**Pure Stodge Touring Association**

**By-Laws**

1. The name of this organization, as stated in the Articles of Incorporation, is “Pure Stodge Touring Association”, referred to in these By-Laws as PSTA or Association.
2. The purpose of the Association, as stated in the Articles of Incorporation, is to promote the knowledge of BMW motorcycles and the enjoyment of same, and any other purposes permitted to this corporation by the laws of the State of Iowa.
   1. The official publication of the PSTA shall be the PSTA Website, and/or PSTA email. In addition to promoting the purpose of the Association, these serve to notify members of general membership meetings.
3. Membership in the PSTA shall be open to any person, 14 years of age or older, who is the owner of a BMW motorcycle or who is interested in furthering the purposes of the Association.
   1. The Board of Directors of PSTA may levy regular dues upon the membership, the rate to be established from time to time. In addition, PSTA may levy a special assessment upon its membership if such is deemed necessary to conduct the business of the Association within the purpose as stated in these By-Laws. Adoption of such a special assessment shall require a majority vote of the members present at any Association meeting at which a quorum as defined in By-Law 5 is present. Furthermore, the Board may choose to honor any member by waiving the collection of dues.
   2. Memberships shall be on a calendar year basis, with annual dues payable on January 1st and becoming delinquent on April 1st. New members joining on or after the first day of the Iowa Rally, when held in September, will have full membership for the remainder of the year in addition to the next calendar year. Should the Rally change to a date earlier than September, the first of October will be used for new members to have full membership for the remainder of the year.
   3. Voting Rights: Current members shall be entitled to one vote in Board elections or on PSTA business matters that are put before the general membership. PSTA club records evidences current membership.
   4. Termination of Membership: Membership may be terminated when a member falls in arrears in the payment of dues or special assessments. Membership may also be terminated by a unanimous vote of the Board of Directors.
   5. Removal of Membership: Any individual, whose membership in PSTA would, in the opinion of the Board of Directors, not be promoting knowledge of BMW Motorcycles and the enjoyment of same as written under By-Law 2, may be refused membership by a unanimous vote of said Board.
4. The President, Vice-President, Treasurer and Secretary shall serve as officers of the Association. The duties of all Officers of PSTA shall be as set forth below:
   1. The President shall preside at all meetings of the Association and of the Board of Directors, and shall enforce observation of the Articles of Incorporation and of these By-Laws, decide all questions of order, sign all official documents that are adopted by the Association, appoint all committees, (subject to the disproval of the Board) and perform such other duties as the Board shall assign from time to time.
   2. The Vice-President shall assume all the duties of the President in the President’s absence and shall perform special assignments, as defined by the President and the Board.
   3. The Treasurer shall receive and receipt all moneys paid to the Association, shall keep an accurate account of all moneys received and expended, and shall pay no bills without authorization by the Board of Directors. At the end of each quarter, he/she shall submit an itemized statement of disbursements and receipts to the Board for review. At the expiration of the term he/she shall submit all records for scrutiny by the Board, then turn over everything in his/her possession that belongs to PSTA, to his/her successor.
   4. The Secretary shall keep a record of all proceedings of each general meeting of the PSTA and each meeting of the Board of Directors, maintain all official Association records, keep the Articles of Incorporation and By-Laws of the PSTA on hand at all general meetings of the Association and meetings of the Board of Directors, carry on correspondence, read communication at each meeting, and mail or email written notices to each Director at least 7 days prior to each Director’s meeting. The Secretary will mail or email written notices to each member at least 10 days prior to each general meeting of the Association. At the expiration of the term, he/she shall turn over everything in his/her possession that belongs to PSTA, to his/her successor.
   5. As provided under By-Law 6.b, all officers and directors shall be elected biennially. They shall serve until their respective successors are elected or they resign their positions.
5. The annual meeting of PSTA shall be held in Johnson County, State of Iowa, in February of each year. Ten members (or ten percent of the membership, whichever is the lesser number) in attendance at any annual meeting shall constitute a quorum for the election of Directors and for the transaction of any and all business to come before the Association. A lesser number of members shall have the power to adjourn the meeting to a date not more than thirty-five days later if a quorum is not in attendance.
   1. The Board of Directors shall hold at least one regular meeting not more than thirty-five days after the annual meeting of the Association; this meeting is to be held in Johnson County, State of Iowa. In addition to this annual meeting, meetings of the Board may be called by the President or by any four Directors.
   2. In addition to the annual meeting, general membership meetings may be called by the Board of Directors or by petition of ten percent of the membership. Either two-thirds of the Board of Directors or ten members, one of whom shall be the President or Vice-President, plus one additional Board member, shall constitute a quorum for the transaction of business at such additional meeting.
   3. Six Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.
6. The Board of Directors shall be the governing body of PSTA and, as such, shall exercise all powers and perform all duties not vested by law, by the Articles of Incorporation, or by these By-Laws, in the members. The Board of Directors shall consist of President, Vice-President, Treasurer and Secretary and shall serve as officers of the Association. Executive Board shall consist of five members of PSTA elected by the members and, as ex officio Directors, the President, Vice-President, Secretary, and Treasurer. The full Board of Directors shall have, therefore, nine members.
   1. Whenever the interests of PSTA best shall be serviced by the removal from office of any member of the Board of Directors, such person shall be removed by a unanimous vote of all other members of said Board or upon presentation of a written petition signed by three-fourths of the membership.
   2. Elections shall be held every other year and shall take place during the annual meeting of the Association. At that time the officers and all members of the Board of Directors shall be elected.
   3. By October 1st of each even-number calendar year the President shall appoint a nominating committee composed of any three or more members of PSTA. The names of the members of the nominating committee shall be published to the membership.
   4. The nominating committee shall nominate at least one member for each office and for each of the positions on the Board of Directors, shall ensure that each person nominated is willing to serve if elected and shall report the names of those persons nominated to the President. Additionally, any number of members may be nominated for any position, by themselves or by any other member, by supplying a signed statement to the nominating committee that the person being nominated agrees to serve if elected. The report from the nominating committee must be delivered to the President by December 1st of each even-number calendar year; the names of those nominated shall then be published to the membership.
   5. All balloting will be by email. Postal mail will be used for those members that do not use email. Email will be sent to the club member email address on record. Completed ballots will be accepted only from member email addresses on record. Both methods are to be secret and confidential. Any member may cast a vote in person at the annual meeting, thereby voiding any emailed or mailed-in ballot. Ballots shall be sent (email or mail) to all PSTA members in good standing by the first day of January following the receipt of nominations. Emailed ballots will have a return address of the PSTA. Mailed ballots are to be accompanied by an addressed return envelope to PSTA. The completed ballot shall be placed within the envelope and the envelope signed by the member to validate the contents. Ballots must be received seven says prior to the annual meeting. After this date, voting must be made in person at the annual meeting. During the election the emails and envelopes will be checked against the current membership list to ensure validity. Those that are to be voided because that member is present will be destroyed. The emails and envelopes of all valid ballots will be removed and discarded. The ballots will be counted and tabulated. All persons elected will take office as soon as the tabulation is complete, and the results will be published to the membership.
   6. In the event of a vacancy in the position of any member of the Board of Directors excepting that of President, the President shall appoint, subject to the approval of a majority of the Board, a member to serve until the next regular election.
7. Committees
   1. Rally Committee
8. Parliamentary authority:
   1. A motion is a proposal that the entire membership take action or a stand on an issue. Individual members can:
   2. Call to order.
   3. Move a motion.
   4. Second a motion. (To ensure that another person feels it is worthy of action.)
   5. Debate motions through discussion by club members.
   6. Vote on motions. A vote is to act in favor of or against the motion. Articles and By-Laws will be voted on by a parliamentary vote.
9. Amendments:
10. 5.1 Articles of Incorporation:

The PSTA Articles of Incorporation may be amended by a two-thirds majority of the members voting at the annual meeting or a meeting called for that purpose. Proposed amendments shall be submitted to the Board of Directors and shall be published to the membership prior to consideration.

1. 5.2 By-Laws:

These By-Laws may be amended by a majority vote of the members voting at any general PSTA meeting at which a quorum, as defined in By-Law 5, is present. Any proposed amendment to the By-Laws shall be presented in writing to the Board of Directors, who shall publish said amendment to the membership prior to the meeting at which the vote is taken.

1. 5.3 – By-Laws Amendment 1.0 (4/28/2019)

The club recognizes and accepts the use of electronic technology, [e.g. email, website, Facebook, banking], in addition to formerly used methods, in particular, in lieu of the newsletter and for election and banking procedures.  
4/28/2019 / jmc