

## West Michigan FLU a chapter of Fiat-Lancia Unlimited

### By-Laws

#### I. NAME

This organization shall be known as West Michigan FLU, a chapter of Fiat-Lancia Unlimited.

#### II. PURPOSE

The purpose of West Michigan FLU (referred to hereafter as "WMF") is to encourage and promote the preservation, general enjoyment, and maintenance of Fiat, Lancia and other Italian automobiles for educational, recreational, and historic interest. The WMF, as a chapter of Fiat-Lancia Unlimited (referred to hereafter as "FLU"), encourages participation in FLU events, and will abide by all required FLU chapter guidelines (see Appendix A.).

#### III. MAILING ADDRESS

The WMF mailing address shall be that of its Secretary.

#### IV. MEMBERSHIP

##### Section 1:

Any person interested in Italian automobiles may become a member provided they maintain concurrent membership in FLU. Ownership of an Italian, or any other, automobile is not a prerequisite.

##### Section 2:

Potential members can join as individuals or as families. In either case only one (1) vote is allowed per family. Family being those residing in one household.

##### Section 3:

Membership requires payment of annual dues. Any person or couple paying the required dues shall be considered a member with full rights and privileges. The membership year runs January 1 through December 31. Dues shall be payable on or before March 31 of each year. Dues paid by a new member after September 1 of any year shall be effective for the remainder of that year and for the following year. Any person, who submits an application, pays the required dues and is a paid member of FLU shall be admitted to the WMF.

##### Section 4:

Any changes in annual dues may be proposed by the Board of Directors and voted on by the membership.

Section 5:

Members may be assessed additional fees for the privilege of attending special events offered by WMF or other affiliated car club events (e.g. banquet fees, registration for special events, entrance fees).

Section 6:

The WMF, for good cause and after notice and hearing, may suspend or terminate any person from membership or leadership position. Such action shall be initiated by the Board of Directors and confirmed by a 2/3 majority vote of the full membership. Any person may voluntarily resign from membership, but such resignation shall not relieve the member from any obligation to pay assessments or other charges previously accrued and unpaid.

Section 7:

All members joining WMF during its first 12 months of existence shall be known forever after as Charter members.

V. WMF OFFICERS

Section 1:

The WMF shall minimally have as its Board of Directors the Offices of President, Secretary, Treasurer and Preceding Past President. The Board of Directors of WMF shall be responsible for the overall direction and guidance of WMF. Term of office shall commence on the 1st day of March and run through the last day of February the following year, unless noted differently below.

Section 2:

Officers / Duties:

President: The President shall be the principal Executive Officer of WMF and shall supervise and conduct all of its business and affairs. The President shall preside at all meetings and may, together with the Secretary, sign any documents or instructions. The President shall perform all duties incident to the office of the President.

Secretary: The Secretary shall keep the minutes of WMF meetings. The Secretary shall be responsible for record of By-Laws, direct all necessary correspondence with all national affiliations, and perform all duties incident to the office of Secretary.

Treasurer: The Treasurer shall have custody of, and be responsible for, all funds and securities of WMF. The Treasurer shall receive and give receipts for all payments to WMF, and deposit all such payments in the name of WMF in such bank or other depository as the Officers may designate. The Treasurer shall submit quarterly reports to the Board of Directors and an annual report to the membership of all receipts and expenditures. The Treasurer shall perform all duties incident to the office of Treasurer.

Preceding Past President: The Preceding Past President shall represent the membership at large. This person will provide advice to new officers along with continuity to WMF. The term of office shall commence on the 1st day of March after a new President is voted in and runs until another change in President takes place.

Section 3:

Optional WMF Positions: Other official WMF positions may be created by a simple majority vote of the membership.

Any elected office vacated during the year will have its position filled by nomination and voted on at the next general meeting or by special email meeting if the next general meeting is over 45 days away.

All officers and optional WMF position members are expected to attend WMF meetings. They are also encouraged to attend all WMF activities.

VI. MEETINGS

Section 1:

The "annual" meeting for purpose of officer elections shall take place each February. Additional, on-line or email only, meetings may be held as deemed necessary.

Section 2:

The Board of Directors shall meet at least quarterly to review and plan activities for WMF.

VII. VOTING

Section 1:

Voting of general business may be done without prior WMF member notification at any general meeting but the membership shall be notified of the date and time of the meeting and the subject(s) to be discussed at least two (2) weeks prior to the meeting. Members must be present to vote.

Section 2:

Annual Meetings: A regular meeting of The WMF shall be held annually for the election of Officers. No member may be nominated for or run for more than one office with the exception of the Secretary/Treasurer position. The voting for new Officers shall occur at the annual meeting held in February of each year.

VIII. GENERAL PROVISIONS

Section 1:

Checks: All checks, drafts, or other orders for the payment of money or evidence of indebtedness of WMF shall be signed by the President or the Treasurer with prior notice given to the non-signing officer. No single Officer or Chair may commit more than \$50, or 10% of the available funds in the treasury, whichever is less, without a 2/3 approval by the Board of Directors

Section 2:

Deposits: All funds of WMF shall be deposited in the name of WMF in such bank or other depository as the Board of Directors may designate. All deposits must be made within 14 days of receipt by the Treasurer.

Section 3:

Contracts: The Board of Directors may authorize any agent of WMF to contract and enter into an agreement in the name of WMF. Execution and delivery of any agreement in the name of WMF may be general or confined to specific terms as stated in Section 1.

Section 4:

Fiscal Year: The Fiscal Year of WMF shall begin on January 1st and run through December 31st of each year.

Section 5:

Insurance: The WMF is covered by the national FLU liability insurance so long as all WMF members are also members of FLU. Additional insurance coverage may be obtained for other purposes with a 2/3 consent of the BOD.

IX. DISSOLUTION OF WESTMICHIGAN FLU

In the event that it becomes necessary to dissolve WMF, all properties and moneys of WMF shall be divided equally among the current dues paid membership list.

X. AMENDMENTS OF BY-LAWS

Section 1:

Proposal of By-Law Amendment: Members of WMF with voting rights may propose to amend the By-Laws as follows:

1. The Board of Directors may propose an amendment to the By-Laws by setting forth and directing that it be submitted for adoption by the members at a general meeting, or

2. Any 10% of the current membership may set forth a proposed amendment by petition, to be filed in writing with the Secretary of WMF.

Section 2:

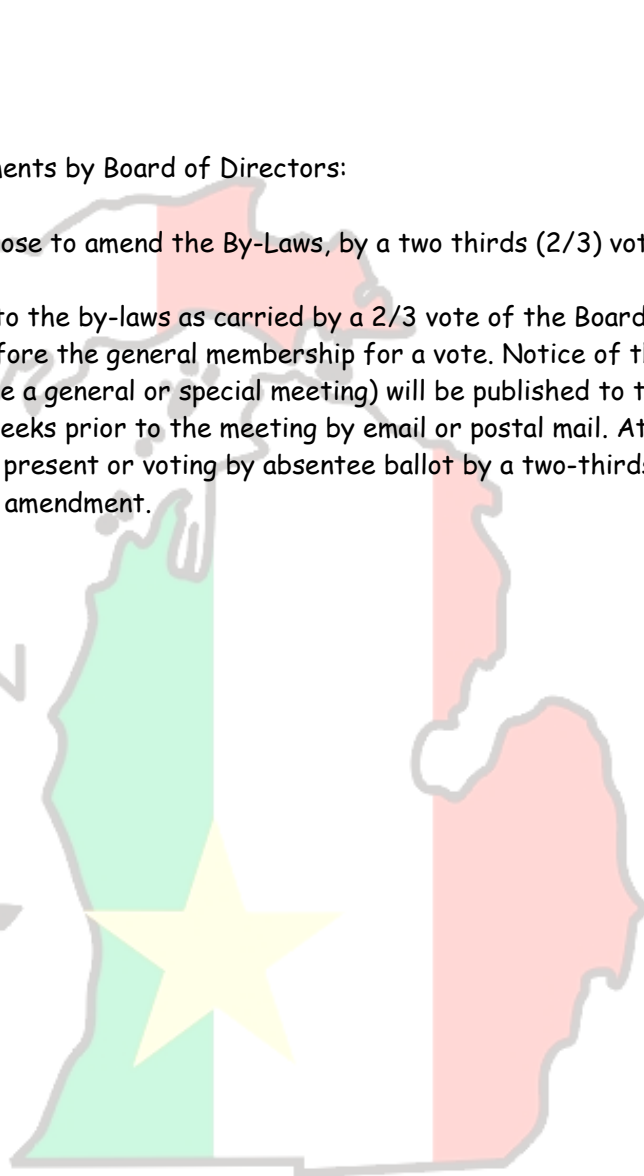
Procedure to Amend by Members: The proposed amendment shall be submitted by the Secretary to the Board of Directors and Members for their review. Notice of the By-Laws meeting (which may be a general or special meeting) will be published to the membership prior to the meeting by email or postal mail. At the By-laws meeting the members present by a two-thirds (2/3) majority, may adopt the amendment.

Section 3:

Procedure to Propose Amendments by Board of Directors:

1. Board of Directors can propose to amend the By-Laws, by a two thirds (2/3) vote.
2. Any proposed amendments to the by-laws as carried by a 2/3 vote of the Board of Directors shall be brought before the general membership for a vote. Notice of the By-Laws meeting (which may be a general or special meeting) will be published to the membership at least two (2) weeks prior to the meeting by email or postal mail. At the By-laws meeting the members present or voting by absentee ballot by a two-thirds (2/3) majority, may adopt the amendment.

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Appendix A  
FLU Chapter Requirements Summary

1. A FLU Chapter must have at least four FLU members.
2. The Chapter must have at least a President and a Secretary/Treasurer.
3. The Chapter must have at least one meeting/event per year.
4. The acronym "FLU" shall be contained in the Chapter title or sub-title, and Chapter documents and publicity shall display the FLU logo.
5. The Chapter will provide FLU-National with a contact phone number and email address for publication in RICAMBI magazine and on the FLU Internet website.
6. If Chapter dues are collected or funds are raised, the Chapter should maintain a bank account.
7. FLU-National is not responsible for the collection of Chapter dues nor the financial obligations of Chapters. Conversely, the Chapter is not responsible for collection of FLU-National dues.
8. FLU membership is required for participation in any events that are solely sponsored by FLU or a FLU Chapter.
9. Chapter events should be publicized locally and in FLU's website and RICAMBI magazine.

Should a FLU Chapter not meet the Chapter requirements stated above, it is not eligible for FLU Chapter status.

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