

BRANDYWINE MOTORSPORT CLUB, INC.
BYLAWS
Revised January 19, 2016
Original Certificate of Incorporation, June 1952
Renamed Brandywine Motorsport Club, February 1954

1. NAME

The official Name is Brandywine Motorsport Club, Inc., (hereafter referred to as BMC or the Club) a non-profit club incorporated in the state of Delaware.

2. MISSION

The Brandywine Motorsport Club is committed to the promotion and support of automotive related activities.

3. MEMBERSHIP

To qualify as a member of the Brandywine Motorsport Club, Inc. an applicant must have attained the age of 18 years. A family membership shall consist of all immediate family members with a state issued driver's license residing in the same household.

Paid-up members shall have the right to:

- Vote in the general election of officers and any other club matters that come before the general membership.
- Serve in any elective or non-elective office.
- Serve on any standing committee.

4. DUES

Membership dues will be assessed January 1st in accordance with a rate schedule as fixed by resolution of the Executive Committee. Membership will be terminated 60 days after nonpayment of dues.

5. EXECUTIVE COMMITTEE

The Executive Committee shall be the governing body of the Club. Every member of the Executive Committee shall have one vote on every question and, in case of an equality of votes, the Club Chair or presiding member shall have a second or deciding vote.

The Executive Committee consists of the following elective officers:

Club Chair – Shall preside at general Club meetings and Executive Committee meetings. Shall see that all orders and resolutions of the Executive Committee are carried out, Shall be an ex-officio member of all standing committees, and shall be the official representative of the Club at all functions of a public nature.

Secretary – Shall be responsible for recording the minutes of all General and Executive Committee meetings. Also, Shall give minutes to the Property Chair annually.

Treasurer – Shall be responsible for Club funds, financial reports, files, insurance forms for all competitive events, and Club incorporation forms as appropriate, and all other related responsibilities. Also, Shall give financial reports to the Property Chair annually.

Membership Chair – Shall be responsible for maintaining a current listing of all members. Shall lead the organization of all membership activities other than specific motorsport activities. Shall lead the efforts to expand the Club membership.

Gasline Editor – Shall be responsible for the collection of information for and the production and distribution of the Gasline. Also, Shall give all Gaslines for the year to the Property Chair annually.

Property Chair – Shall be responsible for the inventory of all Club physical property, the sale of club merchandise and maintenance of Club records for business and reference purposes.

Autocross Chair – Shall be responsible for the scheduling, supervision, and administration of all Club autocross events, and for adherence to proper safety precautions and practices. Also, Shall obtain all appropriate insurance certifications.

Rally Chair – Shall be responsible for the scheduling, supervision, and administration of all Club rallies, and for adherence to proper safety precautions and practices. Also, Shall obtain all appropriate insurance certifications.

Member-At-Large – A non-elective office which is filled by the previous Club Chair. Shall be an ex-officio member of all standing committees and in the absence of the Chair, shall preside at all general and Executive Committee meetings.

6. ELECTION OF OFFICERS

Officers shall be elected by the general Club membership for a term of one year to begin on January first of each year. Election of officers shall take place at the December general Club meeting of each year. The Executive Committee has the power to break ties in elections of the Executive Committee officers.

The Executive Committee shall appoint a committee to select a slate of one or more nominees for each elective office to be presented at the November general Club meeting. Additional nominations for any elective office may be made by any Club member, either from the floor or by mail, prior to the close of nominations at the November general meeting.

In the event of a vacancy occurring in any office, the Executive Committee shall be empowered to appoint a substitute to fill that vacancy for the duration of the term. If the Executive Committee membership drops below five, an election by the general Club membership shall be held to fill the vacancies.

7. NON-ELECTIVE OFFICES

Non-Elective positions may be filled by the executive committee as needed.

8. MEETINGS

The Club Chair shall preside at general Club meetings and Executive Committee meetings. In the absence of the Club Chair and the Member-At-Large, the Chair shall appoint another Executive Committee member to preside in their place.

Executive Committee meetings shall be held by notice of the Club Chair to all Executive Committee members, or under the recommendation of at least 51% other Executive Committee members. Executive Committee votes can be taken over the Internet. Five elected members shall be considered a quorum.

General Club meetings will be held each month unless otherwise agreed upon by a two thirds (2/3) vote of the Executive Committee. The agenda of the general Club meeting shall include the approval of the minutes of the previous general Club meeting, highlights of previous Executive Committee meeting, the Treasurer's report, reports from the various standing committees and chairs, and discussion of old and new business.

Provided there is a quorum of the Executive Committee, votes at the general Club meetings may be taken to register approval or disapproval of proposals. Motions from the floor which are passed by the membership and the Executive Committee at a general Club meeting shall be considered to be approved by the Executive Committee.

9. DISBANDING

BMC may disband and cease to exist after approval of such action by 2/3rds of the Executive Committee followed by approval of 2/3rds of the membership. The membership must be notified 30 days in advance of such a vote at a special meeting. Membership votes will be accepted at the meeting or by mail/email.

Disposal of assets - Upon appraisal of Club property, the Executive Committee shall oversee its sale. Proceeds shall be added to the treasury. Funds shall be applied first to any outstanding debt. Any remaining funds shall be donated to charities approved by the membership.

10. CLUB BYLAWS AND RESOLUTIONS

- The BMC Bylaws are the organizational rules for the Club.
- The BMC Resolutions are rules and guidelines for Club and event operation.
- Changes to the Bylaws and Resolutions can only be made by a two thirds (2/3) vote of the Executive Committee.
- The Parliamentary authority for this organization shall be Robert's Rules of Order, Newly Revised.

BRANDYWINE MOTORSPORT CLUB, INC. RESOLUTIONS

Revised January 19, 2016

The following Resolutions have been adopted by Executive Committees of Brandywine Motorsport Club, Inc. These Resolutions become an integral part of the existing Bylaws and should be attached to them.

A. EXECUTIVE COMMITTEE

1. Executive Committee members are permitted to spend up to \$100.00 for Club expenses without first getting permission from the Executive Committee.
2. Authority will be given to the Chair to sign Club checks in the Treasurer's absence.
3. A measure is considered approved by the Executive Committee if 2/3 of the Committee members vote in favor of the measure. A formal meeting is not required for voting to take place. Votes may be made via phone, email or postal mail.

B. MEMBERSHIP

1. Membership period shall run from January 1 to December 31.
2. The membership dues rate schedule shall be:
 - January 1 to August 31 — Full Rate
 - September 1 to December 31 — the payment of which will also cover the immediate following year's dues at no additional charge.
3. Membership dues for Single and Family memberships shall be set annually.
4. The Club shall issue a copy of the Club Bylaws & Resolutions to members upon request.

C. EVENT OPERATION

All vehicle related events along with schedule and where appropriate, budget, must be proposed by the appropriate Chair, and approved by the Executive Committee. The approval authorizes expenditures in the amount shown in the submitted budget. All Club events must be covered by appropriate insurance.

D. DONATIONS

Any donation of Club funds the lesser of \$500 or 10% of the treasury must be approved by 2/3rds of the general membership in attendance at a regularly scheduled general meeting. Any expenditure of club funds not described elsewhere in this document shall require prior approval of the Executive Committee.