

Bylaws – updated January 2021

Minis of the Rockies (MOTR)

Bylaws -

Article I

Name, Objective, Offices, Geographical and Responsibilities

Section 1 – Name

The name of the organization shall be Minis of the Rockies (AKA “MOTR”). “Mini” shall refer to the classic Mini and variants, “MINI” will refer to the BMW Mini.

Section 2 – Objectives

1. The objective of the Club is to provide members with the opportunity to drive with and meet other Mini and MINI owners and enthusiasts
2. To promote socialization, enjoyment and ownership of the Mini and MINI automobile (also known as “The Brand”)
3. To promote and maintain relationships for mutual purposes with other Mini and MINI enthusiast clubs
4. To conduct social activities for, with and around Mini and MINI owners and enthusiasts
5. To promote good relationships with the brand Manufacturer, sponsors, dealers and other representatives of the brand

Section 3 – Geographical Location

1. The club will serve members located in the Rocky Mountain Region of the United States
2. The club will be open to members in any geographical location
3. The club will be based in the Denver metropolitan area or in the Front Range area of Colorado
4. The club may occasionally promote, provide or join a function outside of the Rocky Mountain area

Section 4 – Office locations

1. The club location will be the home address of the Treasurer of the club or at any alternate location chosen by the currently serving officers

Article II

Purpose of the Club and Purpose of the Bylaws

Section 1 – Powers

1. The club and its elected officers shall be empowered to conduct all club activities as needed
2. The club and its officers will be empowered to operate the club as a not-for-profit organization
3. The club and its officers will be empowered to operate the club according to its bylaws

Section 2 – Bylaws

- The purpose of the Bylaws is to provide a broad and general framework for the administration and business activities of the club
- The purpose of the Bylaws is also to provide a general direction for club activities which are primarily social in nature and designed to promote enthusiasm for the Brand
- All business of the club shall be conducted in accordance with these written Bylaws

Section 3 – Logo and Brand

- The club Logo shall be determined or changed by the elected officers as needed.
- The current club logo is a circle with a classic Mini on a Union Jack with a blue border with white letters stating, “Minis of the Rockies” and “MOTR” and a red banner with white letters stating “Colorado, USA”.

Variants of this logo may be used as needed for purposes such as window stickers, magnets, banners, handbills, and all promotional plans and devices

Article III

Membership and Dues Payments

Section 1 – Membership

1. While members are encouraged to be enthusiasts of the classic Mini and all variants of the brand, other A-Series engined vehicles that do not have local clubs such as the Austin America, the Metro etc. are within scope for the club. In addition, BMW MINI owners are welcomed. Membership shall be open to any person, whether an owner of a Mini or MINI brand automobile or not, who has paid dues according to current club guidelines
2. Membership shall be open to any other enthusiast club, whether a MINI or Mini brand club or not
3. Membership shall be open to any Mini or MINI brand promoter, seller, reseller, vendor, or friend of the brand

Section 2 – Class of Membership

1. Dues Paying Member – There is only one class of membership and that is for those persons or entities who have paid the currently stated club dues at any time in the current calendar year or within the last 6 months of the previous calendar year
2. Dues shall be paid no less than annually by all members in order to continue rights of membership
3. All Dues Paying Members shall have full rights in the club and will enjoy the responsibility of voting on any changes in said club Bylaws
4. Members are entitled to vote on any matters as proposed by club leadership, to attend club functions, and to hold office in the club
5. Non-members may also be invited to attend club functions
6. Members of the club and non-member function attendees shall be governed by the club Bylaws
7. The club itself can pay for and become a member of any other MINI enthusiast, manufacturer, or related club
8. In recognition of his past service, Kenn Lively’s dues are set at \$0 for the rest of his life

Section 3 – Application for Membership

1. Application for Membership shall be made at the time of initial membership and at each annual renewal time
2. Annual Dues shall be set yearly by the Officers of the Club. Officers of the Club are encouraged, but not required, to have an advisory vote for members at a club meeting for any annual dues change. It is recommended, but not required to have 2 rates for dues. Rate 1: Per annum (January 1 to December 31st) for members in reasonable driving distance of the Front Range (“Local Members”), Rate 2: Per annum for members outside of reasonable driving distance (“Distance Members”) of the Front Range payable by cash, check or PayPal or other method determined as suitable by the Treasurer. For reference, in 2021 Local Member dues were \$25 (a temporary \$5 rebate was provided) per annum and Distance Members were \$10 per annum
 - a. New Members (persons who have never been members of the club) joining January 1 to June 30th shall be charged full year dues. New members joining between July 1 and December 31st shall be charged 50% of full year dues
 - b. For avoidance of doubt, all renewal dues are due at the January club meeting or January 30 whichever is earlier
 - c. All renewal terms are from January 1 to December 31, even if the renewal member renews late. There is no part-year renewal membership option
 - d. Dues are paid at the household level – no need for multiple memberships in the same household
 - i. Events may restrict attendance or goodies to 1 per household at the choice of the event organizer
3. Application for membership shall include information as needed by the club and its officers for the purpose of club communications. This shall include Name, Address, Phone and e-mail addresses, updated for club use as needed
4. A person or entity shall forfeit membership for non-payment of dues in any 15-month period
5. A member or entity shall be suspended from membership for activity detrimental to the club. This shall be done at the discretion of the Officers of the Club

Article IV

Voting on Club Issues

Section 1 – Voting at Club Meetings

1. Each member shall have one (1) vote
2. Unless stated otherwise, all issues shall be decided by a simple majority vote of those voting
3. A quorum will consist of those members attending said meeting, or no less than 5 members
4. Proxy votes are authorized and will be part of the quorum. All such votes must be received by an officer at least three (3) days prior to said meeting. Proxy votes defined by the absentee voter per issue/role or can be fully proxied to the officer to vote at their discretion
5. Members may designate another member in good standing to be their proxy for voting at a club meeting. Members shall communicate to a club officer their proxy at least three (3) days prior to said meeting

6. Votes shall be tallied at a club meeting. All results will be announced at said meeting
7. All meetings will be announced at least 30 days in advance in at least one of the following locations:
 - a. The Club social media page
 - b. The Club email list
 - c. The Club Webpage
 - d. This requirement may be satisfied by a standing date for the club meeting, currently at 7:30pm the 1st Tuesday of each month
 - e. Additional announcements may be provided to members via electronic means such as e-mail or by US Mail.

Article V

Officers and their Duties

Section 1 – Elected Officers

1. The Elected Officers of the Club shall be the President, the Vice President, the Secretary and the Treasurer.
2. No person may hold more than one office at a time. It is preferred that no person hold the same elected office for more than two consecutive terms
3. Officers shall serve for terms of two (2) years, beginning in the year elected and for the following year as well
 - a. Exception: If an election is held to replace a resigning or incapacitated officer the new officer will serve the remainder of the original 2-year term
4. Officers must be paid members of the club
5. A Board of Directors consisting of three (3) individuals may be appointed by the currently serving elected officers. If appointed, this Board will serve during the remaining term of the currently elected officers.
6. The President and all officers shall turn over all club assets and supplies to succeeding officers when an elected term expires.

Section 2 – Duties of the President

1. The President shall be the chief executive officer and shall preside at all meetings of the club. The president will supervise the general operations of the club and will call meetings of the club.
1. In the absence of the President, the Vice-President shall assume these duties. The President may designate a meeting host for club meetings.
2. The President shall provide an annual written report to the members during the first quarter of each calendar year. This report will address the activities, financial status, and membership status of the club. This report may include other items as deemed necessary by the President. In the absence of the President, the Vice-President shall assume these duties.
3. The President and other officers of the club shall be authorized to sign checks on behalf of the club and to disburse funds on behalf of the club as authorized by the other serving officers. By majority vote of the officers of the club, other members may be temporarily authorized to disburse funds on behalf of the club (such as when a member services as an event chair)
4. The President shall serve other executive purposes as required by the club, or he or she may delegate these purposes to another officer. The other officers of the club shall be so authorized.

5. The President has overall responsibility for ensuring all officers fulfil their duties

Section 3 – Duties of the Vice President

1. The Vice President shall assist the President in conducting the business of the club. The Vice President shall assume the duties of the President in the event of his or her absence or inability.
2. The Vice President shall be responsible for ensuring that the club carries adequate and appropriate insurance to cover all club activities. If any officer position is vacant, the Vice-President is responsible for ensuring the duties of that position are carried out. The Vice-President may delegate these duties to another club member at their discretion

Section 4 – Duties of the Treasurer

- The Treasurer shall be the chief financial officer of the club and shall have primary custody of the club funds and bank accounts. He or she will be responsible for properly managing all receipts, checks, disbursements, and funds pertaining to club activities. The Treasurer shall prepare a financial report and deliver such to the club officers no later than 30 days past January 1 of each calendar year. The officers may but are not required to share this report with the membership. The Treasurer shall be responsible for preparing and submitting any required club local, state and federal income forms on a timely basis, yearly.
 - o As of 2020 there is an ongoing yearly requirement for an annual filing with the Colorado SecState
- The treasurer is responsible for maintaining a current roster of all club members. This responsibility may be delegated to other officers
- The Treasurer shall maintain a list of all club owned assets and their locations and include this list as an appendix to the yearly financial report

Section 5 – Duties of the Secretary

- The Secretary shall be responsible for compiling and maintaining complete records of club activities on an ongoing basis. This shall include but not be limited to written records, photographic records, electronic records, and records maintained by any other means. The Secretary shall be responsible for taking, recording, keeping and publishing as appropriate minutes at all Board, club and officer meetings or ensuring a delegate is present at meetings to do so.
- Maintain the communication plan, publish in suitable location (typically website, email and/or social media group.) and update at least yearly
- The Secretary shall ensure that officers names, terms and contact information (email required, phone number optional) will be posted on the Minis of the Rockies website

Article VI

Advisory Board

Section 1 – Members of the Advisory Board

1. The optional Advisory Board (the Board) of the club can consist of up to 5 persons, plus founders of the club. If the Board is active, all immediate past officers will automatically become members of the Board upon completion of their office term or upon reaching a term limit, unless such person is elected to a different office in the

- club.
2. An officer of the club cannot also serve on the Board of the club.
 3. The Advisory Board, will be re-appointed by the newly elected officers following each election. Each Board member must also be a paid member of the club in good standing.
 4. There are no limits to the number of terms a person can serve on the Board.
 5. The Board shall be designated to advise the currently serving officers of the club. The Board will not have a vote, other than as members of the club, in the matters considered by the officers of the club.
 6. The President and other officers of the club shall consult the Board as needed on matters pertaining to club activities and events.

Article VII Elections

Section 1 – Elections of Officers

1. All officers shall be elected by a simple majority vote of those members voting. Ties shall be broken by a coin flip facilitated by the meeting host
2. The election of officers shall happen in the first quarter of odd calendar years in which there are officers with terms expiring (such as 2021, 2023 etc.)
 - a. If an officer resigns or is incapacitated an election will be held as soon as possible, but no later than 61 days after that event
3. Nominations for officers shall be sought and publicized at least 30 days prior to the election
4. Floor nominations shall be allowed at the meeting during which elections are held and votes are tabulated
5. Votes shall be counted from those dues paying members present, proxies, and from members returning votes electronically. All members must be dues-paying and in good standing.
 - i. For the avoidance of doubt, a household that pays one set of dues will have one vote
 - ii. If there are multiple members of a household present and they cannot agree on their vote, their vote for that item shall be null and void
6. The Secretary of the club shall tabulate the votes and announce the newly elected officers who shall take office 1 calendar month later. In his or her absence, another officer may be appointed to serve this process.
7. Recall votes for officers may be run at any club meeting that has an attendance of at least 50% of members and the vote to recall must be passed by >70% of the attending members

Article VIII Club Meetings

Section 1 – General membership meetings

1. Meetings can and will be held periodically throughout the calendar year.
2. The club must hold at least 3 meetings per year for its membership, one of which must be designated for elections, if any officer election is due that calendar year
3. Meetings can be held at any time, physical or virtual location as chosen by currently

serving officers. As of 2021, meetings are held on the first Tuesday of the month at 7:30pm

Section 2 – Officer meetings

1. Officer meetings can be held at any time in any location for the purpose of discussing club business and activities
2. Officer meetings need not be publicized in advance to the membership
3. Members may be invited to attend and discuss club activities at any time
4. Officer meetings shall be presided over by the current President or other officer designated by such

Article IX

Affiliation with other Clubs

Section 1 – Choice to affiliate

1. From time to time the officers of the club may be called on to affiliate this club with another club of like-minded enthusiasts.
2. The decision to affiliate or not is the sole responsibility of the officers at that time, along with the input of the currently serving Board.
3. A vote to affiliate shall be taken from all those present at a special meeting called to discuss this topic. Those voting shall be the officers and board members of the club.

Article X

Amendment of By-Laws

Section 1 – Proposed Amendments to Club Bylaws

1. The Officers, the Board or a Member in good standing may propose changes to these Bylaws
2. Amendments to these Bylaws shall be voted on at a general membership meeting called for this purpose, among others. Any such meeting shall be advertised at least 30 days in advance by communication, of any means, to the membership
3. Amendments to Bylaws shall become effective immediately upon approval by vote of the members
4. A copy of the Bylaws shall be kept available to all members on the club website.

Article XI

Club Newsletter

Section 1 – Name and Content

1. The name of the Newsletter shall be MOTR unless changed by the currently sitting officers
2. The officers of the club may appoint an editor of the newsletter
3. The newsletter shall be published at the discretion of the editor
4. The editor shall be responsible for all content and distribution of the newsletter
5. Advertising, for the purpose of defraying costs of the club, shall be allowed if the

advertising is relevant to the overall purpose of the club

Article XII

Other Appointed Positions

Section 1 – Allowable appointed positions

1. As determined by the currently serving officers, other positions may be appointed for the purpose of fulfilling the responsibilities of the club
2. The officers may appoint a Member at Large to the Board of the club
3. The officers may appoint a club historian
4. The officers may appoint a spare parts dealer relations individual
5. The officers may appoint a Web Master
6. The officers may appoint an events coordinator for any single or a multiple set of events
7. The officers may appoint a graphics editor for any club purpose
8. The officers may appoint any other person for a purpose serving the goals of the club
9. These appointees may be terminated or changed at any time by action of the officers

Article XII

Section 1- Communication Plan

1. The Communication plan shall be reviewed at least annually

Adoption of Bylaws

The Club, its Members, the Officers and the Board have adopted these Bylaws on 1/5/2021