

FREEWHEELERS CHAPTER BYLAWS

ARTICLE I. NAME, LOCATION AND RECORDS

- Section 1.** The official name of this chapter is the RVW FreeWheelers Chapter of RVing Women (RVW). 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 (e.g., minutes, elections, copies of Bylaws, Chapter Rules, or similar) shall be kept by a chapter secretary.

ARTICLE II. CHARACTER, PURPOSE, AND OBJECTIVES

- Section 1.** **Character.** This chapter is a subordinate organization of the nonprofit central organization RVing Women as defined by the Internal Revenue Service and, as such, is subject to the Internal Revenue Publication 557 Code Section 501(c)(7) for nonprofit social/recreational organizations.
- Section 2.** **Purpose.** 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 of recreational vehicles.
- Section 3.** **Mission Statement.** FreeWheelers is a community built by and for its members, where active volunteering is the foundation of our sustainability and growth. We are dedicated to educating and empowering new and seasoned RVers through shared knowledge, hands-on learning, and community support to enhance their RVing journeys. Together, we lend our hands and hearts to create lasting connections, fun travel experiences, and a thriving, supportive environment.

ARTICLE III. MEMBERSHIP AND MEMBERS

- Section 1.** Chapter members must be members of RVing Women.
- Section 2.** Members shall be admitted upon receipt of an application accompanied by payment of chapter dues, 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, is up to date on RVW and FreeWheelers dues, and has the FreeWheelers chapter listed in their profile on the RVW website.
- Section 4.** Each voting member shall be entitled to one vote on each matter submitted to a vote of the members.
- Section 5.** Each voting member may be a candidate for any board position.
- Section 6.** A member may resign at any time. The board may suspend or expel a chapter member, by affirmative vote of two-thirds of all board members, for any of the

following: nonpayment of dues, violation of the Chapter Bylaws or Chapter Rules, lack of RVW membership, or engaging in activities that jeopardize the chapter's IRS nonprofit status. Before any such suspension or expulsion, the member must receive a written warning from the chapter board, delivered by email, U.S. Mail, or in person.

Section 7. Membership in this chapter is not transferable or assignable.

ARTICLE IV. BOARD MEMBER TERMS

Section 1. Board Definition

- a. The chapter board shall be known as the Chapter Advisory Board (referred to in this document as "the board" or "the chapter board"). All elected members (referred to as 'board members') shall be members in good standing of RVing Women.
- b. The board shall always consist of an odd number of members, with a minimum of five. Each board member shall serve a term of two years or until their successor is elected. There shall be no term limits.
- c. The board shall include a president, a secretary, and a treasurer. The president and treasurer shall be different people and shall not share a household. Any officer selected to co-sign on a chapter bank account shall not share a household with the treasurer.
- d. Any additional voting positions the board or membership determine necessary for chapter governance, along with their duties, shall be defined in the Chapter Rules.

Section 2. Board Duties

- a. Carry out the affairs of the chapter in accordance with these bylaws.
- b. Communicate with fellow board members to promote knowledge of each other's respective duties and to coordinate efforts.
- c. Have power and authority to transact business for and on behalf of the chapter.
- d. Appoint special committees and task forces and direct their activities.
- e. Notify members of proposed amendments to the bylaws in writing (email, web page, newsletter, or similar).
- f. Share communications from RVing Women with the membership at any regular or special meeting or in writing (email, web page, newsletter, or similar).
- g. Oversee the management of chapter funds and submit an annual proposed budget to the membership for approval.
- h. Hold at least four (4) board meetings per year. Meetings may be conducted in person, by conference call or over the internet.
- i. A quorum of the board shall be a majority of board members, for example, four (4) members from a board of seven (7).

- j. A majority of voting board members may call special meetings of the board.

Section 3. Board Position Adjustments

- a. **President Vacancy.** Should the president be unable to serve, the RVW Board of Directors shall be notified within thirty (30) days. If a vice president or president-elect exists, they shall immediately assume the presidency. Otherwise, the board shall appoint someone to carry out presidential duties until a special election is held. The chapter secretary shall promptly notify members seeking nominees to fill the vacancy. A special election shall be conducted by electronic ballot within ninety (90) days or at the next general meeting, whichever comes first.
- b. **Board Member Vacancy.** The same special election process shall be used to fill any other board member vacancy. If the vacant position is that of secretary, the chapter president shall send the notice seeking nominees.
- c. **Appointments.** If the board is unable to locate a willing candidate for any vacancy, the board may appoint a member to serve the remainder of the departing board member's term. The appointment must be confirmed by a majority vote of the membership within ninety (90) days of the vacancy, either by electronic vote or by show of hands at a rally. If a rally vote is chosen, the meeting shall be announced in accordance with the rules for general meetings in *Article VI – Meetings*.
- d. **Changes to Duties.** Board member titles and duties defined in the Chapter Rules may be redefined at any time with approval by two-thirds of the board. For example, the duties of any board member may be reassigned to another officer or eliminated as appropriate.

Section 4. RVW Notification. After the election of new board members, the RVW Board of Directors shall be notified within thirty (30) days of their names and contact information.

ARTICLE V. BOARD MEMBER DUTIES

Section 1. The President shall:

- a. Serve as chair of the board and preside at all chapter meetings.
- b. Perform administrative duties and supervise the activities of the chapter.
- c. Authorize expenditures of chapter funds after consultation with the board.
- d. Ensure the timely submission of all reports to RVing Women.
- e. Promote the interests of the chapter and RVW in every reasonable way.
- f. Maintain communication with members, including announcing all scheduled meetings.
- g. Receive suggestions and complaints from members, initiate appropriate action,

and communicate the outcome back to the member(s).

- h. Appoint committees as required.
- i. Ensure nominations are submitted for all offices by the prescribed date prior to election.
- j. Serve as the primary contact for the RVW Board of Directors.

Section 2. The Secretary shall:

- a. Take minutes, or delegate this task, at all regular and special board meetings and general and annual chapter meetings.
- b. Submit completed meeting minutes to the board for approval prior to release to the membership.
- c. Maintain the official documents of the chapter, including the Charter, Chapter Bylaws, Chapter Rules, correspondence, committee reports, and meeting minutes.
- d. Ensure that all chapter activities, meetings, and election information are communicated to members in writing (by email, webpage, newsletter, or similar) with adequate advance notice as specified in *Article VI - Meetings*, *Article VII - Elections* and *Article X - Amendments to Bylaws*.

Section 3. The Treasurer shall:

- a. Maintain the chapter's financial records.
- b. Receive and disburse chapter funds.
- c. Reconcile the chapter bank account(s).
- d. Prepare monthly financial reports for the chapter newsletter.
- e. Prepare an annual budget for presentation to the membership for approval at the annual business meeting.
- f. Compile an annual financial report for submission to the RVW Board of Directors.
- g. Submit the annual Chapter Financial Statement to RVW for inclusion in RVW's income tax return.
- h. Arrange for an annual audit of the financial records with the approval of the president. Current officers may not perform the audit. Audit results shall be submitted to RVW as required.

Section 4. Additional Board Members. Board members whose positions are defined in the Chapter Rules shall carry out the duties assigned to their roles and assist with other chapter functions as needed for the effective operation of the chapter.

- Section 5. RVW Expenses.** No board member or member of the chapter shall have the authority to incur expenses in the name of RVing Women without advance written consent by the RVW Board of Directors.
- Section 6. RVW Oversight.** The RVW Board of Directors may request that a chapter replace its president or any board member for reasons of inactivity, negligence, violation of Chapter Bylaws, violation of RVW's Bylaws, lack of RVW membership, or engaging in activities that jeopardize the chapter's nonprofit status, or the nonprofit status of RVing Women.

ARTICLE VI. MEETINGS

- Section 1.** The business of this chapter shall be conducted in accordance with Robert's Rules of Order, Newly Revised, except where such rules conflict with the Chapter Bylaws, RVW's Bylaws, or specific directives from the RVW Board of Directors.
- Section 2.** Meetings may be held in person, by telephone conference call or by internet communication.
- Section 3.** A quorum of ten (10) percent of the current membership, including at least one elected board member, shall be required to conduct business at any chapter meeting. A majority vote of members present is required to approve any business, except as specified in *Article X - Amendments to Bylaws* and *Article XI - Chapter Rules*.
- Section 4.** The chapter shall hold an Annual Business Meeting each fall. The date, time, and location shall be announced to members in writing (by email, webpage, newsletter, or similar) at least thirty (30) days in advance.
- Section 5.** Additional general meetings may be called as needed. All members shall be notified in writing (by email, webpage, newsletter, or similar) of the date, time, location, and purpose at least fourteen (14) days in advance.
- Section 6.** Accurate minutes shall be kept at all meetings. Minutes constitute the official record of the chapter's decisions; all motions and their outcomes must be recorded. Minutes shall be reviewed for accuracy by the board prior to release to the membership.

ARTICLE VII. ELECTIONS

- Section 1.** Board members shall be elected at the chapter's Annual Business Meeting. Members interested in serving may volunteer or be nominated by another member. All members shall be notified in writing (by email, webpage, newsletter, or similar) of the candidates for each position at least thirty (30) days prior to the Annual Business Meeting. Voting shall be by electronic ballot, written ballot, or show of hands. A majority of votes cast is required to elect a board member.
- Section 2.** Whenever possible, elections should be staggered to provide continuity of knowledge and experience within the board. For example, on a board of seven, four members would be elected one year and three the following year.
- Section 3.** Newly elected board members shall assume office on January 1st of the year following

their election. If the election is delayed past January 1st for any reason, they shall assume office immediately upon election.

ARTICLE VIII. FINANCES, DUES, AND ACTIVITY FEES

- Section 1.** The chapter membership shall determine, by an affirmative majority of votes cast, whether any dues, activity fees, or special assessments shall be levied on members. The amounts of any such dues, fees, or assessments shall be set forth in the Chapter Rules. Members shall be notified in advance of any changes to these amounts.
- Section 2.** The treasurer and president may open bank accounts in the name of RVW FreeWheelers Chapter or FreeWheelers Chapter of RVing Women, subject to board approval, and shall be authorized signatories on each account. Additional board members may be added as signatories with board approval, provided they do not share a household with the president or treasurer. The board may establish Chapter Rules for the disbursement of funds.
- Section 3.** The board may enter into contracts for carrying out the established purpose of the chapter; for example, reserving sites in campgrounds for future outings and providing electronic services as needed for chapter business. Such contracts must be signed by a board member or a member authorized by the board "on behalf of RVW FreeWheelers." The board may establish Chapter Rules for ratifying such contracts.
- Section 4.** The board may solicit donations from members if additional funds are needed to carry out the purpose of the chapter.
- Section 5.** Members registering for chapter outings shall pay camping fees as required by the campground, plus any credit card processing fees incurred by the chapter to complete their transaction.

ARTICLE IX. EMERGENCY ACTION

- Section 1.** If any required action cannot be completed as set forth in these bylaws, the RVW Board of Directors may take emergency action for the benefit of the chapter. Such action shall be submitted for ratification by the chapter membership at its next business meeting.

ARTICLE X. AMENDMENTS TO BYLAWS

- Section 1.** Proposed amendments to the Chapter Bylaws must be approved by the chapter membership before being submitted to the RVW National Bylaws Committee for review, except for changes made to comply with RVW's Bylaws or IRS rules. This ensures that amendments do not conflict with RVW's Bylaws or jeopardize the nonprofit status of the chapter or RVing Women.
- Section 2.** Members shall be notified in writing (by email, webpage, newsletter, or similar) of any proposed amendments. Members shall be given at least thirty (30) days to review and vote by electronic ballot, or notified at least thirty (30) days in advance of any in-person

or electronic meeting at which a vote shall be held.

- Section 3.** Approval by two-thirds of the ballots cast is required for an amendment to carry.
- Section 4.** After membership approval, the chapter president shall submit the approved Chapter Bylaws to the RVW Bylaws Committee Chair and the RVW Bylaws Committee Liaison.
- Section 5.** Upon approval by the RVW Bylaws Committee Chair, the chapter president shall prepare two (2) original copies of the complete amended Chapter Bylaws, dated the day of member approval and signed by two (2) board members. One copy shall be submitted to the RVW Board of Directors via the RVW office, and one copy shall be retained by the chapter. The president of the RVW Board, or her designee, shall sign, date, and return an acceptance page to be attached to both copies.

ARTICLE XI. CHAPTER RULES

- Section 1.** The chapter membership may adopt a set of standing rules to govern activities or situations not addressed in these Bylaws. Chapter Rules may not conflict with or supersede the Chapter Bylaws or the Bylaws or Policies and Procedures of RVing Women.
- Section 2.** Chapter Rules that directly affect members, such as dues or hosting fees, may be adopted, amended, or repealed by electronic ballot or at any publicized meeting, with approval by a majority of votes cast.
- Section 3.** Chapter Rules that do not directly affect members, such as board member definitions and duties, may be adopted, amended, or repealed with approval by a majority of the board.

ARTICLE XII. INDEMNIFICATION

- Section 1.** Each board member and committee member shall be indemnified by RVing Women insurance and the State of Arizona against any claims or liabilities arising from their service, or from any act or omission alleged to have been committed in that capacity, unless such act or omission was willful or grossly negligent.

ARTICLE XIII. FISCAL RESPONSIBILITY

- Section 1.** Any board member, activity host, committee member, member, or guest who handles chapter funds shall maintain an accurate account of those funds, including all receipts and disbursements, and shall submit the funds and an accompanying report to the treasurer in a timely manner.

ARTICLE XIV. DISSOLUTION

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

FreeWheelers Bylaws

Adopted **June, 2004**

Kip Locati Chapter President

Sheila Welt Chapter Secretary

Amended **June, 2026**

Chapter President Mary McCanta

Chapter Secretary Judy Early