



BMW M1 Club e.V.
International



Bylaws of the “BMW M1 Club e.V.”

**Agreed upon at the regular general meeting
on September 25, 1994, in Nuremberg,
modified on June 7, 2003, in Landsberg a. Lech**

Preamble

The Bavarian Motor Works AG in Munich has a long and rich history of producing fine specialty automobiles.

The M1 model is a particularly outstanding example of such a vehicle, especially in performance, exclusivity and design. It is important to keep such unique vehicles visible in the public eye, both as an example of historical significance and as an inspiration for future automotive trends.

The BMW M1 Club was founded in order to foster good relationships among owners and friends of the BMW M1, relationships that can be enhanced through social and sporting contact. Members would also benefit from association with the broader BMW community, united in various clubs worldwide. Such contact and interchange is essential in preserving the knowledge, history and tradition of the M1, especially its technical significance and driving experience, within the BMW community, as well as in the broader public conscience.

In order to fulfill this mission, and in close cooperation with the Bavarian Motor Works AG, the club establishes the following bylaws:

I. Name and Seal

1. The name of the club is “BMW M1 Club e.V.” (Registered Association).
2. The club and its seal are registered in the Association Register in Munich.
3. The financial year is the calendar year.

II. Purpose and Activities of the Club

1. The club's purpose is the preservation, maintenance and presentation of the BMW M1 automobile. It represents the interests of M1 owners and friends, nationally and internationally.
2. To accomplish this purpose, the club will focus on the following activities:
 - a. Uniting owners and friends of the BMW M1.
 - b. Collecting and compiling material about M1 vehicles.
 - c. Supporting club members in all aspects of the M1.
 - d. Maintaining contact with the Bavarian Motor Works AG.
 - e. Organizing motor sport and other events with M1 vehicles.

The club is empowered to undertake appropriate and reasonable actions to promote these activities.

3. The club is a non-profit organization. All revenues may only be used in support of club activities.

III. Membership

1. Eligibility for membership is available to:
 - a. Any individual, or his/her partner, who owns a BMW M1.
 - b. Any corporation, institution or legal entity that owns a BMW M1.
2. Non-voting passive membership is also available to any other individual or legal entity committed to the purposes and activities of the club.
3. The club also retains the right to award honorary membership to outstanding individuals. Such an award requires a $\frac{3}{4}$ majority vote at a members' meeting.

IV. Application for Membership

Qualified individuals seeking membership are requested to file a signed written application to the club's Board. The Board may approve membership with a 2/3 majority vote of attending members. If the application is not accepted, the applicant will not be informed of the reason.

V. Membership Dues

Club dues are billed and payable annually, in advance. Changes in dues will be decided at a members' meeting.

VI. Membership Expiration

Membership expires upon:

1. The death of a member.
2. Notice of resignation, in writing, addressed to the Board, effective at the end of the month following receipt of the notice.
3. Failure to pay club dues at year end, after two reminder notices.
4. Exclusion for serious reason as determined by a $\frac{3}{4}$ vote of the Board. The member may appeal such exclusion to the members' meeting, which must be held within two weeks of such an appeal. The exclusion must be upheld and the appeal rejected by a $\frac{2}{3}$ vote of the members.
5. No dues will be reimbursed if a member is excluded.

VII. Structure of the Club

The structure of the club consists of the meeting of members eligible to vote as well as the Board.

VIII. Members' Meeting

1. The members' meeting consists of attending members eligible to vote.
2. A regular members' meeting will be held at least once per calendar year, called by the club President stating time and place.
3. The meeting notice, in writing and including an agenda, must be sent out at least four weeks in advance of the meeting.
4. The President or other Board member will chair the members' meeting.
5. Resolutions at the meeting require a simple majority vote of attending eligible voting members to pass. No proxy voting will be allowed. Eligible voting members attending the meeting will constitute a quorum. Authorized representatives of legal entities may act on their behalf. Tie votes are to be settled by chance or by decision of the President or his representative.
6. Member resolutions or proposals shall be submitted to the Board 6 days in advance of the members' meeting, in writing, with a brief explanation.
7. Amendments to the Bylaws must be submitted, in writing, to the membership at least four weeks prior to the members' meeting and require a $\frac{3}{4}$ majority vote for approval.
8. The above procedure (# 7) also applies to any resolution dissolving the club.
9. An extraordinary members' meeting may be called by simple majority vote of the Board, or by written petition of 10% of the existing membership, stating reasons in writing.
10. The President is also authorized to approve resolutions by written ballot. Approval requirements mimic those of the members' meeting, with voting by eligible ballots received by the stated deadline.

IX. Members' Meeting Agenda

The members' meeting agenda shall include the following:

- a. Approval of financial statements,
- b. Release of prior Board,
- c. Election of the President,
- d. Election of new Board members,
- e. Approval of amendments to the bylaws,
- f. Election of auditors,
- g. Establishment of members' dues,
- h. Election of honorary members, if any, and
- i. Dissolution of the club, if proposed.

X. Minutes of the Meeting

Minutes of all Board meetings and members' meetings must be kept by the Secretary or a designated alternate. They shall include, at minimum, a record of all applications, proposals, resolutions and decisions related thereto. The minutes shall be signed by the presiding Chairman of the meeting and the Secretary.

XI. The Board

1. The Board consists of the:
 - President,
 - Vice-President
 - Treasurer
 - Secretary, and
 - Webmaster/Public Relations Officer

The Board members serve in a voluntary capacity but may be reimbursed for reasonable and customary expenses incurred in the course of conducting club business. The Board itself establishes the responsibilities of the Board. Each term is for a period of two years, with no automatic term limits.

2. The Board represents the club externally. Two Board members represent the club in legal business matters.
3. Board members can be represented by someone given power of attorney.
4. The President is the representative and speaker for the club in external affairs, particularly in regard to Bavarian Motor Works AG.
5. To pursue special projects, the Board may appoint task forces, whose members do not have to belong to the Board.
6. A quorum of the Board requires 3 members to be present, assuming all were properly notified. Decisions may be passed by simple majority vote, with the President authorized to cast tie-breaking votes.

XII. Auditor

For each fiscal year, the members' meeting will elect two auditors, neither of whom may be a Board member.

XIII. Dissolution of the Club

1. The dissolution of the club can only be considered at a members' meeting called solely for such purpose, with 2/3 of eligible voting club members in attendance constituting a quorum. Notice of the meeting must be made by registered letter. If attendance at the meeting does not reach a quorum, then a second meeting must be called by the Board within one month. Such second meeting does not require a quorum.
2. A resolution to dissolve requires a 2/3 majority to pass, with no abstentions counting. This 2/3 voting requirement must be prominently announced in the notice of the meeting.
3. In the event of an approval of dissolution, the members' meeting will elect two liquidators to administer the affairs of the club as jointly authorized representatives.
4. Any remaining assets of the club, after settlement of any and all legal claims as approved by the liquidators, will be donated to charity.

XIV. Registration in the Association Register

According to Paragraph 26 BGB (Civil Code, Germany), the Board is entrusted and authorized to register the club in the Association Register, Munich, as it deems appropriate. In this regard, the Board is also authorized to amend the bylaws if deemed suitable or necessary by the local Register Court.

New club members agree to this order and authority.

The BMW M1 Club e.V. (Registered Association) is registered in the Association Register, Munich, under number VR 12233.