

SHADOW RIDERS CLUB - ST. LOUIS BY-LAWS

Article One – Name

The name of the organization shall be "Shadow Riders Club - St. Louis, Inc.". (Hereafter referred to as SRC-STL.)

Article Two – Purposes

The purposes of the SRC-STL are:

1. To promote interest in motorcycle riding.
2. To promote goodwill between motorcyclists regardless of the make or model they ride.
3. To assist Members in the development of safe motorcycle riding skills.
4. To plan SRC-STL activities that is of interest to the Members.
5. To encourage participation in motorcycle riding and motorcycling events.
6. To project a positive image of motorcyclist to the community.
7. To support charities and organizations to the benefit of the community.

Article Three – Membership

Section 1. Types of Membership Shall Consist of: Individual, Joint, Junior, Honorary and Social.

- A. Individual Membership is open to any person who either owns or leases a licensed motorcycle. Individual Members pay dues, may participate in all SRC-STL activities, may vote on the general business of the SRC-STL, and may serve on the SRC-STL Board.
- B. Joint Membership is open to couples when one or both of them either owns or leases a licensed motorcycle. Joint Members pay dues, may participate in all SRC-STL activities, may vote on the general business of the SRC-STL, and may serve on the SRC-STL Board.
- C. Junior Membership is open to young people who are either under age 18 or a full-time student and whose parent or guardian is an SRC-STL Individual or Joint Member. Junior Members pay dues and may participate in all SRC-STL activities but may not vote on the general business of the SRC-STL nor serve on the SRC-STL Board.
- D. Honorary Membership may be granted to an individual who has contributed significantly to the success of the SRC-STL. Any member may nominate candidates for Honorary Membership. The candidate and the duration of his/her membership must be recommended by the Board and approved by the General Membership. Honorary Members may participate in all SRC-STL activities but do not pay dues and may not vote on the general business of the SRC-STL nor serve on the SRC-STL Board.
- E. Social membership is open to any member that has been a member for 10 years. Social members may participate in all SRC-STL activities, will pay annual dues but will not be eligible to vote on general business or elections of SRC-STL. They also will not be eligible to serve on the SRC-STL board. They will not be required to own or lease a licensed motorcycle.

Section 2. Application Process.

- A. Any individual who meets the qualifications stated in Section 1 A, B, C or E above may become an SRC-STL member by submitting an SRC-STL Membership Application and paying the applicable dues.
- B. A person may apply for only one Joint Membership per year.
- C. Membership is valid for one calendar year (January – December). Members may renew their membership by resubmitting an Application form and paying dues yearly.

Section 3. Dues.

- A. The annual dues shall be:
 - Individual Membership \$24.00
 - Joint Membership \$36.00
 - Junior Membership \$6.00
 - Social Membership \$24.00
- B. All memberships will be due for renewal during January of each year.
- C. All first year membership dues will be prorated to the end of the year.
- D. All membership renewals shall pay the full annual dues.
- E. In order to vote in the January election of officers, dues must be paid before the start of the January General Membership meeting.

Article Four - SRC-STL Elected Board

- A. The SRC-STL Board shall consist of the following elected officers: President, Vice President, Treasurer, Secretary, and Safety Officer, plus up to four (4) elected members-at-large.
- B. When the General Membership exceeds 300 on September 1, two members-at-large shall be elected to the Board the following January. When the General Membership exceeds 400 on September 1, a total of four members-at-large shall be elected to the Board the following January.
- C. In the event any SRC-STL Board position is not filled during the election process or is vacated for any reason, the SRC-STL Board shall nominate and vote to elect a SRC-STL member to fulfill the duties of any such position.
- D. The SRC-STL Board shall handle the general business of the SRC-STL and will submit recommendations for Treasury contracts or expenditures exceeding \$100.00 to the General Membership for approval.
- E. Regular meetings of the SRC-STL Board shall be held at a minimum of a quarterly basis.
- F. A quorum for conducting any business of the SRC-STL Board shall be a simple majority of the Board members. The President shall vote only to break a tie.
- G. Each outgoing SRC-STL Board must leave in the SRC-STL Treasury a sum equal to the unpaid bills or obligations for which that SRC-STL Board is responsible.
- H. The outgoing SRC-STL Board shall initiate the sponsorship process for the following year.

Article Five - SRC-STL Elections

Section 1. SRC-STL Board Nomination And Election Process.

- A. Nominations: A "Nominating/Elections Committee" shall consist of three SRC-STL Members (a Chairperson and two Committee Members) and shall be appointed at the September General Membership meeting prior to the time of regular elections in January. Their duty is to administrate the nomination and elections process for the next SRC-STL Board of Directors.
- B. Nominations from the floor will be in order at SRC-STL October General Membership meeting through the December General Membership meeting. Nominations may also be forwarded to the Nominating/Elections Committee to be received no later than the December General Membership meeting date. No nominations will be accepted after the December General Membership meeting.
- C. The list of nominations to be considered for January elections will be presented by the Nominating/Elections Committee at the December General Membership meeting and be published in the December & January Newsletter.
- D. The SRC-STL elections will be conducted at the January General Membership meeting. Ballots will be accepted only from members who are eligible to vote, whose current year's dues have been paid, and who are present at that meeting.
- E. Nominees for Members at Large shall be ranked according to the number of votes received. The number elected shall be the nominees receiving the most votes in the quantity needed as in Article Four, Section 1, Paragraph B.

- F. The results of the SRC-STL elections will be announced at the January General Membership meeting and posted in the February Newsletter.

Section 2. Terms Of Office.

- A. Terms of office: SRC-STL Board shall be elected for a term of one year, to serve from the time of installation in February until the succeeding installation of SRC-STL Board in February of the following year.
- B. The SRC-STL Board may serve consecutive terms.

Section 3. Transition Of Administration.

- A. There shall be a meeting of SRC-STL Board immediately following installation. This meeting should include the outgoing and the incoming SRC-STL Board. The by-laws and files will be turned over to the newly installed President.
- B. The outgoing President may, at his/her discretion, attend any/all SRC-STL Board meetings, as a non-voting member, for the duration of the new Board.

Article Six - Duties of SRC-STL Board

Section 1. The President Shall:

- A. Preside at meetings of the SRC-STL Board and General Membership.
- B. Sign all contracts with the Secretary after approval of the General Membership.
- C. Provide the other officers the means to assume the President's duties and responsibilities in his/her absence.

Section 2. The Vice President Shall:

- A. Perform the duties of the President in his/her absence.
- B. Perform other duties as assigned by the President.

Section 3. The Treasurer Shall:

- A. Have charge of all the funds of the SRC-STL.
- B. Make a "Monthly Financial Report" to the General Membership at the monthly General Membership meeting that reflects accurately the financial activities of SRC-STL.

Section 4. The Secretary Shall:

- A. Record the minutes of all Board and General Membership meetings. Provide any Member with the meeting minutes if requested and keep a copy for SRC-STL files.
- B. Review the minutes of previous meetings for Board and General Membership meetings.
- C. Sign all contracts with the President as in Article 6, Section 1, Paragraph B.
- D. Maintain a copy of the By-Laws as of the beginning of the year and any amendments approved during the year.

Section 5. The Safety Officer Shall:

- A. Distribute information to facilitate safe group and individual riding practices. Specifically, but not limited to SRC-STL Group Riding Guidelines.
- B. Review all riding activities of SRC-STL in reference to safety related considerations.
- C. Coordinate the Road Captains program.
- D. Inform the SRC-STL Board whenever safety related violations may have occurred by participants in SRC-STL activities.

Section 6. The Responsibilities of all SRC-STL Board Members Shall Be To:

- A. Promote the Goals and Objectives of the SRC-STL to everyone.
- B. Encourage participation of SRC-STL Members in all SRC-STL activities.

- C. Welcome New Members, Guest and Visitors to SRC-STL activities.
- D. Comply with the SRC-STL by-laws.
- E. Work with the General Membership to make improvements to the policies and guidelines of the SRC-STL that will best meet the needs of the General Membership.
- F. Perform other such duties as may be assigned by the President.

Article Seven - Meetings

- A. A regular monthly meeting of the General Membership shall be held on the fourth Tuesday of each month at 7:00 P.M., unless circumstances necessitate a change. Any such change shall be announced at the previous meeting, if possible, and in all SRC-STL official channels of communication.
- B. Special meetings of the General Membership may be called by the Board as it deems necessary. Only the business specified in the call may be transacted at such meetings. All members shall be notified by U.S. mail at least ten (10) days prior to the meeting.
- C. A quorum for conducting the business of a regular or special meeting of the General Membership shall be the total Members present that are empowered to vote.
- D. In the absence of both the President and Vice President from a General Membership meeting, the attending Board members shall select a member to run the meeting.

Article Eight - Discipline

- A. Charges of working against the purposes of the SRC-STL, showing obvious disregard for the safety or welfare of a fellow Member, and/or injuring the professional standing of a Member.
- B. The accused members shall be notified in writing of the action and shall have the privilege of being present at a special or regular meeting of the SRC-STL Board, at which time the charges will be considered.
- C. The Member may be suspended or expelled by a majority vote of the General Membership present at a General Membership meeting.

Article Nine – Amendments

- A. Any SRC-STL member may propose a by-law amendment by presenting it in writing to the SRC-STL Board for review (study & examine) and evaluation (judge the worth of).
- B. Copies of any proposed by-law amendments shall be provided to each member in writing before the General Membership meeting during which the vote will be taken.
- C. At the General Membership meeting during which a proposed amendment vote will be taken, the SRC-STL Board will recommend approval or recommend rejection of the proposed amendment, in accordance with the SRC-STL Board's review and evaluation. At that meeting, motions to revise the proposed amendment may be offered by any member. If seconded, the motion will be voted upon by the members before the vote on the entire proposed amendment.
- D. The SRC-STL by-laws may be amended or revised by an affirmative vote of two-thirds of all members present who are empowered to vote at a General Membership meeting.
- E. The SRC-STL Board will review and evaluate the SRC-STL By-Laws as necessary to ensure that it is current with the SRC-STL goals and objectives.
- F. The SRC-STL Board may appoint a committee to assist in review and evaluation of the By-Laws.

Article Ten – Dissolution

In the event of dissolution of the SRC-STL, after all outstanding obligations have been satisfied, the remaining assets shall be distributed to the charity adopted by club vote for the most recent operational year. If more than one charity was adopted for said year, assets shall be divided equally between/among them.

Article Eleven - Liability

Each SRC-STL member, by his or her acceptance into the SRC-STL, agrees to hold blameless the SRC-STL, its Members, Board, Representatives, Agents and employees, of and from all liability, loss claims, and demands that may accrue from any loss, damage, or injury (including death) to his or her person or property.