**BYLAWS**

**OF**

**THE PREVOST PROUDS (dba Prevost Motorcoach Club) CHAPTER**

**OF**

**THE FAMILY MOTOR COACH ASSOCIATION**

 REVISED JANUARY 1995

 AMENDED APRIL 1996

     AMENDED AUGUST 1998

AMENDED APRIL 2000

AMENDED APRIL 2024

**The Bylaws Committee 2023 - 2026**

**Chairman:  Tim Lopez**

**Mike Creel**

**Tom Klause**

**Dan Sparks**

**Jason Dixon**

**Dan Jensen**

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OF

THE FAMILY MOTOR COACH ASSOCIATION, INC.

**ARTICLE I**

**CHARACTERISTICS**

**Section 1. Name**

The name of the organization shall be THE PREVOST PROUDS, **(dba Prevost Motorcoach Club)** CHAPTER, of The Family Motor Coach Association, Inc. and shall be referred to hereinafter as the “Chapter".

**Section 2. National Bylaw Adoption**

The FMCA National Bylaws are herewith adopted in their entirety, insofar as they may apply to this Chapter and as promulgated by The Family Motor Coach Association, Inc. The supplemental Bylaws contained herein shall define only the operation of this Chapter and only to the extent that such supplemental Bylaws are not inconsistent with the National Bylaws.

**Section 3. Authority**

The sole authority of the Chapter for its internal government inheres in its entire membership.

**Section 4. Fiscal Year**

The fiscal year of the Chapter shall commence on January 1 of each year or such other date as the FMCA shall require from time to time or the Chapter may decide from time to time.

**ARTICLE II PURPOSES**

**Section 1. Basic purposes**

The purposes for which this Chapter is organized are:

A. To promote good fellowship and cooperation.

B. To exchange ideas for the betterment of the Chapter and the FMCA.

C. To promote the interchange of information concerning Prevost Motorcoaches

and the operation thereof.

D. To meet fraternally at scheduled rallies and social occasions.

**ARTICLE III MEMBERSHIP**

**Section 1. Eligibility**

To be eligible for membership, and to maintain membership in this Chapter of FMCA, the prospective member must meet the following requirements:

A. Be a Full, Full Lifetime, Life, Honorary member, Member Emeritus **or Board Member Emeritus** in good standing of the National Family Motor Coach Association, Inc. or a Commercial member (including employees of such Commercial member) as provided in Section 2 below.

B.  Own a Prevost Motorcoach and submit evidence of such ownership to the satisfaction of

      the Chapter officers if so requested.

C. Membership shall automatically terminate at the expiration of six months after a member

     ceases to own a Prevost Motorcoach unless the member has entered into a contract for another Prevost Motorcoach.

D. No person may continue as a member of this Chapter after termination of his or her

     membership in FMCA.

E. Membership in this Chapter shall not be denied because of sex, race, religion, color, marital

     status, age, family status, nationality or disability.

F. Be voted an Honorary Member at a regular meeting of the Chapter or recommendation by

    the current Officers of the Chapter. Any person who, in the opinion of the officers of the

    Chapter, has rendered the Chapter or Prevost Owners as a group a significant service may

    be recommended for an Honorary Membership.

  1) Ownership of a Prevost Motorcoach is not a prerequisite for Honorary

      Membership.

  2) An Honorary Member shall pay **current membership dues.**

  3) An Honorary Member shall receive all Chapter mailings, notices and a copy

     of the annual directory of membership.

  4) An Honorary Member may attend a Prevost Prouds (AKA Prevost Motorcoach Club) rally by

      paying the rally fee less the amount associated with parking a Prevost Coach if not

      attending in a Prevost Coach.

  5) An Honorary Member may not attend a **Prevost Motorcoach Rally** in any make or

     model of a motorhome other than Prevost.

**Section 2. Commercial Member**

To be eligible for membership, a Commercial Member shall be an approved manufacturer, or converter, of Prevost Motorcoaches,  or an employee of such approved manufacturer or converter. **A commercial member may also be a non-converter sponsor as approved by the board.  Such approval shall be by a majority of the elected officers of the Chapter and any such membership shall be a non-voting membership.  Such membership of any employee shall terminate concurrently with the termination of his/her employment by such approved manufacturer or converter.  Any employees, sales staff, or associates directly associated with any approved commercial member shall not be eligible for an individual membership unless that commercial member owns a Prevost bus or has ownership in an approved convertor or manufacturer, and all such associated fees approved by the board and required for attendance at any rally for any commercial member shall be paid by the commercial member (excluding those that qualify for individual membership as stated herein).**

**Non-Converter sponsor of Prevost Motorcoach Club must:**

1. **Be involved in a business that relates to enhancing the Prevost Motorhome Lifestyle such as: RV Resorts, RV Financing etc.**
2. **Pay the sponsorship fee that is currently approved by the Board of PMC.**
3. **Said non-converter sponsor shall not be directly involved in selling Prevost Coaches whether that be as a buyers or sellers representative.**
4. **Violation of any of these guidelines will terminate the sponsorship of said Non-Converter Sponsor.**

 **ARTICLE IV**

**DUES AND MEMBERSHIP FEES**

**Section 1. Dues Amount**

The annual dues and membership fees for membership in this Chapter of FMCA shall be such amount as the membership shall, from year to year, by resolution at a general meeting, establish for each category of membership, but in no event shall such dues be less than **$100.00** per year for each eligible member.   **A fee of $150.00 is required to join the Prevost Motorcoach Club and covers the first year of membership.**

**Section 2. Period Covered**

Dues from applicants shall be the full amount required for the fiscal year in which the application is accepted, excepting, that if an application is accepted during the last three months of a fiscal year, then the dues shall also be regarded as covering the next fiscal year. Renewal dues from members of this Chapter shall become due and payable at the beginning of each fiscal year.

**Section 3. Forfeiture**

Any member who shall remain in arrears in the payment of dues for the period of **three** months shall be deemed to have forfeited membership in this Chapter of FMCA, without act, and shall forthwith cease to have any right, title or interest in the affairs, conduct or property of the chapter including the right to participate in any of its functions.

**ARTICLE V OFFICERS**

**Section 1. Definition**

The Chapter Officers shall consist of a President, a First Vice-President, a Second Vice President, a Secretary, a Treasurer, a National Director and an Alternate National Director. All officers must be members of the Chapter in good standing. Only one individual member of a family unit is eligible to be elected to hold a chapter office during the same term. An individual member may hold no more than one (1) office at the same time in this Chapter.

**Section 2. Terms of Office**

The term of the Chapter Officers shall begin immediately after their election, and be for approximately **two** years. The term of the National Director or Alternate National Director shall be for approximately **two** years and shall begin fourteen days after receipt by the National Headquarters of notification furnished by the chapter secretary of such election. **A board member may be elected for an additional term(s) for the office they are currently serving but may not serve more than four (4) consecutive terms in any one office.  After retiring from any position, a board member becomes a Board Member Emeritus for a two-year term.**

**ARTICLE VI DUTIES OF OFFICERS**

**Section 1. President**

A. The President is the leader of the Chapter and presides at all meetings of the Chapter membership.

B. The President is the chairperson of the Chapter's Executive Board.

C. The President appoints the members of all Chapter committees, except the

Chapter Nominating Committee, and is ex-officio voting member of all

appointive committees.

D. The President shall perform such other duties as usually pertain to the Office of

President.

**Section 2. Vice-President**

1. The **Vice-President** shall assist the President and serve as presiding officers in the absence of the President from any duly called meeting.  The Vice President shall perform all the duties of the President should there be a vacancy occurring in the office of the President; or, upon the inability or refusal of the President to preside during Chapter business meetings. The Vice President exercises the authority and is subject to the same limitations as apply to the President.

**Section 3. Executive Officer**

1. **The Executive Officer** shall assist the Vice President and serve as presiding officer in the absence of the Vice President from any duly called meeting. The Executive Officer shall perform all the duties of the Vice President should there be a vacancy occurring in the office of the Vice President; or, upon the inability or refusal of the Vice President to preside during Chapter business meetings. The Executive Officer exercises the authority and is subject to the same limitations as apply to the Vice President.  The Executive Officer shall perform the duties of the President should there be vacancies occurring in the offices of both the President and the Vice President; or, upon their inability or refusal to act.

**Section 4. Secretary**

 A. The Secretary shall keep accurate and up-to-date records of the Chapter's membership and forward to the National Office of FMCA a membership list of names and FMCA numbers of the Chapter's members, along with a list of incumbent Chapter Officers and certification that the Chapter held the required number of meetings in the Chapter's previous fiscal period. The e reports are to be sent to the National Office no later than the last week in December in each year.

B. The Secretary shall promptly report, in writing, to the National Office of FMCA the results of any election or change in status of Chapter Officers, National Director and Alternate National Director. This report shall include the addresses and telephone numbers of each person so elected. Failure to annually forward a membership list and certification of meetings held shall result in the suspension of the right to vote by the National Director or Alternate National Director.

C. The Secretary is expected to record in a Chapter Minute Book the proceedings of all meetings of the Chapter's membership, and its Executive Board. These signed minutes shall be read and approved at the next meeting, unless said reading is waived by majority vote. Minutes of all meetings are to be kept available in the event a member of the Chapter desires to read them.

D. In the absence of the Secretary during meetings of the Chapter membership or the Executive Board, the President shall appoint an acting Secretary who shall record complete and adequate minutes of said meetings.

E. The Secretary shall perform such other duties as usually pertain to the Office of Secretary.

**Section 5. Treasurer**

A. The Treasurer receives, safeguards and holds all Chapter funds in the name of the chapter and in the capacity as its trustee and fiscal agent.

B. The Treasurer keeps accurate accounts of all chapter funds and renders reports on same at each business meeting of the Chapter's membership.

C. The Treasurer files any required tax returns and any reports required by any governmental agency.

D. The Treasurer disburses Chapter funds only for authorized Chapter purposes and only in accordance with the Chapter Bylaws.

**Section 6. National Director**

A. The National Director shall serve on the Governing Board of FMCA attend all meetings of the Governing Board and represent the Chapter membership.

B. The National Director shall take instructions from the membership and vote as directed.

C. The National Director shall report to the Chapter's President, Executive Board., and/or the Chapter's membership on matters resulting from theGoverning Board meetings.

**Section 7.  Alternate National Director**

A. The Alternate National Director shall immediately assume the office of National Director, if a vacancy occurs in this office· and this shall be promptly reported to the National Office of FMCA.

B. If an incumbent Alternate National Director cannot serve, the Chapter is to

C. promptly elect a member to fill the vacancy in the office of National Director and

notify the National Office of FMCA.

**Section 8. Directors Compensation**

1. **Each Board Member who attends a rally shall have their rally fees waived.**

**VII EXECUTIVE BOARD**

**Section 1. Composition**

The officers of the Chapter, the immediate past President and the second past President shall constitute the Executive Board.

**Section 2. Authority**

The Executive Board shall serve in an advisory capacity. The Board shall be subject to the orders of the Chapter and none of its acts shall conflict with the action taken by the Chapter.

**Section 3. Duties**

The basic function of the Executive Board shall be to represent the best interest of the membership in advising the Chapter officers, assisting in decisions concerning executive, financial and general administrative matters and assisting in developing and reviewing general policies for the business and affairs of this Chapter.

**Section 4. Meetings**

Unless otherwise ordered by the Board, at least two regular meetings of the Executive Board shall be held each fiscal year. Said regular meetings shall be at least fourteen (14) days apart and shall be held during the week prior to the two regular meetings of the Chapter each fiscal year. Special meetings of the Board may be called by the President and shall be called upon the written request of three members of the Board.  **Board Member Emeritus shall be allowed to attend all Board meetings but cannot vote.**

**ARTICLE VIII MEMBERSHIP MEETINGS**

**Section 1. Regular Meetings**

There shall be at least two Chapter business meetings held each fiscal year at which a quorum is present. Said meetings must be held at least fourteen (14) days apart. The term "meeting" shall include coach rallies, campouts, dinner meetings or any other gathering suitable to the function of the chapter, and duly announced in advance to the Chapter membership. A member of this chapter shall not be required to attend any number of meetings, nor any meeting at all.

**Section 2. Annual Meeting**

**The Spring Meeting shall be the** Annual Meeting at which its voting membership shall elect Chapter officers for a **two-year term**, including**President,  Vice-President, Executive Officer,  Secretary,  Treasurer,  National Director and Alternate National Director**. **Election  of each position shall be by the vote of most members attending the meeting.**

**Section 3. Quorum**

At any duly announced Chapter meeting, 25% of the membership or 15 members, whichever is less, eligible to vote shall constitute a quorum for the transaction of such business as may properly come before the meeting.

**Section 4. Special Meetings**

Special meetings of the Chapter membership may be called by the President or by majority vote in a Chapter meeting. Special Meetings must be held within thirty days of the date of the request thereof. Reasonable advance notice of Special Meetings shall be given to the membership by special written notice or insertion in the Chapter newsletter.

**Section 5. Conduct of Meetings**

All Chapter meetings must be in accord with relevant FMCA Bylaws. At Chapter meetings members should avoid acts or words on their part which might be interpreted as indicating they were using the meeting to further their personal interests

**Section 6. Guests**

**Chapter members may invite a guest to a Chapter Rally providing that the guest pay the rally fee and abide by all Chapter rules and regulations.  A guest may not attend a Chapter Rally more than twice as a guest.** Chapter members are responsible for the welfare and conduct of their guests attending Chapter functions. **Members and guests who bring dog(s) to chapter functions shall be responsible for attending to their pet, including cleaning up after their pet.  Should the owner be aware that their pet is of an aggressive nature the pet must always be on a leash.  All pet owners must obey the RV Parks rules and regulations.**

**Section 7. Security**

Chapter officers should take whatever appropriate measures that may be reasonable to protect persons attending a rally or meeting of the Chapter. The President may appoint one or more sergeants at arms.

**Section 8. Balloting**

Balloting on any issue or the election of officers shall be limited to one vote per family unit of members in good standing. Commercial members, guests and visitors shall not have the privilege of voting.

**Section 9.  Area Representatives for Rallies**

The President may appoint an **Area Representative** in advance of each duly announced National Rally. The **Area Representative** shall advise and **assist** the Chapter Board in recommending RV Parks, Caterers, Entertainers, Special Events or other pertinent information that would be crucial to the success of a Rally in their area.  The **Area Representative** may be called on to assist in emergencies, maintenance of law and order, control of objectionable noise, marking of confusing road junctions, ground housekeeping, control of campfires and any and all other matters which relate to the physical arrangements and safe conduct of said rally. The **Area Representative** may enlist the aid of one or more Assistants as he/she may determine to be necessary in the performance of his/her duties. **The President shall from time to time, and as may be suitable to general or specific occasions, define and publish the regular** o**r special duties of the Area Representative.**

**The Area Representative** may, with good cause and for the general good, recommend the suspension or expulsion of any member of this Chapter who willfully and unreasonably disobeys a proper request from the **Area Representative** in matters involving the health, welfare or safety of the assembled group or the public-at- large. Such recommendation for suspension or expulsion shall be made in writing to the **Chapter President,** who shall then promptly convene a special meeting of the club officers, plus not less than four additional Chapter members, not a party to the proceedings, to hear the charges and defense. The participants of the special meeting shall, after due deliberation, and upon a two-thirds vote of those present, take such action as it deems appropriate to the situation.

**Section 10,  Commercial Members attending Rallies**

**Manufacture or converters shall be allowed to bring a show coach(s) to a rally and**

**1… pay the rally fee for each show coach(s),**

**2… bring only the brand that is produced by said converter.**

**ARTICLE IX COMMITTEES**

**Section 1. Nominating Committee**

The Nominating Committee shall consist of not less than three Chapter members, in good standing, one of whom shall have served at least one year as President, nominated and elected for a term of one year by the Chapter membership at the business meeting at the conclusion of the election of officers. This committee is to place in nomination candidates for all Chapter Officers, and a National Director and Alternate National Director. The election of an individual to the Nominating Committee shall not prohibit such person, or any other eligible member, from being nominated for any available office. At the **Annual** meeting at which the Nominating Committee formally makes its report, other nominations for any or all offices may be made from the floor. All nominees must indicate clear acceptance to serve if elected. The Nominating Committee shall further make nominations as required to fill vacancies which may occur if elected to Chapter offices. **The election of each officer shall be the majority of those in attendance of the Annual meeting.** There shall be no proxy or cumulative voting.

**ARTICLE X**

**DISCIPLINE, RECALL OR EXPULSION**

**Section 1. Final Authority**

Final authority for the expulsion of members of this Chapter and for the recall of officers shall rest with the Chapter membership.

**Section 2. Offenses**

Any member, director or officer of this Chapter is subject to expulsion, discipline or recall from the Chapter for any of the following offenses:

  A. Violation of the National Constitution or Bylaws of the Association or Bylaws of this

      Chapter.

  B. Violation of any rules lawfully made by or under the authority of the Chapter Officers.

  C. Violation or violations of and/or disregard of the Code of Ethics of FMCA.

  D. Any unwarranted willful act, or course of conduct contrary to the best interest of

      FMCA, this Chapter or its members.

  E. Conviction of a felony.

  F. Failure to perform the duties of his/her office in a reasonable manner.

  G. Misfeasance, malfeasance or nonfeasance of office.

  H. Fraud, deceit, theft or embezzlement of any of the property of this Chapter.

**ARTICLE XI**

**LIQUIDATION AND DISSOLUTION**

In the event of liquidation or dissolution of the PREVOST PROUDS Chapter of FMCA, **DBA Prevost Motorcoach Club,** by majority vote of the Chapter, the funds may be disbursed as the Chapter may decide.  **After all bills are paid any remaining funds shall be distributed to 3, 501 C3 non profit organizations selected by vote of the attending membership at one of the annual meetings.**

**ARTICLE XII**

**INDEMNIFICATION**

Each director, each officer and each other person who may have acted as a representative of the Chapter at its request, that person's heirs, executors and administrators shall be indemnified by the Chapter against any costs and expenses, including counsel's fees, reasonably incurred in connection with any civil, criminal, administrative or other claim, action, suit or proceeding in which he/she or they may become involved or which he/she or they may be threatened, by reason of his/her being or having been a director or officer of the Chapter, and against any payments in settlement of any such claim, action, suit or proceeding or in satisfaction of any related judgment, fine or penalty, except costs, expenses or payments in relation to any matter as to which he/she shall be finally judged negligent in the performance of his/her duties to the Chapter unless the Chapter shall receive an opinion from independent counsel that the director, officer or representative of has not been negligent. In the case of a criminal action suit or proceeding, a conviction or judgement (whether after trial or based on a plea of guilt or **nolo contende** or its equivalent) shall not be deemed an adjudication that the director, officer or representative was negligent in the performance of his/her duties to the Chapter if he/she acted in good faith in what he/she considered to be the best interest of the Chapter and with no reasonable cause to believe the action was illegal. The foregoing right of indemnification shall not be exclusive of other rights in which directors, officers and others may be entitled as a matter of law or otherwise.

**ARTICLE XIII**

**PARLIAMENTARY RULES AND PROCEDURES**

**Section 1. Meeting Rules**

All meetings of the Chapter membership, Executive Board, and Committees shall be conducted in accordance with the current edition of Robert's Rules of Order Newly Revised, when its requirements are not inconsistent with the FMCA Bylaws or Chapter Bylaws

**Section 2. Standing Rules**

Standing Rules may be adopted, suspended, modified or rescinded in any meeting by majority vote of those present. Such rules shall not be interpreted or used so as to limit, suspend or deny any specific rights granted to members under these Bylaws.

**ARTICLE XIV**

**AMENDMENT OF BYLAWS**

**Section 1. Proposed Changes:**

  A. Any member of the Chapter or its Bylaws Committee may propose changes in the Bylaws

      and submit the same for consideration by the membership.

  B. Proposals must be in writing and clearly state the proposed change(s) and are to be

      submitted to the Secretary with a copy for the President.

  C. The Bylaws committee shall be made up of the current Board of Directors and shall be

       presided over by the President.

**Section 2. Preliminary Consideration:**

  A. Each proposal for a Bylaw change will be referred to the Bylaws Committee for review prior

      to submission to the membership. After reviewing the text, the Committee will return the

     original text, along with the Committees rationale and the Committee's recommendations,

     to the Secretary for duplication and distribution to the membership for discussion at the

     next business meeting.

  B. **All proposed changes, additions, amendments or revisions to the Bylaws shall be**

**voted on and approved by a 2/3 vote of the members either in attendance at the Annual Meeting  and or by email.**

**Section 3. Requirements for Adoption**

  A. It shall take a favorable vote of two-thirds of all votes cast by the membership to adopt,

      change, amend, revise or repeal the Bylaws.

  B. Changes, additions, amendments or revisions to the Bylaws take effect immediately after

      adoption. Results of the vote shall be emailed to the membership 30 days after the

     vote was cast at the Annual Meeting.

**Section 4. Special Actions**

  A. The Bylaws committee may make corrections to the Bylaws for the sole purpose of

      eliminating or correcting clerical or typographical errors without the approval of the

      membership.

  B. Amendments shall be automatically accomplished as may be required existing provisions,

      or future amendments, to the National Bylaws, Family Motor Coach Association, Inc. Such

      automatic conforming amendments shall not be subject to prior or further vote of the

      Chapter membership.