

East Coast Riders Club, Incorporated
Bylaws
Valatie, New York

ARTICLE 1. NAME OF ORGANIZATION

This organization shall be known as the East Coast Riders Club, Incorporated (ECR).

ARTICLE 2. MISSION

The East Coast Riders is a charitable organization dedicated to the betterment of the community. The organization is continuously aware of the needs of its community members- at the local, regional, and national levels- and strives to help those less fortunate. The organization, through its members and volunteers, attends, and contributes to raise funds for charitable activities and events and is the host of charitable events and activities to raise funds for charitable organizations. The organization supports and promotes the American economy and national spirit by promoting and supporting interests in American made motorcycles; promotes motorcycle safety, and technical information and assistance on matters involving motorcycle skills, safety and awareness; supports charitable organizations and activities that benefit the public, including organizations and activities that assist disadvantaged youth or ill children, hospice patients, individuals suffering from chronic illness, and low- income/needful families; provides a forum for the public to share interests in American made motorcycles, supporting the community and supporting motorcycle skills, safety and awareness. It is the objective of this organization, at all times, to promote a positive image of motorcycle enthusiasts through our educational, patriotic, and charitable functions.

ARTICLE 3 DIRECTORS AND MEMBERS

Section 3.1 Directors The corporation shall be managed by its board of directors. The board of directors shall be comprised of five (5) members. It is the intent of the organization that three (3) seats on the Board of Directors will be dedicated to, and filled by any Original Member who is in current good standing with the organization. Two (2) positions on the Board of Directors will be available to active members in good standing that meet the requirements as stated below. These two positions will be voted on in opposing years. Each

director shall be an Original Member as defined in Section 3.2, para 6. Each director shall hold office for a term of approximately two (2) years (which shall commence and terminate as stated in the election ballot published consistent with Article 8, and continue until his/her successor has been elected or appointed and qualified). In the event there are not a sufficient number of Original Members to fill all of the available positions on the Board of Directors, an Active Member who meets the following criteria may serve as a director: 1) He/She has (a) been a past officer in good standing, and (b) Has been an Active Member in good standing for a minimum of five (5) years (these five years do not have to be consecutive); OR 2) He/She has been an Active Member in good standing for ten (10) years (these ten years do not have to be consecutive). Director candidates cannot be Dual Members as defined in Section 3.2, para 5.

Removal of Directors- Any or all of the members of the Board of Directors may be removed for cause by a majority vote of the members entitled to vote.

The responsibilities of the Directors will be to make decisions business and or otherwise that are in the best interest of the ECR and its members, included as such will be to make decisions necessary for the day to day operations and business activities of the ECR, and defining or clarifying existing Bylaws.

Section 3.2: Classification of Membership

1. Active Member- Active membership in the organization is open to all members of the public. In order for members to be able to properly support the charitable activities of the ECR, Active Members must meet the following criteria: (a) An Active Member shall be the owner of an American made motorcycle; (b) An Active Member must be willing to support the charitable mission of the ECR; (c) An Active Member must meet the participation requirements set forth in Section 3.6; and, (d) An Active Member is a resident of the State of New York. Each Active Member shall have voting rights, be eligible to serve as an elected officer and be eligible to serve on a committee. (e) Active Member shall be Eighteen and six months of age.
2. Associate Member- Associate membership in the organization is open to spouses or significant others of Active Members; and to former Active Members who lose eligibility as an Active Member because they do not own an American made motorcycle, but wish to continue to support the charitable mission of the ECR. Associate Members do not have voting rights and are not eligible to hold an elected office. Membership requirements are not mandatory.
3. Honorary member- Honorary membership in the organization is open to any member worthy of the honor. Honorary Members must be nominated by an Active Member

prior to the annual meeting and elected by majority vote of the members present at the annual meeting. Honorary Members do not have voting rights and will not be entitled to hold an elected office or serve on a committee.

4. Lifetime Member- Lifetime membership in the organization is open to past officers of the ECR or any Active Member worthy of the honor. Lifetime Members must be nominated by an Active Member prior to the annual meeting and elected by majority vote of the members present at the annual meeting. Lifetime Members have voting rights and are eligible to hold an elected office.
5. Duel Member- Dual membership in the organization is open to active members of another patch-holding motorcycle organization, provided that the individual is not currently an officer of the other patch-holding organization. Duel Members have voting rights but are not eligible to hold an elected office. They can serve on a committee.
6. Original Member- Original membership in the organization is open to any person who became a member during the founding years of 2003 and 2004. If an Original Member left the ECR in good standing, and then rejoined at a later time, the Original Member would continue to be eligible as an Original Member. Original Members have voting rights, are eligible to serve on the Board of Directors, are eligible to serve as elected officers and are eligible to serve on committees. An Original Member in good standing has the lifetime right to retain his or her colors.
7. Passport Members- Passport membership is open to individuals living outside the State of New York who otherwise meet the requirements for Active Members. A Passport Member shall acquire the right to vote in ECR elections after being voted in as an active member.
8. Retired- active member status can be granted to a member who can no longer physically ride but chooses to remain an active member in the club. He/She will fulfill all the duties an active member does, including making meetings, events, etc., and pay their dues. They will retain their voting privileges and keep their colors. If such a member is in good standing and can fulfill their duties, then this member is eligible to hold official club positions.

Retirement status could be granted after 10 years of active membership in the club. Should a member decide to retire and no longer be active, he/she could be issued a retirement patch and retain their colors. They will have no say in club matters such as voting etc.

FOOTNOTE: retirement status could be granted to members with physical, medical, or other issues deemed appropriate by the Executive committee. The requirements for Active/Inactive will be determined by the Executive committee. Any retired member can be appointed to a committee but cannot hold an elected position.

Section 3.3- Membership Application and Approval Procedures: A prospective member must be sponsored for membership by an Active Member; A prospective member must be seventeen years of age and have their Class M motorcycle license with the completion of a Student Certification Driver's Education Program; if the prospective member does not have a sponsor, the Officers will assign an existing member as a sponsor. The prospective member must submit an application; after the application has been submitted, the prospective member will be under a six (6) month probation period at which time the new prospective member must attend at least four (4) ECR meetings, two (2) rides and participate in two (2) activities, at least one of which is attended by an officer or Original Member. After the six (6) month probation period, and above requirements above have been fulfilled, the prospective member must be approved by the vote of two-thirds of the members in attendance at the next meeting. If membership is approved, prospective member will receive the bottom rocker. Full colors and Active membership will be issued one (1) year after being accepted as a prospective member, once two-thirds of the members in attendance at the designated business meeting have voted to approve the prospective member as a full Active Member. The prospective member will not have voting rights until they have received full ECR patches, consistent with the patch policy of the corporation.

Section 3.5-Loss of Eligibility: An Active Member who ceases to own an American made motorcycle may remain a regular member of the ECR for the remainder of the calendar year. Such Active Member's membership certificate shall become null and void upon December 31st of the year in which the member no longer owns an American made motorcycle. If the member purchased another American made motorcycle by the end of that same calendar year, the member will retain Active Membership. The nullified member may make an application to the ECR for Associate Membership. Members who do not timely pay membership dues will lose eligibility to serve as a member and have their membership revoked, unless a hardship extension has been approved by a majority vote of the Board of Directors. Members who lose eligibility for non-payment of dues may re-apply for membership by request that is approved by a majority vote of the Board of Directors and payment of any dues that are in arrears.

Section 3.6: Membership Participation: All Active Members must participate in ECR meetings, functions, and sponsored events annually. To remain an Active Member, ten (10) points need to be earned by the following annual participation:

Attend a minimum of four (4) ECR meetings. Additional points can be earned by participating in the following:

- Chair a committee
- Participate on a committee
- Volunteer to work ECR sponsored events
- Attending ECR sponsored events

Section 3.7: Termination of Membership by Member: A member may voluntarily terminate his or her membership at any time, by providing an officer of the corporation with notice of such termination. Once a member has terminated his or her membership, the member will have a thirty (30) day period after such termination during which the member may rescind the termination and continue his or her membership. Members who exercise their right to voluntarily terminate membership (and do not rescind such termination with the 30 day period) are not eligible to reapply for membership for a period of one year from the date of termination.

ARTICLE 4. DUES

Section 4.1: The Board of Directors by majority vote shall establish the rate of dues required to support organization activities annually. The rate will be published during regular meetings and by email or other such notification.

Section 4.2: Annual membership dues shall be due on January 1st of each year. All annual dues must be paid in full by January 31st of each year. Failure to pay dues in full by January 31st will result in the revocation of the member's certificate and cancellation of membership unless a hardship extension has been granted by the Board. If a hardship extension is granted, membership will be placed in suspension and the member will not be allowed to exercise any rights until dues are paid and current. If a leave of absence has been granted the member may keep his or her colors for one (1) year, afterwards the colors must be returned.

Section 4.3: Membership dues for new members will be prorated in four (4) month blocks beginning on January 1st of each year. New members joining between January 1st and April 30th will pay \$65.00. New members joining between May 1st and August 31st will pay \$45.00. New members joining between September 1st and December 31st will pay \$25.00.

Section 4.4: <- Reserve Section "For Future Use">

Section 4.5: In the event of dissolution of the organization, all property, assets, and funds in the treasury shall be donated to a local charity or charities selected by a majority vote of the organization’s membership.

Section 4.6: Active members are eligible to receive an ECR patch set. Patches will be distributed according to the following schedule:

- Upon acceptance of membership application and payment of the initial \$60.00 dues (or pro-rated dues as described in section 4.3)
- After participation in a minimum of four (4) Group functions, which may be monthly meetings, Group events, Group rides, or other function as deemed by the Officer Group, the active member is eligible to receive the remaining patches provided the following has been met:
 - Meet the requirements in Section 3.3
 - Meet the participation requirements above.
 - Member is in good standing.
 - Current dues are paid in full.
 - Patch fee of \$40.00 is received.
 - Review and approved by Officers Group
- ECR patches will be distributed four (4) times a year, at the March, June, September, and December meetings.
- Members wanting an additional patch set must pay the full cost of patch set. This price will be based on current purchase price of patch set. Currently \$40.00.
- Upon termination of membership for any reason, all patch sets must be returned to the ECR. There will be no refund.
- Once a member has terminated his/her membership for any reason, he/she cannot reapply for membership for a period of one (1) year from termination date.

ARTICLE 5. ORGANIZATION OFFICERS

Section 5.1: The organization shall be administered by the following officers: President, Vice-President, Secretary, Treasurer, Chaplain, and Sergeant at Arms, as determined by majority vote of the members.

Section 5.2: Eligibility of officers:

- All officers must be Active Members as described in Article 3 of these Bylaws.
- Officer candidates must be an Active Member in good standing for a minimum of two (2) years.

- Duel Members are not eligible to hold elected office.
- Associate Members are not eligible to hold office.

Section 5.3: Officers shall be eligible for reimbursement for reasonable expenses incurred during the administration of organization business as determined by the Board of Directors. These expenses are to be listed separately on a monthly report by the Treasurer.

ARTICLE 6. MEETINGS

Section 6.1: An Annual Membership Business Meeting will be held the first Friday of December at a time and place determined by the officers and announced by email or other such notification. The purpose of this meeting is to review the previous years' fiscal expenditures and conduct elections.

Section 6.2: A maximum of one business meeting of the members will be held each month with a minimum of at least one business meeting of the members held each quarter of the calendar year. Additional meetings may be called by the President, at the request of a majority of the members of the Board of Directors to accommodate special circumstances. Business meetings will be held on the first Friday of each month.

Section 6.3: Additional membership meetings will be held periodically for the purpose of collaboration and to promote interests in ECR's charitable activities and events. The exact dates, time, and meeting places will be announced during business meetings and on the website.

Section 6.4: An annual meeting of the Board of Directors shall take place on the first Friday of December of each year, or such other time as is designated by the Board of Directors. Meeting of the Board of Directors/Officers shall be called at the discretion of the President or Board of Directors. All directors and officers shall be given timely notice of such meetings. At all meetings of the Board of Directors, unless a greater proportion is required by law, a majority of the directors then in office shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the directors present may, without giving notice other than by announcement at the meeting, adjourn the meeting from time to time until a quorum is obtained. At any

such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called. Except as otherwise provided or required by law, the vote of a majority of the directors present at the time of the vote, if a quorum is present at such time, shall be the act of the Board.

Section 6.5 Participation by Telephone/Video: Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone, electronic video screen communication or similar communication equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 6.6 Action by the Board: Any action that may be taken by vote of the Board or any committee thereof may be taken without a meeting on written or electronic consent, setting forth the action(s) so taken, and signed by all members of the Board of Directors, or committee members, as the case may be, then in office.

ARTICLE 7. DUTIES OF OFFICERS

Section 7.1 Duties of the President: Preside at all organization meetings, functions, and activities. See to the enforcement of the objectives and purpose of this organization. Coordinate, direct, and manage the business functions and activities of the organization as required to ensure continuity and success of organization objectives. The President shall inform the Vice President when the President is unable to preside at any meeting.

Section 7.2 Duties of the Vice President: To perform the duties of the President in case of absence or inability of the latter. Serve as the Activities Coordinator in scheduling, planning, and ensuring proper arrangements are made for all organization-sponsored activities and events. As necessary performs other duties which may be assigned by the President.

Section 7.3 Duties of the Secretary: Keep a record of the minutes of the membership, business meetings and other events of the organization. Maintain an up-to-date

official membership list and ensure that new members are notified of their acceptance and provide with a copy of the Bylaws, membership cards, organization pin and patch. The duties shall be coordinated with the assistance of the Treasurer. Coordinate and prepare communications required of the organization documents and official actions. Maintain a tickler file for all activities and business events requiring action and ensure that appropriate persons are advised, and action initiated. Coordinate and perform such other duties as assigned by the President.

Section 7.4 Duties of the Treasurer: Assist the Secretary in maintaining an up-to-date membership list and provide membership materials to the Secretary as required. Ensure an adequate supply of membership items and materials are available. Coordinate replacement expenditures through the Board of Directors. Receive, record, and report all monies or property donated to, paid to, or owned by the organization. The Treasurer shall be authorized to maintain bank accounts in the name of the organization. Keep an account of all receipts and disbursements so that a statement of the financial condition of the organization is available upon request by the officers or general membership. Prepare a quarterly report for the Board of Directors and an annual financial report in December for all members. Ensure the organization complies with all Federal and State of New York requirements governing non-profit organizations.

Section 7.5 Duties of the Sergeant at Arms: The formal role of a Sergeant at Arms is to keep order during meetings, and organized events. If necessary, forcibly remove any members or guests who are overly rowdy or disruptive. At times, the Sergeant at Arms may solicit additional deputies as needed during large group events.

Section 7.6 Duties of the Road Captain(s): The Road Captain(s) will be responsible for all group and event rides. The Road Captain(s) will plan routes, stops, and manage the overall safety of the riding group. The Road Captain(s) may be required to contact local police authorities for ride assistance. Multiple Road Captains may be assigned as necessary.

Section 7.7 Duties of the Chaplain: The Chaplain will be responsible for reciting or leading invocations at the opening and closing of meetings and/or events. If necessary, the Chaplain will provide spiritual and emotional support, and coordinate and perform such other duties as assigned by the President.

ARTICLE 8. ELECTION OF DIRECTORS/OFFICERS

Section 8.1: A nominating committee of at least three (3) members shall be appointed by the President no later than the third Friday in October to nominate candidates for director and officer positions. Nominations may also be made by the nominating committee via mail to the Secretary.

Section 8.2: Election ballots for directors and officers shall be distributed in November and must be returned to the Secretary during or before the annual membership meeting in December.

Section 8.3: All directors and officers must be active members in good standing. Candidates for the various offices receiving the highest number of votes shall be elected in accordance with Section 3.1. New officers will be installed at the Annual Business Meeting in January.

Section 8.4: Vacancies in the Executive Committee shall be filled by an Active Member in good standing, meeting the requirements in Section 5.2, nominated by the Executive Committee, and approved by majority vote of the Board of Directors. The newly appointed officer shall retain that position only until the next regularly scheduled round of elections, not necessarily when the term would have expired for that position.

Section 8.5: Vacancies on the Board of Directors that occur from time to time shall be filled by an Active Member in good standing, as provided for in Section 3.1, who is appointed by the majority vote of the remaining Board of Directors. Any director appointed pursuant to this Section 8.5 shall serve until the next scheduled election, not necessarily when the term for that Board of Director position has expired.

ARTICLE 9. APPOINTMENT AND COMMITTEES

Section 9.1: Appointments and Committees are positions in the organization that are of a voluntary nature.

Section 9.2: These positions are appointed by the President or Executive Committee and may change at the discretion of the appointee or the Committee.

Section 9.3: These positions may be held by an Active, Associate, Dual, or Passport member.

ARTICLE 10. AMENDMENTS

Notification of proposed changes to the Bylaws of the East Coast Riders will be made at the business meeting or by email or other such notification at least one month prior to the meeting at which changes in the Bylaws are to be considered. Bylaws changes shall be approved by a majority vote of the members present at a regularly scheduled business meeting. The Secretary must receive ballots at the meeting in which the proposed Bylaw change was voted on by the membership. The Secretary shall summarize the results of the voting and announce the results prior to the end of the meeting and in the next minutes, as well as by email or other such communication. Bylaw changes will take effect upon determination of the final results.

ARTICLE 11. CONDUCT

Section 11.1: Any member may be dismissed from membership as a result of inappropriate behavior or conduct. The member shall be warned concerning such inappropriate conduct by the Board of Directors in writing and notified by regular mail. The following shall be the basis for, but not limited to, disciplinary measures which would include dismissal from the organization.

Section 11.1.a: Wild, unsafe riding habits, especially any activity which jeopardizes the safety of other persons or riders.

Section 11.1.b: Any obnoxious behavior that is detrimental to the image of the ECR.

Section 11.2: Recommendations for disciplinary action will be ratified by a two-thirds vote of the attendees at a regularly scheduled monthly business meeting.

Section 11.3: Notwithstanding the above, the corporation reserves the right to immediately dismiss a members' membership, without any notice, for conduct that is determined, in the sole but reasonable discretion of the Board of Directors, to be materially egregious or contrary to the best interests of the Corporation.

Section 11.4: Any and all members who disobey the Bylaws of ECR will be subject to a warning in writing and or further disciplinary action.

ARTICLE 12. NON-MEMBER GUEST

Section 12.1: In addition to public events held by the corporation, non-member American motorcycle owners and owners of other makes of motorcycles are welcome at general meetings, rides, and social gatherings of the organization that are not open to the general public, so long as they are invited guests and accompanied by an Active Member. Each Active Member may invite two (2) non-member riders and passengers (4 guest total) to an ECR meeting or event that is not open to the general public.

Section 12.2: Guests must agree to abide by ECR rules and standards of conduct and are the responsibility of the Active Member who is acting as their sponsor for the particular ECR meeting or event. If a guest or guests do not abide by ECR rules or codes of conduct, the "ECR member" sponsor will dismiss and remove the guest from the ECR meeting or event. Guests must agree to hold the ECR harmless for any injuries, personal or otherwise, that they may sustain during or as a result of any ECR event or activity.

ARTICLE 13. MEMBERSHIP CERTIFICATES

Section 13.1: MEMBERSHIP CERTIFICATES ARE NON-TRANSFERABLE.

Section 13.2: EACH MEMBER AGREES TO HOLD THE CLUB HARMLESS FOR ANY INJURIES OR DAMAGES INCURRED WHILE ON CLUB PREMISES OR WHILE ENJOYING CLUB ACTIVITIES.

1. Edit tracking.

February 2011: Changes made to sections 3.3 and 4.6. Approved by membership body at March 4, 2011 meeting.

April 2011: Edits to section 3.4 para 3. Removed section 4.4 (reserved) now covered in 3.4 para 3. Added 6th bullet in section 4.6, member termination.

October 7, 2011: Major revision adding a Board of Directors, defining “Original Members”. Voted and approved by membership 10/07/2011.

January 10, 2014: Changes to prospective members (Section 3.3), increase in dues (Section 3.4), increase member participation requirements (Section 3.8), and omitted prorated dues for new members (Section 4.3). Voted and approved by members on 1/10/2014.

May 1, 2015: Restatement of Bylaws to reorganize membership provisions for purposes of clarity. Voted and approved by members on 5/1/2015.

April 07, 2017: Wording added to clarify retirement clause. Voted on and approved by members on 4/7/2017.

May 04, 2018: Revisions to address club growth (updated Section 3.1, 3.2:6, 3.2:8, 3.3, 4.2, Sect. 5.1, 8.4, 8.5 deleted section 11.1c and added 11.4. Voted on and approved by members on 5/4/2018.

June 2, 2023: Revision to Section 4.5 to address dissolution of the organization pertaining to property, assets, and funds. Voted on and approved by members on 6/2/2023.

November 3, 2023: Revision to Section 3.2- 3.2 (e) added. Revision to Section 3.3 to address Prospective member and active member age, qualifications.

April 5, 2024: Revision to Section 3.6 Membership Participation. Addresses number of meetings/participation annually to stay active.

