

**HUNTINGTON BEACH MOTORCYCLE CLUB  
OF  
SOUTHERN CALIFORNIA, INC.**

**CLUB BY-LAWS**

**Revised May 20, 2021**

**BY-LAWS  
OF  
HUNTINGTON BEACH MOTORCYCLE CLUB OF SOUTHERN CALIFORNIA, INC.**

**I.**

**THE AMA RULE BOOK**

The American Motorcycle Association's rulebook shall be followed in its entirety in conjunction with the District 37 Sports Committee Supplemental Rule Book.

**II.**

**PRINCIPLE OFFICE**

The principle office of the Club is fixed and located at the corporate address of record. The Board of Directors is granted full power and authority to change the principle office from one location to another. Any change shall be noted by the secretary opposite this Article, but shall not be considered an amendment to these By-Laws.

**III.**

**MEMBERS**

**SECTION 1. CLASSIFICATION AND NUMBER OF MEMBERS.** There shall be **six (6)** classifications of members within the Club:

- Competition Members
- Life Members
- Associate Members
- Youth Members
- Lost Contact Members
- Prospective Members
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The aggregate number of members shall have no limit.

The minimum age limit for Competition, Associate and Prospective members is set at eighteen (18) years of age.

Membership classification change requests must always be submitted to the Club Secretary for review.

The Board of Directors must approve any such change requests. The Board of Directors can change a member classification based on the member's participation in the club.

**SECTION 2. COMPETITION MEMBER.** Competition members receive full Club benefits.

The following requirements are established for Competition members:

- a. Must be a member in good standing with the American Motorcycle Association.
- b. Must be a member in good standing with AMA district 37 and hold a current Competition License.

In order to be in good standing with HBMC and thereby retain membership with the Club as a Competition member, the following elements must be complied with:

- a. Pay annual dues of \$36 per year. Dues must be paid on or before March 15th of each year.
- b. Participate in at least two (2) Club events each year.
- c. The event requirements will be satisfied by attending one (1) day of Work Weekend and Race Weekend. This requirement can be modified by the Board of Directors for various member life event situations.
- d. Uphold these By-Laws and the Club House Rules. The Spouse of a Competition member is granted "Associate" member status by making a request to the Board of Directors and submitting an application. They can then actively participate in Club votes and events.

If a Competition club member with active status does not pay their dues by April 1<sup>st</sup> of that membership year, then the Board of Directors will review the member status. The Board will determine if a member should be put on "Inactive" status or have a change in classification. The change will stay in place until such time as the delinquent dues are brought back into compliance or the member is placed in a non-dues paying classification.

**SECTION 3. LIFE MEMBER** Life Members receive full Club benefits.

The Life Membership honor recognizes senior members of the Club who remain active in HBMC and support District 37. The Life Membership can be awarded to our Competition or Associate members. The membership agrees that these rare few are truly special, and thereby clearly stand out within the desert racing community.

Out of combined respect and appreciation for the fantastic accomplishment of these individuals, "Life Membership" is awarded without dues and have NO "pit duty" responsibility.

The following qualifications are guidelines for this recognition:

- a. Should minimally be 70 years of age
- b. Must be a member in "good standing" with the Club
- c. Minimally an active member of the Club, District 37 or AMA for ten (10) years prior to consideration.
- d. The BOD can make an exception in recognizing a member who does not meet the age qualification but has warranted the recognition of "life membership" due to service to the Club, District 37, or to the off-road racing community.

The Board of Directors will process nominations for senior members who meet the requirements for "Life Membership" and announce the new inductees annually at the Annual Christmas Party or at the Annual Club race weekend membership meeting. The board will review contributions to the club and ensure that the minimum qualifications are met.

Life Members maintain all privileges of the active status members (e.g. voting, sponsoring new members).

**SECTION 4. ASSOCIATE MEMBER.** The position of Associate member is established with the intent to offer membership within HBMC to those non-racing supporters of the Club. Spouses, family members and friends who consistently offer their support to the Club through their participation in our various events and gatherings are typical candidates for this membership

classification. Associate members are only expected to attend two (2) Club events each year and uphold the By-Laws and Club's House Rules. Associate members receive full Club benefits.

Special considerations are forwarded by the Club as an incentive for Associate members:

- a. AMA membership is not required unless a member of the HBMC Board of Directors.
- b. District 37 membership is not required.
- c. Associate Members are exempt from dues but donations will be recognized.
- d. Associate Members are not required to perform Pit Duty, but are encouraged to provide support to the pit captain.

**SECTION 5. YOUTH MEMBER.** Youth members receive full Club benefits, are exempt from dues, but cannot vote, or sponsor. Youth members are not required to perform Pit Duty.

The following requirements are established for Youth members:

- a. Must be a member in good standing with the American Motorcycle Association.
- b. Must be a member in good standing with AMA District 37 and hold a current Competition License.

In order to be in good standing with HBMC and thereby retain membership with the Club as a Youth member, the following elements must be complied with:

- a. Must be under the age of 18.
- b. Must have a guardian who is a HBMC Competition or Associate member with active status.
- c. Must participate in at least two (2) District 37 events each year.
- d. Must uphold the HBMC By-Laws and the Club House Rules.

**SECTION 6. LOST CONTACT MEMBER.** This classification is for members we have not heard from in a number of years. These members will be maintained in the club roster as a separate list using "Inactive" for member status. This list is maintained since once voted into the club you are always a member until voted out. Lost Contact Members can be re-instated to a Competition or Associate membership by submitting a request to the club secretary for review by the Board of Directors. These members are exempt from the initiation requirements.

**SECTION 7. MEMBER CLASSIFICATION STATUS.** The following terms will be applied regardless of member classification and provides visibility into a member's current involvement with the club and compliance with classification requirements.

- a. **Active.** The member meets all the requirements for a particular classification.
- b. **Review.** Identifies a member who is not meeting classification requirements. The BoD would be informed to determine action such as contacting the member or changing a member to a different classification and/or status
- c. **Inactive.** See Section 8 of By-Laws for definition. No change of text.

**SECTION 8. INACTIVE STATUS.** This status recognizes that there will be cases where a Competition or Associate member will not be able to comply with the requirements established for that membership classification because of personal life events, hardship or other misfortune.

An Active status member must submit a request for Inactive status to the Club Secretary. The Board of Directors must approve all such requests for Inactive status. The Board of Directors will periodically review the status of each Inactive member in order to determine whether or not this status will be continued. A decision not to honor the continuance of the Inactive classification will be made in writing to the member by the Club Secretary.

The following specifics apply to members with an Inactive status:

- a. Inactive members have no voting rights.
- b. Inactive members will be maintained on the Club's official membership roster, but will be noted as an inactive member.
- c. Inactive members do not have to attend Club meetings.
- d. Inactive members who participate in any competitive race events will have their member classification placed in Review status. See section 7b. The Board of Directors will determine if the member's classification should be changed to Competition.

**SECTION 9. PROCEDURE FOR ATTAINING COMPETITION MEMBERSHIP.** The following procedures are to be adhered to for consideration of membership within HBMC:

- a. Candidates must be nominated by a current Competition, or Associate Member, who is in good standing with the club, during a general meeting of the members. The nominating member must agree to act as the candidate's sponsor during the initiation period.
- b. The nominated candidate must complete the application and receive the New Membership Orientation Package and pay the non-refundable initiation fee of thirty-six (\$36). From that date forward, the candidate will be known as a PROSPECTIVE member.

**Section 9.1. COMPLETING INITIATION REQUIREMENTS.** Prospective members must complete the initiation requirements within a twelve (12) month time frame from the date as shown on the Prospective member application. After 12 months the initiation process must be restarted. The following initiation requirements are established:

- a. Attend six (6) Club events to be documented after the Club Secretary receives the application.
- b. Participate on a race Pit Crew (This will count as an event attended).
- c. Review and agree with the Club's By-Laws.
- d. Review and agree with the Club's House Rules.

Upon completion of the initiation requirements, the Prospective and his/her sponsor will be informed accordingly. At an ensuing general meeting of the Club, the Prospective member's sponsor will be asked to detail the attributes of the Prospective member for the Club membership. At this time, members are welcome to question the candidate. A vote, by "secret ballot", but this is optional depending on circumstances related to the logistics of the Club event or meeting. A two-thirds (2/3) majority vote of the general membership, or quorum thereof, is required for the Prospective to successfully attain Competition membership. The Prospective member will be notified by a club officer.

Prospective Members not attaining a two-thirds (2/3) majority vote must wait a minimum of six (6) months before resubmitting a new application for membership.

**SECTION 10. PROCEDURE FOR ATTAINING ASSOCIATE MEMBERSHIP.** The following procedures are to be adhered to for consideration of Associate membership within HBMC.

- a. Candidates must be nominated by a current Competition, or Associate member, who is in good standing with the club, during a general meeting of the members. The nominating member must agree to act as the candidates sponsor during the initiation period.
- b. The nominated candidate must complete the application and other membership forms as contained within the New Member Orientation Package.

The initiation requirements for an Associate member are:

- a. Review and agree with the Club's By-Laws.
- b. Review and agree with the Club's Code of Conduct.

At the Club meeting following the candidate's nomination, the sponsoring member will address the membership and share the attributes of the candidate. At this time, Club members are welcome to question the candidate. A vote, by "secret ballot", but this is optional depending on circumstances related to the logistics of the Club event or meeting. A two-thirds (2/3) majority vote of the general membership, or quorum thereof, is required for the candidate to successfully attain Associate membership. The candidate will be notified by a club officer.

Candidates not attaining a two-thirds (2/3) majority vote must wait a minimum of six (6) months before resubmitting an application for membership.

**SECTION 11- EXPULSION OF MEMBERS.** The expulsion of a member requires the following voting actions to be taken:

- a. The Board of Directors, or quorum thereof, and with due diligence, will meet with the member in question and collect all appropriate facts. The board must meet and vote separately from the general membership and reach a simple majority relative to this proposed expulsion action.
- b. A meeting of a minimum of twenty-five (25) voting members, must meet and reach a two-thirds (2/3) majority vote on this same expulsion action. The Board of Directors will not participate in this vote of the general membership, nor will their attendance count toward the attainment of the membership quorum. The role for the Directors is to only present the facts of the situation to the general membership.

A member may be expelled from the Club for any of the following listed conditions, although the Club is not limited to this listing:

- a. Non-payment of annual Club dues.
- b. Not attending the required Club activities.
- c. Extended indebtedness for the purchases of Club clothing, materials or other goods.
- d. Activity which the Club finds detrimental to its general well-being.
- e. Member misses his/her pit duty assignment twice.

#### **IV.**

#### **VOTING**

Each Competition, Associate and Life member with an active status shall have full voting rights within the Club. Each Competition, Associate and Life member may cast one (1) vote in all club business matters where a vote of the membership is required.

All Club business matters in which a vote is required relative to the status of another Club member, as in the case of voting on a Prospective member's elevation to full Active member status is done by "secret ballot", but this is optional depending on circumstances related to the logistics of the Club event or meeting. The vote will be tallied by the Club Secretary who will also notify the individual involved in writing of the results. The results of the voting will be kept as a matter of permanent Club record as noted on the individual's application.

The Club's annual Christmas gathering has been set as the Annual Meeting of Members. Each year at this event, an election of Officers and Board of Directors will be held for the upcoming year's term. Nominations for these positions will begin on November 1<sup>st</sup> of each year and continue up and through the actual date of the holiday gathering. Candidates may be nominated for multiple positions; potential candidates may indicate their preference for a particular position.

On the evening of the gathering, a ballot will be distributed naming all the nominees for each position. Each voting member will receive a ballot and will mark it with one (1) vote for each position. If a candidate receives the highest number of votes for two different positions, he/she will be awarded the position in which the highest percentage of votes was obtained. The other position will then be awarded to the candidate with the second highest number of votes.

General Club business matters are generally handled by a showing of raised hands relative to a "yes" or "no" vote. The club Secretary will always make note of the actual number of votes, both for and against an issue brought before the Club.

All Club general business matters requiring a vote of the membership for approval shall require a simple majority of the members present in order to pass. Any Club business situation involving a member or prospective member will always require a two-thirds (2/3) majority of the members, or quorum thereof, in order to pass.

## **V.**

### **QUORUM**

The presence, in person, of 15 members of the Club with active voting status. There must be at least 3 elected officials present and one (1) of which must be one of the following: (President, Vice-President, Secretary or Treasurer). Fulfillment of these minimum requirements shall constitute a quorum for the transaction of Club business at any meeting of members. There shall be no voting by proxy. The absence of a quorum of members at any regularly scheduled Club meeting shall negate the ability to transact Club business and thereby force a postponement of such Club business matters until the next regularly scheduled Club meeting.

## **VI.**

### **DIRECTORS**

**SECTION 1. NUMBER AND QUALIFICATON.** The authorized number of Directors of the Club shall be ten (10), which shall consist of seven (7) Officers and three (3) Directors, until changed by amendment of the Articles of Incorporation or by any amendment to these By-Laws adopted by the members. These ten Officer/Directors shall constitute the HBMC Board of Directors. The Club may elect to have other Officers who would be appointed by the Board of Directors and would not themselves be Directors (e.g. Activities Liaison).

Each Officer/Director of the Club shall be a Competition, Associate or Life member in good standing with the Club. If a person ceases to be a Competition, Associate or Life member of the Club, then he/she also ceases to be an Officer/Director of the Club. The ten (10) positions are as follows:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer
- e. Referee
- f. Club Legislative Officer
- g. Club Representative
- h. Director (3 Positions)

**SECTION 2. ELECTION OF DIRECTORS.** There shall be ten (10) Directors in the Club. Seven (7) of these Directors will be know as Officers of the Club. The other three (3) of these

individuals will be known as Directors. Together they comprise the Board of Directors of the Club. The ten (10) Directors of the Club shall be elected annually by the membership at the annual meeting of members, or at any special meeting held in lieu of the annual meeting, which will be the last meeting of the current year. Each Director will hold his/her office until he/she shall resign, be removed by the separate voting action of the Board of Directors and the general membership or otherwise be disqualified to serve, or until his/her successor shall be elected and qualified.

**SECTION 3. REMOVAL OF DIRECTORS.** The removal of a Director requires that the following voting actions be taken:

- a. A minimum of seven (7) members of the Board of Directors, must vote separately from the general membership. A two-thirds (2/3) majority vote must be reached prior to advising the club membership of the proposed expulsion action.
- b. A meeting of a minimum of twenty-five (25) voting members, must meet and reach a two-thirds (2/3) majority vote on this same expulsion action. The Board of Directors will not participate in this vote of the general members, nor will their attendance count toward the attainment of the membership quorum. The role for the Directors is to only present the facts of the situation to the general membership.

The following represents a listing of the types of issues, which might lead to the removal of a Club Director:

- a. Non-payment of annual Club dues.
- b. Extended indebtedness to the Club.
- c. Missing three (3) consecutive Club/Board of Director Meetings.
- d. Conduct which could be deemed as detrimental to the Club's well being.
- e. Not complying with the responsibilities of the assigned position.

**SECTION 4. VACANCY.** A vacancy in the Board of Directors caused by death, resignation, disability or removal of a Director, shall be filled by the remaining Directors without having to gain approval by vote of the general Club membership. The remaining Directors will nominate and vote accordingly. A simple majority vote of the Directors is required for approval.

**SECTION 5. MEETING OF THE BOARD OF DIRECTORS.** Immediately following the annual meeting of the general Club membership, the Board of Directors shall hold a meeting for the purpose of transaction of other Club business. The annual Club meeting of members has been historically scheduled as part of the annual Christmas gathering. It would then follow that the Board of Directors should meet each January or February as a follow up to this Club holiday gathering.

A majority (6) of the authorized number of Directors (10) shall constitute a quorum for the transaction of business at all Board of Director meetings. A simple majority vote of the quorum will be required to enact any specific business item.

Special meetings of the Board of Directors are typically called by the Club President. However, a meeting may be called by any Director. Notice of the time and place of all meetings of the Board of Directors, except for meetings following the annual meeting of members, shall be given personally to the Directors or e-mailed or sent to each Director by US Mail. If the meeting notice is sent by e-mail or US mail, it must minimally be posted seventy-two (72) hours prior to the actual meeting time. If the meeting notice is delivered personally to each Director, notification must be given minimally twenty-four (24) hours prior to the meeting time.



**SECTION 6. POWERS OF THE BOARD.** Subject to the limitations of the Articles of Incorporation and of the general non-profit corporation law of California on actions to be authorized or approved by the members, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the Club shall be controlled by the Board of Directors. Without prejudice to these general powers, but subject to the same limitations, it is expressly declared that the Directors shall have the following powers:

- a. To appoint and/or remove all Officers (non-Directors), agents and employees of the Club and to prescribe powers and duties for Officers, agents and employees and be consistent with the law, with the Articles of Incorporation or with these By-Laws.
- b. To conduct, manage and control the affairs and business of the Club, and to make such rules and regulations and be consistent with the law, with the Articles of Incorporation or with these By-Laws, as they may deem best for the general well being of the Club.
- c. To adopt, make and use a corporate seal provided that the seal shall at all times comply with the provisions of the law.
- d. To borrow money and incur indebtedness for the purposes of the Club and, for that purpose, to cause to be executed and delivered in the Club's name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations and any other evidences of debt, and securities for them.
- e. To manage in the manner they may deem best all funds and property, real and personal, received, acquired or earned by the Club, and to distribute or dispense them.
- f. To make and publish house rules, and be consistent with these By-Laws.
- g. To govern the operation and use of the Club facilities.

## **VII.**

### **OFFICERS**

**SECTION 1. OFFICERS.** The Officers of the Club shall be a President, Vice President, Secretary, Treasurer, Referee and two (2) District Liaison Officers. Each of these Officers shall be elected from the membership of the Club. The Club may also elect to have other Officers, who need not be Directors, as may be appointed by the Board of Directors.

**SECTION 2. ELECTION OF OFFICERS.** The Officers shall be elected annually by the membership at the annual meeting of members, or after any special meeting held in lieu of the annual meeting, which shall be the last meeting of the current year. Each Officer shall hold his/her office until he/she shall resign, be removed by the Board of Directors or otherwise be disqualified, or until his/her successor is elected and qualified.

**SECTION 3. REMOVAL AND RESIGNATION.** Any Officer may resign, or may be removed with cause, by the Board of Directors and general membership at any time. Vacancies caused by death, resignation, or removal of an Officer, may be filled by appointment of the Board of Directors. Any elected Officer of the Huntington Beach Motorcycle Club who is absent from three (3) consecutive meetings will be considered for replacement by the Board of Directors. It is the responsibility of the Board of Directors to notify the Officer in writing of their intent to remove said Officer.

**SECTION 4. PRESIDENT.** The President shall be the executive Officer of the Club, and subject to the control of the Board of Directors, shall have general supervision, discretion and control for the affairs of the Club. He/she shall preside at all meetings of the members and at all meetings of the Board of Directors. At the annual meeting of members, he/she will make a report on the general business of the Club during the current year of his/her term. The President shall

nominate all standing committees in accordance with these By-Laws, and shall be an ex-officio member of all committees.

**SECTION 5. VICE PRESIDENT.** The Vice President shall, in the absence of the President, perform the duties of the President, and when so acting, have all of the powers of, and be subject to the restrictions on, the President. Some of the other key responsibilities of the Vice President are:

- a. Acting as the lead contact person for the Prospective members ensuring their comprehension of all critical Club policies and procedures and also their introduction to the membership.
- b. Coordination of the annual Club Race trophy ordering and distribution.
- c. Coordination of the annual Club Race Event T-Shirt design, ordering and distribution.

**SECTION 6. SECRETARY.** The Secretary shall keep at the principal office of the Club a book of minutes of all meetings of the Directors and of the members. He/she shall maintain a membership book for the Club showing the name and address of each member of the Club. He/she shall conduct the official correspondence of the Club and shall perform such other clerical duties as may be designated by any Club Officer/Director. Some of the other key responsibilities of the Secretary are:

- a. Publishing of the Club's monthly/quarterly newsletter.
- b. Coordination of the Club's social gatherings.
- c. Maintenance and updating of all Club files, documents, forms, etc.

**SECTION 7. TREASURER.** The Treasurer shall have general charge of the financial records of the Club and shall keep and maintain adequate and correct books of account showing the receipts and disbursements of the Club and account of its cash and other assets. It shall be the responsibility of the Treasurer to issue, or cause to be issued, to each regular member of the Club a monthly statement of dues and other indebtedness owed by said member in accordance with these By-Laws. The Treasurer shall deposit all funds of the Club with such depositories as are designated by the Board of Directors and shall disburse the funds of the Club as may be ordered by the Board of Directors. He shall render to the President or Board of Directors on request statements of the financial condition for the Club. Without exception, the Treasurer will produce a quarterly statement of the Club's financial condition. This quarterly financial statement will be distributed to all Officers/Directors of the Club and made available to all members upon request for same. Some of the other key responsibilities of the Treasurer are:

- a. Handling the distribution of all club clothing and other Club paraphernalia, i.e. banners, decals, license plate frames, etc.
- b. Submit Yearly Budget to the Board.
- c. Have full inventory of club paraphernalia at Christmas Party event.
- d. Complete annual Federal and State taxes
- e. Complete required annual documentation to maintain non-profit status with State

**SECTION 8. REFEREE.** The Referee shall have general charge of all Club hosted competition events. The Referee shall keep and maintain adequate records and correspondence relative to these Club hosted competitive events. The Referee will have the ultimate decision power relative to the racecourse layout, personnel assignments and other race organization elements. The Referee will act as the Club's representative to all District 37 Competition Committee questions directed to the Club relative to Club hosted competitive events. He/she will act as guardian for the Club's property used during the competition events hosted by the Club each year.

**SECTION 9. CLUB LEGISLATIVE OFFICER AND CLUB REPRESENTATIVE.** The Club Legislative Officers (CLO) and/or the Club Representatives will attend all District 37 Off-Road Committee Meetings and act as the spokesperson for the Club. The Club Legislative Officer

and/or the Club Representative will take notes at these District 37 Off-Road Committee Meetings and maintain adequate records of same. At the general meetings of members, the Club Legislative Officer and/or the Club Representative will report any and all District 37, AMA and general regulatory matters, which have an impact upon the Club.

### **VIII.**

#### **GENERAL CONDUCT**

- a. Racers will not leave the race area after any District 37 competition event before fellow Club members have safely returned to the Club's camp and or have been accounted for.
- b. One (1) loop riders will remain until all one (1) loop riders have returned to camp.
- c. Multi-loop riders likewise will remain until all multi-loop riders have returned to camp.
- d. If the club member is seventy (70) years of age or older, they have the option to remain after an event, but are not required to do so.
- e. Non-competing members (not signed up at the event) are not expected or required to remain until all competing members have returned to the Club's camp.
- f. Members will be held responsible by the Club for their actions at any time when they are representing the Club or identified as a Club Member.
- g. Members will not deliberately or recklessly use abusive or foul language in or around the Club's camping or pit area.
- h. Members will not operate their motorcycles in or around the Club camping area after 10:00 pm.
- i. Members will be held responsible for the actions of their guests as it relates to any conduct for which the Club could be held accountable.
- j. Members shall refrain from loud and disturbing conduct in the camp area after 10:00 pm.
- k. Members will refrain from any kind of open confrontation with another Club member in front of non-Club members.
- l. Members will always be gracious and accommodating to guests of other members.
- m. Members will make every attempt to quickly resolve any conflict with another member by being willing to openly discuss and arbitrate an amenable solution.
- n. Members will always strive to be positive and supportive of each other.