

# **Appalachian Off Road Club**

## **By-Laws**

### **Article I**

1. This non-profit organization shall be known as the Appalachian Off Road Club.
2. The identifying decal for this organization shall be round with the organization name around its outside perimeter.

### **Article II**

#### **Objectives**

1. The Appalachian Off Road Club is organized as a non- profit organization for the purpose of:
  - a) Providing social, educational, and recreational activities for its membership.
  - b) Participating in and supporting civic and environmental activities for the betterment of the community.
  - c) Promoting the sport of four-wheeling for and by its members operating vehicles capable of handling rough terrain.

### **Article III**

#### **Membership and Dues**

1. Owners of all make and models of four-wheel drive vehicles and All-Terrain Vehicles (ATV's) are eligible for membership in the Appalachian Off Road Club. Persons need not own a four-wheel drive vehicle to apply for membership consideration.
2. Membership limits can and will be imposed from time to time by the Board of Directors. The board can limit the number of members.
3. Each membership includes the immediate family, however, voting power is restricted to one vote per dues paying member twenty-one years of age and over.
4. All members must conduct themselves in a respectable and orderly fashion whether in or out of Club activities. All members of the club are required to drive their vehicles in a safe and courteous manner, respect the rights of property owners and not willfully or wantonly destroy, remove or damage in any way the property of another club member or property owner. Members are expected to obey the orders of the assigned trail leader in regards to keeping the event safe and moving along. Any unnecessary risk taking is frowned upon and will be dealt with by the Board of Directors as soon as possible. No alcoholic beverages or illegal substances will be consumed during a function where vehicles are being operated. Failure to comply may result in the suspension or removal of a member.
5. A member who is in good standing must sponsor an application for membership.
6. Applicants for membership must be at least twenty-one years of age (exceptions may be made by decision of the Board of Directors), must hold a valid driver's license, and must have a minimum of property liability & property damage insurance coverage on their vehicles. Antique plates are welcome. ATV's are recommended to be insured as well.
7. Applicants for membership must attend a Club function prior to consideration for membership. An application form must be completed and sent to the Board of Directors along with remittance for the current year's dues before membership may be granted. Following review of each application by the Board of Directors, the applicant will be notified as to their acceptance or rejection.
8. Dues for this organization shall be \$25 per membership per year, payable in advance. Any member whose dues are three months in arrears shall be dropped from the rolls of this organization by June 1<sup>st</sup> if the dues are not paid. Nothing herein contained shall prevent reinstatement of a delinquent member upon payment in full of their unpaid dues, providing vacancy exists. Dues are not prorated and are due upon application and by March 1<sup>st</sup> for renewal. Dues are non-refundable and not negotiable. Special considerations for dues can be made by the Board of Directors on a case by case basis.

9. All additional personal expenses such as uniforms, decals, insignia, etc., shall be born by each individual and are not to be arranged for in any manner by the club.
10. Members shall immediately notify the Secretary of any change of physical address, mailing address, email address or telephone numbers.
11. Resignation of any member shall be in writing and submitted to the Secretary.

#### **Article IV**

##### **Suspension or Removal of a Member**

1. All members of The Appalachian Off Road Club, Inc. are expected to conduct themselves in an appropriate manner. Should it be necessary to suspend or remove a member from the club for inappropriate behavior, a vote of not less than 2/3 (two-thirds) of the Board of Directors will be required and the offending member shall be informed in writing within seven days stating the reasons for his/her suspension or removal. A member has the right to appeal this decision within 30 days in writing to the club president. The president will set up a hearing for the member to hear his case with the Board. The Board's decision will be final.

#### **Article V**

##### **Business Meetings**

1. Meetings of the membership of the Appalachian Off Road Club shall be held quarterly at such times and places as designated by the Board of Directors.
2. Thirty-three percent (33%) of the membership shall constitute quorum for a membership meeting.

#### **Article VI**

##### **Administration of Officers**

1. The officers of the Appalachian Off Road Club shall consist of a President, Vice President for ATV's, Vice President for Vehicles, Secretary, and Treasurer, and shall be known as the Executive Committee. It shall be their duty to draw up agenda for all board and business meetings, and it shall be their further duty to assume the functions of the Board of Directors in cases of emergency.
2. The Board of Directors shall consist of the members of the Executive Committee, the immediate past president, and one director elected by the membership of the Executive Committee. Each director may be assigned one or more committees and it shall be their duty to represent such committees on the board. Further duties of the Directors shall be to oversee club business, to take such actions as might fulfill the aims of this organization, and to audit the books of the previous administration. The Board of Directors shall meet regularly, once each quarter, with fifty-one percent (51%) constituting quorum for the body.
3. All officers of the club shall have a term of 1 year. No limit shall be placed on consecutive terms providing the office was properly elected.
4. No officer shall be added to the club except by the vote of the majority of the entire attending membership of the club through amendment of the bylaws.
5. Special posts may be provided, as needed to advise and support the administration, based on membership consent (33% quorum vote) and Board approval.

#### **Article VII**

##### **Duties and Powers of Officers**

1. The PRESIDENT shall preside over all membership and board meetings and be present at all events when possible. He/She shall be the executive officer and shall have the duty to carry out all the policies and decisions of the Board of Directors. He/She shall be without right of vote on the Board of Directors except in the event of a tie. He/She shall sign all checks with the Treasurer.

2. The VICE PRESIDENTS shall, in the absence of the President, serve in that capacity. He/She shall also serve as a Parliamentarian and perform such other duties as may be assigned by the Board of Directors. Vice Presidents shall oversee the operations of their specific organization of the club (Vehicle or ATV) and keep the President informed of any/all business being conducted.
3. The SECRETARY shall keep and preserve all records and minutes of the meetings of the regular membership and the ledger roll call to determine the number of voting members present so it may be known if a quorum is in attendance, shall keep a file system of membership, and shall receive and answer all general correspondence pertaining to the organization.
4. The TREASURER shall keep accurate and complete records of the funds and accounts of this organization, and shall collect all dues and maintain a record thereof. He shall make only such disbursements from the funds of the organization as are directed by the Board of Directors and Article VIII hereof.
5. The duties of SECRETARIES and TREASURER can be assumed by one person if no one is voted into one of these positions. The person assuming both roles will only be allowed one vote on the Board of Directors.

### **Article VIII**

#### **Expenditures and Finance**

1. All monies received from all sources shall immediately be turned over to the Treasurer to be deposited in the checking account of the Appalachian Off Road Club. A cash fund is authorized in the money box for club merchandise in order to allow purchases/change to be made. At no time will funds in the money box exceed \$100.
2. No withdrawal from funds shall be made without the majority approval of the Board of Directors. All expenditures shall be made by check, and all checks must indicate purchase.

### **Article IX**

#### **Committees**

1. The Board of Directors shall designate committees. The President shall assign each committee to a director who shall be responsible for its activities and who, with the approval of the Board of Directors, will appoint a committee chairperson.

### **Article X**

#### **Election of Officers**

1. The membership shall meet and elect officers for each year at the January business meeting. The newly elected officers shall take office immediately during the January business meeting.
2. Voting shall be in person at the January business meeting. Proxy voting is not allowed.
3. The candidates for offices must be regular members in good standing. At all elections, nominations for each and every office of this organization may be made from the floor. Nominations for offices shall be taken during the January business meeting.
4. All ballots for offices must be counted and checked by three members other than nominees.
5. A majority of votes cast is necessary for election to an office or position on the Board of Directors.
6. In the event of a vacancy in the office of Vice President Positions, Secretary Positions, or Treasurer, an election shall be called to elect a successor. In the event of a vacancy on the Board of Directors, the Board shall elect a successor. This election must occur during the next club business meeting after the vacancy is announced.
7. Only one member of an immediate family may hold position on the Executive Council. In the event another member of a household is elected to one of the Executive Governing positions in the organization, a decision between the two family members MUST be decided as to who will relinquish their position. The time period for this will be 7 days from the announced date of the election results. The Board of Directors, at this time will

- appoint the runner- up in the election to the position so vacated. If there is no runner- up, the Board will appoint a successor.
8. An elected official may terminate their position by submitting a written statement to the Board of Directors. The relinquished position will be voted upon and filled at the next business meeting. Emergency temporary replacements are at the discretion of the Board of Directors.

## **Article XI**

### **Recall**

1. Any officer or director of the Appalachian Off Road Club may be recalled by a two third majority vote of the entire membership.

## **Article XII**

### **Events**

1. All events shall be subject to the approval by the Board of Directors. Events will be under the direction of a Trip Leader appointed by the Board of Directors.
2. All events must be conducted in an orderly manner and with safety as the prime factor.
3. Anyone determined to be under the influence of alcohol or mind-altering drugs during any club event are subject to immediate dismissal from the club.
4. All members are responsible to the direction of the appointed Trip Leader and his/her appointed assistants throughout the determined duration of an event.
5. No provisions are to be made to permit any member to join an event at any time or location if that provision decidedly interrupts the designated time schedule or plan for the event.
6. Any events held on private property must have property owner permission, and will be subject to liability releases.
7. Any member or guest under the age of eighteen (18) must be accompanied by or have written permission of a parent or guardian to participate in any club event. Members must take full responsibility for their guests.
8. All competitive events shall be under the direct authority, supervision, and control of the Board of Directors. The Board of Directors shall determine entrance classifications and regulations for various events and shall approve trophies and awards to be presented. Vehicles may be subject to technical inspection varying according to the type of event and shall be disqualified if found to be mechanically unsafe.
9. All members and guests participating in an event shall abide by the laws of the State concerned, and by the laws and regulations of the city, the county, or the circumstances involved.
10. All club members and their passengers must sign a waiver of liability and indemnity before being permitted on a club event. A technical inspection may be performed by the trail leader(s) before leaving for the run to ensure required equipment, safety equipment, and suitability of the vehicles/personnel.
11. During club sponsored trail rides, members in good standing may invite as many guests as their vehicle will carry, but no more than one guest driving an additional off road vehicle that has passed technical inspection. Exceptions to this will only be made in unusual circumstances with approval of the Board of Directors. This will assure that no club sponsored trail ride has too many participants, which affects the convenience and safety of those participating. Additionally, members inviting a guest driving his/her vehicle shall notify the Event Coordinator of this guest prior to the trail ride. When a given trail ride is particularly popular (i.e. Many vehicles are expected) the Event Coordinator may ask members to refrain from inviting additional guests with their own vehicles. Waivers will be obtained from all guests prior to the event start.

### **Article XIII**

#### **Rules and Procedures**

1. Unless otherwise specified, Robert's Rules of Order (Revised) shall govern parliamentary procedure.

### **Article XIV**

#### **Liability**

1. Indemnification Against Liability. The organization shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the organization from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the organization, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability. The rights accruing to any person under the foregoing provisions of this section shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the organization to indemnify or reimburse such person in any proper case even though not specifically herein provided for. The organization, its directors, officers, employees, and agents shall be fully protected in taking any action or making any payment, or in refusing so to do, in reliance upon the advice of counsel. The Board of Directors shall, within its sound business judgment and discretion, have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the organization, or is or was serving at the request of the organization as a director, officer, employee, or agent of another organization, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the organization would have the power to indemnify him against such liability.

### **Article XV**

#### **Amendments**

1. These By-Laws may be amended by a two-thirds majority vote at a regular business meeting, a quorum being present and voting. Any amendment to the By-Laws must be presented to the membership at the regular membership meeting preceding that in which the vote is taken.