

***BOUNDERS OF AMERICA, INCORPORATED
CONSTITUTION***

**ARTICLE I
Name, Status and Purpose**

1. Name:

The name of the corporation, as stated in the Articles of Incorporation, is Bounders of America, Incorporated, hereinafter referred to as BOA.

2. Status:

BOA is organized as a not-for-profit corporation for an indefinite period under the laws of the State of Maryland. The Corporation has no capital stock whatsoever. The fiscal year shall be as specified in the Bylaws. If there should be any net earnings from any activities, the same shall accrue solely to BOA and no part shall inure to any member. BOA headquarters and regional offices shall be located at such locations within or outside the State of Incorporation as the Executive Board may designate.

3. Purpose:

The general purpose of BOA is to promote camaraderie, pride of ownership and use for pleasure of Bounder motor homes manufactured by the Fleetwood Corporation, hereinafter referred to as Bounders. Other specific purposes shall be as specified in the bylaws.

**ARTICLE II
Membership**

1. Definition:

The term "Member" as used herein is defined as a family unit, consisting of husband and wife or an adult person or a couple. Applicants satisfying this definition will hereinafter be referred to as a regular member. Other classes of membership shall be as specified in the Bylaws.

2. Application and Continuity:

Application for membership shall be accepted on forms supplied by BOA. Regular membership shall be voluntary and granted only to current owners of Bounders. Continuous Bounder ownership is a requirement and may not be modified or abrogated. Disposition of a member's Bounder automatically terminates membership at the time of sale or transfer, unless the member concurrently procures a replacement Bounder.

3. Duties and Rights of Regular Members:

a. Each member shall acknowledge every other member and endeavor to maintain toward all a spirit of helpfulness, friendliness and fellowship.

b. Membership is deemed a personal privilege and is not subject to sale, transfer, assignment or inheritance. To maintain membership in good standing, all dues and fees must be paid as specified in the bylaws. No member is entitled to a refund of any prepaid fees or dues upon termination of membership in BOA.

c. All members have the right to attend any general membership meeting, participate in discussions, read the minutes of such meetings and receive all publications.

d. Members have the right to present written proposals to the Executive Board at any time.

e. Only regular members shall have voting rights and the privilege of holding office in BOA or any of its chapters.

f. Other duties and rights shall be as specified in the Bylaws.

4. Fees and Dues:

The admission fee and annual dues for each class of membership shall be determined by the Executive Board and approved by the general membership.

ARTICLE III Government

1. Source of Authority:

a. The governing authority of BOA is derived from its members and shall be vested in an executive board that shall manage the affairs of the Corporation.

b. Members of the Executive Board shall be elected in accordance with the requirements and procedures specified in the Bylaws.

2. Composition of the Executive Board:

The Executive Board shall consist of such officers as specified in Article V of this constitution.

3. Meetings:

At least one (1) regular meeting of the Executive Board shall be held annually. Additional regular meetings or special meetings may be held as specified in the Bylaws or as the Executive Board or the President may determine necessary.

4. Quorum:

A quorum for transaction of business shall be as specified in the Bylaws.

5. Duties of the Executive Board:

a. Duties of the Executive Board shall be as specified in the Bylaws.

b. The Executive Board shall make provision in the Bylaws to assure proper handling of BOA finances and the reporting and auditing of the accounts.

6. Changes and Amendments to the Bylaws:

All proposed changes to the Bylaws submitted by members shall, after review by the Executive Board, be presented to and voted upon by the general membership. A simple majority of votes cast shall be cause for adoption or rejection of the proposal

**ARTICLE IV
Meetings**

1. Annual Meeting:

An annual meeting of the regular membership of BOA shall be held during the final month of the fiscal year at a time and place designated by the Executive Board.

2. Other Meetings:

Other meetings of the regular membership may be called by the Executive Board as necessary.

**ARTICLE V
National Officers**

1. Composition:

a. The national officers shall consist of:

- (1) A President
- (2) An Executive Vice President
- (3) Six (6) Regional Vice Presidents

- (4) A Secretary (may serve concurrently as Treasurer)
- (5) A Treasurer (may serve concurrently as Secretary)
- (6) Such other temporary officers as may be appointed from the regular membership by unanimous vote of the Executive Board.

b. National Officers shall be nominated and elected by ballot of the regular membership according to the procedures specified in the Bylaws.

c. The National Officers shall constitute the BOA Executive Board.

2. Terms of Office:

National Officers shall hold office for terms coinciding with the beginning and ending of the BOA Fiscal Year.

3. Duties:

National officers shall perform the customary duties of their offices as well as such other duties as may be required by the Bylaws and the Executive Board.

4. Compensation:

National officers will not receive salaries or other payment for their services.

5. Nominating Committee:

A nominating committee shall be established and shall function as specified in the Bylaws.

**ARTICLE VI
Required Records**

1. Minutes of Meetings:

Minutes of the proceedings of each meeting of the Executive Board are to be recorded by the Secretary or designated alternate. Minutes shall be signed by the Secretary, countersigned by the President attesting to their accuracy and completeness, and shall become permanent records of BOA.

2. Financial and Membership Records and Security:

Accurate Books of Account and Membership Rolls shall be maintained. All minutes, books, tapes, electronic data, financial and membership records are the property of BOA and shall be properly filed and safely stored.

3. Privacy of Membership Records:

No identifying information of any kind, stored in any form, relating to members individually or in any grouping, shall be given, used or sold for other than internal BOA purposes. Any violation of this statement may be grounds for dismissal from BOA as stated in the Bylaws.

ARTICLE VII Chapters

1. Authorization.

BOA Bylaws shall provide for the authorization, qualification and establishment of chapters in BOA.

2. Chapter Charters.

a. The Executive Board may suspend or revoke the charter of any chapter found to be violating the provisions of the BOA Constitution and/or Bylaws.

b. Chapters, which fail to maintain requirements relating to chapters, may be temporarily classified as inactive chapters pending full accreditation in accordance with BOA Bylaws.

ARTICLE VIII Enforcement of Constitution, Bylaws and Regulations

The Executive Board shall uphold and enforce this Constitution, the Bylaws and all regulations. In so doing, it may censure, discipline, recall, suspend or expel officers or members as specified in the Bylaws.

ARTICLE IX Amending the Constitution

1. Authorization:

Any member or chapter may propose an amendment to the Constitution. Proposals shall be in writing and shall be sent to the BOA Secretary with a copy to the BOA President. At least once per year, the Boulder Beacon shall publish a call for proposed amendments to the Constitution.

2. Preliminary Consideration:

The text of any proposed amendment to the constitution shall be referred to a standing constitution and bylaws committee for review and consideration. The committee shall review each proposal in a timely fashion. The proposal, along with any recommendations from this committee, shall be forwarded to the Executive Board for review and final recommendation.

3. Submission to the Membership:

All proposals for constitutional amendments shall be voted on by the membership. The text of the proposed amendment(s) and the Executive Board's recommendations shall be submitted to the membership , along with an appropriate ballot.

4. Action on Constitutional Voting:

a. Sixty (60) days from the mailing date, the returned ballots shall be validated, counted by the Secretary or designated representative, and the results announced.

b. An affirmative vote of at least a majority of the validated votes returned by the members are required to adopt any change in the Constitution. Amendments adopted take effect immediately and shall be published in the Bounder Beacon.

**ARTICLE X
Disestablishment**

BOA shall not be disbanded by the members unless three-fourths (3/4) of the members voting shall vote for such disbandment in the manner provided for amendments to this constitution. All assests, which may remain after payment of the just debts, shall be distributed equally to the BOA membership of record at the time of disbandment and/or to a qualified charity or charities chosen by the Executive Board.

Revised: February 25, 2009