

The current Bylaws are in black. Deletions have a ~~strikethrough and are in BLUE~~, additions are underlined and in red.

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## ~~FreeWheelers Chapter Bylaws~~

### FREEWHEELERS CHAPTER BYLAWS

#### ARTICLE I. NAME, LOCATION AND RECORDS

**Section 1.** The official name of this Chapter is the RVW ~~Free Wheelers~~ FreeWheelers, Chapter ~~Of of~~ RVing Women ~~(RV W) (RVW)~~, ~~covering Northern California and Northern Nevada~~. This Chapter was chartered on April 13, 2004, by the RVing Women Board of Directors.

**Section 2.** This Chapter encompasses Northern California and Northern Nevada.

**Section 3.** The home state of this Chapter shall be California.

**Section 4.** The Chapter records and official documents (~~i.e. e.g.~~ minutes, elections, copies of Bylaws, Chapter Rules, etc.) shall be kept by a Chapter ~~Officer~~ Secretary.

#### ARTICLE II. CHARACTER, PURPOSE AND OBJECTIVES

**Section 1.** This Chapter is a subordinate organization of the non-profit central organization ~~of~~ RVing Women as defined by the Internal Revenue Service and, as such, is subject to the Internal Revenue Publication 577 Code Section 501(c)(7) for non-profit social/recreational organizations. ~~Notwithstanding any other provisions of the Articles of Incorporation, the Bylaws of RVW, or the Bylaws of this Chapter, this Chapter shall not carry on any activities not permitted by an organization exempt from federal income tax under Section 501 (c)(7) of the Internal Revenue Code.~~

**Section 2.** The primary purpose of this Chapter is to provide for the social and recreational needs of the members of RVW including providing education, training and safety information related to the ~~use~~ use of recreational vehicles.

#### ARTICLE III. MEMBERSHIP AND MEMBERS

**Section 1.** Chapter members ~~must~~ must be members of RVing Women.

**Section 2.** Members will be admitted upon receipt of an application accompanied by payment of Chapter dues, if ~~any~~ any, along with evidence of payment of dues to RVW for the current year.

**Section 3.** A voting member is defined as any member who has completed a Freewheelers application, with RVW dues ~~up to date~~ up to date and FreeWheelers dues, if any, up to date, ~~lists listed~~ FreeWheelers as their primary chapter in their RVW web profile, and who lives in the geographical area covered by the Chapter.

**Section 4.** Each voting member shall be entitled to one vote on each matter submitted to a vote of the members and to hold any Chapter office.

**Section 5.** A member may resign membership at any time. The Officers, by affirmative vote of two thirds of all the Officers, may suspend or expel a Chapter member for ~~cause such as but not limited to~~ nonpayment of dues, violation of the Chapter Bylaws, violation of Chapter Rules, lack of RVW membership, or engaging in activities which jeopardize the Chapter's IRS non-profit status. In order to be suspended or expelled as described above, the member must first receive a written warning by email, U.S. Mail, or personal delivery from the ~~board members~~ Advisory Board. ~~If there is a second incident, the member may then be terminated by two thirds vote of the Board.~~

**Section 6.** Membership in this chapter is not transferable or assignable.

#### **ARTICLE IV. OFFICERS AND DUTIES**

**Section 1.** The Elected Officers will comprise the Chapter Advisory Board and consist of an uneven number of not less than five Officers. The Officers of the Chapter shall be a ~~Chapter Leader~~ President, a Secretary, and a Treasurer. ~~This group of Officers will be called the Chapter Advisory Board. Other officers may be elected at the discretion of the Chapter and may be defined in the Chapter Rules.~~ The ~~Chapter Leader~~ President and Treasurer shall not be the same person, nor may they reside in the same household. ~~Other Officers may be elected at the discretion of the Chapter and may be defined in the Chapter Rules.~~

**Section 2.** The term of office shall be one calendar year (January through December), or until a successor is elected. There shall be no term limits.

**Section 3.** Should the ~~Chapter Leader~~ President be unable to serve, the RVW Board of Directors must be advised of that fact within thirty (30) days. The Chapter ~~secretary~~ Secretary shall then immediately send a notice for nominees. A special election will be held at the next general meeting for a membership vote to fill the vacant office. If there is a Vice President or President Elect, they will immediately ascend to the Presidency/Chair. If not, the ~~Secretary~~ will Board will appoint someone to assume the duties of the President until the special election. This same special election process will be used to fill the vacancy of any other office. The Chapter President will immediately send the notice for nominees if it is the Secretary position that is vacant.

**Section 4.** After the election of Chapter Officers, the RVW Board of Directors shall be notified within thirty (30) days of the names and contact information of elected officers.

**Section 5. Duties:** ~~The officers shall perform the duties pertaining to their respective offices and the advisory board may define other such duties. The duties may be outlined in the Chapter's organization handbook.~~

~~The Chapter Leader~~ President shall:

- (a) preside at meetings of the Chapter;
- (b) perform administrative duties;
- (c) supervise the activities of the Chapter;
- (d) serve as chair of the Advisory Board;
- (e) authorize expenditures of the Chapter funds after consultation with the Advisory Board;
- (f) ensure the timely submission of all reports to RVing Women;
- (g) promote in every reasonable way the interests of the Chapter and the interests of RVW;
- (h) appoint committees as required;
- (i) see that nominations are made for all offices by the election date;
- (j) be the contact person for the RVW Board of Directors; and
- (k) arrange for an annual audit of the financial records (current officers may not perform the audit);.

~~The Secretary Treasurer shall:~~

~~keep all the records of the Chapter; including an up-to-date membership list and committee reports;~~

~~maintain the official documents of the Chapter, including Bylaws, Chapter Rules, Rules of Order, correspondence, and minutes of meeting;~~

- ~~(a) assist in the distribution of a newsletter for communication of Chapter and RVW activities; and~~
- ~~(b) communicate all official Chapter activities, meetings, and election information to ALL members by email or US mail such that it is received by the membership with adequate time prior to their occurrence as specified in the Bylaws Article V and VI below.~~
- ~~(c) be responsible for receiving and disbursing the Chapter funds;~~
- ~~(d) balance and reconcile the Chapter bank account(s) if any;~~
- ~~(e) prepare financial reports for the Chapter members and to submit to the RVW Board of Directors;~~
- ~~(f) submit the annual Chapter Financial Statement to RVW;~~
- ~~(g) keep financial records for the chapter; and~~
- ~~(h) submit financial records for an annual audit.~~

The Secretary shall:

- (a) keep all the records of the Chapter, including an up-to date membership list and committee reports;

- (b) maintain the official documents of the Chapter, including Charter, Bylaws, Chapter Rules, Rules of Order, correspondence, and minutes of meetings;
- (c) communicate all official Chapter activities, meetings, and election information to all members in writing (email, webpage, newsletter, etc.) such that it is received by the membership with adequate time prior to their occurrence as specified in the Bylaws Article V, VI and IX below.

The Treasurer shall:

- (a) be responsible for receiving and disbursing the Chapter funds;
- (b) balance and reconcile the Chapter bank account(s) if any;
- (c) prepare financial reports for the Chapter members and to submit to the RVW Board of Directors;
- (d) submit the annual Chapter Financial Statement to RVW;
- (e) keep financial records for the chapter; and
- (f) submit financial records for an annual audit (current officers may not perform the audit).

~~The remaining Advisory Board Members shall handle or assist with necessary duties for the operation of the Chapter.~~

Duties of other Advisory Board members may be defined in the Chapter Rules. Additionally they shall handle or assist with necessary duties, including some listed above, for the operation of the Chapter.

**Section 6.** No Officer or member of the Chapter shall have the authority to incur expenses in the name of RVing Women without the advance written consent by the RVW Board of Directors.

**Section 7.** The RVW Board of Directors may request that a Chapter replace its President or any Officer for reasons of inactivity, negligence, violation of the Chapter Bylaws, violation of RVW's Bylaws, lack of RVW membership, or engaging in activities which jeopardize the Chapter's nonprofit status, or the nonprofit status of RVing Women.

## **ARTICLE V. MEETINGS**

**Section 1.** Conducting the business of this Chapter shall be in accordance with Robert's Rules of Order, Newly Revised, when such rules are not in conflict with the Chapter Bylaws, RVW's Bylaws, or specific directives from the RVW Board of Directors.

**Section 2.** A quorum of ten (10) members, including ~~2 of 5~~ one elected officers, shall be required for conducting the business of Chapter meetings. A majority vote of members present is required to approve any business presented except as stated in Article IX, AMENDMENTS TO BYLAWS and ARTICLE X, CHAPTER RULES.

**Section 3.** The Chapter shall hold an Annual Business Meeting in the Fall of each year. ~~in the Month of November. Additional membership meetings may be called.~~ The date and time of the ~~membership~~ Annual Business Meeting will be announced via email in writing (email, web page, newsletter, etc.) at least two (2) months prior to holding the meeting. ~~In addition, notification may be posted on the Chapter's Website.~~

**Section 4.** Additional meetings may be called. All members shall be notified in writing (e-mail, ~~US mail,~~ web page, newsletter, etc) at least thirty (30) days prior to the meeting as to the date, place, time, and purpose of all meetings.

~~**Section 5.** When determined appropriate by the officers and the advisory board, business may be conducted using email.~~

**Section 5.** Accurate minutes must be kept of business conducted at all meetings. Minutes are the only legal record of all meetings, and all motions made and their voting outcome shall be recorded. All minutes shall be reviewed for accuracy by the Advisory Board Members prior to approval.

#### ARTICLE VI. ELECTIONS

**Section 1.** The Officers shall be elected at the Chapter Annual ~~meeting~~ Meeting. Members interested in serving as any Officer may volunteer and/or be nominated by another member. Members will be notified of the names of candidates for each position by email and on the Chapter's Website at least thirty (30) days prior to the meeting. Voting shall be by written ballot, show of hands, acclamation, or use of electronic voting where necessary. A majority of votes cast is required to elect the Officers. Absentee voters must submit their ballot by return email at least three days prior to the vote.

~~The Chapter shall have a single slate for elections. Members interested in serving as any officer may volunteer and/or members may nominate another member, after receiving the member's permission to serve. Should there be more members than vacant positions, those individuals will determine who will make up the slate to present to the membership. Should there be any difficulty in determining who will be on the slate; those interested shall resolve the matter by the drawing of lots. The slate will be posted email or on the Chapter's web site. A majority of votes cast is required to approve the slate.~~

**Section 2.** The new Officers will assume their respective offices in the month of January.

#### ARTICLE VII. FINANCES, DUES AND ACTIVITY FEES

**Section 1.** The Chapter membership shall determine by an affirmative vote ~~of 55%~~ of the votes cast, if annual whether any dues, activity fees or special assessment, and the amounts thereof shall ~~may~~ be levied on the members. The actual amount of dues, activity fees or special assessment, if any, shall be set forth in the Chapter Rules.

**Section 2.** Members ~~attending the~~ registering for Chapter outings will pay camping fees in accordance with the requirements of the campground (camping area).

#### ARTICLE VIII. EMERGENCY ACTION

**Section 1.** In the event that any required action cannot be completed as set forth in the Chapter Bylaws, the RVW Board of Directors may take emergency action for the benefit of the Chapter. Such emergency action shall then be submitted for ratification to the Chapter membership at its next business meeting.

#### ARTICLE IX. AMENDMENTS TO BYLAWS

**Section 1.** Proposed amendments or revisions, or both, must be approved by the ~~chapter~~ Chapter members prior to being submitted to the RVW Board of Directors for review (except in the case of changes for compliance with RVW's Bylaws or modification to IRS rules) to ensure that amendments are not in conflict with RVW Bylaws, or that amendments/revisions do not jeopardize the Chapter's nonprofit status or the nonprofit status of RVing Women.

**Section 2.** All members must be notified at least 30 days prior to any proposed amendments/revisions. Voting will be done by a ballot or show of hands at a meeting. Absentee voters must submit their ballot by return email at least three days prior to the vote. Membership must be furnished with a ballot to be returned by email or other electronic media as determined by the Advisory Board or by mail or fax if requested by members. Voting may also be done by a show of hands at a meeting.

**Section 3.** Approval by two-thirds of the ballots cast is required for an amendment/revision to carry. Bylaws need to have a 2/3 vote of the ballots cast.

**Section 4.** After membership approval, the Chapter ~~Leader~~ President shall submit the membership approved Bylaws to the Bylaws Committee Chair and the Bylaws Committee Liaison. When approval by the National Bylaws Committee Chair is received, the Chapter ~~Leader~~ President shall prepare two (2) original copies of the complete amended/revised Bylaws, dated the day of membership approval, and signed by two (2) officers of the Chapter. One (1) approved copy shall be submitted to the RVW Board of Directors via the RVW office. One (1) approved copy shall be retained by the Chapter. The President of the RVW Board or her designate designee, upon acceptable review, will sign, date and return an acceptance page to be attached to both the Chapter copy and the RVW office copy.

#### ARTICLE X. CHAPTER RULES

**Section 1.** The members of this Chapter may write and adopt a set of chapter rules to cover activities or situations, or both, not specified in these Bylaws. These Chapter Rules may not be in conflict with, or supersede, the Chapter Bylaws or the Bylaws or Policies and Procedures of RVing Women. These Chapter Rules may be adopted, amended, revised or repealed at any publicized meeting upon approval of 2/3 of the members present.

**ARTICLE XI. INDEMNIFICATION**

**Section 1.** Each Officer and committee member, while serving as such, shall be indemnified against any and all claims and liabilities to which she may be subjected because of service, or by reason of any act or omission alleged to have been committed by such ~~officer~~Officer or committee member, unless such act is the result of a willful or grossly negligent act or omission on the part of said Officer or committee member.

**ARTICLE XII. FISCAL RESPONSIBILITY**

**Section 1.** Any Officer, ~~Activity activity~~ ~~Host host~~, ~~Committee committee~~ ~~Member member~~, member, or guest who is handling any type of funds for this Chapter shall keep an accurate account of such funds, including receipts and disbursements, and shall ~~turn over~~submit said funds, with its accompanying reports, to the Treasurer in an expeditious manner.

**ARTICLE XIII DISSOLUTION**

**Section 1.** In the event of dissolution of this Chapter, all obligations shall be paid, and any remaining assets shall be sent to RVing Women. RVing Women shall not be liable for any debts incurred by this Chapter. The name of this Chapter shall revert to RVing Women.

FreeWheeler Chapter Bylaws

Adopted this \_\_\_\_ day of \_\_\_\_\_, 20\_\_

\_\_\_\_\_  
Chapter ~~Leader~~President

\_\_\_\_\_  
Chapter Secretary

Amended \_\_\_\_\_

\_\_\_\_\_

Chapter ~~Leader~~ President,

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Chapter Secretary

RVW Approval Date \_\_\_\_\_

*Dorene L. Thomas*, RVW Nation Bylaws Committee Chair