

CONSTITUTION AND BYLAWS OF THE
HOUSTON MINI MOTORING SOCIETY

ARTICLE I
NAME AND MISSION STATEMENT

This organization shall be called the Houston MINI Motoring Society.

Houston MINI Motoring Society (hereinafter referred to as the "Society") is a non-profit organization formed primarily as a social club for the enjoyment of the MINI automobile, among a group of like-minded enthusiasts. It has no political, religious or financial agenda beyond group social gatherings and events.

ARTICLE II
AREA OF OPERATION

The area of operation includes Houston, Galveston, and the surrounding communities.

ARTICLE III
SOCIETY OBJECTIVES

The objectives of the Society are to provide an opportunity for MINI Cooper owners and aficionados to exchange ideas and information and participate in group activities and related events.

ARTICLE IV
MEMBERSHIP

- A. The Houston MINI Motoring Society is open to all persons regardless of race, religion, creed, national origin and sexual orientation.
- B. Members must be at least 18 years of age with legal rights to sign any event disclaimers. An applicant who is under the age of 18 must provide written permission from a parent or legal guardian to join the Society.
- C. Payment of annual dues, as set forth in the bylaws, is a prerequisite to membership.
- D. Ownership of any MINI Cooper or Cooper S is encouraged but not required.
- E. One spouse or significant other, per paid membership, shall also be considered a member with all of the rights and privileges of Society membership.

ARTICLE V
OFFICERS

- A. Officers of the Society shall consist of President, Vice President, Treasurer, Secretary, and Technical Director. If there is not an expressed interest in holding an office by any qualified person with a valid membership, an existing Officer may fulfill two, and no more than two, Officer positions.
- B. NOMINATIONS, ELECTIONS AND TENURE
 - 1. Officers shall be nominated from the membership under the guidelines of the Bylaws of the Constitution.

2. Officers shall be elected by popular vote of the membership in accordance with the procedures outlined in the Bylaws of the Constitution and serve for a term of one year.
- C. RESPONSIBILITIES OF THE OFFICERS
1. PRESIDENT
 - a. Preside over Society meetings as defined in the Bylaws of the Constitution.
 - b. Maintain a file of monthly financial reports as received from the Treasurer.
 - c. Appoint individuals to complete the unexpired terms of office when vacancies occur.
 2. VICE PRESIDENT
 - a. Preside over Society meetings as defined in the Bylaws of the Constitution when the President is not available.
 - b. Assist the President in formulating the needs of the Society, including arranging meetings and overseeing Society events.
 - c. Maintain a duplicate file of monthly financial reports as received from the Treasurer.
 - d. Assist the President in event organization and any other duties.
 3. TREASURER
 - a. Maintain the Society's financial records and account.
 - b. Implement financial policy as prescribed in the Bylaws of the Constitution.
 - c. Provide a financial report at each Society meeting for review and approval by a majority vote of the Officers and members at each Society meeting.
 - d. Provide the Society President and Vice President with a monthly financial report.
 - e. Maintain the Membership List.
 4. SECRETARY
 - a. Prepare Agendas for the Society meetings.
 - b. Record Minutes of Society meetings, distribute to Officers for review, and post on the Society Website.
 - c. Provide information concerning the Society to prospective members.
 5. TECHNICAL DIRECTOR
 - a. Design and maintain the Society Website.

ARTICLE VI
FINANCIAL

The Society shall be a nonprofit corporation as defined under the nonprofit laws of the State of Texas. Dues shall be paid as a condition of membership. Dues shall be used for the support of Society operations.

ARTICLE VII
AMENDMENTS

The Society and its Officers shall propose amendments to the Constitution or Bylaws at any time. The Society President will post notice of the proposed changes in the subsequent Society meeting along with the date, time and place the proposed changes will be considered for adoption. Approval by sixty percent (60%) of those members present at the subsequent meeting is necessary for adoption.

BYLAWS
HOUSTON MINI MOTORING SOCIETY

ARTICLE I
MEETINGS

A. ANNUAL BUSINESS MEETING

1. There will be an annual business meeting held by the Society each May.
2. The date shall be determined by the President and be included on the Society Website.
3. Notice shall be posted by the President on the Society Website in the month of April and may be sent by e-mail to current Society members.
4. The meeting may be held in conjunction with other planned events.

B. OTHER MEETINGS

1. The Society shall meet on the first Saturday of each month, or at the President's discretion. These meetings shall be held to carry out the objectives of the Society.
2. Special Meetings: Members may meet under the name of the Society at any time or place as long as the following conditions are met:
 - a. Notification of the meeting is given to the President in advance.
 - b. Notification of the meeting is given to the Secretary, in sufficient time for posting on the Society Website.
 - c. Within a reasonable time, not to exceed one month, the sponsor of the meeting will provide a report about the meeting to the Secretary who will provide copies of the report to those who desire them.
 - d. No member(s) may be excluded.

ARTICLE II
FINANCE

A. DUES

1. Dues will be established by a vote of the Officers.
2. Dues will be paid annually for the Treasurer to deposit, upon receipt of a renewal notice, which may be sent via e-mail or United States Postal Mail.

B. FINANCIAL REPORTS

1. A financial report shall be provided by the Treasurer or her/his designee and reviewed and approved by a majority vote of the Officers and members at each Society meeting. A copy of this report will be supplied to the President and Vice President who will include it in a file designated for that purpose.

C. EXPENDITURES

1. All Board members shall have signature power for all Society expenditures. Two Officer Signatures are required on all expenditures.
2. The President shall have authority to make expenditures UNDER One Hundred Dollars (\$100.00) per occurrence without prior approval although two signatures are still required for those expenditures.
3. The Treasurer and Vice President shall be informed, by the President, of all expenditures over Fifty Dollars (\$50.00) per occurrence before the expenditure takes place.

4. Expenditures in excess of One Hundred Dollars (\$100.00) per occurrence require majority approval of the Society Officers.

ARTICLE III MEMBERSHIP

A. PRIVILEGES OF MEMBERSHIP

1. All members shall receive access to the Society Website and any information it hosts.
2. Members may join in all Society activities, including meetings, rallies, autocross, other driving events and social gatherings, as long as they are safely able to do so and have signed a Liability Waiver and Release Agreement.

B. PREREQUISITES

1. Execution of a waiver signed by any participant is a prerequisite for joining the Society and all driving events.

C. MEMBERSHIP LIST

1. A Membership List including the names and contact information of members in good standing will be maintained in a current and timely manner by the Treasurer.
2. The Membership List will be used by the Officers for contact information of the Society's members, and to track payment of dues.
3. The Membership List is for the use of the Society Officers only and may not be sold, shared or duplicated without permission voted on by the Members. The Membership List may not be used for the purpose of any solicitation. Any Officer found doing so will be removed from the Society with denial of all membership benefits forthwith.

ARTICLE IV WEBSITE

A. WEBSITE

1. A website will be produced and maintained in furtherance of the objectives of the Society.
2. The Technical Director will oversee the website, co-ordinate the content, and assemble staffing required to keep it current and timely. One or more members or Officers may act as Web Manager.
3. The website shall be financed by the Society treasury and shall be exempt from the requirement of approval established under Article II Section C of the Bylaws.

ARTICLE V NOMINATION OF DIRECTORS AND OFFICERS

A. NOMINATIONS

1. The President will notify the membership, through the Society Website or e-mail, of the time and place of the regular meeting at which nominations may be submitted.
2. Members may nominate anyone, but any nominee may elect to opt out of running for office.
3. Nominations from the floor will be listed.

B. LIST OF CANDIDATES

1. A list of candidates will be entertained under the title of each office established in Article V, Section C of the Constitution.
 2. Officers who express a desire to run for re-election will be listed.
- C. OBLIGATIONS OF THE NOMINEES
1. Nominees are required to make themselves aware of the obligations of office as listed in article V of the Constitution and Addendum thereof.
- D. POSTING OF CANDIDATES
1. The President may elect to have the list of nominees published on the Society Website along with their submitted summaries and qualifications prior to the date and time set for elections along with the time, date and location of the meeting at which the election of Officers will take place.

ARTICLE VI ELECTIONS

A. ELECTIONS PROCEDURE

1. The President shall have the responsibility of overseeing the election, which will be held during the last ten calendar days of April.
2. Voting:
 - a. Voting will be by secret poll on the Society's Website. Votes may also be cast by email to the Secretary, or by written ballot as outlined in 2c.
 - b. A member must be in good standing to vote.
 - c. Written ballots may be obtained by contacting the President prior to the election, but must be returned and in the possession of the Secretary prior to the close of the polls.
 - d. One selection may be made for each office.
 - e. The polls will close at midnight on April 30th.
3. Ballots will include all nominees listed under the office to which they aspire.
4. Ballots will be collected and votes recorded by the Secretary or his/her designee.
5. Certification:
 - a. The President will verify the results and present the slate of Officers for installation at the monthly Society meeting in May.
 - b. One officer will be elected from the candidates listed for each office. If only one candidate is standing for election then their election to that office may be confirmed by majority approval of those present at the May Society meeting by voice vote.
 - c. Runoff: Should it become necessary, a runoff election shall be conducted prior to certification.
6. Removal of Appointees:
 - a. Appointees will not be required to stand for re-election or be subject to term limits as required in Article V of the Constitution.
 - b. Appointees may only be dismissed after: a majority vote of the Officers present at a regularly scheduled meeting; Being notified, in a timely manner and in writing, by the President of the pending action; Being given an opportunity to defend themselves against the action before the Officers and Directors at a regularly scheduled meeting.

ARTICLE VII
AMENDMENTS AND ADDENDUM

A. AMENDMENTS

1. Amendments to the Bylaws will be made in accordance with Article VII of the Constitution.

B. ADDENDUM

1. Addendums to the Constitution and the Bylaws will be made in accordance with Article VII of the Constitution.