

Eastern Washington ATV Association



Bylaws

Approved: August 7, 2014

Supersession Notice

**Supersedes Bylaws dated
17 May 2007, as amended**

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Bylaws

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Article I - Name of Organization

The name of this organization shall be the Eastern Washington ATV Association, Inc., hereafter referred to as the Association.

Article II – Object

The purpose of this Association shall be:

- a. To encourage and promote ATV recreation as a family activity;
- b. To encourage and promote sportsmanship and safe and responsible use of ATVs;
- c. To support environmental stewardship, responsible recreation, and provide educational information concerning federal, state, and private land-use laws and regulations concerning the ownership and use of ATVs;
- d. To work with public land-use regulatory agencies to ensure continued access to public lands;
- e. To recognize ATV competition as an important part of recreational ATViing;
- f. To recognize and support improved ATV access for elderly and disabled individuals.

Article III – Members

Section 1. Classes of Membership:

There shall be five (5) classes of membership in this Association:

- a. Individual membership
- b. Family membership
- c. Business membership
- d. Honorary membership
- e. Lifetime membership

Section 2. Qualifications for Membership:

- a. Individual membership shall be available to anyone who subscribes to the purpose and principles of the Association, as set forth in these by-laws, and completes a membership application.
- b. Family membership shall be available to anyone who subscribes to the purpose and principles of the Association, as set forth in these by-laws and completes a membership application.

Section 2. Qualifications for Membership (cont'd):

c. Business membership shall be available to any business that subscribes to the purpose and principles of the Association, as set forth in these by-laws. This membership requires completion of a membership application and must be approved by the Board of Directors and is continuing unless rescinded by the Board of Directors.

d. Honorary membership may be granted to a person, business, or governmental entity that has, by their actions, been of significant benefit to the Association and to the sport of ATVing. Such persons need not have been members of the Association or active in the sport. This membership requires completion of a membership application and must be approved by the Board of Directors and is continuing unless rescinded by the Board of Directors.

e. Lifetime membership may be granted to an individual or a family meeting the criteria established by the Board of Directors. Membership in this class requires completion of a membership application and must be approved by a two-thirds vote of the members present at any regular meeting, providing notice has been given at the previous regular meeting.

Section 3. Dues:

a. Dues, in the amount specified by the Board of Directors, shall be paid annually.

b. Dues become due and payable on July 1st.

c. Members who have not paid their dues in full by the end of the first business day after June 30th will become delinquent and will have no privileges until such time as their dues are paid in full.

d. Members will be reinstated upon payment of all unpaid dues.

Section 4. Membership Rights and Benefits:

a. Individual membership. Members in this class:

- (1) Are required to pay dues, the amount to be determined by the Board of Directors.
- (2) Have the right to participate in discussions at all meetings.
- (3) Have the right to make or second motions.
- (4) Are entitled to one vote.
- (5) Have the right to participate in all Association functions.
- (6) Have the right to receive newsletters.
- (7) Have the right to hold office.
- (8) Have the right to a hearing in any matter brought against the individual.

Section 4. Membership Rights and Benefits (cont'd):

b. Family membership. Members in this class:

- (1) Are required to pay dues, the amount to be determined by the Board of Directors.
- (2) Have the right to participate in discussions at all meetings.
- (3) Have the right to make or second motions.
- (4) Are entitled to two votes.
- (5) Have the right to participate in all Association functions.
- (6) Have the right to receive newsletters.
- (7) Have the right to hold office.
- (8) Have the right to a hearing in any matter brought against the individual(s).

c. Business membership. Members in this class:

- (1) Are required to pay dues, the amount to be determined by the Board of Directors.
- (2) Have the right to participate in discussions at all meetings.
- (3) Have the right to make or second motions.
- (4) Are entitled to one vote.
- (5) Have the right to participate in all Association functions.
- (6) Have the right to receive newsletters.
- (7) Have the right to hold office.
- (8) Have the right to a hearing in any matter brought against the individual.

d. Honorary membership. Members in this class:

- (1) Are not required to pay dues.
- (2) Have the right to participate in discussions at all meetings.
- (3) Do not have the right to make or second motions.
- (4) Do not have the right to vote.
- (5) Have the right to participate in all Association functions.
- (6) Have the right to receive newsletters.
- (7) Do not have the right to hold office.
- (8) Have the right to a hearing in any matter brought against the individual.

e. Lifetime membership. Members in this class:

- (1) Are required to pay a one-time dues in the amount specified by the Board of Directors.
- (2) Have the right to participate in discussions at all meetings.
- (3) Have the right to make or second motions.
- (4) Have the right to vote.
- (5) Have the right to participate in all Association functions.
- (6) Have the right to receive newsletters.
- (7) Have the right to hold office.
- (8) Have the right to a hearing in any matter brought against the individual.

Section 5. Membership Obligations:

All members, regardless of class of membership, shall:

- a. Uphold the Bylaws
- b. Subscribe to the “Code of Conduct”
- c. Not make statements that could be construed as to bring negative impressions upon the Association.

Section 6. Resignation of Membership:

a. Member-Initiated: At any time, a member may resign from this Association by submitting, in writing, to the secretary, a notice of termination.

b. Association-Initiated:

- (1) Any member disgracing themselves or the Association in the public eye will be subject to membership termination.
- (2) Members have the right to due process in any matter brought against the individual(s). A hearing will be conducted by the Board of Directors. This hearing will determine the facts and additionally the suitability of the member continuing their membership in this association.
- (3) Members have a right to request a hearing before the membership providing a thirty (30) day notice has been provided to the membership.
- (4) Members who resign or are removed shall not be entitled to reimbursement of any previously paid dues.

Article IV – Officers

Section 1. Required Officers

The following are the required officers whom shall be elected from the membership:

- President
- Vice-President
- Secretary
- Treasurer
- Immediate Past President
- Directors-at-large (5 positions)

Section 2. Duties of the Officers:

- a. A meeting of all past officers and the newly elected officers shall be held before the next regular meeting after the meeting in which they are elected. The purpose of this meeting is to exchange Association books and orientation of the new officers.

Section 2. Duties of the Officers (cont'd):

b. Conflicts of interest. Upon election, and annually thereafter, at the first Board of Directors meeting following the new fiscal year, each officer shall read and sign the “Conflict of Interest” policy statement.

c. President:

- (1) Preside over all regular, Board of Directors, and Annual meetings. The president shall preside over a Special Meeting when there is no conflict of interest.
- (2) Possess a copy of the following at all meetings where presiding:
 - (a) Order of business
 - (b) Committee list
 - (c) Association Bylaws
 - (d) Association Standing Operating Procedures (SOP)
 - (e) Association Articles of Incorporation
- (3) Solicit members for a bylaw review committee at the first regular meeting of each calendar year.
- (4) Solicit members for an audit committee at the regular meeting in October or in the event of no meeting being held in October, the first regular meeting held thereafter.
- (5) Solicit a member for the position of webmaster
- (6) Solicit a member for the position of Safety Coordinator
- (7) Fill vacancies of any officer position by special election.
- (8) Authorized to execute expenditures on behalf of the Association up to \$200.00 for a single expenditure. Expenditures over \$200.00 shall have prior approval of the Board of Directors or be directed by a majority vote of the membership present at a regular meeting.
- (9) Shall be an ex-officio member of all committees, except the Nominating Committee.
- (10) As necessary, delegate to other officers, additional duties that may come before the Association.
- (11) Upon request from the Association treasurer, co-sign all checks.
- (12) The President, as a member of the Association, has a right to vote on all matters that come before the Association.
- (13) Perform other duties as may be prescribed by the Board of Directors.
- (14) Perform other duties applicable to the office of the President as prescribed by the parliamentary authority adopted by this Association.

d. Vice-President:

- (1) In the absence of the President, shall perform all duties assigned to the President.
- (2) Maintain a copy of the current edition of *Robert's Rules of Order Newly Revised*
- (3) Act as the Association parliamentarian. This responsibility may be delegated to a knowledgeable member.
- (4) Act as the Association Sergeant-At-Arms. This responsibility may be delegated to a knowledgeable member.
- (5) Welcome and greet guests.

d. Vice-President (cont'd):

- (6) Explain to potential members, Association customs and procedures, including providing a copy of the Association bylaws.
- (7) Ensure an accounting of all Association property excluding consumables and any single item having a value of less than \$50.00 (fifty dollars).
- (8) Upon request from the Association treasurer, co-sign all checks.
- (9) Assist other Association officers in the performance of their assigned duties.
- (10) Perform other duties as may be prescribed by the President of this Association.
- (11) Perform other duties applicable to the office of the Vice-president as prescribed by the parliamentary authority adopted by this Association.

e. Secretary:

- (1) Shall maintain all Association records, except those maintained by the Treasurer.
- (2) Keep a written record of all meetings excluding Committee meetings.
- (3) Shall receive copies of all committee meeting documents, including minutes of committee meetings.
- (4) Shall receive and answer all general correspondence pertaining to the Association. This may include coordinating with other Association officers to determine the best response to provide.
- (5) Prepare, in conjunction with other officers of this Association, an order of business in the format prescribed by the parliamentary authority adopted by this Association. This agenda shall be available to all members a minimum of fifteen (15) days prior to the meeting for which it is prepared.
- (6) Publish minutes of regular, special, and annual meetings within five (5) days after adjournment.
- (7) Publish decisions of Board of Directors meetings within five (5) days after adjournment.
- (8) As required, prepare ballots for all elections.
- (9) Upon verification from the treasurer of payment of dues by new members, ensure the member's information is recorded in the Association records.
- (10) Upon request from the Association treasurer, co-sign all checks.
- (11) Shall maintain a record book as required by the Washington Nonprofit Corporation Act (RCW 24.03, section 135).
- (12) Assist other Association officers in the performance of their assigned duties.
- (13) Perform other duties as may be prescribed by the President of this Association.
- (14) Perform other duties applicable to the office of the Secretary as prescribed by the parliamentary authority adopted by this Association.

f. Treasurer:

- (1) Maintain accurate and complete records of the funds and accounts of this Association.
- (2) All monies received shall immediately be deposited into the appropriate bank account of this Association.

f. Treasurer (cont'd):

- (3) All ordinary and necessary Association expenses will be paid from Association funds. Members will not commit Association funds without prior approval of the membership at a regular meeting.
- (4) Expenses for any single item over \$50.00 (fifty dollars) must be approved in advance by the membership at a regular meeting. In the case of an emergency expenditure, the Board of Directors may approve such expenditure.
- (5) In the absence of the President and Vice-President, preside over any regular meeting.
- (6) Shall, along with one other officer (excluding the Immediate Past President and Directors at-large), sign all checks.
- (7) Assist other Association officers in the performance of their assigned duties.
- (8) Perform other duties as may be prescribed by the President of this Association.
- (9) Perform other duties applicable to the office of the Treasurer as prescribed by the parliamentary authority adopted by this Association.

g. Directors at-large:

- (1) Assist other Association officers in the performance of their assigned duties.
- (2) Perform other duties as may be prescribed by the President of this Association.

Section 3. Election of Officers

a. Regular Elections:

- (1) Nominations shall be open during the regular April meeting, or in the event of no meeting being held in April, the first regular meeting held thereafter.
- (2) Nominations will be reopened during the regular May meeting, or in the event of no meeting being held in May, the first regular meeting held thereafter.
- (3) Nominations shall be reopened for the June meeting, or in the event of no meeting being held in June, the first regular meeting held thereafter, until such time as voting for the first office commences.
- (4) Election by proxy is not permitted.
- (5) Voting shall be conducted as follows:
 - (a) Voting for each office shall be in separate successive sequence as listed in these bylaws.
 - (b) Voting will be by ballot unless there is only one candidate for the office. Under this circumstance, a unanimous voice vote of members present constitutes a waiver of the ballot requirement for the office under consideration.
 - (c) All ballots must be counted and verified by at least two members who are not candidates for that office.
 - (d) A majority vote of members present is required for a candidate to be elected to an office.

a. Regular Elections (cont'd):

- (e) In the event one candidate does not receive a majority of votes as outlined above, the following procedures will be used:
 - 1. The candidate receiving the least number of votes will be removed from the list of candidates for that office.
 - 2. New ballots will be prepared by the Secretary or in absence of the Secretary, a person so designated, with the remaining candidates listed thereon.
- (6) All ballots will be destroyed upon completion of all voting, including resolution of any voting disputes/irregularities.

b. Special Elections:

- (1) Nominations for vacancies shall be taken at the regular meeting in which the vacancy occurs.
- (2) The election shall be held at the following regular meeting, provided notice has been given to the membership at least fifteen (15) days prior.
- (3) Election by proxy is not permitted.
- (4) Voting shall be conducted as follows:
 - (a) Voting for each office shall be in separate successive sequence as listed in these bylaws.
 - (b) Voting will be by ballot unless there is only one candidate for the office. Under this circumstance, a unanimous voice vote of members present constitutes a waiver of the ballot requirement for the office under consideration.
 - (c) All ballots must be counted and verified by at least two members who are not candidates for that office.
 - (d) A majority vote of members present is required for a candidate to be elected to an office.
 - (e) In the event one candidate does not receive a majority of votes as outlined above, the following procedures will be used:
 - 1. The candidate receiving the least number of votes will be removed from the list of candidates for that office.
 - 2. New ballots will be prepared by the Secretary or in absence of the Secretary, a person so designated, with the remaining candidates listed thereon.
- (5) All ballots will be destroyed upon completion of all voting, including resolution of any voting disputes/irregularities.

Section 4. Terms of Office:

- a. Terms of office shall commence with the first regular meeting after which they are elected.
- b. The President and Treasurer shall each hold office for a term of two years or until such time as their successors may be elected.
- c. All other officers, excluding Directors at-large positions, shall hold office for a term of one year, or until such time as their successors may be elected.

Section 4. Terms of Office (cont'd):

- d. Directors at-large positions:
 - (1) Positions 1, 2, and 3: The term of office shall be for three (3) years following election, or until such time as their successors may be elected.
 - (a) Position 1 will expire in any calendar year evenly divisible by three (3).
 - (b) Position 2 will expire in any calendar year evenly divisible by three (3) plus one (1).
 - (c) Position 3 will expire in any calendar year evenly divisible by three (3) plus two (2).
 - (2) Positions 4 and 5: The term of office shall be for one (1) year following election, or until such time as their successors may be elected.
- e. An officer shall indicate their resignation in writing to the secretary.

Section 5. Terms of Office Limitations:

- a. No officer shall be eligible to serve in the same office for more than two consecutive terms.
- b. No member shall hold more than one office at a time.
- c. Only one member from a family may hold an officer position concurrently.
- d. Time limitations shall not apply for an officer filling a vacancy that begins after January 31st.

Article V – Meetings

Section 1. Types of Meetings

There shall be five (5) types of meetings in this Association:

- a. Regular meetings
- b. Special meetings
- c. Committee meetings
- d. Board of Directors meetings
- e. Annual meeting

Section 2. Regular Meetings:

- a. The purpose of regular meetings shall be:
 - (1) To bring before the membership matters which require action by the Association.
 - (2) Any additional matters that may come before the Association.
- b. Regular meetings shall be held at least once a month, unless otherwise ordered by the Association or the Board of Directors.

Section 3. Special Meetings:

- a. The purpose of a special meeting shall be to discuss the specific matter for which the meeting was called.
- b. No other business may be conducted at that special meeting.
- c. Special meetings shall be held as ordered by the membership of the Association or by the Board of Directors provided at least fifteen (15) days notice has been given.

Section 4. Committee Meetings:

- a. The purpose of a committee meeting shall be to discuss the matters for which the committee was formed.
- b. Committee meetings shall be held at a frequency determined by the committee.

Section 5. Board of Directors Meetings:

- a. Regular Board of Director meetings shall be held at least once each calendar quarter. This meeting may be conducted electronically upon approval of a majority of the members (excluding Standing Committee Chairs) of the Board of Directors providing there is no business to be conducted.

Section 6. Annual Meetings:

The Annual Meeting of this Association shall be held during the month of June. If it is not practical to hold the annual meeting in June, the next regular meeting shall be considered the annual meeting, providing all members have been notified at least thirty (30) days in advance if the annual meeting is held in any month other than June.

Section 7. Quorums

The following quorums are required in order to conduct meetings:

- a. Regular meetings:** A regular meeting quorum shall consist of the members present.
- b. Special meetings:** A special meeting quorum shall consist of the members present.
- c. Committee meetings:** A committee meeting quorum shall consist of the majority of members of that committee.
- d. Board of Directors meetings:** A Board of Directors quorum shall consist of a majority of the members (excluding Standing Committee Chairs) of the Board of Directors.
- e. Annual meeting:** An annual meeting quorum shall consist of the members present.

Article VI - Board of Directors

Section 1. Composition of the Board of Directors. The Board of Directors shall consist of the following:

President
Vice-President
Secretary
Treasurer
Directors at-large (5 positions)
Immediate Past President in good standing
The Chair of each Standing Committee

Section 2. Duties of the Board of Directors:

- a. Review matters which would not be appropriately brought before the entire membership.
- b. Determine annually, the amount of dues to be paid by the various classes of members excluding lifetime members.
- c. Review annually, the amount of dues to be paid by lifetime members.
- d. Review requests for associate and honorary memberships.
- e. Annually, at the first Board of Directors meeting in July or as soon as practical thereafter, review the Association's Standing Operating Procedures (SOP).
- f. Annually, at the first Board of Directors meeting held during the second quarter of each calendar year or as soon as practical thereafter, review the Association's Code of Conduct and Conflict of Interest Policy.
- g. Annually, at the Board of Directors meeting held during the first quarter of each calendar year or as soon as practical thereafter, review the Association's Articles of Incorporation.
- h. Annually, at the Board of Directors meeting held during the second quarter of each calendar year or as soon as practical thereafter, review the list of honorary members. Upon approval of this list, recommend to the membership in the form of a motion requiring a two-thirds (2/3) vote of the members present at the next regular meeting, providing a fifteen (15) day notice has been provided to the membership.
- i. Approve the format of the membership application as recommended by the Membership Committee.
- j. To discuss membership sanctions.
- k. To conduct hearings requested by any member.
- l. The Board of Directors may ask for the resignation of any person failing to carry out the duties and responsibilities of the position to which elected or appointed, or by majority vote, declare the position vacant. Note that this provision does not limit removal by only the Board of Directors. Individual members from any class of membership may submit in writing to the board of Directors a request for removal of an officer.
- m. Any additional matter which the Board of Directors deems necessary.
- n. Ensure all decisions of the Board of Directors are confirmed at the next regular monthly meeting.

Article VII – Committees

Section 1. Types of Committees. There shall be two (2) types of committees:

- a. Standing Committees
- b. Special (ad-hoc) Committees

Section 2. Standing Committees:

a. The following committees are designated as standing committees:

- (1) Membership Committee
- (2) Land Access Committee
- (3) Public Relations Committee

b. Standing committees:

- (1) May be either elected or appointed, or a combination of both methods.
- (2) Shall conduct the business for which it was created.
- (3) Shall make a report of its business at each regular meeting.
- (4) Shall not be dissolved without amending these Bylaws (see Article IX – Amendment of Bylaws for procedures on how to amend these Bylaws).

Section 3. Special (ad-hoc) Committees:

a. Any additional committees will be considered Special (ad-hoc) Committees:

b. Special (ad-hoc) Committees:

- (1) Shall be in service from the time appointed and continue until such time as the purpose for which it was appointed is completed.
- (2) Should consist of a minimum of three (3) members.
- (3) May be either elected or appointed, or a combination of both methods.
- (4) Shall conduct the business for which it was created.
- (5) Shall make a report of its business at each regular meeting.

Article VIII - Parliamentary Authority

The rules contained in the current edition of *Roberts Rule of Order Newly Revised* shall govern this Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Society may adopt.

Article IX - Amendment of Bylaws

These bylaws may be amended at any special meeting or at the annual meeting of the Association by a two-thirds vote of members present, provided that the proposed amendment has been submitted in writing at the previous regular meeting.

Article X – Dissolution

Section 1. All requests for dissolution of this Association must be delivered to the then existing Board of Directors in writing.

Section 2. Dissolution procedures must follow those prescribed by the Washington Nonprofit Corporation Act (RCW 24.03, Sections 220 through 245).