

**BYLAWS
OF
THE PREVOST PROUDS CHAPTER
OF
THE FAMILY MOTOR COACH ASSOCIATION**

REVISED JANUARY 1995
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AMENDED APRIL 2000

The Bylaws Committee
1994-1996
Chairman; Wendell Mathis
Bob Collins
Jack Fagan Al Fink
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REVISED BYLAWS
OF
THE PREVOST PROUDS CHAPTER
OF
THE FAMILY MOTOR COACH ASSOCIATION, INC.

**ARTICLE I
CHARACTERISTICS**

Section 1. Name

The name of the organization shall be THE PREVOST PROUDS CHAPTER, of The Family Motor Coach Association, Inc. and shall be referred to hereinafter as the "Chapter".

Section 2. National Bylaw Adoption

The FMCA National Bylaws are herewith adopted in their entirety, insofar as they may apply to this Chapter and as promulgated by The Family Motor Coach Association, Inc. The supplemental Bylaws contained herein shall define only the operation of this Chapter and only to the extent that such supplemental Bylaws are not inconsistent with the National Bylaws.

Section 3. Authority

The sole authority of the Chapter for its internal government inheres in its entire membership.

Section 4. Fiscal Year

The fiscal year of the Chapter shall commence on January 1 of each year or such other date as the FMCA shall require from time to time or the Chapter may decide from time to time.

**ARTICLE II
PURPOSES**

Section 1. Basic purposes

The purposes for which this Chapter is organized are:

- A. To promote good fellowship and cooperation.
- B. To exchange ideas for the betterment of the Chapter and the FMCA.
- C. To promote the interchange of information concerning Prevost Motorcoaches and the operation thereof.
- D. To meet fraternally at scheduled rallies and social occasions.

**ARTICLE III
MEMBERSHIP**

Section 1. Eligibility

To be eligible for membership, and to maintain membership in this Chapter of FMCA, the prospective member must meet the following requirements:

- A. Be a Full, Full Lifetime, Life, Honorary member or Member Emeritus in good standing of the National Family Motor Coach Association, Inc. or a Commercial member (including employees of such Commercial member) as provided in Section 2 below.

- B. Own a Prevost Motorcoach and submit evidence of such ownership to the satisfaction of the Chapter officers if so requested.
- C. Membership shall automatically terminate at the expiration of six months after a member ceases to own a Prevost Motorcoach unless the member has entered into a contract for another Prevost Motorcoach.
- D. No person may continue as a member of this Chapter after termination of his or her membership in FMCA.
- E. Membership in this Chapter shall not be denied because of sex, race, religion, color, marital status, age, family status, nationality or disability.
- F. Be voted an Honorary Member at a regular meeting of the Chapter or recommendation by the current Officers of the Chapter. Any person who, in the opinion of the officers of the Chapter, has rendered the Chapter or Prevost Owners as a group a significant service may be recommended for an Honorary Membership.
 - 1) Ownership of a Prevost Motorcoach is not a prerequisites for Honorary Membership.
 - 2) An Honorary Member shall pay dues equal to fifty percent of the regular dues.
 - 3) An Honorary Member shall receive all Chapter mailings, notices and a copy of the annual directory of membership.
 - 4) An Honorary Member may attend a Prevost Prouds rally by paying the rally fee less the amount associated with parking a Prevost Coach if not attending in a Prevost Coach.
 - 5) An Honorary Member may not attend a Prevost Proud rally in any make or model of a motorhome other than a Prevost.

Section 2. Commercial Member

To be eligible for membership, a Commercial member shall be an approved manufacturer, or converter, of Prevost Motorcoaches, or an approved dealer selling Prevost Motorcoaches, or an employee of such approved manufacturer, converter or dealer. Such approval shall be by a majority of the elected officers of the Chapter and any such membership shall be a non-voting membership. Such membership of any employee shall terminate concurrently with the termination of his/her employment by such approved manufacturer, converter or dealer.

ARTICLE IV DUES AND MEMBERSHIP FEES

Section 1. Dues Amount

The annual dues and membership fees for membership in this Chapter of FMCA shall be such amount as the membership shall, from year to year, by resolution at a general meeting, establish for each category of membership, but in no event shall such dues be less than \$25.00 per year for each eligible member.

Section 2. Period Covered

Dues from applicants shall be the full amount required for the fiscal year in which the application is accepted, excepting, that if an application is accepted during the last three months of a fiscal year, then the dues shall also be regarded as covering the next fiscal year. Renewal dues from members of this Chapter shall become due and payable at the beginning of each fiscal year.

Section 3. Forfeiture

Any member who shall remain in arrears in the payment of dues for the period of six months shall be deemed to have forfeited membership in this Chapter of FMCA, without act, and shall forthwith cease to have any right, title or interest in the affairs, conduct or property of the chapter including the right to participate in any of its functions.

ARTICLE V OFFICERS

Section 1. Definition

The Chapter Officers shall consist of a President, a First Vice-President, a Second Vice President, a Secretary, a Treasurer, a National Director and an Alternate National Director. All officers must be members of the Chapter in good standing. Only one individual member of a family unit is eligible to be elected to hold a chapter office during the same term. An individual member may hold no more than two (2) offices at the same time in this Chapter.

Section 2. Terms of Office

The terms of the Chapter Officers shall begin immediately after their election, and be for approximately one year. The term of the National Director or Alternate National Director shall be for approximately one year and shall begin fourteen days after receipt by the National Headquarters of notification furnished by the chapter secretary of such election.

ARTICLE VI DUTIES OF OFFICERS

Section 1. President

- A. The President is the leader of the Chapter and presides at all meetings of the Chapter membership.
- B. The President is the chairperson of the Chapter's Executive Board.
- C. The President appoints the members of all Chapter committees, except the Chapter Nominating Committee, and is an ex-officio voting member of all appointive committees.
- D. The President shall perform such other duties as usually pertain to the Office of President.

Section 2. Vice-Presidents

- A. The Vice-Presidents shall assist the President and serve (in order of precedence) as presiding officers in the absence of the President from any duly called meeting.
- B. The First Vice-President shall perform all the duties of the President should there be a vacancy occurring in the office of the President; or, upon the inability or refusal of the President to preside during Chapter business meetings. The First Vice-President exercises the authority and is subject to the same limitations as apply to the President.
- C. The Second Vice-President shall perform the duties of the President should there be vacancies occurring in the offices of both the President and the First Vice President; or, upon their inability or refusal to act.

Section 3. Secretary

- A. The Secretary shall keep accurate and up-to-date records of the Chapter's membership and forward to the National Office of FMCA a membership list of names and FMCA numbers of the Chapter's members, along with a list of incumbent Chapter Officers and certification that the Chapter held the required number of meetings in the Chapter's previous fiscal period. The reports are to be sent to the National Office no later than the last week in December in each year.
- B. The Secretary shall promptly report, in writing, to the National Office of FMCA the results of any election or change in status of Chapter Officers, National Director and Alternate National Director. This report shall include addresses and telephone numbers of each person so elected. Failure to annually forward a membership list and certification of meetings held shall result in the suspension of the right to vote by the National Director or Alternate National Director.
- C. The Secretary is expected to record in a Chapter Minute Book the proceedings of all meetings of the Chapter's membership, and its Executive Board. These signed minutes shall be read and approved at the next meeting, unless said reading is waived by majority vote. Minutes of all meetings are to be kept available in the event a member of the Chapter desires to read them.
- D. In the absence of the Secretary during meetings of the Chapter membership or the Executive Board, the President shall appoint an acting Secretary who shall record complete and adequate minutes of said meetings.
- E. The Secretary shall perform such other duties as usually pertain to the Office of Secretary.

Section 4. Treasurer

- A. The Treasurer receives, safeguards and holds all Chapter funds in the name of the chapter and in the capacity as its trustee and fiscal agent.
- B. The Treasurer keeps accurate accounts of all chapter funds and renders reports on same at each business meeting of the Chapter's membership.
- C. The Treasurer files any required tax returns and any reports required by any governmental agency.
- D. The Treasurer disburses Chapter funds only for authorized Chapter purposes and only in accordance with the Chapter Bylaws.

Section 5. National Director

- A. The National Director shall serve on the Governing Board of FMCA attend all meetings of the Governing Board and represent the Chapter membership.
- B. The National Director shall take instructions from the membership and vote as directed.
- C. The National Director shall report to the Chapter's President, Executive Board., and/or the Chapter's membership on matters resulting from the Governing Board's meetings.

Section 6. Alternate National Director

- A. The Alternate National Director shall immediately assume the office of National Director, if a vacancy occurs in this office and this shall be promptly reported to the National Office of FMCA.
- B. If an incumbent Alternate National Director cannot serve, the Chapter is to
- C. promptly elect a member to fill the vacancy in the office of National Director and notify the National Office of FMCA.

VII EXECUTIVE BOARD

Section 1. Composition

The officers of the Chapter, the immediate past President and the second past President shall constitute the Executive Board.

Section 2. Authority

The Executive Board shall serve in an advisory capacity. The Board shall be subject to the orders of the Chapter and none of its acts shall conflict with action taken by the Chapter.

Section 3. Duties

The basic function of the Executive Board shall be to represent the best interest of the membership in advising the Chapter officers, assisting in decisions concerning executive, financial and general administrative matters and assisting in developing and reviewing general policies for the business and affairs of this Chapter.

Section 4. Meetings

Unless otherwise ordered by the Board, at least two regular meetings of the Executive Board shall be held each fiscal year. Said regular meetings shall be at least fourteen (14) days apart and shall be held during the week prior to the two regular meetings of the Chapter each fiscal year. Special meetings of the Board may be called by the President and shall be called upon the written request of three members of the Board.

ARTICLE VIII MEMBERSHIP MEETINGS

Section 1. Regular Meetings

There shall be at least two Chapter business meetings held each fiscal year at which a quorum is present. Said meetings must be held at least fourteen (14) days apart. The term "meeting" shall include coach rallies, camp-outs, dinner meetings or any other gathering suitable to the function of the chapter, and duly announced in advance to the Chapter membership. A member of this chapter shall not be required to attend any particular number of meetings, nor any meeting at all.

Section 2. Annual Meeting

One of the meetings must be an Annual Meeting at which its voting membership shall elect Chapter officers for a one year term, including a President, a First Vice-President, a Second Vice-President, a Secretary, a Treasurer, a National Director and an Alternate National Director. Voting may be by mail ballot by those eligible members not in attendance at the annual meeting.

Section 3. Quorum

At any duly announced Chapter meeting, 25% of the membership or 15 members, whichever is less, eligible to vote shall constitute a quorum for the transaction of such business as may properly come before the meeting.

Section 4. Special Meetings

Special meetings of the Chapter membership may be called by the President or by majority vote in a Chapter meeting. Special Meetings must be held within thirty days of the date of the request thereof. Reasonable advance notice of Special Meetings shall be given to the membership by special written notice or insertion in the Chapter newsletter.

Section 5. Conduct of Meetings

All Chapter meetings must be in accord with with relevant FMCA Bylaws. At Chapter meetings members should avoid acts or words on their part which might be interpreted as indicating they were using the meeting to further their personal interests

Section 6. Guests

Chapter members are responsible for the welfare and conduct of their guests attending Chapter functions.

Section 7. Security

Chapter officers should take whatever appropriate measures that may be reasonable to protect persons attending a rally or meeting of the Chapter. The President may appoint one or more sergeants at arms.

Section 8. Balloting

Balloting on any issue or the election of officers shall be limited to one vote per family unit of members in good standing. Commercial members, guests and visitors shall not have the privilege of voting.

Section 9. Rally Master and Area Representatives

The President may appoint a National Rally Master in advance of each duly announced National Rally and shall appoint Area Representatives to hold mini-rallies on a volunteer basis. The Rally Master or Area Representative shall be in charge of arrangements, safety, assistance in emergencies, maintenance of law and order, control of objectionable noise, marking of confusing road junctions, ground housekeeping, control of campfires and any and all other matters which relate to the physical arrangements and safe conduct of said rally or camp-out. The Rally Master or Area Representative may enlist the aid of one or more Assistants as he/she may determine to be necessary in the performance of his/her duties. The President shall from time to time, and as may be suitable to general or specific occasions, define and publish the regular or special duties of the Rally Master and Area Representative. The Rally Master and/or Area Representative may, with good cause and for the general good, recommend the suspension or expulsion of any member of this Chapter who willfully and unreasonably disobeys a proper request from the Rally Master in matters involving the health, welfare or safety of the assembled group or the public-at-large. Such recommendation for suspension or expulsion shall be made in writing to the Chapter President, who shall then promptly convene a special meeting of the club officers, plus not less than four additional Chapter members, not a party to the proceedings, to hear the charges and defense. The participants of the special meeting shall, after due deliberation, and upon a two-thirds vote of those present, take such action as it deems appropriate to the situation.

ARTICLE IX COMMITTEES

Section 1. Nominating Committee

The Nominating Committee shall consist of not less than three Chapter members, in good standing, one of whom shall have served at least one year as President, nominated and elected for a term of one year by the Chapter membership at the business meeting at the conclusion of the election of officers. This committee is to place in nomination candidates for all Chapter Officers, and a National Director and Alternate National Director. Election of an individual to the Nominating Committee shall not prohibit such person, or any other

eligible member, from being nominated for any available office. At the meeting at which the Nominating Committee formally makes its report, other nominations for for any or all offices may be made from the floor. All nominees must indicate clear acceptance to serve if elected. The Nominating Committee shall further make nominations as required to fill vacancies which may occur in elected Chapter offices. Voting may be by mail ballot, but such mail ballot must have provisions for write-in votes. There shall be no proxy or cumulative voting.

ARTICLE X DISCIPLINE, RECALL OR EXPULSION

Section 1. Final Authority

Final authority for the expulsion of members of this Chapter and for the recall of officers shall rest with the Chapter membership.

Section 2. Offenses

Any member, director or officer of this Chapter is subject to expulsion, discipline or recall from the Chapter for any of the following offenses:

- A. Violation of the National Constitution or Bylaws of the Association or Bylaws of this Chapter.
- B. Violation of any rules lawfully made by or under the authority of the Chapter Officers.
- C. Violation or violations of and/or disregard of the Code of Ethics of FMCA.
- D. Any unwarranted willful act, or course of conduct contrary to the best interest of FMCA, this Chapter or its members.
- E. Conviction of a felony.
- F. Failure to perform the duties of his/her office in a reasonable manner.
- G. Misfeasance, malfeasance or nonfeasance of office.
- H. Fraud, deceit, theft or embezzlement of any of the property of this Chapter.

ARTICLE XI LIQUIDATION AND DISSOLUTION

In the event of liquidation or dissolution of the PREVOST PROUDS Chapter of FM A, by majority vote of the Chapter, the funds may be disbursed as the Chapter may decide.

ARTICLE XII INDEMNIFICATION

Each director, each officer and each other person who may have acted as a representative of the Chapter at its request, that person's heirs, executors and administrators shall be indemnified by the Chapter against any costs and expenses, including counsel's fees, reasonably incurred in connection with any civil, criminal, administrative or other claim, action, suit or proceeding in which he/she or they may become involved or which he/she or they may be threatened, by reason of his/her being or having been a director or officer of the Chapter, and against any payments in settlement of any such claim, action, suit or proceeding or in satisfaction of any related judgment, fine or penalty, except costs, expenses or payments in relation to any matter as to which he/she shall be finally judged negligent in the performance of his/her duties to the Chapter unless the Chapter shall receive an opinion from independent counsel that the director, officer or representative of has not been negligent. In the case of a criminal action suit or proceeding, a conviction or

judgement (whether after trial or based on a plea of guilt or nolo contrende or its equivalent) shall not be deemed an adjudication that the director, officer or representative was negligent in the performance of his/her duties to the Chapter if he/she acted in good faith in what he/she considered to be the best interest of the Chapter and with no reasonable cause to believe the action was illegal. The foregoing right of indemnification shall not be exclusive of other rights in which directors, officers and others may be entitled as a matter of law or otherwise.

ARTICLE XIII PARLIAMENTARY RULES AND PROCEDURES

Section 1. Meeting Rules

All meetings of the Chapter membership, Executive Board, and Committees shall be conducted in accordance with the current edition of Robert's Rules of Order Newly Revised, when its requirements are not inconsistent with the FMCA Bylaws or Chapter Bylaws

Section 2. Standing Rules

Standing Rules may be adopted, suspended, modified or rescinded in any meeting by majority vote of those present. Such rules shall not be interpreted or used so as to limit, suspend or deny any specific rights granted to members under these Bylaws.

ARTICLE XIV AMENDMENT OF BYLAWS

Section 1. Proposed Changes:

- A. Any member of the Chapter or its Bylaws Committee may proposed changes in the Bylaws and submit same for consideration by the membership.
- B. Proposals must be in writing and clearly state the proposed change(s) and are to be submitted to the Secretary with a copy for the President.

Section 2. Preliminary Consideration:

- A. Each proposal for a Bylaw change will be referred to the Bylaws Committee for review prior to submission to the membership. After reviewing the text, the Committee will return the original text, along with the proponent's rationale and the Committee's recommendations, to the Secretary for duplication and distribution to the membership for discussion at the next business meeting.
- B. All proposed changes, additions, amendments or revisions to the Bylaws shall be voted on by mail ballot.

Section 3. Requirements for Adoption

- A. It shall take a favorable vote of two-thirds of all votes cast by the membership to adopt, change, amend, revise or repeal the Bylaws.
- B. Changes, additions, amendments or revisions to the Bylaws take effect immediately after their adoption. They shall be published in the next issue of the Chapter newsletter.

Section 4. Special Actions

- A. The Bylaws committee may make corrections to the Bylaws for the sole purpose of eliminating or correcting clerical or typographical errors without

B. Amendments shall be automatically accomplished as may be required existing provisions, or future amendments, to the National Bylaws, Family Motor Coach Association, Inc. Such automatic conforming amendments shall not be subject to prior or further vote of the Chapter's membership.