

BYLAWS OF RETREAD MOTORCYCLE CLUB INTERNATIONAL®, INC. AMA CHARTER 3233

ARTICLE I

This club shall be known as the Retread Motorcycle Club International, Inc. and members of the club known as “RETREADS®”. The club insignia shall be as illustrated in Article X of these bylaws. This club insignia and designation “RETREADS®” shall serve to identify one club member to another while traveling or attending events and shall not be lent, given or sold to any non-member for any purpose, public or private.

ARTICLE II

Members shall be riders of motorcycles, those connected with the trade, or motorcycle enthusiasts. Membership will be limited to those persons who have attained the age of 40 years, or spouses of those persons. There shall be no restrictions as to race, creed, sex, or citizenship. Membership must be renewed annually by all members, who shall be issued a new membership card upon renewal in the region or state of residency. **Memberships may be revoked by the President with the approval of the Board of Directors for conduct detrimental to the public image of the club or for conduct endangering the health or well being of any club member or the public.**

ARTICLE III

Regional clubs may be organized and authorized to use the official name of the club, that being Retread Motorcycle International, Inc. If regional clubs are organized, it shall be by application to the President with approval by the Board of Directors and if the application is granted, a regional director will be appointed by the President of the Retread Motorcycle Club International, Inc. **Regional Directors, with approval of the President, may appoint or remove state and area representatives who will be responsible to the Regional Directors.**

ARTICLE IV

The expenses of operation for this club and for regional clubs will be paid by membership donations. A minimum donation of \$15.00 per person or \$20.00 per couple upon joining or renewing is requested from members to cover the expenses of running the club. (The Canadian Directors shall specify a minimum donation for their members consistent with the above.) **Only the President, Secretary and Regional Directors, or their duly appointed agents or representatives, are authorized to receive donations, pay expenses or handle financial matters or funds in any manner.** The regional and state clubs, from donations, shall support the activities of the International organization with a minimum donation of \$2.00 per member per year.

ARTICLE V

Board of Directors

Section 1: General Powers. The business and affairs of this corporation shall be managed by its President with the approval of its Board of Directors.

Section 2: Number, Tenure and Qualifications. The number of Directors of the corporation shall be six (6). Each Director shall hold office until his/her successor shall have been appointed and qualified. The six (6) members of the Board of Directors shall be appointed by the members who are listed on the club charter with American Motorcycle Association.

Section 3: Meetings. A meeting of the Board of Directors shall be held as necessary to conduct the business affairs of the corporation. The Board of Directors may provide, by resolution, the time and place for the holding of meetings without other notice than such resolution. Meetings may be held by telephone conference, but any action taken by the Board during a telephone meeting requiring a vote of the Board shall not be final until each Board member voting by telephone confirms his vote by letter to the International office.

Section 4: Quorum. A majority of the number of directors fixed by Section 2 of this Article V shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 5: Vacancies. Any vacancy occurring in the Board of Directors may be filled by appointment by the members who are listed on the club charter with the American Motorcycle Association, a director appointed to fill a vacancy shall be appointed for the unexpired term of his predecessor in office.

Section 6: Compensation. There shall be no compensation to any member of the Board of Directors of this corporation.

Section 7: Presumption of Assent. A director of the corporation who is present at the meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered into the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof, or shall forward such dissent by mail to the Secretary of the corporation immediately following the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

ARTICLE VI

Officers

Section 1: Officers. The officers of the corporation shall be a President, a Secretary, a Legislative Officer, and a Referee, each of whom shall be appointed by the Board of Directors.

Section 2: Removal. Any officer or agent may be removed by the board of Directors whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Appointment of an officer or agent shall not of itself create contract rights.

Section 3: Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directories.

Section 4: President. The President shall be the principal executive officer of the corporation, and subject to the control of the Board of Directors, shall in general, control and supervise all of the business and affairs of the corporation. He shall, when present, preside at all meetings of the corporation. He may sign, with the secretary or any other proper officer of the corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed.

Section 5: Secretary. The secretary shall: (a) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on the behalf of the corporation under its seal is duly authorized, and (b) in general perform all duties incident to the office of secretary and such other duties as may from time to time be assigned to him/her by the President or by the Board of Directors.

Section 6: Salaries. There shall be no salaries for the officers of this corporation.

ARTICLE VII

This club is non-political in nature and shall affiliate with no organization other than the American Motorcycle Association. Officers of this club shall not hold office in any other national motorcycle organization.

ARTICLE VIII

The mailing address for the President shall be: 2662 Phil's Lane Lake Charles, LA 70611.

ARTICLE IX

These bylaws and its contained articles may be changed or modified by: adding to, deleting from, rewriting or amending, at the discretion and by majority vote of the Board of Directors.

ARTICLE X

The Chief is a field of gold representing the golden years, with the RETREADS® thereon, The Band Sinister is black and blue, upper Sinister field being red with stallions in place, the lower Dexter field being white with the roman numeral XL in red letters and the word "PLUS" underneath. This insignia is a registered insignia and trademark in the United States and Canada.

Revised: January 1, 2011