

# **VILLAGE NOMADS MOTORCYCLE CLUB**

## **CONSTITUTION**

### **ARTICLE I: NAME**

The organization shall be known and designated as the Village Nomads Motorcycle Club and also known as The Village Nomads.

### **ARTICLE II: PURPOSE**

The primary purpose of the Village Nomads is social interaction promoting the sport of motorcycle riding. The Club shall be a “not for profit” organization for residents of The Villages, Florida.

### **ARTICLE III: BOARD OF DIRECTORS**

The board shall consist of the following:

Four (4) elected Officers – President, Vice President, Recording Secretary, and Treasurer and two members appointed annually by the President consisting of the membership chairperson and a member of the safety committee. The appointed members shall function as “Members at Large”.

### **ARTICLE IV: LOGO**

The Village Nomads reserves the right to control the use of its name and logo.

### **ARTICLE V: MEETING PROCEDURES**

Meetings of the Membership shall be conducted in a businesslike and orderly manner and the guiding rules will be Roberts Rules of Order.

### **ARTICLE VI: AMENDMENTS TO THE CONSTITUTION OR BY-LAWS**

A proposal for amendment (s) to this Constitution and By-Laws shall be co-sponsored by (3) members and presented to the Board of Directors.

Adoption of any proposed amendment (s) requires a quorum as dictated for a membership meeting and a majority approval of the qualified voting members present at the membership meeting.

**As amended through September 12, 2018**

**VILLAGE NOMADS MOTORCYCLE CLUB**

**BY-LAWS**

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## **VILLAGE NOMADS MOTORCYCLE CLUB**

### **BY-LAWS**

#### **ARTICLE ONE: FISCAL YEAR**

The fiscal year will begin on the first day of January and end on the thirty first day of December of that year.

#### **ARTICLE TWO: MEMBERSHIP**

##### **SECTION 1: Application for Membership**

Membership in the Village Nomads shall be available to any Villages resident in good standing with the Village Nomads by submitting to the Membership Chair a completed membership application accompanied by payment of appropriate annual dues. Membership requires that the primary member must have a motorcycle. Prior members with (4) four years of continuous membership may apply without the requirement of owning a motorcycle. The term motorcycle refers to a “motorcycle, motorcycle based trike, and Can-Am Spyder”. Vehicles outside of these guidelines will be admitted at the discretion of the board of directors. All driver applicants shall provide proof of proper motorcycle license endorsement at time of application. Members with (4) four years of continuous membership may renew their membership with a scooter (250cc power plant or greater).

##### **SECTION 2: Rights, Privileges, and Responsibilities of Membership**

Members are entitled to certain rights and privileges including:

- A. The right to vote and to elect the Board of Directors, and to hold office, in The Village Nomads.
- B. The right to hear, consider, and approve or amend the minutes of the Membership Meetings.
- C. The right to amend these By-Laws as set forth in Article VI of the Village Nomads Constitution.
- D. The right to recommend expenditures for consideration by the Board of Directors or the General Membership.
- E. The right to volunteer for committee work.
- F. The right to attend meetings and functions of the Village Nomads.
- G. The privilege to uphold and support the aims, principles, and purposes of the club.
- H. The responsibility to exhibit good conduct when attending club functions and meetings.

**SECTION 3: Membership Term**

Annual membership shall commence January first of each year and end on the thirty first day of December of that year, consistent with the designated fiscal year.

**SECTION 4: Termination of Membership**

Any member may be required to forfeit membership in the Village Nomads for any of the following reasons: (a) misuse of the club name and/or logo, and/or (b) conduct detrimental to the good and welfare of the club (expulsion for cause).

Membership may be terminated by written resignation to the Board of Directors, by failure to pay the annual dues on or before the renewal date set forth, or expulsion for cause. Membership forfeiture by expulsion for cause requires a three fourths vote of the Board of Directors, confirmed by a majority vote of the eligible members present at a membership Meeting. Reinstatement from expulsion for cause requires the same voting procedure.

**ARTICLE THREE: DUES AND FINANCE****SECTION 1: Establishment of Annual Dues**

Annual dues shall be as follows: The dues shall be a maximum of \$25 for a Family Membership (being defined as 2 persons residing in the same household) or \$20 for an Individual Membership. The actual amount for the next year will be set by the Board of Directors in conjunction with the budget.

**SECTION 2: Payment of Annual Dues**

Established dues shall be made payable to the Village Nomads.

**SECTION 3: Budget**

The preparation of the Annual Budget shall be the responsibility of the Board of Directors. The completed budget must be submitted to the general membership at the October meeting for discussion. The final vote of approval shall take place at the November meeting by simple majority of the members in attendance. Items not specially provided for in the budget, which may require expenditure of funds shall be addressed as outlined in Section4: Use of Funds.

**SECTION 4: Use of Funds**

Any funds collected or accumulated by the Village Nomads may be spent only to promote the aims of the club as stated in the Constitution and By-Laws, as established in the yearly budget, and especially Article Eight: Dissolution.

These funds shall not benefit, nor be distributed to, Board of Directors or members, except as authorized by the Board of Directors and membership in accordance with Section 501 ( c ) (3) of the Internal Revenue Code and other applicable statutes governing not-for-profit non-stock corporations.

Club funds are to be dispensed by check and shall bear the signature of at least two officers of the Village Nomads authorized to sign checks in excess of \$500. Officers authorized to sign checks shall be the President, Vice President and Treasurer.

Any Expenses up to and including Five Hundred Dollars (\$500.00), not included in the budget may be approved by the Board of Directors if the Board so deems the expense to be in the best interest of the Club. Any expenditure in excess of \$500.00, not included in the budget, shall be presented for simple majority approval of the eligible members present at the next scheduled meeting.

**ARTICLE FOUR: BOARD OF DIRECTORS****SECTION 1: General Information**

All Board Members must be in good standing of the Village Nomads, and have been so for a period of at least nine months.

The Board of Directors shall perform the duties prescribed by these By-Laws. The Board members shall have full authority over affairs of the club, except in the amendment of the Constitution or By-Laws, in the election of Board Members, and as specified in these ByLaws.

No member shall hold more than One (1) Board position at a time and Board members shall be full time residents of the Villages. No two (2) members shall be from the same household.

The term of office for all Board members shall be one (1) year.

Any resigning Board member, excluding the President, will be replaced by an appointee approved by the Board of Directors and confirmed by a majority of the eligible members present and voting at the next Membership Meeting. The Vice President shall assume all duties of the President for the remaining of the President's term in the event the President is no longer a Board Member.

**As amended through September 12, 2018**

A Board member not completing a full term of office shall surrender all records, monies, and properties belonging to the Village Nomads to the President. Prior to the transfer of records to the newly elected Board member, an audit of those records shall be conducted by at least two Board members.

If any Board Member misses a combination of three (3) Board and/or Membership Meetings in a membership year, the Board of Directors must consider if that Board member is fulfilling his/her duties and, if necessary, request his/her resignation from their Board position.

Any member of the club may attend any meeting of the Board, but shall attend as an observer only.

## **SECTION 2: Board Meeting Procedures**

A. Meeting - The Board of Directors shall meet only on occasions where they deem it necessary.

B. Quorum - At least three (3) of the existing Board members shall constitute a quorum for the transaction of business at any Board Meeting of the Village Nomads.

C. The order of business shall be determined by the purpose of the call meeting.

## **SECTION 3: Duties of Each Board Member**

A. General:

All Board members should be ready and willing to assist other Board members in their responsibilities as needed or requested. Each Board member will ensure their responsibility is covered due to their absence at a meeting or event.

Any Board member who is in receipt of money from Club activities must ensure that the officer ultimately responsible for the funds is aware of the collection, and that funds are transmitted to the treasurer with appropriate documentation in a timely manner.

Any Board member who requires the payment of bills incurred for the benefit of the Club must present the appropriate documentation (e.g., receipt, voucher sheet) to the treasurer for proper payment in a timely manner.

It is the responsibility of each Board member to maintain complete and accurate records of their area of responsibility. Those with financial and/or inventory responsibilities are subject to audit as noted in Article Six: Annual Audit.

**As amended through September 12, 2018**

## B. Specific Duties of the Board

The following should be used as a guide for duties and does not necessarily indicate duties are limited to or exclusive of the duties indicated:

1. President – The President shall be the general executive officer of the Village Nomads and of the Board of Directors, and shall be ex-officio members of all committees, except the Nominating Committee. The President may appoint committee heads to handle such activities as membership, ride activities, etc. He/she shall sign all minutes of the meetings after approval and be responsible for properties belonging to the Village Nomads, all of which he/she shall hand over to his/her successor with an inventory there of embodied in the Minute Book. He/she shall be primary liaison with the Villages Recreation Department for all Club business.

The President will participate in the establishment of the Club budget as noted in Article 3, Dues and Finance, Section 3, Budget.

2. Vice-President - The Vice-President shall preside at all Membership and Board Meetings of the Village Nomads in the absence of the President and shall assume all other duties of the President in his/her absence. The Vice-President shall also serve as a “Member-at-Large”.

The Vice-President will participate in the establishment of the Club budget as noted in Article 3, Dues and Finance, Section 3, Budget.

3. Recording Secretary – The Recording Secretary shall carefully and completely record the proceeding of any Board Meeting, Membership Meetings and any special call meetings. Original copies of all past meeting minutes shall be retained by the Recording Secretary and shall be presented or read at meetings and amended as needed or necessary, ensuring the President signs the minutes as presented or amended.

4. Treasurer – The Treasurer shall be custodian of all funds of the Village Nomads and shall receive all membership dues, fund raising moneys, contributions and any other moneys. A receipt shall be provided to the person responsible for the money derived from their area of responsibility. It shall be the responsibility of the Treasurer to maintain an up-to-date check register and be accountable for all receipts. The Treasurer shall report at each meeting all transactions, i.e. collections, expenses incurred, and disbursements, from the last report date. The Treasure’s books will be available upon request.

The Treasurer will participate in the establishment of the CThe Treasurer will participate in the establishment of the Club budget as noted in Article 3, Dues and Finance, Section 3, Budget.

## **ARTICLE FIVE: MEMBERSHIP MEETING PROCEDURES**

### **SECTION 1: Meetings**

The meetings shall be held monthly, subject to schedule changes. Special call meetings shall be held on those occasions where it is deemed necessary by the Board of Directors.

### **SECTION 2: Quorum**

Two members of the Board of Directors and members present constitute a quorum for the transaction of business at any Membership Meeting of the Village Nomads.

### **SECTION 3: Order of Business**

- A. The Recording Secretary shall present the minutes of the previous meeting, and said minutes will be approved as presented or as amended by vote of the general membership.
- B. The Treasurer shall present a report if necessary.
- C. The Vice President shall present a report if necessary.
- D. The President shall present a report regarding pertinent activities and announcements.
- E. Review of old business.
- F. Introduction of new business.
- G. The President shall note the date, time and place of the next meeting.
- H. Any Raffle will be conducted.
- I. The President shall entertain a motion to adjourn the meeting. Such a motion be must be seconded and approved by a majority of those members present and voting.

**As amended through September 12, 2018**

## **ARTICLE SIX: ANNUAL AUDIT**

### **SECTION 1: General Information**

In January of each year an Audit Committee shall be appointed by the President to conduct an official examination of all financial and inventory records of the Village Nomads.

The committee shall consist of three (3) members who are not Board members. At least one (1) should be a carry over from the prior year's Audit Committee.

As necessary, the committee shall meet with any Board Member(s) who have financial and/or inventory responsibility to conduct Village Nomad business. The financial and/or inventory records of such individuals shall be examined. The Audit Committee shall present to the Board and the membership, for its April meeting, a written report of its examination findings including any recommendations.

## **ARTICLE SEVEN: ELECTIONS**

### **SECTION 1: General Information**

- A. Nomination Chairperson – The Nomination Chairperson shall be named no later than at the September Membership Meeting. (Or one month prior to the Nomination Meeting). The chairperson shall present a recommended slate, consisting of the Officers; to the Village Nomads at the Nomination Meeting.
- B. Nominations – The Nomination Meeting shall be the October Membership Meeting. Members interested in serving on the Board may submit their names to the Nominations Chairperson for consideration prior to the October Meeting. At the October Meeting, the Nominations Chairperson will submit its recommended slate. At the Nominations meeting, other nominations will be entertained from the floor for elective office to the Board. All nominated members must meet the requirements as stated in Article 4, Section 1.
- C. Elections – The President, Vice-President, Secretary, and Treasurer shall serve a one (1) year term. The Election meeting shall be the last membership meeting (November) of the fiscal year.
- D. Commencement of Term – The term of the newly elected members of the Board of Directors begins at 12:01 on the first day of the Fiscal Year Immediately following the elections.

**SECTION 2: Election Procedures**

The election shall be conducted by the Nominating Chairperson. The Chairperson duties will consist of; recruit volunteers to assist chairperson if deemed necessary, meet with committee as necessary, determine including collection and tallying of cast ballots.

The current Membership roster shall be available in determining the voting eligibility of persons casting ballots during the election process.

All voting shall be by written ballot, as defined as paper or electronic, and the results made known to the membership upon completion of tabulation. The Nominations Chairperson shall declare that a candidate is elected if she or she has received a majority of the votes cast by eligible members. If the position is unopposed the Secretary shall cast one (1) vote to elect the eligible member.

**ARTICLE EIGHT: INDEMNIFICATION AND LIABILITY**

No individual member, officer or director of the Village Nomads shall be liable for debts, liabilities, or obligations of the Club.

**ARTICLE NINE: DISSOLUTION**

In the event of the dissolution of the Village Nomad Motorcycle Club, and in conformity with the provisions of Sec. 501 (c) (3) on the Internal Revenue Code, the artifacts and memorabilia belonging to the Village Nomads shall be property of a selected charitable organization. Additionally any moneys belonging to the Village Nomads shall be donated to a selected charity of a perpetual scholarship fund in the name of the Village Nomads. In no event, will any moneys in treasury be distributed to the Board or members of said Club.

