



A Club for Owners and Enthusiasts

*we are dedicated to
'Freude am Fahren'
the enjoyment of the
'Ultimate Driving
Machine'*

visit us online at
www.bmwccbc.org

Ausblick

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Dave Beddows President
Jim Westmacott Vice President
Scott Gable Secretary
Dawn Minett Treasurer
Rolf Drommer Membership

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Ausblick

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BMW Car Club of BC

2001 Annual General Meeting Special Edition

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*If you didn't join us at an event in 2001,
perhaps these pictures will get you interested
in our 2002 events.*



Upcoming Events info

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2002 Club Calendars



Official Notice of and Invitation
to the
Annual General Meeting
of the
BMW Car Club of British Columbia

Date: Saturday November 24th, 2001
Time: Registration starts at 1:00 pm Meeting starts at 2:00 pm
Location: Best Western Coquitlam Inn Convention Center, 319
North Road, Coquitlam BC

Purpose

The Annual General Meeting of the BMW Car Club of British Columbia provides an opportunity for all members interested in the operation of their club to participate. Activities at the AGM include election of Directors, reports to the membership on activities and progress in the club, and voting on such resolutions and bylaw changes that may be necessary to properly effect the day to day operation of the club.

The 2001 AGM is scheduled to be a stand-alone meeting on Saturday November 24, 2001. The meeting will be called to order at 2:00 p.m. Registration and sign in will be available from 1:00 p.m. onwards. You must be a member in good standing to attend. There is no cost to the member to attend the meeting, although we may arrange a pre meeting social get together opportunity.

Directors for the BMW Car Club of BC are elected for a two (2) year term, such that at each AGM roughly one half of the directors positions are up for election. Nominations for directors positions are handled by the nominating committee which seeks eligible candidates to run for the available positions. It is the responsibility of the Board of Directors to insure proper conduct of the administrative affairs of the Club, the fulfillment of duties by its officers and to determine all matters of Club policy.

Nominations for candidates to this years election were received by Oct 20, 2001 and candidacy statements must be received by Oct 27, 2001. Statements and ballots will be available to members in an election package that can be requested by all eligible members.

Any eligible member may be nominated for an elected board

position. Nominations require the approval of the candidate. It is recommended that persons willing to run for the board be members for at least 3 and preferably 6 months prior active club participation.

Agenda

- Call to Order
- Approval of Minutes of 2000 AGM
- Report on Activities and Finances
- Membership feedback for 2001 and upcoming year 2002 events
- Update and information on Club Canada affiliation vote, International Council etc.
- Election of new Directors and vote on resolutions
- Adjournment
- New Directors Meeting to Select Executive Officers

Candidates

Candidates for election to the board of directors are nominated by the nominations committee. Members in good standing who are willing to serve, and have shown interest in matters of the club are selected from the membership list and asked if they will stand for election.

Bylaw Changes Resolutions

From time to time it is necessary to revise or update the bylaws, or to pass special resolutions. This year we have some bylaws revisions, and an affiliation resolution.

If you want to confirm your attendance to either the lunch or the AGM or both, please eMail the information to:
info@bmwccbc.org

BMW Car Club of BC Contact Info



A Club for Owners and Enthusiasts

President

Dave Beddows (604) 816-BIMR
eMail: president@bmwccbc.org

Vice President

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Directors

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Larry Myers (604) 299-3573
Rolf Drommer (604) 671-5843
Paul Fort (604) 538-0993
Thomas Fink (604) 327-7208
John Levine (604) 274-2534



Club Website

www.bmwccbc.org
email: info@bmwccbc.org

Club mailing address

BMW CC BC
PO Box 3452, 349 W. Georgia St.
Vancouver, BC V6B 3Y4

visit our web site

www.bmwccbc.org

About the BMW Car Club of British Columbia

The BMW Car Club of BC is a non profit club serving the needs of BMW enthusiasts in British Columbia Canada.

Our club was formed April of 1998 to meet the needs of local BMW owners and enthusiasts (we are the proud owners of a variety of cars from 1937 vintage to current models). The club formally organized itself in May of 1998 when the 5 founding directors held a meeting and set the ground rules for the clubs goals and day to day operation.

Our founding mission and goal is to: promote the enjoyment and sharing of good will and fellowship derived from owning a BMW automobile, and engage in such social and other events as may be agreeable to the membership, in harmony with the Club's general objectives.

We operate under the guidelines set forth by the International Council of BMW Clubs in Munich, although we are not officially recognized by them at this time. The International Council Guidelines state in part "...that all BMW Clubs are democratically run, apolitical, multi-denominational and non- profit-orientated. The various touristic, motorsport and social events organized by the Clubs should aim to cultivate a positive image of the BMW marque and company. It stands to reason, for every club member is automatically an ambassador of BMW."

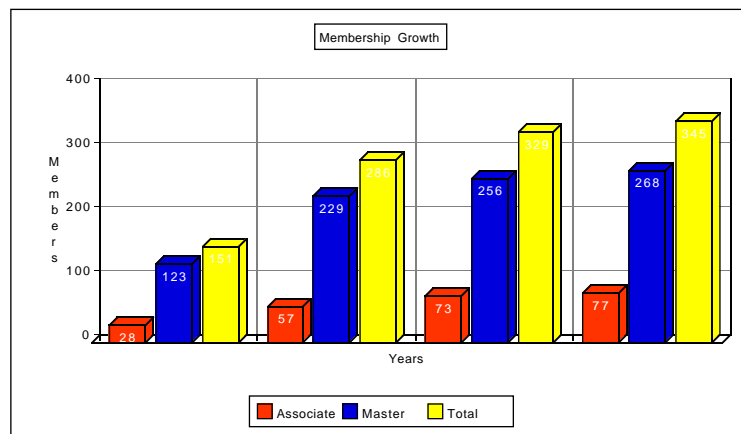
We hope you find that we strive hard in our club to apply those guidelines.

We promote cooperation with other BMW Clubs throughout the world through the exchange of ideas and suggestions, and cooperation with the International Council of BMW Clubs. The BMW Car Club of British Columbia is an independent local club, not affiliated with nor endorsed by BMW Canada Inc., BMW AG.

We are actively working on affiliation with the BMW Club Canada (located in Ontario), which is currently changing their structure to be a national umbrella club of all BMW clubs in Canada. *(see affiliation notes on page 6)*

Here is a quick chart of our growth since the club was formed in 1998.

The totals are those of valid members at the time of the AGM in November of each of the years since club formation.



Presidents Message

If all goes as planned this newsletter should reach you, the member, prior to our Annual General Meeting for 2001. This year we have a lot of unfinished business of which to attend. Primary to the membership's approval are two items. The final set of Club bylaws to register and the vote to become part of the new National Umbrella of BMW Clubs across Canada.

Our bylaws have been completely rewritten with the legal help of Gerry Coleman; a member that retired from a legal occupation that specialized in this field. The context of the bylaws has not changed by much, however, the format is now of such required by the BC Societies Act.

The progress towards forming a National Umbrella of BMW Clubs this last year has been great. Our friends in the Eastern Provinces have changed 25 years of Club structure to meet this new format. Groups that were once status-quo chapters of one club are now their own clubs and are beginning to thrive with the new enthusiasm of trying things on their own. Waiting to become part of the new structure, which has been designed by representatives from all concerned Clubs/ Chapters across the country, are our Club and our friends on Vancouver Island. A vote will be called from the membership to officially make the BMW CCBC part of this new structure.

Our AGM is also a time for elections. A number of new faces have shown interest in becoming a part of making this Club operate. It is a welcome sight for those

people who have been working so hard over the years to make this Club what it is. My intentions this year are not to continue to offer my services as Club President as I would like to see some fresh enthusiasm take this Club to the next level. Over the last 3 years this Club has become everything and more that I ever envisioned it would. Our presence is known and recognized world wide as the official BMW Club in British Columbia. We have come a long way from our grass roots beginning. What can we hope to see in the future? Time will only tell. My hopes are to be witness to the Club climbing to the next level of growth and recognition under the skills of the people to be elected to the board.

Over the year we have had many events, some more successful than others. I have noticed that event participation has dropped in some instances. It is a difficult task to predict how many members will attend what events. We have tried to organize an eclectic calendar of events. Feedback is always welcome. We need to know what events to plan and how we can change the calendar to suite our member's needs.

I would like to recognize 2 Directors who stand out in my mind for what they have done for the Club this year. Rolf Drommer - I don't know how he finds time to do all he does. Rolf has been maintaining the website, membership database, newsletter and many other miscellaneous tasks. I can't think of any member he has not had contact with. Tom Fink - Tom has contributed so much to this Club at his own cost. His

photos of events have graced the Club magazine and web page from day one. His latest contribution is the new 2002 Club Calendar which will be available in limited numbers. If you want one, contact us soon, as they sold out quickly last year.

Not to go unnoticed; the hard work of our committee volunteers and other board members has been outstanding this year. To detail all they have done would not be possible in this article.

I would like to thank Paul Fort, who is not running for re-election, for all the help he has provided over the years. Paul was elected to the Board at our first AGM and has been a driving force behind many events.

Our next event after the AGM is our annual Christmas Party. Scheduled for Saturday December 8 at the Bavarian Haus in New Westminster, it promises to be a fun filled event with a German theme to honour a German Car Club. This is a social event for all members and their spouses. Last year we had only 30 seats and some members unfortunately could not attend for that reason. This year, we have doubled the reservation. Seats are going fast. If you want to join in the fun, please let us know you are coming so we can save you a seat.

It has been a great year, and for those I don't see in person before the end of December, Merry Christmas and the best to your families for the New Year.

Dave Beddows (President)



visit our web site for the latest calendar and events updates

www.bmwccbc.org

Christmas Dinner Social

What could be more fun than a seasonal opportunity to get together and share bimmer tales while enjoying a unique Bavarian style meal in honor of our favorite mode of transportation.

Join us for an evening of fun for our 3rd Annual Christmas Dinner at the Old Bavaria Haus Restaurant in New Westminster. (Lederhosen optional)

We have room for up to 65 members at this event, and are taking reservation deposits now. Prices shown in the menu option for the meal include an allowance for tax and gratuity.



BMW Car Club of BC Christmas Dinner Party
Menu Selection \$29.95/person \$58.00 couple
(Price include taxes & gratuity allowance but does not include alcohol or extras)

Appetizer choice of:

Goulash Soup
a spicy thick meat vegetable soup
OR
Caesar Salad

Main Course choice of:

Schnitzel Champignon
topped with sauteed mushrooms and bearnaise sauce

Vegetarian Schnitzel Champignon
vegetarian version with fresh vegetables, soy, whole grains

Chicken Cordon Bleu

chicken breast stuffed with swiss cheese and ham

Beef Rouladen

thinly sliced beef stuffed with bacon, onion, pickle served with Spätzle (a homemade German pasta)

Black Forest Mouse

Coffee/Tea

Please reserve your spot by email or in person at the AGM

Christmas Dinner Dec 8, 2000 6:30 pm
Old Bavaria Haus
233 6th Street New Westminster BC

Dear BMW CCBC Member,

Thanks to your participation in club events & the renewals of membership, the 'Photo Team' of the BMW CCBC is pleased to tell you that 2001 was yet again a photogenic year for BMW picture taking!

We are currently reviewing this year's selection of photos, for the production and release of a 13 picture, 12 month 2002 Calendar. Like last year, a limited amount of calendars will be produced and copies can be reserved by calling Thomas: 604-327-7208 or email him at FKH161@telus.net

The photo team would also like to thank all those members who contributed

pictures throughout the year. Our photo team is not always able to attend all events, so it is nice to know that members attending events are able & willing to share their artistic eye with the rest of the club.

Having said that... we would also like to encourage you to put your thoughts (about the club, club events, your car, the weather etc.) on paper (digital paper) and send them to us as well. Having pictures in newsletters is always nice, but viewing pictures AND reading a paragraph or two that explains them is an even greater joy.

Wishing you Happy Holidays and all the best for the New Year,

The Photo Team of the BMW CCBC

*Here are some preview photos of the 2002 calendar
Limited copies will be available for purchase at the AGM*



Events the key to our clubs success

When your club purpose is to 'promote the enjoyment and sharing of good will and fellowship derived from owning a BMW automobile', you know that there is a good chance we'll have events that promote the enjoyment of our cars.

Unlike other clubs I've belonged to where the monthly meeting is a bunch of folks sitting around talking, our club has been focused on action events from day one.

After all what better way to enjoy your BMW than by driving it

In our founding year of 1998, we had 15 club events. Not bad, since the first event wasn't until late May, and it was the inaugural Harrison Fun Run.

For 1999 members had a choice of 27 regular events, plus a few optional events for a total of 31 event possibilities.

2000 saw event more optional events along with a solid base of 30 regular events for a total of 39 events that a member could have participated in.

In 2001 we changed a bit of the events set up and tracking which meant we listed a total of 28 events for members to participate in. There were also several optional events, and they were usually posted on the web site, but we didn't track them in the main database.

For those that like numbers, here's a breakdown listing number of cars and people attending events in each of the years. Remember, that the stats for 2001 are not complete yet as we still have two events left to go.

Year	Cars	People
1998	230	274
1999	534	665
2000	583	761
2001	435	591

It is nice to see the growth, and especially nice to see that members are

bringing along a spouse partner or friend to an event.

(Note: these stats are only as accurate as our data collection. We work hard at getting good event count numbers, but some variations still occur.)

So hopefully you found at least one event in the average of 2 per month that peaked your interest enough to come out and see what our club and the events are all about.

If you are one of the few members who have not yet made it to an event, we can only say please make some time to include at least one event. It seems that for most members that's all it takes to get addicted on club events and having fun and fulfilling the club purpose of 'promote the enjoyment and sharing of good will and fellowship derived from owning a BMW automobile'.

I hope to see you at an event soon.
Rolf Drommer - member services



Mini Calendar List

Although we haven't scheduled all of 2002 yet, here are some planned events

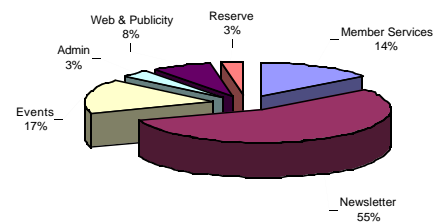
- May 2001
 - Harrison Fun Run
- April 2002
 - Driving School - Collision Avoidance
- June 2002
 - Father's Day Fahrt Ins Blaue
- July 2002
 - Member Day Event
- August 2002
 - Concours and BMW Heritage Celebration
- October 2002
 - Fall Fahrt Ins Blaue
- October 2002
 - Driving School - Level 1
- November 2002
 - Annual General Meeting
- December 2002
 - Christmas Dinner Social

visit our club web site

www.bmwccbc.org

For those who wonder where their club membership dollar goes, here is a graphic representation based on our 2001/2002 actual and projected budgets.

BMW Car Club of BC Membership Fees Distribution



Here are some rough unaudited figures on 2001 calendar year expenses and revenues.

During the 2001 or revenue from membership dues was \$9450

Advertising and sponsor revenue was \$2516
Driving Schools and other event fees counted for revenues of \$17065.

Total of all events costs was \$20755
Newsletter costs including mailing were \$3400

■ Member Services ■ Newsletter □ Events □ Admin ■ Web & Publicity ■ Reserve

Resolutions at the AGM

Bylaws Update and National Affiliation Vote

Bylaws Updating

As an active evolving club, we find that from time to time it has been necessary to update and revise sections of our bylaws.

Our original bylaws were compiled in July of 1998 by the founding members, and were based on various bits gathered from other BMW Clubs, the International Council guidelines and some research of the BC Societies act requirements.

Our intention has always been to be able to incorporate, and with that in mind, we made revisions to the original bylaws and adopted them at the 1999 AGM.

During 2000 and 2001 we made further reviews of our bylaws and our needs, and were most fortunate to be able to enlist the help of two club members with legal experience to review the documents.

The current revision of the bylaws are thanks to the help of club member Jerry Coleman who performed an extensive review of the bylaws we adopted at the 1999 AGM.

Thanks to Jerry's expertise we now have a nicely refined set of bylaws that meets the clubs needs and those of the BC Societies act for incorporation.

At this AGM we are asking our members to accept this new set of bylaws as our operating guide. It is our intention to incorporate using these bylaws as soon as we can legally use the name 'BMW' in our incorporated name.

The ability to use 'BMW' legally in our name will happen once we are an

affiliated club with one of the recognized umbrella groups. That action is what our second resolution is all about.

The full text of the newly revised proposed bylaws is reprinted in this newsletter starting on page 10

Affiliation with the newly updated BMW Club Canada

Since the founding of the BMW Car Club of BC, we have used the guidelines of the International Council of BMW clubs to properly structure and operate our club. Since the fall of 1998 we have sought ways to affiliate either through the local national structure or directly with the International Council.

Our early explorations in this area lead us through a series of events that eventually found us on a review team with chapter representatives from the various BMW Clubs in Canada that belonged to the BMW Club Canada.

For more than a year members of the various BMW Clubs Canada chapters have been working on a new structure that will incorporate all clubs in Canada under one umbrella, and give new local autonomy to the clubs while maintaining a national umbrella association that will ensure common goals and interests, as well as being a unified voice for all the clubs when talking to BMW Canada or the International Council of BMW Clubs.

We are very pleased to announce to our local members of the BMW Car Club of BC that the final bylaws that will govern this new BMW Club Canada were voted on and approved by members of BMW Club Canada at their Annual General Meeting on November 3, 2001

As reported earlier previous editions of our newsletter, your directors had been working with the chapter development and review folks to come to an agreement on structure and bylaws.

Our directors and national update team members had input into the final set of bylaws that were approved Nov 3rd. These new bylaws are the basis of a new improved national BMW club in Canada. Basically the name BMW Club Canada remains, but the structure is that of an umbrella organization made up of local clubs, each having representation on the national board.

Our club now has the option to become an affiliate and founding member of that new group. We will bring one of the largest populations of membership to this group by adding our members to the count.

This resolution will allow us to become an affiliated member club of BMW Club Canada. It will afford us recognition as a BMW club recognized by the International Council in Munich, and will allow us to legally use the trade-marked 'BMW' name and the 'Roundel' logo in our club emblem.

Members of the BMW Car Club of BC will automatically also be members of the BMW Club Canada giving you access to such nationally based events and offerings that club will create. The new BMW Club Canada is however an umbrella organization, so for the most part events and club benefits still come from the local level (which is BMW CC of BC the club you are a member of).

We urge you to vote in favour of affiliation at the AGM.

2001 AGM Candidates for Directors Positions

2001 Candidates and Statements

Dave Beddows

Dave is a 34 year old Telephone worker who specializes in the troubleshooting of Complex Switching and the customized telecommunication needs of major accounts.

A BMW junkie since the age of 5, Dave has fondness of the older Bimmers. Dave has overseen the ground up restoration of his own '72 E3 Alpina and a '58 507. He has also been involved in the ground up restorations of a '75 3.0si and a '70 2002. Currently he has '59 600 Limo under restoration which will hopefully see the road in a few years.

Dave has been with the club since day one and is one of the founding members of the club. Holding the position of President since the formation of the BMW CCBC, Dave is very pleased with what our club has become and hopes to see it continue to prosper in the future.

Scott Gable

I have been a member for 3 years, and a director for the past two. I am a Certified Financial Planner with a decade of business experience. My wife Heidi and I both drive E28s. I have a 3-1/2 year old daughter Sophie and a four month old son Adam. As many of you know my family has been very active in our club. I enjoy working on my cars when I can find the time and have tackled some sizable jobs for a do it yourselfer. I bought our first BMW when we were expecting Sophie and looking for a car with 4 doors that was fun to drive. I have been hooked ever since. I am really impressed with the cars and I'm afraid I've become a bit of a BMW evangelist. The thing that I enjoy most about our club is the people. I have often thought that it is not what many

would expect a 'BMW Club' to be, it is uncommonly diverse. The club provides a valuable resource for it's members both in terms of collective knowledge and economy of scale. I value the friends that I have made and have enjoyed being a part of building this club. This club has tremendous potential and is really still in it's infancy. I would like to be a part of it's future.

Zenon Holtz

Hello everybody, my name is Zenon Holtz and I am a Bimmaholic.

Since the initial drive of my first 2002 over 15 years ago, I have been firmly hooked on BMWs. I have always done my own repairs and in the process have developed a fine appreciation for the way these cars are constructed and the spirit that goes into their design. But the cars are not the whole story. Over the years, I have received much wisdom and help from many other BMW nuts. I have found that the people you meet are a huge part of what makes being a BMW enthusiast so rewarding. And so, I am eager to give something back to the BMW community - be it technical support or just plain enthusiasm. BMW CC BC is a great club and is only getting better. I hope to help it grow in whatever dimensions I can... while we all have as much fun as possible along the way!

Victor Lall

I'm a Financial Advisor in the credit union system. I've been quite involved in the community thru the credit union system. I'm also a director with Kwantlen University College Foundation, director with the Indo-Canadian Business Association, director to be with the Surrey Memorial Hospital Foundation and I'm a member of the Surrey Chamber of

Commerce. I'm known to be very fun loving, outgoing, spontaneous, adventurous and I've a terrific sense of humour. I'm also known to be caring, easygoing, confident and I've a passion for life. I enjoy playing and watching sports (soccer, hockey), working out, travel, going to movies and dinners, hanging out with my family and friends, reading every BMW magazine that's out there and most of all i look forward meeting up for events with the BMW CAR CLUB OF BC.

John Levine

Past BMWCCBC director: Retired business executive - restaurateur.

Currently a part time wine consultant to the trade and to private collectors. Founder & Past Chair of The Vancouver International Wine Festival, and of The Vancouver American Wine Society. Drive an E30 325i Cabrio. Lots of spare time, coupled with intense enthusiasm for both the club and the marque.

Dawn Minett

Like many other club members, Dawn got hooked on the club when she dropped in to an event and got caught up in the spirit of things. Since joining in June of 1999, her enthusiasm and involvement in events saw her nomination and election to the board at the Nov 1999 AGM. Since then Dawn has put her accounting experience to use by acting as club treasurer, and at directors meetings has ensured that we include the female perspective as we plan club events.

Dawn has a variety of other interests in addition to the club, such as bicycling. One of her recent interests is rallying, and Dawn is proud of the fact that she and Dave Beddows came in 4th in the recent Armageddon Rally.

BMW Car Club of BC
 2001 AGM
 Mail-in Ballot Instructions

If you are not attending the Annual General Meeting and are a member in good standing eligible to vote, you can vote by mail by using the ballot to the right. Mark your choices clearly with an X in the circle. Mark your choices for Directors. Vote on the two resolutions. Identify yourself as a valid member by putting your membership number in the box at the bottom of the ballot and initialing it. This validation portion will be checked by the election scrutineers at the AGM and removed before ballots are placed in the ballot box for counting.

Return Ballots by Mail to:
 AGM Ballot Return
 BMW Car Club of British Columbia
 PO Box 3452, 349 W. Georgia St.
 Vancouver, BC, V6B 3Y4

Ballots received by Nov 23, 2001 will be counted for the AGM

Resolution 1
 To accept the newly revised bylaws of the BMW Car Club of British Columbia.
 This revised version of our bylaws contain several housekeeping changes and bring the bylaws into alignment with requirements of the Societies Act of BC. The intent is to use this version of the bylaws to incorporate the club under the Societies Act of BC..

Resolution 2
 For the past 2 years your directors have been working with member clubs of the BMW Club Canada regarding our clubs affiliation with that group. The BMW Club Canada recently voted on new bylaws and a new structure which includes national representation of all affiliated clubs in the organization. This resolution enables our club to join that group as affiliated club.

Mark your choices clearly with an X in the circle
 Mark your choices for Directors and vote on the two resolutions
 Return Ballots by Mail to:
 AGM Ballot Return
 BMW Car Club of British Columbia
 PO Box 3452, 349 W. Georgia St.
 Vancouver, BC, V6B 3Y4



Ballots received by Nov 23, 2001 will be counted for the AGM

Sample Vote

BMW Car Club of BC • Mail in Ballot • 2001 AGM

Election of New Directors

Beddows, Dave

Gable, Scott

Holtz, Zenon

Lall, Victor

Levine, John

Minett, Dawn

Resolution 1
 Adoption of Revised Bylaws

Yes

No

Resolution 2
 Should BMW CCBC Affiliate with the new BMW Club Canada

Yes

No

Ballot Verification
 This portion to be removed by scrutineers before ballots are counted
 Please indicate your member number and initial this portion so we can verify that you are eligible to vote.

Member Number

Initials

BMW Car Club of BC
2001 AGM
Mail-in Ballot Instructions

If you are not attending the Annual General Meeting and are a member in good standing eligible to vote, you can vote by mail by using the ballot on the other side of this page.

Mark your choices clearly with an X in the circle
Mark your choices for Directors
Vote on the two resolutions

Identify yourself as a valid member by putting your membership number in the box at the bottom of the ballot and initialing it.

This validation portion will be checked by the election scrutineers at the AGM and removed before ballots are placed in the ballot box for counting.

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Ballots received by Nov 23, 2001 will be counted for the AGM

Bylaws Updating

From time to time it is necessary to update and revise sections of our bylaws. We have not yet sent our bylaws to Victoria for the purpose of incorporating, and have this year had one more thorough review of our existing bylaws. This time by a team of club members (Jerry Coleman and Chris Flerlage) who have a legal background and ensured that our bylaws will properly comply with the requirements of the Societies Act of BC when we are ready to submit them early in the new year. (As soon as we can legally use the name BMW in our incorporated name.) We are asking members to approve this new set of bylaws that the club will operate under.

The revised bylaws are reproduced here for your information.

Schedule B SOCIETY ACT

Bylaws of BMW Car Club of British Columbia

Here set out, in numbered clauses, the bylaws providing for the matters referred to in section 6 (1) of the *Society Act* and any other bylaws.

Dated

Part 1 — Interpretation

1 (1) In these bylaws, unless the context otherwise requires:

“Directors” means the Directors of the Society for the time being;

“Society Act” means the *Society Act* of British Columbia from time to time in force and all amendments to it;

“registered address” of a Member means the Member’s address as recorded in the register of Members;

“the Club” and “BMW CCBC” will be deemed to refer to “BMW Car Club of British Columbia”.

(2) The definitions in the *Society Act* on the date these bylaws become effective apply to these bylaws.

2 Words importing the singular include the plural and Vice versa, and words importing a male person include a female person and a corporation.

Part 2 — Membership

3 The Members of the Society are the applicants for incorporation of the Society, and those persons who subsequently become Members, in accordance with these bylaws and, in either case, have not ceased to be Members. It is not necessary for a Member to own a vehicle produced by BMW.

4 A person may apply to the Directors for Membership in the Society and on acceptance by the Directors is a Member.

Classes of Membership

A. Regular Membership: A person may apply to the Directors for Membership in the Society and on acceptance by the Directors is a Member.

B. Associate Membership: A Regular Member may request that a Member of his or her immediate family, for a yearly charge designated by the Board of Directors, be granted associate Membership. An Associate Member will not receive Club publications. An Associate Member shall be a voting Member of the Club and eligible for all other Club benefits.

C. Honorary Membership: The Board of Directors designates An Honorary Member of the Club. No dues are required of an Honorary Member. An Honorary Member is not entitled to voting privileges.

D. Founding Member: David Beddows, Donald Beddows, Ian Wynne, Patrick Lum, Craig Evans, and Rolf Drommer are the Founding Members of BMW CCBC. No dues are required of a Founding Member. Founding Members are entitled to attend all meetings of the Board of Directors including those that might otherwise be closed to the general membership.

E. Lifetime Member: A Member of the Club so designated by the Board of Directors. Lifetime Memberships are granted based on extraordinary service to the Club. Dues are not required of a Lifetime Member.

F. Corporate Membership: The Corporate Member Fee shall entitle the business to a listing in the club newsletter, *Ausblick*, and a listing on our web site. As many as two employees of a Corporate Member, who are not themselves active Members, may apply for associate Member status.

5 Every Member must uphold the constitution and comply with these bylaws.

6 The amount of the first annual Membership dues must be determined by the Directors and after that the annual Membership dues must be determined at the annual general meeting of the Society.

7 A person ceases to be a Member of the Society
 (a) by delivering his or her resignation in writing to the Secretary of the Society or by mailing or delivering it to the address of the Society,
 (b) on his or her death or, in the case of a corporation, on dissolution,
 (c) on being expelled, or
 (d) on having been a Member not in good standing for one month.

8 (1) A Member may be expelled by a special resolution of the Members passed at a general meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

9 All Members are in good standing except a Member who has failed to pay his or her current annual Membership fee, or any other subscription or debt due and owing by the Member to the Society, and the Member is not in good standing so long as the debt remains unpaid.

Part 3 — Meetings of Members

10 General meetings of the Society must be held at the time and place, in accordance with the *Society Act*, that the Directors decide.

11 Every general meeting, other than an annual general meeting, is an extraordinary general meeting.

12 The Directors may, when they think fit, convene an extraordinary general meeting.

13 (1) Notice of a general meeting must specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.

(2) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the Members entitled to receive notice does not invalidate proceedings at that meeting.

14 The first annual general meeting of the Society must be held not more than 15 months after the date of incorporation and after that an annual general meeting must be held at least once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

Part 4 — Proceedings at General Meetings

15 Special business is

(a) all business at an extraordinary general meeting except the

Continued on page 12

adoption of rules of order, and

(b) all business conducted at an annual general meeting, except the following:

- (i) the adoption of rules of order;
- (ii) the consideration of the financial statements;
- (iii) the report of the Directors;
- (iv) the report of the auditor, if any;
- (v) the election of Directors;
- (vi) the appointment of the auditor, if required;
- (vii) the other business that, under these bylaws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the Directors issued with the notice convening the meeting.

16 (1) Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.

(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

(3) A quorum is twenty Members or ten percent of the Membership, whichever is lower.

17 If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of Members, must be terminated, but in any other case, it must stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the Members present constitute a quorum.

18 Subject to bylaw 19, the President of the Society, the Vice President or, in the absence of both, one of the other Directors present, must preside as chair of a general meeting.

19 If at a general meeting

(a) there is no President, Vice President or other Director present within 15 minutes after the time appointed for holding the meeting, or

(b) the President and all the other Directors present are unwilling to act as the chair, the Members present must choose one of their number to be the chair.

20 (1) A general meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(2) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

(3) Except as provided in this bylaw, it is not necessary to give

notice of an adjournment or of the business to be conducted at an adjourned general meeting.

21 (1) A resolution proposed at a meeting need not be seconded, and the chair of a meeting may move or propose a resolution.

(2) In the case of a tie vote, the chair does not have a casting or second vote in addition to the vote to which he or she may be entitled as a Member, and the proposed resolution does not pass.

22 (1) A Member in good standing present at a meeting of Members is entitled to one vote.

(2) Voting is by show of hands or by ballot if provided.

(3) Voting by proxy is not permitted.

(4) With notice of meeting Members will be advised that voting by ballot is permitted and Members in good standing may request ballots from the club Secretary.

23 A corporate Member may vote by its authorized representative, who is entitled to speak and vote, and in all other respects exercise the rights of a Member, and that representative must be considered as a Member for all purposes with respect to a meeting of the Society.

Part 5 — Directors and Officers

24 (1) The Directors may exercise all the powers and do all the acts and things that the Society may exercise and do, and that are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in a general meeting, but subject, nevertheless, to

(a) all laws affecting the Society,

(b) these bylaws, and

(c) rules, not being inconsistent with these bylaws, that are made from time to time by the Society in a general meeting.

(2) A rule, made by the Society in a general meeting, does not invalidate a prior act of the Directors that would have been valid if that rule had not been made.

25 (1) The President, Vice President, Secretary, Treasurer and one or more other persons are the Directors of the Society.

(2) The number of Directors must be 5 or a greater number determined from time to time at a general meeting.

26 (1) The officers must retire from office at each annual general meeting when their successors are elected. The Directors shall elect the officers from the elected Board of Directors at a meeting convened for such purpose immediately following the election of said Directors at an Annual General Meeting. The officers of the club shall have a one-year term of office. The Directors of the club shall have a two-year term of office, with approximately half retiring every year.

(2) Separate elections must be held for each office to be filled.

(3) An election may be by acclamation; otherwise it must be by

ballot.

(4) If a successor is not elected, the person previously elected or appointed continues to hold office.

27 (1) The Directors may at any time and from time to time appoint a Member as a Director to fill a vacancy in the Directors.

(2) A Director so appointed holds office only until the conclusion of the next annual general meeting of the Society, but is eligible for re-election at the meeting.

28 (1) If a Director resigns his or her office or otherwise ceases to hold office, the remaining Directors must appoint a Member to take the place of the former Director.

(2) An act or proceeding of the Directors is not invalid merely because there are less than the prescribed number of Directors in office.

29 The Members may, by special resolution, remove a Director, before the expiration of his or her term of office, and may elect a successor to complete the term of office.

30 A Director must not be remunerated for being or acting as a Director but a Director must be reimbursed for all expenses necessarily and reasonably incurred by the Director while engaged in the affairs of the Society.

Part 6 — Proceedings of Directors

31 (1) The Directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

(2) The Directors may from time to time set the quorum necessary to conduct business, and unless so set the quorum is a majority of the Directors then in office.

(3) The President is the chair of all meetings of the Directors, but if at a meeting the President is not present within 30 minutes after the time appointed for holding the meeting, the Vice President must act as chair, but if neither is present the Directors present may choose one of their number to be the chair at that meeting.

(4) A Director may at any time, and the Secretary, on the request of a Director, must, convene a meeting of the Directors. Notice of any Special Board Meeting shall be provided by telephone to each Director personally with three days notice. Notification by electronic means of communication is acceptable provided that acknowledgment is received prior to three days before the meeting.

32 (1) The Directors may delegate any, but not all, of their powers to committees consisting of the Director or Directors as they think fit.

(2) A committee so formed in the exercise of the powers so delegated must conform to any rules imposed on it by the Directors, and must report every act or thing done in exercise of those powers to the

earliest meeting of the Directors held after the act or thing has been done.

33 A committee must elect a chair of its meetings, but if no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the Directors present who are Members of the committee must choose one of their number to be the chair of the meeting.

34 The Members of a committee may meet and adjourn as they think proper.

35 For a first meeting of Directors held immediately following the appointment or election of a Director or Directors at an annual or other general meeting of Members, or for a meeting of the Directors at which a Director is appointed to fill a vacancy in the Directors, it is not necessary to give notice of the meeting to the newly elected or appointed Director or Directors for the meeting to be constituted, if a quorum of the Directors is present.

36 A Director who may be absent temporarily from British Columbia may send or deliver to the address of the Society a waiver of notice, which may be by letter, telegram, telex or cable, of any meeting of the Directors and may at any time withdraw the waiver, and until the waiver is withdrawn,

(a) a notice of meeting of Directors is not required to be sent to that Director, and

(b) any and all meetings of the Directors of the Society, notice of which has not been given to that Director, if a quorum of the Directors is present, are valid and effective.

37 (1) Questions arising at a meeting of the Directors and committee of Directors must be decided by a majority of votes.

(2) In the case of a tie vote, the chair does not have a second or casting vote.

38 A resolution proposed at a meeting of Directors or committee of Directors need not be seconded, and the chair of a meeting may move or propose a resolution.

39 A resolution in writing, signed by all the Directors and placed with the minutes of the Directors, is as valid and effective as if regularly passed at a meeting of Directors.

Part 7 — Duties of Officers

40 (1) The President presides at all meetings of the Society and of the Directors.

(2) The President is the chief executive officer of the Society and must supervise the other officers in the execution of their duties.

Continued on page 14

(3) The President shall be the spokesperson of the organization at public and private functions endorsed by the Board of Directors.

41 The Vice President must carry out the duties of the President during the President's absence.

42 The Secretary must do the following:

- (a) conduct the correspondence of the Society;
- (b) issue notices of meetings of the Society and Directors;
- (c) keep minutes of all meetings of the Society and Directors;
- (d) have custody of all records and documents of the Society except those required to be kept by the Treasurer;
- (e) have custody of the common seal of the Society;
- (f) maintain the register of Members.

43 The Treasurer must

- (a) keep the financial records, including books of account, necessary to comply with the *Society Act*, and
- (b) render financial statements to the Directors, Members and others when required.

44 (1) The offices of Secretary and Treasurer may be held by one person who is to be known as the Secretary Treasurer.

(2) If a Secretary Treasurer holds office, the total number of Directors must not be less than 5 or the greater number that may have been determined under bylaw 25 (2).

45 In the absence of the Secretary from a meeting, the Directors must appoint another person to act as Secretary at the meeting.

Part 8 — Seal

46 The Directors may provide a common seal for the Society and may destroy a seal and substitute a new seal in its place.

47 The common seal must be affixed only when authorized by a resolution of the Directors and then only in the presence of the persons specified in the resolution, or if no persons are specified, in the presence of the President and Secretary or President and Secretary Treasurer.

Part 9 — Borrowing

48 In order to carry out the purposes of the Society the Directors may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting that power, by the issue of debentures.

49 A debenture must not be issued without the authorization of a special resolution.

50 The Members may, by special resolution, restrict the borrowing

powers of the Directors, but a restriction imposed expires at the next annual general meeting.

Part 10 — Auditor

51 This Part applies only if the Society is required or has resolved to have an auditor.

52 The first auditor must be appointed by the Directors who must also fill all vacancies occurring in the office of auditor.

53 At each annual general meeting the Society must appoint an auditor to hold office until the auditor is re-elected or a successor is elected at the next annual general meeting.

54 An auditor may be removed by ordinary resolution.

55 An auditor must be promptly informed in writing of the auditor's appointment or removal.

56 A Director or employee of the Society must not be its auditor.

57 The auditor may attend general meetings.

Part 11 — Notices to Members

58 A notice may be given to a Member, either personally or by mail to the Member at the Member's registered address.

59 A notice sent by mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.

60 (1) Notice of a general meeting must be given to

- (a) every Member shown on the register of Members on the day notice is given, and
- (b) the auditor, if Part 10 applies.

(2) No other person is entitled to receive a notice of a general meeting.

Part 12 — Bylaws

61 On being admitted to Membership, each Member is entitled to, and the Society must give the Member without charge, a copy of the constitution and bylaws of the Society.

62 These bylaws must not be altered or added to except by special resolution.

BMW Car Club of BC Corporate Sponsors Directory

BMW Car Club of BC Corporate Members and their companies

Dr. Patrick Lum Member #0006
Granville Centre for Dental Wellness
 8357 Granville Street, Vancouver, BC V6P 4Z8
 Phone 604-261-8164 Fax 604-261-8127

Wray Nixon Member #0104
Nixon Automotive Ltd.
 6935 Buller Avenue, Burnaby, BC V5J 4S1
 Phone 604-432-9333

Danny Kok Member #0124
Driving Unlimited
 22848 - 127th Place, Maple Ridge, BC V2X 1Z6
 Phone 604-828-5450 Fax 604-538-0595

Scott Walker Member #0129
No. 1 Collision Inc.
 2720 A No. 5 Road, Richmond, BC V6X 2T3
 Phone 604-231-9614 Fax 604-231-9624

Bernd Moller Member #0169
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 344 West 7th Avenue, Vancouver, BC V5Y 1M4
 Phone 604-874-0744 Fax 604-874-4789

Jong Tai Ho Member #0185
Happy Ho Upholstery & Auto Glass
 101 - 20058 Industrial Ave, Langley, BC V3A 4K7
 Phone 604-532-8923

Simon Houlihan Member #0434
National Tire Wholesale
 7447 River Road, Delta, BC V4G 1B9
 Phone 604-946-5681 Fax 604-946-6827

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Carrera Motors Limited
 275 East 6th Avenue, Vancouver, BC V5T 1J7
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Larry Baillie Member #0495
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 #19 - 15515 24th Avenue, Surrey, BC V4A 2J4
 Phone 604-535-8271 Fax 604-535-8281

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Affordable Auto Parts Ltd.
 6093 Spur Road, Burnaby, BC V3N 5C2
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Send submissions to Ausblick PO Box 3452, 349 W. Georgia St. Vancouver, BC V6B 3Y4, or eMail to info@bmwccbc.org

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