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## ARTICLE I – NAME AND STRUCTURE

### SECTION I

The name of this association shall be the “British Motor Trade Association”, also known as the “BMTA”, and known in these By-Laws as the “BMTA”.

### SECTION II

The BMTA is a 501C non-profit Association

### SECTION III

The BMTA shall be structured as a network of various British vehicles related businesses for its members and not for any individual’s profit.

### SECTION IV

The fiscal year for the BMTA would be from July 1<sup>st</sup> through June 30<sup>th</sup>.

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## ARTICLE II – PURPOSE, MISSION, & TERM

### SECTION I

The purpose of the BMTA is to draw the three aspects of the business – the "Trade Triangle" – together to cooperatively promote and improve the British car ownership experience and therefore improve business.

This Trade Triangle is composed of:

1. Suppliers: Parts manufacturers and rebuilders.
2. Shops: Repair shops, Restoration shops, Automobile Dealers.
3. Media: Magazines (club and professional) and Event Organizers (club and professional).

### SECTION II

The British Motor Trade Associate has a simple and clear two-part mission:

1. To promote the British car as a safe, reliable, and enjoyable vehicle worthy of enjoyment and investment.
2. To promote business-to-business contacts that improves knowledge, quality, business expansion, and explores emerging markets.

### SECTION III

The term for which this association is to exist is perpetual.

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# The By-Laws for the British Motor Trade Association

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## ARTICLE III – MEMBERSHIP

### SECTION I

Membership in the BMTA shall be open to those businesses that are part of the Trade Triangle as noted in Article II, Section I.

### SECTION II

The Membership Dues will be determined by the board each year. The Executive Director will send out dues notices to current members prior to July 1<sup>st</sup>.

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## ARTICLE IV – MEETINGS

### SECTION I

There shall be one general meeting scheduled during the BMTA Trade Show/Convention, plus any others deemed necessary by the Board of Directors.

The Board of Directors will hold meetings the during year via conference calls. The Board shall also communicate via email and through the BMTA Private Forum on the Discussion Board.

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## ARTICLE V – OFFICERS/EXECUTIVE DIRECTOR

### SECTION I

The Officers of the BMTA shall consist of five board members.

### SECTION II

Chairperson – oversees meetings, helps keep the association on track with its mission statement, develops agendas for meetings, and develops strategy for the betterment of the members.

### SECTION III

Secretary – would assist when needed; take minutes of all meetings; write up minutes and email them to the board of directors; oversee and handle written communications for the association; and assist with the newsletter.

### SECTION IV

Treasurer – Works with the other board members in developing and monitoring the budget.

### SECTION V

Executive Director – The Board Members will appoint an Executive Director. It is a paid position and this person is responsible for the following tasks:

1. Accounting – day-to-day management of the BMTA books and finances. Maintain the checking account – making deposits and paying bills.
2. Maintain the BMTA Website
3. Membership – follows established policy on new member registrations. Sets up new member access to website. Mail welcome

letters and newsletters. Manages the membership renewals.

4. Other duties as prescribed by the Board

**SECTION V**

The Board of Directors shall consist of the BMTA's Officers and two At-Large-Members.

**SECTION VI**

The term for the officers and at-large-members is three years and takes effect after the Annual Conferences.

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**ARTICLE VI – REGISTERED AGENT**

**SECTION I**

As per the requirements of the State of Texas, Kip Lankenau, 2127 Crown Road, Dallas, TX 75229, will be the registered agent for the BMTA.

**SECTION II**

The duties of the Registered Agent shall be to file annual reports with the state of Texas and to the Internal Revenue Service, if applicable.

**SECTION III**

For the purpose of satisfying the State of Texas requirements to name Directors, Carl Heideman, Glenn Lenhard, and Kip Lankenau are the official Directors of the BMTA.

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**ARTICLE VII – ELECTIONS & FORMAL BALLOTS**

**SECTION I**

The Executive Director shall conduct elections and any other matters requiring a general ballot to the membership. The Executive Director will set the election calendar as appropriate so the introduction of new board member(s) will coincide with the scheduled annual conference.

**SECTION II**

Those members desiring to run for any Board position shall contact the Executive Director before the date specified on the published election timetable and provide biographical data and a summary of why they want to serve. The Executive Director will verify information for accuracy, then put together a summary sheet(s) of all candidates, and mail those summaries to all members.

**SECTION III**

Candidates will then be allowed to utilize the BMTA's email list and/or mailing labels to send out one "campaign" mailing.

**SECTION IV**

Paper Ballots will be sent out to all members in good standing based on the published election calendar, with a deadline for votes received approximately two weeks later. The winner(s) will be decided by majority vote. If there is not a majority, a runoff election will be held with the top

**ARTICLE VIII – BOARD MEMBERS-ELECT**

**SECTION I**

Board members-elect would start participating in board emails/conference calls after election, but will not have voting privileges.

**SECTION II**

Board meetings at the Annual Conference would include board members-elect, but they will not have voting privileges.

**SECTION III**

Immediately following the Annual Conference, retiring board members lose their voting privileges and board members-elect assume their duties with voting privileges.

**SECTION IV**

The Board elects officers at the Annual Conference at a board meeting.

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**ARTICLE IX – PUBLICATIONS**

**SECTION I**

The BMTA will have a quarterly Newsletter.

**SECTION II**

The position of Editor of the BMTA's quarterly Newsletter will be the Executive Director.

**SECTION III**

The Executive Director will solicit articles for the publication; format the Newsletter; then send the proof to the board for approval before printing. The Executive Director will then mail the newsletter to the BMTA members.

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**ARTICLE X – AMENDMENTS**

**SECTION I**

By-Laws can be removed, changed, or added by a 60% majority of the ballots, from the membership of the business meeting at the annual conference.

**SECTION II**

A proposed change in the By-Laws must first be submitted to the Board of Directors who will then bring the proposed change to the members at the Annual Conference.

**SECTION III**

When a proposed change is brought up at the Annual Conference, the Chairperson shall call for discussion as to the validity of the change. A motion and second can be made to present the change to the membership.

**SECTION IV**

For any approved proposed changes the Executive Director call for a vote by the attending members at the business meeting of the annual conference. The Executive Director will tabulate the votes and announce the results.