



BY-LAWS

ARTICLE I

Section 1: Name and Location

The name of this Chapter shall be ABATE of Helena, a chapter of ABATE of Montana, which is a non-profit corporation registered in the State of Montana.

Section 2: Organization

This Chapter is chartered by action of the Board of Directors of ABATE of Montana. This Chapter will operate as a non-profit organization, using BY-LAWS which have been submitted and accepted by the State Board of Directors.

Section 3: Membership

A. Charter Members:

The initial members of the Helena Chapter established by the Board of Directors whose dues are fully paid and who become members of the Chapter within ninety (90) days after the Chapter is granted its charter by the Board of Directors will be designated as Charter members of the Helena Chapter.

B. Regular Members:

Any person who has applied for membership and has paid their dues in full for one (1) year.

C. Honorary Members:

The Board of Directors shall be authorized to grant an Honorary Membership to any non-ABATE person deemed worthy by their special assistance to ABATE. Any such person shall have no vote or voice in the affairs of the Chapter by virtue of receiving this honor.

D. Dues:

The Board of Directors, from time to time by resolution, may change the annual dues that the membership is required to pay to the corporation. The first annual dues shall be due and payable on the anniversary date of the member's admission to membership. Membership shall be non-assessable, non-transferrable and non-assignable. Thirty (30) percent remains with the local Chapter and seventy (70) percent transfers to the state corporation.

E. Membership Cards:

The state Board of Directors shall provide for the issuance of membership cards. Each card shall state the period for which is valid and shall have printed on its face in clear type that the corporation is non-profit. The form, size and contents of the membership card in all other respects shall be fixed from time to time by resolution of the Board of Directors. The name and address of each member and the date of issuance of the membership card shall be entered into the records of the corporation. If any card shall become lost, mutilated, or destroyed, a new card may therefore be issued on such terms and conditions as the Board of Directors may determine.

F. Termination of Membership:

The membership of any member of the Chapter shall automatically terminate: (a) on written request by the member of such termination, delivered to an officer of the Chapter personally or by United State Mail; (b) upon the death of the member; or (c) upon suspension from membership in the Chapter by a unanimous vote of the Chapter Board of Directors for good cause, after having received notice and having had an opportunity to be heard before the Board, if the member has committed acts prejudicial to the purpose or welfare of the Chapter and or corporation. The decision of the Board of Directors is final.

ARTICLE I (continued)**G. Ages Requirement:**

There shall be no age requirement for membership.

Section 4: Objects and Purpose

The objects and purposes of the Chapter shall be to form a united motorcycle rider's organization at the individual local level. The members of the Chapter shall be dedicated to promoting fair motorcycle legislation and shall insure **their freedom** by working to prevent enactment **or to work to** repeal existing unfair motorcycle legislation. The Chapter's membership shall promote motorcycle safety education programs, public motorcycle awareness programs, and motorcycle rider training programs. The membership shall also work to prevent enactment of laws prohibiting frame modifications, rake and extension regulations, and mandatory helmet laws.

Section 5: Powers

To accomplish the purposes for which the Chapter was organized, it shall have all of the powers by law and its BY-LAWS and or amendments.

ARTICLE II
Board of Director**Section 1:**

The affairs of the Chapter shall be managed by the Board of Directors consisting of the Chapter Coordinator, Deputy Chapter Coordinator, Chapter Secretary, Chapter Treasurer and the Chapter Membership Secretary.

A. Term of Office and Elections:

1. Term of office for any office is one (1) year.
2. Nominations for offices shall be held at the January Chapter Board of Directors meeting each **year**.
3. Voting will be held at the February meeting of the Chapter Board of Directors and election results will be posted at that time.
4. There shall be a thirty (30) day transition period for new Chapter officers to acquaint themselves with the new office. Newly elected officers shall officially assume office at the March Chapter Board of Directors meeting.
5. Vacancies on the Board of Directors shall exist (a) on the death, resignation, or removal of any Director, or **(b)** failure by any Director to attend regular Board meetings on two (2) consecutive occasions unless excused by action of the Boards.

B. Compensation:

(Amended 9/2007) The Chapter will reimburse the Chapter Officers (up to five (5)) .21 per mile for per diem based on mileage figures in current Montana state maps, for attending the state meetings. If none of the Officers can attend then reimbursement would be available to a member that is attending that has the proxy. Directors shall receive compensation at the discretion of the Board of Directors for reimbursement of expenses.

C. General Powers:

All Chapter powers shall be exercised by or under authority of the Board of Directors. The business and affairs of the Chapter shall be controlled by or under the authority of the Board of Directors. The Board of Directors shall arrange for:

1. Publication of news of the Chapter in the state newsletter
2. An annual meeting in July each year
3. Monthly meetings for the Board of Directors
4. Organization, coordination and arrangements for any other programs or events that may be appropriate from time to time.

ARTICLE II (continued)**Section 2. Meetings of the Board of Directors****A. Regular Meetings:**

Regular meetings of the Board of Directors shall be held monthly. The location of said Board meeting shall be determined by the newly elected Chapter Officers and Board of Directors at the March meeting each year.

B. Special Meetings:

Special meetings of the Chapter Board of Directors may be called by the Chapter Coordinator or by any member of the Board and such meeting shall be held at the principal office of the Chapter or at any other place so designated. The call for a special meeting shall state the nature of the business to be considered and the place, date, and hour of the meeting and notice of such special meeting shall be mailed to each Director at least five (5) days before the day on which the meeting is to be held. Business considered and acted upon shall be limited to that business stated in the call for the meeting.

C. Attendance:

Meetings of the Board of Directors shall be open to all members. Requests for items to be placed on the agenda of regular Board meetings shall be submitted to the Chapter Coordinator not less than seventy-two (72) hours prior to the meeting. Participation by person, other than Directors, in meeting discussions or **presentation** shall be at the discretion of the Chapter Coordinator, subject to the provisions of Article II, Section 2.F.

D. Quorum:

Two-thirds, majority vote of the Board of Directors (subject to majority membership approval) shall constitute a quorum for the transaction of business.

E. Rules of Order:

"Robert's Rules of Order", as revised, shall be the parliamentary authority in all meetings of the Board of Directors. Unanimous vote of officers is final.

F. Executive Session:

Executive sessions of the Board of Directors and its committees may be held on sensitive issues at the discretion of their respective chairpersons.

G. Voting:

Chapter Coordinator shall have voting powers at all State Board of Directors' meetings. Proxy votes are recognized.

H. Notice of Board of Directors Meetings:

Verbal notice of regular Board of Directors' meetings **shall** include time, place and date of the meeting.

ARTICLE III
Officers

Sections 1: Number

The officers of the Chapter shall be a **Chapter Coordinator** who shall serve also as Chairman of the Board, President and Executive Director; a **Deputy Chapter Coordinator**, who shall also serve as Vice President of the Chapter; a **Chapter Secretary** who shall serve as Secretary of the Chapter; a **Chapter Treasurer** who shall serve as Treasurer of the Chapter; a **Chapter Membership Coordinator** who shall serve as Membership Secretary of the Chapter.

Section 2: Election, Term of Office, and Qualifications

(Amended in 1991 to read) Each nominated officer shall hold a current membership card in the Helena Chapter and also shall have a home phone number where said officer may be contacted at. Each officer elected annually by the membership shall hold his/her office until his/her successor shall have been duly elected and qualified, or until his/her death, or until he/she shall resign or shall have been removed from office in the manner hereinafter provided in Article III, Section 4. See Article III, Section 1.

Section 3: Additional Officers

The Board of Directors may appoint such other officers as the business of the Chapter may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided by these By-Laws or as the Board of Directors may from time to time determine.

Section 4: Removal

Any officer may be removed, either with or without cause by recall on a majority vote of the membership.

Section 5: Resignation

Any officer may resign at any time by giving written notice to the Chapter Coordinator or to the Chapter Secretary. Any such resignation shall take effect at the time specified therein or at the pleasure of the Board; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6: Chapter Coordinator

This Chapter Coordinator shall be the Chief Executive Officer of the Chapter and shall, in general, be subject to the control of the Board of Directors. The Chapter Coordinator shall supervise and control all business matters and affairs of the Chapter and be an **ex-officio** member at all standing committees.

Section 7: Deputy Chapter Coordinator

The Deputy Chapter Coordinator shall, in the absence of the Chapter Coordinator, perform all duties required of the Chapter Coordinator having all the powers of the Chapter Coordinator and may act as an **ex-officio** member of all committees.

Section 8:

The Chapter Secretary shall, (a) certify and keep at the principal office of the Chapter the original or a copy of its By-laws, Policies and **Chaptership**, as amended; (b) keep at the principal office of the chapter the original, or a copy, of the minutes of all Board of Directors meetings and Executive Committee meetings, whether regular or special, with the time, date and place of said meetings; (c) see that all notices are duly given in accordance with the provisions of the **By-Laws** or policies or as required by law; and (d) assist the other Chapter officers as may be necessary with special reports and mailings.

Section 9: Chapter Treasurer

The Chapter Treasurer shall, (a) deposit all funds of the Chapter and maintain a record of the income and disbursement of such funds. He/she shall keep accurate books of account, including current reconciliation of the Chapter checking account, and report quarterly to the Board of Directors as to the financial condition of the Chapter. Withdrawals from the Chapter funds shall be made by a check signed by the Chapter Treasurer and one or both the Chapter Coordinator and/or Deputy Chapter Coordinator; and, (b) in general, perform all duties incident to the office of Treasurer.

Section-10: Chapter Membership Secretary

The Chapter Membership Secretary shall attend all major functions whenever possible and, (a) keep track of the Chapter membership list, working to maintain a current month-to-month list of members; (b) provide a current mailing list and/or labels as necessary; (c) be responsible for notification of members regarding dues and renewals and general public relations.

ARTICLE IV
Committees

Section 1: Committee Structure

There shall be an Executive Committee of the Board of Directors and such other standing and special committees as the Board may from time to time determine.

Section 2: Appointment of Committees

Except as otherwise provided in the By-Law, all appointments to committees shall be made by the Chapter Coordinator and confirmed by the Board of Directors. All vacancies shall be filled by similar appointment.

Section 3: Size of Committee. Chairman and Quorum

Unless otherwise provided by these By-Laws or resolution, all committees shall consist of at least one (1) Director, with a Chairperson designated by the Chapter Coordinator, and fifty percent of the membership of the committee shall constitute a quorum.

Section 4: Ex-Officio Members

The Chapter Coordinator and Deputy Chapter Coordinator shall be *ex-officio* members of all committees, with the power to vote, and shall be counted for the purpose of determining a quorum.

Section 5: Sub-Committees

Each committee may establish such sub-committees as it may from time to time deem necessary, with authorization to carry out the responsibilities assigned to them.

Section 6: Committee Guidelines (amended January, 2006)

1. No one person can be on more than two (2) committee's a year, whether as Chairperson or volunteer.
2. A Chairperson is required for each event. An Officer(s) will sit in on the meetings and will be available as needed.
3. Advertising will be the responsibility of the committee and must be done in a timely manner with the flyers, etc approved by an officer prior to printing.
4. A notebook for future reference will be kept on each event, and will include information on the dates of the event, site of event, copy of the advertising, names & phone numbers of contacts, copies of permits and the final profit/loss sheet as well as who and how much the proceeds were donated to. A minimum of 25% of the profits will automatically be designated to the club.
5. The committee will also be responsible for submitting an estimated or proposed budget. The budget must be approved by the Officers.

ARTICLE V
Miscellaneous Provisions

Section 1: Contracts

The Board of Directors, except as otherwise provided by these By-Laws, may by resolution authorize any officer or agent of the Chapter to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter, and such authority may be general or conformed to specific instances. Unless so authorized, no officer, agent, or employee, shall have any power or authority to bind the Chapter by contract or engagement or to pledge its credit, or render it liable pecuniary for any purpose or amount.

Section 2: Annual Report

The Chapter Coordinator shall cause to be prepared and submitted to the State Board of Directors an annual written report, including a financial statement from the Chapter Secretary/Treasurer. Such report shall be distributed to the membership. The Chapter Coordinator shall also cause to be prepared all reports necessary for governmental agencies and pay all taxes and other charges against the Chapter.

Section 3: Fiscal Year

The fiscal year of the Chapter shall be from July through June of each year.

Section 4: Personal Liability

No Director, or member of this Chapter shall be personally liable for the debts, liabilities, or obligations of the Chapter.

ARTICLE VI
Chapters

Section 1: Organization

This Chapter is chartered by action of the Board of Directors of ABATE of Montana. This Chapter will operate as a non-profit organization, using By-Laws which have been submitted and accepted by the State Board of Directors.

Section 2: Purpose

The primary purpose of this Chapter shall be to help to improve the effectiveness of ABATE of Montana in obtaining its goals.

Section 3: Dues

Seventy (70) percent of dues collected will be sent to the State Office, thirty (30) percent will remain in the Helena Chapter.

Section 4: Officers

The number of officers of this Chapter will be the following officers.

A. Chapter Coordinator

A Coordinator shall be elected by the members of the Chapter in accordance with the provisions of Article II, Section 1. A. 5, 1. A. 6, and 1. A. 7, of these By-Laws. It shall be his/her responsibility to keep the State Coordinator and the Board of Directors informed as to what is going on in his /her Chapter.

B. Deputy Chapter Coordinator

The Deputy Chapter Coordinator shall act in place of the Chapter Coordinator in the event of his/her absence, including as a member of the Board of Directors with voting powers.

C. Chapter Secretary

The Chapter Secretary shall keep full and fair records and accounts of all proceedings and transactions at all Chapter meetings; shall record and promptly forward to the State Secretary copies of all meeting minutes; shall keep the State Secretary informed of the time, place, and date of all Chapter Officer changes.

D. Chapter Treasurer

The Chapter Treasurer shall keep full and fair records and accounts of all transactions at all Chapter meetings; shall forward all membership funds to the State Membership Secretary, who shall in turn record the funds and forward them to the State Treasurer; shall maintain a record of all income and distributions of all funds, and report on the financial condition of the Chapter on a regular basis to the State Treasurer.

E. Chapter Membership Secretary

The Chapter Membership Secretary shall attend all major functions whenever possible and, (a) keep track of the Chapter membership list, working to maintain a current month-to-month list of members; (b) provide current mailing list and/or labels as necessary; (c) be responsible for notification of members regarding dues and renewals and general public relations; and, (d) Shall forward all membership applications, renewals and changes of address forms promptly to the State Membership Secretary.

Section 5: Activities

The following are considered Chapter-type functions:

- A. Work with a legislative advocate
- B. Motorcycle rallies
- C. Blood runs
- D. Charity drives such as Toys for Tots runs, etc.

ARTICLE VII
Notices

Section 1:

Whenever any notice is required to be given to any Director or any other person by statute or by these By-Laws, whether of a meeting or for some other purpose, it may be given personally or sent to such Directors by mail, telegram, telephone, or other form of communication.

Section 2: Waiver of Notice

A Director may waive such notice in any manner; and a waiver in writing, signed by the person entitled to said notice, whether given before or after the meeting or at the time such notice is required to be given, shall be deemed equivalent to such meeting, except when the Director attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. All such waivers shall be filed with the records of the Chapter.

ARTICLE VIII
Amendments and Effective Date

Section 1: Effective Date

These By-Laws shall become effective immediately upon adoption by a two-thirds (2/3) vote of the assembled membership at each annual Chapter meeting.

Section 2: Reviewing of By-Laws

By-Laws shall be reviewed by incoming officers.

Section 3: Amendments

These By-Laws may be amended or repealed at any regular meeting of the Board of Directors by a vote of two-thirds (2/3) of all members present.

- A. The notice of the nature of the proposed amendment or repealer shall have been given at the last previous meeting of the Board or
- B. A written copy of the proposed amendment or repealer shall have been mailed with the notice of the meeting.

Section 4: Effective Date of Amendments

Amendments of these By-Laws shall become effective immediately upon adoption unless otherwise designated by the Board of Directors.

APPROVED AND ADOPTED

Date: _____

CHAPTER COORDINATOR:

CHAPTER DEPUTY COORDINATOR:

CHAPTER SECRETARY:

CHAPTER TREASURER:

CHAPTER MEMBERSHIP SECRETARY: