Constitution and By-Laws

Of The

Red Knights International

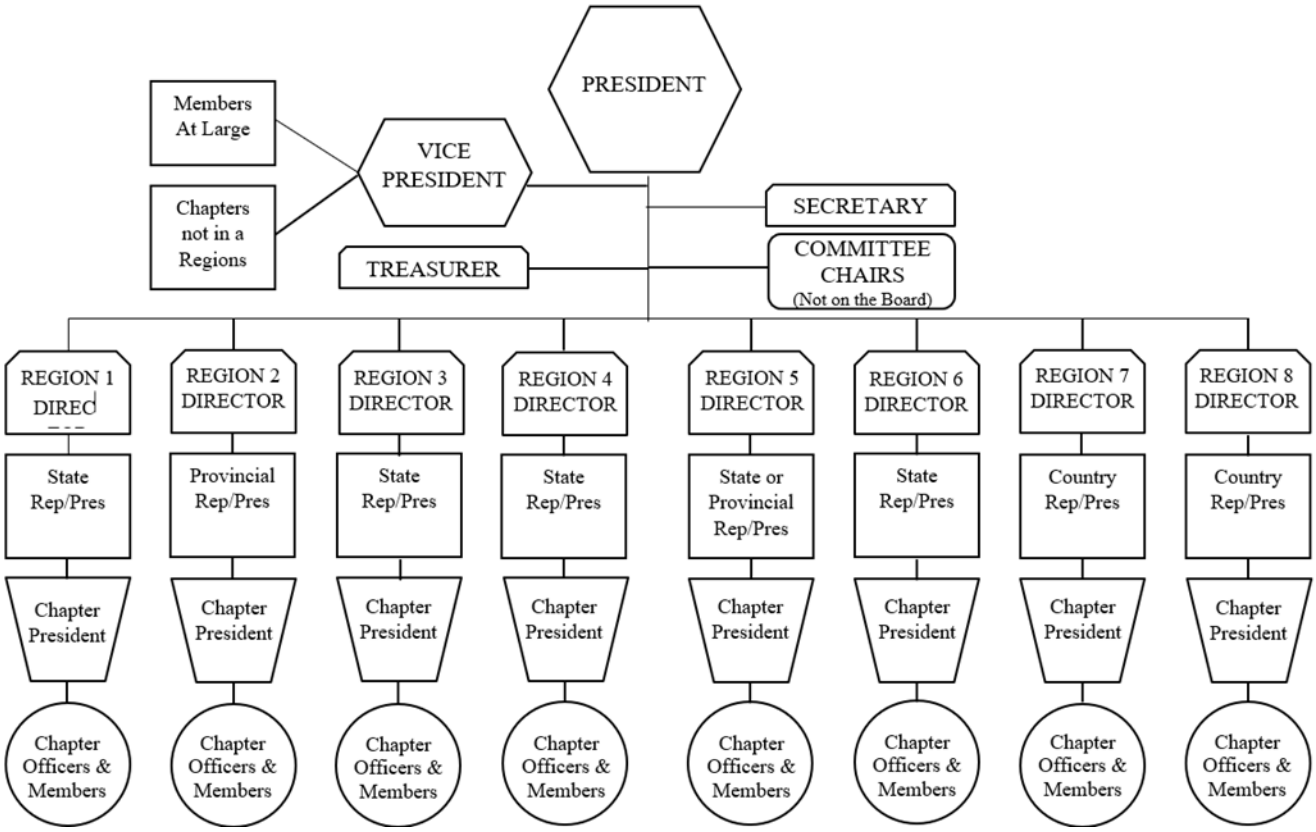
Firefighters Motorcycle Club® Inc.

2026

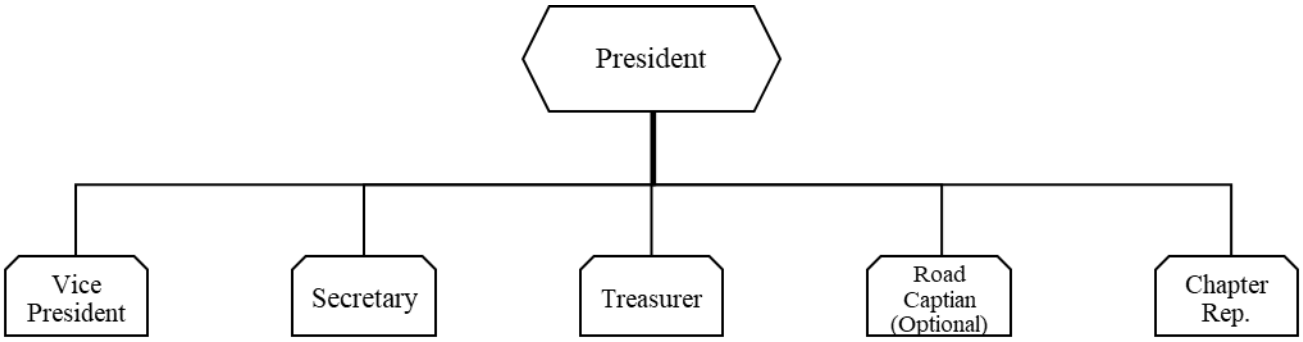
Mission Statement

To promote motorcycle safety.
To project a positive image of motorcycling.
To enjoy the Community of Firefighters.
To engage exclusively in social, charitable, and educational activities directed at increasing the general understanding of, enjoyment of, competency, sportsmanship, and participation in the sport of motorcycling.

RKMC ORGANIZATIONAL CHART



State/Province/Country/Regional Association Organizational Chart



State/Province/Country Representative Organization Chart

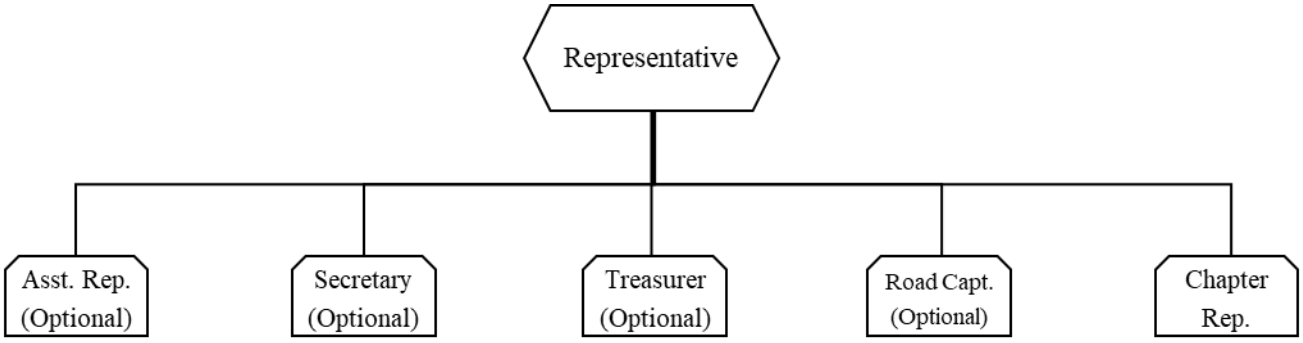


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ARTICLE I: INTERNATIONAL CONSTITUTION

SECTION 1:01 NAME

The Corporate Name shall be known as *The Red Knights International Firefighters Motorcycle Club® Incorporated, hereafter referred to as "the Club".*

SECTION 1:02 PATCH

The Club Patch shall be the Red Maltese Cross with a white or gold border and the words, "RED KNIGHTS MOTORCYCLE CLUB®." The Corporate Patch shall be as depicted below.



SECTION 1:03 SEAL

The Club Seal shall have inscribed the name and the date "1983" within a Blue Circle bordered by gold. Within the circle shall be the Club Patch as shown below. Any Chapter wishing to alter the official colors or design shall submit a trademark licensing agreement application. No Chapter shall adopt or wear the Red Knights International Firefighters Motorcycle Club® Inc. colors without approval by the International Executive Board.



SECTION 1:04 UNIFORM

1. UNIFORM SHIRT
   The official uniform shirt for the Club shall be white or blue. The cresting for the uniform shirt shall be:
   a. Shoulder of the left sleeve shall have the official Club Patch as shown in Section 1:02. The Patch shall be centered on the left sleeve with the top center of the Emblem/Crest being one-quarter (1/4) of an inch (6.35mm) from the shoulder seam. Spacing for additional rockers top or bottom shall maintain the same one-quarter (1/4) inch (6.35mm) spacing.
   b. Shoulder of the left sleeve shall have the Chapter rocker under the official International emblem.
   c. Shoulder of the right sleeve shall have the National Flag of the country of the Chapter origin.
   d. All other markings are to be in good taste and consistent with the image of The Club.
2. The New York City Fire Riders have been granted the concession to wear their Fire Riders Colors with a Club Patch showing dual membership in both the Fire Riders and the Red Knights International Firefighters Motorcycle Club® Inc. This does not extend to other Chapters of the Fire Riders located outside of New York City.
3. CHAPTER JACKET
   The color of the Club jacket shall be at the discretion of the individual Chapters. The design on the back of the jacket must first be submitted to the International Executive Board for approval.
4. CLUB VEST
   The Club vest color shall be at the discretion of the members, RED being the color of choice of the International Executive Board.

SECTION 1:05 CLUB BACK PATCH

1. The back of the vest shall consist of:
   a. The Center Patch shall be the official Club Patch as shown (Sec 1:02).
   b. A single top rocker may be worn. If a top rocker is worn, it shall show membership status as listed in Section 2 of these By-Laws. In lieu of membership status, rocker options that are available are a rocker that reads “RED KNIGHTS” or a rocker that reads “FIREFIGHTER.” A “FIREFIGHTER” top rocker may be worn only by a past or present firefighter.
   c. Members may wear a single bottom rocker. If a bottom rocker is worn by a Member from North America it shall show the chapter’s State/Province abbreviation, the word “Chapter” and the number as assigned in Section 5:01. If a bottom rocker is worn by a member from outside North America it shall show country name and chapter number as assigned in section 5:01. A Member At Large may wear a bottom rocker reading “Member At Large” or may wear a bottom rocker reading country name and abbreviation of MAL.
   d. No 10 inch Club Patch or any 10 inch rocker available from the Red Knights Regalia

may be worn on or attached to anything but the back of the vest.

e. The wearing of 10" top and/or bottom rockers is prohibited by Australian members while in Australia. International Members traveling to Australia must receive written authorization from the Region 8 Director prior to wearing their vest in Australia.
f. For the purposes of this section, "rocker" means any curved patch greater than 4".
g. No member may wear a "Charter Member" rocker with the bottom rocker of any chapter they joined after its first year.

2. All other items to be worn on the front or back of the vest shall follow these guidelines:
   a. No member shall wear any 1% MC marking on or with their Red Knights Vest. This includes, but not limited to, Apparel, patches, and pins. All other markings are to be in good taste and consistent with the image of the Club.
   b. b. If a Chapter chooses to write into their SOG that only red vests can be worn, it is up to that Chapter to enforce their rule.

SECTION 1:06 ANTHEM

The Anthem at the International Convention shall be the National Anthem of the host country, followed by recognition of the countries present at the convention.

SECTION 1:07 MOTTO

"LOYAL TO OUR DUTY"

SECTION 1:08 HEADQUARTERS

The Club's Physical Address shall be 595 Main Street, Boylston, Massachusetts. The mailing address shall be that of the Massachusetts State resident agent as listed in the Commonwealth of Massachusetts letter of Incorporation. The Club's Mailing Address shall be that of the International Secretary.

SECTION 1:09 OFFICIAL CLUB MASCOT

The Corporate mascot shall be the Dalmatian Dog.

SECTION 1:10 EXCLUSIVE RIGHT TO NAME AND MARK

The Club and its authorized Chapters shall have the exclusive right to use the name "RED KNIGHTS INTERNATIONAL FIREFIGHTERS MOTORCYCLE CLUB® INCORPORATED," "RED KNIGHTS" and any affiliation thereof. The Club shall retain the exclusive and sole right to use or allow or refuse the use of all emblems, seals, badges or other items incorporating the words "RED KNIGHTS" or any of the Corporation's registered marks. No Member, Chapter, Association or other subdivision of the Club shall use the corporate name or any of its marks in any business pursuit or in any other activities which violates the Constitution, By-Laws or guidelines set forth by the International Executive Board.

All items offered for sale by any member, Chapter, Association or other subdivision of the Club bearing the corporate name or the name "RED KNIGHTS" or any registered trade mark of the Corporation shall be submitted and approved by the International Executive Board utilizing the trade marking license agreement form which the International Executive Board has adopted.

Unauthorized use of the corporate name, emblems or marks shall be cause for procedures, removal or suspension of the offending member, Chapter, Association or other subdivision of the Club.

The International Executive Board may penalize violators of this section with a fine not exceeding one hundred dollars, U.S. ($100.00) in the first (1st) incident; not exceeding two hundred fifty dollars, U.S. ($250.00) in the second (2nd) incident, and revocation of the Chapter or Association's Charter in the third (3rd) incident.

ARTICLE II: MEMBERSHIP

The nine membership classifications are:

1. Active Member
2. Charter Member
3. Associate Member
4. Social Member
5. Honorary Member
6. Member-At-Large
7. Life Member
8. Junior Member
9. Special Compassionate Honorary Member

SECTION 2:01 ACTIVE MEMBER

1. Active membership shall be available to Past or Present Firefighting personnel of an established Fire Department, which is under the command of a Fire Chief or Public Service Director, whether they are Career, Industrial, Military, On Call, Part Paid, Volunteer, or Wildland and who presently own or have access to a Motorcycle and have a current legal Motorcycle endorsement. An Active member who can no longer ride a motorcycle may retain their active status. Emergency Medical Technicians and Medics are eligible to join as members if they are employed by an established Fire Department and may retain their Active status after they are no longer employed as such.
2. Upon the call for a vote for Active Membership, the candidate shall receive a two-thirds (2/3) (66%) acceptance vote of members present. Any Active member whose membership started prior to the passage of this membership requirement on 8/22/2009 shall be grandfathered as an Active member.

SECTION 2:02 CHARTER MEMBERS

Charter membership shall be restricted to Active Members who are on the original roster, when the Chapter was accepted by the International Executive Board and to any member who joined the Chapter and meets Active status within one (1) year of the Chapter's being accepted by the International Executive Board and accepted by the Chapter Executive Board.

SECTION 2:03 ASSOCIATE MEMBERSHIP

Associate membership shall be offered to a person who has been proposed, in writing, for such membership and accepted in good standing and, in the opinion of a majority of the Chapter's Executive Board, has substantially contributed to the promotion of the Club for a minimum period of six (6) months. Final approval shall be by a majority vote of the Chapter members at a meeting held at the conclusion of the six-month (6) period. Associate membership shall not be offered if it results in the number of Associate Members exceeding ten percent (10%) of the Chapters Active Members. At the discretion of the International Executive Board, the 10% rule may be waived if the number of Active Members in a chapter lowers after an Associate has already been accepted. Once a member has been accepted as an Associate member and for various reasons no longer is able to ride a motorcycle they may, at the pleasure of the chapter majority retain his/her membership as an Associate member.

Associate membership may also be available to any person who is an employee of a Fire department and not qualified for Active membership, they may retain their FD Associate status after they are no longer an employee of a Fire Department. This type of associate membership shall not be included in the 10% restriction as stated above and will be recorded as a FD Associate in the chapter and rosters of the Organization.

SECTION 2:04 SOCIAL MEMBERSHIP

Social members shall be a Spouse, Partner, Boyfriend, Girlfriend, Son, Daughter, Grandchild, Brother or Sister, Father or Mother of an Active Member, Associate Member or a Member-at-Large, including of deceased members. The list of relations includes adopted, half, and step. The minimum age for a Social member shall be 16 (sixteen) years of age before joining. Chapter Social members require a majority vote of eligible members present at a duly called meeting.

SECTION 2:05 HONORARY MEMBER

Each Chartered Chapter may grant Honorary Membership status to a member of a recognized religion for the position of Chapter Chaplain and/or to a civic or business leader who does volunteer work for the Chapter. An Honorary Member shall not hold a Chapter Office or vote in Chapter affairs. The International dues for this membership classification are to be paid by the Chapter

SECTION 2:06 MEMBERSHIP-AT-LARGE

Persons who qualify for membership in the Active membership category (Section 2:01) may be granted Member-at-Large (M.A.L.) status by the International Executive Board. Limitation of membership shall be at the discretion of the International Executive Board. M.A.L.'s are members who are not members of constituent Chapters. They shall be under the control of the International Executive Board and the designated officer appointed to communicate with them. M.A.L.s are entitled to run for an elected office and serve on Committees (Section 3:02).

1. Any Member-At-Large wishing to transfer membership to a designated chapter may do so upon the written request to the International Secretary from the Chapter President that the

M.A.L. is transferring to. There shall be no refund of M.A.L. dues, nor any International dues payable by the chapter he/she transfers to for the calendar year of the transfer. The M.A.L. shall notify his/her International Board representative of his/her transfer.

2. Any Chapter Member wishing to transfer their membership to Member-at-Large shall demonstrate a travel hardship to participate in Chapter activities or has the written approval of the Chapter President to transfer to M.A.L. Prior Chapter members requesting membership as an M.A.L. shall be subject to these requirements.
3. The Membership-at-Large shall be entitled to one vote on questions presented to the delegation at International meetings, to be cast by the Membership-at-Large representative elected by the Members-at-Large at a meeting to be held the evening before the Annual Business Meeting.
4. The Membership-at-Large shall be entitled to one vote for the election of President, Vice President, Secretary, and Treasurer of the International Board. The collective votes will be tallied by the third party vendor administering the election with a simple majority of the ballots cast for each being presented as the overall MAL vote.

SECTION 2:07 LIFE MEMBER

2:07.1 INTERNATIONAL

Life Membership may be granted by the International Executive Board to a member for outstanding service. The International Executive Board shall be responsible for international dues and the 10-inch "INTERNATIONAL LIFE MEMBER" rocker will be authorized.

2:07.2 CHAPTER

Life Membership may be granted by the Executive Board of a Chapter to a member in good standing who has been a dues paying member for 25 or more years. Life membership may also be granted to a member for outstanding service who may not have 25 (twenty-five) years of dues paying membership or to a member that, due to disability or declining health, no longer has the ability to ride a motorcycle. The Chapter proposing the member for Life Membership shall be responsible for international dues and the Chapter "LIFE MEMBER" rocker will be authorized.

SECTION 2:08 JUNIOR MEMBERSHIP

To qualify for junior membership, children or Grandchildren of Active and Associate members must be under the age of sixteen (16) years.

There shall be no dues collected for Junior Membership by the International and chapters shall be allowed to list such junior members on their rosters until age 16. At age 16, the junior member must switch membership and pay dues. A Junior Member shall not hold a Chapter Office or be permitted to vote.

SECTION 2:09 SPECIAL COMPASSIONATE HONORARY MEMBER

The Special Compassionate Honorary Member (SCHM) title may be given to an existing member who is the surviving spouse, partner, or Junior Member of any member of a Chapter

that was an Active Member or Associate Member. This membership would be in effect for a period of time as determined by the chapter. In the event of a SCHM chapter's dissolution, the State/Provincial/Country representative ("Representative") may assist the SCHM with maintaining their status in another chapter. There shall be no dues payable by this category of membership to the International Corporation.

SECTION 2:10 INTERNATIONAL DUES

1. All Members' dues will be set by majority vote at the Club's Annual Meeting. Annual Dues are from January 1 to December 31 of each year and all renewals are due January 1 of each year. Members' renewals that are received after January 1st will be assessed a late payment fee as approved by majority vote at the Club's Annual Meeting.
2. New Chapter dues shall include a thirty-five dollars ($35.00) application fee plus twenty dollars ($20.00) per new member.
3. Members-at-Large and their Social member's annual dues will be set by the majority vote at the Annual Corporation Meeting. Dues are from January 1st to December 31st of each year and renewals are due January 1st of each year. After two years of non-payment, the MAL will be removed from the roster. The Membership dues will be prorated for applications received after July 1st at a rate of twenty- five percent (25%) reduction for the third (3rd) quarter and for applications received after October 1st fifty percent (50%) for the fourth (4th) quarter of the year.
4. The Membership dues for applications received after July 1st will be reduced at a rate of twenty- five percent (25%) Dues for applications between October 1 and December 31 will be the full new member rate and will cover the period ending December 31 of the following year.
5. It shall be the responsibility of each Chapter to collect the individual members' dues and submit such funds to the International Executive Treasurer along with an alphabetical roster of the members, showing their current address, phone number and E-Mail address if available as well as their membership status. Also, their Chapter Executive Board title they may have. Annual assessments for renewals of all membership classifications as set forth by the International Executive Board of the Club shall be submitted to the International Executive Treasurer no later than January 1 of each year.
6. All dues are payable to the International Treasurer, in US Dollars.

SECTION 2:11 ANNUAL MEETING

The Club's Annual Convention will be held on third (3rd) week of August. Any request to change this date shall be submitted to the International Board 36 months prior to the year of the convention in question. The International Board will review and discuss the request and reply back after the date of the next scheduled Executive meeting at which the request will be discussed.

The Annual Meeting of the International Executive Board (The Annual Corporation Meeting) shall be held at the convention site as designated by the International Executive Board for hearing and action upon the reports of elected officers and transacting such other business as

has properly come before the International Executive Board. The place and time of such meeting may, however, be fixed by consent of a majority of the International Executive Board.

The Annual Convention locations shall be accepted up to five (5) years in advance. Chapters or Associations shall present their intentions to host a convention at the Club's Annual Meeting. Delegates at this meeting shall vote for the location in question. The successful bidder may withdraw their request up to three (3) years prior to the awarded convention date, after which they are required to honor their request to host the convention in the year they have requested.

During the five (5) year period, they will give status reports to the membership. Three (3) years from their convention, they will make a full report as to the status of their conventions plans. The reports shall be made in writing to the International President at least thirty (30) days prior to the Club's Annual Meeting.

Any Chapter that has not progressed to a level that the International Executive Board feels appropriate three (3) years prior to their convention will be cautioned that the Annual Convention may be reassigned if progression is not in evidence. At two (2) years prior to the convention, if the International Executive Board does not believe that the Chapter or Association can successfully meet the requirements for the Annual Convention, it will be reassigned. At one (1) year prior to the convention, a final report will be presented with the agenda and activities of the convention to the International Executive Board. The total membership shall have details and registration available no later than November 1st of the convention's previous year.

Any hosting chapter that doesn't comply with and meet the requirements of the Report submissions required as outlined in the Procedures Manual for the hosting of the Annual Convention shall put at risk their entitlement to any or all funding from the International as per Section 10:05 of the International SOG's. The funding allowance to maintain the $100.00 or lower registration for a convention will only be issued after the above mention reports have been filed within the stated time frame.

SECTION 2:12 NOTICE OF ANNUAL MEETINGS

Notice of the time and place of the Club's Annual Meeting or any Special Meetings shall be served either personally, by mail or electronically, not less than thirty (30) days before the meeting, upon each Chartered Chapter and Members-at-Large at their address of record, by the International Secretary. The International Secretary's statement that such notice was sent shall be deemed to be notice of the meeting. The date of the following Annual Meeting shall be decided on and all Chapters and Members-at-Large notified no later than November 1st of the previous year.

SECTION 2:13 SPECIAL MEETINGS

Special meetings may be called by a vote of the International Executive Board or upon the written petition of at least ten percent (10%) of the Membership or fifty one percent (51%) of the International Executive Board. Upon such vote or petition, the President shall call a special meeting of the International Executive Board at such time and place as he/she shall deem appropriate and the secretary shall give due notice of the special meeting in the same manner as the Club's Annual Meeting. Only such business as is clearly set forth in the notice for the special

meeting shall be transacted at such meeting. The rules governing a Quorum, at the Annual Meeting shall also govern special meetings. All special meetings shall conform to the International Constitution and By-Laws.

SECTION 2:14 QUORUM FOR MEETING

At any Annual Meeting or Special Meeting that notification of the time and place of such meeting has been given to the membership as provided for in the constitution the presence of at least fifty-one percent (51%) of the Officers of the International Executive Board shall constitute a quorum for all purposes. A meeting may be adjourned from time to time by vote of a majority of the members present.

No Annual Meeting, Special Meeting or Monthly Meeting of the International Executive Board shall be held unless a secretary is present or appointed to take minutes of the meeting.

SECTION 2:15 MAJORITY VOTE

At all meetings of the corporation at which there is a Quorum present, except as otherwise provided in this document or the Articles of Incorporation, a majority of the votes cast on any matter presented before the meeting shall control. Any matters presented before the meeting concerning By-Laws changes will be addressed in accordance with section 7:01 of these By-Laws.

SECTION 2:16 PROCEDURE

1. Rules
   a. Robert's Rules of Order shall govern the conduct of any meeting unless inconsistent with the Articles of Incorporation or the Constitution and By-Laws of the Club.
   b. Each member speaking on a subject shall be limited to two (2) opportunities to speak with no more than five (5) minutes each on the subject, answering questions not inclusive
   c. Only topics on the agenda will be discussed.
   d. An Independent Moderator shall be selected by the International Executive Board for the purpose of controlling order.
2. Agenda
   a. Any topic to be discussed at the Club's Annual Meeting must be sent to the International Executive Board no later than forty-five (45) days before the Meeting.
   b. Any unpublished topic may be discussed under New Business and may be acted upon by the Club at that time.
3. Voting
   a. All Chartered Chapters in good standing will have one (1) equal vote on each motion presented on the floor at the Club's Annual Meeting.
   b. Votes taken at the Club's Annual Meeting will be final. Votes taken on roll call basis are kept on record sheets and will be forwarded to all Chartered Chapters by the International Secretary. (*Ballots for electing the International Executive Officers will be destroyed)
   c. All votes will be held binding on the International Board and they will enact all business of the Club's Annual Meeting as soon as possible.

d. Any Board Member may vote on behalf of his chapter if there is no other chapter Member signed in as the chapter voting member

4. Recess for discussion
   a. A five (5) minute recess after a motion to move the question has passed for Chapter discussion before voting on the motion.
   b. Club's Annual Meeting may be recessed at any time by vote of a majority present subject to Robert's Rules of Order

SECTION 2:17 PROHIBITION OF PROXY VOTING

There shall be no absentee or proxy voting at the Annual or Special Meetings of the Club. Only the President, Vice President, or the Chapter President's designated Active Member of that chapter may vote at such meetings, regardless of such member's home chapter. The member voting for the chapter must be a dues-paying member of that chapter for a minimum of 12 months prior to such meeting. The 12 month provision is waived if the member is voting on behalf of their home chapter. Under no circumstances shall a delegate carry a vote for more than one (1) chapter.

SECTION 2:18 VOTING AT ALL INTERNATIONAL MEETINGS

1. Chartered Chapters in Good Standing will have one equal vote on any motion and for the election of officers as outlined in other sections of these By-Laws. Only Active Members, as defined in section 2:01, in Good Standing may represent their Chapter as a delegate or nominate candidates for any office.
2. All Members-at-Large, in Good Standing, shall be eligible to vote on motions and in the election of officers as provided for in these By-Laws. Members-at-Large will cast one collective vote in the following manner:
   a. The Membership-at-Large shall be entitled to one vote on questions presented to the delegation at International meetings, to be cast by the Membership-at-Large representative elected by the Members-at-Large at a meeting to be held the evening before the Annual Business Meeting.
   b. The Membership-at-Large shall be entitled to one vote for the election of President, Vice President, Secretary, and Treasurer of the International Board. The collective votes will be tallied by the third-party vendor administering the election as outlined in Section 2:18 with a simple majority of the ballots cast for each being presented as the overall M.A.L vote.
   c. In the event of an uncontested position the Nominating Committee Chairperson or designee will cast one ballot with the International Secretary at the Club's Annual Meeting for election of the candidate to that position.

SECTION 2:19 VOTING PROCEDURES FOR ELECTION OF THE INTERNATIONAL EXECUTIVE BOARD

Voting for the election of the International Executive Board shall be by electronic secret ballot with the results to be read at the Club's Annual Business Meeting. In the event of a tie ballot, the tied candidates will be given an opportunity to speak to the membership for a maximum of

five (5) minutes each, followed by a secret ballot vote of the delegates present. This procedure will continue until a candidate is elected. An appointed Committee of the International Representatives shall tally the ballots and announce the results to the Membership. The tally process will be monitored by the Nominations Committee or the Sergeant At Arms if no Nominations Committee member is available. After a candidate is chosen, the ballots will be destroyed. The electronic voting process will be administered by an independent third party vendor.

SECTION 2:20 ADDITIONAL CHAPTERS

A member can be in multiple chapters at a time. They must pay the same dues as other members of their classification in each chapter that they choose to join and shall be entitled to all rights and privileges of a member in their classification in each chapter, except that they may only hold office in one chapter at a time. The chapter in which they hold office will be considered the member's home chapter. The home chapter designation of Junior Members and Social Members shall be the same as the home chapter of their sponsor.

ARTICLE III: INTERNATIONAL GOVERNMENT

SECTION 3:01 NUMBER ON INTERNATIONAL EXECUTIVE BOARD

The number of members (Officers) of the International Executive Board shall be twelve (12) active members: President, Vice-President, Secretary, Treasurer, Region 1 Director, Region 2 Director, Region 3 Director, Region 4 Director, Region 5 Director, Region 6 Director, Region 7 Director, Region 8 Director. No one person of the International Executive Board may hold more than one office on the International Executive Board.

SECTION 3:02 QUALIFICATION AND ELECTION

Only Active Members of the Club who are past or present firefighters and who have previously served a Chapter or Association as President or Vice President or as a Representative for a minimum of two years (as provided in Article 4, section 4:02) or as an International Executive Board member, may serve on the International Executive Board. Incumbents must notify the Nominations Committee in writing of their intent to seek re-election no later than 180 (one hundred eighty) days prior to the Annual Business Meeting.

Upon notification by an incumbent of their intention to seek re-election, they will be placed on the Ballot. Incumbents that do not notify the Nominations Committee of their intention to seek re-election prior to the 180 (one hundred eighty) day date will be required to follow the process of obtaining nomination and completing the required documentation as a non-Incumbent.

Nominations for all positions on the International Executive Board must be received, in writing, by the Nomination Committee no later than 90 (ninety) days prior to the International Club's Annual Meeting. To be placed on the ballot a qualified member must be nominated by the President or Vice President of two Chapters. Once elected to the International Executive Board, Representatives must within 60 (sixty) days, resign the Representative position they currently

hold. A Member-at-Large may be nominated for any position on the International Executive Board having received a majority vote of the International Executive Board.

SECTION 3:03 ADVISORS TO THE BOARD

Any person who has an emeritus title conferred upon him/her by the International Executive Board may serve the Board in an advisory capacity and may attend any meetings of the Board if requested but shall have no vote. He/she will be eligible to serve on any Committees at the request of the International President.

SECTION 3:04 RESIGNATION

Any International Executive Board member may resign at any time by giving written notice of such resignation to the Board.

SECTION 3:05 VACANCY

Any vacancy in the International Executive Board occurring during the year will be filled as outlined below via the electronic voting process as outlined in Section 2:19 of these By-Laws, with the exception of vacancies occurring within 180 days of normal completion of the term the International Executive Board may nominate a qualified candidate for the position.

The process shall be as follows:

1. The Presidents of all Chapters/MALs shall be notified within 15 days of any vacancy occurring within the International Board of Directors impacting their Chapter,
2. An election to fill the vacancy shall be completed within 90 days of the occurrence if the vacancy inclusive of the 15 days to notify Chapter Presidents/MALs plus 30 days for open nominations, 30 days to establish voting lists and 15 days of open voting.
3. If the vacancy occurs within 90 days of the Club's Annual Meeting for which the vacant position would normally be elected and there are no candidates nominated as a result of the normal election process, the 90 day election process indicated above shall be initiated at the closing of Club's Annual Meeting.
4. In the event that a qualified candidate is not nominated following the process stated above the position shall be filled for the remainder of the term by appointment of the International Executive Board. This appointment may be made at the conclusion of the 30 day period starting on the date of notification of impact Chapter Presidents/MALs.
5. Those appointed to fill vacant positions shall not enjoy the reelection privileges as an Incumbent as outlined in Section 3:02.

SECTION 3:06 EXECUTIVE BOARD MEETINGS

The International Executive Board will hold a minimum of three meetings a year at dates and locations chosen by the Board. One (1) of the meetings held shall be within 5 days prior to the Club's Annual Meeting, one (1) shall be held in the Fall and one (1) shall be held in the Spring. All International Board members are expected to attend the meetings. All reports of International Officers and Committee Chairpersons shall be sent to the International Secretary Sixty (60) days prior to the Club's Annual Meeting.

SECTION 3:07 NOTICE OF MEETINGS

Notice of all International Executive Board meetings, except as provided in Section 2:13, must be given by mail at least fifteen (15) days or E-Mail at least ten (10) days prior to the meeting. Notice shall be sent to the usual business, residential or redknightsmc.com e-mail address of each International Executive Board member. Regular meetings of the Board may be held with adequate notice of the time and place as determined by the Board.

SECTION 3:08 PRESIDING OFFICERS

At all meetings of the International Executive Board, the President shall be the presiding Officer. The Vice-President shall preside in the President's absence. Should both the President and Vice-President be absent, the Secretary shall preside.

SECTION 3:09 QUORUM

At meetings of the International Executive Board, the presence of fifty-one percent (51%) of the members of the Board (as defined in SECTION 3:06 above) shall constitute a quorum for the transaction of business. The vote of a majority of the International Executive Board present at any meeting at which there is a quorum shall control.

SECTION 3:10 DUTIES AND POWERS

1. The International Executive Board shall supervise and be responsible for all affairs and property of the Club and in no event shall any person or other entity dealing with the International Executive Board be obligated to inquire into the authority of the Executive Board to enter into and consummate any contract transaction or other action.
2. The International Executive Board shall have the power to inspect with just cause, all records, books and accounts of the International Officers, and/or the records, books and accounts of the subsidiary Associations and Chapters. It shall be the obligation of all subsidiaries and subdivisions of the International Corporation to make their records reasonable available to the International Executive Board for their audits. Such obligations shall include, but not be limited to providing copies of requested records to the International Executive Board.
3. The International Executive Board shall be empowered to accept or reject all applications for Chartering Chapters after investigation and review if necessary.
4. The International Executive Board may employ personnel or advisors necessary to conduct business of the International Executive Board and shall be empowered to authorize the payment of reasonable compensation for their services. By formal action, the Executive Board may delegate specific authority to such persons or to Committees to act on behalf of the International Corporation.
5. A charter for the formation of a chapter of the club may be granted by the International Executive Board to a group of seven (7) or more persons that qualify as Active Members, of whom at least five (5) must be new Red Knights, current MAL's, or current Red Knights moving to the new chapter. Chartered Chapter Membership below the level of five (5) Active Members may be granted at the discretion of the International Executive Board. Each new Chapter will adopt the By-Laws of the International.

a. Grandfather all existing Chapters

b. Chapters that fall below a minimum of five (5) Active Members may be granted a continuance of their Charter at the discretion of the Executive Board.

6. The International Executive Board shall have the power to accept on behalf of the Club any contributions, appropriation or grants-in-aid from whatever source and in any form.
7. The International Executive Board may, by a two-thirds (2/3) vote of the entire Executive Boards members, require a subordinate Chapter that does not conform to the International Constitution and By-Laws of the Club, to surrender its Charter and all funds and property to the International Corporation. Any monies and value of any property so received shall be given to a charitable organization in the name of the International Corporation. From the date of a subsidiary entity's receipt of a written demand for surrender of its Chapter's Charter made by the International Executive Board, the entity to which such demand is directed shall immediately cease using the Club name.
8. All Club Corporate powers shall be and are hereby vested in and shall be exercised by the International Executive Board. The Executive Board may, by general resolution, delegate to Committee or to Officers of the Club such power as they may see fit.
9. The duties of the Officers, if not specifically enumerated in this document, shall be the duties specified by law of similar Officers in similar non-profit Corporations

SECTION 3:11 COMPENSATION TO EXECUTIVE BOARD MEMBERS

The International Executive Board shall not receive any stated salary for their services as such, unless noted and approved at any Annual Corporation Meeting of the Corporation.

The positions of Secretary and Treasurer shall be paid a yearly honorarium as determined by the Executive board. This honorarium shall be paid on the last day of each month. The amounts to be paid shall be reviewed annually at the Spring Executive meeting and shall be presented to the membership at the Annual Convention for ratification. The details of amounts shall be listed in the international SOGs.

The International Executive Board shall have the discretionary ability to expend the necessary funds required to conduct the business of the Club by the holding of a minimum of three International Executive Board meetings per year. The Board shall also have the same discretionary ability to have a board member or members attend a special meeting with a chapter or other party that has business to conduct with the Red Knights Organization. This will also include the cost of the basic Annual Convention registration. Air travel will be by advance booking at the lowest rate available. Receipts are required for reimbursement of funds and to be presented prior to payment by the International Treasurer. The guidelines as outlined in Section 9 of the Executive S.O.G manual shall apply to all expenses for Board members or those appointed by the board to conduct Organizational business.

The International Treasurer shall budget up to $50,000 for these meetings with a 5% per year increase in budget commencing with the year of 2024 and continuing each year at that rate or till modified based on funding being available.

SECTION 3:12 INDEMNITY

The Club shall, to the extent legally permissible, indemnify each of the International Executive Board of the Club against all liabilities and expenses including amounts paid in satisfaction of judgments in compromise or as fines and penalties, and legal fees reasonably incurred by him/her in connection with the defense or deposition of any action, suit or other proceedings, whether civil, criminal, administrative or investigative, in which he/she may be involved or with which he/she may be threatened while in office or thereafter, by reason of his/her being or having been such an International Executive Board except with respect of any matters to which he/she shall have been adjudicated in any proceedings not to have acted in good faith in the reasonable belief that his/her action was in the best interest of the Club: provided, however, that as to any matter disposed of by a compromise payment by such International Executive Board, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise shall be approved as in the best interests of the Club after notice that it involved such indemnification, by a disinterested majority of the members then entitled to vote, or (b) by a majority of the disinterested Officers then in office providing there has been obtained an opinion in writing of independence legal counsel to the effect that such Officer appears to have acted in good faith in the reasonable belief that his/her action was in the best interest of the Club, to the extent that an Officer or Agent of the International Executive Board has been successful on the merits in defense of any action, suit or proceeding in connection with or by reason of his/her being or having been an Officer, he/she shall be indemnified against expenses including attorney's fees actually and reasonably incurred by him/her in connection therewith. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any Officer may be entitled. As used in this paragraph, the term "Officer" includes their respective heirs, executors and administrators, and the interested Officer is one against whom in such capacity the proceedings in question or proceeding on the same or similar grounds is the pending.

Nothing contained in this article shall affect any rights to indemnification to which the Club personnel, other than Officers, may be entitled by contract or otherwise under law.

By action of its International Executive Board, not withstanding, any interest of the Executive Board in action, the Club may purchase and maintain insurance, in such amounts as the International Executive Board deems appropriate on behalf of any person who is or was serving at the request of the Club as an Officer of another organization, against any liability asserted against
him/her in any such capacity or arising out of his/her status as such, whether or not the Club would have the power or would be required to indemnify him/her against such liability under the provisions of this Article.

SECTION 3:13 ELECTION, TERM OF OFFICE, QUALIFICATION

The Officers or the International Executive Board shall be elected biannually at the Club's Annual Meeting. The President and Treasurer shall be elected in every odd year. The Vice-President and Secretary, shall be elected in every even year. In addition, the President, Vice President, Secretary and Treasurer shall serve as the Board of Directors for the Red Knights Regalia Ltd company.

All officers shall serve in their office until the close of business of the meeting at which their successors are elected.

SECTION 3:14 DELAY OF ELECTIONS

If the election of International Executive Board (Officers) should be delayed for any reason, an election shall be held as soon thereafter as practical and each Officer then holding an elective office shall continue to hold their office until their successor shall be duly elected.

SECTION 3:15 PRESIDENT, INTERNATIONAL EXECUTIVE BOARD

Subject to the authority of the International Executive Board, the International President shall be the General Executive Administer of the Corporation, with the following additional duties and responsibilities:

1. Shall preside at all meetings of the Club and the International Executive Board. He/she shall fulfill all the duties set forth by the Constitution and By- Laws of the Club.
2. Shall be an ex-officio member of all committees of the Club, except the Nominating Committee.
3. Shall be the co-signer with the International Treasurer of all notes, checks, deeds, leases, mortgages and other legal documents given on behalf of the Club. And shall, if required by the International Executive Board, have the power to call meetings of the Board and shall make a report of the work of the International Corporate Officers and International Executive Board at each Annual Meeting of the Club. In special circumstances, with the vote of a majority of the Board the President or treasurer may enter into a financial contract such as opening an account or the purchase of investments that only have provisions for one signature from the Corporation.
4. Shall keep records of problems and advice given to all Chapters to maintain consistency within the Club structure.
5. Shall be available to all members of the International Executive Board and be accountable to any decisions made, when advising Chapters and Members, and to be ultimately responsible for the operations of the Club
6. Shall promote and ensure that people who inquire about the Club are given current information.
7. Any expenses incurred by the President shall be authorized by the International Executive Board prior to the action requiring the expense, except the cost of reports, stationary and office supplies, mailings and phone costs relating to Club business. Such expenses shall have receipts sent to the International Treasurer prior to being paid.
8. Shall also produce a Procedural manual for his position within the first year if one is not already in existence and if one has already been drafted then it shall be updated as needed outlining the duties of the office and how they are carried out and shall be passed on to his/her successor upon leaving office a copy of this manual shall be filed with the International.

SECTION 3:16 VICE-PRESIDENT, INTERNATIONAL EXECUTIVE BOARD

At the request of the International President or in the event of his absence or disability, the International Vice-President shall perform the duties and possess and exercise the powers of the International President and to the extent of this document and authorized by law.

The International Vice-President shall have such powers as the International Executive Board

may determine and shall perform the duties of the International President until such time as the International Executive Board declares a vacancy and elect a qualified replacement to serve as the International President. He/she shall also have the following additional duties and responsibilities.:

1. He/she shall report to the International President and carry out any duties as required by the Constitution and By-Laws and fulfill any request the International President requires of the International Vice-President. He/she will carry out the duties of the International President during any absence.
2. He/she shall be responsible for Members-at-Large and all Chapters outside the North American Continent. He/she shall send all relevant reports and updates to the International Executive Board quarterly. He/she may call upon the Regional Directors and/or Representatives for guidance if a problem or situation arises with a Member-at-Large.
3. Shall promote and ensure that people who inquire about the Club are given current information.
4. Shall, if requested, forward applications to prospective Members-at-Large keeping a record thereof. Shall keep the International Secretary informed of current addresses of all overseas Chapters and members so the mailing list is kept up to date.
5. When called upon by Chapters, Associations, Members or Members-at-Large, he/she shall answer to that call. If the problem is such that it requires immediate action then he/she shall call on the International President to inform him/her of the problem and be advised on what to do.
6. Any expenses incurred by the Vice President shall be authorized by the International Executive Board prior to the action requiring the expense, except the cost of reports, mailing, stationary and office supplies and phone costs relating to Club business. Such expenses shall have receipts sent to the International Treasurer prior to being paid.
7. Shall also produce a Procedural manual for his position within the first year if one is not already in existence and if one has already been drafted then it shall be updated as needed outlining the duties of the office and how they are carried out and shall be passed on to his/her successor upon leaving office a copy of this manual shall be filed with the International.

SECTION 3:17 SECRETARY, INTERNATIONAL EXECUTIVE BOARD

The International Secretary shall have charge of such books, documents, and papers as the International Executive Board shall determine. The International Secretary shall be charged with duties and responsibilities as listed below:

1. Shall have custody of the Club seal.
2. Shall attend all meetings of the International Executive Board.
3. Shall keep and maintain minutes of all the International Executive Board meetings.
   a. Within fifteen (15) days of the completion of the meetings, the International Secretary will submit a draft of the minutes to all Executive Board members for review and corrections. The International Executive Board will have ten (10) days to return comments to the Secretary. The International Secretary shall within seven (7) days of the thirty-two- (32) day period to submit a final copy of the minutes to all the Executive Board members.
4. By January 15th of each calendar year, the International Secretary will make two (2) copies

of all minutes recorded for the previous year, sending one (1) copy to the International President and filing the other in the Club's file for the year.

5. Shall carry out any duties as required by the Constitution and By-Laws, record all meetings of the International Executive Board Annual Meetings and Special Meetings that may be called as per the Constitution and By-Laws of the Club and report such minutes as required at the Executive Board Meetings and Annual meetings.
6. Shall give adequate notice of the Annual Meeting to the following:
   a. International Executive Board, (Officers)
   b. Representatives
   c. All Charter Chapter Presidents
7. Shall work with the International President to set up the agenda for the International Executive Board meetings and Club's Annual Meeting.
8. Shall keep an updated record of:
   a. Constitution and By-laws of the Club
   b. Roster of all Chapters, Associations, and Members ~~at-~~at-Large.
   c. E-Mail addresses and Web-Sites of Club Chapters
   d. Help-A-Knights Directory
   e. Deceased Active Members
9. Shall provide new Chapters with a digital and tangible Welcome package, which includes but is not limited to:
   a. Digital portion of the Welcome Package includes the following:
      i. Constitution and By-Laws, SOGs, and Rules and Regulations of the Club
      ii. Red Knights International Executive Board and Committee's contact information.
      iii. Quick Reference Guides that are currently in use.
      iv. The latest Club Newsletter
   b. The tangible portion of the Welcome Package includes the following:
      i. Copy of the Welcome Letter
      ii. Copy of the signed Charter
      iii. RKMC decals
10. Shall be Responsible to ensure that all materials, supplies**,** and equipment needed to conduct business at the Club's Annual Meeting or any meeting of the International Executive Board. Important items are listed below:
    a. Appropriate Flags
    b. Recordings of appropriate National Anthems
    c. International Banners
    d. Minutes of previous meetings
    e. Blank ballots in the event of an election
    f. Most current copy of the Constitution and By-Laws
11. Shall promote and ensure that people who inquire about the International Club are given current information.
12. Shall, if requested, forward applications for both prospective Chapters and Members-at-Large keeping a record thereof. When applications are forwarded, he/she will notify the Regional Director for whose area the application is from, and in case of a Member-at-Large

request, he/she shall notify the International Vice-President Shall when called upon by Chapters, Associations, Members, and Members-at-Large answer that call, if the problem is such that it requires immediate action, then he/she shall call on the International President to inform him/her of the problem and be advised on what to do.

13. Any expenses incurred by the Secretary shall be authorized by the International Executive Board prior to action requiring the expense except the cost of reports, mailing, stationary and office supplies, and phone costs related to Club business. Such expenses shall have receipts sent to the International Executive Board Treasurer prior to being paid.
14. Shall be the liaison Officer for the Representative, State/Provincial State Association Officers, and Chapter Presidents. From time to time, the list of overseas Chapters will change, so not to have to change this document; those Chapters will not be listed. However, the lists of overseas Chapters shall be maintained in the Master Mailing List by the International Secretary.
15. Shall maintain a record of the policies and procedures used by the International Board.
16. Shall also produce a Procedural manual for their position within the first year if one is not already in existence and if one has already been drafted then it shall be updated as needed, outlining the duties of the office and how they are carried out and shall be passed on to his/her successor upon leaving office a copy of this manual shall be filed with the International.

SECTION 3:18 TREASURER, INTERNATIONAL EXECUTIVE BOARD

The Treasurer of the International Executive Board shall have the custody of all funds and property of the Club, subject to such regulations as may be imposed by the International Executive Board and this document.

1. May be required to give, through the Club, bonding for the faithful performance of his/her duties, in such sum and with such sureties as the International Board may require.
2. Shall receive all International funds. Including all annual dues from the membership, depositing the same in the name of the Club in such a Government insured Bank or Trust Company as may be designated by the International Executive Board.
3. Shall keep an accurate record of all receipts and disbursements.
4. Shall co-sign with the International President, on behalf of the International Executive Board, checks, notes and other obligations given on behalf of the Club
5. Shall enter regularly, on the books of the Club to be kept by him/her for or on account of the International Executive Board and shall exhibit such books at all reasonable times to the International Executive Board.
6. Shall make a full report of the financial status of the International Executive Board at the Club Annual Meeting and upon request at any meeting of the International Executive Board.
7. Shall, in general, perform all duties incumbent to the office of the International Treasurer, subject to the control of the International Executive Board. All records of the International Treasurer will be audited no later than thirty (30) days prior to the International Corporation Meeting. He/she shall have custody of the Corporate Seal.
8. Is responsible to keep and maintain the accounts and funds of the Club as per the Constitution and By-Laws and to report all transactions by means of reports to the International Executive

Board on a quarterly basis.

9. Shall set up and maintain a roster of all Chapters and Members within the Corporation. This roster shall be forwarded to the International Executive Secretary and the rest of the International Executive Officers, as updates are available, to keep their records current to the roster.
10. Shall promote and ensure that people who inquire about the Club are given current information.
11. Shall, when called upon by Chapters, Associations, Members and Members-at-Large answer to the call. If the problem is such that it requires immediate action then he/she shall call on the International President to inform him/her of the problem and be advised on what to do.
12. Any expenses incurred by the Treasurer shall be authorized by the International Executive Board prior to the action requiring the expense, except the costs of reports, mailings, stationary and office supplies and phone costs related to Club business Receipts for all expenses shall be secured and maintained prior to being paid.
13. Shall file, on time, the Annual Report required by the Letter of Incorporation granted by the Commonwealth of Massachusetts.
14. Shall file all required documents with the United States Internal Revenue Service that are required to be filed under the directions of our non-profit status. He/she is also responsible to ensure that the United State Internal Revenue Service has the current International Treasurer's and International Secretary's names and addresses on file so that all required forms can be mailed to the proper members.
15. Shall also produce a Procedural manual for his position within the first year if one is not already in existence and if one has already been drafted then it shall be updated as needed outlining the duties of the office and how they are carried out and shall be passed on to his/her successor upon leaving office a copy of this manual shall be filed with the International.

SECTION 3:19 REGIONAL DIRECTORS, INTERNATIONAL EXECUTIVE BOARD

There shall be eight (8) Regional Directors, each representing a designated geographical region, and they shall reside in their respective regions, and meet all qualifications listed in By-Law Section 3:02. The exception is that if no one wishes to be the Regional Director in that Respective region, any Active Member may be nominated to fill the Office.

The Regional Directors shall be the liaison Officers of the International Executive Board for the Representatives, Chapter Presidents and Chapter Members, in case of a grievance. The Regions covering North America shall be Region 1, Region 2, Region 3, Region 4, Region5 and Region 6. Region 7 will cover the European Countries and Region 8 will cover the countries of the South Pacific. Regions shall be reviewed annually by the International Executive Board so all Regional Directors' duties are relatively equal.

Chapters from each Region will nominate and elect their Regional Director. Odd numbered Regions will have their Regional Director elected on odd years and even numbered Regions will have their Regional Directors elected on even years. The Directors shall have the following duties and responsibilities:

1. Shall promote and ensure that people who inquire about the Red Knights International Firefighters Club Inc. is given current information.
2. Shall receive notice of applications from the International Secretary and may inform the Representative that there is interest in the Region to activate a Chapter. The Director will assist in following through with the inquiry and activation, making sure that all newly Chartered Chapters have a solid membership foundation with the intention of eliminating potential problems before they occur.
3. Shall submit an activity report prior to each meeting of the International Executive Board.
4. Shall establish a relationship with the Chapter Presidents to elect a Representative within the Region. This election shall occur at the annual meeting, with each Chapter President or Authorized Delegate present being entitled to one (1) vote. Any Delegate must have a letter signed by the Chapter President authorizing them to vote the Will of the Chapter they represent. The Chapter President may opt to provide authorization of a Delegate via email. The email must be received from the official Chapter email address and be addressed to the State/Provincial Representative and copied to the Regional Director. Letters authorizing a Delegate may be presented at the meeting. If only one name is submitted, that member will become Representative by default. The Regional Director shall submit the results to the International Secretary.
5. Shall work with individual State/Provincial Chapters to establish State/Provincial Associations within the Region following the International Association guidelines. The Director will encourage all members of active Chartered Chapters to get involved in State/Provincial meetings and activities.
6. Shall, when called upon by Chapters, Chapter Executive Boards, Associations and Members-at-Large, answer the call. If the problem is such that it requires immediate action then the Director shall call the International President to inform him/her of the problem and be advised what to do.
7. Shall assist the Representatives in coordinating promotions and events that the Chapters within their Region may be sponsoring. The Director should attend applicable trade shows, rallies, and conventions and promote the Club.
8. Any expenses incurred by the Regional Directors shall be authorized by the International Executive Board prior to the action requiring the expense, except the cost of reports, mailings, stationary and office supplies and phone costs related to Club business. Such expenses shall have receipts sent to the International Executive Board Treasurer prior to being paid.
9. From time to time, the Regions may be required to change because of keeping Regional Directors' duties equal. Therefore, the Regions will be laid out in the Standard Operating Guidelines so as not to require changing this document every time there is a geographical Region change.
10. Shall also produce a Procedural manual for his position within the first year if one is not already in existence and if one has already been drafted then it shall be updated as needed outlining the duties of the office and how they are carried out and shall be passed on to his/her successor upon leaving office a copy of this manual shall be filed with the International.

SECTION 3:20 STATE, PROVINCIAL AND COUNTRY REPRESENTATIVES ("REPRESENTATIVES")

The Representatives are representatives for all Chapters and Members- at-Large in his/her State, Province or Country. The Representative shall be an Active member within that State/Province/Country.

He/she will have the following duties and responsibilities:

1. The Representative shall promote and ensure that all inquiries about the Club be given current information.
2. The Representative shall check with Chapters in the State/Province/Country they represent and send semi-annual reports, in writing, to the Regional Director responsible for the region in which his/her Chapter is located.
3. When called upon by a Chapter, Association, Member, or Member-at-Large in his/her State/Province/Country, he/she shall answer to that call. If the problem is such that it requires immediate action then he/she shall call upon the Regional Director of the region in which his/her Chapter is located to inform him/her of the problems and be advised on what to do.
4. The Representative shall from time to time check with Fire Departments in their State/Province to acquire interest in implementing a Club Chartered Chapter.
5. The Representative shall keep a current roster of all Chapters in his/her State/Province/Country and, if any changes are made, notification shall be forwarded to the International Treasurer for updating of the International Roster and Mailing List. He/she shall assist with collecting the International Annual dues from delinquent Associations, Chapters and M-A-L's when asked by the International Treasurer. All non- paying delinquent Chapters shall be reported to the Regional Directors, then to the International Executive Board.
6. Any expenses shall be authorized by the International Executive Board prior to the action requiring the expense, except the costs of reports, mailing and phone costs relating to Club business. Such expenses shall have receipts sent to the International Treasurer prior to being paid.

SECTION 3:21 EXECUTIVE COMMITTEE

President, Vice-President, Secretary, Treasurer, Region 1 Director, Region 2 Director, Region 3 Director, Region 4 Director, Region 5 Director, Region 6 Director, Region 7 Director and Region 8 Director shall be the International Executive Committee. This Committee shall conduct the International Corporate business of the Club. It shall conduct International business whenever the International Corporation is not in session and shall have such duties and powers as may be, from time to time, conferred upon it by the Club.

SECTION 3:22 COMMITTEES

The International Executive Board may, from time to time, appoint such other Committees as it may deem necessary or advisable for carrying out the purposes and work of the Club and delegate to such Committees such authority and power as it may see fit to grant within the limits of the International Executive Board's authority. The members of such Committees shall be limited to Active, Social, Associate and Honorary Members of the Club. The tenure of each Committee shall

be fixed by the International Executive Board.

SECTION 3:23 NOMINATING COMMITTEE

At least two hundred and ten (210) days prior to the date of the Club's Annual Meeting and the Election of Officers, the International Executive Board shall appoint a Nominating Committee composed of a Chairperson and no less than two (2) Members who are Active Members of the Club. The Nominating Committee shall solicit the re-election intentions of all incumbent International Executive Board Members 180 days prior to the date of the Club's Annual in the year that their term ends and review all nominations prior to them being placed on the ballot.

They shall present a list of nominations to the International Executive Board to fill whatever vacancies may occur at the Club's Annual Meeting. The Committee shall elect its own Chairman who will report the Committee's findings and recommendations to the members present at the closing of the nominations period.

SECTION 3:24 BY-LAWS COMMITTEE

The By-Laws Committee will be responsible for maintaining the Constitution and By-Laws that govern the operations of the Club. This Committee shall be responsible for reviewing and updating all changes submitted to the Constitution and By-Laws. All changes shall be submitted to the International Executive Board no less than 60 days before the Annual Corporation Meeting for their majority approval prior to being presented to the membership. Changes and additions sponsored by Chartered Chapters will be presented to the By-Laws Committee for review, duplication, and wording prior to being advanced to the International Executive Board.

The Committee shall have the authority to make necessary changes in grammar, spelling, punctuation, and wording that will not alter or change the intent of the By-Laws, without the voting approval of the International Executive Board or the Membership.

All Chapter Presidents shall be notified of all Constitution, By-Laws changes, or additions no less than forty-five (45) days prior to the Annual Corporation Meeting.

SECTION 3:25 SUSPENSION OR REMOVAL OF MEMBERS BY THE INTERNATIONAL EXECUTIVE BOARD

The International Executive Board may, by its own majority motion, bring charges in violation of the International Bylaws, Standard Operating Guidelines or Rules and Regulations against any Chapter and/or Member(s) for cause. In all cases, the International Executive Board shall notify such Chapter or Member(s) of these charges by means of Certified Mail, a notice of the Board's action to the Chapter and/or Member(s) last known address. Charges filed by the International Board against a Chapter and/or Member(s) will be forwarded to the Investigation Committee for investigation, hearing, and, if found in violation, ruling of discipline. Discipline shall be either Suspension or Removal. The Investigation Committee will forward this decision to the International Executive Board for record purposes and notice to be made to the Chapter and/or Member(s), via Certified Mail. Any Chapter and/or Member(s) so removed or suspended shall be granted an appeal hearing before the International Executive Board if such a hearing is requested in writing by Certified Mail to the International Secretary within thirty (30)

days of their receipt of the notice of suspension or removal. The Chapter and/or Member(s) suspended or removed shall have the opportunity to submit written documentation, appear before the International Executive Board, and present witnesses at the appeal hearing. During such time between the ruling of the Investigation Committee and the appeal hearing, the Chapter and/or Member(s) shall be ~~s~~suspended. The International Executive Board shall issue the final decision within sixty (60) days of the date of such hearing.

SECTION 3:26 SUSPENSION OR REMOVAL OF INTERNATIONAL EXECUTIVE BOARD MEMBERS

The International Executive Board by its own majority motion may suspend or remove any member of the International Executive Board for just cause. Such action of the Board shall be effective immediately, pending further investigation. Any member suspended or removed from their position shall be notified by Certified Mail within fifteen (15) days. In all cases, the International Secretary shall notify all International Board members of the suspension or removal of the person from that position. Regional Directors shall notify all Chartered Chapters Presidents of the suspension or removal of the person from that position within 30 (thirty) days. Any person suspended or removed shall be granted an appeal hearing before the Investigation Committee, if such a hearing is requested in writing and sent via Certified Mail to the International Secretary postmarked within thirty (30) days of receipt of the notice of suspension or removal. The International Executive Board member being suspended or removed shall have ~~to~~ the opportunity to submit documentation, appear before the International Executive Board and present witnesses at the appeal hearing. The Investigation Committee shall issue its final decision within sixty (60) days of the date of such hearing.

SECTION 3:27 REMOVAL OR SUSPENSION OF A MEMBER BY A CHAPTER

Any Chapter who removes or suspends a member for just cause, shall within thirty (30) days, notify the Secretary, in writing, as to the members Name, Address, Phone Number and Chapter, giving full details for the removal or suspension.

The International Secretary shall notify all the International Executive Board of such suspension or removal. Any Chapter or Member so removed or suspended shall be granted a reconsideration hearing before the International Executive Board, if such a hearing is requested in writing by Registered Mail to the International Secretary within thirty (30) days of their receipt of the notice of suspension or removal. The International Executive Board shall also have the authority to suspend any Chapter or Chapter members for just cause.

SECTION 3:28 DECLARING A VACANCY IN OFFICE

The International Executive Board may declare a vacancy in Office if a member of the International Executive Board has an unexcused absence for three (3) or more meetings in their term or if a member becomes inattentive to the duties of the Office he/she holds

ARTICLE IV: STATE/PROVICE/REGION/NATIONAL ASSOCIATION GOVERNMENT

SECTION 4:01 STATE / PROVINCE/REGION ASSOCIATIONS

A State/Province/Region body of Red Knights International Firefighters Motorcycle Club® Inc. Chapters can be formed under the direction of the Representative or Regional Director. It shall be called "The Red Knights International Firefighters Motorcycle Club® Inc. State/Province/Region Association of "_____."
A minimum of Two State/Province Association must apply to the Regional Director to form a Region Association. Outside of North America, Regional Associations may be formed by chapters in two or more countries (ie: European Union). The Associations shall adopt the International Constitution and By-Laws and adopt their own set of SOG (Standard Operating Guidelines) to the extent that the transaction of State/Province/Region business SOGs are consistent with the International By-Laws.

They shall elect their own Representative and State/Province/Region Executive Board as defined in the International By-Laws, Section 4:02. The Representative or Regional Director shall serve as President or Presiding Officer of the State/Province/Region Association. The State/Province/Region Associations will support the International Corporation and the International Executive Board in its goals and activities and be an extension of the International Executive Board for the purpose of serving the members. The International Executive Secretary will forward guidelines for organizing a State/Province/Region Association upon written request of a Chapter President, Chapter representative or State/Province Representative. The Regional Director shall assist in forming an Association. When State/Province/Region SOGs do not include a particular item or issue, the International Constitution and By-Laws will control.

SECTION 4:02 STATE/PROVINCE/REGION ASSOCIATION OFFICERS

The Officers of the Associations shall be: President, Vice-President, Secretary, Treasurer, Road Captain (Optional) and Chapter Representatives. The Chapter Representatives shall be the President of a Constituent State/Province/Country Chapter or an annually elected/appointed Representative plus one Member-at- Large. The Association Executive Board shall be elected in alternate years at the Association's annual meeting: The President and Secretary in even years, the Vice-President and Treasurer in odd years. To be eligible to be an Officer of the Association, one must be a currently paid member of a Constituent Chapter and International. The offices of Secretary, Treasurer, and Road Captain may be held by an adult Associate or Social Member, provided that there are no Active Members available and willing to hold the title. President shall be elected to two-year terms as outlined in this Section and referred to in the International Constitution and By-Laws. All communications from the International Executive Board concerning the Associations shall be directed to the President and/or State/Province/Region Representative. It shall be his/her responsibility to forward the information to the concerned member.

SECTION 4:03 STATE/PROVINCE/REGION ASSOCIATION MEMBERSHIP

The membership of the State/Province/Region Associations shall be made up of members of the Club who live or are members of Chapters within the boundaries of the State/Province/Region in which the Association exists. Members must be paid up members of their Chapters and International. Members-at-Large must be paid up members of the Club. Members who live outside the State/Province may become members of the Associations but may not have a vote or hold an elected office.

SECTION 4:04 ASSOCIATION OFFICERS DUTIES

1. Representative/Association President/Region Association President.
   a. Presides at all meetings of the Association. He/she shall have the tie breaking vote on all issues. Shall have final approval on issues with less than two-thirds (2/3) of a vote of the State/Province/Region Executive Board, Committees or Membership.
   b. Shall be informed in writing of all appeals or grievances sent to the International Executive Board. He/she shall submit a written report semi-annually of the activities of the State/Province Association or Region Association to the International Executive Board Regional Directors.
   c. He/she may call a meeting of the State/Province or Region Executive Board at will, giving at least two weeks' written notice.
   d. He/she may create Committees as needed and appoint members of the association to fill the Committees. He/she shall be an ex-officio member of all Committees of the Association, the exception being the Nominating Committee.
   e. He/she shall be the co- signer with the Secretary and Treasurer on the checking and savings accounts and other legal documents on behalf of the Association. Ref: Rules and Regulations, Section 10.
2. Vice-President
   a. The Vice-President shall preside over all called meetings of the Association in the absence of the Association President. In addition:
   b. Shall administer all fund-raising projects of the Association.
   c. Shall assist in coordinating the orchestration of the Annual Association Meeting/Convention and secure housing for the State/Province Executive Board Meetings.
   d. Shall be the Chairman of the Safety Committee when one exists.
3. Secretary
   a. The Secretary should attend all meetings of the Association, keep minutes of all proceedings and publish at the request of the Association President. In addition: Shall keep a current record of the active addresses of the State/Province Chapters and Members-at-Large.
   b. Shall be the caretaker of all Association documents, contracts, leases and records.
   c. Shall inform the State/Region Executive Board and members of meetings, giving two-weeks (2) notice.
   d. Shall assist the Association President in the discharge of his/her duties and communicate

with the International Executive Board as needed.

e. May purchase items necessary to conduct business, presenting the Association Executive Board with receipts for approval.
f. The Secretary shall also be the co-signer on the checking and savings accounts.
g. At the end of his/her term, shall turn over all documents and records pertaining to the Association to his/her elected successor.

4. Treasurer
   a. The Treasurer should attend all meetings of the Association, giving a written report of all financial activities, deposits and withdrawals of the Associations checking and savings accounts. He/he shall receive all funds of the Association and deposit them in a Federally Insured Bank or Trust Company as approved by the Association's Executive Board. He/she shall be the principal holder of the checking and savings accounts with the Association President and Secretary as co-signers. In addition:
   b. Shall have all records and accounts audited at least twelve (12) hours prior to the Association Annual Meeting.
   c. Shall forward a yearly report to the International Executive Board Treasurer so he/she can incorporate them in the required reports with the United States International Revenue Service, or the respective country of the Association under the directions of the Corporations non-profit status.
   d. At the end of his/her term, he/she shall turn over all documents and records pertaining to the Association elected successor
5. Road Captain (Optional)
   a. The Road Captain or designated person shall coordinate and safely lead any trips or rides that may take place
      during an Association activity. In addition:
      i. Shall work with the Association Executive Board in keeping statistics of accidents of members of the Association.
      ii. Shall keep current with applicable State/Province/Federal legislation concerning motorcycle safety.
      iii. May establish riding procedures as to how the Association rides in a group with the approval of the Association Executive Board.
      iv. Will have the authority to not allow a guest or club member to ride on a ride if it is found that they, their vehicle, or their documentation does not meet the area's standards.
      v. May be a member of the Association Executive Board as the Board directs but will be appointed only by the Association President annually.
6. Chapter representative to the Association (Chapter President or appointed Officer)
7. If the Chapter President does not want to be the Chapter representative of the Association, a current Chartered Chapter member of the Chapter Executive Board may be annually elected and/or appointed by the Chapter President. They may serve on State/Province Association Committees. In addition:
   a. Shall be asked from time to time to have their Chapters to host Association events
   b. Shall be responsible for Association property and the housing of the same.

c. Shall assist the Association Executive Vice-President in money raising projects.
d. Shall keep the Association representative informed of the status, activities and roster changes of their constituent Chapter.

8. Members-at-Large

Members-at-Large are members who are not members of constituent Chapters. Members-at-Large are eligible to belong to the State/Province/*Region* Associations, having one vote collectively on Association matters. Members-at-Large are entitled to run for an elected office of the Association and serve on Committees.

9. Committees

Committees and Committee Chairmen may be appointed as needed by the Association Executive Board under the direction and advisement of the Representative or Regional Director. The mandatory Committees shall be: Nominating Committee, SOG Committee, Audit & Finance Committee, and Safety Committee. All committees may institute their own rules and policies with the approval of the Association Executive Board.

ARTICLE V: CHAPTERS

SECTION 5:01 CHAPTER GOVERNMENT

All Chartered Chapters must be established by the International Executive Board in accordance with all the provisions of the International Constitution and By-Laws, International Standard Operating Guidelines, and Rules & Regulations. Each Chartered Chapter shall adopt the By-Laws and the Constitution of the International for the administration of its business or for the purpose of the incorporation of their chapter in their governmental area, may develop Chapter By-laws that are consistent with the International Constitution and By-Laws.

A Chartered Chapter, so established, may exercise full power and authority of a Chapter business SOG (Standard Operating Guideline) to the extent that the transaction of Chapter business SOG is consistent with the International By-Laws. Chapter Government is responsible for the organization of Corporate activities at the Chapter level, including the collection of International dues from Chapter members and overseeing Chapter membership and compliance of the International Corporation. Any proposed Chapter of a State, Province, or Country applying to become a Chartered Chapter of the Club will be designated under a State, Province, or Country identification with the next consecutive number or number selected and approved by the International Executive Board. A chapter number that has been inactive for five (5) years or more may be reissued with the exception of the number 1.

The local chapter may, at its own will, develop a set of Standard Operating Guidelines for the operation of the chapter. These guidelines must conform to the intent of the International Constitution and By-Laws, International SOGs, and International Rules & Regulations. No chapter shall require mandatory attendance of chapter members at meetings, rides, or events in order to be in good standing, nor limit the member's voting privilege. Any disagreement because of the meaning of the Chapter's SOG must follow Section 12:02 Grievance Procedure of the International SOGs.

SECTION 5:02 CHAPTER OFFICERS

Chapter Officers shall be the President, Vice-President, Secretary, Treasurer and Road Captain. Other positions may be established and elected or appointed as determined by the Chapter members in accordance with elections that are consistent with the International By-Laws. Only Active Members may hold the office of President and Vice-President of a Chapter. The Offices of Secretary, Treasurer and Road Captain may be held by an adult Associate or Social Member, provided that there are no Active Members available and willing to hold the title. Once the election is held and the member is sworn into office, he/she may hold that title until the end of their term. The only offices that may be combined and be held by one member is the office of Secretary/Treasurer.

SECTION 5:03 COMMITTEES

Active Committees may be established in accordance with procedures set forth in the International By-Laws for the establishment of International Committees, except that such Committees shall be established under the authority of Chapter Officers.

SECTION 5:04 CHAPTER MAILING ADDRESS

The Chapter mailing address and email address of record will be the redknightsmc.com email and that of the current Chapter President and Chapter Secretary. The Chapter Secretary shall maintain a current roster on file with the International. All communications from the International will be forwarded to the proper Officer(s) or member. All communications will be carbon copied to the Chapter Secretary.

SECTION 5:05 CHAPTER DUES

Each Chartered Chapter of the International Corporation may assess any annual membership fees as the Chapter deems necessary.

ARTICLE VI: GENERAL

SECTION 6:01 GENERAL

All references herein to the masculine gender shall include the feminine gender where appropriate. The captions appearing in this document are for purposes of easy reference and shall not be considered a part thereof, or in any way to modify, amend or affect the provision hereof.

No one shall be denied membership because of race, religion, national origin, sex, political affiliation, sexual orientation or disability. All brands of street legal motorcycles shall be accepted by the International Corporation.

Within these By-Laws the word “shall” is used as an imperative command, indicating that certain actions are mandatory, and not permissive.

Within these By-Laws the word “Representative” refers to the Country, Provincial, or State representative depending on the circumstances.

Within these By-Laws, the word “Firefighter” shall mean: An individual who has met the minimum standards for their local jurisdiction and has been assigned as a suppression firefighter.

ARTICLE VII: AMENDMENTS

SECTION 7:01 AMENDING, ADDING, OR REMOVING A BY-LAW

These Constitution and By-Laws may be proposed for repeal or amending at any Annual Business Meeting of the International Corporation. Two thirds (2/3) affirmative vote is required for passage of any By-Law amendment from those present and eligible to vote, providing adequate notice of the proposed action setting forth the substance thereof has been given to all voting members in writing with the roll call of the meeting. By-Law changes must be submitted to the By-Law committee at least 90 days before the Annual Corporation Meeting.

RATIFICATION

Constitution & By-Laws updated August 22nd, 2026, by the International Executive Board and voted on by the Membership of the Corporation at the Annual Business Meeting in Melbourne, Australia.

President, R. Spike Ostiguy: Approved

Vice-President, Norm Beausoleil: Approved

Secretary, Michael Woods: Approved

Treasurer, Scott Ryan: Approved

Region 1 Director, Ken May: Approved

Region 2 Director, Randy Smith: Approved

Region 3 Director, Mark Mullen: Approved

Region 4 Director, Chuck Marks: Approved

Region 5 Director, Joel Nelson: Approved

Region 6 Director, Brian Singleton: Approved

Region 7 Director, Tom Van Der Kley: Approved

Region 8 Director, Andrew Young: Approved

By-Laws Chairman, Rasmus Lillemose: Approved

All previous Constitutions and By-Laws, collectively with all previous alterations, amendments, changes, and additions have been deleted from this document and now are in the files of the International Executive Secretary and the International By-Laws Chair. They are available upon request.