee to the Treasurer of the Club. Upon receipt, every applicant, if accepted, shall be immediately entitled to the privileges of membership.

C. Release Form

The membership application form shall include a general release by the applicant, of the Club and its officers from liability for any cause of action whatsoever in connection with the applicant's participation in Club activities. Refusal of the applicant to sign the release shall result in denial of the application.

D. Membership Term

Membership shall be deemed to extend from the first day of the month in which the application is approved for one calendar year. Members shall be encouraged to submit additional funds so that their membership shall be up for renewal each January.

E. Benefits and Privileges

All regular members of the Club shall be entitled to:

1. receive a copy of each issue of the Club newsletter, *The Atlas*.
2. receive notice of and attend any general meetings of the Club.
3. receive notice and attend any Officers Meeting.
4. propose motions and vote on any motion brought before the Club at a general meeting.
5. serve as a Club officer if so elected.
6. participate in all sporting and social activities of the Club.
7. any other privileges which may result from affiliation of the Club with other organizations.

F. Group Memberships

In the case of a family or organization joining under one membership, benefits, and privileges, such as voting, will only be available to a single individual.

G. Honorary membership

Persons who, by unanimous opinion of the Officers, have rendered outstanding service to the Club or to the sport of motorcycling in general, may be proposed for honorary membership of the Club, and approved by a majority vote of regular members at a general meeting of the Club. Once approved, honorary membership shall continue for the life of the member unless reversed by the same voting procedure. Honorary members shall be entitled to all benefits of regular membership.

H. Membership Fees

The Officers shall determine the sum to be paid by regular members as the annual subscription of the Club. The majority approval of a general meeting shall be required for the imposition of any levy in addition to the annual subscription.

If any members subscription is in arrears more than 30 days, notice will be given that membership in the Club will be terminated. Following this notice, the members name will be removed from the Club register and all privileges of membership will cease for that person.

Article V - Consent, Infractions, and Impeachment

A. Informed Consent

Application for, and consent to membership in the Club shall be deemed acquiescence in and submission to the rules of the Club. No member shall be absolved from the effects of the rules, regulations and by-laws on the allegation or plea that the member has not received a copy of them.

B. Infractions

Infraction of the rules, regulations, and by-laws at any Club event by an Officer or a member shall be investigated and adjudicated by the (remaining) Officers, who may appoint a Sergeant-At-Arms if deemed necessary. If, after investigating, the Officers find that the infraction was serious, direct, and willful, they must notify the Officer or member of the complaint and give ample opportunity for response. After evaluating any evidence offered in defense, they may impose such penalty as they see fit, including expulsion from the Club.

C. Impeachment

Impeachment of an Elected Officer, for misconduct, shall be by a vote of the general membership. If impeachment occurs, the vacancy shall be filled in accordance with article 3c.

Article VI - Amendment of the Club Bylaws

Amendment of the club bylaws shall be accomplished as follows:

- A. Proposed changes shall be sent to all regular club members via email. This email shall solicit suggestions and comments concerning the proposed changes.
- B. At the next subsequent regular monthly meeting, the proposed changes shall be discussed among all members present. If a general consensus is reached regarding putting the changes to a vote, then,
- C. An online ballot shall then be sent to all members soliciting approval of the proposed changes.
- D. If changes are accepted by a simple majority, the bylaws will be edited to reflect the approved changes.

Article VII - Dissolution of the Club

In the event that the Club decides to dissolve and cease activities as a Club, any and all monies remaining in the Treasury shall be donated to the Northwest Museum of Motorcycling, with a request that said monies be used for Norton motorcycle acquisition, refurbishment and/or display.