#### **GMC MOTORHOMES INTERNATIONAL BYLAWS**

Adopted 8-4-2024

#### ARTICLE I – NAME

The name of this not-for-profit organization shall be GMC Motorhomes International (GMCMI).

#### ARTICLE II - PURPOSE

- 1. MISSION STATEMENT: GMCMI is a social organization dedicated to fun, friendship and the active preservation of the GMC Motorhome, the sharing of technical information and the promotion of the vintage motorhome lifestyle.
- 2. AREA/SCOPE: GMCMI invites members worldwide with in person events held primarily in the United States. Virtual events may be available more broadly via the internet.
- 3. NON-DISCRIMINATION STATEMENT: GMCMI is committed to maintaining an environment of non-discrimination and non-coercion on the basis of race, age, ethnicity, national origin, religion, physical ability or attributes, and political preferences.

#### ARTICLE III – MEMBERS

- 1. ELIGIBILITY: To be eligible for, and to maintain an active GMCMI member account, annual dues must be paid. Ownership of a vintage GMC Motorhome is not required.
- 2. The term "Member" is defined as each adult who, individually or jointly, constitutes a member account.
- 3. The term "Family Unit," is defined as a person; his or her spouse, or partner, dependents of each, regardless of age; non- dependent grandchildren and great-grandchildren aged 18 and under.
- 4. The term "Member Account," is defined as either a family unit or individual who share a single member account number, has one vote when polling of the member accounts is required, and share one member account benefit.

## **ARTICLE IV – DUES AND FEES**

1. INITIAL APPLICATION: Application for new member account shall be accompanied by payment of annual dues or as stipulated in a special promotion.

- 2. ANNUAL DUES: Annual payment of dues enables member accounts to be deemed active and entitled to all rights and privileges of GMCMI. The annual dues for member accounts shall be established by the Board and approved by the members at the annual meeting.
- 3. RENEWAL: Renewal dues from member accounts become due and payable December 31 of the current year for the following calendar year.
- 4. ARREARS: Any member account whose dues remain unpaid for more than two months shall be considered delinquent; after three months the member account will be inactive. Delinquent accounts will have membership benefits suspended until brought current. All benefits end with the cancellation of the member account.

#### ARTICLE V – ADMINISTRATION

- 1. AUTHORITY: GMCMI shall be democratically self-governed, deriving its existence and authority from the consent of its members assembled in a meeting or, in certain instances, by mail or electronic vote on stated propositions.
- 2. ORGANIZATION YEAR: The fiscal and member account year of the GMCMI shall commence on January 1 and end on December 31

## 3. BOARD OF DIRECTORS

- A. GMCMI Board of Directors shall include President, Vice President, Treasurer, Secretary, a Regional Representative from each region, Technical Director, and the Immediate Past President.
- B. TERM OF OFFICE: The elected officers shall serve a one-year term of office, or until their successors are elected.
- C. Vacancies on the Board will be appointed by the President until the next election.
- D. In the event the president is unable to fulfill the duties of the office, the Vice President will assume the duties until the next election.

#### 4. EXECUTIVE BOARD:

- A. The President, Vice President, Secretary, Treasurer, and Immediate Past President, shall serve as the Executive Board.
- B. The Executive Board shall have general supervision of the affairs of GMCMI between its business meetings.
- C. All issues or complaints regarding deviation from bylaws, standing rules, or conduct shall be directed to the Executive Board to determine if any action is needed.

- 5. ANNUAL REVIEW: An annual review of GMCMI's financial books and records shall be undertaken at the spring convention and reported to the members. In the event the spring convention cannot be held the review report will be communicated to the members electronically.
- 6. PARLIAMENTARY PROCESS: The rules contained in the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED shall govern GMCMI's proceedings to which they are applicable and in which they are not inconsistent with the GMCMI Bylaws or Standing Rules.

#### ARTICLE VI - MANAGEMENT TEAM

- 1. APPOINTMENT: All Committees, Committee Members and Chairpersons shall be appointed by the President as needed.
- 2. DUTIES: Committees making up the Management Team shall be formed to meet specific functions within the policies of GMCMI, with goals and timelines designated by the President and/or Board.

## **ARTICLE VII - MEETINGS:**

- 1. TYPES: The term "meeting" shall include conventions, and any other gatherings suitable to the function of GMCMI.
- 2. BUSINESS MEETINGS: GMCMI will hold at least four business meetings each member year at which a quorum is present. Said meetings must be at least fourteen days apart and be duly announced 30 days in advance to the members by electronic means as a separate correspondence. Meeting may be held in person or virtual or a combination to facilitate attendance and participation by members.
- 3. ANNUAL ELECTION: One of the business meetings shall be an Annual Meeting at which an election is held for all positions. The member accounts will vote to elect officers, including, at a minimum, President, Vice President, Secretary, Treasurer, Technical Director, and Regional Representatives,
- 4. QUORUM: A quorum for the transaction of business at any duly called general member meeting is twenty five percent of member accounts accounts or 40 members accounts, whichever is less.

5. VOTING: Except as specified elsewhere in these Bylaws, a simple majority vote of current member accounts voting shall be required to approve or disapprove any matter. There will be one vote per member account. Balloting by mail or electronically may be undertaken at the discretion of the Board.

## **ARTICLE VIII - ELECTIONS**

#### 1. NOMINATION COMMITTEE:

- A. The Nominating Committee shall be appointed by the Board and approved by a vote of members at the annual meeting.
- B. The Nomination Committee shall consist of not less than three active members nominated by the Board and elected yearly by the members.
- C. Election of an individual to the Nominating Committee shall not prohibit that person from being nominated for elected office.

#### 2. NOMINATING COMMITTEE DUTIES:

- A. To select one of its members as Nominating Committee Chairperson.
- B. To nominate candidates for GMCMI board members, at a minimum Vice President, Secretary, Treasurer, and Regional Representatives for the new year.
- C. To obtain clear acceptance of the nominees to serve should they be elected.
- D. To make certain that nominated candidates are active members
- E. The nominating committee will present a slate of nominees for board members be voted on by member accounts and, if elected, will serve on the GMC Motorhomes International Board of Directors.
- 3 Any active member can be nominated or self nominated from the floor for any elective office.

### **ARTICLE IX – AMENDMENT OF BYLAWS**

### 1. AMENDING PROCEDURE

- A. GMCMI bylaws may be amended by a two-thirds affirmative vote of member accounts
- B. Voting at a duly called meeting and/or polling of membership accounts by electronic means providing that prior notice of at least thirty days has been given of the proposition(s) to amend.
- C. Any member may propose amendments to the Bylaws.

2. Approved bylaws amendments become effective immediately upon their adoption, or at such time as specified in the amendment.

## **ARTICLE X – STANDING RULES**

GMCMI may adopt Standing Rules to provide guidelines and procedures by which the organization may function and operate.

# ARTICLE XI – LIQUIDATION AND DISSOLUTION

In the event of dissolution of GMCMI, a non for-profit corporation, the Board will comply with applicable Texas law and IRS regulations.