

# ABATE OF MICHIGAN, INC.

By-laws as Instituted 1976, Amended 2021

## Article I. Name

This organization shall be known as ABATE of Michigan, Inc.

## Article II. Form of Organization

This organization shall be a Michigan Non-Profit, Non-Stock, Corporation.

## Article III. Purpose

To protect, defend and assert the rights and freedoms of motorcycle riders and organizations through peaceful, non-violent democratic means. It is the intent of the organization to qualify for tax exempt status under the appropriate section of Title 501(C) 4 of the Internal Revenue Code. If the Organization should dissolve, the remaining members of the Board of Directors at the time of dissolution shall distribute all assets, real and personal property of the Organization to an organization that holds Title 501 (C) 4 non-profit status of the Internal Revenue Code and that also conforms with the original purpose of the Organization as stated in the By-laws.

## Article IV. Membership

- A. The membership shall be open upon application to anyone of the age of 18 years or more who shall subscribe to the purposes of this organization.
- B. All membership rights, obligations and liabilities shall be equal. There shall be no separate classes of membership except as provided herein.
- C. Each incoming member shall pay the yearly membership dues upon application before being admitted to the organization.
- D.
  1. The yearly membership fee shall be \$30 for one person or \$50 dual membership for two people, living at the same address if the member elects to have the newsletter mailed to them in lieu of reading it on the ABATE website. Dues shall be non-refundable.
  2. Two-year membership fee shall be \$40 for one person or \$70 dual membership for two people, living at the same address. Only one newsletter will be mailed to dual member's address. The member can elect to not have the newsletter mailed to them in lieu of reading it on the ABATE website. Dues shall be non-refundable.
  3. Life membership for a one person shall be 15 times the annual membership fee of a full paying member. A Life Member shall pay a yearly fee of \$ 5.00 if the member elects to have the newsletter mailed to them in lieu of reading it on the ABATE website.
  4. Life membership for dual membership people living at the same address shall be 15 times the annual membership fee for a dual membership.
  5. A member for [25] consecutive years shall be given a life membership with a patch and a pin stating life member. A Life Member shall pay a yearly fee of \$ 5.00 if the member elects to have the newsletter mailed to them in lieu of reading it on the ABATE website.
- E. Life Membership Award: A member is awarded life membership for outstanding contribution to the organization. It also entitles the recipient to a free entry to all ABATE activities with the option of working the event. The criteria needed to qualify for such a membership is as follows:
  1. The member shall have been a member for ten years.

2. The member must have made an outstanding contribution to the organization.
  3. The member must be nominated by a majority of the Board and approved at the Annual Meeting.
  4. Board members that serve five years or more shall be given five years free membership.
- F. Voting rights: Each member shall be entitled to one vote upon any matter duly brought up for a vote to the membership of the organization. No proxy votes or absentee votes allowed. All new members voting rights shall take effect 30 days after their application has been received and recorded by the Secretary of the organization. In order to verify voting eligibility, 30 days prior to the annual meeting and elections, the Secretary will run a current membership roster. This roster will be the official voting verification list.
- G. Expulsion: Any member or Region may be expelled for the following reasons:
1. Nonpayment of dues
  2. The conviction of a felony committed during the course of the organizations' activities.
  3. Failure to follow any reasonable rules and regulations promulgated by the organization for any of the activities promoted by the organization.
  4. The commission of any act that does not uphold the purposes of the organization.
  5. Any member or Region accused of violating sub-sections 2, 3, or 4 above shall; Step 1. Receive a verbal warning. Step 2. Receive a written warning. Step 3. Be notified by certified mail and shall be entitled to a hearing before the Board of Directors within 30 days of notification upon, request. A majority vote of a quorum at the Board of Directors meeting shall be necessary to confirm the expulsion. An act of violence or extreme disruption by ABATE of Michigan standards could lead to Step 3 if 3/5 of the organization officers vote to present it to the board.

## **Article V. Board of Directors**

- A. The Board of Directors shall be the chief governing body of the organization.
1. The Board of Directors of the organization shall consist of not more than 30 members nor less than 3 members, to be elected by the organization.
  2. Committee chairman shall be a member of the Board of Directors.
  3. A vacancy on the Board of Directors may be filled by a Trustee appointed by a quorum of the existing Board of Directors. The Trustee shall act as a member of the Board until his/her appointment is ratified or he/she is replaced by an election, by the full membership, at the Annual Meeting.

## **Article VI. Officers**

- A. The officers of the organization shall consist of the President, Vice President, Secretary, Treasurer, Operations Officer, Awareness Officer, and Legislative Officer. No member of the board of directors shall hold more than one officer's position unless the board of directors is less than 11 members.
- B. The function and duties of these officers shall consist of:
1. President
    - a. To preside over all Board and general membership meetings
    - b. To enter into all business contracts and negotiations concerning the organization subject to the approval of the Board of Directors.
    - c. To appoint necessary committee chairman, subject to the approval of the Board of Directors.
    - d. Tiebreaker, no vote except in the case of a tie vote.

- e. To help develop a budget for the succeeding year which will be presented to the Board for approval.
- f. To be the spokesperson of the organization, the President may nominate another person to perform this task, or to assist in this task with the approval of the Board of Directors.

#### 2. Vice President

- a. To assume the duties of the President in his/her absence.
- b. To be a nonvoting member of each committee and to insure the functioning and performance of each committee.
- c. To help develop a budget for the succeeding year which will be presented to the Board for approval.

#### 3. Secretary

- a. To maintain all the organizations' business and records.
- b. To collect and disperse all correspondence to the proper channels.
- c. To process all applications for membership within 60 days of Secretaries' receipt of the application.
- d. To record minutes of Board Meetings and send to the Board of Director members and Regional Coordinators before the next meeting.
- e. A secretary report shall be required and given at each regularly scheduled meeting of the Board of Directors and the annual meeting.

#### 4. Treasurer

- a. Signatures of any two of the following officers to appear on all checks: President, Vice President or Treasurer.
- b. The Treasurer shall maintain and update all financial records of the organization.
- c. A financial report shall be required to be given at each regular scheduled meeting of the Board of Directors and at the annual meeting.
- d. The Treasurer shall be responsible for the collection of all dues and other moneys received by the organization.
- e. To help develop a budget for the succeeding year which will be presented to the Board for approval.
- f. The Treasurer shall be responsible for the compiling and publicizing of a quarterly financial report.

#### 5. Operations Officer

- a. To act as a go-between for the Board and Regions.
- b. To use the Regional Coordinators to disseminate information and coordinate legislative actions (including lobbying) and state events and to develop and maintain a Regional Coordinator Handbook.
- c. To be responsible for security at all state sponsored events.
- d. To appoint yearly, subject to the approval of the Board, an individual to serve as Sergeant at Arms for ABATE of Michigan, whose responsibilities will include the following, under the supervision and direction of the Operations Officer.
  - i. Security operations at all State-wide, Region-wide activities sponsored by ABATE of Michigan, including the Annual Field Meet, Helmet Protest, etc.

2. Direction and assistance to a per region appointed Sergeant at Arms or such designated individual responsible for security, when said region sponsors an event where there will be attendance by a substantial number of persons, which may include non-ABATE members, such as "parties", "runs", "toy runs", etc.
3. To provide escort and security on an as needed basis for the Treasurer, other executive officer or designated individual when situations may require such escort or security.

#### 6. Legislative Officer

- a. To chair over the legislative committee.
- b. To assist and work with operations in region RC, AC and LD meetings.
- c. To monitor motorcycle related legislation.
- d. To present proposed laws and amendments, pertaining to motorcycles, to the board for a vote.

#### C. Election of Officers.

1. The officers shall be nominated and elected by a majority vote of those Board members present and voting at the first scheduled meeting of the Board of Directors following it's election each year.
2. In order to be nominated for office, the officer first shall be a duly elected member of the Board of Directors.

#### D. Term of Office

1. The term of office shall run concurrently with the term of the Board of Directors that elected them.

#### E. Newsletter Editor

1. The Board of Directors may appoint any member to the position of Newsletter Editor.
2. The function and duties of this position shall be as follows:
  - a. To publish a minimum of eight newsletters per year.
  - b. The Newsletter Editor shall ultimately be responsible for the typesetting, assembly and distribution of the newsletter.
  - c. The Newsletter Editor shall be subject to a quarterly review by the Board of Directors.
  - d. Payment of further compensation and continuation of appointed position shall be based on this review.

#### F. Purchasing Agent

1. The board may appoint any member to the position of Purchasing Agent.
2. The function and duties of this position shall be as follows:
  - a. To supervise the acquisition of all the organization's materials and supplies for resale and distribution
  - b. Maintain an accurate inventory of the state organization products for resale
  - c. A state products inventory report shall be given annually.

#### 7. Awareness Officer

- a. To promote awareness classes and awareness of motorcycles in all regions.

- b. To develop a professional brochure to be used in awareness classes and stand alone materials for driver training classes about motorcycle awareness.
- c. To monitor ABATE awareness classes statewide, provide material and keep track of the awareness supplies, and provide the Board and membership with numbers of students trained annually at the Annual meeting.
- d. To work with the board and membership to develop Public Service Announcements [PSA] about 4-wheel vehicles turning left, violating motorcycles Right of way, and PSA's stressing 4-wheel vehicles to "Look Twice to Save a Life."

## **Article VII. Election (Board Members)**

### **A. Nomination Procedures**

- 1. All members are eligible for nomination
- 2. Incumbent Board Members shall be automatically placed in nomination unless declination is stated in writing and submitted by postal mail to the state Secretary at the state post office box, postmarked no later than October 1<sup>st</sup> of the current year. Incumbent officers shall be automatic members of the succeeding Board of Directors.
- 3. All other members of the organization wishing their name to be placed in nomination for election to the Board of Directors, shall submit their request for same, by postal mail to the state Secretary, at the state post office box, along with the written endorsement of one other member of the organization postmarked no later than October 1<sup>st</sup> of the current year.

### **B. Election Procedures**

- 1. At least thirty days prior to the annual membership meeting of the organization, notices of the annual election of the Board of Directors and of the annual meeting and nomination procedures as set forth in these by-laws shall be published in the newsletter.
- 2. Election will be by ballot at the annual meeting.
- 3. Candidates must receive a simple majority to be elected to the board of directors. A simple majority is defined as more than 50% of the total votes cast.

## **Article VIII. Expulsion of Officers and Directors**

- A. Any Director missing three consecutive Board meetings can be suspended from the Board of Directors by a majority vote of the Boards' other members at a duly scheduled meeting of the Board. Proposed suspended member shall be notified by registered letter 30 days prior to the meeting.
- B. Any Board member displaying flagrant, contradictory interest towards the official purpose of the organization under Article III, shall be subject to suspension by a majority vote of the attending Board members and will be notified by registered letter.

## **Article IX. Meetings**

A. General

1. General meetings will be held at the discretion of the Board of Directors.
2. The general membership meetings shall be conducted as follows:
  - a. Meeting brought to order: The president explains the format of the meeting.
  - b. Reading of the previous meetings minutes.
  - c. Treasury report
  - d. Presentation by the President of the current interests of the organization.
  - e. Reports by committee chairman
  - f. Summarization by the President
  - g. Elections by Ballots
  - h. Member comments and/or concerns
3. The annual meeting and elections shall be held at the beginning of each and every year.

B. Board of Directors

1. The Board of Directors meetings shall be held a minimum of every three months. Video technology or other technologies may be used for a board meeting if agreed upon by 2/3 of the board at the annual meeting.
2. Directors shall be notified at least two weeks prior to the meeting date.
3. A quorum shall consist of one third of the Board members if there are seven or more Directors and shall consist of a majority of the Board members if there are less than seven Directors.
4. A voice vote of the Board shall be conducted as follows.
  - a. Must be initiated by President
  - b. 2/3 of the officers must vote to have a voice vote
  - c. The secretary must read a written script to all board members and that script will be added to the following board meeting minutes.
  - d. No more than \$2,000.00 may be approved or any amount that would deplete the organization below a minimum of \$6,000.00

**Regions:**

1. The individual Regions shall maintain the purpose of the organization as stated in Article III. Regions will hold meetings to inform members of news and events of the organization.
2. Regions have the flexibility to host events and fund raisers. All funds raised and equipment purchased belongs to ABATE of Michigan Inc. Regions shall maintain an inventory list available to the Board of Directors on request
3. The name of the ABATE of Michigan President or a person designated by the President shall be included on all Regional financial accounts.
4. Regions are to submit a treasury report each month to the ABATE of Michigan Inc. State Treasurer. Members may use their own Regional logo or design on their regional event clothing. Members or regions may not reproduce the trademarked logo for ABATE of Michigan without consent of the Board. They may have a small Regional patch that may not be worn on their back. The only large patch with ABATE of Michigan's name on it must be purchased from the ABATE State Products person or Purchasing Agent. This will ensure that the ABATE of Michigan logo is protected and will be the same for all members.
5. Regions are required to contribute a minimum of 75% of their gross net profit to the Abate of Michigan Inc State Treasurer.

6. By Oct 10th of each calendar year regions must donate funds above \$1500.00 to the ABATE of Michigan Inc State Treasurer. No more than \$1500.00 shall remain in the regional treasury after Oct 10<sup>th</sup>, unless a larger amount is approved by the Operations Officer. The new fiscal year will Jan 1st
7. All regions must submit the region treasurer's name and bank account information to the Operations Officer. Regions shall have only one checking account. Regions shall not have or invest in savings accounts, certificates of deposit, mutual funds, or any other investment programs.

## **Article X. Provisions and Revisions**

- A. Any and all proposed amendments shall be made in writing and submitted by postal mail to the state secretary at the state post office box address postmarked no later than October 1<sup>st</sup>.
- B. All proposed amendments shall be referred to a By-law Committee which makes its recommendation to the Board of Directors.
- C. If approved by a majority of the Board of Directors, the amendment shall be submitted to the general membership at the annual meeting for a vote by ballot.
- D. If the amendment passes by a majority vote of the membership present, it shall become effective on that date.
- E. The above notwithstanding, the Board of Directors may, at a duly constituted Board meeting, approve changes to the by-laws required by the Internal Revenue Service in order for the Organization to achieve tax-exempt status i.e.: in the appropriate section of Title 501 (C).

## **Article XI. Finance**

### **A. Reimbursement**

1. Any member of the organization, is eligible for reimbursement for expenses incurred while performing any activity that has been adopted by the organization provided
  - a. The member was specifically requested by the Board of Directors to perform an activity in the interest of the organization.
  - b. The request for reimbursement is made in writing, with supporting documents and is presented to the Board of Directors for approval.
  - c. The request for reimbursement is made within 60 days from the time the expense occurred.
  - d. The request for reimbursement does not deplete the funds of the organization below a minimum of \$6,000.00.

### **B. Compensation**

1. The President may request up to \$50.00 compensation for Board members, officers and members for work done for the organization. The Board of Directors must approve the request
2. The request for compensation does not deplete the funds of the organization below a minimum of \$6,000.00.
3. The members holding the offices of President, Vice President, Secretary, Treasurer, Operations Officer, Legislative Officer and Newsletter Editor shall receive monthly compensation according to the following:
  - a. The President shall receive \$300.00 per month.

- b. The Secretary shall receive \$300.00 per month.
- c. The Treasurer shall receive \$300.00 per month.
- d. The member appointed by the Board of Directors to the position of Newsletter shall receive compensation according to the following:
  - 1. The Newsletter Editor shall receive \$300.00 per published issue of the Newsletter.
  - e. The Vice President shall receive \$200.00 per month.
  - f. The Operations Officer shall receive \$200.00 per month
  - g. The Legislative Officer shall receive \$200.00 per month.
  - h. The webmaster approved by the Board of Directors shall receive compensation up to \$300 per month,
  - i. The Awareness Officer shall receive \$200.00 per month.
- 4. Purchasing Agent shall receive compensation from ABATE of Michigan equal to 15% of the gross sales of ABATE products sold.
- 5. The Chairman of the ABATE Raffle Bike shall receive \$200.00 per month.
- 6. All state board members responsible for any financials [credit cards checkbooks ect] must send or email the state treasurer copies or original receipts and documentation for all charges and checks written to ensure transparency in the organization.

#### **Article XII. State Security**

- A. The State Sergeant-at-Arms and his appointed Security Staff, while working at a State-sponsored event, shall be recognized as the authority in matters concerning safety, order, or security of the State Organizational Event. They shall be empowered to expel any person from the event and to keep order during such event. Instructions and requests by the State Sergeant-at-Arms and his staff are to be followed by all members and invited guests. All Security personnel, while on duty, shall in turn be responsible to the State Sergeant-at-Arms.